

REF: CIL/CC/BSE-15/2020-21

September 08, 2020

To,
The Department of Corporate Services,
The BSE Limited
P.J. Towers,
Dalal Street,
Mumbai – 400 001

Ref: Scrip Code: 531358

Sub: Annual Report for the Financial Year 2019-20 along with Notice of 27th Annual General Meeting of the Company

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Annual Report for the financial year 2019-2020 along with Notice of the 27th Annual General Meeting ("AGM") of the Company scheduled to be held on Wednesday, 30th September, 2020, at 11.00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The Notice of the AGM and Annual Report 2019-20 will be sent only through electronic mode to those Members whose email addresses are registered with the Company / Depository Participant (s).

The Annual Report of the Company along with Notice of 27th AGM are also available on the website of the Company www.choiceindia.com and on the website of Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of the CDSL www.evotingindia.com.

Kindly take the above document on your record.

Thanking You,
Yours Truly,
For Choice International Limited

(Karishma Shah)
Company Secretary & Compliance Officer



Choice International Limited

Choice House, Shree Shakambhari Corporate Park, Plot No 156-158, J.B. Nagar, Andheri (East), Mumbai – 400 099.
Tel.: +91-22- 6707 9999 Email ID: info@choiceindia.com Website: www.choiceindia.com CIN No. L67190MH1993PLC071117

**CHOICE HOUSE**

Shree Shakambhari Corporate Park, Plot No. 156-158,
J. B. Nagar, Andheri (East), Mumbai - 400099.

☎ **Tel.:** +91 22 6707 9999

☎ **Fax :** +91 22 6707 9959

🌐 **Website :** www.choiceindia.com

**Aap Kijiye Kamyabi Ki Tayaari,
Baaki Hamari Zimmedari**

27th Annual Report 2019-20



सर्वश्रेष्ठ

“To be the most preferred financial institution providing premium financial service world-wide and consistently delivering quality products and services to our Clients, business partners and society.”

CREATING NEW BENCHMARKS IN SERVICE DELIVERY

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Welcome to
**ANNUAL
REPORT**
— 2019-20 —

Mr. Kamal Poddar
MANAGING DIRECTOR

”

LETTER FROM MANAGING DIRECTOR

“

Dear Stakeholders,

At this very moment where the world is witnessing crisis, I hope each of my member holder is in good state of health & hereby urge the almighty to ponder his blessings on each one of us.

Before I put forward my views for the year passed by, I take this platform as an opportunity to thank all my employees for their remarkable support during the "Lockdown" by serving the company with their utmost will without halting the operational activities of the Company even for a day.

COVID - 19 has taught us the prominence of "Technology" & its necessity, your company has always believed in the significance of "Technology" and its role in the growth of an organisation. To oblige our client's proficiently & speedily the Company has designed its applications namely "Jiffy", "Investica" in the finest promising ways to cater our clients.

As far as numbers are concerned, the group has reasonably fared well in the Financial Year 2019-20. The Company is now focusing to fill the lags created on account of COVID - 19 & is majorly emphasising on crafting strategies to combat the shadow of COVID-19.

To complete its gamut of Financial Services, the group is keen on adding "Insurance Broking services" to its kitty, the details of which are enumerated in the "Management Discussion & Analysis Report".

The other Services provided by your Company is comprehensively detailed in the Management discussion and Analysis Report. The core business activities of the group includes Broking & Distribution, NBFC Lending, Mutual Fund Distribution, Portfolio Management Services, Merchant Banking, Debt Syndication, Management Consultancy including Government Consultancy, Retail Loans, IT Solutions.

Your Company truly believes in creating wealth for its clients. In the journey of creating value for our clients equal attention is given to the practises adopted to achieve our targets without compromising on the moral values.

I take this opportunity to thank all our stakeholders for their faith rested in our Company and hereby further appeal for their continued support in our voyage with the vision of being "Servashreth".

As mentioned above, I hereby request all our stakeholders to bestow their support.....

I hereby thank all our clients, for their association with the Company and giving us the opportunity to stand by our words:

**AAP KIIYE KAMYABI KITAYAARI,
BAAKI HAMARI ZIMMEDARI**

With best wishes,
Thanking You,



KAMAL PODDAR
Managing Director
DIN No: 01518700

BOARD OF DIRECTORS

CA Ajay Kejriwal
Executive Director



Mrs. Hemlata Poddar
Non - Executive Director



Mr. Kanhaiyalal Berwal
Independent Director



Mr. Bharatkumar Shah
Independent Director



Mr. Ashok Kumar Thakur
Independent Director



“

While innovation influxes a CHANGE
in the system, It's the leadership that
distinguishes you from being a ME TOO
& become सर्वश्रेष्ठ

CA KAMAL PODDAR
Managing Director





CS Karishma Shah
Company Secretary



CA Manoj Singhania
Chief Financial Officer

CORPORATE INFORMATION

BANKERS

Axis | PNB | ICICI | HDFC | Indusind

SUBSIDIARY COMPANIES

- Choice Equity Broking Private Limited
- Choice Capital Advisors Private Limited
- Choice Consultancy Services Private Limited
- Choice Wealth Management Private Limited
- Choice Portfolio Management Services Private Limited
- Choice Corporate Services Private Limited
- Choice Finserv Private Limited
- Choice Retail Solutions Private Limited
- Choice Tech Lab Solutions Private Limited



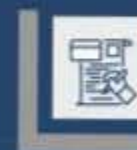
Register And Share Transfer Agent

Sharex Dynamics (India)
Private Limited
Unit No -1, Luthara Industrial
Premises, Andheri Kurla Road
Safed Pool, Andheri (e),
Mumbai - 400072
Phone : 022-28515606 / 5644
Website : www.sharexindia.com



Registered Office

CHOICE HOUSE
Shree Shakambhari Corporate
Park, J. B. Nagar, Andheri (east),
Mumbai - 400099
Phone No.: +91-022- 6707-9999
Fax No.: +91-022-6707-9898
Email : info@choiceindia.com
Website : www.choiceindia.com



Statutory Auditors

M/s. Deloitte Haskins & Sells LLP,
Chartered Accountants
Mumbai

SECRETARIAL AUDITORS

M/s. R.M.Mimani & Associates LLP

BOARD REPORT

Dear Member's,

Your Director's are pleased to present the Twenty Seventh Annual Report detailing the Business & Operations of the Company together with the Audited Financial Statements both Standalone & Consolidated for the Year the Year ended March 31, 2020.

CORPORATE OVERVIEW:

M/s. Choice International Limited or "CHOICE" one of the leading name in the Service Industry, has been catering its financial services since last two decades with the vision of assisting its Client's with all their Financial & ancillary services under one ridge.

FINANCIAL SUMMARY & HIGHLIGHTS:

Synopsis of the Company's Financial Results for the Financial Year 2019-20 is as under:

Particulars	(' in Lakhs)			
	Standalone		Consolidated	
	Year ended 31.03.20	Year ended 31.03.19	Year ended 31.03.20	Year ended 31.03.19
Revenue from Operations	875.88	1276.25	12,695.73	11660.28
Other Income	26.19	21.97	539.86	470.91
Total Income	902.07	1298.22	13235.59	12131.19
Less : Expenses				
a) Operating Expenses	-	-	2696.58	2182.56
b) Employee benefit expenses	78.37	121.36	4746.16	4390.88
c) Finance Cost	154.31	564.95	1729.76	2034.52
d) Depreciation & Amortisation Expenses	73.72	77.80	345.54	316.69
e) Other Expenses	299.45	513.08	1897.20	1980.64
Total Expenses	605.85	1277.19	11415.24	10905.29
Profit before Tax & Exceptional Items	296.22	21.03	1820.35	1225.90
Net Profit before Tax	296.22	21.03	1820.35	1225.90
Net Profit After Tax	197.42	43.30	1243.10	880.82
Share of Profit from Associate	-	-	-	(12.41)
Loss on Sale of Associate	-	-	-	279.05
Net Profit after Taxes and Share of Profit from Associates	197.42	43.30	1243.10	589.36
Paid Up Equity Share Capital	2000.48	2000.48	2000.48	2000.48
Reserves excluding Revaluation Reserves	10422.56	7699.98	15149.61	11182.99
Earing Per Share				
Basic	0.99	0.22	6.21	4.40
Diluted	0.93	0.22	5.86	4.40

COMPANY PERFORMANCE OVERVIEW

During the Financial Year 2019-20, the turnover of the Company on consolidated basis has increased from Rs.12131.19 (Lakhs) to Rs.13235.59 Lakhs with a growth of 9.10%.

There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

IMPACT OF GLOBAL CRISIS - COVID 19

In March 2020, the Company witnessed lockdown on the outbreak of pandemic COVID 2019. The economic activities globally were confronting turbulent times. The commercial activities all over were enduring with a slow pace.

Your Company "Choice" catering in to financial services were efficacious in coping up with the on-going Pandemic by adhering to the stern "Work from Home Policy" as the safety of our employees was the prime focus & concern for the Company. The Company has made effective use of the technology to enable the employees to have innocuous working environment.

Your Company is glad to inform you that, during the on-going Pandemic the Company has not halted its Business Operations at any point of time.

Further the Management of the Company do not anticipate any medium to long term risk in the company's ability to continue as a going concern and meetings its liabilities as and when due. An elaborative narration on the impact of COVID - 19 is detailed in note to the Financial Statement.

MATERIAL CHANGES AFFECTING THE COMPANY

- As communicated earlier, the Company "Choice International Limited" has transferred its entire "NBFC" Business to its subsidiary M/s. Choice Finserv Private Limited. The Company is now awaiting the Cancellation of its "NBFC Status" from the "Reserve Bank of India". On cancellation of its NBFC status the Company shall stand as Holding Company to its subsidiaries.
- During the Year under review the holding of the Company in the below mentioned Non Material Subsidiaries has been transferred to M/s. Choice Equity Broking Private Limited to serve our Retail Clients more efficiently:
 - M/s. Choice Corporate Services Private Limited
 - M/s. Choice Retail Solutions Private Limited
 - M/s. Choice Wealth Management Private Limited
 - M/s. Choice Tech Lab Solutions Private Limited
 The said transfer of holding shall not lead to change in management of the above mentioned subsidiaries, as M/s. Choice Equity Broking Private Limited is the wholly owned subsidiary of the Company M/s. Choice International Limited.
- During the Year under review, the Company on the approval of the Members of the Company at the Extra Ordinary General Meeting of the Company held on December 23, 2020 & on the receipt of principal approval from the exchange "BSE Limited" has allotted 1,98,00,000 Warrants to be converted into equivalent Number of Equity Shares within 18 Months of allotment at a Price of Rs. 51/- per warrant.
- The Company "M/s. Choice International Limited" had applied to the Company "M/s. Paramone Concepts Limited" for reclassifying its status from "Promoter" to "Public" category as the Company does not hold any shares in the Company.
- Post the Financial Year end, the Company on meetings its eligibility criteria & on approval of the Members of the Board of Directors, the Company has applied to the "National Stock

Exchange Of India Limited" for Listing of its existing securities on "NSE" main Board platform.

- Post the Financial Year ended March 31, 2020, our subsidiary M/s. Choice Equity Broking Private Limited had applied to "Insurance Regulatory & Development Authority of India" (IRDA) for acquisition of an "IRDA" Registered Company to complete its entire package of Financial Services to cater its Retail Clients.

There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

DIVIDEND

In order to conserve the resources of the Company considering the current economic scenario, your Director's do not recommend any Dividend for the year ended March 31, 2020.

TRANSFER TO RESERVE

The Board of Directors has decided to retain the entire amount of Profits for FY 2019-20 in the Profit & Loss account.

SHARE CAPITAL

PAID UP CAPITAL:

The Paid up Equity Share Capital of the Company as on March 31, 2020 stood at Rs. 2000.48 Lakhs. During the year under review, on the approval of Members of the Board at their meeting held on November 29, 2019 & the approval of the Shareholders of the Company at the Extra Ordinary General Meeting of the Company held on December 23, 2020, the committee of the Board at their meeting held on January 02, 2019 had allotted 1,98,00,000 Warrants at a Price of Rs. 51/- per warrant including a premium of (Rs. 41/-) per warrant to be converted into Equivalent number of Equity shares within 18 Months of the issue of warrants.

AUTHORISED CAPITAL:

During the year under pursuant to issue of warrants the Authorised Share Capital of the Company with effect from December 23, 2020 was increased from RS. 20,10,00,000/- (Rupees Twenty Crores Ten Lakh only) to Rs. 40,10,00,000/- (Rupees Forty Crores Ten Lakh only).

DEBENTURES

As on March 31, 2019 & as on Year ended March 31, 2020 there are no outstanding Debentures to be redeemed by the Company. The Company has duly paid the Principal amount along with interest to the Debenture Holder, except Payment for Seven Debentures of Face Value of Rs. 100,000/- each bearing interest of 57 % on redemption to one of the Debenture Holder who has passed away & the Company is in process of transferring the Funds to the Legal Claimants of the deceased holder on due verification.

PUBLIC DEPOSIT

Your Company being in Possession of its "NBFC" status as on March 31, 2020 has not accepted any Public Deposit during the Year under review.

INVESTOR EDUCATION & PROTECTION FUND

In accordance with the applicable provisions of Companies Act, 2013 read with Investor Education and protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all unclaimed dividends are required to be transferred by the Company to the IEPF after completion of seven (7) Years. Further according to IEPF Rules the shares on which dividend has not been claimed by the shareholders for seven (7) consecutive years or more shall be transferred to the demat account of the IEPF authority. The details relating to amount of dividend transferred to the IEPF and corresponding shares on which dividend were unclaimed for seven (7) consecutive years, are provided in the General Shareholders Information section of this Annual Report.

FINANCIAL ACCOUNTING

As mandated by the Ministry of Corporate Affairs, the Financial Statements for the Year ended on March 31, 2020 has been prepared in accordance with Provisions of the Sec 133 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 as amended from time to time. The estimates and judgements relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, Profit and cash flow for the Year ended March 31, 2020.

SUBSIDIARIES & ASSOCIATE COMPANIES

Financial Performance:

Pursuant to Section 129 (3) of the Companies Act, 2013 the Consolidated Financial Statements of the Company and its subsidiaries, associates and Joint Ventures, prepared in accordance with the relevant Accounting Standard specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, forms a Part of the Annual Report.

Pursuant to the provisions of the said section, a statement containing the salient features of the financial statements of the Company's subsidiaries, Joint Ventures & Associates in Form AOC-1 is given in the Annual Report.

In accordance with Section 136 of the Companies Act, 2013 the Financial Statements of the Subsidiary Companies are available for inspection by the Members at the Registered Office of the Company during Business Hours on all days except Saturdays, Sundays and Public Holidays up to the date of the Annual General Meeting "AGM". Any member desirous of obtaining a copy of the said Financial Statements may write to the Company Secretary at the Registered Office of the Company.

The Financial Statements including the Consolidated Financial Statements, Separate Audited Financial statements along with other relevant documents required to be attached to this report have been uploaded on the website of the Company www.choiceindia.com.

The company's policy for determining material subsidiaries may be accessed on the website of the company at www.choiceindia.com

The detail of Material Changes in the Operations/ Nature of the business of the Subsidiaries during the Financial Year 2019-20 have been highlighted down below. The impact of such changes, if any has been adequately disclosed in the Financial Statements. As on March 31, 2020 the Company has 9 Subsidiaries in its group out of which 4 are step down subsidiaries. Each of the subsidiary in the group provides diverse financial services each forming vital component of group "Choice".

Details of Services Offered by the Subsidiaries:

1) M/s. Choice Equity Broking Private Limited - Wholly owned Subsidiary

The Equity & Commodity Broking Business along with Distribution Business of the group is routed through our Wholly Owned Subsidiary M/s. Choice Equity Broking Private Limited "CEBPL" is a Member Broker with NSE, BSE, MSEI, ICEX, NCDEX, MCX and a Depository Participant with CDSL & NSDL.

"CEBPL" is one of the leading Securities Broking house in the Industry with the client base of 2.10 Lakhs. The subsidiary has 48 Branches & 1250 Number of Franchise across India.

2) M/s. Choice Finserv Private Limited - Subsidiary

The "NBFC" Business of the group is carried out through our subsidiary M/s. Choice Finserv Private Limited. M/s. Choice

Finserv Private Limited" had secured its Registration as an "Non- Deposit Taking Non- Banking Financial Company" with effect from January 12, 2018.

As on March 31, 2020 the Company holds, 88.12% stake in the "Choice Finserv" & the balance 11.88% stake is held by M/s. Choice Equity Broking Private Limited which is the wholly owned subsidiary of the Company.

3) M/s. Choice Portfolio Management Services Private Limited

The Portfolio Management Services of the group is catered to the clients through our Subsidiary M/s. Choice Portfolio Management Services Private Limited a SEBI Registered Portfolio Managers.

The Company M/s. Choice International Limited holds 52.61 % stake in the Company M/s. Choice Portfolio Management Services Private Limited & the balance 47.39% stake is held by M/s. Choice Equity Broking Private Limited which is the wholly owned subsidiary of the Company.

4) M/s. Choice Capital Advisors Private Limited - Wholly Owned Subsidiary

The Investment Banking & Merchant Banking services of the group is catered through our wholly owned Subsidiary M/s. Choice Capital Advisors Private Limited (Choice Capital Advisors). Choice Capital Advisors is a SEBI registered category-I merchant banker, offering services such as IPO advisory, valuations, corporate finance etc.

5) M/s. Choice Consultancy Services Private Limited - Wholly Owned Subsidiary

The group operates its consultancy business through its wholly owned subsidiary Choice Consultancy Services Private Limited ("CCSPL"). The subsidiary is renowned consultant in the sectors such as Road, Highways and Bridges Development, Water Management, Affordable Housing, Solid Waste Management, Public Financial Reforms, Urban Development and sustainability, Information Technology, E-learning, Smart Education, Management Consultancy etc.

The various Joint ventures initiated by the company and associates of the Company as on March 31, 2020 & as on date of the report are as follows:

- Thoughts Consultants Jaipur P L in JV with Choice Consultancy Services PL
- VSC Consulting Private JV with Choice Consultancy Services Private Limited
- Infra Dev Consultants in JV with Choice Consultancy Services Pvt Ltd
- Samekit Learning Management Private Limited

Further as on date of the report, the Company is partnering two LLPs namely "Choice Soft Skills Trainings LLP" & "Choice Science Eduhub LLP" for conducting its Business model of smart Education.

6) M/s. Choice Wealth Management Services Private Limited - Step Down Subsidiary

The group provides its mutual fund distribution services through its subsidiary M/s. Choice Wealth Management Services Private Limited. The Company M/s. Choice Wealth Management Services Private Limited (Choice Wealth) is registered with the "Association of Mutual Funds of India" (AMFI) as a Mutual Fund Distributor and is empanelled with various Mutual Fund Houses to distribute their services to the end clients.

During the Year under review, the entire holding of the Company in "Choice Wealth" was transferred to M/s. Choice Equity Broking Private Limited.

The said transfer of Stake of "Choice Wealth" does not in any instance constitute change in control or Management of "Choice Wealth" as M/s. Choice Equity Broking Private Limited itself is the Wholly owned subsidiary of the Company.

7) M/s. Choice Corporate Services Private Limited - Step Down Subsidiary

The group provides its "Retail Loan" Distribution services through its subsidiary M/s. Choice Corporate Services Private Limited. The subsidiary strives on providing its clients speedier disbursement of Loans from the Bank at the promising Interest rates. Choice Retail loan services are always in forefront of assisting its clients in fulfilling their dreams.

During the Year under review, the entire holding of the Company in "Choice Corporate Services" was transferred to M/s. Choice Equity Broking Private Limited.

The said transfer of Stake of "Choice Corporate Services" does not in any instance constitute change in control or Management of "Choice Corporate Services" as M/s. Choice Equity Broking Private Limited itself is the Wholly owned subsidiary of the Company.

8) M/s. Choice Tech Lab Solutions Private Limited - Step Down Subsidiary

Choice Tech Lab Solutions Private Limited (Choice Tech Lab) is the Technology arm of the group "Choice". The Subsidiary offers a range of Technical aids such as Digital Services, Cloud Services, Database Services, IT Security Services, Mobile Application Development etc.

During the Year under review, the entire holding of the Company in "Choice Techlab" was transferred to M/s. Choice Equity Broking Private Limited.

The said transfer of Stake of "Choice Tech Lab" does not in any instance constitute change in control or Management of "Choice Tech Lab" as M/s. Choice Equity Broking Private Limited itself is the Wholly owned subsidiary of the Company.

9) Choice Retail Solutions Private Limited - Step Down Subsidiary

To widen our network, the group has created an online platform where we shall on board Business Associates through our online platform named "CHOICE CONNECT" for Distribution of our group services.

Through our subsidiary M/s. Choice Retail Solutions Private Limited (Choice Retail Solutions) the efforts are made to connect our prospective client via our online platform "CHOICE CONNECT" through our Business Associates.

During the Year under review, the entire holding of the Company in "Choice Retail Solution" was transferred to M/s. Choice Equity Broking Private Limited.

The said transfer of Stake of "Choice Retail Solutions" does not in any instance constitute change in control or Management of "Choice Retail Solutions" as M/s. Choice Equity Broking Private Limited.

DISPOSITION OF SHAREHOLDING IN THE SUBSIDIARY

Not: During the Year under review Company's holding in M/s. Choice Peers International Private Limited the Non - Material wholly owned Subsidiary was disposed of on June 29, 2019.

DIRECTOR & KEY MANAGERIAL PERSON

Brief Profile of the Board of Directors of the Company as on March 31, 2020 & as on the date of the Report:

1) Mr. Kamal Poddar - Managing Director

Mr. Kamal Poddar, a Fellow Member of the Institute of Chartered Accountants of India is a visionary and is currently working on the vision of creating Country's first Nation level financial services hub. His vision has resulted in the rapid and multifold growth of Choice Group. He has been instrumental in converting a CA practice firm into full fledged financial service hub providing all the financial services to its clients.

2) Mr. Ajay Kejriwal - Executive Director

With an experience of over two decades, our Executive Director Mr. Ajay Kejriwal has been very influential in steering the Technological advancement of the group "Choice". His distinguished knowledge & experience in the field of Finance, Taxation & Management has played a pivotal role in the progress of group "Choice". Mr. Kejriwal a SEBI Registered "Investment Adviser", is a Chartered Accountant by profession & also holds a degree of D.I.S.A. issued by I.C.A.I.

3) Mrs. Hemlata Poddar - Non Executive Director

Mrs. Hemlata Poddar our Non - Executive Women Director holds a post-graduate degree in political science from Rajasthan University and has extensive experience in management and administrative functions. Her areas of interest include management training and leadership.

4) Mr. Ashok Kumar Thakur - Independent Director

Mr. A K Thakur was the General Manager of Union Bank of India and has experienced more than 40 years of services in several and varied areas like Banking services, HR functions, Marketing, and management services.

5) Mr. Kanhaiyalal Berwal - Independent Director

Mr. Kanhaiya Lal Berwal is a retired I.P.S and an Ex. Member of the Rajasthan Public Service Commission (R.P.S.C). Presently he is the D.G. Dr. B.R. Ambedkar foundation. He is associated with many Ngo's for the upliftment of SC/ST and other backward communities especially in the tribal area of Rajasthan.

6) Mr. Bharat Shah - Independent Director

Mr. Shah has an apt over the Managerial aspects of the running the Business. His decades of experience in running the Business houses is beneficial in the company's Interest.

RETIREMENT BY ROTATION & SUBSEQUENT REAPPOINTMENT

In accordance with the Provisions of Section 152 & other Applicable provisions if any of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules 2014(including any statutory modification(s) or re-enactments(s) thereof for the time being in force) and the Articles of Association of the Company, Mrs. Hemlata Poddar Non - Executive Director (DIN No : 02931322) liable to retire by rotation at the ensuing Annual General Meeting and being eligible offered herself for reappointment.

The Board recommends her re - appointment for consideration of Members at the forthcoming Annual General Meeting of the Company. Appropriate resolutions for his re - appointment is being placed for the approval of the Members along with his Brief Resume and other related information has been placed in the Notice convening the 27th Annual General Meeting of the Company.

In accordance with the provisions of the Act read with the Rules issued thereunder, the Listing Regulations and the Articles of Association of the Company, Independent Directors and the Managing Director of the Company are not liable to retire by rotation.

CHANGES IN THE DIRECTORSHIP DURING THE YEAR 2019-20

On completion of tenure for serving as Independent Director of the Company, Mr. Deb Kumar Goswami (DIN :02390068) ceased to be the Independent Director of the Company with effect from September 27, 2019.

KEY MANAGERIAL PERSONNEL (KMP)

The following are named personnel are the KMP'S of the Company as on March 31, 2020 as per Sec 203 of the Companies Act, 2013

- 1) Mr. Kamal Poddar - Managing Director
- 2) Mr. Ajay Kejriwal - Executive Director
- 3) Mr. Manoj Singhania - Chief Financial Officer
- 4) Ms. Karishma Shah - Company Secretary

DECLARATION FROM INDEPENDENT DIRECTOR

The Company has received declaration from all the Independent Director's confirming that they meet the criteria of independence as prescribed under the Provisions of the Companies Act, 2013 read with the Schedules & rules issued there under, as well as clause (b) of sub regulation (1) of Regulation 16 of the Listing Regulations.

The Independent Directors have also confirmed that they have complied with the Company's Code of Business Conduct & Ethics. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties.

In terms of requirements of the Listing Regulations, the Board has identified core skills, expertise and competencies of the Directors in the context of the Company's businesses for effective functioning, which are detailed in the Corporate Governance Report.

Based on the confirmations / disclosures received from the Directors, the following Non - Executive Directors are independent as on March 31, 2020:

- i) Mr. Ashok Kumar Thakur
- ii) Mr. Kanhaiyalal Berwal
- iii) Mr. Bharat Shah

The Ministry of Corporate Affairs ('MCA') vide Notification No. G.S.R. 804(E) dated October 22, 2019 and effective from December 01, 2019 has introduced the provision relating to inclusion of names of Independent Directors in the Data Bank maintained by Indian Institute of Corporate Affairs ('IICA'). All Independent Directors of your Company are registered with IICA. In the opinion of the Board, the independent directors possess the requisite integrity, experience, expertise, proficiency and qualifications.

NUMBER OF MEETINGS OF THE BOARD

Five meetings of the Board of Directors were held during the Financial Year 2019-20. The details of the meetings of the Board of Directors of the Company during the Financial Year 2019-20 are given in the Corporate Governance Report which forms part of this Annual Report. The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

COMMITTEES OF THE BOARD

The Board of Directors has the following Committees as on March 31, 2020:

- I) Audit Committee
- II) Nomination & Remuneration Committee
- III) Stakeholder Relationship Committee
- IV) Corporate Social Responsibility Committee

The details of the above mentioned committee along with their Composition, Number of Meetings, held and attendance at the meetings are provided in the Corporate Governance Report.

For the lucid & competent working the Company had constituted various Internal Committees consisting of the Executive, Independent Director of the Companies along with the involvement of the Senior Level Management in the Committee for the smooth operations of the Company, the details of the Committees constituted by the Company are as follows:

- i) Finance Committee
- ii) Investment Committee
- iii) Securities Allotment Committee

The meetings of the above mentioned Committees are held at Regular Intervals for the smooth operations of the Company and decisions undertaken are the set of collective people on the consent of the majority of the members of the Committee. The Pronouncements of the Committees are verified by the Board in their subsequent Meetings.

NOMINATION & REMUNERATION POLICY & COMMITTEE

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The Policy broadly lays down the guiding principles, philosophy and the basis of payment of remuneration.

The policy also provides the criteria for determining Qualifications, positive attributes and Independence of Directors and criteria for appointment of Key Managerial Personnel, Senior Management and performance evaluation which are considered by the Nomination and Remuneration Committee and the Board of Directors while making selection of the candidates.

The Company has a Nomination and Remuneration Committee (NRC), which is responsible for formulating the criteria for appointment of Directors on the Board of the Company and persons holding Senior Management positions in the Company including their remuneration

and other matters as provided under Section 178 of the Companies Act, 2013 and the Listing Regulations. The role of the NRC Committee encompasses conducting a gap analysis to refresh the Board on a periodic basis, including each time a Directors appointment or re-appointment is required. The NRC Committee is also responsible for reviewing the Profiles of Potential candidates the required, competencies and due diligence and meeting of potential candidates prior to making recommendations of their nomination to the Board.

Criteria for Determining Qualifications, Positive Attributes and Independence of a Director:

In terms of the Provisions of Section 178(3) of the Act, and Regulation 19 of the Listing Regulations, the NRC has formulated the criteria for determining qualifications, positive attributes and independence of Directors, the key features of which are as follows:

Qualifications: The Board Nomination process encourages diversity of thought, experience, knowledge, age and gender. It also ensures that the Board has an appropriate blend of functional and industry expertise.

Positive Attributes: Apart from the duties of Directors as prescribed in the Act the Directors are expected to demonstrate high standards of ethical behaviour, communications skills and independent judgement. The Directors are expected to abide by the respective code of conduct as applicable to them.

Independence: A director will be considered independent if / she meets the criteria laid down in section 149 (6) of the Act, the Rules frames thereunder and Regulation 16(1)(b) of the Listing Regulations.

Evaluation Process:

Choice International Limited believes in value for its stakeholders through ethical process and integrity. The Board plays a very important role in ensuring the Company's performance to monitor and provide timely inputs to enhance the Company's Performance and set right direction for growth. Hence it is important that every individual Board Member effectively contributes in the Board deliberations.

At "Choice" we follow annual evaluation for our Key Managerial Persons and other eligible employees including the senior management team. A process sculpted on this method has been designed for evaluation of Directors under this process, the company management will:

- Formulate the process for evaluating and rating Directors
- Design the evaluation template / questionnaire and implementation process
- Peer review of each Director
- Analyse feedback received from each Director
- Weighting the Evaluation summary of each Director.

Key Evaluation Criteria:

- Attendance and contribution at Board and Committee meetings
- His/her stature, appropriate mix of expertise, skills, behaviour, experience, leadership qualities,
- Sense of sobriety and understanding of business, strategic direction to align company's value and standards.
- His/her knowledge of finance, accounts, legal, investment, marketing, foreign exchange/ hedging, internal controls, risk management, assessment and mitigation, business operations, processes and Corporate Governance.
- His/her ability to create a performance culture that drives value creation and a high quality of debate with robust and probing discussions.
- Effective decisions making ability to respond positively and

constructively to implement the same to encourage more transparency.

- Open channels of communication with executive management and other colleague on Board to maintain high standards of integrity and probity.
- Recognize the role which he/she is expected to play, internal Board Relationships to make decisions objectively and collectively in the best interest of the Company to achieve organizational successes and harmonizing the Board.
- His/her global presence, rational, physical and mental fitness, broader thinking, vision on corporate social responsibility etc.
- Quality of decision making & understanding financial statements and business performance, raising of finance, best source of finance, working capital requirement, forex dealings, geopolitics, human resources etc.
- His/her ability to monitor the performance of management and satisfy himself with integrity of the financial controls and systems in place by ensuring right level of contact with external stakeholders.
- His/her contribution to enhance overall brand image of the Company.

Criteria for Determining Remuneration of Director's, Key Managerial Personnel and Particulars of Employees:

The Remuneration paid to the Directors is in accordance with the Nomination & Remuneration Policy formulated in accordance with section 178 of the Act and Regulation 19 of the Listing Regulations (including any statutory Modification(s) or re-enactment(s) thereof for the time being in force).

AUDITOR'S

Statutory Auditor's

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants Mumbai (Registration No. 117366W/W-100018) are the Statutory Auditors of the Company for the year ended March 31, 2020.

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018) were appointed as the Statutory Auditors of the Company at the 24th Annual General Meeting of the Company held on September 18, 2017, to hold office until conclusion 5 years from the date of the said Annual General Meeting held on September 18, 2017 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors. The appointment of Statutory Auditor was subject to ratification by the Members at every subsequent AGM held after the AGM held on September 18, 2017. Pursuant to the amendments made to Section 139 of the Act by the Companies (Amendment) Act, 2017 effective from May 07, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from the Statute. Hence the resolution seeking ratification of the Members for continuance of their appointment at this AGM is not being sought.

M/s. Deloitte Haskins & Sells LLP have confirmed that they are not disqualified from continuing as the Statutory Auditor of the Company.

The Auditors of the Company have issued an unmodified opinion on the Financial Statements for the Financial Year ended March 31, 2020. The Auditor's Report for the Financial Year ended March 31, 2020 on

the Financial Statements (Standalone & Consolidated) of the Company is part of this Annual Report.

Secretarial Auditor

The Board of Directors of the Company has appointed M/s. R M Mimani & Associates LLP, practising Company Secretaries (CP No. 11601) as the Secretarial Auditor of the Company for the Financial Year 2020-21.

The Secretarial Audit Report for the Financial Year ended March 31, 2020 under Companies Act, 2013, read with Rules made thereunder under Listing Regulation 24 A of the Listing Regulations (including any Statutory Modification(s) or re-enactment(s) thereof for the time being in force is set out in the Annexure to this Report.

The Secretarial Compliance Report for the Financial Year ended March 31, 2020 in relation to Compliance of all applicable SEBI Regulations/ Circulars / guidelines issued thereunder, pursuant to requirement of Regulation 24 A of the Listing Regulation, obtained from Ms. Anjana Sharma & Associates (Company Secretaries) is set out in Annexure to this Report. The Secretarial Compliance Report has been voluntarily disclosed as a Part of Annual Report as good disclosure practice.

Internal Auditor

The Board of Directors of the Company has appointed M/s. Gupta Shyam & Co. Chartered Accountants (Registration No: 103450W) as the Internal Auditor of the Company for the Year 2020-21. The reports

submitted by the Internal Auditor have been reviewed by the Statutory Auditor's and the Audit Committee on regular intervals.

PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS BY THE COMPANY

Details of Loans, Guarantees and Investments covered under the provisions of the Companies Act, 2013 along with the applicable Rules of the Act are given in the notes to the Financial Statements forming part of this Annual Report.

RELATED PARTY TRANSACTION

All Contracts / arrangements/ transactions entered in to by the Company during the Year under review with the Related Parties were in ordinary course of business and on arm's length basis in terms of the provision of the act.

All Related Party Transactions are placed before the Audit Committee for approval. Omnibus approval was obtained on a yearly basis for transactions which are of repetitive nature. All the transactions with the related parties were reviewed and approved by the Audit Committee and are in accordance with the policy on dealing structure of Related Party Framework adopted by the Company.

All related party transactions that were entered during the financial year 2019-20, were on arm's length basis and in ordinary course of business. The Company's policy on dealing with and materiality of Related Party Transaction is available on the website of the Company www.choiceindia.com.

The Company in terms of Regulation 23 of the Listing Regulations submits within 30 days from the date of Publication of its Financial Results for the Half Year end, disclosures of related party transactions on a consolidated basis, as per the format specified in the relevant accounting standards for annual results to the Exchange. The Said disclosures can be accessed on the website of the Company at www.choiceindia.com.

The details of the transactions with related parties during FY 2019-20 are provided in the accompanying financial statements.

The details of Related Party transactions are set out in notes to the Financial Statements. Form AOC -2 pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rules is set out in the Annexure to this report & also forms a part of the Financial Statements.

During the year under review there are no material related party transactions with the Directors, Promoters & Key Managerial Persons of the Company.

REPORTING OF FRAUDS

There were no instances of Fraud aroused during the year under review.

SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATORS OR COURTS

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operation's in future.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report on the operations of the Company, as required under the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 (herein referred to as "Listing Regulations") is provided in a separate section and forms a Part of this report. The section covers the overall industry structure, global and domestic economy, development in Business Operations & performance of various segments of the Company's Business.

CORPORATE GOVERNANCE

As per Regulation 34(3) read with schedule V of the Listing Regulations, a separate section on Corporate Governance practices followed by the Company together with a certificate from the Secretarial Auditor confirming Compliance forms an integral part of the Report.

EXTRACTS OF ANNUAL RETURN

The details forming part of the extracts of the Annual Return in Form - MGT -9 as required under section 92 of the Act, is annexed as Annexure which forms an integral part of this Report.

BUSINESS RESPONSIBILITY REPORT

Regulation 34(2) of the SEBI Listing Regulations, 2015 inter alia provides that the Annual Report of the top 1000 listed entities based on market capitalisation (calculated on March 31 every financial year shall include Business Responsibility Report (BRR) as part of the Report.

Your Company does not fall within the purview of the above mentioned Regulation, however in order to follow the best practices and in the interest of the Shareholders your company has adopted its Business Responsibility Report (BRR) which is enclosed as Annexure to the Director's Report.

CEO / CFO CERTIFICATIONS

In terms of Regulations 17(8) of the Listing Regulations, a certificate as prescribed in Part B of the said Regulations, from Mr. Kamal Poddar, Managing Director of the Company and Mr. Manoj Singhania, Chief Financial Officer of the Company, for the Financial Year 2019-20 with regards to Financial statements and other matters are required under the Listing Regulations forms part of the Report on Corporate Governance.

POLICIES ADOPTED BY THE COMPANY

To follow the best practice of Good Corporate Governance & Transparency in its operations, the Company has set rules for its internal working and smooth functionality of its operations embedded the Company's policy. The policies adopted by the Company are as follows:

- Whistle Blower Policy
- Policy on Material Subsidiary
- Policy on Related Party
- Policy on Materiality of Events
- Policy on Archival of Information
- Nomination & Remuneration Policy
- Code of Conduct for the Board Members and Senior Managerial Employees
- Code of Fair Disclosure of Unpublished Price Sensitive Information
- Code for Employees
- Policy on prevention of Sexual Harassment at Work Place

WHISTLE BLOWER POLICY / VIGIL MECHANISM

The Company has a robust vigil mechanism through its Whistle Blower Policy approved and adopted by the Board of Directors of the Company in compliance with the provisions of Section 177 of the Companies Act & Regulation 22 of the Listing Regulations.

The Company has in place the structure to report genuine concerns or

grievances & to provide adequate safeguards against victimization of persons. The Whistle Blower Policy has been posted on website of the Company www.choiceindia.com.

The Company's Vigil Mechanism allows the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the code of Conduct. The policy also provides protection to the employees and business associates who report unethical practices and irregularities.

During the Year under review there are no Complaints/ reporting's received by the Company in the said mechanism for the Company and for its subsidiaries.

POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirement of the Sexual Harassment of women at Work place (Prevention, Prohibition and Redressal) Act, 2013, the Company

has formulated a policy on prevention, prohibition and redressal of sexual harassment at work place in line with the provisions of the Act and the Rules framed thereunder for prevention and redressal of Complaints of Sexual Harassment at work place.

The Company has complied with provisions relating to the constitution of the Internal Committee under the Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013.

During the Financial Year 2019-20, no cases in the nature of Sexual harassment were reported at any work place of the Company or any of its subsidiaries.



CORPORATE SOCIAL RESPONSIBILITY



Your company voluntarily has adopted CSR Policy to shoulder its responsibility towards the society and also continued a CSR Committee to ascertain the activities taken by the Company in the best interest of the society although the company does not fall in the mine of applicability of Section 135 of the Companies Act, 2013.

Within the ambit of the provisions of the Company Acts, 2013, the company focuses in the following major areas for the ecological development of the Society and environment and thus being desirous to make the world a better place to survive and sustain:

- Hunger, Poverty, Malnutrition & Health
- Education
- Gender Equality
- Supporting Rural Development
- Ensuring Environmental sustainability
- Promoting Sports and healthy living

RISK MANAGEMENT

The Company functions in the rapidly changing Business Dynamics, these relentlessly changing dynamics brings along indeterminate hurdles affecting the company's performance. In order to subside these persistent changes, the Company has in place a well-defined process in place to ensure appropriate identification and treatment of risk.

Risk management is embedded in your company's operational framework. The Company's approach to articulate the Business risk is exhaustive and includes periodic review of such risks and framework for mitigating controls and reporting mechanism of such risks.

The Key strategic, business and operational risks which are significant in terms of their impacts to the overall objectives of the Company along with the status of the mitigation plans are periodically presented and discussed. All significant risk are well integrated with functional and business plans and are reviewed on a regular basis by the senior Management team and presented to the Board at Regular intervals. The Company through risk management process aims to restrict the risk within the range of risk appetite of the Company. There are no risk which in the opinion of the Board threatens the existence of the Company. However some risk which are set out in the Management Discussion and Analysis report forms a part of this Annual Report.

INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

Your Company has an effective internal control and risk-mitigation system, which are regularly & repeatedly assessed with the standard operating procedures. The Board has adopted policies and procedures for governance of orderly and efficient conduct of its business, including adherence to the company's policies, safeguarding its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of the accounting records and timely preparation of financial disclosures.

The Company has a well-defined outlay for delegation of authority with specified limits for approval of expenditure, both capital and revenue. The Company has workflows to ensure adherence to the delegation of authority. The Company has in place software named "HRMS" to diligently approve the expenditure, as per the level of Hierarchy set in the organisation keeping in mind the level of authorizations before approving any expenditure.

Your Company has an effective internal control and risk mitigation system, which is constantly assessed and strengthens with standard operating procedures. Internal Financial control systems of the Company have been designed to provide reasonable assurances with regards recording and providing reliable financial and operating information, complying with applicable Accounting Standards.

The Company's internal control system is appropriate with its size, scale & complexities of its operations. The foremost drive of internal audit is to test and review controls, appraisal of risks and business processes besides benchmarking controls with best practices in the industry.

The Audit Committee of the Board actively reviews the adequacy and effectiveness of the internal control systems and suggests improvement to strengthen the same.

The Audit Committee of the Board of Directors, statutory Auditors and the Business Heads are periodically appraised of the internal audit findings and corrective actions taken. Audit plays a key role in providing assurance to the Board of Directors. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee of the Board.

DIRECTORS RESPONSIBILITY & STATEMENT

Pursuant to Section 134 of the Act (including any statutory modification(s) or re-enactment(s) thereof for time being in force), the Directors of the Company State that:

- in the preparation of the annual accounts for the financial year ended March 31, 2020 the applicable accounting standards have been followed along with proper explanation relating to material departures if any.
- the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profits of the Company for the Financial Year ended March 31, 2020
- proper and sufficient care has been taken for maintenance of adequate accounting records with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- the Annual accounts / financial statements have been prepared on a going concern basis.
- internal financial control were in place and that the financial control were adequate and were operating effectively.
- proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

Conservation of Energy

- Steps taken or impact on conservation of Energy
The Operations of the Company are not energy intensive. However adequate measures have been initiated for conservation of energy.
- The steps taken by the Company for utilising alternate source of energy Though the operations of the Company are not energy intensive, the Company promotes green energy and energy saving initiatives among its employees. The Company has installed a roof top solar power plants at its corporate office.
- The Capital Investments on energy conservation equipments by the Company is around- Nil.

Technology Observation

- The efforts towards technology absorption:

The minimum technology required for the business has been absorbed, the Company has also adopted an online enterprise wide Human Resource system which eliminates manual working, encourages paperless working & easy availability of data on the system.

- The benefits derived like product improvement, cost reduction, product development or import substitution - encourages paperless working & reduces manual working.
- In case of imported technology (imported during last three years reckoned from the beginning of the Financial Year): NA
- The expenditure incurred on Research & Development: Nil

Foreign Exchange Earnings and outgo

There are no Foreign Exchange earnings and outgo during the Year under review.

HUMAN RESOURCE

Your Company believes that Human Resource is important to the organizations in myriad areas, ranging from strategic planning to company image. The purpose of Human Resource development is to provide the "Coaching" needed to strengthen and grow the knowledge, skills, and abilities that an employee already has. At Choice we believe that employees are the most treasured possessions and Crucial Players for the growth and Success of the Business. Employee Engagement activities are done on regular basis to create a healthy environment and foster happiness at workplace. Knowledge Upgrade is one of the core elements in our Employee Life cycle process. The goal of development and training is to make employees even better at what they do. The Company as a structured induction process at all locations and management development programs to upgrade skills of managers. The Company has continued to conduct various employee benefit, recreational and team building programs to enhance employee skills, motivation and in all to foster team spirit.

APPRECIATION & ACKNOWLEDGEMENT

Your Company's achievement would not have been possible without the support of our employees at all levels because of whose hard work and support at this moment of crisis, the Company could sustain this turbulent times due to the ongoing pandemic.

The Board of Directors place their sincere appreciation, for the contribution made by all our employees.

The Directors also place on record their earnest gratitude for the continued support extended by the Bankers, Financial Institutions, Lenders and Stakeholders for their conviction and faith rested with the group "Choice".

Further the Directors express their sincere appreciation to the all the Regulators of the Company namely the Reserve Bank of India, BSE Limited, Securities & Exchange Board of India, Ministry of Corporate Affairs, Registrar of Companies, Depositories, other Government & Regulatory Authorities for their on-going support extended by them towards the Company.

On behalf of the Board of Directors

Sd/-
Kamal Poddar
(Managing Director)
DIN No: 01518700
Mumbai: September 05, 2020

Sd/-
Ajay Kejriwal
(Director)
DIN No: 03051841

Annexure to Director's Report AOC-1

Statement containing the salient features of the financial statement of subsidiaries/ associate companies/ joint venture:

PART "A" SUBSIDIARIES

[Pursuant to first proviso to Sub-section (3) of section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Account) Rules, 2014]

Sr. No.	Name of Subsidiary	Reporting Period	Exchange Rate	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Proposed Dividend	% of Shareholding
1.	Choice Equity Broking Pvt Ltd.	March 31, 2020	INR	80,128,000	795,945,620	2,745,849,199	1,869,725,581	121,613,768	837,264,768	165,299,654	38,099,317	127,200,337	-	100
2.	Choice Wealth Management Pvt Ltd.	March 31, 2020	INR	6,413,790	(735,864)	11,523,413	5,843,488	-	6,800,391	(15,503,038)	121,575	(15,624,603)	-	-
3.	Choice Portfolio Management Services Pvt Ltd.	March 31, 2020	INR	21,100,000	1,339,992	24,985,655	2,545,663	-	4,473,071	2,364,979	614,900	1,750,079	-	52.61
4.	Choice Capital Advisors Pvt Ltd.	March 31, 2020	INR	50,500,000	23,570,955	139,774,748	65,703,792	45,000,000	29,693,492	2,705,712	512,713	2,192,999	-	100
5.	Choice Corporate Services Pvt Ltd.	March 31, 2020	INR	100,000	(7,697,078)	3,018,553	10,615,631	-	5,134,990	(5,187,522)	4,080	(5,191,602)	-	-
6.	Choice Tech Lab Solutions Pvt Ltd.	March 31, 2020	INR	100,000	7,220,151	62,590,150	55,269,998	-	90,784,525	1,191,196	304,950	886,247	-	-
7.	Choice Retail Retail Solutions Private Limited	March 31, 2020	INR	100,000	(10,958,356)	1,679,222	12,737,578	-	1,609,190	(10,184,824)	6,576	(10,178,248)	-	-
8.	Choice Consultancy Services Pvt Ltd.	March 31, 2020	INR	50,000,000	62,441,528	264,922,446	152,480,923	26,000	230,661,079	6,820,413	2,068,609	4,751,804	-	100
9.	Choice Finserve Private Limited	March 31, 2020	INR	210,600,000	194,626,664	1,362,074,631	956,847,947	150,507,040	151,575,580	6,621,516	6,125,690	495,828	-	86.12

Notes: 1. Choice Consultancy Services Private Limited includes share of Jointly Controlled Operations.

2. During the year the Company has transferred its entire holding in its wholly owned Non Material subsidiaries namely M/s. Choice Corporate Services Private Limited, M/s. Choice Retail Solutions Private Limited, M/s. Choice Wealth Management Services Private Limited, M/s. Choice Tech Lab Solutions Private Limited to its wholly owned subsidiary M/s. Choice Equity Broking Private Limited.

3. During the year under review the Company has disposed of the entire holding in M/s. Choice Peers International Private Limited.

Part "B" ASSOCIATES/ JOINT VENTURES

Sr.	No. Name of Associates / Joint Ventures	Thought Consultants Jaipur P.L in JV with Choice Consultancy Service P.L	Samekit Learning Management Private Limited (Formerly Known as Gravobix Technology Private Limited)
1.	Latest audited Balance Sheet Date	31.03.2020	31.03.2020
2.	Shares of associates/ Joint Ventures held by the company on the year end Numbers Amount of Investment in Associates/ Joint Ventures Extent of Holding %	- - 50.00%	- - 26.00%
3.	Description of how there is significant influence	Joint Controlled Operation of CCSPL	Associate of CCSPL
4.	Reason why the associates/ joint venture is not consolidated	Consolidated	Consolidated
5.	Networth attributable to shareholding as per latest audited Balance Sheet-	1,078,386	-
6.	Profit/ Loss for the year i) Considered in Consolidation ii) Not considered in Consolidation	19,326 -	- -

AOC-2
PARTICULARS OF CONTRACTS/ARRANGEMENTS
MADE WITH RELATED PARTIES

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

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

Details of contracts or arrangements or transaction not at arm's length basis:

There were no contracts or arrangements or transaction entered in to during the year ended March 31, 2020, which were not at arm's length basis.

Details of material contracts or arrangements or transaction at arm's length basis:

Names of the Related Party	Nature of Relationship	Nature of contracts	Duration of Contracts	Silent Terms of Contracts	Dates of Approval by the Board	Amount Received in Rs.(including Interest thereon)
Choice Equity Broking Private Limited	Subsidiary Company	Office Rent + Support Service Charge	10 Years	Lease Rent for office Premises+ Service Charge	May 29, 2019	24,651,400
Choice Wealth Management Private Limited	Subsidiary Company	Office Rent + Support Service Charge	10 Years	Lease Rent for office Premises+ Service Charge	May 29, 2019	715,700
Choice Capital Advisors Private Limited	Subsidiary Company	Office Rent + Support Service Charge	10 Years	Lease Rent for office Premises+ Service Charge	May 29, 2019	3,992,900
Choice Consultancy Services Private Limited	Subsidiary Company	Office Rent + Support Service Charge	10 Years	Lease Rent for office Premises+ Service Charge	May 29, 2019	13,877,100
Choice Corporate Services Private Limited	Subsidiary Company	Office Rent + Support Service Charge	10 Years	Lease Rent for office Premises+ Service Charge	May 29, 2019	242,500

Annexure to Director's Report
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2019

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	L67190MH1993PLC071117
ii	Registration Date	12/Mar/93
iii	Name of the Company	CHOICE INTERNATIONAL LIMITED
iv	Category of the Company	Company limited by Shares
	Sub-category of the Company	Non-govt company
v	"Address of the Registered office & contact details"	CHOICE HOUSE, SHREE SHAKAMBHARI CORPORATE PARK, PLOT NO. 156-158, J B NAGAR, ANDHERI (EAST), MUMBAI - 400 099
vi	Whether listed company	YES
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	"SHAREX DYNAMIC (INDIA) PRIVATE LIMITED UNIT NO. 1, LUTHRA INDUSTRIAL PREMISES, ANDHERI-KURLA ROAD, SAFED POOL, ANDHERI (EAST), MUMBAI - 400072"

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

SR No	Name & Description of main products/services	NIC Code of the Product /service*	% to total turnover of the company
1	NBFC	74	10.71%
2	Broking & Distribution	74	64.25%
3	Consulting & Out Sourcing	74	19.79%
4	Technical Services	74	5.28%
5	Other unallocable	74	-0.03%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SR No	Name & Address of the Company	CIN/GLN	HOLDING/SUBSIDIARY /ASSOCIATE*	% OF SHARES HELD*	APPLICABLE SECTION*
1	Choice Equity Broking Private Limited	U65999MH2010PTC198714	Wholly owned Subsidiary	100	2(87)
2	Choice Capital Advisors Private Limited	U65990MH2010PTC198262	Wholly owned Subsidiary	100	2(87)
3	Choice Wealth Management Private Limited	U65999MH2010PTC198598	Step Down Subsidiary	-	2(87)
4	Choice Portfolio Management Services Private Limited	U74140MH2007PTC177075	Subsidiary	52.61	2(87)
5	Choice Consultancy Services Private Limited	U72900MH2010PTC198603	Wholly owned Subsidiary	100	2(87)
6	Choice Corporate Services Private Limited	U67190MH2011PTC214515	Step Down Subsidiary	-	2(87)
7	Choice Finserv Private Limited	U74999MH2016PTC281908	Subsidiary	88.12	2(87)
8	Choice Tech Lab Solutions Private Limited	U74999MH2016PTC286302	Step Down Subsidiary	-	2(87)
9	Choice Retail Solutions Private Limited	U74999MH2015PTC268856	Step Down Subsidiary	-	2(87)
10	Choice Peers International Private Limited	The Company has Disposed of the entire holding in M/s. Choice Peers International Private Limited on June 29, 2019			

*Note:
1) During the year the Company has transferred its entire holding in its wholly owned Non Material subsidiaries namely M/s. Choice Corporate Services Private Limited, M/s. Choice Retail Solutions Private Limited, M/s. Choice Wealth Management Services Private Limited, M/s. Choice Tech Lab Solutions Private Limited to its wholly owned subsidiary M/s. Choice Equity Broking Private Limited

(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				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	14300011	-	14300011	71.48	14300011	-	14300011	71.48	0.00
b) Central Govt. or State Govt.*	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	386527	-	386527	1.93	386527	-	386527	1.93	0.00
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (1)	14686538	-	14686538	73.42	14686538	-	14686538	73.42	0.00
(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)	14686538	-	14686538	73.42	14686538	-	14686538	73.42	0.00
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central govt.	150	-	150	0	3092	0	3092	0.01	0.01
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):	-	-	-	-	-	-	-	-	-
(2) Non Institutions									
a) Bodies corporates									
i) Indian	2860730	2000	2862730	14.31	2708495	2000	2710495	13.55	-0.76
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	1167003	70402	1237405	6.19	1215307	66002	1281309	6.41	0.21
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	1158139	0	1158139	5.79	1213949	0	1213949	6.07	0.27
c) Others (specify)									
Clearing Member	2619	-	2619	0.00	54165	-	54165	0.27	-0.01
OCB	-	-	-	-	-	-	-	-	-
NRI	57219	-	57219	0.29	55252	-	55252	0.28	0.28
SUB TOTAL (B)(2):	5245710	72402	5318112	26.57	5247168	68002	5315170	26.57	-0.01
Total Public Shareholding (B) = (B)(1)+(B)(2)	5245860	72402	5318112	26.57	5250260	68002	5318262	26.58	0
C. Shares held by Custodian for GDRs & ADRs*									
Promoter & Promoter Group	-	-	-	-	-	-	-	-	-
Public	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	19932398	72402	20004800	100	19936798	68002	20004800	100	0

(ii) SHARE HOLDING OF PROMOTERS

SR No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in 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	Mrs. Vinita Sunil Patodia	1,575,000	7.87	0.00	1,612,500	8.06	-	0.19
2	Mrs. Hemlata Kamal Poddar	850,000	4.25	0.00	850,000	4.25	-	0.00
3	Mr. Sunil Kumar Patodia	1,100,000	5.50	0.00	1,238,500	6.19	-	0.69
4	Mr. Kamal Poddar	2,500,011	12.50	0.00	2,500,011	12.50	-	0.00
5	M/s. Kamal Poddar HUF	225,000	1.12	0.00	225,000	1.12	-	0.00
6	Mr. Arun Kumar Poddar	2,100,000	10.50	0.00	2,100,000	10.50	-	0.00
7	M/s. Shree Shakambhari Exims Private Limited	386,527	1.93	0.00	386,527	1.93	-	0.00
8	Mrs. Sonu Poddar	1,250,000	6.25	0.00	1,250,000	6.25	-	0.00
9	M/s. Arunkumar Poddar HUF	225,000	1.12	0.00	225,000	1.12	-	0.00
10	Mr. Anil Chotmal Patodia	1,100,000	5.50	0.00	1,100,000	5.50	-	0.00
11	M/s. Sunil Chotmal Patodia HUF	300,000	1.50	0.00	300,000	1.50	-	0.00
12	Mrs. Archana Anil Patodia	1,575,000	7.87	0.00	1,575,000	7.87	-	0.00
13	M/s. Anil Chotmal Patodia HUF	300,000	1.50	0.00	300,000	1.50	-	0.00
14	Mr. Suyash Patodia	300,000	1.50	0.00	300,000	1.50	-	0.00
15	Ms. Shreya Patodia	300,000	1.50	0.00	124,000	0.62	-	-0.88
16	Mr. Aayush Anil Patodia	300,000	1.50	0.00	300,000	1.50	-	0.00
17	Ms. Aastha Anil Patodia	300,000	1.50	0.00	300,000	1.50	-	0.00
Total		14,686,538	73.42	-	14,686,538	73.42	-	-0.00

(iii) CHANGE IN PROMOTERS' SHAREHOLDING

SR No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		Date of Event	No. of Shares	No. of Shares	% of total shares of the company
1	Mr. Sunil Kumar Patodia	18/06/2019	1100000	1238500	6.19
2	Mrs. Vinita Patodia	18/06/2019	1575000	1612500	8.06
3	Ms. Shreya Patodia	18/06/2019	300,000	124,000.00	0.62

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

SR. No	Name of Shareholders	Shareholding at the beginning of the year 01.04.2019		Brought during the year	Sold during the year	Shareholding at the end of the year 31.03.2020	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company
1	Azura Projects Private Limited	1285026	6.42	-	-	1285026	6.42
2	Florence Securities Private Limited	785684	3.93	-	-	785684	3.93
3	Chartered Capital Research Private Limited	414212	2.07	-	-	414212	2.07
4	Smeaton Developers Private Limited	150000	0.75	-	-	150000	0.75
5	Kirodi Mal Modi	98000	0.49	-	-	98000	0.49
6	Sunita Modi	93000	0.46	-	-	93000	0.46
7	Bhageria Basant Matadin	55871	0.28	-	-	53771	0.27
8	Govind Patodia HUF	55046	0.28	-	-	55046	0.28
9	Dhiraj Lalpuria	50000	0.25	-	-	50000	0.25
10	Jitendra Kumar Bhagat	-	-	50000	-	50000	0.25
11	Ratiraj Tibrewal	7000	0.03	43000	-	50000	0.25
12	Vikash Kumar Agarwal	50000	0.25	-	-	50000	0.25
13	Snehlata Bagaria	-	-	50000	-	50000	0.25
14	Sunil Kumar Bagaria	50000	2.50	-	-	50000	0.25
15	Sandeep Mandawewala	50000	0.25	-	-	50000	0.25
16	Nitesh Agarwal	50000	0.25	-	-	50000	0.25

(v) Shareholding of Directors & KMP

SR. No.	For Each of the Directors & KMP	Date of Event	Share holding at the beginning of the Year		Cumulative Share holding during the year	
			No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Mr. Kamal Poddar					
	At the beginning of the year	01/04/2019	2,500,011	12.50	2,500,011	12.50
	Change during the Year	-	-	-	-	-
	At the end of the year	31/03/2020	2,500,011	12.50	2,500,011	12.50
2	Mrs. Hemalata Kamal Poddar					
	At the beginning of the year	01/04/2019	850,000	4.25	850,000	4.25
	Change during the Year	-	-	-	-	-
	At the end of the year	31/03/2020	850,000	4.25	850,000	4.25
3	Mr. Ajay Kejriwal					
	At the beginning of the year	01/04/2019	52,000	0.26	52,000	0.26
	Change during the Year	-	100,000	-	-	-
	At the end of the year	31/03/2020	102,000	0.51	102,000	0.51
4	Ms. Karishma Shah					
	At the beginning of the year	01/04/2019	-	-	-	-
	Change during the Year	-	10,000	-	-	-
	At the end of the year	31/03/2020	10,000	0.05	10,000	0.05

(V) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Standalone)

	Unsecured Loans (Short Term)	Secured Loans excluding deposits (Short Term)	Total Indebtedness
Indebtedness at the beginning of the financial year			
i) Principal Amount	4,530,083	931	4,531,014
ii) Interest due but not paid	-	-	-
iii) Interest accrued but not due	4,505,538	-	4,505,538
Total (i+ii+iii)	9,035,621	931	9,037,483
Change in Indebtedness during the financial year			
Additions	95,614,959	137,377,337	232,992,296
Reduction	9,035,621	-	9,035,621
Net Change	86,579,338	137,378,268	231,478,268
Indebtedness at the end of the financial year			
i) Principal Amount	94,100,000	137,378,268	231,478,268
ii) Interest due but not paid	-	-	-
iii) Interest accrued but not due	1,514,959	-	1,514,959
Total (i+ii+iii)	95,614,959	137,378,268	232,993,227

(VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

Sr. No.	Particulars of Remuneration	Name of the MD: Kamal Poddar	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961	5,251,500	5,251,500
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission as % of profit	-	-
	others (specify)	-	-
5	Others, please specify	-	-
	Total (A)	5,251,500	5,251,500
	Ceiling as per the Act		

B. Remuneration to other directors:

Sr.	Name of the Director	Category	a) Fees for attending Board Meeting	b) Commission	(c) Others, please specify	Total amount Paid
1	Mr. D. K. Goswami	Independent Director	200,000	-	-	200,000
2	Mr. Kanhaiyalal Berwal	Independent Director	200,000	-	-	200,000
3	Mr. Ashok Kumar Thakur	Independent Director	200,000	-	-	200,000
4	Mrs. Hemlata Poddar	Non Executive Director	-	-	-	-
5	Mr. Ajay Kejriwal	Executive Director	-	-	-	-
6	Mr. Bharatkumar Shah	Independent Director	-	-	-	-

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
1	Gross Salary	Company Secretary Karishma Shah	CFO Manoj Singhania	TOTAL
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	1,190,156	1,740,000	2,930,156
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit	-	-	-
	others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	1,190,156	1,740,000	2,930,156

(VII) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Business Responsibility Reports

The group "CHOICE" believes in ecological development of its Business, in this constantly changing Business environment. The group caters into "Financial Services", nonetheless there are continuous efforts by the Management team, for sustainable development of all our Business segments. The company aspires to make optimal consumption of natural resources for its operational activities.

Preface:

As mandated by the Securities and Exchange Board of India (SEBI) has mandated, India's top 1000 companies listed on BSE and NSE based on market capitalisation are required to submit "Business Responsibility Report" (BRR) along with their Annual Report. Although your Company is not in the league of Top 1000 Listed Companies, Your Company voluntarily aims to adopt the guidelines issued by SEBI with respect to Business Responsibility statement to adhere to best philosophies of ethical principles to run a company and to abide to the Corporate Governance practises in true letter & spirit.

"Choice International Limited" or "Choice" your Company voluntarily

for the Financial Year 2019-20 presents its BRR in line with National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) and the BRR Requirements of SEBI. The Business Responsibility Performance of the Company is assessed annually by the Board of Directors of the Company.

The Company is at a very nascent stage to adhere to the regulations stipulated for addressing the Business Responsibility Report; the Company is in the process of adopting structured policies to adhere to the Principles of Business Responsibility Reporting. Your Company believes in the soul of the guiding Principles, which shall lead us to the path of shouldering our responsibilities towards the society in which we practice.

Your Company "Choice International Limited" along with its subsidiaries and step down subsidiaries are purely engaged in "Service" industry, the exercise is to follow the drill of making optimum utilisation of environmental resources & adhere to the moral principles of social responsibility towards the society at large in true letter & spirit.

As per Clause 34 (f) of the SEBI Listing Obligation & Disclosure Requirement Regulation, 2015**SECTION A: GENERAL INFORMATION ABOUT THE COMPANY**

1	Corporate Identification Number	L67190MH1993PLC071117
2	Name of the Company	Choice International Limited
3	Registered Address	Choice House, Shree Shakambhari Corporate Park, Plot No 156 - 158, J.B. Nagar, Andheri (East), Mumbai - 400099
4	Website	www.choiceindia.com
5	Email Address	info@choiceindia.com
6	Financial Year reported	April 01, 2019 to March 31, 2020
7	Sector(s) that the company is engaged in	Financial Services
8	Three key products/ services manufactured/ provided by the company	Broking & Distribution Management Consultancy Investment Banking
9	Total Number of locations where business activity is undertaken by the company	48
10	Markets served by the company	Domestic

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1	Paid up Capital	Rs.20,00,48,000
2	Total Turnover	Rs.12695.73 Lakhs
3	Total Profit after Tax	Rs.1243.11 Lakhs
4	Total spending on CSR as percentage of PAT (%)	Nil
5	List the activities in which expenditure in 4 above has been incurred	Educational Programmes, Rural Development, Environment Sustainability

SECTION C: OTHER DETAILS

1	Does the Company has any subsidiary Company / Companies?	Yes The Company has Nine wholly owned subsidiaries as on March 31, 2020
2	Do the Subsidiary Company/ Companies participate in the BR Initiatives of the parent Company? If Yes, then indicate the number of such subsidiary company (s).	Yes
3	Do any other entity/ entities (eg. Suppliers, distributor etc.) that the company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/ entities (Less than 30%, 30-60%, More than 60 %)	Not applicable

SECTION D: BR INFORMATION

1	Details of Director(s) responsible for BR	
a	Details of the Director responsible for implementation of the BR Policy	
	DIN No	01518700
	Name	Kamal Poddar
	Designation	Managing Director
b	Details of the BR head	
	DIN Number (If applicable)	-
	Name	Manoj Singhania
	Designation	Chief Financial Officer
	Telephone Number	022-67079999
	Email Address	manoj.singhania@choiceindia.com
2	Principle-wise BR Policy/ Policies	Included in the Report
3	Governance related to BR	Included in the Report

SECTION D: BR INFORMATION

1	Principle- Wise Performance	Included in this report
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Principle 1:**ETHICS, TRANSPERANCY & ACCOUNTABILITY**

The Company believes that good corporate governance has to be woven in the DNA of the organisation helping to build a distinctive culture from top to bottom. Therefore the practices of your company extend beyond legal provisions and voluntarily embracing set of strong governance principles.

Choice Group considers Corpora Governance as an integral part of good management and is committed to acting professionally, fairly and with integrity in all its dealings.

The Standard on ethics, transparency and accountability are stated under the Company policy on Code of Conduct. Code of Conduct is the statement of values and represents the standard conduct on which everyone associated with your company is expected to observe in all business endeavours. Your Company also has a Whistle Blower Policy which allows employees to bring to the attention of the Management, promptly and directly any unethical behaviour suspected fraud or irregularity in the company practises which is not in line with the Code of Conduct of the Company. Adequate measures are in place to ensure safeguards against victimization for employees who report any unethical behaviour.

Ethics:

There is a robust system to protect the confidentiality of unpublished price sensitive information. The system works through processes that not only ensures compliance with the requirements prescribed under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, by making timely disclosures to stock exchanges, declarations by designated persons, but also moves ahead with the help of the Company's Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information. The Code is applicable to those employees of the Company, its subsidiaries and joint ventures, who may be deemed to have access to unpublished price sensitive information.

No Stake holders complaints with respect to the Company's code of conduct and whistle Blower Policy were received in the reporting year.

Transparency:

Transparency and fairness in dealing with clients and other stake holders is one of the sprite of the company's practice & policy. The Company considers that translucent working in all the strata of the organisation is the most vital aspect of the company's growth story.

The Company regularly through its corporate announcement practice, communicates to its Members & other stake holders about any new development & vital information on the Company's Performance & growth.

Accountability:

Your Company's operations are managed by Professionals, where the Company has embedded the Policy of Maker - Checker, which leads to decline of negligence on part of any officials of the Company. The Company has in place the mechanism for dealing with investor services & resolving the same on priority basis. The detail of Investor Complain received during the year is provided in the Corporate Governance Report.

Principle 2:**PRODUCT LIFECYCLE SUSTANABILITY**

Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

Choice Group is entirely in catering financial services including its subsidiaries and is not engaged in any kind of manufacturing activity or services under the purview of BRR.

The Core business area of the group is financial services divided in to four reportable segments comprising of Equity Broking & Distribution, Commodity Broking, Wealth Management, Portfolio Management, Investment Banking and Advisory, Retail Loans, Management Consultancy, Cross Border Consultancy, Non- Banking Financial Services & IT Solutions.

The group directly is not engaged in any kind of manufacturing activity at work place where the Company needs any direct consumption of Raw Material, however your company encourages paperless working and upgrading itself with the technology.

Principle 3: EMPLOYEES WELL BEING

Business should promote the well-being of all employees. The Company truly believes that Our folks are our assets and are of primary importance to our business. On the outbreak of the pandemic COVID-19, the only primary objective of the Company was the health & safety of its employee.

The Company by all possible means have tried to accommodate their employees by encouraging them with our "Work from Policy" & also by providing Financial aids to the peers in need.

The Choice group has in all 908 employees as a part of Choice family, during the ongoing pandemic best utilisation of time was done by conducting Webinar on regular basis to update & train the employees with changing Business modules & regulations.

The Company on regular basis conducts, induction programmes for the new employees, to tutor and train them on the Company's Vision & Mission, the Working strategies, policies adopted by the Company, the business conducted by the company, the Code of conduct adopted by the Company, the availability of Whistle Blower Mechanism of the Company, the policy on sexual harassment.

The Company appreciates the efforts taken by the employees in writing the Growth story of the Company. The Company strives not only to train the employee for their business needs but at a large the employees are in all trained for the Development of their overall personality. The Company did not receive any complaint relating to child labour, forced labour, involuntary labour or sexual harassment during the year 2019-20 and are not pending as of March 31, 2020.

Principle 4: STAKEHOLDER ENGAGEMENT

Business should respect the interest of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.

The Company's code of Conduct strives for equal opportunity at work place and also provides a route map for interacting with its various Stake Holder on regular basis. Stakeholder participation and interaction is crucial to the overall progress and transformation of the Company.

Employees: At "Choice" all employees are treated fairly & uniformly, all employees have equal opportunities for their growth & development. The Remuneration practices are based on merit without regard to the person's ethnic background or gender discrimination.

Shareholders and Investors

Your Company regularly interacts with its Shareholders and investors through results, announcement, annual reports, Updates on Company Websites and other transaction specific Disclosures in public domain. The Annual General Meeting gives the shareholders an opportunity to directly address the Board of Directors and the Management during the meeting. The Board Members directly engages with the shareholders during the Meeting.

Your Company has a designated e-mail address for shareholders, the grievance if any can be emailed at the mail address. Efforts are made to resolve the Shareholder Complaints if any on immediate basis.

Clients

Your Company being a Financial Service provider is required to be updated on any changes in the policy and procedures by the statutory authorities and needs to update the client on the same. Your Company constantly seeks to understand the needs of the clients and brings in technology to ensure that the clients are kept informed and engaged about any policy change or procedural change.

Stock Exchange

Your Company being a Listed Company on BSE Limited abides by the guidelines as stated by the exchange. Timely disclosures and reporting are made by the Company to the Exchange.

Principle 5: HUMAN RIGHTS

Business should respect and promote human rights

The group does not have any specific policy on human rights. The firm adheres to all statutes which embodies the principles of human rights such as prevention of Child Labour, prevention of sexual harassment, equal employment opportunities etc. The group is committed to a work environment in which all individuals are treated with respect and dignity.

The group has decided to uphold the human rights of all its employees and it strictly ensures compliances with all applicable laws of the land pertaining to human rights.

The Company did not receive any complaint relating to violation of human rights during the year 2019-20.

Principle 6: ENVIRONMENT

Business should respect, protect, and make efforts to restore the environment

Your Company promotes green energy and energy saving initiatives amongst its employees. The Company has installed a roof top solar plant at its corporate office which leads to savings in CO2 emission. Our offices have been designed such that they are equipped with energy efficient air conditioners, LED Lights and other energy conservation measures. We at Choice have adopted Solar Power plant to have an eco-friendly environment.

The Company has installed various software's which leads to operational ease and thus your Company propagates a Paperless working, to reduce paper consumption, we emphasise the use of alternate communication Channels such as email. The Company's Annual Report 2018-19 was sent to more than 1500 Shareholders via email, thus saving tons of paper and as a measure of protecting the environment saving many trees.

Your company attempts towards absorbing green sustainable products, processes, policies and practices. We at Choice promote cost efficient environment-friendly measures and build awareness and consciousness of our environment among employees.

We have also requested the Shareholder to register their email IDs to get Annual Reports and other Communications through email instead of paper mode.

Principle 7: POLICY ADVOCACY

Business, when engaged in influencing public and regulatory policy, should do so in a responsible manner

Your Company's approach to advocacy is guided by the Business Principles. The Company truly believes that any contact by the Company or its business associates with government, legislators, regulators or NGO's must be done with honesty, integrity, openness and in compliance with applicable laws. Only authorised and trained officials can interact with these organisations.

Your Company participates in multi stakeholder engagements and when relevant, responds to public consultations. The group support and participates in various discussions and initiatives taken by the

government, regulators and various associations for development or advancement of finance services industry.

Principle 8: INCLUSIVE GROWTH

Business should support inclusive growth and equitable development

The Company "Choice International Limited" has voluntarily adopted Corporate Social Responsibility (CSR) activities. The CSR activities of the group express positive contribution towards economic, social & environment well-being of communities through its CSR activities.

Principle 9: CUSTOMER VALUE

Businesses should engage with and provide value to their customers and consumers in a responsible manner

Your Company understands its client's needs & expectations, the efforts are made to deliver unique solutions as per their expectation. The Interest of the clients is the primary focus for serving them better. The group understand its client's needs, address them and deliver unique solutions as per their expectations.

Responsible Marketing & Communications:

Your Company is committed to building trust through responsible practices and through transparent communication both directly to the clients and indirectly through other key stakeholders.

It's your Company's responsibility to give disclosures to the client before entering in to any kind of agreement.

Your Company uses a combination of channels, which include websites, customer care numbers and leaflets to communicate openly with its clients.

On behalf of the Board of Directors

Sd/-
Kamal Poddar
(Managing Director)
DIN No: 01518700

Sd/-
Ajay Kejriwal
(Director)
DIN No: 03051841

Mumbai
Date: September 05, 2020

Form No. MR-3

Secretarial Audit Report for the financial year ended on March 31, 2020

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

The Members

Choice International Limited
[CIN: L67190MH1993PLC071117]
Shree Shakambhari Corporate Park,
156 1 Chakravorty Ashok Society,
J.B. Nagar, Andheri (E) Mumbai - 400099

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Choice International Limited hereinafter called ("the Company") for the financial year ended 31st March, 2020 [Audit Period]. 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 as maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, explanation and clarification given and representation made during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period 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, minutes' book, forms and returns filed and other records as maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- 1 The Companies Act, 2013 (the "Act") and the rules made thereunder including any re-enactment thereof;
 - 2 The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
 - 3 The Depositories Act, 1996 and the regulations and bye-laws framed thereunder
 - 4 Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
 - 5 The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"), to the extent applicable:
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - ii) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - iii) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - iv) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - v) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - 6 Laws specifically applicable to the industry to which the Company belongs, as identified and compliance whereof as confirmed by the management, that is to say:
 - i) The Reserve Bank of India Act, 1934
 - ii) Rules, regulation and guidelines issued by the Reserve Bank of India as are applicable to the Non-Banking Financial Company (NBFC)
- We have also examined compliance with the applicable clauses of the Secretarial Standards for Board Meetings (SS-1) and for General Meetings (SS-2) issued by the Institute of Company Secretaries of India.
- During the audit period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. as mentioned above.
- During the audit period, provisions of the following regulations were not applicable to the Company:
- i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - ii) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - iii) The Securities and Exchange Board of India (Issue of Debt Securities) Regulations, 2008
 - iv) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999

Management and Auditor Responsibility:

- i) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit;
- ii) We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure

that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;

- iii) Wherever our Audit has required our examination of books and records maintained by the Company, we have also relied upon electronic versions of such books and records, as provided to us through online communication. Wherever for the purposes of our Audit, there was a need for physical access to any of the places of business of the Company; the same has not been uniformly possible in view of the prevailing lockdown.
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns;
- v) Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.;
- vi) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis;
- vii) Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practice;
- viii) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent and there was no formal system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.
- Decisions at the meetings of the Board or Committee thereof were carried out with requisite majority, while there were no recorded instances of dissent in Board or Committee meetings.

We further report that based on the information provided and representation made by the Company and also on the review of compliance reports of the respective department duly signed by the department head and Compliance Certificate(s) of the Managing Director/Company Secretary/CFO taken on record by the Board of Directors of the Company, in our opinion system and process exists in the company required to be strengthened to commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

We further report that during the Audit Period, the Company has not undertaken any specific event/action that can have a major bearing on the company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards except as follow:

The Company has issued 1,98,00,000 warrants convertible into same number of equity shares at a price of Rs. 51/- per share to promoters and non-promoters.

For RM Mimani & Associates LLP
[Company Secretaries]
[Firm Registration No.: I2001MH250300]

Manoj Mimani
(Partner)
ACS No: 17083
CP No: 11601

Place: Mumbai
Dated: September 05, 2020

UDIN: A017083B000671154

Anjana Sharma & Associates

Company Secretaries

The Board of Directors

Choice International Limited

[CIN: L67190MH1993PLC071117]

Choice House

Shree Shakambhari Corporate Park,

Plot No.156-158, J. B. Nagar, Andheri (East),

Mumbai - 400099

We have been engaged by **Choice International Limited** (hereinafter referred to as 'the Company') whose equity shares are listed with BSE Limited (Security Code: 531358) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 and to issue Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance of the provisions Securities and Exchange Board of India Act, 1992 ("SEBI Act"), the Securities Contracts (Regulation) Act, 1956 ("SCRA"), and all applicable Rules, Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all SEBI Act, SCRA and all applicable Rules, Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose, subject to the limitation that due to lockdown and social distancing guidelines issued by the Ministry of Home Affairs for containment of spread of Covid-19, the Company has provided registers, minute books, forms, returns and other records maintained by it by electronic means for our verification as required for the purpose of issuance of this report and have not been physically verified by us. However, the management of the Company has confirmed that all documents provided by electronic means are true and correct copies of original documents.

Annual Secretarial Compliance Report in the format prescribed is enclosed herewith.

For **Anjana Sharma & Associates**

Company Secretaries

Anjana Sharma

Proprietor

ACS : A38190

CP No.: 17742

Place: Mumbai

Dated: July 31, 2020

UDIN: A038190B000536701

B-112, Shiv Mahal Co-op. Hsg. Soc. Ltd., R. N. P Park, Next to Jesal Park, Bhayandar East, Thane - 401105
Email Id: csanjanasharma@gmail.com Mobile No.: +91-93215 74194

Anjana Sharma & Associates

Company Secretaries

Secretarial Compliance report

of

Choice International Limited for the year ended March 31, 2020

[Under regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We have examined:

- all the documents and records made available to us and explanation provided by **Choice International Limited** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on March 31, 2020 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there-under; and
- the Securities Contracts (Regulations) Act, 1956 ("SCRA"), rules made there-under and the Regulations, circulars, guidelines issued there-under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there-under, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **[Not applicable as there was no reportable event during the review period]**
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **[Not applicable as there was no reportable event during the review period]**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not applicable as there was no reportable event during the review period]**
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **[Not applicable as there was no reportable event during the review period]**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and

and circulars/guidelines issued there-under; and based on the above examination, we hereby report that, during the Review Period;

B-112, Shiv Mahal Co-op. Hsg. Soc. Ltd., R. N. P Park, Next to Jesal Park, Bhayandar East, Thane - 401105
Email Id: csanjanasharma@gmail.com Mobile No.: +91-93215 74194

Anjana Sharma & Associates

Company Secretaries

- The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there-under.
- The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there-under insofar as it appears from our examination of those records.
- No actions was taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there-under;
- The listed entity has taken the following actions to comply with the observations made in previous reports
[Not applicable, as there was no observation made in previous report.]
- The listed entity has complied with the provisions of SEBI circular CIR/CFD/CMD1/114/2019 dated October 18, 2019, in terms of para 6(A) and 6(B) of the said circular and has suitably modified the terms of appointment of statutory auditor.

For Anjana Sharma & Associates
Company Secretaries

Anjana Sharma
Proprietor
ACS : A38190
CP No.: 17742

Place: Mumbai
Dated: July 31, 2020

UDIN:A038190B000536701

B-112, Shiv Mahal Co-op. Hsg. Soc. Ltd., R. N. P Park, Next to Jesal Park, Bhayandar East, Thane - 401105
Email Id: csanjanasharma@gmail.com Mobile No.: +91-93215 74194



Management Discussion & Analysis Report



GLOBAL ECONOMIC OUTLOOK

The global economy grew at 2.4% in CY 2019, slowing from 3% in CY 2018. The IMF now estimates a contraction of 4.9% in global gross domestic product in 2020, lower than the 3% fall it predicted in April.

"The Covid-19 pandemic has had a more negative impact on activity in the first half of 2020 than anticipated, and the recovery is projected to be more gradual than previously forecast." - As per the forecast reports by IEPF the GDP is downgraded for 2021. Now expected growth rate is of 5.4% from the 5.8% forecast made in April.

In order to mitigate some of the economic impact from the pandemic, governments across the world have announced massive fiscal packages and new borrowing. As a result, public finances are seen deteriorating significantly as a result.

"The steep contraction in economic activity and fiscal revenues, along with the sizable fiscal support, has further stretched public finances, with global public debt projected to reach more than 100% of GDP this year.

As per IMF's base case, global public debt will reach an all-time high in 2020 and 2021 at 101.5% of GDP and 103.2% of GDP, respectively. In addition, the average overall fiscal deficit is set to soar to 13.9% of GDP this year, 10 percentage points higher than in 2019.

There have been more than 9 million confirmed infections worldwide from Covid-19, according to Johns Hopkins University. The United States, Brazil and Russia are currently the nations with the highest number of cases globally.

The coronavirus crisis is crushing global economic growth, according to Fitch Ratings in its latest quarterly "Global Economic Outlook" (GEO). "The level of world GDP (gross domestic product) is falling.

Bibliography: ibef.org

INDIAN ECONOMIC OUTLOOK

India has emerged as the fastest growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships.

India's gross domestic product (GDP) (at constant 2011-12 prices) was estimated to be Rs 145.65 lakh crore (US\$ 2.06 trillion) for 2019-20, growing 4.2 per cent over the previous year.

India retained its position as the third largest start-up base in the world with over 8,900-9,300 start-ups as 1,300 new start-ups got incorporated in 2019 according to a report by NASSCOM. India also witnessed the addition of 7 unicorns in 2019 (till August 2019), taking the total tally to 24.

India's foreign exchange reserves reached Rs 37.31 lakh crore (US\$ 493.48 billion) in the week up to May 29, 2020 according to the data from RBI.

FY 2019-20 saw mega mergers of Public Sector Banks, which should strengthen the banking sector.

With continued policy initiatives, India further continued its climb in the Ease of Doing Business rankings, climbing up 14 places to reach the 63rd rank. India is the only major country to have moved up by 67 places in just 4 years. FY 2019-20 also saw corporate tax cut being announced, further easing business environment. Government also announced significant rebates for new manufacturing units to attract global supply chains. Outbreak of COVID-19 would make growth environment challenging in first half of FY 2020-21 but liquidity measures announced by the government should help provide support.

With an improvement in the economic scenario, there have been

investments across various sectors of the economy. The mergers and acquisition (M&A) activity in India stood at US\$ 28 billion in 2019, while private equity (PE) deals reached US\$ 48 billion.

Numerous foreign companies are setting up their facilities in India on account of various Government initiatives like Make in India and Digital India. Mr Narendra Modi, Prime Minister of India, launched Make in India initiative with an aim to boost country's manufacturing sector and increase purchasing power of an average Indian consumer, which would further drive demand and spur development, thus benefiting investors. The Government of India, under its Make in India initiative, is trying to boost the contribution made by the manufacturing sector with an aim to take it to 25 per cent of the GDP from the current 17 per cent. Besides, the Government has also come up with Digital India initiative, which focuses on three core components: creation of digital infrastructure, delivering services digitally and to increase the digital literacy.

Road Ahead

India's GDP is expected to reach US\$ 5 trillion by FY25 and achieve upper-middle income status on the back of digitization, globalization, favourable demographics, and reforms. India is also focusing on renewable sources to generate energy. It is planning to achieve 40 per cent of its energy from non-fossil sources by 2030, which is currently 30 per cent, and have plans to increase its renewable energy capacity from 175 gigawatt (GW) by 2022. India is expected to be the third largest consumer economy as its consumption may triple to US\$ 4 trillion by 2025, owing to shift in consumer behaviour and expenditure pattern, according to a Boston Consulting Group (BCG) report. It is estimated to surpass USA to become the second largest economy in terms of purchasing power parity (PPP) by 2040 as per a report by PricewaterhouseCoopers.

Bibliography: ibef.org

INDIAN FINANCIAL INDUSTRY

India has a diversified financial sector undergoing rapid expansion, both in terms of strong growth of existing financial services firms and new entities entering the market. The sector comprises commercial banks, insurance companies, non-banking financial companies, co-operatives, pension funds, mutual funds and other smaller financial entities. The banking regulator has allowed new entities such as payment banks to be created recently, thereby adding to the type of entities operating in the sector. However, financial sector in India is predominantly a banking sector with commercial banks accounting for more than 64 per cent of the total assets held by the financial system.

The Government of India has introduced several reforms to liberalise, regulate and enhance this industry. The Government and Reserve Bank of India (RBI) have taken various measures to facilitate easy access to finance for Micro, Small and Medium Enterprises (MSMEs). These measures include launching Credit Guarantee Fund Scheme for MSMEs, issuing guideline to banks regarding collateral requirements and setting up a Micro Units Development and Refinance Agency (MUDRA). With a combined push by Government and private sector, India is undoubtedly one of the world's most vibrant capital markets. In 2017, a new portal named 'Udyami Mitra' was launched by Small Industries Development Bank of India (SIDBI) with an aim to improve credit availability to MSMEs in the country. India has scored a perfect 10 in protecting shareholders' rights on the back of reforms implemented by Securities and Exchange Board of India (SEBI).

Market Size

Mutual Fund industry's AUM grew from Rs 10.96 trillion (US\$ 156.82 billion) in October 2014 to Rs 23.93 trillion (US\$ 339.55 billion) in April

2020. Inflow in India's mutual fund schemes via the Systematic Investment Plan (SIP) route reached Rs 82,453 crore (US\$ 11.70 billion) in 2019. Equity mutual funds registered a net inflow of Rs 8.04 trillion (US\$ 114.06 billion) by end of December 2019.

Another crucial component of India's financial industry is the insurance industry. Insurance industry has been expanding at a fast pace. The total first year premium of life insurance companies reached Rs 2.59 lakh crore (US\$ 36.73 billion) in FY20.

Along with the secondary market, the market for Initial Public Offers (IPOs) has also witnessed rapid expansion. In 2019, US\$ 2.5 billion was raised across 17 IPOs.

Furthermore, India's leading bourse, Bombay Stock Exchange (BSE), will set up a joint venture with Ebix Inc to build a robust insurance distribution network in the country through a new distribution exchange platform.

Investments/Developments

- Value of Unified Payments Interface (UPI) transactions was valued at Rs 2.06 lakh crore (US\$ 29.22 billion) in March 2020, recording 1.25 billion transactions.
- In March 2020, ClearTax, an online tax filing platform, acquired GST software and services business of Karvy Data Management Services for an undisclosed amount.
- In April 2020, Axis Bank acquired an additional 29 per cent stake in Max Life Insurance.
- Turnover from derivatives segment reached Rs 3,453.9 lakh crore (US\$ 49.41 trillion) in FY20 and stood at US\$ 5.09 trillion in FY21 (till May 2020).
- In 2019, FPI investment in Indian equities touched a five-year high of Rs 101,122 crore (US\$ 14.47 billion).
- Merger and Acquisition (M&A) worth US\$ 25.162 billion was recorded in the first ten months of 2019.
- Total value of private equity (PE)/venture capital (VC) investment grew 44 per cent over past three years in value terms to reach US\$ 48 billion in 2019.
- In October 2019, ICICI Lombard General Insurance Company acquired Unbox Technologies for an aggregate cash consideration of Rs 225 crore (US\$ 32.19 million).
- There were 9,659 non-banking financial companies (NBFCs) registered with the Reserve Bank as on March 31, 2019.

Government Initiatives

- In November 2019, Government allocated Rs 10,000 crore to set up AIFs for revival of stalled housing projects.
- Under the Interest Subvention Scheme for MSMEs, Rs 350 crore (US\$ 50.07 million) was allocated under Union Budget 2019-20 for 2 per cent interest subvention for all GST registered MSMEs on fresh or incremental loans.
- In December 2018, Securities and Exchange Board of India (SEBI) proposed direct overseas listing of Indian companies and other regulatory changes.
- Bombay Stock Exchange (BSE) introduced weekly futures and options contracts on Sensex 50 index from October 26, 2018.
- In September 2018, SEBI asked for recommendations to strengthen rules which will enhance the overall governance standards for issuers, intermediaries or infrastructure providers in the financial market.
- The Government of India launched India Post Payments Bank (IPIB) to provide every district with one branch, which will help increase rural penetration. As of August 2018, two branches out of 650 branches were already operational.

Road Ahead

- India is expected to be the fourth largest private wealth market globally by 2028.
- India is today one of the most vibrant global economies on the back of robust banking and insurance sectors. The relaxation of foreign investment rules has received a positive response from the insurance sector, with many companies announcing plans to increase their stakes in joint ventures with Indian companies. Over the coming quarters, there could be a series of joint venture deals between global insurance giants and local players.
- The Association of Mutual Funds in India (AMFI) is targeting nearly five-fold growth in AUM to Rs 95 lakh crore (US\$ 1.47 trillion) and more than three times growth in investor accounts to 130 million by 2025.
- India's mobile wallet industry is estimated to grow at a Compound Annual Growth Rate (CAGR) of 150 per cent to reach US\$ 4.4 billion by 2022, while mobile wallet transactions will touch Rs 32 trillion (USD \$ 492.6 billion) during the same period.

Source: Ibfef.org



OUR UPCOMING SERVICE INSURANCE BROKING

To complete its gamut of financial services, the group is keen on acquiring an "IRDA" registered Insurance Broking Company. The group is keen on partnering its client by assisting them in selecting the Right Insurance Policies.

The vision is to ensure a contented and secure future for our clients by providing them the best risk transfer mechanism in the most transparent manner at optimum cost. The mission is to provide relevant risk solutions, to ensure a rewarding experience during all customer interaction, to achieve sustainable efficiencies and financial returns, to create positive synergy in the community we serve.

The group's Product Profile shall be as follows:

Life Insurance

Life insurance offers you risk coverage and takes care of monetary needs of your family after your death & inability to earn.

- Term Assurance
- Whole life Plans
- Money Back Plans
- Children Plan
- Joint Life Plans
- Pension Plans

General Insurance

Property Insurance:

Property Insurance is a policy that provides financial reimbursement to the owner of a structure and its contents, in the event of damage or theft.

- Fire and Special perils
- Loss of Profits
- Electronic equipment insurance
- Industrial All Risk Policy
- Machinery breakdown insurance
- Burglary insurance

Marine Insurance:

Transit Insurance is a policy that covers Business goods or personal belongings while they are being moved from the place of loading to the stated destination over land by a certain transport mode.

- Inland transit insurance
- Export Import insurance
- Sales turnover insurance

Engineering Insurance:

Engineering Insurance refers to the insurance that provides economic safeguard to the risk faced by the ongoing construction project, installation project and machines & equipment in project operation.

- Storage cum erection
- Contractor's all risk
- Erection all risk
- Contractor's Plant & Machinery

Liability Insurance:

Liability Insurance protects the insured from the risks of liabilities imposed by lawsuits and similar claims. It protects the insured in the event he or she is sued for claims that come within the coverage of the insurance policy.

- Director's and Offices's Liability
- Public Liability Insurance
- Product Liability Insurance
- Professional Indemnity
- Employee's Compensation

Personal Insurance:

Personal Insurance is a type cover that provides financial security to you and your family in the event of a serious injury or illness, loss of ability to earn, total and permanent disablement of death.

- Personal Accident
- Individual / Family Mediciam
- Overseas Travel
- Motor Car Insurance

Insurance for employee benefits:

Insurance for employee benefit covers a defined group of people, for example the members of a society or professional association, or the employees of a particular employer.

- Group Personal Accident
- Group term insurance
- Group Mediciam
- Retirement & Pension scheme
- Group gratuity scheme

Package insurance:

Package insurance is a single insurance policy that combines several covers previously sold separately.

- Office Package
- Shopkeeper's Package
- Householder's Package
- Jeweler's Block Insurance
- Doctor's Package Insurance
- Hotelier's Package Insurance
- Corporate Travel Policy

OUR CURRENT RETAIL SERVICES

Stock Broking

- Online Trading via website & mobile application
- Assistance in implementing trading strategies
- Dedicated Research Team



Distribution of Retail Loan Services

- Home Loan
- Personal Loan
- Business Loan
- Loan against Property



Mutual Fund Distribution

- Mutual Fund Distribution
- Research insights of funds & their performance
- Assistance from certified investment/Wealth Counselor

NBFC Activity

- Loan against Property
- Loan against Securities
- Business Loan



Portfolio Management Services

- Customized Portfolio Management on basis of Risk appetite

Our Novel Investment Adviser: "OPTIMO"

Financial Planning is an area where a lot of investors get overwhelmed and disorganized. Hence, we created "Optimo" to bring a simplified full-fledged financial planning experience for every investor. "Investica" our Mutual Fund "App" has now transitioned from a transaction platform to a full-fledged financial planning platform with the launch of "Optimo" the Robo Advisor as one of the most prominent feature of the application "Investica".

The Key problem area in financial planning space is how to create a plan that will address all the major life stages and where to invest to generate inflation beating returns. Having identified this, we created "Optimo" that is a mix of financial planning and investment advisory, hence an end to end solution for investors.

The investors who are planning the new investments as well as investors who are reviewing their existing investments will be able to use "Optimo" for unique insights on financial planning and investments.

Key features of our Investment Adviser: **OPTIMO**

- Insurance Planning
- Retirement Planning
- Emergency Fund and Expense Management
- Goal Planning
- Asset Analysis

As we go ahead, we plan to enhance "Optimo" further to make it inclusive of all the financial products and to cover other important planning aspects like tax planning and estate planning. As the name says: Optimo: Optimisation of Money; is the end goal we want to achieve for all of our investors.

OUR CURRENT INSTITUTIONAL SERVICES

Capital Advisory - Investment Banking

- IPO
- FPO
- Right Issue
- Private Placement
- Debt Syndication



Management & Government Consultancy Services

- Infrastructure Consultancy
- Urban Development Consultancy
- Solid Waste Management
- E-learning
- Smart Education

IT Solutions

- Web Development
- Mobile App Development
- System Integration & Solutions

OUR RETAIL SERVICES

As you are aware, that your Company M/s. Choice International Limited is the Listed Holding Company & the services of the group are provided through each of its specialized Subsidiaries. The Group is profound to be "One Stop Financial Hub" for one's all kind of Financial needs.

Below mentioned are the "Retail Services" provided by the group to its Direct end customer, which are detailed below:

A) BROKING & DISTRIBUTION

The group's Broking & Distribution Business is channelized through our subsidiary M/s. Choice Equity Broking Private Limited herein referred to as "CEBPL". "CEBPL" is a member of NSE, BSE, MSEI, MCX, NCDEX, ICEX, and is a Depository Participant with CDSL & NSDL.

"CEBPL" has been a trusted partner in creating wealth for its Clients. The group extensively focuses on research and technology as its core competency to nurture its growth with increasing client satisfaction. The group has built a robust structure to meet the requirement of the client and simultaneously adhere to the Regulatory Protocol.

"CEBPL" as on date of this report has 48 branches across India & 1200 Business Associates.

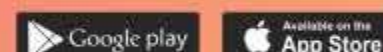
"CEBPL" has always been prompt in adopting new technologies, by reducing the operational hassle for smooth functioning of its employee and stress-free conduct by the client's of their own account. The group accurately adopted the speedier account opening facility by through adherence to the rules stipulated by the authorities, the rules stipulated by the authorities, the rules stipulated by the authorities.

Our In house Back End Software "Neuron"

Neuro is a multi-faceted back-end system developed entirely from starch by our in house Tech team "Choice Techlab". Neuro, the application was developed to address the pressing need to organize various operational activities with seamless management between employees and customers. The platform provides an accurate view of the business with comprehensive reports, real-time updates, analytics, insights and visual reports. Neuro has helped reduce the operation time by 40-50 percent. Critical operations like RMS, Back Office, Payment Gateway, KYC System and On boarding for Jiffy and Investica have been streamlined with a central system (Neuron) instead of multiple standalone solutions.

- Better data organization with all customer information, leads and updates in a central location. Track sales and engagement with customers
- Improves customer conversion, nurturing and retention with instant data retrieval and support features
- Empowering the sales team with the tools they need to manage their entire sales pipeline to ensure 'nothing falls through the cracks.'
- Accelerates employee productivity and streamlines processes across departments as customer interaction is key
- Easily share information by giving the team access to the same resources through selective data share
- In-depth analytics and comprehensive reports with filtering and customization
- Keeping track of overall sales, it also helps to quickly address any potential challenges with the data available.

TRADE EASY, TRADE FAST



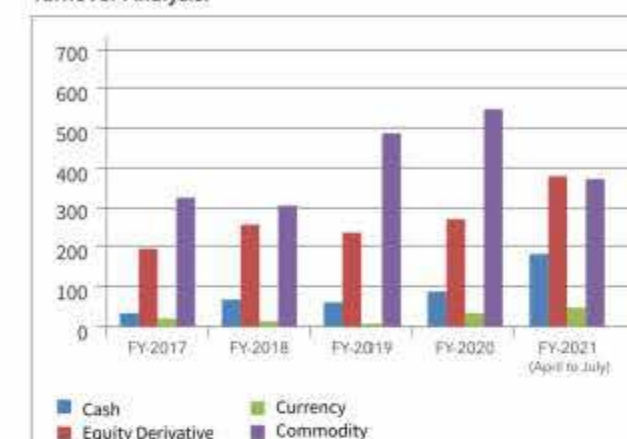
Jiffy - Trade Easy, Trade Fast An online stock trading platform developed to simplify your trading experience across the capital markets. We aim to be an online trading community that seeks to drive development based on customer feedback and change the way stock trading happens



App	iOS	Play Store
Total App download	3713	120820
Total Active User	129	43274
Ratings	4.2	4.0

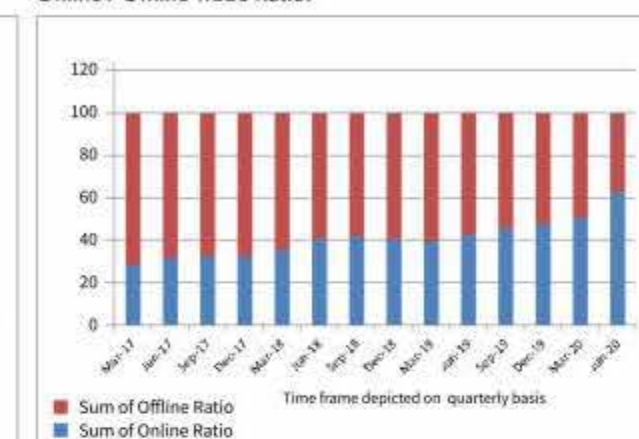
Our evolution story:

Turnover Analysis:



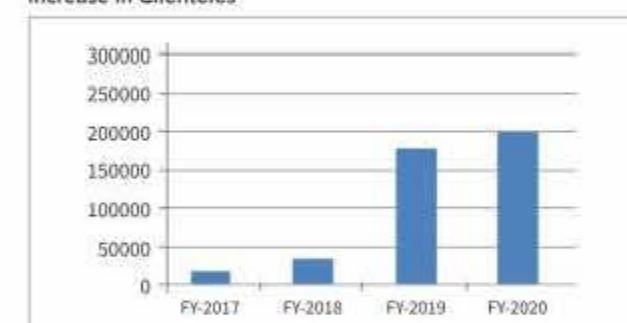
From the above grid it can be very well construed that "Choice Broking" has fairly done well on year on year basis. Though the Company has faced operational challenges in the last quarter of the Financial Year 2019-20 due to the ongoing Pandemic COVID-19, "Choice Broking" has out performed splendidly

Online / Offline Trade Ratio:



The Group has always kept use of technological know-how at forefront. Through our online Trading Platform "Jiffy", our valued customer are encouraged to "Trade by Self". Online trades by the customer themselves leads to decrease in operational cost, time and error. Reasonable increase in the online Trade can be seen from the above table.

Increase in Clientele



Increase in Authorised Persons



Efforts are made to secure the confidence of our client's by providing them end to end services at minimal cost. The increase in number of Authorised Person has marked the increasing presence of "Choice Broking" across India. The growing number of Clients and Authorised Person's has boosted immense assurance to the company its stake holder in the company's ability to conquer in the ever changing dynamics of the Markets.

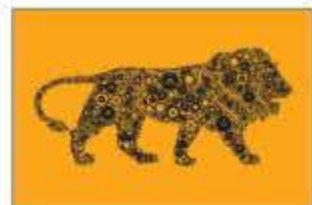
Our Branches

► Mumbai	► Baroda	► Secunderabad	► Palakkad
► Delhi	► Surat	► Visakhapatnam	► Thrissur
► Kolkata	► Raipur	► Rajahmundry	► Kaloor
► Indore	► Nagpur	► Coimbatore	► Angamaly
► Bhopal	► Guwahati	► Salem	► Aluva
► Jaipur	► Ranchi	► Trichy	► Kanjirappally
► Sikar	► Patna	► Madurai	► Kottaramattom
► Jhunjhunu	► Bangalore	► Tirunelveli	► Kottayam
► Pune	► Mysore	► Chennai	► Pala
► Kolhapur	► Mangalore	► Edappally	► Tiruvalla
► Aurangabad	► Hubli	► Kannur	► Trivandrum
► Ahmedabad	► Hyderabad	► Kozhikode	► Gwalior



48 Branches

Our Research Coverage For Investor-Long Term



ECONOMIC OUTLOOK

We issue this report every month which gives an overall picture of the economy and important economic events.



INDUSTRY REPORTS

In Industry report we analyze the whole landscape of the industry, demand and supply situations, prices of raw materials and commodity prices.



COMPANY REPORTS

It's a detail report on a company which includes recommendations of BUY/SELL or HOLD with typical time frame of 12-18 months.



EARNING UPDATE

We issue these updates once in a quarter. This report is prepared for our coverage companies only. We revisit our recommendations while analyzing the company's performance.



AAJ KA TREND

This is our daily morning newsletters on commodities which covers yesterday's events and briefs investors/traders on what to expect in the market today.



IPO ANALYSIS

Offers insight on the IPO company with recommendations to subscribe or to avoid. This report is widely covered by the print media across the country.



PICK OF THE WEEK

We pick one stock every week for this report. These reports are based on technical research and have a time horizon of 15-25 days.

For Traders-Positional



TECHNO BUY / SELL

These reports consists our positional calls on Equities, Commodities and Currency



EQUITY BAZAAR

This is our daily newsletter on equities which is aimed at briefing investors on what to expect in markets Today.



COMMODITY INSIGHTS

Commodity Insights is a fundamental cum technical report of two commodities providing a positional outlook for one to two months

B) WEALTH MANAGEMENT SERVICES

The group offers its Wealth Management Services through our subsidiary M/s. Choice Wealth Management Private Limited. The segment majorly focuses on Mutual Fund Distribution.

Choice Wealth Management is represented by its brand name "Investica" to the marketplace as a one-stop solution to plan, transact and track mutual fund investments. Over last one year, the number of active investors on Investica grew by 28%.

Investica has received an extremely positive response from its users which can also be seen by its reviews on Play Store & App Store. The Investica platform continues to be one of the highest rated Mutual Fund Investment platform.

Upcoming Launches:

Currently Investica is limited to distribution of mutual funds, but that will change soon by introduction of NPS i.e. National Pension Scheme on the platform. NPS is picking up the traction in terms of the preferred retirement investment tool. We will also be facilitating investments in NPS so that any investor who wishes to invest in any of the NPS related scheme can do so using Investica. All such investments can also be tracked using the app.

One of the core feature we have been working on for Investica is Rebalancing of the portfolio. While it is important to know where to invest, it is equally important to understand what changes are required in the portfolio. A lot of investors struggle with making changes in the portfolio based on fund quality. Hence, we aim to address this with our automated recommendation tool that will suggest suitable funds to investors with the cost implications of the actions.

As we have already launched "Optimo" with basic financial planning principles, we plan to enhance it further with a launch of tax planning. Taxation is an important aspect of personal finance that a lot of investors find complicated. Hence, we will simplify the tax planning for investors with recommendation on how they can save tax by utilising various income tax sections.

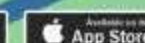
Way Forward:

We see Investica becoming the most preferred application for Investors' Personal Finance Needs in the near future. All the existing features of Investica are helping us get valuable insights from our users and we are constantly developing our platform to make it one of the best investment platforms in India. We believe that we will be able to get a significant market share of Fintech industry with all the developments that we have planned for Investica.

Say hello to a new way of investing in

MUTUAL FUND APP INVESTICA

Investica Mutual Fund App is created to exclusively experience 'The Joy of Earning' by Fulfilling your Dreams and Accomplishing your Life Goals. Investica enables you to Invest in Mutual Funds with its easy to use platform, intuitive UI, lightning speed, robust privacy protection and smart investment methodology. Invest with the Best Mutual Funds Investment App in India, Investica!



C) PORTFOLIO MANAGEMENT SERVICES

Our Portfolio Management Services are provided through our Subsidiary M/s. Choice Portfolio Management Services Private Limited". "Choice" we manage existing portfolios as well as build new distinct portfolios for you based on your investments objectives and risk appetite, for which we offer a wide range of strategies including some focused thematic strategies, which aims at maximizing the investors wealth while making investments in diversified sectors which have a potential to grow at a faster pace, with a sustainable management & corporate governance standards. Our Prime focus is to create wealth for the clients & our expertise in the areas of extensive research, highly qualified investment team and a rich experience of over two decades in the financial service space, enables us to achieve this goal for you.

Our Distinctive Services:

- Experienced & Professional Fund Management
- High Level of Transparency
- Finley Cradted Investment Philosophy
- Exhaustive In House Research Desk
- Timely review of Fund Performance
- Devoted Relationship Manager for a Client
- Quality Selection of Stocks, with balanced diversification

We at Choice-PMS truly believe in Reaching the Financial Goals is always faster with the Right Mix of Investments.

D) DISTRIBUTION OF RETAIL LOAN

The retail Loan distribution Services are provided through our subsidiary M/s. Choice Corporate Services Private Limited (CCSPL). Choice corporate services private limited is a name that is common in day to day life. We at CCSPL believe in serving the customers on priority. We understand the necessities and craving for those who are looking for affordable and flexible loans.

CCSPL - A corporate DSA working PAN India, serving people for affordable loan service such as - Home Loan, Personal Loan, Business Loan and Loan against property are a few to count. Our motto is to offer better ROI for loans in comparison to prevailing market structure. We understand customers' needs therefore empaneled with voluminous Bank & NBFC all over India, aiding in getting maximum loan amount with minimal rate of interests

CCSPL is an Indian company located in various locations of India & headquartered in Mumbai. We are a reputable name in the loan offering industry with an aim to offer user-friendly loan service to our valuable customers; we have an expert team of well-trained staff that helps you in getting loan quickly and without any hassle. Our team work to get you the best loan and aim to obtain competitive rates.

We ensure you have the money you need when you need it!

Business performance in the last year

In FY 2019-20 we were operational in various locations in PAN India and disbursed Rs. 42.74 Crs.

New Launches

In this digital era, we will lack behind if we are not going upgrade our self on digital world. In FY 2019-20 we have launched our platform Choice Connect which provides opportunity to any person to generate/ refer business for Retail Loans where every leads will be tracked and monitor on daily basis so as to maintain TAT.

In the current financial year company is also planning to introduce new

loan products i.e Gold Loan & Vehicle Loan in the retail loan division.

Comparison with the peer group

Today's market being competitive, we need to take primitive measures to stay ahead of our competitor's here are some reasons why people rely on us:

- Foremost is that we offer, personal assistance instead of any automated answering machines/ robots.
- There are various competitors such as Direct Sales agents, Chartered accountants as well as small time agents/connectors who work on reference basis for small commission
- There are also few online portals who invite customer online to apply for loans and thereby pass the same lead to bankers and NBFC's.
- We are currently working on Offline model and plan to compete the online team players of the market too in near future. But we have our in house online group platform "Choice connect" for tracking, monitoring and generation of leads.

Our Standing in the industry

We have a long list of satisfied and happy customers. As we are always ready to offer the best of best services to our valuable customers -

We provide E2E services to our customers from loan documentation till the disbursement of cheque.

Way forward Statement

In forth coming years we are targeting to serve people in the remotest locations of India and for that we are aggressively working and building a team of supporting members through our ONLINE portal and also as a way forward strategy we are in talks with banks to integrate their API with our Choice connect system so that disbursement TAT will be minimize.

E) NBFC SERVICES

"NBFC Services" of the group are routed through our subsidiary M/s. Choice Finserv Private Limited. The Segment provides both Retail services as well as caters to the Institutional Clients.

Choice Finserv Private Limited "CFPL" is a RBI registered Non deposit taking Non-banking financial institute (NBFC), engaged in Providing Loan against shares, loan against Property and Business loans.

NBFC business, which was housed in Choice International Limited (Parent company) previously, was transferred to "CFPL" with effect from June 1, 2018. As on March 31, 2020, "CFPL" had loans and advances outstanding of Rs 121 Crore, which comprised Loan against shares (LAS) (17%), loans against property (LAP) (23%), loans to related party (9%), and Business loans (52%), which has an average yield of approx. 14 % P.A.

"CFPL" is externally rated as A3 by CRISIL. On an average the segment maintains more than 25% of EBITDA Margin.

The Loan Book of "CFPL" has increased from INR 96 Cr in FY 2019 to INR 120 Cr in FY 2020.

Product details

In order to meet your short-term financial needs, Loan against shares offers a good choice as you do not have to sell your stocks to fulfill these needs. It is the ideal way to raise funds without liquidating your stocks. If you are a business owner requiring immediate funds, LAS is the most appropriate financing solution for you. Salaried individuals in need of immediate liquidity may also opt for this financing solution. Loan Against shares may also be taken for specific personal goals like marriage, holiday or for a child's education.

Loan against securities is available in the form of an overdraft facility. It helps you get loan against the securities that you have, for the time

being, merely pledged without selling them off in haste. The value of the overdraft limit that is advanced to you is determined on the basis of the securities like equity shares, mutual funds, bonds & insurance that is pledged by you.

The advantageous part of pledging your securities is one that you are able to get steady cash easily at the time you need it most and secondly you would not be devoid of the benefits as a shareholder. This means that you can enjoy your rights of receiving dividends and bonuses along with gaining from the price movements in the shares for which you have availed the loan from the bank.

CHOICE LAS ADVANTAGES

- Largest pool of approved securities
- Interest charged only on the actual amount and for the time it's utilized
- Anytime anywhere facility
- Competitive interest rates.
- No need for a third party or a guarantor
- Security Coverage of 2 times as per RBI Norms

Loan against Property (LAP)

Loan against fully constructed, freehold residential and commercial properties for: Business Needs; Marriage; medical expenses and other personal needs for salaried or Self-employed.

Choice LAP Advantages

- No end use of the fund to be insisted upon
- Quick Loan disbursement with minimal documentation
- Borrow up to 75% of property value
- Longer tenure, smaller EMI's (Loan tenures up to 20 years)

Business Loan

Harness India's unique position as the next global superpower. Realize dreams and change the world with Choice Finserv's business loans. Use the funds to invest in infrastructure, expand operations, upgrade to the latest plant and machinery, maintain inventory, or to increase working capital. These customized loans can give your business the much-needed boost to help your enterprise scale new heights with enhanced competitiveness and profitability.

Business Loan benefits with Choice Finserv :

- Instant Loan processing
- Quick disbursements with minimal documentation
- Flexible Repayment methods
- Low interest rates
- No Collateral
- Good credit rating score in credit bureau



OUR INSTITUTIONAL SERVICES

The Group also provides its services to Institutes (B2B) Business. The details of which are as follows:

A) CAPITAL ADVISORY - INVESTMENT BANKING

Capital Market & Debt Syndication service is routed through our subsidiary "Choice Capital Advisors Private Limited" herein referred as "CCAPL". We cater to our Institutional Clients with our "Capital Advisory Services".

Services Offered:

Choice Capital Advisors Private Limited, Category-Merchant Banker, is an investment bank offering integrated solutions consists of equity capital markets services and financial advisory services/ Debt Syndication that cater to corporate clients. The Company is familiar with its clients' business models and the financial solutions are tailored to meet their needs at different stages of development.

On the Capital Market front, CCAPL offers entire bouquet of services which include Initial Public Offer (IPO) - Main Board & SME Platform, Further Public Offer (FPO), Rights Issues, Private Placement Pre-IPO Placement, QIP, Direct Listing, Delisting, Buy Back, Takeover, Mergers and Acquisitions, etc.

CCAPL's growth is driven by strong focus on IPO readiness and IPO co-ordination services for the Main Board. Valuation services provided to various sectors of the industry has also added value to the operational and financial performance of the Company. We promote Companies in improving their compliance and corporate governance through our advisory and consultation services led by a team of expert professionals, yielding optimum results for our clients.

On the Debt Syndication front the team has successfully created a robust and vibrant edge through its initiative on advisory for working capital and project finance segment. We have an in-house team of professionals competent to structure, advise and execute the debt proposals in the best possible TAT. We are well networked with the top management teams in almost all financial institutions in the country including Banks, NBFCs and Fund Houses. We understand the requirement of the client conduct internal due diligence, prepare, and circulate the Information Memorandum ensuring coordination with all lenders and investors with an objective to achieve consensual terms and conditions.

**Merchant
Banking**

**Investment
Banking**

B) MANAGEMENT & GOVERNMENT CONSULTANCY

The Management & Consultancy segment of the group caters to its Institutional Clients through our subsidiary M/s. Choice Consultancy Services Private Limited.

The global as well as Indian economy has shown weakening trend from the mid of 2018 which is due to rising trade and geopolitical crisis which continued to linger 2019. Although the Government has taken several steps to boost the infrastructure development, digitization, e-Education etc., the end of 2019 shadowed by an uncertainty which led entire world to a stand-still in 2020.

The spread of Coronavirus (Covid 19) around the world led almost all the major economies including India to undergo forced lockdown to reduce the impact of pandemic on the health of the people. The lockdown had severe implications on the economic and financial stability.

Several economic and fiscal stimulus packages have been introduced by the Government of India and are anticipated to boost the confidence, once the effect of the pandemic and economic disruptions start wearing off.

Business Overview:

The Company operates its consultancy business through its wholly owned subsidiary Choice Consultancy Services Private Limited ("CCSPL"). The Company is recognized as consultant in the sectors such as Road, Highways and Bridges Development, Water Management, Affordable Housing, Solid Waste Management, Public Financial Reforms, Urban Development and sustainability, Information Technology, E-learning, Smart Education etc. CCSPL enjoys a strong presence across several states in India. The core business activities includes surveys & investigations, planning, feasibility study, detailed project report, project management consultancy, authority engineer, independent engineer, construction supervision, quality control and road safety audit.

During the year under review, the consultancy vertical has seen decline in revenue by 14.49 % and margin of profit has increased by 1 % compared to the previous year of reporting.

Being considered as the year of economic slowdown by many, the infra sector as well as firms associated with it struggled financially due to slow financing of ongoing infra projects and less tendering by the Government. However, CCSPL was able to beat the odds by effectively managing inflow of consultancy fees from ongoing projects.

Opportunities and Outlook

In the current scenario rise in demand of education has encouraged the e-Learning companies to impart education through digital platform. The Company has aggressively entered into the online education industry by developing a website and learning smartphone app which offer an online live interactive classroom with digital learning content which is highly effective, adaptive and engaging. This e-learning platform of the Company aims to serve the school students as well as students of competitive exams such as IIT and NEET.

In infra sector CCSPL ensure its relevance in the market by continuously engaging with various stakeholders and gauging pulse of infra sector. The infra sector is expected to witness growth in the latter part of the year. Considering focus of this Government on developing world class infrastructure across the country, growth is expected in infra sector on long term basis which provided ample runway for the future growth of the organisation. CCSPL is currently focusing of investing its resources in grabbing projects which will turn

fruitful for the Company in terms of economy as well as credentials.

The key opportunities include projects relating to water management (Government funded water projects including Jal Jeevan Mission), feasibility study and Detailed Report for Roads and e-Education. The Company will continue to emphasis on timely execution, prompt certification and receipt of fees.

Threats

The current financial year (2020-21) is expected to throw up more challenges. Various factors like the economic slowdown, liquidity crisis and adverse impact of lockdown due to the pandemic are some of the challenges faced by the economy. Further, availability of limited resources in the hands of the Central and State Government is likely to affect spend on infrastructure projects in the near future. A delay is expected in the finalisation of major infrastructure projects. Margins are expected to remain under pressure while the Company focuses on cost reduction.

Comparison with Peer Group

Since the infra sector is currently reeling under severe stress of liquidity crisis and weak investment. Almost all firms engaged in infra consultancy face liquidity crunch due to limited flow of funds from the Government for ongoing projects and limited spending on upcoming infra projects. Despite facing these issues CCSPL is able to manage its operations effectively due to optimum utilisation of available funds and efforts for timely realization of funds from the clients.

C) IT SOLUTIONS

The "IT Solutions" services of the group are routed through our subsidiaries "M/s. Choice TechLab Solutions Services Private Limited". Choice TechLab Solutions Pvt. Ltd. (ISO 9001:2008, ISO/IEC 27001:2013, CMMI Level 3 certified) is a Software Development and IT Service Provider in India.

Some of the main services offered by Choice TechLab include - Product Design and Development (Web App Development, Mobile App Development, ERP/CRM, System Integration & Solutions Architecture), Automation and Integration (DevOps Automation & QA Testing and Automation) and DevOps (Database Services, Disaster Recovery and Site Configurations, Data Backup Management & Cloud Engineering).

The Technology Spectrum includes Microsoft (Microsoft, .NET, .NET Core), Java (Hibernate, Maven, Spring Boot), Mobile App (iOS, Android, Ionic/Cross-Platform), PHP (WordPress, Magento, Laravel, Lumen, CodeIgniter), Other Technologies (Angular, Node.js), Databases (Microsoft SQL Server, MySQL, PostgreSQL, MongoDB), DevOps (Google Cloud, Apache, Jenkins, Graylog, Nginx, Nagios, Amazon Web Services, Stack) and Data Science (Data Studio, Google BigQuery).

New Launches:

GST Reconciliation Software

Under the Goods and Services Tax, it is essential for tax-paying businesses to reconcile their tax invoices with that of their suppliers. Without this GST reconciliation, a legitimate tax-paying business cannot claim an input tax credit. Additionally if not done accurately, there are chances of internal/external records going missing or data mismatch. Any mistake in GST Reconciliation can prove costly for businesses. Therefore, we developed a cloud-based GST application that helps optimize the reconciliation process. It involves the reconciliation of the Book of Accounts and GSTR 2A file with status codes. The software enables the team to avail maximum ITC with minimal effort as well as maximal exact matches using smart rules. The

software is capable of handling multitudes of data seamlessly and offers a time-efficient filing process. Lastly, it ensures accuracy by matching the data mentioned by both the supplier and the purchaser and further ensuring that all transactions are on record. It has advanced features like carrying forward of un-reconciled data, manual matching as well as advanced filters; with reports with interactive dashboards in the pipeline.

Vidya Bharati - School Management Portal

An online school management initiative in the time of the Covid-19 Pandemic that brought the world to a standstill. The education sector was impacted owing to schools being shut and no proper means of management. To overcome this, Choice in association with Samekit Learning Management System developed a solution to manage daily school activities, eliminating the need for students/teachers to be physically present in school. Vidya Bharati is an Online Learning Management Portal that allows schools to manage their daily activities as efficiently as before, providing for seamless student/teacher management. Some of the features include conducting of online classes via video conferencing, live classes can be attended by means of the web portal or mobile app, live class recording feature in case of absence and a consolidated dashboard to view teacher/student performance, among many others. The Vidya Bharati Portal is developed to be extremely user-friendly and is bifurcated into 21 sections for seamless navigation. It has been inaugurated and appreciated by CM Yogi Aditya Nath and adopted by 1100 schools and counting.

LMS

Choice offers multiple financial services and has customers PAN India. However, the lead management process for all teams and divisions was scattered and managed manually on excel. This was problematic on three fronts - it was time-consuming, prone to errors and the prospects overall interaction couldn't be gauged. The immediate need was to have a single system that interacts efficiently with the multiple services offered by Choice as well as manages to direct the leads to closure. Hence, we developed the Lead Management System, which is a centralized system tightly integrated with all of the services offered by Choice such as Equity, Mutual Fund and Insurance. The lead management system helped us centralize the data and enabled us to make use of data analytics to improve and increase the conversion rate. This system is highly efficient and can be used by all our teams irrespective of the location and the division ensuring smooth running operations. It further enables Choice to identify what services are being used by a particular user and how different related services can be pitched to them. This kind of cross-selling further helped reduce the acquisition cost.

Way Forward Statement:

Guided by the value-added system of Choice, Choice TechLab is deeply rooted in Financial Technology. In our continued efforts to put innovation at heart and constantly adapting using the 'Validated Learning' approach; we have come up with a target to set a standard for Fintech Products this year. Currently, Choice offers a multitude of financial services; our target would be to make Choice an ecosystem of financial services; to provide everything related to finance, under one roof. The plan of action adopted by us will involve tying up with applications that already exist in this space or develop them with our manpower. We intend on utilizing these two approaches to build a digital transformative process for Choice and create a seamlessly integrated ecosystem available to users in a consistent and coherent manner.



ABOUT THE COMPANY

One of the subsidiaries of the Choice Group of Companies, Choice TechLab Solutions Pvt. Ltd. (ISO 9001:2008, ISO/IEC 27001:2013, CMMI Level 3 certified) is a Product/Software Development and IT Service Provider in India. Up to now, it has built a niche in the Government and Finance Sector and is scaling up in the Real Estate and Educational domain as well, to plan, create and execute the digital transformation journey for its clients. Guided by a value-added system, our Information Technology vertical upholds the vision to deliver the best solutions leveraging technology.

SERVICES

Software Development



Data Analytics



Data Administration



Product Development



SERVICES



IT Security



Cloud Architecture



DevOps

• Software Development • Data Analytics • Data Administration
• Product Development • IT Security • Cloud Architecture • DevOps



NITI Aayog



Kotla Pall Developers Ltd.



Unique Identification Authority of India



Centre for Advancement of Digital Financial Inclusion



Choice Broking Pvt. Ltd.



Choice Wealth Management Pvt. Ltd.

<https://choicetechlab.com> +91 6607 2424

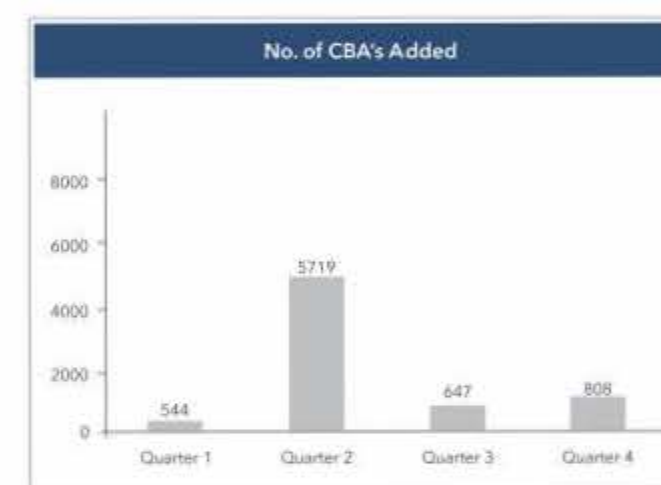
OUR DISTRIBUTION & NETWORK PLATFORM

The Distribution & Network services for increasing the number of Business Associates for distributing our group services is routed through our online platform "Choice Connect" under our subsidiary M/s. Choice Retail Solutions Private Limited.

FY 19-20 has been a good year for Choice Connect. The major focus during the year was on Insurance as a product along with addition of new Business Associate.

Over the year we have added 7718 new partners in our network which has started working with us in one of the business segment of Insurance, Stock Market, Mutual Fund and Loan.

The growth of the new partners is in line of our expectation with a major increase in Quarter 2 where we have incentivised people referring us new business partners.



During the year, Choice Connect has contributed in premium generation and collection of Rs. 2.11 cr in FY 19-20. The growth is attributable to launch of partnerships with new companies along with loyalty plans launched for CBA's for business contribution.

Start your Journey of Financial Independence with Choice Connect.

Selling single platform for multiple products



- 

No Registration Charges



Work Anytime, Anywhere
- 

Earn more by selling Multiple services



Get customer now and earn for lifetime

We are happy to help you

 www.choiceconnect.in
 +91 81242 42424
 support@choiceconnect.in

INTERNAL CONTROL SYSTEM AND POLICY

Effective internal control reduces the risk of asset loss, helps to ensure that information is complete and accurate, financial statements are reliable and reported accurately in a timely manner, and operations are conducted in accordance with the provisions of applicable laws and regulations.

The Company maintains adequate internal control systems commensurate with the nature of business, size and complexity of its operations. The Company has well established processes, guidelines, and procedures to augment internal controls. Adherence to these processes is ensured through frequent internal audits. Any deviations are reported to the Management.

Internal Auditors review systems and operations of the Company and ensure that the Company is functioning in accordance with all the applicable statutes. Any internal control weaknesses, non-compliance with statutes and suggestions for improvements in existing practices are reported by the Internal Auditors.

The Internal Audit Report is reviewed by Statutory Auditors while performing audit functions to confirm that there are no transactions conflicting with the interests of the Company and regulatory stipulations. The Audit Committee reviews the Internal Audit Report and the quarterly Compliance Report placed before the Committee and ensures that observations pointed out in these reports are addressed in a timely and structured manner by the Management. The Audit Committee reviews an Action Taken Report (ATR) which states the points needing correction and the action taken on the same.

Adequate Internal Control system to commensurate with nature of business and size of operations for ensuring includes:

Orderly and efficient conduct of Business.

Adherence to company's policies and procedures

Safeguarding all our assets against loss from unauthorised use or disposal

Prevention & detection of fraud & error

Accuracy and completeness of accounting standards

HUMAN RESOURCE

Human Resource Development is the framework for helping employees develop their skills, knowledge, and abilities, which in turn improves an organization's effectiveness.

The focus of all aspects of Human Resource Development is on developing the most superior workforce so that the organization and individual employees can accomplish their work goals in service to customers.

HRD is needed by any organization that wants to be dynamic and growth-oriented or to succeed in a fast-changing environment. Organizations can become dynamic and grow only through the efforts and competencies of their human resources. Personnel policies can keep the morale and motivation of employees high, but these efforts are not enough to make the organization dynamic and take it in new directions. Employee capabilities must continuously be acquired, sharpened, and used. For this purpose, an "enabling" organizational culture is essential. When employees use their initiative, take risks, experiment, innovate, and make things happen, the organization may be said to have an "enabling" culture.

We at Choice, follow the below ideas to manage and improve employee performance in our organization.

1. Communicate clear expectations

Making sure employees are clear about their work assignments means communicating those expectations well. Continue to manage what is expected through frequent communications.

2. Yearly performance appraisals

Regular and timely appraisals ensure employees know where they stand at all times. Conducting performance appraisals regularly helps in keeping goals in the forefront of daily tasks.

3. We make employee development a priority.

We work closely to fill any skill gaps which will help them achieve long-term goals in return helping the organization to fulfil business objectives.

4. We make sure to take the below steps towards improving morale

Employees perform better when they are satisfied with their job. We constantly review things such as:

- Work environment
- Employee Benefits
- Employee understanding of the mission and vision

Employees who understand how their role helps the company succeed often give their best.

5. We empower employees to do their jobs well

We have an open work environment which helps employees in taking quick decisions and the same results in faster output.

6. Use of right technologies

Implement technology platforms that drive performance and engagement daily. Technology is crucial in today's workforce.

Organizational success thrives when the right rules and systems are in place. Simply wanting to know how to improve employee performance without including employee considerations may not help to achieve the set goals.

RISK EVALUATION & MITIGATION

A Risk Management Policy for the Company has been adopted by the Board of Directors. The Board sets, approves the charter and objectives for Risk Management and Risk Philosophy. The Risk Management Committee of the Board is set up to assist the Board in its oversight of various risks, review and analyse the risk exposure related to specific issues, provide oversight of risk across the organisation and review the risk profile of subsidiaries.

Risk is an integral part of the Business which aims at delivering superior shareholder value by achieving an appropriate balance between risks and returns. A comprehensive Enterprise Risk Management Framework has been adopted which lays down the guidelines for risk identification, assessment and monitoring in line with the strategies business operations of entities in the group.

Today's Financial services company operate in an increasingly complex competitive and continuously evolving regulatory environment, where the ability to manage risks across geographic boundaries, products, customer segments is of supreme importance for the effective growth of the organisation.

The Company being an Holding Company with no operating Business on standalone basis derive its income mainly from dividend, interest and capital gains and hence is not directly exposed to many risks. The risk for the Company is mainly associated with the business of its various operating segment through its subsidiaries operating within the group.

The group Business is exposed to many internal & external risks. A team of experienced people within the organisation identify & monitor these risks as an on-going process to monitor and control the same to keep the risks at minimum level. On-going monitoring by our officials help in identifying the Risk at an early stage. The reports of the internal auditor s is reviewed and discussed by the Audit Committee of the respective operating companies including the review by your Company's Board.

1) Regulatory Risk: Regulatory risk is the risk arising out of a change in laws and regulation governing business. It could also arise on account of inadequate observance of regulatory requirements or differences in interpretation of regulations vis-à-vis the regulators. New laws or regulations or changes in the enforcement of existing laws and regulations may adversely affect business/revenue/profits.

Risk mitigation: The Company has a team of experienced professionals who take care of compliance with applicable laws, rules, regulations, and guidelines affecting our business. The team is strongly supported by our Corporate Functions team to quickly calibrate the action in case of a change in regulation. All the new guidelines, circulars, notifications are complied with. Formulation of the policies as well as its implementation is taken due care of. Internal audit is also carried out to monitor compliance with best practices, approved policies, and applicable regulations.

2) Liquidity Risk: is the risk arising due to unavailability of adequate funds at appropriate prices or tenure. It also refers to the risk that arises from the difficulty of selling assets without high impact cost.

Risk Mitigation: We have strong financial position and all our businesses are adequately capitalised, have appropriate credit lines available to address liquidity risks. We also maintain a part of our capital in liquid assets to manage any sudden liquidity needs.

3) Market Risk / Price Risk

Market risk is the risk arising from the adverse movements in market price for various securities, which may impact value of portfolio of investments in securities, which may impact value of portfolio of investments in securities.

Risk Mitigation: Our Portfolios and collaterals / securities are continuously monitored.

4) Product risk: Product risk refers to the risks arising out of the products a company offers to its customer in the market.

Risk mitigation: The group offers its customers a well-diversified product range in line with customers need and market conditions. The Company offers brokerage, mutual fund distribution and portfolio management to its customers. This diversification and product range helps the Company reduce risks arising out of products.

5) Operational Risk : can result from variety of factors including failure to obtain proper internal authorizations, improperly documented transactions, failure of operational and information security procedures, computer systems, software or equipments fraud, in adequate training and employee errors. Our businesses are dependent on people and processes. Shortcomings or failure in internal processes or systems may have material adverse impact on the financial position as well as affect its operation.

Risk Mitigation: Well defined policies, operational processes and systems have been devised for our operations. Regular audit are done by internal auditors to monitor the adherence of policies and processes. Maker/Checker mechanism has been put in place to ensure compliance with laid down systems and procedures in all areas of functioning of the Company.

Also the Company's key management team consists of professionals of high level of commitment and the team is well versed in the key issues relevant to the holding company structure.

6) Business Continuity Risk : In the event of disruption in the conduct of business due to incidents like fire, natural calamity, breakdowns of infrastructure etc. We are exposed to risk of loss data, clients or business that can adversely affect our financial results.

Risk Mitigation: Policies on Preservation of documents and records are laid down by the Company and the internal checks are kept at regular intervals.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis Report describing the Company's objective, projections, estimates and expectations may be "forward looking Statements" within the meaning of applicable laws & regulations. Actual results might differ substantially or materially from those express or implied.

On behalf of the Board of Directors

Sd/-
Kamal Poddar
(Managing Director)
DIN No: 01518700

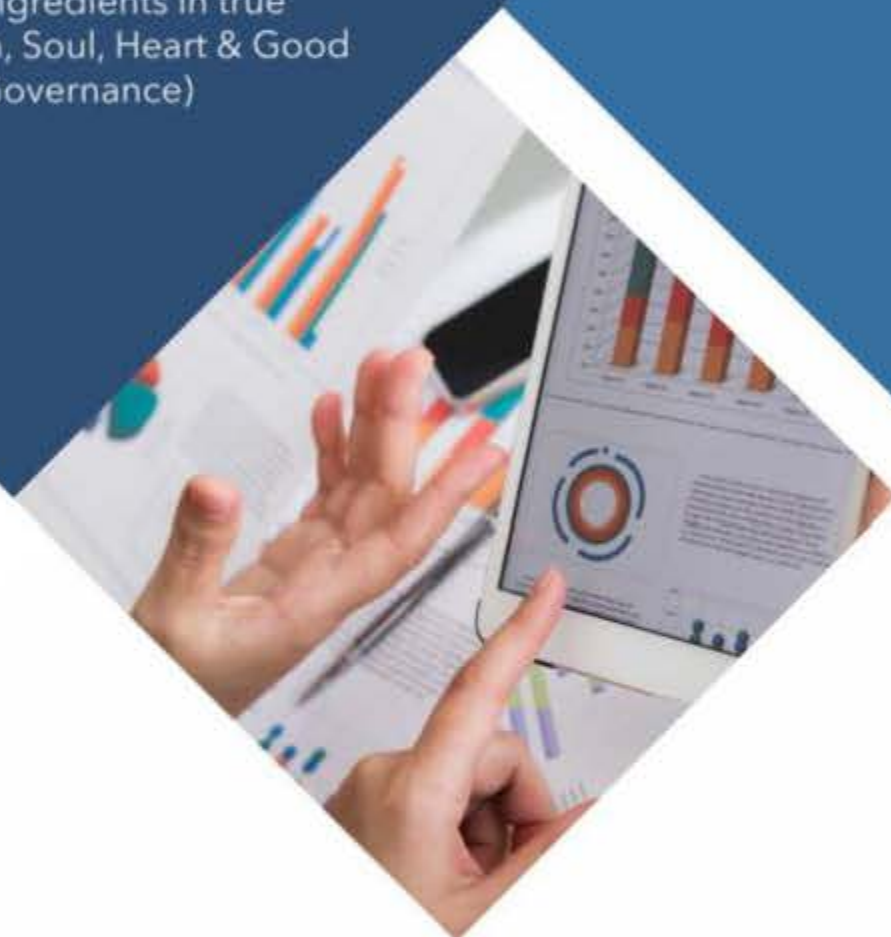
Sd/-
Ajay Kejriwal
(Director)
DIN No: 03051841

Mumbai: September 05, 2020

CORPORATE GOVERNANCE REPORT

There are four ingredients in true leadership Brain, Soul, Heart & Good Nerves (Good Governance)

-Nelson Mandela



Corporate Governance is concerned with holding the balance between economic and social goals between individual and communal goals. The governance framework is there to encourage the efficient use of resources and equally to require accountability for the stewardship of those resources. The aim is to align as nearly as possible the interests of individuals, corporations and society.

Perhaps one of the most important principles of corporate governance is the recognition of its shareholders. By following the good governance practice, the organisation can aid its Shareholders better.

Corporate Governance refers to the way a corporation is governed. It is the technique by which companies are directed and managed. Good Corporate Governance encompasses a set of systems and

practices to ensure that the Company's affairs are being managed in a manner which ensures accountability, transparency and fairness in all the transactions in the widest sense.

To safeguard the interest of all its stakeholders, embedding a strong Corporate governance policy is indispensable. The eminence of the Company's Corporate governance standards affects its risks and value. Effective, strong corporate governance is essential for the efficient functioning of markets.

The Board of Directors hereby present the Company's Report on Corporate Governance pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended for the year ended March 31, 2020.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

At "Choice" Corporate Governance is all about undertaking the Business through "Principles than Rules". The Company believes that good Corporate Governance has to be woven into the DNA of the organization helping to build a distinctive culture from top to bottom.

At "Choice", Corporate Governance is about upholding the highest standards of integrity, transparency and accountability. We at "Choice" believe that it is essential for us to manage our business affairs in the most fair and transparent manner with a firm commitment to our values. We at "Choice" believe that "Management" are the trustee to the investor's capital, to fulfil their obligations, the Management of the Company has established the best practices of "Corporate Governance" on the basis of its four pillars i.e. Transparency, Accountability, Disclosures & Financial Controls.

The Company believes that strong governance standards, focusing on fairness, transparency, accountability and responsibility are vital, not only for the hale and hearty corporate sector growth, but also for inclusive growth of the economy.

We at "Choice" believe in retaining and enhancing stakeholder trust for sustained corporate growth. We truly believe in adherence to the law not only in letter but in spirit of doing the Business in a right way.

Standard Criteria of our Corporate Governance Philosophy:

- Having strong systems and processes to ensure full and timely compliance with all legal and regulatory requirements.
- Deploying well defined governance structures that establishes checks and balances and delegates decision making to appropriate levels in the organisation;
- Respect, accountability and fairness towards all stakeholders.
- Engaging a diverse and highly experienced Board of Directors, with expertise in industry, finance, management and the law;
- Clear communication of relevant information and high degree of disclosure levels.
- Create value for all stakeholders without compromising on ethical principles.
- Making high levels of disclosures for dissemination of corporate, financial and operational information to all its stakeholders;
- Adoption of transparent and robust systems, processes, policies and procedures;

The Company believes that Corporate Governance is not just limited to creating checks and balances; it is more about creating structural excellence leading to increasing employee and customer satisfaction and shareholder value. The Company always endeavours to leverage its human and capital resources to translate opportunities into reality, create awareness of corporate vision and spark dynamism and entrepreneurship at all levels.

Corporate Governance at "Choice" has been an incessant voyage with the overall objective of the Company's growth with consistently shouldering its responsibility toward the community at large. The Company has in place measures to periodically review and revise the Corporate Governance practices by subjecting business processes to audits and checks that measures up to the required standards.

"Choice" is in full compliance with the Corporate Governance practices, norms & disclosures with respect to Listing Regulations with the Stock Exchange. The company has a practice of reporting the Financial results and other relevant disclosures/ developments in a clear and timely manner through print and electronic media.

GOVERNANCE STRUCTURE

Your Company has laid a strong foundation for building Corporate Governance as a methodology to create value for its investor's. The Role of the "Management" in the Company's operational activities transcribes the future of the Company.

At the top-notch comes the "Board of Directors" of the Company who carves out the Road Map of the Company's fortune on the path of success.

The Board provides strategic direction to the company's senior management and oversees the interests of all stakeholders. It reviews corporate policies, overall performance, accounting and reporting standards and other significant areas of management, corporate governance and regulatory compliance.

THE ROLE OF BOARD OF DIRECTORS

It is often said that, the Board of Director's are responsible for providing oversight, insight & foresight. The Role of the Board of Director's is very crucial in this ever changing, volatile & multifarious business environment.

The Board of Directors faces persistent challenges in aligning the interest of all its stakeholders. The Board of Director's are the link between those who provide the capital and those are employed in order to manage them.

The Board plays a dominant auxiliary and regulatory role in the Corporate Governance structure, provides leadership and guidance to the management and oversees the execution of the strategies. Further the Board is also entrusted with the responsibility to establish the cultures, values and ethics in the roots of the Company.

At "Choice" the Board is entrusted for the ultimate responsibility of the Management, Directions and performance of the Company. As its principal role being fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring adheres to ethics, transparency and disclosures. The Board reviews Corporate Policies, overall Performance, accounting and reporting standards and other significant areas of Management, Corporate Governance and regulatory compliance.

At "Choice" the Board has an optimal combination of Executive and Non - Executive Director (Independent Director's) who have considerable expertise in their respective fields as per the requirement of Company's Business.

Specific matters reserved for the Board's Consideration and decision are as follows:

- To determine the Company's objectives, missions, strategies, policies and business plans and monitor their implementation
- To set appropriate policies to manage risks in pursuit of the Company's strategic objectives
- To ensure the integrity of the Group's accounting and financial reporting system and compliance with the relevant laws and standards, and that appropriate internal control systems are in place, including systems for risk management, as well as financial and operational control
- To appoint key senior executives
- To ensure timely and accurate disclosure to and communications with stakeholders
- To ensure the adequacy of resources, and staff qualifications and experience of the Group's accounting and financial reporting function

COMPOSITION OF BOARD OF DIRECTORS

As on the date of this Report, the Board comprises of 6 (Six) Directors of which 3 (Three) are Non-Executive Independent Directors, (1) One is a Non-Executive Women Director and 2 (Two) Executive Directors out of which one is a Managing Director. The Independent Directors constitute 50% of the Total Members of the Board of your Company. The composition and size of the Board is reviewed periodically.

The Board is entrusted with an ultimate responsibility of the Management, Directions and Performance of the Company. The Board Periodically evaluates the need for change in size and Composition.

The Composition of the Board of Directors of the Company is in conformity with Regulation 17 of the Listing Regulation read with section 149 of the Companies Act, 2013.

During the Year Under review, Mr. Deb Kumar Goswami, Independent Director of the Company ceased to be the Director of the Company with effect from September 27, 2019 on completion of his tenure on conclusion of the 26th Annual General Meeting of the Company.

INDEPENDENT DIRECTOR & THEIR ROLE

In the recent times, Indian corporate law administrators, appears to be clouded by a plethora of outrages due to Mismanagement of funds & corporate dues. The regulators all over have been instigating a series of policies designed to instil the roots of corporate governance, ensuring that companies follow ethical rules of business.

The need for the independent directors can be established by the fact that they are expected to be independent from the management and act as the trustees of shareholders. It is increasingly recognized that the Independent Directors have an important role to play in the progress of the Company. They are considered as both a safeguard and a significant source of competitive advantage.

Independent Director acts as a guide, coach, and mentor to the Company, their role includes improving corporate credibility and governance standards by acting as a watchdog. The rationale behind having independent directors is that it would increase the quality of board supervision and reduce the possibility of damaging conflict of interest. The role of Independent Director is to act as guide to the Company and at the same time secure the interest of the Shareholders.

The Company has on its Board, prominent Independent Directors who have brought independent Judgement to Board's contemplation. The Independent Directors have played a pivotal role in safeguarding the interest of all stakeholders.

The major role of Independent Directors is as follows:

- To review the performance of non-independent directors and the Board as a whole;
- To determine remuneration of executive Directors & Key Managerial Personnel and Senior Management Team;
- To recommend for appointment, remuneration and terms of appointment of auditors of the Company;
- To review and monitor the auditor's independence and performance, and effectiveness of audit process;
- To approve & consider the Financial Results;
- Ascertain and ensure that the company has an adequate and functional vigil mechanism and the interests of a person who uses such mechanism are not affected on account of such use;
- Report about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy;

INDEPENDENT DIRECTORS MEETING

During the Year under review, the Independent Directors met on February 14, 2020 inter alia to

- review the performance of the Non-Independent Director and the Board as a whole.
- review the performance of the Managing Director of the Company taking into account review of the Executive and Non-Executive Directors
- weigh the quality, quantity & timelines of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform the duties.

INDEPENDENT DIRECTOR'S DECLARATION

Declarations:

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

The Directors have also given declaration under Rule 6(1) and (2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, that their names are registered in the databank as maintained by the Indian Institute of Corporate Affairs (IICA). In terms of Section 150 of the Act read with Rule 6(4) of the Companies (Appointment & Qualification of Directors) Rules, 2014, the Independent Directors, if applicable, are required to undertake online proficiency self-assessment test conducted by the IICA within a period of one (1) year from the date of inclusion of their names in the data bank or such time as amended by the Central Government.

Based on the Declarations received from the Independent Directors, the Company has verified the accuracy of such disclosures and confirm that the Independent Directors fulfil the conditions of Independence specified in the Listing Regulations and are independent of the management of the Company. The Company has issued formal appointment letters to all the Independent Director in the manner provided under the Companies Act, 2013 read with Rules issued thereunder. A sample letter of appointment / re-appointment containing the terms and conditions issued to Independent Directors, is posted on the Company's website www.choiceindia.com.

NUMBER OF INDEPENDENT DIRECTORSHIP

AS per Regulation 17 A of the Listing Regulations, based on the intimations/ disclosures received from the Directors, none of the Independent Director serve as an Independent Director in more than seven Listed Company. The Managing Director of the Company does not serve as an Independent Director in any Listed Company.

FUNCTIONAL EXPERTISE OF DIRECTORS

Name of the Director	Expertise in Functional Areas
CA Kamal Poddar	Finance & Business Management
CA Ajay Kejriwal	Finance, Taxation & Management Practices
Mrs. Hemlata Poddar	Human Resource
Mr. Ashok Kumar Thakur	Finance & Management
Mr. Kanhaiyalal Berwal	Social Responsibility & Human Resource
Mr. Bharat Kumar Shah	Business Development

BOARD MEETING

The Board Meets at regular intervals to discuss and adopt the business strategies, policies, risk management, financial results / performance of the Company and its subsidiaries. The Board Meetings are pre scheduled and a tentative annual calendar of the Board Meeting is circulated to the Directors well in advance to facilitate them to plan their schedules accordingly. In case of business constraints the Boards approval is taken through circular resolutions. The circular resolutions are noted at the subsequent Board Meeting.

The notice and detailed Agenda along with relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the meeting with the approval of the Board. This ensures timely and informed decisions by the Board. The Board reviews the performances of the Company in comparison to set targets/ available resources.

The Board Meeting are generally held at the Registered Office or in the nearby vicinity of the Registered Office of the Company. Five

Board Meetings were held during the Financial Year under review i.e. 2019-20. The dates of these Board Meetings are 29th May, 2019, 30th Aug 2019, 13th Sept 2019, 29th Nov 2019 and 14th Feb, 2020. The Meetings were held at least once in a quarter and the time period between two meetings did not exceed 120 days. The details of attendance of the Director at the Board meetings held during the financial year 2019-20 and at the last Annual General Meeting are given below:

Name of the Director	Number of Board Meeting Held	Number of Board Meeting Attendance	Attendance at the previous Annual General Meeting Held in the Year 2019
Mr. Kamal Poddar	5	5	✓
Mr. Ajay Kejriwal	5	5	✓
Mrs. Hemlata Poddar	5	4	✓
Mr. Deb Kumar Goswami	5	2	✓
Mr. Ashok Kumar Thakur	5	5	✓
Mr. Kanhaiyalal Berwal	5	4	✓
Mr. Bharat Kumar Shah	5	4	✓

*During the Year Under review, Mr. Deb Kumar Goswami Independent Director of the Company ceased to be the Director of the Company with effect from September 27, 2019 on completion of his tenure on conclusion of the 26th Annual General Meeting of the Company.

FLOW OF INFORMATION

The agenda items for Board/ Committee meetings are finalised by the Company Secretary in consultation with the Chairman. The detailed Agenda, setting out the business to be transacted at the Board/ Committee meetings supported with relevant presentations, explanatory notes and executive summaries is sent to each Director at least seven days before the date of the meetings. In addition to the items which are required to be placed before the Board for its noting and/ or consideration / approval, Information is provided on various significant items.

With regards to matters requiring the approval of the Board, all the concerned person communicate with the Company Secretary in advance to enable inclusion of such matters in the agenda for the Board/ committee meetings. Where it is not practicable to circulate any document or if the agenda item is of a confidential nature, the same is sent separately or tabled at the meeting, as the case may be. In special and exceptional circumstances, consideration of additional or supplementary items is taken up with the permission of the Chairman and with the consent of the majority of the Directors present at the Meeting. The senior officials of the Group are invited to the Board meetings in respect of the items concerning them to provide additional inputs as and when necessary.

The Agenda for the Meetings of the Board and its Committees are circulated in advance to the Directors to ensure sufficient time is provided to Director to prepare for the meetings. The Board meets at least once in a quarter inter alia to review quarterly standalone and consolidated financial results, compliance report(s) of all laws applicable to the Company, major legal issues or regulatory development, minutes of the Board Meetings of Subsidiary companies, significant transactions and arrangements entered in to by the unlisted subsidiary companies, risk management, borrowings, Joint ventures or any other proposal from the management regarding mergers, acquisitions, restructuring of investments etc.

The draft Minutes of the Board and Committee meetings are circulated are circulated amongst the Directors/ Members for their perusal and comments. Suggestion if any, received from the Directors/ Members are suitably incorporated in the draft Minutes, in consultation with the chairman of the Board/ Committee. Minutes are generally signed by the Chairman of the Board/ Committee at the next meeting.

The Company has an effective post meeting follow up review and reporting Process. The decisions taken by the Board/ Committees are communicated to the respective departmental heads for their implementation. The implementation of the decisions of the previous Board Meeting is placed in the next Board Meeting.

AVAILABILITY OF INFORMATION TO THE BOARD

The Board has unrestricted access to all Company related information. At Board Meetings, managers and representatives who can provide additional insights in to the items being discussed are invited. At the Board Meetings, presentations are made by the Senior Management & the Business Heads of the Company and its subsidiaries. The Board periodically reviews and takes note of, all the compliances confirmations in respect of laws and regulations applicable to the company. The annual operating & Capital expenditure plans and budgets, unaudited / audited financial results, minutes of the board Meetings of the unlisted subsidiaries including the summary of the key decisions taken by their respective boards, significant transactions and arrangements entered in to by the unlisted subsidiary companies, risk management update / reports, minutes of meetings of the committees of the board etc. are placed before the Board.

FAMILIARISATION PROGRAMME OF INDEPENDENT DIRECTOR

The Independent Directors have been familiarised with the Company, their roles and responsibilities in the Company, their roles and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. During the FY 2019-20, Independent Director's were taken through various aspects of the Company's Business and operations. The details of the familiarisation programme imparted to the Independent Directors during FY 2019-20 are put up on the website of the Company and can be accessed at www.choiceindia.com.

At the time of appointing a Director, a formal letter of appointment is given to the Director, which inter alia explains the role, function, duties and responsibilities expected from him as a Director of the Company. The Directors are also explained in details the Compliance required from him under Companies Act, 2013, the Listing Regulations and other various statutes and an affirmation is obtained.

SUCCESSION PLANNING

The Company believes that sound succession plans for the Board members and senior leadership are very important for creating robust future for the Company. The Nomination and Remuneration Committee and the Board, as part of succession planning exercise, periodically review the composition of the Board to ensure that the same is closely aligned with the strategy and long term needs of the Company.

GOVERNANCE CODE

Code of Conduct & Ethics:

The Company has adopted the Code of Business Conduct & Ethics ("the Code") which is applicable to the Board of Directors and Senior Management team (One Level below the Board of Directors) of the Company. The Code requires Directors and Employees to act honestly, fairly, ethically and with integrity, conduct themselves in professional, courteous and respectful manner. The Code is displayed on the website of the Company www.choiceindia.com.

All Members and Employees have affirmed compliance with the said code for the year ended March 31, 2020. A declaration to this effect is signed by the Managing Director is given below:

DECLARATION ON CODE OF CONDUCT	
As provided under Regulation 26(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, all Board Members and senior Management Personnel have affirmed compliance with code of conduct for the year ended March 31, 2020.	
Place: Mumbai	Sd/-
Date: September 5, 2020	Kamal Poddar
	Managing Director
	DIN No.: 01518700

Insider Trading Code:

The Company has adopted an "Internal Code" of conduct for Regulating, Monitoring and Reporting Trades by Designated Persons ("the Code") in accordance with the SEBI (Prohibition of Insider Trading Regulations, 2015) (the PIT Regulations).

The Code is applicable to Promoters, Members of Promoters Group, all Directors and Designated Persons who are expected to have

access to unpublished price sensitive information relating to the Company. The Company has formulated the Code of Practices and procedures for fair Disclosures of unpublished price sensitive information in compliance with PIT Regulations.

A structured digital database is being maintained by the Company, which contains the names and other particulars as prescribed of the persons covered under the Codes drawn up pursuant to the PIT Regulations.

The Company Secretary has been appointed as the Compliance Officer for ensuring implementation of the codes for fair disclosure and conduct. The Board, designated persons and other connected persons have affirmed compliance with the Code.

BOARD EVALUATION

One of the Key functions of the Board is to monitor and review the Board evaluation framework. The Board works with the Nomination & Remuneration Committee to lay down the evaluation criteria for the performance of the Chairman, the Board, Board Committees and executive / Non-executive Independent Director through peer evaluation, excluding the Directors being evaluated.

The Board carried out an Annual Performance evaluation of its own performance, the Independent Director individually as well as the evaluation of the working of the committees of the Board. The Performance evaluation of all the Directors was carried out by the Nomination and Remuneration Committee.

A structured questionnaire was prepared after taking in to Consideration inputs received from covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its committees, Board Culture, execution and performance of specific duties, obligations and governance.

The Performance evaluation of the Managing Director and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

MEMBERSHIP OF THE BOARD

The information relating to the number of other directorship and committee chairmanships/ membership held by the Directors in other public companies as on March 31, 2020 is detailed below. Other Directorship includes directorship of Private Limited Companies and Companies under section 8 of the Companies Act, 2013. The information pertaining to the Chairmanship/ memberships of the committee of the Board held by our Directors include audit Committee and stakeholder relationship committee as required under the Listing Regulation.

Name of the Director	Category	Number of Directorship in other Companies	Number of Committee Position held in other public Companies		No. of Equity Shares held in "Choice International Limited" as on March 31, 2020
			Chairman	Member	
Mr. Kamal Poddar	Executive Director	16	-	-	2500011
Mr. Ajay Kejriwal	Executive Director	9	-	-	102000
Mrs. Hemlata Poddar	Non - Executive Director	1	-	-	850000
Mr. Ashok Kumar Thakur	Independent Director	4	2	1	-
Mr. Kanhaiyalal Berwal	Independent Director	-	-	-	-
Mr. Bharat Kumar Shah	Independent Director	4	-	-	-

- 1) Directorship includes Private Limited Companies and Section 8 Companies
- 2) Chairmanship / Membership of Committee only include Audit Committee and Stake Holder Relationship Committee in Indian Public Companies, Members of the Board of the Company do not have membership of more than 10 Board level committees or chairman of more than five such committees.
- 3) Mr. Kamal Poddar & Mrs. Hemlata Poddar are related to each other.
- 4) Brief Profile of each of the above Directors are available on the Company's website www.choiceindia.com
- 5) The details provided consist of the Director's Holding Directorship in the Company as on March 31, 2020.

COMMITTEES OF THE BOARD

The Board has constituted various committees of the Directors to take informed decisions in the best interest of the Company which caters to specific areas and activities. The Committees constituted are in line with the Companies Act, 2013 & Listing Regulations. Following are the Committee constituted by the Board of Directors which comprises of the members of the Board & Senior Management of the Company.

- A) Audit Committee
- B) Nomination & Remuneration Committee
- C) Stake Holder Relationship Committee
- D) Risk Management Committee
- E) Investment Committee
- F) Finance Committee
- G) Securities Allotment Committee
- H) Corporate Social Responsibility Committee

The above mentioned Committee meetings are held at Regular Intervals to track the day to day affairs of the Company. The decisions taken by the Committee are reviewed by the Board of Directors at the Board Meeting conducted for each quarter.

All the decisions pertaining to the constitution of the Committees, appointment of Members and fixing their terms of reference/ role of

committee are taken by the Board of Directors. Details of the role and composition of these Committees including the number of meetings held during the financial year and attendance at meetings are provided below.

A) AUDIT COMMITTEE

The Primary objective of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The Committee oversees the work carried out in the financial reporting process by the Management, the Internal auditors and the Independent auditors.

As on March 31, 2020, the Audit Committee comprises of three Directors, the majority of which are Independent Directors. All the members of the Committee are financially literate and holds a varied experience in the Financial Market.

The audit committee met four times during the year i.e on 2019-20 May 29, 2019, September 13, 2019, November 29, 2019, & February 14, 2020. The maximum interval between any two consecutive Meetings was well within the maximum allowed gap of 120 day. The Minutes of the meetings of the Audit Committee are noted by the Board. The details of the composition of the Committee, meetings held, attendance at the meeting are given in the below mentioned table:

Name of the Member	Category	Position	No. of Meetings held	No. of Meetings attended	Presence at the Previous Annual General Meeting held in September, 2019
Mr. Debkumar Goswami	Independent Director	Chairman*	4	2	✓
Mr. A.K Thakur	Independent Director	Chairman*	4	4	✓
Mr. Ajay Kejriwal	Executive Director	Member	4	4	✓
Mr. Bharat Kumar Shah	Independent Director	Member**	4	2	✓

*Mr. Ashok Kumar Thakur was appointed as the Chairman of the Audit Committee with effect from 29th November 2019, in place of Mr. Debkumar Goswami whose office was vacated on the conclusion of the Annual General Meeting of the Company held on September 27, 2019.

**Mr. Bharat Kumar Shah, the Independent Director of the Company was inducted as the Member of the Committee with effect from 29th November 2019.

The Company Secretary of the company acts as the secretary to the committee.

The terms of reference of the Audit Committee are in conformity with the requirements of SEBI Listing Regulations and Section 177(4) of the Companies Act, 2013. Further, the Audit Committee has powers which are in line with SEBI Listing Regulations. The terms of reference of the Audit Committee include the following:

- Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements and auditors reports thereon before submission to the board for approval, with particular reference to:
 - Matters required to be included in the Director's responsibility statement to be included in the board's report in terms of (c) of sub section (3) of section 134 of the Companies Act, 2013;
 - Changes if any, in accounting policies and practices and reasons for the same.

- c) Major accounting entries involving estimates based on the exercise of judgements by management.
- d) Significant adjustments made in the financial statements arising out of audit finding;
- e) Compliance with listing and other legal requirements relating to financial statements;
- f) Disclosure of any related party transactions;
- g) Modified Options in the draft audit report.
- v) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- vi) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- vii) Reviewing and monitoring the auditor's independence and effectiveness of audit process.
- viii) Approval or any subsequent modification of transactions of the listed entity with related parties if any;
- ix) Scrutiny of inter-corporate loans and investments;
- x) Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- xi) Evaluation of internal financial controls and risk management systems;
- xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- xiii) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- xiv) Discussion with internal auditors of any significant findings and follow up there on;
- xv) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- xvi) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

- xvii) To look into the reasons for substantial defaults if any in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 - xviii) To review the functioning of the whistle blower mechanism;
 - xix) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- The audit committee shall mandatorily review the following information:
- Management discussion and analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - Internal audit reports relating to internal control weaknesses; and
 - the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
 - Statement of deviations:

Quarterly statement of deviation(s) including report of monitoring agency, if applicable is submitted to stock exchange(s) in terms of Regulation 32(1).

B) NOMINATION & REMUNERATION COMMITTEE

The Prominent features of the Nomination and Remuneration Committee has been formulated in accordance with the Companies Act, 2013 and Listing Regulations and the role of the committee inter alia includes is to assist the Board in ensuring that the Board and Executive Committee retain an appropriate structure, size and balance of skills to support the strategic objectives and values of the firm. The Committee assists the Board in meeting its responsibilities regarding the determination, implementation and oversight of senior remuneration arrangements to enable the recruitment, motivation, Board Membership and retention of partners generally. The Committee also assists the Board by reviewing and making recommendations in respect of the remuneration policies and framework for all staff.

The Nomination & Remuneration Committee comprises of three Directors, all being Non - Executive Director as on the date of the Report the Committee constitutes of two Independent Director & one Non - Executive Director. The details of the Members of the Committee & the Committee Meetings held during the year under review are mentioned below in the table:

Name of the Member	Category	Position	No. of Meetings held	No. of Meetings attended
*Mr. Debkumar Goswami	Independent Director	Chairman	2	1
*Mr. Ashok Kumar Thakur	Independent Director	Chairman	2	1
Mrs. Hemlata Poddar	Non- Executive Director	Member	2	2
Mr. Kanhaiyalal Berwal	Independent Director	Member	2	1

The Company Secretary acts as a Secretary to the Committee.

*Mr. Ashok Kumar Thakur was appointed as the Chairman of the Nomination & Remuneration Committee with effect from 29th November, 2019, in place of Mr. Debkumar Goswami whose office was vacated on the conclusion of the Annual General Meeting of the on the Company held on September 27, 2019.

The Composition & role of the Nomination & Remuneration Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 read with the Rules issued thereunder and Regulation 19 read with Part D of Schedule II of the Listing Regulations. During the Financial Year 2019-20 the Committee meeting was held on August 30, 2019 and February 14, 2020.

Terms of reference:

The Broad terms of reference of the Nomination & Remuneration Committee as approved by the Board are as follows:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors 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 of Directors their appointment and removal.
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of the performance evaluation of Independent Directors.
- Reviewing the overall compensation policy, service agreements and other employment conditions of Managing / Whole Time Directors and Senior Management Employees.
- To create an evaluation framework for the Independent Director and the Board.
- To provide necessary reports to the Chairman after the evaluation process is completed by the Directors.

Criteria for Performance Evaluation of Directors

A separate exercise was carried out to evaluate the performance of individual Directors including the Managing Director were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its shareholders. The performance evaluation of the Managing Director and the Executive Directors and the other Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

Evaluation Criteria:

- Understanding the Business in connotation with the Risk appetite of the Business and Regulatory requirements;
- Leadership and Management Skills
- Attendance at the Board Meetings and active participation in the discussion of Business Performance.
- Nurturing Leadership & Strategic Management Skills
- Managing the Conflicts in the Board Discussion
- Managing the Potential Conflict of interest.

Board Membership:

The Nomination & Remuneration Committee shall formulate the criteria for appointment of a Director and review the said criteria for determining the qualifications, skills, positive attributes necessary for inducting members of the Board. The Committee is also responsible for screening the candidates who meet the criteria, reviewing their appointment/ re-appointment and making recommendations to the Board in this regard.

Few of the parameters considered by the Nomination & Remuneration Committee while recommending the appointment of a Director to the Board, include:

- Composition of the Board
- Board Diversity
- Appropriate Balance of skills & experience and knowledge
- Professional qualifications, expertise and experience in specific area of business;
- any present or potential conflict of interest;
- ability to devote sufficient time and attention to his professional obligation informed and balanced decision;
- ability to uphold ethical standards of integrity and probity in accordance with the Company's values.

Remuneration Policy:

In determining the remuneration of the Directors, Key Managerial Personnel (KMP) and other employees of the Company, a Remuneration Policy has been framed by the Nomination & Remuneration Committee and approved by the Board with the following broad objective:

- Ensuring that the level and compensation of Remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company Successfully,
- Motivate the Key Managerial Personnel and Senior Management to achieve excellence in their performance.
- Relationship of Remuneration to performance is clear and meets appropriate performance Benchmarks.
- Ensuring that the remuneration to Directors, KMP & Senior Management involves a balance between fixed & incentive pay reflecting between fixed & incentive pay reflecting short & long term performance objective appropriate to the working of the Company and its goals.

Emphasis on efficiency and pay for performance has been the foundations of the Company's philosophy on rewards. The Company values its intangible assets in the forms of its employee and to retain them, the Company regularly benchmarks the remuneration level in the industry and makes necessary changes in its pay structure to retain their employees.

a) Remuneration to Non - Executive / Independent Directors:

The Non - Executive / Independent Director of the Board shall be entitled to sitting fees for attending the meeting of the Board & Committees thereof. The sitting fees paid to the Directors are within the limit prescribed under the Companies Act, 2013. The Independent Directors shall not be eligible for any stock option plans and further shall also not be eligible for any share based payments. The Independent Directors do not have any material pecuniary relationship or transactions with the Company.

b) Remuneration to Managing/ Executive Directors

The appointment and remuneration of Executive Directors including Managing Director is governed by the recommendation of Nomination & Remuneration Committee, Resolutions passed by the Board & Shareholders of the Company. Payment of remuneration to Executive Directors is governed by the respective agreement executed between the Director and the Company.

The remuneration payable to the Managing Director is broadly divided in to fixed and variable component. The fixed component comprises of salary, allowances, perquisites and the variable component comprises of performance bonus and may include commission subject to the approval of the members.

The remuneration policy is directed towards rewarding performance based, to retain the talent. The detail of Remuneration to the Managing Director during the year is as follows:

Name of the Director	Salary, Allowances & Perquisites as on March 31, 2019
Mr. Kamal Poddar	Rs. 60,00,000/-

Note: The above mentioned Remuneration paid to the Managing Director has been approved by the Members of the Company at the Annual General Meeting of the Company held on September 27, 2019, where the re-appointment of the Managing Director along with his brief profile forming part of the Resolution was put to vote.

c) Remuneration to Senior Management Employees

The Remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay & incentive pay in compliance with the provisions of the Companies Act, and in accordance with Company's Policy. The fixed pay shall include monthly remuneration, employer's contribution to provident fund, pension schemes etc as amended from time to time. 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 or such intervals as may be considered appropriate.

C) STAKEHOLDER RELATIONSHIP COMMITTEE

The Stake Holder Relationship Committee comprises of three Directors. Detailed below in the table is the Constitution & details of the Meeting held during the year.

Details of the Meeting & Members of Stakeholder Relationship Committee

Name of the Member	Category	Position	No. of Meetings held	No. of Meetings attended
Mrs. Hemlata Poddar	Non- Executive Director	Chairman	2	2
Mr. Ajay Kejriwal	Executive Director	Member	2	2
Mr. Bharat Kumar Shah	Independent Director	Member	2	2

The Company Secretary acts as a Secretary to the Committee.

The Committee met two times during the Financial Year 2019-20 on August 30, 2019 and February 14, 2020.

The Company obtains half yearly certificate from a Company Secretary in Practise under Regulation 40(9) of the Listing Regulations, confirming the issue of certificates for transfer, sub division, consolidation etc. and submit a copy thereof to the Stock Exchange in terms of Regulation 40(10) of the Listing Regulations. Further the Compliance Certificate under Regulation 7(3) of the Listing Regulations, confirming that all activities in relation to both physical and electronic share transfer facility are maintained by Registrar and Share Transfer Agent registered with the Securities and Exchange Board of India is also filed with the Stock Exchange on a half yearly basis.

In accordance with Regulation 55 A of the SEBI (Depositories and Participants) Regulations , 1996 and SEBI Circular No. D & C/ FITT/Cir- 16/2002 dated December 31, 2002 a Qualified Practising Company Secretary carried out a Share Capital Audit to reconcile the total admitted Equity Share capital with NSDL & CDSL and the total

issued and paid up share capital is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL.

The terms of reference of the committee include:

- approval of transfer of Shares/ debenture and issue of Duplicate /split/consolidation / subdivision of Share.
- to fix record date/ book closure of Share/ debenture transfer book of the Company from time to time
- Monitoring expeditious redressal of investor grievance matters received from stock exchanges, SEBI, ROC etc.
- to carry out any other duties that may be delegated to the committee by the Board of Directors from time to time.

The Secretarial Department of the Company and the Registrar and Transfer Agent, Sharex Dynamics (India) Private Limited attend to all the grievances of the Shareholders received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc.

Efforts are made to ensure that the grievances are redressed expeditiously to the satisfaction of the Investors.

Details of Shareholders Complaints received & redressed during the year 2019- 20 are as follows:

Opening Balance of Complaints received	Complaints received during the year	Complaints Resolved During the Year	Closing Balance of Complaints received
0	0	0	0

D) RISK MANAGEMENT COMMITTEE

The Risk Management Committee constituted by the Board of Directors is bound to adhere to the Roles & Responsibility as defined by the Board of Directors in the Policy.

Term of reference of Risk Management Committee:

- Identifying the Company's Risk appetite
- Review the risk management practises and structures and recommend changes to ensure their adequacy
- Framing a Risk Management Policy
- Approve and review the risk management plan put in place by the management
- Such other activities as the Board of Directors may determine from time to time.

The Committee is responsible for the overall risk management process & to address the uncertainties if any to be aroused in the operations of the Company.

The Risk Management Committee meets at Regular Interval. The Risk Management Committee comprises of the Senior Management Team of the Company and the Executive Directors.

E) INVESTMENT COMMITTEE

The Investment Committee is entrusted with the day to day operations with respect to investments to made in the name and on behalf of the Company. The maximum amount up to which the Investment shall be made by the Investment Committee is already predefined by the Board of Directors.

The decisions taken by the Investment Committee with respect to the Investments made on behalf of the Committee are reviewed by the Board of Directors at the Board Meeting; the decisions taken by the Investment Committee can be altered by the Board of Directors.

The Investment Committee constituted by the Board comprises of Executive & Independent Directors. The details of the Committee Meeting held during the Year along with the Constitution of the Committee are detailed as follows:

Name of the Member	Category	Position	No. of Meetings held	No. of Meetings attended
Mr. Kamal Poddar	Managing Director	Chairman	3	3
Mr. Ajay Kejriwal	Executive Director	Member	3	3
Mr. A K Thakur	Independent Director	Member	3	3

The meeting of Committee was held on June 29, 2019, January 02, 2020 and March 30, 2020 during the year under review.

F) FINANCE COMMITTEE

The Finance Committee is entrusted with responsibility of day to day business activities and taking decisions on behalf of the Company in respect of Financial matters pertaining to giving Guarantee, availing loan facility from Banks, Financial Institutions, Monitoring adherence to the Budget, setting Finance goals along with the funding strategies to achieve them, Presenting Finance goals to the Board of Director for approval, Creating, approving, and updating policies that help ensure the assets of the organization are protected, Ensuring approved Finance policies and procedures are being followed by the Company.

The maximum amount up to which the loans to be given or to be availed by the Company is predefined by the Board of Directors of the Company. The decisions taken by the Finance Committee with respect to the Financial decisions on behalf of the Committee are reviewed by the Board of Directors at the Board Meeting; the decisions taken by the Finance Committee can be altered by the Board of Directors.

The details of the Committee Meeting held during the Year along with the Constitution of the Committee are detailed as follows:

Name of the Member	Category	Position	No. of Meetings held	No. of Meetings attended
Mr. Kamal Poddar	Managing Director	Chairman	2	2
Mr. Ajay Kejriwal	Executive Director	Member	2	2
Mr. Manoj Singhania	Chief Financial Officer	Member	2	2

The Meeting of the Finance Committee was held on August 30, 2019, and February 14, 2020 during the year under review.

G) SECURITIES ALLOTMENT COMMITTEE

The Securities Allotment Committee is entrusted majorly with the role of considering and approving the allotment of Shares/ Debentures arising on account of any Corporate action to be initiated by the Company.

The Securities Allotment Committee Meeting was held on January 02, 2020 during the Year under review for the allotment of 1,98,00,000 warrants to be converted in to Equivalent number of Equity Shares

The Constitution of the Securities Allotment Committee is as follows:

Name of the Member	Category	Position	No. of Meetings held	No. of Meetings attended
Mr. Kamal Poddar	Managing Director	Chairman	1	1
Mr. Ajay Kejriwal	Executive Director	Member	1	1
Ms. Karishma Shah	Company Secretary	Member	1	1

H) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Section 135 of the Companies Act, 2013 does not imply to your company, nonetheless your Company understands the importance of its responsibilities towards the society under which we cater our services. Your Company has voluntarily adopted the CSR Policy to shoulder its responsibilities towards the society and has also constituted the CSR Committee to ascertain the activities undertaken by the Company in the best interest of the Society.

The Constitution of the Corporate Social Responsibility Committee is as follows:

Name of the Member	Category	Position	No. of Meetings held	No. of Meetings attended
Mr. Kanhaiyalal Berwal	Independent Director	Chairman	1	1
Mr. Kamal Poddar	Managing Director	Member	1	1
Mr. Ajay Kejriwal	Executive Director	Member	1	1

Note : The Committee Meeting was held on February 14, 2020 during the year under review.

Terms of reference of the Committee are as follows:

- Formulating and recommending to the Board, CSR Policy which shall indicate the activities to be undertaken by the Company as specified in the Schedule VII of the Act;
- Making recommendation on the amount of expenditure to be incurred on CSR activities;
- To monitor the implementation of the activities to be undertaken by the Company.

AFFIRMATIONS & DISCLOSURES

a) Compliance Framework

The Company is in compliance with all mandatory requirements under the Listing Regulations.

b) Related Party Transaction

All transactions entered in to by the company with related parties, during the financial year 2019-20, were in ordinary course of business and on arms-length basis. The details of the Related Party Transaction are set out in the notes to the Financial Statement in accordance with "IND AS" forming part of this Annual Report.

The Related Party Transaction undertaken by the Company were in compliance with the provisions set out in the Companies Act, 2013 read with rules issued there under and Regulation 23 (1) of the Listing Regulations.

The Audit Committee during the Financial Year 2019-20 has approved Related Party Transactions while granting omnibus approval in line with the policy of dealing with Related Party Transactions and the applicable provisions of the Companies Act, 2013 read with Rules issues thereunder and the Listing Regulations (including any statutory modification(s) or re-enactments thereof for time being in force, deviations if any to the said process have been brought to the attention of the Audit Committee.

The related party transactions entered in to by the Company pursuant to the omnibus approval granted by the Audit Committee is reviewed at least on a quarterly basis by the said Committee.

The related party transaction policy has been placed and can be accessed on the company's website www.choiceindia.com. There are no materially significant Related Party Transactions of the Company which have potential conflict with the interest of the Company at a large.

c) Vigil Mechanism/ Whistle Blower Policy

Pursuant to Section 177(9)& (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulation, the Company has formulated Whistle Blower Policy for Vigil Mechanism of Directors and Employees to report to the management about Unethical behaviour, fraud or violation of the Company's Code of Conduct.

The Company has adopted a Whistle Blower Policy and an effective Vigil Mechanism system to provide a formal mechanism to its Directors, Employees and Business Associates to raise their concerns in a responsible and effective manner regarding suspected unethical matters involving serious malpractice or wrong doing within the organisation and also to safeguard against victimization. The Mechanism provides adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases.

In accordance with the provisions of Regulation 26(6) of the Listing Regulations, the Key Managerial Personnel, Director(s) and Promoter(s) of the Company have affirmed that they have not entered in to any agreement for themselves or on behalf of any other person, with any shareholder or any third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

d) Details of Non - Compliance by the Company, Penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to Capital Markets during last three Financial Year

The Company has complied with all requirements specified under the Listing Regulations as well as other Regulations and guidelines of SEBI. Consequently, there were no strictures or penalties imposed by either SEBI or Stock Exchange or any statutory authority for non-compliance of any matter related to Capital Markets during the last three Financial Years.

e) Policy Determining Material Subsidiaries

Pursuant to requirements of Regulation 16 and Regulation 23 of the Listing Regulations the Company has adopted the policies for determining material subsidiaries and on related party transactions and the said policies are available on the Company's Website at www.choiceindia.com.

During the year under review, the policy for determining material subsidiaries was suitably modified to be at par with the recent amendments to the Listing Regulations.

The Minutes of the Board meeting of the subsidiary company are placed at the Board Meeting of the Company on periodical basis. All significant transactions and arrangements entered in to by the unlisted subsidiary if any are brought to the notice of the Board of Directors of the Company.

The Policy for determining material subsidiaries has been uploaded and can be accessed on the Company's website at given link: www.choiceindia.com.

f) Disclosure of Accounting Treatment

In the preparation of the financial statements the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

g) Risk Management

Business Risk Management is an on-going process within the Company. The assessment is periodically examined by the Company.

h) Website

The Company ensures updating the applicable information under Regulation 46(2) of the Listing Regulations on the Company's website (www.choiceindia.com). A separate tab on "Investor Relations" on the website contains details relating to the financial results declared by the Company, Shareholding Pattern, Corporate Governance, and such other News and Announcements made by the Company to the exchange under the tab "News & Announcements".

i) Secretarial Compliance Report

SEBI vide its circular No. CIR/CFD/CMD 1/27/2019 dated February 08, 2019 read with Regulation 24(A) of the Listing Regulation, direct listed entities to conduct Annual Secretarial Compliance Audit From a practising Company Secretary of all applicable SEBI Regulations and Circulars/ guidelines issued thereunder. The said secretarial Compliance report is in addition to the Secretarial Audit Report by practising Company Secretaries under Form MR - 3 and is required to be submitted to the exchange within 60 days of the end of the Financial Year.

The Company has obtained the certificate from Anjana Sharma & Associates (Company Secretaries).

Attached is the Secretarial Compliance Report as Annexure forming Part of the Board Report.

j) Certificate from Practising Company Secretary

Certificate as required under Part C of Schedule V of Listing Regulations, received from M/s. R M Mimani & Associates LLP (Company Secretaries) (Firm Registration No. 12001MH250300) that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such authority was placed before the Board of Directors at their meeting held on September 05, 2020.

k) Recommendations of Committees of the Board

There were no instances during the Financial Year 2019-20 wherein the Board has not accepted recommendations made by any committee of the Board.

l) Total Fees Paid to the Statutory Auditors of the Company

Total fees of Rs.51,00,000/- was paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm / network entity of which the statutory auditor is a part for the Financial Year 2019-20.

M) Disclosure relating to Sexual Harassment of women at Work Place (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at work place. The details relating to the number of complaints received and disposed of during the financial year 2019-20 are as under:

- Number of Complaints filed during the financial year: Nil
- Number of Complaints disposed of during the Financial Year: Nil
- Number of Complaints pending as on end of the Financial Year: Nil

j) Code of Conduct

The Company has adopted a Code of Conduct for all employees including the members of the Board and Senior Management Personnel. All members of the Board and Senior Management Personnel have affirmed Compliance with the said Code of Conduct for the Financial Year 2019-20. The declaration from our Managing Director, Mr. Kamal Poddar affirming the same forms the part of this report.

j) SEBI Complaints Redress System (SCORES)

Securities and Exchange Board of India (SEBI) administers a centralised web based complaints redress system (SCORES). It enables investors to lodge and follow up complaints and track the status of redressal online on the website www.scores.gov.in. It also enables the Company to receive the Complaints from Investor against them, redress such complaints and report redressal. All the activities starting from lodging the complaint till its disposal are carried online in an automated environment and the status of every complaint till its disposal are carried online in an automated environment and the status of every complaint can be viewed online at any time. The Company has registered itself on Scores and endeavours to resolve all investor complain received through scores.

K) Disclosure on Commodity Price Risk and Commodity Hedging Activities

The Company has in place a mechanism to inform the Board Members about the Risk assessment, mitigation Plans and periodical reviews faced by the Company. Risk based internal audit plan is approved by the Audit Committee which also reviews adequacy and effectiveness of the Company's internal financial controls.

The Company does not involve in commodity hedging activities.

L) Details of Utilization of Funds raised through Preferential Allotment or qualified Institution placement as specified under Regulation 32(7A):

On January 02, 2020, the Securities Allotment Committee of the Company had allotted 1,98,00,000 warrants to be converted in to Equivalent number of Equity Shares within 18 months of allotment at a Price of Rs. 51/- per warrant to the Promoter & Person's other than the Promoter group on the terms & conditions prescribed under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

The Partial amount received on allotment of the warrants is fully utilized for the working capital requirement of the Company & other general corporate purpose.

M) Means of Communication

Effective Communication of Information is an essential component of Corporate Governance. It is process of sharing information, ideas, thoughts, opinions and plans to all stake holders which promote management - shareholders relations.

The Company regularly interacts with its members through multiple channels of Communications such as results, announcements, annual reports and the website of the Company and the stock exchanges.

i) Quarterly Result

The Unaudited quarterly/ half yearly financial results are announced within 45 days of the end of the respective quarter. The audited annual financial results are announced within 60 days of the close of the financial year as per the requirement of the Regulation 33 of the Listing Regulations. The aforesaid financial results are sent to BSE Limited (BSE) where the shares of the company are listed. These results are thereafter published within 48 hours in one English Newspaper (Financial Express) & one local newspaper (Navshakti/ Aalamahar) as well as placed on the website of the Company.

ii) Website

In Compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under "Investors Relation" on the Company's website gives information on various announcements made by the Company, status of unclaimed dividend, Annual Report, Quarterly / Half Yearly/ Nine Months and Annual Financial results along with the applicable policies of the Company at www.choiceindia.com.

iii) Stock Exchange

The Company makes timely disclosures of necessary information to BSE Limited in terms of Listing Regulations and other rules & regulations issued by the SEBI.

iv) BSE Listing Centre

The Financial Results, Shareholding Pattern and Quarterly report on Corporate Governance and other filings required to be made to the stock exchanges are electronically filed at BSE portal i.e. listing.bseindia.com, pursuant to Regulation 10(1) of the SEBI (LODR Regulations) BSE has mandated the Listing Centre as the "Electronic Platform" for filing all mandatory and any other information to be filed with the Stock Exchanges by Listed Entities. BSE also mandated XBRL submissions for Shareholding Pattern & Corporate Governance. All the data

relating to financial results, various submissions/ disclosure documents etc., have been electronically filed and Shareholding pattern & corporate governance Report have been filed in XBRL mode with the Exchange on the "Listing Centre". (<http://listing.bseindia.com>)

v) Price Sensitive Information

All price sensitive information and such other matters which in the opinion of the Company are of importance to the Shareholders/ investors are promptly intimated to the Stock Exchanges. Material developments relating to the company are potentially price sensitive in nature or which could impact continuity of publicly available information regarding the Company are disclosed to the Stock Exchanges in terms of the Company's policy for determination of Materiality of Events/ Information.

s) The Disclosure of the Compliance with Corporate Governance requirements specified in Regulation 17 to 27 and Regulation 46(2)

Sr. No	Particulars	Regulations	Brief Description of the Regulation	Compliance Status
1	Board of Directors	17(1) 17(2) 17(3) 17(4) 17(5) 17(6) 17(7) 17(8) 17(9) 17(10)	Composition of Board Meeting of Board of Directors Review of Compliance Report Plans for orderly succession for appointments Code of Conduct Fees/ Compensation Minimum information to be placed before the Board Compliance Certificate Risk Assessment & Management Performance Evaluation	Complied Complied Complied Complied Complied Complied Complied Complied Complied Complied
2	Audit Committee	18(1) 18(2) 18(3)	Composition of Audit Committee & Presence of the Chairman of the Committee at the Annual General Meeting Meeting of Audit Committee Role of the Committee and review of information by the committee	Complied Complied Complied
3	Nomination & Remuneration Committee	19(1) & (2) 19(3) 19(4)	Composition of Nomination and Remuneration Committee Presence of Audit Committee chairman at the Annual General Meeting Role of the Committee	Complied Complied Complied
4	Stakeholder Relationship Committee	20(1), 20(2) & 20(3) 20(4)	Composition of stake holder relationship committee Role of the Committee	Complied
5	Risk Management Committee	21(1), (2) & (3) 21(4)	Composition of Risk Management Committee Role of the Committee	Not Applicable Not Applicable
6	Vigil Mechanism	22	Formulation of Vigil Mechanism for Directors and Employees	Complied
7	Related Party Transaction	23(1), 23(5), 23(6), 23(7), 23(8) 23(2) & 23(3) 23(4)	Policy for Related Party Transaction Omnibus approval by the Audit Committee & review of transaction Approval of material related party transaction	Complied Complied Complied
8	Subsidiaries of the Company	24(1) 24(2), 24(3), 24(5) & 24(6)	Composition of Board of Director of material unlisted subsidiary Other requirements as stipulated under the regulations	Complied
9	Obligations with respect to Independent Directors	25(1) & (2) 25(3) 25(4) 25(7)	Maximum Directorship & Tenure Meeting of Independent Directors Review of Performance of Independent Director Familiarisation of Independent Director	Complied Complied Complied Complied
10	Obligation with respect to Directors and senior management	26(1) & (2) 26(3) 26(4) 26(5)	Membership & Chairman of the Committee Compliance to code of conduct for Board of Directors and Senior Management employees Disclosure of Shareholding Pattern by Non - Executive Director Disclosure on Conflict of Interest by senior management	Complied Complied Complied Complied
11	Other Corporate Governance Requirements	27(1)	Compliance of Discretionary requirements	Complied
12	Disclosures on Website of the Company	46(2)(b) 46(2)(c) 46(2)(d) 46(2)(e) 46(2)(f) 46(2)(g) 46(2)(h) 46(2)(i)	Terms and conditions of appointment of Independent Director Composition of various committee of Board of Directors Code of conduct of Board of Directors and senior management personnel Details of establishment of vigil mechanism Criteria for making payment to Non - Executive Directors Policy on dealing with related party transaction Policy for determining Materiality of Events/ Information Details of familiarisation programmes imparted to independent Directors	Complied Complied Complied Complied Complied Complied Complied Complied

O) Details of Compliance with Non-Mandatory requirements:

- During the year under review, there is no audit qualification on the Company's financial statements. The Company continues to adopt the best practises to safeguard the practice of Unmodified audit opinion.
- The Internal Auditor has a direct access to the Audit Committee, he participates in the Audit Committee Meetings and presents his reports with the observations to the Audit Committee.

GENERAL SHAREHOLDER INFORMATION**I) Company Registration Details:**

The Company is registered in the state of Maharashtra, India, under the jurisdiction of Registrar of Companies, Mumbai.

Corporate Identity Number (CIN No): L67190MH1993PLC071117

II) Financial Year April 1, 2019 to March 31, 2020**III A) 27th Annual General Meeting for the Financial Year 2019-20**

Day and Date	Wednesday, September 30, 2020
Time	11.00 AM
Mode	Through Video Conferencing / other Audio Visual Means as set out in the Notice convening Annual General Meeting
Financial Year	2019-20
Book Closure Dates	September 24, 2020 to September 30, 2020 (both days inclusive)

III B) Details of Extra Ordinary General Meeting during the Financial Year 2019-20

During the Year under review, the Company has conducted one Extra Ordinary General Meeting.

Day and Date	Monday, December 23, 2020
Time	11.00 AM
Venue	Satyanarayan Goenka Bhavan, J. B. Nagar, Andheri (East), Mumbai - 400059
Details of Special Resolution Passed	Issue of Warrants on Preferential Basis

IV) Listing Details

Stock Exchange on which Shares are Listed	BSE Limited (Bombay Stock Exchange)
Stock Code	531358
Script Id	CHOICEIN
ISININE	102B01014

v) Dividend History

Financial Year	Type of Dividend	Date of Declaration	Dividend Per Share of the Face Value of Rs. 10 each
2011-12	Final	September 28, 2012	10%
2012-13	Final	September 16, 2013	10%
2013-14	Final	September 27, 2014	10%
2014-15	Final	September 26, 2015	10%
2015-16	Final	September 20, 2016	10%
2016-17		Dividend Not Declared	
2017-18		Dividend Not Declared	
2018-19		Dividend Not Declared	

VI) Unclaimed Dividend

Pursuant to the provisions of Section 124 of the Companies Act, 2013 (the Act) read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter called "the IEPF Rules"), the amount of dividend which remain unclaimed or unpaid for a period of seven years from the date of transfer of such amount to the Unpaid Dividend

Account opened in pursuance of sub-section (1) of the said Section is required to be transferred to the Investor Education and Protection Fund (IEPF) established under sub-section (1) of Section 125 of the Act.

Accordingly, the unclaimed dividend in respect of the financial year 2012-13 is due for transfer to the IEPF in September 23, 2020. Members, who have not yet claimed their dividend for the

financial year 2012-13 or for any subsequent financial years, are requested to claim the same from the Company. Additionally, pursuant to sub-section (6) of Section 125 of the Act read with the IEPF Rules, all shares in respect of which dividend has not been claimed for the past seven consecutive years shall be transferred by the Company in the name of IEPF Authority by way of credit to the Demat Account established by the IEPF Authority on or before September 23, 2020 or such other date as may be specified by the Central Government in this regard.

Any member whose shares are thus transferred to IEPF may claim his/her/its shares under proviso to Section 124(6) of the Act by following the process given under Rule 7 of the IEPF Rules. In terms of the relevant IEPF Rules, the Company has uploaded the information in respect of the Unclaimed Dividends (Final Dividend) for the financial years from 2011-12 to 2015-16 as on the

date of the Twenty Third Annual General Meeting (AGM) held on September 20, 2016, on the website of the Pursuant to the provisions of Sections 124 and 125 of the Act, the Company has transferred an amount of Rs. 58,453/- (Rupees Fifty Eight Thousand Four Hundred and Fifty Three Only), being the unclaimed dividend for the financial year 2011-12 to IEPF in 2019.

During the year under review, the Company had sent individual notices seeking action from shareholder, who has not claimed Dividend & whose shares have been transferred to IEPF.

Shareholders may note that both the unclaimed dividend and corresponding shares transferred to IEPF can be claimed from IEPF following the procedures prescribed in the IEPF Rules. Shareholders whose unclaimed Dividend and Shares have been transferred to IEPF can claim the same from IEPF by filing Form IEPF 5 with the IEPF authorities.

Given below are the dates of declaration of dividend and corresponding last dates for claiming unpaid Dividend.

Financial Year	Type of Dividend	Date of Declaration of Dividend	Last date for claiming unclaimed Dividend
2011-12	Final	September 28, 2012	October 05, 2019
2012-13	Final	September 16, 2013	September 23, 2020
2013-14	Final	September 27, 2014	October 3, 2021
2014-15	Final	September 26, 2015	October 1, 2022
2015-16	Final	September 20, 2016	October 1, 2023

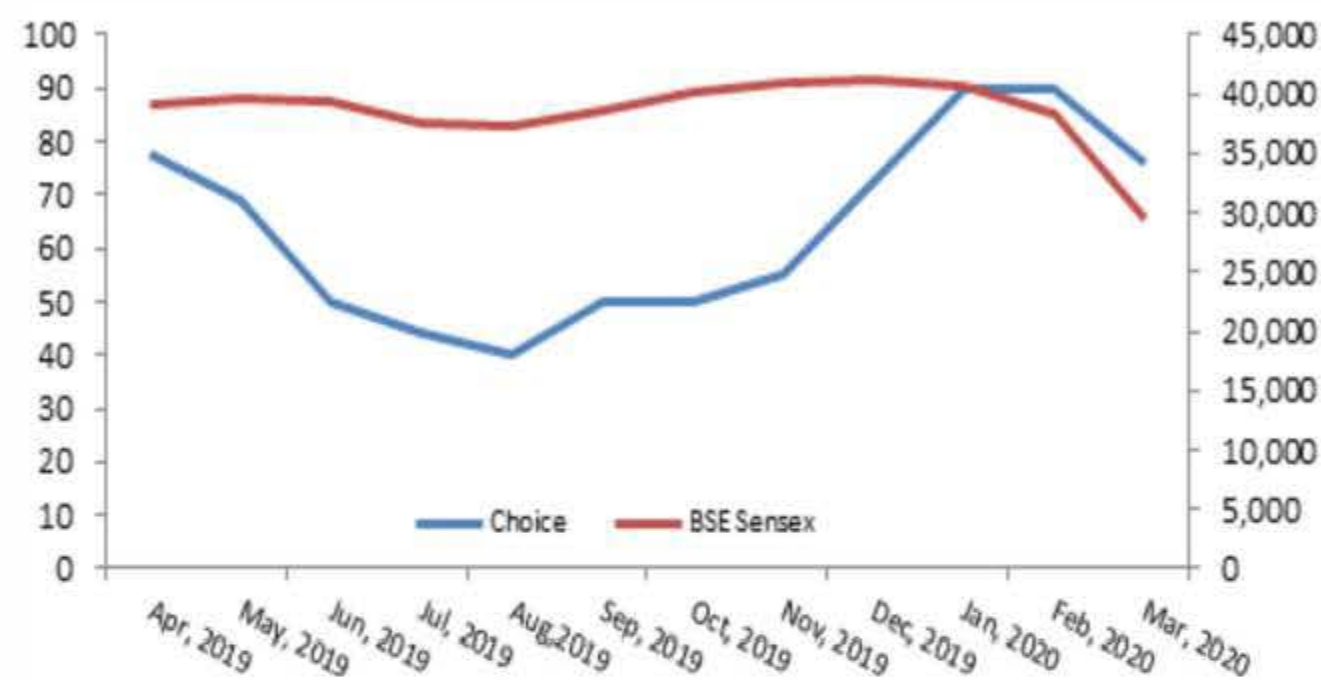
vii) Details of General Body Meetings of Last three years

Financial Year	Date	Time	Venue	Special Resolutions if any
2016-17	September 18, 2017	12.00 P.M.	Anchorage Hall, Hotel Subal International, 211, Chakala Sahar Road, Andheri (East), Mumbai - 400099	-
2017-18	September 27, 2018	11.00 A.M.	Anchorage Hall, Hotel Subal International, 211, Chakala Sahar Road, Andheri (East), Mumbai - 400099	-
2018-19	September 27, 2019	12.30 P.M.	Hotel Radisson, X-22, MIDC, Central Park, Hanuman Nagar, Andheri (East), Mumbai - 400093	Re-appointment of Mr. Kamal Poddar as the Managing Director of the Company

VIII) Market Price Data

Month	Choice High (BSE)	Choice Low (BSE)	Close Price (BSE)	BSE Sensex High	BSE Sensex Low	BSE Sensex Close
April, 2019	85.30	58.70	77.70	39,487.45	38,460.25	39,031.55
May, 2019	80.80	60.60	68.80	40,124.96	36,956.10	39,714.20
June, 2019	70.00	47.15	50.15	40,312.07	38,870.96	39,394.64
July, 2019	70.85	40.20	44.00	40,032.41	37,128.26	37,481.12
August, 2019	55.00	35.10	40.40	37,807.55	36,102.35	37,332.79
September, 2019	56.95	35.05	50.00	39,441.12	35,987.80	38,667.33
October, 2019	56.60	38.65	50.10	40,392.22	37,415.83	40,129.05
November, 2019	62.10	40.10	54.95	41,163.79	40,014.23	40,793.81
December, 2019	76.80	45.00	72.25	41,809.96	40,135.37	41,253.74
January, 2020	97.75	72.00	90.00	42,273.87	40,476.55	40,723.49
February, 2020	93.50	87.00	90.00	41,709.30	38,219.97	38,297.29
March, 2020	98.30	73.75	76.05	39,083.17	25,638.90	29,468.49

Comparison Chart



IX) Registrar & Share Transfer Agent

M/s. Sharex Dynamics (India) Private Limited
Unit-1, Luthra Industrial Premises,
Andheri Kurla Road, Safed Pool,
Andheri (East), Mumbai - 400072
Tel No: 02228515606/44
Website: www.sharexindia.com

X) Distribution of Shareholding as on March 31, 2020:

No. of Equity Shares	No. of Shareholder	% of total No. of Shareholders	Share Amount (In Rs.)	% total of Share Capital
1 to 5000	1556	74.45	2165990	1.08
5001 to 10000	203	9.71	1678190	0.84
10001 to 20000	107	5.12	1659500	0.84
20001 to 30000	60	2.87	1497580	0.75
30001 to 40000	26	1.24	932630	0.46
40001 to 50000	27	1.29	1247320	0.63
50001 to 100000	51	2.44	4175350	2.08
100001 to above	60	2.88	186691440	93.33
Total	2090	100%	20,00,48,000	100%

XI) Categories of Shareholder as on March 31, 2020

No	Category of Shareholder	Total No. of Shares	% of Total Shares
(A)	Shareholding of Promoter & Promoter Group		
a	Individuals	14300011	71.48
b	Bodies Corporate	386527	1.94
	Total Promoter Shareholding (A)	1,46,86,538	73.42
(B)	Public Shareholding		
a	Institutions		
	i. Mutual Funds/UTI	-	-
	ii. Financial Institution/ Banks	-	-
	iii. Foreign Portfolio Investor	-	-
	iv. Insurance Companies	-	-
	v. Foreign Financial Institution	-	-
	vi. Foreign Mutual Fund	-	-
	Sub Total (Ba)	-	-
b	Non - Institution		
	i. Bodies Corporate	2710495	13.55
	ii.a Individual Shareholder nominal Share Capital up to Rs. 1 Lakh	1111344	5.55
	ii.b Individual Shareholder nominal Share Capital in excess of Rs. 1 Lakh	1056903	5.29
c	NRI	55252	0.28
d	Clearing Members	54165	0.27
e	HUF	221011	1.10
f	IEPF	3092	0.01
g	Director & Relatives	106000	0.53
	Sub Total (Bb)	-	-
	Total Public Shareholding (B) (Ba+ Bb+ Bc+ Bd+ Be+ Bf+ Bg)	-	-
	Grand Total (A+B)	2,00,04,800	100

XII) Top Ten Shareholders as on March 31, 2020 other than Promoter & Promoter Group

Sr. No	Name of the Shareholder	No. of Shares Held	% of Holding
1	M/s. Azura Projects Private Limited	1285026	6.42
2	M/s. Florence Securities Private Limited	785684	3.92
3	M/s. Chartered Capital Research Private Limited	414212	2.07
4	M/s. Smeaton Developers Private Limited	150000	0.74
5	Mr. Ajay Rajendra Kejriwal	102000	0.50
6	Ms. Kirodi Mal Modi	98000	0.48
7	Ms. Sunita Modi	93000	0.46
8	Mr. Bhageria Basant Matdin	55871	0.28
9	M/s. Govind Patodia HUF	55046	0.28
10	Mr. Dhiraj Lalpuria	50000	0.25
11	Mr. Jitendra Kumar Bhagat	50000	0.25
12	Mr. Ratiraj Tibrewal	50000	0.25
13	Mr. Vikash Kumar Agarwal	50000	0.25
14	Mrs. Snehlata Bagaria	50000	0.25
15	Mr. Sunil Kumar Bagaria	50000	0.25
16	Mr. Sandeep Mandawewala	50000	0.25
17	Mr. Nitesh Agarwal	50000	0.25

XIII) Address of Correspondence

Compliance Officer	R&T Agent: Sharex Dynamics (India) Private Limited	Correspondence with the Company
Ms. Karishma Shah Company Secretary & Compliance Officer Choice House, Shree Shakambhari Corporate Park, Plot No - 156 - 158, Andheri (East), Mumbai - 400099 Email Id: karishma.shah@choiceindia.com	Unit - 1, Luthra Industrial Premises, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai - 400072. Tel No : 022 8515606/44 Website: www.sharexindia.com	Choice House, Shree Shakambhari Corporate Park, Plot No - 156 - 158, Andheri (East), Mumbai - 400099 Email Id: info@choiceindia.com

XIV) Dematerialisation of Shares

As on March 31, 2020 total dematerialised Equity Shares of the Company amounts to 99.65% of the Company's Capital (CDSL : 95.39% & NSDL 4.24%). The Company has entered in to an Agreement with Central Depository (India) Limited (CDSL) & National Securities Depository Limited(NSDL) where by the Shareholders have an option to dematerialise their shares with either of the depositories.

XV) SHARE TRANSFER SYSTEM

Sharex Dynamics (India) Private Limited is the Company's Registrar and Share Transfer Agent (RTA) for carrying out share related activities like transfer of Shares, transmission of shares, transposition of shares, name deletion, change of address, amongst others.

The Board of Directors of the Company have delegated the authority to approve the transfer of Shares, transmission of shares, requests for deletion of name of the shareholders etc. to the designated officials of the Company. However the transactions in respect of issuance of duplicate share certificates, split, rematerialisation, consolidation and renewal of Share Certificates are approved by the Stakeholder Relationship Committee of the Board of Directors of the Company.

All the documents received from the shareholders are scrutinized by the Company RTA. The Shares lodged for transfer, etc are processed and Share Certificates duly endorsed are returned within the stipulated time subject to documents being valid and complete in all respects.

In all cases of transfer of shares in physical mode an intimation letter is being sent to the transferor (s) informing them of the lodgement of Transfer and in case of any objections to said transfer to revert within fifteen days with copy to transferee(s).

A summary of approved transfers, transmission, deletion requests, etc. are placed before the Board of Directors from time to time as per the Listing Regulations.

On behalf of the Board of Directors

Sd/- Kamal Poddar (Managing Director) DIN No: 01518700	Sd/- Ajay Kejriwal (Director) DIN No: 03051841
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Mumbai
Date: September 5, 2020

CEO/ CFO Certification

We the under signed, in our respective capacities as Managing Director(CEO) and Chief Financial Officer of Choice International Limited ("the Company") to the best of our knowledge and behalf certify that:

- We have reviewed financial statement and the Cash Flow statement for the year ended March 31, 2020 and that to the best of our knowledge and belief, we state that:
 - these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 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.
- We further state that to the best of our knowledge and belief, no transaction entered in to by the Company during the year, which are fraudulent, illegal or violation of the Company's Code of Conduct.
- We are responsible 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 of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- We have indicated to the Auditors and the Audit Committee:
 - Significant Changes, if any, in internal control over financial reporting during the year;
 - Significant Changes, if any, in accounting policies during the year and the same have been disclosed in the notes to financial statements; and
 - instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's Internal Control systems over financial reporting.

For Choice International Limited

Sd/- (Kamal Poddar) Managing Director DIN No.: 01518700 Mumbai Date: September 5, 2020	Sd/- (Manoj Singhania) Chief Financial Officer
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AUDITOR'S CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the Members of Choice International Limited,

We have examined the compliance of conditions of Corporate Governance by Choice International Limited, for the year ended March 31, 2020 as stipulated in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Collectively referred to as "SEBI Listing Regulations, 2015").

The Compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was carried out in accordance with the guidance Note on certification of Corporate Governance, issued by the Institute of Chartered Accountant of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanation given to us, We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

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

For RM Mimani & Associates LLP

Company Secretaries

Sd/-

Manoj Mimani

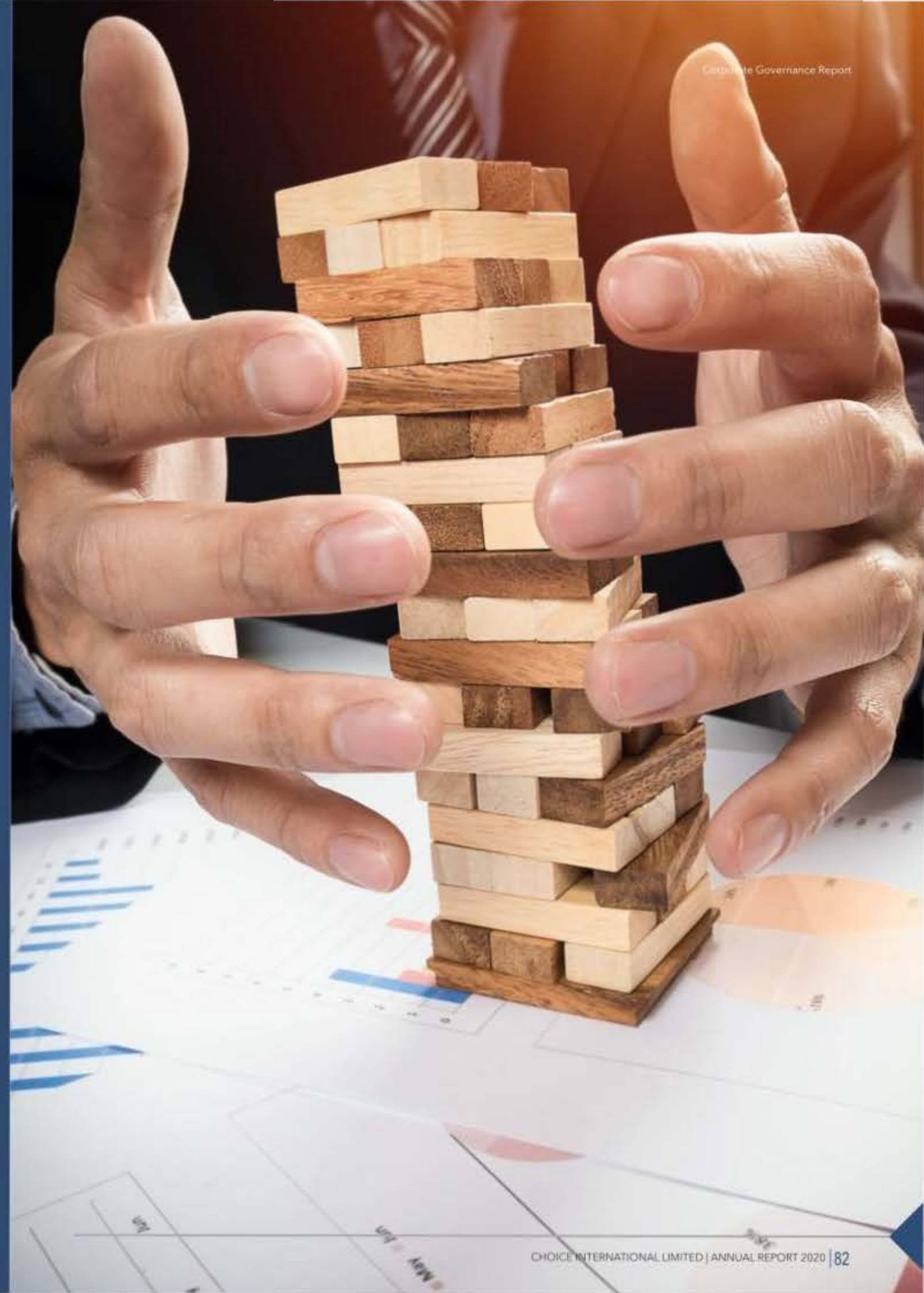
Partner

ACS No. 17083

CP No: 11601

Mumbai

Date: September 5, 2020



Independent Auditor's Report

INDEPENDENT AUDITOR'S REPORT

To The Members of Choice International Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of Choice International Limited (the "Company"), which comprise the Balance Sheet as at 31st March 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and 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 standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's Report including annexures to Director's report, Management Discussion and Analysis Report and Report on Corporate Governance but does not include the standalone and consolidated financial statements and our auditor's report thereon, which is expected to be made available to us after the date of this auditor's report.
- Our opinion on the standalone financial statements does not cover the other information and we do not and will not express

any form of assurance conclusion thereon.

- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's Report including annexures to Director's report, Management Discussion and Analysis Report and Report on Corporate Governance, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

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

In preparing the standalone 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone 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

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

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

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

We also provide those charged with governance with a

statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our auditwe report, to the extent applicable that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 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 A". 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.
 - 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, as amended 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 as at the year-end in its standalone financial statements.
 - ii. The Company did not have any long-term contracts

including derivative contracts for which there were any material foreseeable losses as at the year-end.

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

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

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(REFERRED TO IN PARAGRAPH 1(F) UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE)

We have audited the internal financial controls over financial reporting of **Choice International Limited** ("the Company") as of 31st March, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The 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 (the "Guidance Note") 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 its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial 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 of the Company based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)
Sd/-
G.K Subramaniam
(Partner)
(Membership No. 109839)
UDIN:20109839AAAAO09060

Place: Mumbai
Date: 4th August, 2020

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 controls based on the assessed risk. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone 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 controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone 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 standalone 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 standalone financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the criteria for internal financial control over financial reporting 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.

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (2) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) In respect of the Company's Property, Plant & Equipment:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.

(b) The Company has a program to verify Property Plant & Equipment once in every 3 years which, in our opinion, the same is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, no Property Plant & Equipment were physically verified by the Management during the year.

(c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered conveyance deeds provided to us, we report that, the title deeds, comprising the immovable property of land and building, which is freehold, is held in the name of the Company as at the balance sheet date.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the Order is not applicable.

(iii) According to the information and explanations given to us, the Company has granted loans, secured or unsecured, to companies covered in the register maintained under Section 189 of the Companies Act, 2013, in respect of which:

(a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.

(b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.

(c) There is no amount overdue for more than 90 days at the balance sheet date.

(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 Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sd/-
G.K Subramaniam

(Partner)
(Membership No. 109839)
UDIN:20109839AAAAOO9060

Place: Mumbai

Date: 4th August, 2020

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013. Accordingly, the provisions of clause (v) of the Order are not applicable. There are no unclaimed deposits with the Company any time during the year.

(vi) Having regard to the nature of the Company's business / activities, reporting under clause 3(vi) of the Order with respect to maintenance of cost records under Section 148(1) of the Act is not applicable.

vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues of Provident Fund, Employees' State Insurance, Income-tax and Goods and Services Tax, Service Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

We are informed that the provisions of Custom Duty is not applicable to the Company.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, Service Tax, cess and other material statutory dues in arrears as at 31st March, 2020 for a period of more than six months from the date they became payable.

(c) Details of disputed Income-tax amount paid under protest is given below:

Name of Statute pending	Nature of Dues	Forum where dispute is pending	Period to which the Amount Relates	Amount Involved (Rs.)	Amount Unpaid
Income Tax Act, 1961	Income Tax Demand	CIT (Appeals)	A.Y. 2011-12	1,934,494	-
Income Tax Act, 1961	Income Tax Demand	CIT (Appeals)	A.Y. 2017-18	4,601,300	4,601,300

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions and banks. Further, the Company does not have any loans or borrowings from government and has not issued any debentures.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us, the Company has made preferential allotment of shares warrant during the year.

In respect of the above issue, we further report that:

a) the requirement of Section 42 of the Companies Act, 2013, as applicable, have been complied with; and

b) the amounts raised have been applied by the Company during the year for the purposes for which the funds were raised, other than temporary deployment pending application.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) In August 2018, the Company has surrendered the NBFC license and awaits RBI approval for confirmation of the cancellation of such license. Refer Note _ to the Standalone Financial Statements.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sd/-
G.K Subramaniam

(Partner)
(Membership No. 109839)
UDIN:20109839AAAAOO9060

Place: Mumbai

Date: 4th August, 2020

Standalone Financial Statements

CHOICE INTERNATIONAL LIMITED STANDALONE BALANCE SHEET

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
ASSETS				
Non Current Assets:				
(a) Property, Plant and Equipment	3	6,245.65	6,313.44	6,384.90
(b) Investment Property	4	120.00	120.00	120.00
(c) Intangible Assets	5	11.96	17.02	22.54
(d) Intangible Assets Under Development	5	11.20	8.95	12.81
(e) Financial Assets:				
(i) Investments	6	8,883.45	6,896.20	9,633.06
(ii) Other Financial Assets	7	506.63	17.26	26.77
(f) Income Tax Assets (Net)	8	80.63	77.78	69.19
Current Assets:				
(a) Financial Assets:				
(i) Trade Receivables	9	356.39	139.02	178.92
(ii) Cash and Cash Equivalents	10	314.93	597.13	31.96
(iii) Bank balance other than (ii) above	11	7.51	8.10	8.87
(iv) Loans	12	2,672.74	18.31	9,001.56
(b) Other Current Assets	13	16.11	31.34	106.38
Total Assets		19,227.20	14,244.55	25,596.97
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital	14	2,000.48	2,000.48	2,000.48
(b) Other Equity	15	14,592.77	11,870.20	11,824.29
		16,593.25	13,870.68	13,824.77
Liabilities				
Non Current Liabilities				
(a) Provisions	16	6.59	6.27	9.02
(b) Deferred Tax Liabilities (Net)	17	211.49	183.12	236.65

CHOICE INTERNATIONAL LIMITED STANDALONE BALANCE SHEET

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	18	2,329.94	90.37	10,624.21
(ii) Trade Payables				
(a) Dues of micro enterprises and small enterprises	19	3.79	0.41	0.75
(b) Dues of creditors other than micro enterprises and small enterprises	19	34.11	53.38	62.00
(iii) Other Financial Liabilities	20	-	10.59	717.70
(b) Other Current Liabilities	21	46.43	28.60	63.07
(c) Provisions	22	1.60	1.13	58.80
Total Liabilities		2,633.95	373.87	11,772.20
Total Equity and Liabilities		19,227.20	14,244.55	25,596.97

Summary of Significant Accounting Policies 1-2

The notes referred to above are an integral part of the financial statements.

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

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm Registration Number : 117366W/W-100018

G. K. Subramaniam

Partner

Membership Number :109839

Place : Mumbai

Date : August 04, 2020

For and on behalf of Board of Directors

Sd/-

Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-

Manoj Singhania
Chief Financial Officer

Place : Mumbai

Date : August 04, 2020

Sd/-

Ajay Kejriwal
Director
(DIN-03051841)

Sd/-

Karishma Shah
Company Secretary

Place : Mumbai

Date : August 04, 2020

CHOICE INTERNATIONAL LIMITED STATEMENT OF PROFIT AND LOSS

(Rs. in Lakhs)

Particulars	Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
I Revenue from Operations	23	875.89	1,276.25
Other Income	24	26.19	21.97
Total Income		902.08	1,298.22
II Expenses			
Employee Benefits Expense	25	78.38	121.36
Finance Costs	26	154.31	564.95
Depreciation and Amortization Expense	27	73.72	77.80
Other Expenses	28	299.45	513.11
Total Expenses		605.86	1,277.22
III Profit / (loss) before exceptional items and tax (I- II)		296.22	21.00
IV Exceptional items		-	-
V Profit/(loss) before tax (III-IV)		296.22	21.00
VI Tax Expense:			
Current Tax		70.90	32.35
Earlier Years Tax Expense		-	(0.17)
Deferred Tax		27.90	(54.45)
Total Tax Expense		98.80	(22.27)
VII Profit / (loss) for the period (VII-VIII)		197.42	43.27
VIII Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit obligations		1.13	3.53
Tax Effect on above		(0.47)	(0.92)
Other Comprehensive Income for the year, net of tax		0.66	2.61
IX Total Comprehensive Income for the year (VII+VIII) (Comprising Profit/ (Loss) and Other Comprehensive Income for the year)		198.08	45.88
X Earnings Per Equity Share (Face Value INR 10 Per Share):			
Basic (Rs.)	29	0.99	0.80
Diluted (Rs.)	29	0.93	0.80

The notes referred to above are an integral part of the financial statements.

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

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm Registration Number : 117366W/W-100018

Sd/-

G. K. Subramaniam
Partner
Membership Number :109839

Place : Mumbai

Date : August 04, 2020

For and on behalf of Board of Directors

Sd/-

Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-

Manoj Singhania
Chief Financial Officer

Place : Mumbai

Date : August 04, 2020

Sd/-

Ajay Kejriwal
Director
(DIN-03051841)

Sd/-

Karishma Shah
Company Secretary

Place : Mumbai

Date : August 04, 2020

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
A. Cash Flow from Operating Activities		
Net profit before tax	296.22	21.00
Adjustments:		
Depreciation and amortisation	73.72	77.80
Finance costs	154.31	564.95
Profit on sale of Property, Plant & Equipment	-	(0.21)
Profit on sale of Investment	(9.75)	(46.95)
Interest Income	(23.96)	(1.18)
Provision for Employee benefit expenses	1.92	1.27
Operating profit before working capital changes	492.46	616.68
Movements in assets and liabilities :		
Decrease/ (Increase) in Trade receivables	(217.38)	39.90
Increase / (Decrease) in Trade Payables	(15.89)	(8.96)
Increase / (Decrease) in Other Current Financial Liabilities	(10.59)	(707.11)
Increase / (Decrease) in Other Current Liabilities	17.83	(34.47)
Decrease/(Increase) in Other Current Financial Assets	(489.37)	9.51
Decrease/(Increase) in Other Current Assets	15.23	75.04
Decrease/(Increase) in Other Bank Balances	0.58	0.78
Increase / (Decrease) in Current Provisions	-	(58.16)
Cash Generated From Operations	(207.13)	(66.79)
Income taxes paid	(73.75)	(40.77)
Net cash flow from operating activities (A)	(280.88)	(107.56)
B. Cash Flow from Investing Activities		
Purchase of Property, Plant & Equipment	(0.87)	(0.81)
Purchase of Intangible Asset	(2.25)	(2.90)
Proceeds from sale of Property, Plant & Equipment	-	6.97
Investment in Equity instruments of subsidiary company	(2,000.00)	(1,800.00)
Proceeds from Sale of investments of a subsidiary	22.50	600.00
Proceeds from Sale of Investment in Associate	-	1,488.21
Proceeds from Sale of Investment in Other Company	-	2,495.60
Decrease/(Increase) in Financial assets - loans	(2,654.42)	8,983.25
Net Cash used in Investing Activities (B)	(4,635.04)	11,770.32
C. Cash Flow from Financing Activities		
Proceeds from Current and Non Current Borrowings	2,239.57	(10,533.82)
Proceeds from Share Application money	2,524.50	-
Interest Income	23.96	1.18
Finance costs	(154.31)	(564.95)
Net Cash from Financing Activities ©	4,633.72	(11,097.59)
Net cash Increase/(decrease) in cash and cash equivalents (A+B+C)	(282.20)	565.17
Cash and cash equivalents at the beginning of the year	597.13	31.96
Cash and cash equivalents at the end of the year	314.93	597.13
Net cash Increase/(decrease) in cash and cash equivalent	(282.20)	565.17

Note:

The notes referred to above are an integral part of the financial statements.
This is the Cash Flow Statement referred to in our report of the even date.

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm Registration Number : 117366W/W-100018

Sd/-

G. K. Subramaniam

Partner

Membership Number :109839

Place : Mumbai

Date : August 04, 2020

For and on behalf of Board of Directors

Sd/-

Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-

Manoj Singhania
Chief Financial Officer

Place : Mumbai

Date : August 04, 2020

Sd/-

Ajay Kejriwal
Director
(DIN-03051841)

Sd/-

Karishma Shah
Company Secretary

Place : Mumbai

Date : August 04, 2020

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2020

A : Equity Share Capital (Equity shares of INR 10 each issued, subscribed and fully paid)

Particulars	Numbers of Shares (in lakhs)	Amount (Rs. in lakhs)
Balance as at the April 1, 2018	200.05	2,000.48
Changes in equity share capital during the Year ended March 31, 2019	-	-
Balance as at March 31, 2019	200.05	2,000.48
Changes in equity share capital during the Year ended March 31, 2020	-	-
Balance as at March 30, 2020	200.05	2,000.48

B : Other Equity

Particulars	Share Application Money	Capital Reserve	Securities Premium Reserve	Statutory Reserves	Revaluation Reserve	Retained Earnings	Other Comprehensive Income	Total Other Equity
Balance at the April 01, 2018	-	8.70	6,392.17	350.60	4,170.22	902.73	(0.13)	11,824.29
Profit after Tax	-	-	-	-	-	43.30	-	43.30
Other Comprehensive Income	-	-	-	-	-	-	2.61	2.61
Addition during the year	-	-	-	-	-	-	-	-
Transferred to Statutory Reserve	-	-	-	32.13	-	(32.13)	-	-
Balance as at March 31, 2019	-	8.70	6,392.17	382.72	4,170.22	913.90	2.49	11,870.20
Profit for the year	-	-	-	-	-	197.42	-	197.42
Other Comprehensive Income	-	-	-	-	-	-	0.66	0.66
Addition during the year	2,524.50	-	-	-	-	-	-	2,524.50
Transferred to Statutory Reserve	-	-	-	-	-	-	-	-
Balance as at March 31, 2020	2,524.50	8.70	6,392.17	382.72	4,170.22	1,111.32	3.14	14,592.78

The notes referred to above are an integral part of the standalone financial statements.

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm Registration Number : 117366W/W-100018

Sd/-
G. K. Subramaniam

Partner

Membership Number :109839

Place : Mumbai

Date : August 04, 2020

For and on behalf of Board of Directors

Sd/-

Manoj Singhania
Chief Financial Officer
(DIN-01518700)

Sd/-

Manoj Singhania
Chief Financial Officer
Place : Mumbai
Date : August 04, 2020

Sd/-

Kamal Poddar
Director
(DIN-03051841)

Sd/-

Karishma Shah
Company Secretary
Place : Mumbai
Date : August 04, 2020

Notes to the Standalone Financial Statements

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

1. CORPORATE INFORMATION

Choice International Limited (hereinafter referred to as "the Company") is a public limited company domiciled in India and incorporated under the provisions of the Companies Act 1956. The registered office of the Company is located at Shree Shakambhari Corporate Park, 156-158 Chakravorty Ashok Society, J.B. Nagar, Andheri (E) Mumbai Maharashtra 400099, India. The Company's shares are listed on the Bombay Stock Exchange (BSE).

The Company was registered with Reserve Bank of India as Non-Deposit Taking Non-Systemically Important Non-Banking Financial Services Company. The Company vide their letter dated August 20, 2018 had requested Reserve Bank of India (RBI) for cancellation of Certificate of Registration as NBFC and accordingly has not carried out NBFC related activities during the year ended March 31, 2020.

The main business of the Company is to provide business support services to the subsidiaries and other group companies.

2. Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These accounting policies have been consistently applied to all the years presented by the Company unless otherwise stated.

Basis of preparation

i. Statement of compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

The Company has adopted Ind AS from 1st April 2019 and the financial statements for the year ended 31st March 2020 are the Company's first Ind AS Financial Statements. However, the effective date of transition to Ind AS is 1st April 2018, being the beginning of the earliest period for which the company needs to present comparative information.

The transition to Ind AS has been carried out from the erstwhile Accounting Standards notified under the Act, read with relevant rules issued thereunder, and other generally accepted accounting principles in India (collectively referred to as 'the Previous GAAP'). The impact of transition has been recorded in the opening reserves as at 1st April 2018 and is provided in Note 4. The corresponding comparative previous period as presented in these financial statements have been restated / reclassified in order to confirm to current year presentation.

The adoption of Ind AS has been carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standards. An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note 4.

The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April 2018 being the 'date of transition to Ind AS'.

ii. Functional and presentation currency

The Company's presentation and functional currency is Indian Rupees. All figures appearing in the financial statements are in Indian rupees in lakh rounded off to two decimal places as permitted by Schedule III to the Act. Per share data are presented in Indian Rupee to two decimal places.

iii. Basis of measurement

The financial statements have been prepared on historical cost basis except for certain financial assets and liabilities are measured at fair value as explained in the accounting policy. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Further assets and liabilities are classified as per the normal operating cycle (determined as 12 months).

iv. Fair value measurement

Fair value is the price that would be received on sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date.

The best estimate of the fair value of a financial instrument on initial recognition is normally the transaction price. If the Company determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique that uses only data from observable markets, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently that difference is recognised in Statement of Profit and Loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1 - Valuation using quoted market price in active markets:** The fair value for financial instruments traded in active markets at the reporting date is based on their quoted market price, without any deduction for transaction costs. A market is regarded as active, if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

- **Level 2 - Valuation using observable inputs:** If there is no quoted price in an active market, then the Company uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates most of the factors that market participants would take into account in pricing a transaction.

- **Level 3 - Valuation with significant unobservable inputs:** The valuation techniques are used only when fair value cannot be determined by using observable inputs. The Company regularly reviews significant unobservable inputs and valuation adjustments. Level 3 assets are typically very illiquid, and fair values can only be calculated using estimates.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

v. Use of judgment and Estimates

The preparation of the financial statements requires the management to make judgments, estimates and assumptions in the application of accounting policies that affects the reported amount of assets, liabilities and the accompanying disclosures along with contingent liabilities as at the date of financial statements and revenue & expenses for the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes different from the estimates. Difference between actual results and estimates are recognised in the year in which the results are known or materialise i.e. prospectively.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The key areas involving estimation uncertainty, higher degree of judgement or complexity, or areas where assumptions are significant to the financial statements include:

- i) Impairment of financial assets
- ii) Estimation of fair value measurement of financial assets and liabilities
- iii) Effective interest rate
- iv) Business model assessment
- v) Provisions and Contingencies
- vi) Useful life and expected residual value of assets
- vii) Tax position for current tax and recognition of deferred tax assets/liabilities
- viii) Measurement of Defined Benefit Obligations and actuarial assumptions
- ix) Classification of lease and related discount rate

vi. First-time adoption of Ind AS - mandatory exceptions and optional exemptions

Overall Principle:

The Company has prepared the opening Balance Sheet as per Ind AS as of 1st April 2018 ("the transition date") by recognising all assets and liabilities whose recognition is required by Ind AS, not recognising items of assets or liabilities which are not permitted by Ind AS, by reclassifying items from Previous GAAP to Ind AS as required under Ind AS, and applying Ind AS in measurement of recognised assets and liabilities. However, this principle is subject to certain exceptions and certain optional exemptions availed by the Company as mentioned below:

Deemed cost for property, plant and equipment and intangible assets -

The Company has elected to measure property, plant and equipment, and intangible assets at its Previous GAAP carrying amount and use that Previous GAAP carrying amount as its deemed cost at the date of transition to Ind AS i.e. April 01, 2018.

Investments in subsidiaries

Upon first-time adoption of Ind AS, the Company has elected to

account for its investments in subsidiaries at cost i.e. at Previous GAAP carrying value on the date of transition to Ind AS i.e. April 01, 2018.

A. Summary of significant accounting policies

1. Current versus non-current classification

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

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting date, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

Based on the nature of products and services offered by the Company, operating cycle determined is 12 months for the purpose of current and non-current classification of assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

2. Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured and there exists reasonable certainty of its recovery.

Sale of services

The Company recognizes revenue on accrual basis when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured. The method of recognizing the revenues and costs depends on the nature of the services rendered. Revenue is recognized when no significant uncertainty exists as to its realization or collection.

Interest Income

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

Dividend Income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

3. Property, Plant and Equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the Balance Sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

All items of property, plant and equipment are initially recorded at cost. Such cost includes the cost of replaced part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Subsequent to recognition, property, plant and equipment (excluding freehold land) are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the company recognizes such parts as individual assets with specific useful lives and depreciation respectively. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement cost only if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

Depreciation is recognised so as to write off the cost of assets less their residual values over the useful lives as prescribed in Schedule II of to the Companies Act, 2013, using the straight-line method ("SLM"). Residual value is considered nil case of Computers, Server and network and 5% is considered in case of other assets.

Description of Asset	Useful Life
Buildings	60 Years
Computers and Printers, including Computer Peripherals	3 Years
Office Equipments	5 Years
Furniture & Fixtures	10 Years
Motor Vehicles (Motor Car)	8 Years
Solar Plant	25 Years
Electric Installation	10 Years
Server & Network	6 Years
Water Pumps and Borewell	5 Years

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sale proceeds and the carrying amount of the asset and is recognised in profit or loss.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2018 measured as per the previous GAAP as the deemed cost of the property, plant and equipment.

4. Investment Properties -

Investment properties are properties that is held for long-term rentals yields or for capital appreciation (including property under construction for such purposes) or both, and that is not occupied by the Company, is classified as investment property. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated impairment loss, if any. Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer. Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

The Company has elected to continue with the carrying value for all of its investment property as recognised in its Indian GAAP financial statements as deemed cost at the transition date, viz., 1 April 2018.

5. Intangible Assets

Intangible asset including intangible assets under development are stated at cost, net of accumulated amortisation and accumulated impairment losses, if any. Intangible assets acquired separately are measured on initial recognition at cost. The amortization period and the amortisation method are reviewed at the end of each financial year. The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in

accounting estimates. The amortisation expense on intangible assets with infinite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

6. Segment Reporting

The main business of the Company is to provide support services to the subsidiaries and other group companies. Further, all activities are carried out within India. Hence, there are no separate reportable segments as per Indian Accounting Standard (Ind AS)-108 on "Operating Segments".

7. Foreign exchange transactions and translations

a) Initial recognition: Transactions in foreign currencies are recognised at the prevailing exchange rates between the reporting currency and a foreign currency on the transaction date.

b) Conversion: Transactions in currencies other than Company's functional currency are recorded on initial recognition using the exchange rate at the transaction date. At each Balance Sheet date, foreign currency monetary items are reported at the prevailing closing spot rate. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are generally recognised in Statement of Profit and Loss.

Non-monetary assets and liabilities are carried at historical cost using exchange rates as on the date of the respective transactions and are not retranslated at the reporting date.

8. Taxation

Current taxes

Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in other comprehensive income or equity, in which case it is recognized in other comprehensive income or equity respectively. Current income tax is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. The Company offsets, on a year to year basis, the current tax assets and liabilities, where it has legally enforceable right to do so and where it intends to settle such assets and liabilities on a net basis.

Deferred taxes

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax relating to items recognised outside the profit and loss is recognised outside profit and loss (either in other comprehensive

income or in equity)

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Minimum Alternate Tax (MAT) credit entitlement (i.e. excess of MAT paid for a year over normal tax liability for that year) eligible for set off in subsequent years is recognised as an asset in accordance with Ind AS 12, Income Taxes, if there is convincing evidence of its realisation.

MAT credit is created by way of credit to the Statement of Profit and Loss. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

9. Impairment of Non-Financial Assets

At the end of each reporting period, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have 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 (if any). When it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized in the profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

10. Financial Instruments

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

Financial Assets

a) Initial recognition and measurement

All financial assets are recognised initially at fair value. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

On initial recognition, a financial asset is classified as measured at:

- Amortised cost
- FVOCI - debt instruments
- FVOCI - equity instruments
- FVTPL

Amortised cost - The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios being the level at which they are managed. The financial asset is held with the objective to hold financial asset in order to collect contractual cash flows as per the contractual terms that give rise on specified dates to cash flows that are solely payment of principal and interest (SPPI) on the principal amount outstanding. Accordingly, the Company measures Bank balances, Loans, Trade receivables and other financial instruments at amortised cost.

FVOCI - debt instruments - The Company measures its debt instruments at FVOCI when the instrument is held within a business model, the objective of which is achieved by both collecting contractual cash flows and selling financial assets; and the contractual terms of the financial asset meet the SPPI test.

FVOCI - equity instruments - The Company subsequently measures all equity investments at fair value through profit or loss, unless the Company's management has elected to classify irrevocably some of its equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32 Financial Instruments and are not held for trading.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets.

b) Subsequent measurement

Financial assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in Statement of Profit and Loss. Any gain and loss on derecognition is recognised in Statement of Profit and Loss.

Debt investment at FVOCI are subsequently measured at fair value. Interest income under effective interest method, foreign exchange gains and losses and impairment are recognised in Statement of profit and loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to Statement of Profit and Loss.

For equity investments, the Company makes selection on an instrument-by-instrument basis to designate equity investments as measured at FVOCI. These selected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to Statement of profit and loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for strategic purpose. Dividend income received on such equity investments are

recognised in Statement of Profit and Loss. Equity investments that are not designated as measured at FVOCI are designated as measured at FVTPL and subsequent changes in fair value are recognised in Statement of Profit and Loss.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in Statement of Profit and Loss.

c) De-recognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the company balance sheet) when:

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

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

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

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

d) Impairment of financial assets

The Company recognises impairment loss applying the expected credit loss (ECL) model on the financial assets measured at amortised cost, debt instruments at FVOCI, lease receivables, trade receivables, other contractual right to receive cash or other financial asset and financial guarantee not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 months expected credit losses.

For trade receivables or any contractual right to receive cash or other financial assets that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company applies 'simplified approach' permitted by Ind AS 109 Financial Instruments. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and

adjusted for forward-looking information.

In view of the fact that the entire trade receivables are from its subsidiaries and other group companies, there is no lifetime credit losses expected by the Company.

Write offs - The gross carrying amount of a financial asset is written-off (either partially or in full) to the extent that there is no reasonable expectation of recovering the asset in its entirety or a portion thereof. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off and when there is no reasonable expectation of recovery from the collaterals held. However, financial assets that are written-off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

Presentation of allowance for ECL in the Balance Sheet - Loss allowances for ECL are deducted from the gross carrying amount of financial assets measured at amortised cost.

Financial Liabilities

a) Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

b) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk is recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. Such amortisation is included as finance costs in the statement of profit and loss.

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

c) Derecognition

A financial liability is derecognised when and only when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

11. Leases

The Company has adopted Ind AS 116 'Leases' with the date of initial application being April 1, 2019. The Company's lease asset classes primarily consist of leases for Premises. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered into on or after April 1, 2018.

The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116. The Company as a lessee The Company assesses, whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract involves- a) the use of an identified asset, b) the right to obtain substantially all the economic benefits from use of the identified asset, and c) the right to direct the use of the identified asset.

The Company at the inception of the lease contract recognises a Right-of-Use (RoU) asset at cost and a corresponding lease liability, for all lease arrangements in which it is a lessee, except for leases

with term of less than twelve months (short term) and low-value assets (assets of less than Rs. 10 Lakhs in value). Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The cost of the ROU assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The ROU assets is depreciated using the straightline method from the commencement date over the shorter of lease term or useful life of ROU assets.

ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

For lease liabilities at inception, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the ROU assets. Where the carrying amount of the ROU assets is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the remeasurement in the Statement of Profit and Loss.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term.

12. Finance Costs

Finance costs include interest expense computed by applying the effective interest rate on respective financial instruments measured at amortised cost. Financial instruments include debt and borrowing. Finance costs are charged to the Statement of Profit and Loss. Ancillary and other borrowing costs are amortised on straight line basis over the tenure of the underlying debt and borrowing.

13. Goods and Service Input Tax Credit

Goods and Services tax input credit is accounted for in the books in the period in which the supply of goods or service received is accounted and when there is no uncertainty in availing/utilising the credits.

14. Dividend distribution to equity holders of the Company

The Company recognises a liability to make distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the Act, final dividend is authorised when it is approved by the shareholders and interim dividend is authorised when it is approved

by the Board of Directors of the Company

xvi. Provisions

Provisions are recognised only when:

- an entity has a present obligation (legal or constructive) as a result of a past event; and
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the amount of the obligation

These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Further, long term provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost. A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

Contingent liability is disclosed in case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and
- a present obligation arising from past events, when no reliable estimate is possible.

Contingent Assets:

Contingent assets are not recognised in the financial statements

15. Commitments:

Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

- estimated amount of contracts remaining to be executed on capital account and not provided for;
- uncalled liability on loan sanctioned and on investments partly paid; and
- other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

16. Earnings Per Share

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

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- Weighted average number of equity shares that would have been outstanding assuming the conversion of all the dilutive potential equity.

17. Cash and Cash Equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), and highly liquid time deposits that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in

value.

18. Statement of Cash Flow

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method adjusting the net profit for the effects of:

- changes during the period in inventories and operating receivables and payables transactions of a noncash nature;
- non-cash items such as depreciation, provisions, deferred taxes, unrealised foreign currency gains and losses, and undistributed profits of associates and joint ventures; and
- all other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents (including bank balances) shown in the Statement of Cash Flows exclude items which are not available for general use as on the date of Balance Sheet.

19. Employee Benefits

Short term employee benefits

Employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are expensed in the period in which the employee renders the related service. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Long Term employee benefits

Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. Long-term employee benefit primarily consists of Leave encashment benefits wherein employees are entitled to accumulate leave subject to certain limits for future encashment/availment. Long-term compensated absences are provided for on the basis of an actuarial valuation at the end of each financial year using Projected Unit Credit (PUC) Method. Actuarial gains/losses, if any, are recognised immediately in the Statement of Profit and Loss.

Post-employment benefits

a) Defined contribution Plans

Provident fund: Contributions as required under the statute, made to the Provident Fund (Defined Contribution Plan) are recognised immediately in the Statement of Profit and Loss. There is no obligation other than the monthly contribution payable to the Regional Provident Fund Commissioner.

ESIC and Labour welfare fund: The Company's contribution paid/payable during the year to Employee state insurance scheme and Labour welfare fund are recognised in the Statement of Profit and Loss.

b) Defined benefit Plans

Gratuity liability is defined benefit obligation and is provided on the basis of an actuarial valuation performed by an independent actuary based on projected unit credit method, at the end of each financial year.

Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements)
- Net interest expense or income

iii) Re-measurement

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI, net of taxes. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

The Company's net obligation in respect of gratuity (defined benefit plan), is calculated by estimating the amount of future benefit that the employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The retirement benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the company's defined benefit plans. Any surplus resulting from this calculation is recognised as an asset to the extent of present value of any economic benefits available in the form of refunds from the plans or reductions in the future contribution to the plans.

20. Collateral

To mitigate its credit risks on financial assets, the Company seeks to use collateral, where possible. The collateral comes in various forms, such as securities, letter of credit/guarantees, receivables, inventories, other non-financial assets and credit enhancements such as netting arrangements.

The Company provides fully secured, partially secured and unsecured loans to Corporates and individual.

21. Investment in Subsidiaries

Subsidiaries are all entities over which the Company has control. The Company controls an entity when the company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity.

Investment in subsidiaries are measured at cost less accumulated impairment, if any.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 3 : Property, Plant and Equipment

Particulars	(Rs. in Lakhs)									
	Freehold Land	Building owned *	Water Pumps & Borewell	Computer Hardwares	Server & Networks	Electric Installation	Furniture & Fixtures	Solar Plant	Vehicles	Office Equipments
Gross Carrying Amount as at April 01, 2018	4,330.00	2,147.77	1.75	20.84	69.71	38.35	122.02	14.04	6.78	115.89
Additions / Transfer / Adjustments	-	-	-	0.16	-	-	-	-	-	0.65
Deletion	-	-	-	3.81	22.74	-	-	-	-	-
As at March 31, 2019	4,330.00	2,147.77	1.75	17.19	46.96	38.35	122.02	14.04	6.78	116.54
Additions / Transfer	-	-	-	-	-	-	-	-	-	0.87
Deletion	-	-	-	-	-	-	-	-	-	-
As at March 31, 2020	4,330.00	2,147.77	1.75	17.19	46.96	38.35	122.02	14.04	6.78	117.41
Accumulated depreciation as at April 01, 2018	-	260.65	0.68	15.19	32.01	22.22	67.18	0.49	5.97	77.86
Depreciation charge during the year	-	33.95	0.33	4.00	7.83	4.04	12.00	0.53	0.47	9.11
Accumulated depreciation on deletions	-	-	-	3.81	22.74	-	-	-	-	-
As at March 31, 2019	-	294.59	1.02	15.39	17.09	26.26	79.18	1.03	6.44	86.97
Depreciation charge during the quarter	-	33.95	0.33	1.54	7.83	4.04	11.79	0.53	-	8.65
Accumulated depreciation on deletions	-	-	-	-	-	-	-	-	-	-
As at March 31, 2020	-	328.54	1.35	16.93	24.92	30.31	90.97	1.56	6.44	95.62
Net carrying amount as at March 31, 2020	4,330.00	1,819.23	0.40	0.26	22.04	8.05	31.05	12.48	0.34	21.79
Net carrying amount as at March 31, 2019	4,330.00	1,853.17	0.74	1.79	29.87	12.09	42.84	13.02	0.34	29.57
Net carrying amount as at April 01, 2018	4,330.00	1,887.12	1.07	5.64	37.70	16.14	54.84	13.55	0.81	38.03
Net carrying amount as at March 31, 2019	4,330.00	1,887.12	1.07	5.64	37.70	16.14	54.84	13.55	0.81	38.03
Net carrying amount as at April 01, 2018	4,330.00	1,887.12	1.07	5.64	37.70	16.14	54.84	13.55	0.81	38.03
Net carrying amount as at March 31, 2020	4,330.00	1,819.23	0.40	0.26	22.04	8.05	31.05	12.48	0.34	21.79
Net carrying amount as at March 31, 2019	4,330.00	1,853.17	0.74	1.79	29.87	12.09	42.84	13.02	0.34	29.57
Net carrying amount as at April 01, 2018	4,330.00	1,887.12	1.07	5.64	37.70	16.14	54.84	13.55	0.81	38.03
Net carrying amount as at March 31, 2020	4,330.00	1,819.23	0.40	0.26	22.04	8.05	31.05	12.48	0.34	21.79
Net carrying amount as at March 31, 2019	4,330.00	1,853.17	0.74	1.79	29.87	12.09	42.84	13.02	0.34	29.57
Net carrying amount as at April 01, 2018	4,330.00	1,887.12	1.07	5.64	37.70	16.14	54.84	13.55	0.81	38.03

Property, Plant and Equipments pledged/ mortgaged as security

Office Building of the Company is under charge against overdraft facility availed by Choice Equity Broking Private Limited (wholly owned subsidiary).

For Property, Plant & Equipment existing on April 01, 2018 i.e. its date of transition to Ind AS, the company has used India GAAP carrying value as deemed costs.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 4 : Investment Property

(Rs. in Lakhs)

Particulars	Investment in Land	Total
Gross Carrying Amount as at April 01, 2018	120.00	120.00
Additions	-	-
Disposals	-	-
As at March 31, 2019	120.00	120.00
Additions	-	-
Disposals	-	-
As at March 31, 2020	120.00	120.00
Accumulated amortisation and impairment		
As at April 01, 2018	-	-
Amortisation charge during the year	-	-
Disposals	-	-
As at March 31, 2019	-	-
Amortisation charge during the year	-	-
Disposals	-	-
As at March 31, 2020	-	-
Net carrying amount as at March 31, 2020	120.00	120.00
Net carrying amount as at March 31, 2019	120.00	120.00
Net carrying amount as at April 01, 2018	120.00	120.00

Note:

(a) For investment property existing on April 01, 2018 i.e. its date of transition to Ind AS, the company has used India GAAP carrying value as deemed cost.

(b) Fair Value:

As at March 31, 2020 and March 31, 2019, the fair value of property is Rs. 12,000,000.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 5 : Intangible Assets

(Rs. in Lakhs)

Particulars	Computer Software	Intangible assets under development
Gross Carrying Amount as at April 01, 2018	245.53	12.81
Additions	-	2.90
Deletions	207.88	6.76
As at March 31, 2019	37.65	8.95
Additions	-	2.25
Deletions	-	-
As at March 31, 2020	37.65	11.20
Accumulated amortisation and impairment		
As at April 01, 2018	222.98	-
Amortisation charge during the year	5.53	-
Deletions	207.88	-
As at March 31, 2019	20.63	-
Amortisation charge during the year	5.06	-
Deletions	-	-
As at March 31, 2020	25.69	-
Net carrying amount as at March 31, 2020	11.96	11.20
Net carrying amount as at March 31, 2019	17.02	8.95
Net carrying amount as at April 01, 2018	22.54	12.81

Note:

For Intangible Assets existing on April 1, 2018 i.e. its date of transition to Ind AS, the company has used India GAAP carrying value as deemed costs.

Intangible Asset under development comprises of Trademark under development.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 6 : Investments

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Investments - Unquoted Equity Instruments			
Investment carried at cost - In Subsidiaries			
5,050,000 Equity Shares of Choice Capital Advisors Private Limited shares of Rs.10/- each fully paid (March 31, 2019: 50,50,000; April 1, 2018: 5,050,000)	505.00	505.00	505.00
*Nil Equity Shares of Choice Corporate Services Private Limited of Rs.10/- each fully paid (March 31, 2019: 10,000; April 1, 2018: 10,000) ¹	-	0.75	0.75
8,017,800 Equity Shares of Choice Equity Broking Private Limited of Rs.10 each fully paid (March 31, 2019: 8,017,800; April 1, 2018: 6,650,000)	4,414.00	4,414.00	3,914.00
Nil Equity Shares of Choice Merchandise Broking Private Limited of Rs.10/- each fully paid (March 31, 2019: Nil; April 1, 2018: 1,400,000) ²	-	-	500.00
1,110,000 Equity Shares of Choice Portfolio Management Services Private Limited of Rs.10/- each fully paid (March 31, 2019: 1,110,000; April 1, 2018: 2,110,000) ³	110.89	110.89	210.79
500,00,000 Equity Shares of Choice Consultancy Services Private Limited of Rs.10/- each fully paid (March 31, 2019: 500,00,000; April 1, 2018: 10,000)	301.00	301.00	301.00
10,000 Equity Shares of Choice Wealth Management Private Limited of Rs.10/- each fully paid (March 31, 2019: 10,000; April 1, 2018: 10,000) ⁴	-	1.00	1.00
Nil Equity Shares of Choice Peers International Private Limited of Rs.10/- each fully paid (March 31, 2019: 100,000; April 1, 2018: 100,000) ⁵	-	10.00	10.00
18,560,000 Equity Shares of Choice Finserv Private Limited of Rs.10/- each fully paid (March 31, 2019: 8,560,000; April 1, 2018: 2,060,000) ⁶	3,552.56	1,552.56	206.00
10,000 Equity Shares of Choice Tech Lab Solutions Private Limited of Rs.10/- each fully paid (March 31, 2019: 10,000; April 1, 2018: 10,000) ⁷	-	1.00	1.00
10,000 Equity Shares of Choice Retail Solutions Private Limited of Rs.10/- each fully paid (March 31, 2019: 10,000; April 1, 2018: Nil) ⁸	-	0.00	0.00
Investment carried at cost - In Associates			
Nil Equity Shares of Aqua Pumps Infra Ventures Limited of Rs.10/- each fully paid (March 31, 2019: Nil; April 1, 2018: 5,952,850) ⁹	-	-	1,487.92
Investment carried at Fair value through Profit or Loss (FVTPL)			
Nil Equity Shares of Kisan Mouldings Limited of Rs.10/- each fully paid (March 31, 2018: Nil; April 1, 2018: 450,000) ¹⁰	-	-	690.53
Other Investments - Unquoted Equity Instruments			
Nil Equity Shares of Jaatvedas Construction Company Limited of Rs.10/- each fully paid (March 31, 2019: Nil; April 1, 2018: 523,980) ¹¹	-	-	1,299.47
Nil Equity Shares of Gini & Jony Limited of Rs.10/- each fully paid (March 31, 2019: Nil; April 1, 2018: 400,000) ¹²	-	-	505.60
Total	8,883.45	6,896.20	9,633.06

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

- ¹ The Company has sold 10,000 shares in Choice Corporate Services Private Limited to Choice Equity Broking Private Limited at Rs 10/- per share at a consideration of Rs 1 lakh vide Share Purchase Agreement dated March 31, 2020.
- ² During the year ended March 31, 2019 Choice Merchandise Broking Private Limited (CMBPL) has merged with Choice Equity Broking Private Limited (CEBPL) pursuant to the scheme of merger dated September 06, 2018 approved by National Company Law Tribunal. Consequently the company has been allotted 1,367,800 shares of CEBPL in place of 1,400,000 shares of CMBPL on October 01, 2018.
- ³ The Company has sold 1,000,000 shares in Choice Portfolio Management Services Private Limited to Choice Equity Broking Private Limited at Rs 10/- per share at a consideration of Rs 100 lacs vide Share Purchase Agreement dated March 30, 2019
- ⁴ The Company has sold 10,000 shares in Choice Wealth Management Private Limited to Choice Equity Broking Private Limited at Rs 95/- per share at a consideration of Rs 9.50 lakh vide Share Purchase Agreement dated March 31, 2020.
- ⁵ The Company has sold 10,000 shares in Choice Peers International Private Limited to Hemlata Poddar and Sonu Poddar at Rs 10/- per share at a consideration of Rs 1 lakh vide Share Purchase Agreement dated June 29, 2019.
- ⁶ The Company has invested in 9,000,000 shares of Choice Finserv Private Limited at valuation of Rs. 20 per share on June 30, 2018. Further the Company has sold its 2,500,000 shares at a consideration of Rs. 500 lacs at Rs. 20 per share in Choice Finserv Private Limited to Choice Equity Broking Private Limited vide Share Purchase Agreement dated March 30, 2019. During the year ended the Company has made an investment in 10,000,000 shares at valuation of Rs. 20 per shares on January 20, 2020.
- ⁷ The Company has sold 10,000 shares in Choice Techlab Solutions Private Limited to Choice Equity Broking Private Limited at Rs 10/- per share at a consideration of Rs 1 lakh vide Share Purchase Agreement dated March 31, 2020.
- ⁸ The Company has sold 10,000 shares in Choice Retail Solutions Private Limited to Choice Equity Broking Private Limited at Rs 10/- per share at a consideration of Rs 1 lakh vide Share Purchase Agreement dated March 31, 2020.
- ⁹ During the year the Company has sold its investment in Aqua Pumps Infra Ventures Limited of 30,00,000 equity shares at a consideration of Rs. 750 lacs vide Share Purchase Agreement dated March 30, 2019.
- ¹⁰ The Company has sold its investment in Kisan Moulding Private Limited of 450,000 equity shares at a consideration of Rs. 535.05 lacs vide a Share Purchase Agreement dated March 30, 2019.
- ¹¹ The Company has sold its investment in Gini and Jony Private Limited @ Rs. 126.40 per share on August 18, 2018 and Jaatvedas Construction Company Private Limited @ Rs. 248 per share on June 30, 2018 to Choice Finserv Private Limited.

Investment at fair value through profit and loss reflect investment in quoted and unquoted equity securities.

Note 7 : Other Financial Assets (Non Current)

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Security Deposits	401.07	16.93	25.29
Prepaid Rentals	105.56	0.33	1.48
Total	506.63	17.26	26.77

* Refer Note 34 (ii) Related Party Disclosure

Note 8 : Income Tax Assets (Net)

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Income tax assets	151.52	110.13	133.21
Less: Provision for Tax	(70.89)	(32.35)	(64.02)
Total	80.63	77.78	69.19

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 9 : Trade Receivables

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Unsecured			
Considered Good*	356.39	139.02	178.92
Total	356.39	139.02	178.92

* Includes receivables from related party for which refer note no.34(ii)

Note 10 : Cash and Cash Equivalents

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balances with Banks :			
- On Current Accounts	314.35	62.08	31.52
Cash on Hand	0.58	-	0.44
Cheques on Hand	-	535.05	-
Total	314.93	597.13	31.96

Note 11 : Bank Balances Other than (Note 12) Above

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balances with Banks :			
- On Earmarked Accounts *	7.51	8.10	8.87
Total	7.51	8.10	8.87

* Earmarked Bank balance represents amount on account of unclaimed dividend.

Note 12 : Loans

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Secured, considered good			
Loans*	-	-	5,062.83
Unsecured, considered good			
Advances to Employees	-	0.57	-
Loans to related parties**	2,672.74	-	1,868.20
Others	-	17.74	2,070.53
Total	2,672.74	18.31	9,001.56

*Secured against securities given as collateral by the customer

** Refer note no. 34(ii)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 13 : Other Current Assets

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance with government authorities:			
- Goods & Service Tax Receivable	0.17	0.27	0.36
Advance to Vendors	0.39	1.99	0.28
Prepaid Expenses	10.73	22.32	52.89
Other Advances	-	6.76	51.00
Security Deposit	4.82	-	-
Margin - Equity stock / Index futures	-	-	1.85
Total	16.11	31.34	106.38

Note 14 : Equity Share Capital

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018			
(a) Authorised :						
2,01,00,000 (March 31, 2019: 2,01,00,000, April 01, 2018: 2,01,00,000) Equity shares of Rs. 10 each	2,010.00	2,010.00	2,010.00			
	2,010.00	2,010.00	2,010.00			
(b) Issued, Subscribed and Paid-up						
2,00,04,800 (March 31, 2019: 2,00,04,800, April 01, 2018: 2,00,04,800) Equity shares of Rs. 10 each fully paid up	2,000.48	2,000.48	2,000.48			
Total	2,000.48	2,000.48	2,000.48			
(c) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period						
Paid up Shares Capital						
(Rs. In Lakhs)						
Particulars	Number of shares	Amount				
As at April 1, 2018	200.05	2,000.48				
Issued during the year	-	-				
As at March 31, 2019	200.05	2,000.48				
Issued during the year	-	-				
As at March 31, 2020	200.05	2,000.48				
(d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:						
Equity Shares	As at March 31, 2020		As at March 31, 2019		As at April 01, 2018	
Shares held by	Number of Shares	%	Number of Shares	%	Number of Shares	%
Kamal Poddar	25.00	12.50%	25.00	12.50%	25.00	12.50%
Arun Kumar Poddar	21.00	10.50%	21.00	10.50%	21.00	10.50%
Vinita Sunil Patodia	16.13	8.06%	15.75	7.87%	15.75	7.87%
Archana Anil Patodia	15.75	7.87%	15.75	7.87%	15.75	7.87%
Sonu Poddar	12.50	6.25%	12.50	6.25%	12.50	6.25%
Sunil Kumar Patodia	12.39	6.19%	11.00	5.50%	11.00	5.50%
Anil C Patodia	11.00	5.50%	11.00	5.50%	11.00	5.50%
Azura Projects Private Limited	12.85	6.42%	12.85	6.42%	12.85	6.42%

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Terms / rights attached to Equity Shares:

- The Company has only one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their share holding.
- In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be proportion to the number of equity shares held by the shareholders.

Disclosure statement of Preferential allotment

Basis the approval of the Shareholders at its Extra Ordinary General meeting held on December 23, 2019, the Company has allotted 1.98 lakhs share warrants at a price of Rs 51 per warrant (including premium of Rs 41 per warrant) on preferential basis on January 02, 2020. These share warrants will be converted into equity shares in the ratio of 1:1 as per the terms of the offer. The Company has received Rs 2,269.50 lakhs on December 31, 2019 and Rs.255.00 lakhs on January 02, 2020 as 25% of the consideration for share warrants as per the terms of the offer.

Note 15 : Other Equity

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Share Application Money Pending Allotment	2,524.50	-	-
Statutory Reserve	382.73	382.72	350.60
Capital Reserve	8.70	8.70	8.70
Security Premium Reserve	6,392.17	6,392.17	6,392.17
Revaluation Reserve	4,170.22	4,170.22	4,170.22
Retained Earnings	1,111.31	913.90	902.73
Other Comprehensive Income	3.14	2.49	(0.13)
Total	14,592.77	11,870.20	11,824.29

(i) Statutory Reserve

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	382.73	350.60	304.57
Add : Additions during the year	-	32.13	46.03
Balance as at the end of the year	382.73	382.73	350.60

It is created as per the terms of Section 45 -IC(1) of Reserve Bank of India Act, 1934 as Statutory Reserve.

(ii) Capital Reserve

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	8.70	8.70	8.70
Add : Additions during the year	-	-	-
Balance as at the end of the year	8.70	8.70	8.70

It is made out of capital profit earned. The same is not available for profit distribution.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(iii) Securities Premium Reserve:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	6,392.17	6,392.17	6,392.17
Add : Additions during the year	-	-	-
Balance as at the end of the year	6,392.17	6,392.17	6,392.17

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

(iv) Revaluation Reserve

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year (refer note below)	4,170.22	4,170.22	-
Add : Additions during the year	-	-	4,170.22
Balance as at the end of the year	4,170.22	4,170.22	4,170.22

It has been created on revaluation of freehold land at fair market value. The same is not available for profit distribution.

(v) Share Application Money Pending Allotment

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year (refer note below)	-	-	-
Add : Additions during the year*	2,524.50	-	-
Balance as at the end of the year	2,524.50	-	-

*Basis the approval of the Shareholders at its Extra Ordinary General meeting held on December 23, 2019, the Company has allotted 1,98,00,000 share warrants at a price of Rs 51 per warrant (including premium of Rs 41 per warrant) on preferential basis on January 02, 2020. These share warrants will be converted into equity shares in the ratio of 1:1 as per the terms of the offer. The Company has received Rs 2,269.50 lakhs on December 31, 2019 and Rs.255.00 lakhs on January 02, 2020 as 25% of the consideration for share warrants as per the terms of the offer.

(vi) Retained Earnings:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	913.90	902.73	718.63
Add/ (Less): Profit/ (Loss) for the year	197.41	43.30	230.13
(Less): Transferred to Statutory Reserve*	-	(32.13)	(46.03)
(Less): Proposed Dividend	-	-	-
Balance as at the end of the year	1,111.31	913.90	902.73

Retained earnings represents surplus / accumulated earnings of the Company and are available for distribution to shareholders.
*The Management has created a statutory reserve of Rs. Nil (March 31, 2019 32.13 lakhs-(March 31, 2018 Rs. 46.03 lakhs) as per the provisions of section 45-IC of Reserve Bank of India Act, 1934

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(vii) Other Comprehensive Income

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	2.49	(0.13)	(0.13)
Add : Additions during the year	0.66	2.61	-
Balance as at the end of the year	3.15	2.48	(0.13)

Other comprehensive income consist of remeasurement gains / losses on defined benefit plans, gain / (loss) of equity instruments carried through FVTOCI.

Note 16 : Provisions

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Provision for Employee Benefits:			
Provision for Gratuity	6.59	6.27	9.02
Total	6.59	6.27	9.02

Note 17 : Deferred Tax Liabilities - (Net)

The major components of deferred tax Liabilities/ (Assets) as recognized in the financial statements are as follows:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Deferred Tax (Assets)/ Liabilities arising on account of timing differences in:			
MAT Credit Entitlement	(75.11)	(75.11)	(58.89)
Property, Plant and Equipment - Depreciation	288.67	258.23	255.22
Provision for employee benefit expenses	(3.41)	(0.87)	(0.06)
Provision for standard loan assets	-	-	-
Deferred Tax on Fair Valuation of Investments	-	-	40.42
Deferred Tax on Fair value of Employee benefit expenses through Other comprehensive income	1.34	0.87	(0.04)
Deferred Tax (Assets)/ Liabilities (net)	211.49	183.12	236.65

Movement in Deferred Tax (Assets)/ Liabilities

(Rs. in Lakhs)

Particulars	MAT Credit Entitlement	Property, Plant and Equipment - Depreciation	Provision for employee benefit expenses	Fair Valuation of Investment	Total
As at April 1, 2018	(58.89)	255.22	(0.10)	40.42	236.65
Charged/ (Credited):					
To Profit or Loss	(16.22)	3.01	(0.82)	(40.42)	(54.45)
To Other Comprehensive Income	-	-	0.92	-	0.92
MAT Credit Utilised	-	-	-	-	-
As at March 31, 2019	(75.11)	258.23	-	-	183.12
Charged/ (Credited):					
To Profit or Loss	-	30.44	(2.53)	-	27.90
To Other Comprehensive Income	-	-	0.47	-	0.47
As at March 31, 2020	(75.11)	288.67	(2.06)	-	211.49

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 18 : Borrowings

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Secured Loans			
Loans taken from financial Institutions*	-	-	9,367.40
Bank Overdraft**	1,373.78	0.01	-
Unsecured Loans			
Loan taken from Related Parties	141.00	90.36	1,156.66
Other Loans	815.16	-	100.15
Total	2,329.94	90.37	10,624.21

*Loans taken from Financial Institutions are secured against shares & securities placed as collateral by customers to whom loans has been given.

** Bank overdraft facility taken from Punjab National Bank for which asset cover details are given below:-

- 2/11, Akal CHS Ltd, Bamanpuri road, J B Nagar, Andheri East, Mumbai - 59
- C-56, Dominia in Prive Hillside Residences, Khandala, Lonavala, Pune
- B - 904 - B and B - 904 - A, Valencia co hsg soc, Hiranandani Gardens, Powai, Mumbai - 76
- B - 903 - B and B - 903 - A, Valencia co hsg soc Ltd, Hiranandani Gardens, Powai, Mumbai - 76

Note 19 : Trade Payables

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Trade Payable			
Dues to Micro Enterprises and Small Enterprises	3.79	0.41	0.75
Other than Micro and small Enterprises	34.11	53.38	62.00
Total	37.90	53.79	62.75

*Based on information received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises (MSME) Development Act, 2006 and relied upon by the auditors; details of amount due to such vendors is as below:

S No Particulars

(i) Principal Amount Outstanding	3.79	0.41	0.75
(ii) Interest due on above and unpaid	-	-	-
(iii) Interest due and payable for the period of delay	-	-	-
(iv) Interest accrued and remaining unpaid	-	-	-

Note 20 : Other Financial Liabilities (Current)

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Current Maturities of Long-Term Debt:			
Debentures *	-	-	310.00
Interest accrued but not due	-	-	98.85
Payable towards partly paid investment	-	-	296.43
Equity Stock Option Premium	-	-	0.80
Other Liability	-	10.59	11.61
Financial Guarantee Obligation	-	-	-
Total	-	10.59	717.70

*Non Convertible Debentures referred above are issued on private placement basis which are secured against loans & advances. The debentures are index linked.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 21 : Other Current Liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Statutory Dues	46.43	28.60	63.07
Total	46.43	28.60	63.07

Note 22 : Current Provisions

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
(a) Provision for Employee Benefits:			
Provision for Gratuity	1.38	1.13	0.64
Provision for Leave Encashment	0.22	-	-
(b) Others			
Provision for interest on debenture	-	-	35.66
Contingent provision against standard loan assets	-	-	22.50
Total	1.60	1.13	58.80

Note 23 : Revenue from Operations

(Rs. in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Interest income	119.53	458.94
Income from Business Support Services	680.61	770.36
Subletting Income	66.00	-
Profit on Sale of Investment	9.75	46.95
Total	875.89	1,276.25

Note 24 : Other Income

(Rs. in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Credit Balances Written off	1.95	13.48
Interest on Income Tax Refund	-	6.31
Profit on sale of Fixed Assets	-	0.21
Derivative Profit	-	0.80
Misc. Income	0.28	-
Interest on Deposit	23.96	1.18
Total	26.19	21.97

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 25 : Employee Benefits Expenses

(Rs. in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Salaries and Wages	75.27	118.41
Contributions to Provident and Other Funds	0.58	0.63
Staff Welfare Expenses	0.83	0.86
Gratuity Expenses	1.70	1.46
Total	78.38	121.36

Note 26 : Finance Costs

(Rs. in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Interest on Borrowings from Related Parties	0.04	241.99
Interest on Borrowings from Others	16.83	7.40
Interest on Borrowings from financial Institutions	-	264.74
Interest on Borrowings from Banks	97.73	-
Interest & Borrowings Cost on Debentures	-	43.49
Interest on Deposit	26.70	1.15
Other Borrowing Costs	13.01	6.18
Total	154.31	564.95

Note 27 : Depreciation and Amortisation Expense

(Rs. in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Depreciation on tangible assets (Refer Note 5)	68.67	72.27
Amortisation of intangible assets (Refer Note 7)	5.06	5.53
Total	73.72	77.80

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 28 : Other Expenses

(Rs. in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Bank Charges and Commission	0.45	0.07
Rent	29.30	58.56
Repairs & maintenance	20.50	18.84
Rates & taxes	19.15	16.83
Legal and professional	47.20	26.79
Insurance Charges	0.85	0.58
Electricity Charges	28.91	51.36
Traveling & Conveyance expenses	1.66	1.85
Communication expenses	51.50	67.44
Canteen expenses	40.95	40.17
Computer expenses	21.84	28.14
CSR expenses	-	3.37
Director sitting fees	5.00	5.50
Advertisement & Business promotion expenses	2.33	7.95
Printing & Stationery	2.77	9.58
Payment to Auditors:		
As auditor	18.00	18.00
Other matters	-	9.75
Out of pocket expenses	0.62	0.72
Provision on standard loan assets	-	(22.50)
Miscellaneous expenses	8.42	14.63
Loss on sale of Investment (Ind As)	-	155.48
Total	299.45	513.11

Note 29 : Earnings/ (Loss) Per Equity Share

(Rs. in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Net Profit after tax attributable to Equity Shareholders for Basic EPS	197.41	43.30
Add/Less: Adjustment relating to potential equity shares		
Net profit after tax attributable to equity shareholders for Diluted EPS	197.41	43.30
Weighted average number of Equity Shares (In lakhs) outstanding during the year		
For Basic EPS	200.05	200.05
For Diluted EPS	212.25	200.05
(c) Face Value per Equity Share (Rs.)		
Basic EPS (Rs.)	0.99	0.22
Diluted EPS (Rs.)	0.93	0.22
(d) Reconciliation between no. of shares (in lakhs) used for calculating basic and diluted EPS		
No. of shares used for calculating Basic EPS	200.05	200.05
Add: Potential equity shares	12.21	-
No. of shares used for calculating Diluted EPS	212.25	200.05

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Accompanying notes to the financial statements

Note 30 - Contingent Liabilities and Commitments

A. Contingent Liabilities*

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
i) Income tax demand contested by the Company	65.36	19.34	19.34
Total	65.36	19.34	19.34

*The Company does not expect any outflow of economic resources in respect of above.

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
ii) *Corporate guarantees issued to Banks & Financial Institutions on behalf of subsidiaries	8,323.14	8,492.45	10,538.73
Total	8,323.14	8,492.45	10,538.73

* The above represents corporate guarantee utilised for Choice Equity Broking Private Limited is Rs. 7229.68 lakhs (March 31, 2019: Rs. 5459.21 lakhs), for Choice Finserv Private Limited is Rs. Nil (March 31, 2019: Rs. 1936.85 lakhs), for Choice Capital Advisors Private Limited is Rs. 98.07 lakhs (March 31, 2019: Rs. 82.39 lakhs) and for Choice Consultancy Services Private Limited is Rs. 995.39 lakhs (March 31, 2019: Rs. 1014.01 lakhs). However the overall sanction amount is Rs. 10720.00 lakhs (March 31, 2019: Rs. 26188.00 lakhs).

B. Capital Commitments- Nil

Note 31 - Expenditure in Foreign Currency

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Foreign Travelling	-	-
Total	-	-

Note 32 - Reconciliation of Tax Expenses and the accounting profit multiplied by India's Tax Rate

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit Before Tax	296.22	21.00
Enacted Income Tax Rate	27.82%	26.00%
Tax @ 25% plus surcharge and education cess	82.41	5.46
Tax effects of adjustments to reconcile expected Income tax expenses to reported income tax expenses:		
Expenses that are not deductible for tax purpose	28.58	73.01
Deductions available under income tax	(40.10)	(46.12)
Total	70.89	32.35
Income tax for earlier year	-	(0.17)
Income tax Expenses recognised in profit & loss	70.90	32.35
Deferred tax recognised in profit & loss	27.90	(54.45)
Total tax Expenses recognised during the year	98.81	(22.27)
Effective Tax Rate	33.36%	-106.05%

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 33 - Employee Benefit Obligations

1. Defined Contribution Plan

During the year, the Company has incurred and recognised the following amounts in the Statement of Profit and Loss:

(Rs. in Lakhs)			
Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Employer's Contribution to Provident Fund	0.43	0.42	2.87
Employer's Contribution to ESIC	0.16	0.21	2.96
Total	0.16	0.63	5.83

2. Defined benefit plans

Gratuity (post-employment benefits)

The Company provides for gratuity to employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised/approved funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

Gratuity

The following table sets out the amount recognised in the balance sheet and the movements in the net defined benefit obligations over the year are as follows:

(Rs. in Lakhs)			
	Present value of obligation	Fair value of Plan assets	Net Amount
1-Apr-18	9.66		9.66
Current Service cost	0.74		0.74
Interest expense/(income)	0.72	(0.18)	0.53
Total amount recognised in profit or loss	1.46	(0.18)	1.27
Remeasurements			
(Gain)/loss from change in financial assumptions	0.04	-	0.04
Experience (gains)/losses	(3.62)	-	(3.62)
Total amount recognised in other comprehensive income	(3.58)	-	(3.58)
Employer contributions:			
Benefit payments	-	0.05	0.05
31-Mar-19	7.54	(0.14)	7.40

(Rs. in Lakhs)			
	Present value of obligation	Fair value of Plan assets	Net Amount
01 April 2019	7.54	(0.14)	7.40
Current Service cost	1.13		1.13
Interest expense/(income)	0.58		0.58
Total amount recognised in profit or loss	1.71	-	1.71
Remeasurements			
Return on plan assets, excluding amounts included in interest expense / (income)	-	(0.01)	(0.01)
(Gain)/loss from change in financial assumptions	0.73		0.73
Due to Change in demographic assumptions	(0.01)		(0.01)
Experience (gains)/losses	(1.85)		(1.85)
Total amount recognised in other comprehensive income	(1.13)	(0.01)	(1.14)
Employer contributions:			
Benefit payments	-	-	-
31-Mar-20	8.11	(0.15)	7.97

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

The net liability disclosed above relates to funded plans are as follows:

(Rs. in Lakhs)			
Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Present value of funded obligations	8.11	7.54	9.66
Fair value of plan assets	(0.15)	(0.14)	-
Deficit/(Surplus) of gratuity plan	7.97	7.40	9.66

Significant estimates- actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

(Rs. in Lakhs)			
Particulars	March 31, 2020	March 31, 2019	April 01, 2018
Discount rate	6.85%	7.65%	7.70%
Salary growth rate (per annum)	6.00%	6.00%	6.00%
Withdrawal rate (per annum)	5% at younger ages reducing to 1% at older ages	5% at younger ages reducing to 1% at older ages	5% at younger ages reducing to 1% at older ages
Expected rate of return	6.85%	7.65%	Not Applicable
Mortality Table	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table

Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

		Impact on defined benefit obligation			
		Change in assumption		Increase in assumption	
		March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Discount rate	0.50%	0.50%	Decrease by	5.77%	5.44%
Salary growth rate	0.50%	0.50%	Increase by	2.92%	2.05%
Withdrawal rate	W.R. x 110%	W.R. x 110%	Increase by	1.22%	2.15%

		Impact on defined benefit obligation			
		Change in assumption		Decrease in assumption	
		March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Discount rate	0.50%	0.50%	Increase by	6.29%	5.92%
Salary growth rate	0.50%	0.50%	Decrease by	2.75%	2.00%
Withdrawal rate	W.R. x 90%	W.R. x 90%	Decrease by	1.27%	2.22%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Description of Relationship	Names of Related Parties	March 31, 2020	March 31, 2019	April 01, 2018
d. Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Kamal Poddar - Holding 12.50 % of Capital in CIL	✓	✓	✓
	Hemlata Poddar - Holding 4.25% of Capital in CIL	✓	✓	✓
	Sunil Patodia - Holding 5.50% of Capital in CIL	✓	✓	✓
	Vinita Patodia - Holding 7.87 of Capital in CIL	✓	✓	✓
	Anil Patodia- Holding 5.50% of Capital in CIL	✓	✓	✓
	Archana Patodia- Holding 7.87% of Capital in CIL	✓	✓	✓
	Arun Poddar - Holding -10.50% of Capital in CIL	✓	✓	✓
	Sonu Poddar - Holding 6.25% of capital in CIL	✓	✓	✓
	Shreya Patodia - Holding 1.50% of Capital in CIL	✓	✓	✓
	Suyash Patodia -Holding 1.50% of Capital in CIL	✓	✓	✓
	Aastha Patodia -Holding 1.50% of Capital in CIL	✓	✓	✓
	Ayush Patodia -Holding 1.50% of Capital in CIL	✓	✓	✓
e. Enterprises over which (c) & (d) are able to exercise significant influence	S. K. Patodia & Associates	✓	✓	✓
	The Byke Hospitality Ltd.	✓	✓	✓
	Hotel Relax Pvt. Ltd.	✓	✓	✓
	Manbhari Biofuel Pvt. Ltd.	✓	✓	✓
	S. K. Patodia Advisory Services Pvt. Ltd.	✓	✓	✓
	Shree Shakambhari Exims Private Limited (Formerly known as Upton Infrastructure Pvt. Ltd.)	✓	✓	✓
	Aqua Pumps Pvt. Ltd.	✓	✓	✓
	Wheresmypanidit.com Pvt Ltd	✓	✓	✓
	Samekit Learning Management Private Limited (Formerly known as Gravotix Technology Private Limited)	✓	✓	✓
	Motormistri.Com Private Limited	-	-	✓
	Thoughts Consultants Jaipur P L in JV with Choice Consultancy Services P L	✓	✓	✓
	VSC Consulting Private JV with Choice Consultancy Services Private Limited (w.e.f January 15,2018)	✓	✓	✓
	Infra Dev Consultants in JV with Choice Consultancy Services Pvt Ltd	✓	✓	✓
	Samank Consumer Products Private Limited	✓	✓	✓
	Samank Apparels Private Limited	✓	✓	✓
	Choice Insurance Broking India Private Limited	✓	✓	✓
	Mumbai Vaish Seva Sansthan	✓	✓	✓
	Farmer's Evolverment Foundation	✓	✓	✓
	Blazing Star Properties Private Limited	✓	✓	✓
	Anant Incense Enterprise (Partnership name, entered by Aastha Patodia)	✓	✓	✓
	Closhoerize (Partnership name, entered by Shreya Patodia)	✓	✓	✓
	De Starvings Couriers LLP	✓	✓	✓
	Choice Strategic Advisors LLP	✓	✓	✓
	Lions Club of Mumbai Choice	✓	✓	✓
	Lions Mumbai Choice Foundation	✓	✓	✓
	Rupang Properties Private Limited	✓	✓	✓
	Anil Patodia HUF	✓	✓	✓
	Sunil Patodia HUF	✓	✓	✓
	Arun Poddar HUF	✓	✓	✓
	Kamal Poddar HUF	✓	✓	✓

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Accompanying notes to the financial statements

(ii) Details of Related Party transactions during the year ended March 31, 2020

(Rs. in Lakhs)

Particulars	Subsidiaries	Associates	KMP	Relative of KMP	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Transactions						
Equity investments in						
Choice Finserv Private Limited	2,000.00	-	-	-	-	2,000.00
	2,000.00	-	-	-	-	2,000.00
Sale of Equity investment in following companies to						
Choice Equity Broking Private Limited						
Choice Corporate Services Private Limited	1.00	-	-	-	-	1.00
Choice Retails Solutions Private Limited	1.00	-	-	-	-	-
Choice Techlab Solutions Private Limited	1.00	-	-	-	-	-
Choice Wealth Management Private Limited	9.50	-	-	-	-	9.50
	12.50	-	-	-	-	10.50
Sale of Equity investment in following companies to KMP and Relative of KMP						
Hemlata Poddar	-	-	5.00	-	-	5.00
Sonu Poddar	-	-	-	5.00	-	5.00
	-	-	5.00	5.00	-	10.00
Loan Taken from -						
Kamal Poddar	-	-	145.50	-	-	145.50
Choice Capital Advisors Private Limited	-	-	-	-	-	-
Choice Equity Broking Private Limited	-	-	-	-	-	-
Choice Finserv Private Limited	-	-	-	-	-	-
Choice Consultancy Services Private Limited	-	-	-	-	-	-
	-	-	145.50	-	-	145.50
Loan Repaid -						
Kamal Poddar	-	-	4.50	-	-	4.50
Choice Capital Advisors Private Limited	-	-	-	-	-	-
Choice Equity Broking Private Limited	-	-	-	-	-	-
Choice Finserv Private Limited	90.36	-	-	-	-	90.36
Choice Consultancy Services Private Limited	-	-	-	-	-	-
	90.36	-	4.50	-	-	94.86
Loan Given to -						
Choice Finserv Private Limited	2,672.73	-	-	-	-	2,672.73
	2,672.73	-	-	-	-	2,672.73
Revenue from Operations						
Income from Business Support Services -						
Choice Equity Broking Private Limited	246.51	-	-	-	-	246.51
Choice Wealth Management Private Limited	7.16	-	-	-	-	7.16
Choice Capital Advisors Private Limited	39.93	-	-	-	-	39.93
Choice Corporate Services Private Limited	2.43	-	-	-	-	2.43
Choice Consultancy Services Private Limited	138.77	-	-	-	-	138.77
The Byke Hospitality Limited	-	-	-	-	85.05	85.05
S K Patodia & Associates	-	-	-	-	139.54	139.54
Choice Insurance Broking India Private Limited	-	-	-	-	21.22	21.22
	434.80	-	-	-	245.81	680.61

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(ii) Details of Related Party transactions during the year ended March 31, 2020 (Continued...)

(Rs. in Lakhs)

Particulars	Subsidiaries	Associates	KMP	Relative of KMP	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Interest on Loans						
Choice Finserv Private Limited	119.14	-	-	-	-	119.14
	119.14	-	-	-	-	119.14
Income from Subletting						
Choice Equity Broking Private Limited	12.30	-	-	-	-	12.30
Choice Consultancy Services Private Limited	6.00	-	-	-	-	6.00
Choice Finserv Private Limited	0.60	-	-	-	-	0.60
Choice Techlab Solutions Private Limited	31.50	-	-	-	-	31.50
S K Patodia & Associates	15.60	-	-	-	-	15.60
	66.00	-	-	-	-	66.00
Finance Costs						
Interest on Loans						
Choice Finserv Private Limited	0.04	-	-	-	-	0.04
	0.04	-	-	-	-	0.04
Employee Benefit Expenses						
Director remuneration	-	-	30.03	-	-	30.03
Salary & allowances	-	-	-	-	-	-
Manoj Singhania	-	-	17.40	-	-	17.40
Karishman Shah	-	-	11.90	-	-	11.90
	-	-	59.33	-	-	59.33
Other Expenses						
Rent Expenses						
Choice Consultancy Services Private Limited	12.00	-	-	-	-	12.00
Choice Capital Advisors Private Limited	0.12	-	-	-	-	0.12
Legal & Professional Expenses						
Choice Capital Advisors Private Limited	11.00	-	-	-	-	11.00
Miscellaneous Expenses						
Samank Consumer Products Private Limited	-	-	-	-	3.15	3.15
	23.12	-	-	-	3.15	26.27

(Rs. in Lakhs)

Particulars	Subsidiaries	Associates	KMP	Relative of KMP	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Balances outstanding at the end of the year						
Rent Deposits						
Choice Consultancy Services Private Limited	250.00	-	-	-	-	250.00
Choice Capital Advisors Private Limited	250.00	-	-	-	-	250.00
	500.00	-	-	-	-	500.00
Borrowings - Current						
Kamal Poddar	-	-	141.00	-	-	141.00
	-	-	141.00	-	-	141.00
Loans - Current						
Choice Finserv Private Limited	2,672.73	-	-	-	-	2,672.73
	2,672.73	-	-	-	-	2,672.73
Trade receivables-						
Choice Equity Broking Private Limited	92.64	-	-	-	-	92.64
Choice Wealth Management Private Limited	4.31	-	-	-	-	4.31
Choice Capital Advisors Private Limited	21.67	-	-	-	-	21.67
Choice Corporate Services Private Limited	0.57	-	-	-	-	0.57
Choice Consultancy Services Private Limited	86.04	-	-	-	-	86.04
Choice Techlab Solutions Private Limited	18.74	-	-	-	-	18.74
Choice Finserv Private Limited	0.12	-	-	-	-	0.12
The Byke Hospitality Limited	-	-	-	-	38.61	38.61
S K Patodia & Associates	-	-	-	-	80.51	80.51
Choice Insurance Broking India Private Limited	-	-	-	-	13.19	13.19
	224.09	-	-	-	132.31	356.39
Trade Payables						
Choice Consultancy Services Private Limited	1.08	-	-	-	0.89	1.08
Samank Consumer Products Private Limited	-	-	2.19	-	-	2.19
Kamal Poddar	-	-	1.05	-	-	1.05
Manoj Singhania	-	-	0.92	-	-	0.92
Karishma Shah	-	-	4.16	-	-	4.16
Non Current Investments						
Choice Equity Broking Private Limited	4,414.00	-	-	-	-	4,414.00
Choice Capital Advisors Private Limited	505.00	-	-	-	-	505.00
Choice Consultancy Services Private Limited	301.00	-	-	-	-	301.00
Choice Portfolio Management Services Private Limited	110.89	-	-	-	-	110.89
Choice Finserv Private Limited	3,552.56	-	-	-	-	3,552.56
	8,883.45	-	-	-	-	8,883.45

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Accompanying notes to the financial statements

(ii) Details of Related Party transactions during the year ended March 31, 2019

(Rs. in Lakhs)

Particulars	Subsidiaries	Associates	KMP	Relative of KMP	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Transactions						
Equity investments in Choice Finserv Private Limited	1,800.00	-	-	-	-	1,800.00
	1,800.00	-	-	-	-	1,800.00
Sale of Equity investment in following companies to						
Choice Equity Broking Private Limited		-	-	-	-	
Choice Finserv Private Limited	453.44	-	-	-	-	453.44
Choice Portfolio Management Services Private Limited	99.90	-	-	-	-	99.90
	553.34	-	-	-	-	553.34
Loan Taken from -						
Kamal Poddar	-	-	110.00	-	-	110.00
Choice Capital Advisors Private Limited	36.00	-	-	-	-	36.00
Choice Equity Broking Private Limited	4,337.71	-	-	-	-	4,337.71
Choice Finserv Private Limited	2,120.92	-	-	-	-	2,120.92
Choice Consultancy Services Private Limited	100.53	-	-	-	-	100.53
	6,595.16	-	110.00	-	-	6,705.16
Loan Repaid -						
Kamal Poddar	-	-	110.00	-	-	110.00
*	93.70	-	-	-	-	93.70
Choice Equity Broking Private Limited	4,606.05	-	-	-	-	4,606.05
Choice Finserv Private Limited	2,030.57	-	-	-	-	2,030.57
Choice Consultancy Services Private Limited	100.53	-	-	-	-	100.53
	6,830.85	-	110.00	-	-	6,940.85
Loan Given to -						
Choice Consultancy Services Private Limited	655.65	-	-	-	-	655.65
Choice Corporate Services Private Limited	143.96	-	-	-	-	143.96
Choice Capital Advisors Private Limited	68.30	-	-	-	-	68.30
Choice Equity Broking Private Limited*	971.15	-	-	-	-	971.15
Choice Finserv Private Limited	905.20	-	-	-	-	905.20
Choice Peers International Private Limited	129.02	-	-	-	-	129.02
Choice Techlab Solutions Private Limited	452.30	-	-	-	-	452.30
Choice Wealth Management Private Limited	271.00	-	-	-	-	271.00
Choice Portfolio Management Services Private Limited	25.50	-	-	-	-	25.50
Choice Retail Solutions Private Limited	3.00	-	-	-	-	3.00
Samank Consumer Products Private Limited	-	-	-	-	-	-
	3,625.08	-	-	-	-	3,625.08

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Subsidiaries	Associates	KMP	Relative of KMP	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Loan Repayment received from -						
Choice Consultancy Services Private Limited	857.12	-	-	-	-	857.12
Choice Corporate Services Private Limited	208.01	-	-	-	-	208.01
Choice Capital Advisors Private Limited	68.30	-	-	-	-	68.30
Choice Equity Broking Private Limited	971.15	-	-	-	-	971.15
Choice Finserv Private Limited	905.20	-	-	-	-	905.20
Choice Peers International Private Limited	273.91	-	-	-	-	273.91
Choice Techlab Solutions Private Limited	626.79	-	-	-	-	626.79
Choice Wealth Management Private Limited	453.25	-	-	-	-	453.25
Choice Portfolio Management Services Private Limited	29.13	-	-	-	-	29.13
Choice Retail Solutions Private Limited	10.00	-	-	-	-	10.00
Samank Consumer Products Private Limited	-	-	-	-	259.80	259.80
	4,402.87	-	-	-	259.80	4,662.67
Advance received						
Samank Consumer Products Private Limited	-	-	-	-	410.00	410.00
	-	-	-	-	410.00	410.00
Advance amount repaid						
Samank Consumer Products Private Limited	-	-	-	-	410.00	410.00
	-	-	-	-	410.00	410.00
Transfer of assets						
Choice Finserv Private Limited	6.76	-	-	-	-	6.76
	6.76	-	-	-	-	6.76
Revenue from Operations						
Income from Business Support Services -						
Choice Equity Broking Private Limited	267.56	-	-	-	-	267.56
Choice Wealth Management Private Limited	9.22	-	-	-	-	9.22
Choice Capital Advisors Private Limited	58.16	-	-	-	-	58.16
Choice Corporate Services Private Limited	6.18	-	-	-	-	6.18
Choice Consultancy Services Private Limited	144.85	-	-	-	-	144.85
The Byke Hospitality Limited	-	-	-	-	85.15	85.15
S K Patodia & Associates	-	-	-	-	194.92	194.92
Choice Insurance Broking India Private Limited	-	-	-	-	4.33	4.33
	485.96	-	-	-	284.40	770.36

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(ii) Details of Related Party transactions during the year ended March 31, 2019 (Continued...)

(Rs. in Lakhs)

Particulars	Subsidiaries	Associates	KMP	Relative of KMP	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Interest on Loans						
Choice Equity Broking Private Limited	0.20	-	-	-	-	0.20
Choice Consultancy Services Private Limited	15.84	-	-	-	-	15.84
Choice Finserv Private Limited	6.02	-	-	-	-	6.02
Samank Consumer Products Private Limited	-	-	-	-	10.99	10.99
	22.06	-	-	-	10.99	33.05
Brokerage & DP Charges						
Choice Equity Broking Private Limited	-	-	-	-	-	-
	-	-	-	-	-	-
Finance Costs						
Interest on Loans						
Choice Equity Broking Private Limited	74.10	-	-	-	-	74.10
Choice Consultancy Services Private Limited	0.50	-	-	-	-	0.50
Choice Finserv Private Limited	167.39	-	-	-	-	167.39
Other Borrowing Costs						
Choice Equity Broking Private Limited	-	-	-	-	-	-
	241.99	-	-	-	-	241.99
Employee Benefit Expenses						
Director remuneration	-	-	42.00	-	-	42.00
Salary & allowances						
Manoj Singhania	-	-	15.02	-	-	15.02
Karishman Shah	-	-	9.83	-	-	9.83
	-	-	66.84	-	-	66.84
Other Expenses						
Lions Club of Mumbai Choice	-	-	-	-	0.50	0.50
Lions Mumbai Choice Foundation	-	-	-	-	1.64	1.64
	-	-	-	-	2.14	2.14

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Subsidiaries	Associates	KMP	Relative of KMP	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Balances outstanding at the end of the year						
Short Term Borrowings						
Choice Finserv Private Limited	90.36	-	-	-	-	90.36
Trade receivables -						
Choice Equity Broking Private Limited	57.06	-	-	-	-	57.06
Choice Wealth Management Private Limited	1.83	-	-	-	-	1.83
Choice Capital Advisors Private Limited	1.42	-	-	-	-	1.42
Choice Corporate Services Private Limited	1.37	-	-	-	-	1.37
Choice Consultancy Services Private Limited	19.70	-	-	-	-	19.70
The Byke Hospitality Limited	-	-	-	-	23.26	23.26
S K Patodia & Associates	-	-	-	-	33.02	33.02
Choice Insurance Broking India Private Limited	-	-	-	-	1.15	1.15
	81.38	-	-	-	57.43	138.81
Trade Payables						
Kamal Poddar	-	-	0.26	-	-	0.26
Manoj Singhania	-	-	1.19	-	-	1.19
Karishma Shah	-	-	0.87	-	-	0.87
	-	-	2.32	-	-	2.32
Other Current Assets						
Choice Finserv Private Limited	6.76	-	-	-	-	6.76
	6.76	-	-	-	-	6.76
Non Current Investments						
Choice Equity Broking Private Limited	4,414.00	-	-	-	-	4,414.00
Choice Capital Advisors Private Limited	505.00	-	-	-	-	505.00
Choice Consultancy Services Private Limited	301.00	-	-	-	-	301.00
Choice Portfolio Management Services Private Limited	110.89	-	-	-	-	110.89
Choice Finserv Private Limited	1,552.56	-	-	-	-	1,552.56
Choice Peers International Private Limited	10.00	-	-	-	-	10.00
Choice Wealth Management Private Limited	1.00	-	-	-	-	1.00
Choice Techlab Solutions Private Limited	1.00	-	-	-	-	1.00
Choice Corporate Services Private Limited	0.75	-	-	-	-	0.75
Choice Retail Solutions Private Limited	0.00	-	-	-	-	0.00
	6,896.21	-	-	-	-	6,896.21

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Accompanying notes to the financial statements:

Details of Related Party Balances as on April 01, 2018

Particulars	Subsidiaries	Associates	KMP	Relative of KMP	Enterprises over which (c) & (d) are able to exercise significant influence	Total
(Rs. in Lakhs)						
Balances outstanding at the end of the year						
Trade receivables -						
Choice Equity Broking Private Limited	77.12	-	-	-	-	77.12
Choice Merchandise Broking Private Limited	34.17	-	-	-	-	34.17
Choice Wealth Management Private Limited	6.72	-	-	-	-	6.72
Choice Consultancy Services Private Limited	59.81	-	-	-	-	59.81
The Byke Hospitality Limited	-	-	-	-	0.12	0.12
S K Patodia & Associates	-	-	-	-	0.97	0.97
Trade Payables						
Kamal Poddar	-	-	3.75	-	-	3.75
Manoj Singhania	-	-	1.19	-	-	1.19
Karishma Shah	-	-	0.55	-	-	0.55
Short term borrowings						
Choice Merchandise Broking Private Limited	1,098.96	-	-	-	-	1,098.96
Choice Capital Advisors Private Limited	57.70	-	-	-	-	57.70
Non Current Investments						
Choice Equity Broking Private Limited	1,156.66	-	-	-	-	1,156.66
Choice Capital Advisors Private Limited	3,914.00	-	-	-	-	3,914.00
Choice Merchandise Broking Private Limited	505.00	-	-	-	-	505.00
Choice Consultancy Services Private Limited	301.00	-	-	-	-	301.00
Choice Portfolio Management Services Private Limited	210.79	-	-	-	-	210.79
Choice Finserv Private Limited	206.00	-	-	-	-	206.00
Choice Peers International Private Limited	10.00	-	-	-	-	10.00
Choice Wealth Management Private Limited	1.00	-	-	-	-	1.00
Choice Techlab Solutions Private Limited	1.00	-	-	-	-	1.00
Choice Corporate Services Private Limited	0.75	-	-	-	-	0.75
Choice Retail Solutions Private Limited	0.00	-	-	-	-	0.00
Aqua Pumps Infra Ventures Limited	-	1,487.92	-	-	-	1,487.92
Short Term Loans & Advances						
Choice Consultancy Services Private Limited	5,649.54	-	-	-	-	5,649.54
Choice Corporate Services Private Limited	201.47	-	-	-	-	201.47
Choice Equity Broking Private Limited	64.05	-	-	-	-	64.05
Choice Peers International Private Limited	830.61	-	-	-	-	830.61
Choice Portfolio Management Services Private Limited	144.90	-	-	-	-	144.90
Choice Retail Solutions Private Limited	3.63	-	-	-	-	3.63
Choice Techlab Solutions Private Limited	7.00	-	-	-	-	7.00
Choice Wealth Management Private Limited	174.49	-	-	-	-	174.49
Samark Consumer Products Private Limited	182.25	-	-	-	-	182.25
	1,608.40	-	-	-	259.80	259.80
						1,868.20

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2020

Note 35 Reconciliation of Equity and Net profit

A. Reconciliation of equity as at March 31, 2019

(Rs. in Lakhs)

Particulars	IGAAP*	Impact	Ind As
ASSETS			
Non -Current Assets			
(a) Property, Plant and Equipment ¹	6,504.90	(120.00)	6,384.90
(b) Investment Property	-	120.00	120.00
(c) Other Intangible Assets	22.54	-	22.54
(d) Intangible Assets Under Development	12.81	-	12.81
(e) Financial Assets			
(i) Investments ²	9,477.59	155.48	9,633.06
(ii) Other Financial Assets ³	26.83	(0.06)	26.77
(f) Income Tax Assets (Net)	69.19	-	69.19
Current Assets			
(a) Financial Assets			
(i) Trade Receivables	178.92	-	178.92
(ii) Cash and Cash Equivalents	31.96	-	31.96
(iii) Bank balance other than above	8.87	-	8.87
(iv) Loans	9,001.56	-	9,001.56
(b) Other Current Assets	106.39	-	106.39
Total Assets	25,441.55	155.42	25,596.97
LIABILITIES AND EQUITY			
Equity			
(a) Equity Share Capital	2,000.48	-	2,000.48
(b) Other Equity	11,709.58	114.71	11,824.29
Non-Current Liabilities			
(a) Provisions	8.64	0.39	9.02
(b) Deferred Tax Liabilities	196.33	40.32	236.65
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	10,624.21	-	10,624.21
(ii) Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	0.75	-	0.75
Total outstanding dues of creditors other than micro enterprises and small enterprises	62.00	-	62.00
(iii) Other Financial Liabilities	717.70	-	717.70
(b) Other Current Liabilities	63.07	-	63.07
(c) Provisions	58.80	-	58.80
Total Liabilities and Equities	25,441.55	155.42	25,596.97

** The Indian GAAP figures have been reclassified to confirm to Ind-AS presentation requirements for the purpose of this note.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

B. Reconciliation of equity as at March 31, 2019

(Rs. in Lakhs)

Particulars	IGAAP*	Impact	Ind As
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment ¹	6,433.44	(120.00)	6,313.44
(b) Investment Property ¹	-	120.00	120.00
(c) Other Intangible Assets	17.02	-	17.02
(d) Intangible Assets Under Development	8.95	-	8.95
(e) Financial Assets			
(i) Investment ²	6,896.21	-	6,896.21
(ii) Other Financial Assets ³	17.28	(0.02)	17.26
(f) Income Tax Assets (Net)	77.78	-	77.78
Current Assets			
(a) Financial Assets			
(i) Trade Receivables	139.02	-	139.02
(ii) Cash and Cash Equivalents	597.13	-	597.13
(iii) Bank balance other than above	8.10	-	8.10
(iv) Loans	18.31	-	18.31
(b) Other Current Assets	31.34	-	31.34
TOTAL ASSETS	14,244.58	(0.02)	14,244.55
LIABILITIES AND EQUITY			
Equity			
(a) Equity Share Capital	2,000.48	-	2,000.48
(b) Other Equity	11,870.22	(0.02)	11,870.20
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Other Financial Liabilities	10.59	-	10.59
(b) Provisions	6.27	0.00	6.27
(c) Deferred Tax Liabilities	183.12	-	183.12
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	90.37	-	90.37
(ii) Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	0.41	-	0.41
Total outstanding dues of creditors other than micro enterprises and small enterprises	53.38	-	53.38
(b) Other Current Liabilities	28.60	-	28.60
(c) Provisions	1.13	-	1.13
Total Liabilities and Equities	14,244.58	(0.02)	14,244.55

* The Indian GAAP figures have been reclassified to conform to Ind - AS presentation requirements for the purpose of this note.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

C. Reconciliation of Total Comprehensive Income for the year ended March 31, 2019

(Rs. in Lakhs)

Particulars	IGAAP*	Impact	Ind As
I Revenue from Operations			
Revenue from Operations	1,276.25	-	1,276.25
Total Revenue from Operations	1,276.25	-	1,276.25
Other Income	20.79	1.18	21.97
Total Income	1,297.04	1.18	1,298.22
II Expenses			
Employee Benefits Expense	118.22	3.14	121.36
Finance Costs	563.80	1.15	564.95
Depreciation and Amortization Expense	77.80	-	77.80
Other Expenses	357.61	155.48	513.08
Total Expenses	1,117.43	159.76	1,277.19
III Profit / (loss) before exceptional items and tax (I- II)	179.62	(158.59)	21.03
IV Exceptional items	-	-	-
V Profit/(loss) before tax (III-IV)	179.62	(158.59)	21.03
VI Tax Expense:			
Current Tax	32.35	-	32.35
Earlier Years Tax Expense	(0.17)	-	(0.17)
Deferred Tax	(13.21)	(41.24)	(54.45)
VII Total Tax Expense (V-VI)	18.97	(41.24)	(22.27)
VIII Profit / (loss) for the period (VII-VIII)	160.64	(117.34)	43.30
IX Other Comprehensive Income⁴			
Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit obligations	-	3.53	3.53
Tax Effect on above	-	(0.92)	(0.92)
Other Comprehensive Income for the year, net of tax		2.61	2.61
X Total Comprehensive Income for the year (VIII+IX) (Comprising Profit/(Loss) and Other Comprehensive Income for the year)	160.64	(114.73)	45.91

* The Indian GAAP figures have been reclassified to conform to Ind-AS presentation requirements for the purpose of this note.

Notes:

- Pursuant to Ind AS requirements, investment property is presented separately. Under I-GAAP the same was presented as part of tangible assets. Tangible assets have been now divided into two categories under Ind AS viz. Property, plant and equipment and Investment property.
- All Investments except investments in group companies have been fair valued in accordance with Ind AS 109. Investments are fair valued through profit or loss. Under I-GAAP the current investments were carried at cost net of diminution in their value as at the Balance Sheet date. The long term investments were carried at cost net of permanent diminution, if any.
- Under Ind AS financial assets and liabilities are measured at fair value at the inception and subsequently at amortised cost or at fair value based on their classification. Under I-GAAP the financial assets and liabilities were measured at cost.
- Actuarial gains and losses pertaining to defined benefit obligations and re-measurement pertaining to return on plan assets are recognised in Other Comprehensive Income in accordance with Ind AS 19 and are not reclassified to profit or loss. Further, there are certain other items (as presented in OCI) that are accounted in Other Comprehensive Income and subsequently reclassified to Profit or Loss in accordance with Ind AS requirements.

D. Impact of Ind AS adoption on the Statement of Cash Flows for the year ended on March 31, 2019

Particulars	IGAAP	Impact	Ind As
Net Cash Flows from Operating Activities	9,474.96	(9,582.53)	(107.56)
Net Cash Flows from Investing Activities	2,631.59	9,138.73	11,770.32
Net Cash Flows from Financing Activities	(11,542.16)	444.57	(11,097.59)
Net Increase/ (decrease) in cash and cash equivalents	564.40	0.78	565.17
Cash and Cash Equivalents as at March 31, 2018	40.83	-	31.96
Cash and Cash Equivalents as at March 31, 2019	605.23	-	597.13

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 36 Disclosure pursuant to Ind AS 1 "Presentation of financial statements"

(a) Current Assets expected to be recovered within twelve months and after twelve months from the reporting date:

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020			As at March 31, 2019			As at April 01, 2018		
		Within twelve months	After Twelve months	Total	Within twelve months	After Twelve months	Total	Within twelve months	After Twelve months	Total
Trade Receivables	9	356.39	-	356.39	139.02	-	139.02	178.92	-	178.92
Loans	12	2,672.74	-	2,672.74	18.31	-	18.31	9,001.56	-	9,001.56
Other Current Assets	13	16.11	-	16.11	31.34	-	31.34	106.38	-	106.38

(b) Current Liabilities expected to be settled within twelve months and after twelve months from the reporting date:

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020			As at March 31, 2019			As at April 01, 2018		
		Within twelve months	After Twelve months	Total	Within twelve months	After Twelve months	Total	Within twelve months	After Twelve months	Total
Trade Payable	19	-	-	-	-	-	-	-	-	-
(a) Dues of micro enterprises and small enterprises		3.79	-	3.79	0.41	-	0.41	0.75	-	0.75
(b) Dues of creditors other than micro enterprises and small enterprises		34.11	-	34.11	53.38	-	53.38	62.00	-	62.00
Other Financial Liabilities	20	-	-	-	10.59	-	10.59	717.70	-	717.70
Other Current Liabilities	21	46.43	-	46.43	28.60	-	28.60	63.07	-	63.07
Provisions	22	1.60	-	1.60	1.13	-	1.13	58.80	-	58.80

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(c) Quantitative Disclosures of carrying value / fair Value measurement hierarchy for assets and liabilities

(Rs. in Lakhs)

Particulars	Date of Valuation	As at March 31, 2020			Date of Valuation	As at March 31, 2019		
		Total	Quoted Price in Active Market	Significant Observable inputs		Total	Quoted Price in Active Market	Significant Observable inputs
			(Level 1)	(Level 2)			(Level 1)	(Level 2)
Financial Assets at Amortised Cost								
Non Current								
Investment in subsidiaries	31/3/2020	8,883.45	-	-	31/3/2019	6,896.20	-	-
Other Financial Assets	31/3/2020	506.63	-	-	31/3/2019	17.26	-	-
Current								
Trade Receivables	31/3/2020	356.39	-	-	31/3/2019	139.02	-	-
Cash and Cash Equivalents	31/3/2020	314.93	-	-	31/3/2019	597.13	-	-
Bank Balance other than above	31/3/2020	7.51	-	-	31/3/2019	8.10	-	-
Loans	31/3/2020	2,672.74	-	-	31/3/2019	18.31	-	-
Financial Liabilities at Amortised Cost								
Current								
Borrowings	31/3/2020	2,329.94	-	-	31/3/2019	90.37	-	-
Trade Payables	31/3/2020	37.90	-	-	31/3/2019	53.79	-	-
Other Financial Liabilities	31/3/2020	-	-	-	31/3/2019	10.59	-	-

to be continued..

(Rs. in Lakhs)

Particulars	Date of Valuation	As at April 01, 2018		
		Total	Quoted Price in Active Market	Significant Observable inputs
			(Level 1)	(Level 2)
Financial Assets at Amortised Cost				
Non Current				
Investment in subsidiaries	1/4/2018	5,649.54	-	-
Investment in associate	1/4/2018	1,487.92	-	-
Investment in Other Companies (Quoted)	1/4/2018	-	690.53	-
Investment in Other Companies (Unquoted)	1/4/2018	-	-	1,805.07
Other Financial Assets	1/4/2018	26.77	-	-
Current				
Trade Receivables	1/4/2018	178.92	-	-
Cash and Cash Equivalents	1/4/2018	31.96	-	-
Bank Balance other than above	1/4/2018	8.87	-	-
Loans	1/4/2018	9,001.56	-	-
Financial Liabilities at Amortised Cost				
Current				
Borrowings	1/4/2018	10,624.21	-	-
Trade Payables	1/4/2018	62.75	-	-
Other Financial Liabilities	1/4/2018	717.70	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 37 Financial Assets at Amortised Cost Method

The carrying value of the following financial assets recognised at amortised cost:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Non-Current Financial Assets			
Others	506.63	17.26	26.77
Current Financial Assets			
Trade receivables	356.39	139.02	178.92
Cash and Cash Equivalents	314.93	597.13	31.96
Other bank balances	7.51	8.10	8.87
Loans	2,672.74	18.31	9,001.56
Others	16.11	31.34	106.38
Total	3,874.31	811.16	9,354.45

Note: The fair value of the above financial assets are approximately equivalent to carrying values as recognised above.

Note 38 Financial Liabilities at Amortised Cost Method

The carrying value of the following financial liabilities recognised at amortised cost:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Current Financial Liabilities			
Borrowings	2,329.94	90.37	10,624.21
Trade Payable	37.90	53.79	62.75
Other Financial Liabilities	-	10.59	717.70
Total	2,367.85	154.75	11,404.66

Note: The fair value of the above financial liabilities are approximately equivalent to carrying values as recognised above.

Note 39 Financial Assets at Fair Value Through Profit or Loss

The carrying value of the following financial assets recognised at fair value through profit or loss:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Non - Current Financial Assets			
Investments	-	-	2,495.60
Total	-	-	2,495.60

Note: The above investments are quoted instruments in active markets and the same is recognised at fair value. Fair value measurement is done considering the Level -1 of Fair Value Hierarchy as per the Ind-AS 113.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 40 : Financial Risk Management Objectives and Policies

The Company's principal financial liabilities comprise of loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations directly or indirectly. The Company's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The below note explains the sources of risk which the entity is exposed to and how the entity manages the risk :

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade receivables, financial instruments, Fixed Deposit with Banks, financial assets measured at amortised cost.	Aging analysis and Credit ratings	Diversification of Existing credit limits Unutilised from Consortium Bankers.
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed Credit lines and borrowing facilities
Market Risk - foreign exchange	Future commercial transactions. Recognised financial liabilities not denominated in Indian Rupee (INR)	Cash flow forecasting and Sensitivity analysis	Forward foreign exchange contracts
Market Risk - Interest rate	Long-Term borrowings at variable rates	Sensitivity analysis	Interest Rate Swaps

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including Fixed deposits with banks and financial institutions and other financial instruments.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made generally in the fixed deposits and for funding to subsidiary company. The investment limits are set to minimise the concentration of risks and therefore mitigate financial loss to make payments for vendors.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2020 and March 31, 2019 is the carrying amounts as stated in balance sheet except for balances of subsidiary company.

Liquidity Risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and unsecured loans. The Company has access to a sufficient variety of sources of funding which can be rolled over with existing lenders. The Company believes that the working capital is sufficient to meet its current requirements.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

The table below provides details regarding the maturities of significant financial liabilities as of March 31, 2020, March 31, 2019 and April 1, 2018:

(Rs. in Lakhs)

Particulars	0-1 Year	1-3 years	3-5 years	More than 5 Years	Total
Year ended March 31, 2020					
Secured Loans	1,373.78	-	-	-	1,373.78
Unsecured Loans	1,630.32	-	-	-	1,630.32
Trade Payables	37.90	-	-	-	37.90
Others	-	-	-	-	-
Year ended March 31, 2019					
Secured Loans	0.01	-	-	-	0.01
Unsecured Loans	90.36	-	-	-	90.36
Trade Payables	53.79	-	-	-	53.79
Others	10.59	-	-	-	10.59
Year ended April 01, 2018					
Secured Loans	9,367.40	-	-	-	9,367.40
Unsecured Loans	1,256.81	-	-	-	1,256.81
Trade Payables	62.75	-	-	-	62.75
Others	717.70	-	-	-	717.70

Market Risk

Market risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include loans and borrowings and deposits.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Company's policy is to keep balance between its borrowings at fixed rates of interest. The difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

The exposure of the Company to interest rate changes at the end of the reporting period are as under:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Variable Rate Borrowing	2,329.94	-
Fixed Rate Borrowing	-	90.36
Total	2,329.94	90.36

Interest rate Sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

The exposure of the Company to interest rate changes at the end of the reporting period are as under:

(Rs. in Lakhs)

Particulars	Increase/ Decrease in basis points	Effect on Profit before Tax
March 31, 2020	+ 1%	(23.30)
	- 1%	23.30
March 31, 2019	+ 1%	-
	- 1%	-

Equity price risk

The Company's unlisted equity securities are of subsidiary and deemed cost of the same are taken as previous GAAP carrying value (i.e. cost of acquisition).

Note 41 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital, securities premium and all other reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the value of the share and to reduce the cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company can adjust the dividend payment to shareholders, issue new shares, etc. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
A) Net Debt			
Borrowings (Current and Non-Current)	2,329.94	90.37	10,624.21
Cash and cash equivalents	314.93	597.13	31.96
Net Debt (A)	2,015.01	(506.76)	10,592.25
B) Equity			
Equity share capital	2,000.48	2,000.48	2,000.48
Other Equity	14,592.77	11,870.20	11,824.29
Total Equity (B)	16,593.25	13,870.68	13,824.77
Gearing Ratio (Net Debt / Capital) i.e. (A / B)	12.14%	-3.65%	76.62%

Note 42 : Segment Information:

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Group's chief operating decision maker is the Chief Executive Officer and Managing Director. Pursuant to surrendering its license, the main Business of the Company is investing and financing to the Subsidiaries and providing support services to the Group Companies. The Company is in process of further reducing its existing investing and financing exposures to Companies other than Subsidiaries. Further all activities are carried out within India. Accordingly, Segment Reporting in accordance with Ind Accounting Standard - 108 "Operating Segment" issued by the Institute of Chartered Accountants of India and adopted by Companies (Accounting Standard) Rules, 2015 is not applicable to the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 43 : Expenditure on Corporate Social Responsibility:

As per Section 135 of the Companies Act, 2013, the company is not mandatorily required to spend on corporate social responsibility (CSR) activities. However the Company voluntarily made contribution of Rs Nil (March 31, 2019: Rs. 3.36 Lakhs) towards CSR.

Note 44 : Surrender of NBFC License

The Company vide their letter dated August 20, 2018 had requested Reserve Bank of India (RBI) for cancellation of Certificate of Registration as NBFC and accordingly has not carried out NBFC related activities during the year ended March 31, 2020

Note 45 : COVID Impact

The outbreak of COVID-19 pandemic across the globe and in India has contributed to a significant decline and volatility in the global and Indian financial markets and slowdown in the economic activities. The management of the Company have, based on current available information, determined the carrying value of various financial assets after considering the potential macro-economic impact and all available internal and external information up to the date of approval of these financial statements.

Note 46 : Previous Years' Figures:

The financial statements have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind-AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable. The Company has adopted Ind-AS on April 01, 2019 with the transition date as April 01, 2018, and adoption was carried out in accordance with Ind-AS 101 - First Time Adoption of Indian Accounting Standards. The previous period's figures have been regrouped or rearranged wherever necessary.

The accompanying notes are an integral part of these financial statements

For and on behalf of Board of Directors

Sd/-
Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-
Ajay Kejriwal
Director
(DIN-03051841)

Sd/-
Manoj Singhania
Chief Financial Officer

Sd/-
Karishma Shah
Company Secretary

Place : Mumbai
Date : August 04, 2020

Place : Mumbai
Date : August 04, 2020

Independent Auditor's Report

INDEPENDENT AUDITOR'S REPORT

To The Members of Choice International Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying consolidated financial statements of Choice International Limited (the "Holding Company") and its subsidiaries, (Holding Company and its subsidiaries together referred to as "the Group") which includes the Group's share of profit in its associate, which comprise the Consolidated Balance Sheet as at 31st March 2020, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information, in which includes jointly controlled operations of the Group accounted on proportionate basis.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements jointly controlled operations, subsidiaries, and associate referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March 2020, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (Sas). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its associate in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraphs (a) and (b) of the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

EMPHASIS OF MATTER

We draw attention to Note 57 to the consolidated financial statements, in which the Group describes the uncertainties arising from COVID 19 pandemic which has been considered by the management while determining the carrying value of financial assets.

Our opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated 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 the matters described below to be the key audit matters to be communicated in our report.

1. IMPAIRMENT OF LOANS MEASURED AT AMORTIZED COST (REFER NOTE 51 TO THE CONSOLIDATED FINANCIAL STATEMENTS)

KEY AUDIT MATTER DESCRIPTION

As at the year end, the Group has reported financial assets carried at amortised cost in the form of loans granted by subsidiaries aggregating Rs. 11,732.18 lakhs net of provision for expected credit loss of Rs. 60.43 lakhs.

This is considered as a key audit matter because measurement of loan impairment involves application of significant judgement by the management. The most significant judgements includes:

- Timely identification and classification of the impaired loans which also include considering the impact of recent RBI's COVID-19 regulatory circulars.
- Determining the probability of defaults based on historical credit loss and estimation of loss given defaults based on the value of collaterals and relevant factors.
- Inputs and Judgements used in determination of management overlay at various asset stages considering the current uncertain economic environment arising out of the COVID 19 Pandemic.

HOW THE KEY AUDIT MATTER WAS ADDRESSED IN THE AUDIT

The principle audit procedures performed included the following:

- Evaluation of the Group's internal control system in adhering to the policy for identification of and provisioning for Expected credit Loss ("ECL") on loans;
- Identification and testing of the design and implementation as well as operational effectiveness of key control pertaining to identification, classification and staging of loans in correct buckets, key assumptions used for the purpose of determination of impairment provision, completeness and accuracy of the data inputs used and monitoring of overdue positions by business and finance team;
- Test check loans to examine the approval process, validity of the recorded amounts, loan documentation, examination of the statement of accounts, indicators of impairment, expected credit loss provision, additional provisions made on loans considering the current uncertain economic environment arising out of COVID 19 pandemic and compliance with identification of and provisioning for ECL on loans;

- Evaluation of management judgment, governance process and review controls; and discussion on the process and assumptions for identification of and provisioning for ECL on loans with senior management.

2. INVESTMENTS CARRIED AT FAIR VALUE (REFER NOTE 6 TO THE CONSOLIDATED FINANCIAL STATEMENTS)

KEY AUDIT MATTER DESCRIPTION

The Group has Investments made in unquoted securities aggregating to Rs.1,505.07 lakhs (net of provision for impairment Rs300 lakhs) as at March 31, 2020.

These investment are classified Level III investment and the valuation is based on a unobservable market inputs. The Group has applied judgements in estimating the cash flows considering the current uncertain economic environment with the range of possible effects unknown to the Group arising out of the COVID 19 Pandemic. In view of the complexities and significant judgements involved we have considered the valuation of these investments as a key audit matter.

How the Key Audit Matter Was Addressed in the Audit

The principle audit procedures performed included following:

- Tested the design and effectiveness of internal controls implemented by the management in respect of valuation of the investments.
- Analyzed reasonableness of the determination of the appropriate recovery rate and estimated cash flows.
- Compared the management's assumption of discount rate, cash flow and comparable market multiples with the supporting evidence to test the reasonableness of assumptions used.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

- The Holding Company's Board of Directors is responsible for the preparation of other information. The other information comprises the Directors' Report including annexures to Directors' Report, Management Discussion and Analysis Report and Report on Corporate Governance, but does not include the standalone financial statements and consolidated financial statements and our auditors' report thereon, which is expected to be made available to us after the date of this auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the jointly controlled operations, subsidiaries and associate audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the jointly controlled operations, subsidiaries and associate, is traced from their financial statements audited by the other auditors.

- When we read the Director's Report including annexures to Director's report, Management Discussion and Analysis Report and Report on Corporate Governance, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its associate in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associate 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate are also responsible for overseeing the financial reporting process of the Group and of its associate.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding 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 the 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 ability of the Group and its associate 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 consolidated 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 Group and its associate to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such branches or entities or business activities included in the consolidated financial statements of which we are the independent auditors. For the other branches or entities or business activities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our

audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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 consolidated 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.

OTHER MATTERS

- We did not audit the financial statements of a jointly controlled operations included in the standalone financial statements of the company included in the Group whose financial statements reflect total assets of Rs. 36.33 lakhs as at 31st March 2020 and total revenue of Rs. 1.93 lakhs for the year ended on that date, as considered in the respective standalone financial statements of the companies included in the Group. The financial statements of the jointly controlled operations have been audited by the other auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of the jointly controlled operations and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid jointly controlled operations, is based solely on the report of such other auditors.
 - We did not audit the financial statements of six subsidiaries, whose financial statements reflect total assets of Rs. 2,437.72 lakhs as at 31st March, 2020, total revenues of Rs. 1,384.95 lakhs and net cash inflows amounting to Rs. 22.46 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.
- © We did not audit the financial information of a subsidiary whose financial information reflect total revenues of Rs. 0.54 lakhs for the period 1st April 2019 to 29th June 2019, as considered in the

consolidated financial statements. The consolidated financial statements also include the Group's share of net profit of Rs. Nil for the year ended 31st March, 2020, as considered in the consolidated financial statements, in respect of an associate whose financial information have not been audited by us. These financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and associate, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial information are not material to the Group.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Management.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the jointly controlled operations, subsidiaries and associate referred to in the Other Matters section above we report, to the extent applicable that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2020 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies and associate company incorporated in India, none of the directors of the Group companies and its associate company incorporated in India is disqualified as on 31st March, 2020 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Holding

company, subsidiary companies and associate company incorporated in India to whom internal financial controls over financial reporting is applicable. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

- 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 Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i) The consolidated financial statements disclose the impact of pending litigations as at the year-end on the consolidated financial position of the Group and its associate.
 - ii) The Group and its associate did not have any material foreseeable losses on long-term contracts including derivative contracts as at the year-end.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies and associate company incorporated in India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sd/-
G.K Subramaniam
(Partner)
(Membership No. 109839)
UDIN: 20109839AAAAON8952

Place: Mumbai
Date: 4th August, 2020

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

In conjunction with our audit of the consolidated financial statements of the **Choice International Limited** (hereinafter referred to as "the Holding Company") as of and for the year ended 31st March, 2020, we have audited the internal financial controls over financial reporting of the Holding Company, its subsidiary companies and its associate company, which are companies incorporated in India to whom internal financial controls over financial reporting is applicable, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding company, its subsidiary companies and associate company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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 its business, including adherence to the respective 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 internal financial controls over financial reporting of the Holding Company, its subsidiary companies and associate company which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 auditors' 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 and the audit evidence obtained by the other auditors of the subsidiary companies and associate company which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company, its subsidiary companies and associate company which are companies incorporated in India and where such reporting under Section 143(3) of the Act is applicable.

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 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 the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Holding Company, its subsidiary companies and its associate company which are companies incorporated in India, and where such reporting under Section 143(3) is applicable, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

OTHER MATTERS

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to six subsidiary companies, which are companies incorporated in India, and where such reporting under Section 143(3) is applicable, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

A jointly controlled operation of the subsidiary company which is not a Company incorporated in India, to whom reporting on internal financial controls system over financial reporting is not applicable and hence no reporting under the internal financial controls system over financial reporting has been made.

Reporting on internal financial controls system over financial reporting with respect to an associate company is not applicable and hence no reporting under the internal financial controls system over financial reporting has been made.

Our opinion is not modified in respect of the above matters.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sd/-
G.K Subramaniam
(Partner)
(Membership No. 109839)
UDIN: 20109839AAAAON8952

Place: Mumbai
Date: 4th August, 2020

Consolidated Financial Statements

CHOICE INTERNATIONAL LIMITED BALANCE SHEET

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
ASSETS				
Non Current Assets:				
(a) Property, Plant and Equipment	3	7,221.82	8,351.37	7,522.18
(b) Investment Property	4	120.00	120.00	120.00
(c) Goodwill	5	825.00	825.00	-
(d) Other Intangible Assets	5	583.62	539.08	117.46
(e) Intangible Assets Under Development	5	14.36	45.66	435.83
(f) Financial Assets:				
(i) Investments	6	1,958.97	2,167.71	6,001.98
(ii) Loans	7	74.63	21.07	95.90
(iii) Other Financial Assets	8	394.67	442.21	186.24
(g) Income Tax Assets	9	361.73	377.43	324.23
(h) Deferred Tax Assets	10	81.98	99.77	45.34
(i) Other Non-Current Assets	11	3.51	6.06	64.95
Goodwill on Consolidation		-	2.95	2.95
Current Assets:				
(a) Securities held for Trade	12	3,060.91	3,637.23	1,978.33
(b) Financial Assets:				
(i) Trade Receivables	13	9,104.28	6,673.94	11,675.02
(ii) Cash and Cash Equivalents	14	3,733.23	1,361.37	2,429.20
(iii) Bank balances other than above	15	1,364.98	1,061.72	3,771.87
(iv) Loans	16	11,779.83	8,489.87	8,161.48
(v) Other Financial Assets	17	9,056.96	12,447.59	706.74
(c) Other Current Assets	18	540.00	726.27	609.19
Total Assets		50,280.48	47,396.30	44,248.89
LIABILITIES AND EQUITY				
Liabilities				
Equity				
(a) Equity Share Capital	19	2,000.48	2,000.48	2,000.48
(b) Other Equity	20	19,319.86	15,353.24	15,775.31
		21,320.34	17,353.72	17,775.79
Liabilities				
Non Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	21	380.96	436.25	488.42
(ii) Other Financial Liabilities	22	0.00	30.00	30.00
(b) Provisions	23	185.11	175.68	126.03
(c) Deferred Tax Liabilities	24	787.04	538.25	540.76
(d) Other non-current liabilities	25	219.01	219.46	113.25

CHOICE INTERNATIONAL LIMITED
BALANCE SHEET

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Current Liabilities				
(a) Financial Liabilities				
(i) Trade Payables				
Total outstanding dues of micro enterprises and small enterprises		4.91	6.14	4.86
Total outstanding dues of creditors other than micro enterprises and small enterprises	26	717.88	915.26	979.32
(ii) Borrowings	27	13,859.06	16,106.59	16,267.01
(iii) Other Financial Liabilities	28	91.39	72.94	508.55
(b) Other Current Liabilities	29	12,573.89	11,464.46	6,541.30
(c) Provisions	30	140.89	77.55	273.60
Total Liabilities		28,960.14	30,042.58	26,473.10
Total Liabilities and Equities		50,280.48	47,396.30	44,248.89

Summary of Significant Accounting Policies 1-2

The notes referred to above are an integral part of the Consolidated financial statements

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

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of Board of Directors

Sd/-
Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-
Ajay Kejriwal
Director
(DIN-03051841)

Sd/-
G. K. Subramaniam
Partner

Sd/-
Manoj Singhania
Chief Financial Officer

Sd/-
Karishma Shah
Company Secretary

Place : Mumbai
Date : August 04, 2020

Place : Mumbai
Date : August 04, 2020

Place : Mumbai
Date : August 04, 2020

CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
I Revenue from Operations	31	12,695.73	11,660.30
Total Revenue from Operations		12,695.73	11,660.30
Other Income	32	539.88	470.91
Total Income		13,235.61	12,131.21
II Expenses			
Operating Expenses	33	2,696.58	2,182.55
Employee Benefits Expense	34	4,746.16	4,390.88
Finance Costs	35	1,729.76	2,034.53
Depreciation and Amortization Expense	36	345.54	316.69
Other Expenses	37	1,897.20	1,980.64
Total Expenses		11,415.24	10,905.29
III Profit / (loss) before exceptional items and tax (I- II)		1,820.36	1,225.92
IV Exceptional items		-	-
V Profit/(loss) before tax (III-IV)		1,820.36	1,225.92
VI Tax Expense:			
Current Tax		480.50	148.06
Earlier Years Tax Expense		(18.30)	(102.85)
Deferred Tax		115.06	299.86
VII Total Tax Expense		577.26	345.07
VIII Profit for the year from continuing operations (V-VII)		1,243.11	880.85
IX Share of Profit from Associates		-	(12.41)
Loss on Disposal of Associate		-	279.05
Profit for the year after share of Profit from Associates		1,243.11	589.39
X Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit obligations		13.29	28.62
Fair Valuation Gain/ (Loss) on Investment		169.50	(1,397.00)
Tax Effect on above		(48.19)	356.91
Other Comprehensive Income/ (Loss) for the year, net of tax		134.60	(1,011.47)
XI Total Comprehensive Income for the year (IX+X) (Comprising Profit/ (Loss) and Other Comprehensive Income for the year)		1,377.71	(422.08)
XII Earnings Per Equity Share (Face Value Rs. 10 Per Share):	38		
Basic (Rs.)		12.43	8.80
Diluted (Rs.)		12.43	8.80

Summary of Significant Accounting Policies 1-2

The Notes referred are an integral part of these consolidated financial statements.

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

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of Board of Directors

Sd/-
Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-
Ajay Kejriwal
Director
(DIN-03051841)

Sd/-
G. K. Subramaniam
Partner

Sd/-
Manoj Singhania
Chief Financial Officer

Sd/-
Karishma Shah
Company Secretary

Place : Mumbai
Date : August 04, 2020

Place : Mumbai
Date : August 04, 2020

Place : Mumbai
Date : August 04, 2020

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
A. Cash Flow from Operating Activities		
Net profit before tax	1,820.36	1,225.92
Adjustments:		
Depreciation and amortisation	345.54	316.69
Finance costs	1,729.76	2,034.53
Interest Income	(492.30)	(388.04)
Balance written off	(0.45)	(10.36)
Allowance of credit loss	52.24	27.51
Fair Value Gain on Investment	(111.54)	(2,339.88)
(Gain) /loss on sale of Assets	2.27	(0.89)
Provision for Standard loan assets, Bad & Doubtful Debts, Bad debts written off	116.77	9.03
Dividend Income	-	(10.38)
(Gain)/ Loss on sale of Investment	134.51	32.65
Operating profit before working capital changes	3,597.16	896.78
Movements in assets and liabilities :		
Decrease/(Increase) in Securities held for trade	576.32	(1,658.90)
Decrease/(Increase) in Trade receivables	(2,378.11)	5,028.60
Increase / (Decrease) in Trade Payables	(198.61)	(62.78)
Increase / (Decrease) in Other Non-Current Financial Liabilities	(30.00)	-
Increase / (Decrease) in Other Non-Current Liabilities	(0.45)	106.22
Increase / (Decrease) in Other Current Financial Liabilities	18.45	(435.61)
Increase / (Decrease) in Other Current Liabilities	1,109.43	4,923.15
Decrease/(Increase) in Other Non Current Financial Assets	47.54	(255.97)
Decrease/(Increase) in Other Non Current Assets	2.55	58.89
Decrease/(Increase) in Other Current Financial Assets	3,407.99	(11,768.89)
Decrease/(Increase) in Other Current Assets	186.26	(117.09)
Increase / (Decrease) in Long Term Provisions	9.43	49.66
Increase / (Decrease) in Current Provisions	9.51	75.08
Decrease/(Increase) in Financial assets - loans	(3,343.52)	(147.36)
Cash Generated From Operations	3,013.95	(3,308.22)
Income taxes paid	(392.66)	(316.34)
Net cash flow from operating activities (A)	2,621.29	(3,624.56)
B. Cash Flow from Investing Activities		
Purchase or construction of Fixed Assets (including capital work-in-progress and capital advances)	(88.18)	(1,008.45)
Acquisition of Tangible Assets through Business Combination	-	(785.04)
Proceeds from Sale of Fixed Assets	1,011.94	63.22
Purchase of Intangible Assets	(155.26)	(1,335.85)
Acquisition of Intangible Assets through Business Combination	-	(864.01)
Proceeds from disposal of Intangible Assets	-	613.01
(Purchase) / Sale of Investment	301.10	4,124.22

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Sale of Investment in Associate Company	-	1,488.21
Movement in Other Bank Balance	(303.26)	2,710.15
Interest Received	492.30	388.04
Dividend Received	-	10.38
Net Cash used in Investing Activities (B)	1,258.64	5,403.88
C. Cash Flow from Financing Activities		
Proceeds from Share Application Money	2,524.50	-
Repayment of Current and Non Current Borrowings	(2,302.81)	(812.59)
Finance costs	(1,729.76)	(2,034.53)
Net Cash from Financing Activities (C)	(1,508.07)	(2,847.12)
Net cash Increase/(decrease) in cash and cash equivalents (A+B+C)	2,371.86	(1,067.80)
Cash and cash equivalents at the beginning of the year	1,361.37	2,429.20
Cash and cash equivalents at the end of the year	3,733.23	1,361.37
Net cash Increase/(decrease) in cash and cash equivalent	2,371.86	(1,067.83)

Note:

The notes referred to above are an integral part of the financial statements.

This is the Cash Flow Statement referred to in our report of the even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Sd/-
G. K. Subramaniam
Partner

Place : Mumbai
Date : August 04, 2020

For and on behalf of Board of Directors

Sd/-
Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-
Manoj Singhania
Chief Financial Officer

Place : Mumbai
Date : August 04, 2020

Sd/-
Ajay Kejriwal
Director
(DIN-03051841)

Sd/-
Karishma Shah
Company Secretary
Place : Mumbai
Date : August 04, 2020

A : Equity Share Capital (Equity shares of Rs 10 each issued, subscribed and fully paid)

Particulars	Numbers of Shares (in lakhs)	Amount (Rs. in lakhs)
Balance as at the April 1, 2018	200.05	2,000.48
Changes in equity share capital during the year 2018-2019	-	-
Balance as at March 31, 2019	200.05	2,000.48
Changes in equity share capital during the year 2019-2020	-	-
Balance at the March 30, 2020	200.05	2,000.48

B : Other Equity

(Rs. in Lakhs)

Particulars	Share Application Money Pending Allotment	Reserve and Surplus							Total Other Equity
		Statutory Reserve	General Reserves	Capital Reserve	Securities Premium	Revaluation Reserve	Retained Earnings	Other Comprehensive Income	
Balance at the April 01, 2018	-	352.13	9.52	8.70	6,392.17	4,170.22	3,972.59	869.98	15,775.31
Total Comprehensive income for the year	-	-	-	-	-	-	589.39	-	589.39
Profit for the year	-	-	-	-	-	-	589.39	-	589.39
Other Comprehensive Income	-	-	-	-	-	-	-	(1,011.47)	(1,011.47)
Transferred to Statutory Reserve	-	39.54	-	-	-	-	(39.54)	-	-
Additions	-	-	-	-	-	-	-	-	-
Deletions	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2019	-	391.67	9.52	8.70	6,392.17	4,170.22	4,522.44	(141.48)	15,353.24
Total Comprehensive income for the year	-	-	-	-	-	-	1,243.11	-	1,243.11
Profit for the year	-	-	-	-	-	-	1,243.11	-	1,243.11
Other Comprehensive Income	-	-	-	-	-	-	-	134.60	134.60
Transferred to Statutory Reserve	-	26.90	-	-	-	-	(26.90)	-	-
Additions	2,524.50	-	-	-	-	-	-	-	2,524.50
Reversal of Loss on cessation of Subsidiary	-	-	-	-	-	-	64.41	-	64.41
Deletions	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2020	2,524.50	418.57	9.52	8.70	6,392.17	4,170.22	5,803.06	(6.88)	19,319.86

The notes referred to above are an integral part of the consolidated financial statements.

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of Board of Directors

Sd/-
Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-
Ajay Kejriwal
Director
(DIN-03051841)

Sd/-
G. K. Subramaniam
Partner

Sd/-
Manoj Singhania
Chief Financial Officer

Sd/-
Karishma Shah
Company Secretary

Place : Mumbai
Date : August 04, 2020

Place : Mumbai
Date : August 04, 2020

Place : Mumbai
Date : August 04, 2020

Notes to the Consolidated Financial Statements

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

1. CORPORATE INFORMATION

Choice International Limited (hereinafter referred to as "the Holding Company") is a public limited company domiciled in India and incorporated under the provisions of the Companies Act 1956. The registered office of the Company is located at Shree Shakambhari Corporate Park, 156-158 Chakravorty Ashok Society, J.B. Nagar, Andheri (E) Mumbai - 400099, Maharashtra, India.

The Holding Company's shares are listed on the Bombay Stock Exchange (BSE).

The Holding Company along with its subsidiaries (collectively referred to as "the Group") and an associate is an integrated and diversified financial services group. They provide services like Broking & Distribution, Investment Banking, Financial services to Business Advisory, Regulatory Compliances to Government authorities & other corporate entities, Retail Loan distribution, Mutual Fund distribution, technical services and other ancillary services.

2. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These accounting policies have been consistently applied to all the years presented by the Group unless otherwise stated.

A. Basis of Preparation

i. Statement of Compliance

The consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

The Group has adopted Ind AS from 1st April 2019 and the financial statements for the year ended 31st March 2020 are the Group's first Ind AS Financial Statements. However, the effective date of transition to Ind AS is 1st April 2018, being the beginning of the earliest period for which the Group needs to present comparative information.

The transition to Ind AS has been carried out from the erstwhile Accounting Standards notified under the Act, read with relevant rules issued thereunder, guidelines issued by the RBI and other generally accepted accounting principles in India (collectively referred to as 'the Previous GAAP'). The impact of transition has been recorded in the opening reserves as at 1st April 2018 and is provided in Note 46. The corresponding comparative previous period as presented in these financial statements have been restated/reclassified in order to conform to current year presentation.

The adoption of Ind AS has been carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standards. An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Group is provided in Note 3 and 4.

The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April 2018 being the 'date of transition to Ind AS'.

ii. Functional And Presentation Current.

The Group's presentation and functional currency is Indian Rupees. All figures appearing in the consolidated financial statements are in Indian rupees in lakh rounded off to two decimal places as permitted by Schedule III to the Act. Per share data are presented in Indian Rupee to two decimal places.

iii. Basis of Measurement

The consolidated financial statements have been prepared on historical cost basis except for certain financial assets and liabilities are measured at fair value as explained in the accounting policy. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Further assets and liabilities are classified as per the normal operating cycle (determined as 12 months).

iv. Preparation of Consolidated Financial Statements

The Holding Company has surrendered its NBFC license therefore as per the format prescribed under Division II of Schedule III to the Companies Act, 2013, the holding company presents the Balance sheet, the statement of Profit and Loss and the Statement of Changes in Equity.

v. Principle Of Consolidation And Equity Accounting

Subsidiaries-

The consolidated financial statements have comprised financial statements of the Company and its subsidiaries, subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

The Group combines the financial statements of the Holding Company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions within the Group are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, consolidated statement of changes in equity and balance sheet respectively. Statement of Profit and Loss including Other Comprehensive Income (OCI) is attributable to the equity holders of the Holding Company and to the non-controlling interest basis the respective ownership interest and such balance is attributed even if this results in controlling interest is having a deficit balance.

Associates-

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (iii) below), after initially being recognized at cost.

Equity Method-

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognized as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognized within equity.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognized in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

If the ownership interest in an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognized in other comprehensive income are reclassified to profit or loss where appropriate.

vi. Fair value measurement

Fair value is the price that would be received on sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its

absence, the most advantageous market to which the Group has access at that date.

The best estimate of the fair value of a financial instrument on initial recognition is normally the transaction price. If the Group determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique that uses only data from observable markets, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently that difference is recognised in Statement of Profit and Loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

• Level 1 - Valuation using quoted market price in active markets:

The fair value for financial instruments traded in active markets at the reporting date is based on their quoted market price, without any deduction for transaction costs. A market is regarded as active, if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

• Level 2 - Valuation using observable inputs:

If there is no quoted price in an active market, then the Company uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates most of the factors that market participants would take into account in pricing a transaction.

• Level 3 - Valuation with significant unobservable inputs:

The valuation techniques are used only when fair value cannot be determined by using observable inputs. The Company regularly reviews significant unobservable inputs and valuation adjustments. Level 3 assets are typically very illiquid, and fair values can only be calculated using estimates.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

vii. Use of judgment and Estimates

The preparation of the consolidated financial statements requires the management to make judgments, estimates and assumptions in the application of accounting policies that affects the reported amount of assets, liabilities and the accompanying disclosures along with contingent liabilities as at the date of consolidated financial statements and revenue & expenses for the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes different from the estimates. Difference between actual results and estimates are recognised in the year in which the results are known or materialise i.e. prospectively.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of

future events that are believed to be reasonable under the circumstances. The key areas involving estimation uncertainty, higher degree of judgement or complexity, or areas where assumptions are significant to the consolidated financial statements include:

- i) Impairment of financial assets
- ii) Estimation of fair value measurement of financial assets and liabilities
- iii) Effective interest rate
- iv) Business model assessment
- v) Provisions and Contingencies
- vi) Useful life and expected residual value of assets
- vii) Tax position for current tax and recognition of deferred tax assets/liabilities
- viii) Measurement of Defined Benefit Obligations and actuarial assumptions
- ix) Classification of lease and related discount rate.

Further an entity is consolidated as a subsidiary if the Company has control over the said entity based on the management evaluation of investments and related agreements/ deeds and determine that the Group has control over the said entity in terms of Ind AS-110 on Consolidated Financial Statements. Control shall include the right to appoint majority of the directors or to control the management or policy decisions exercisable by a person or persons acting individually or in concert, directly or indirectly, including by virtue of their shareholding or management rights or shareholders' agreements or voting agreements or in any other manner.

viii. First-time adoption of Ind AS - mandatory exceptions and optional exemptions

Overall Principle:

The Group has prepared the opening Balance Sheet as per Ind AS as of 1st April 2018 ("the transition date") by recognising all assets and liabilities whose recognition is required by Ind AS, not recognising items of assets or liabilities which are not permitted by Ind AS, by reclassifying items from Previous GAAP to Ind AS as required under Ind AS, and applying Ind AS in measurement of recognised assets and liabilities. However, this principle is subject to certain exceptions and certain optional exemptions availed by the Group as mentioned below:

Deemed cost for property, plant and equipment and intangible assets-

The Group has elected to measure property, plant and equipment, and intangible assets at its Previous GAAP carrying amount and use that Previous GAAP carrying amount as its deemed cost at the date of transition to IND AS i.e. 01st April 2018.

B. Summary of significant accounting policies

1. Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current /non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting date, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the

reporting period

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

Based on the nature of products and services offered by the Group, operating cycle determined is 12 months for the purpose of current and non-current classification of assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

2. Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

Sale of services

The Group recognizes revenue on accrual basis when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured. The method of recognizing the revenues and costs depends on the nature of the services rendered. Revenue is recognized when no significant uncertainty exists as to its realization or collection.

Interest Income

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

Income from sale of investment

Gains or losses on the sale of investments are recognised in Statement of profit and loss on trade date basis as the difference between fair value of the consideration received and carrying amount of the investment securities.

Dividend Income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably).

Brokerage Income

Brokerage income in relation to stock broking activity is recognised on trade date basis.

3. Property, Plant and Equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the

balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

All items of property, plant and equipment are initially recorded at cost. Such cost includes the cost of replaced part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Group's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Subsequent to recognition, property, plant and equipment (excluding freehold land) are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the group recognizes such parts as individual assets with specific useful lives and depreciation respectively. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement cost only if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and useful lives.

Depreciation is recognised so as to write off the cost of assets less their residual values over the useful lives as prescribed in Schedule II of to the Companies Act, 2013, using the straight-line method ("SLM"). Residual value is considered nil in case of Computers, Server and network and 5% is considered in case of other assets.

Description of Asset	Useful Life
Buildings	60 Years
Computers and Printers, including Computer Peripherals	3 Years
Office Equipments	5 Years
Furniture & Fixtures	10 Years
Motor Vehicles (Motor Car)	8 Years
Motor Vehicle (Motor Cycle)	10 Years
Solar Plant	25 Years
Electric Installation	10 Years
Server & Network	6 Years
Water Pumps and Borewell	5 Years

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sale proceeds and the carrying amount of the asset and is recognised in profit or loss.

Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 01, 2018 measured as per the previous GAAP as the deemed cost of the property, plant and equipment.

4. Investment Properties

Investment properties are properties that is held for long-term rentals yields or for capital appreciation (including property under construction for such purposes) or both, and that is not occupied by the Group, is classified as investment property. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated impairment loss, if any. Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer. Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

The Group has elected to continue with the carrying value for all of its investment property as recognised in its Indian GAAP consolidated financial statements as deemed cost at the transition date, viz. April 01, 2018.

5. Intangible Assets

Intangible asset including intangible assets under development are stated at cost, net of accumulated amortisation and accumulated impairment losses, if any. Intangible assets acquired separately are measured on initial recognition at cost. The amortization period and the amortisation method are reviewed at the end of each financial year. The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with infinite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

6. Segment Reporting

The Group operates operations predominately relates to four business segment i.e Broking & Distribution services, Advisory services, NBFC services and IT Services Business segments have been identified as separate reportable segments as per Ind-AS 108.

7. Foreign Currencies

The group's consolidated financial statements are presented in INR (rounded off to lakhs), which is also the group's functional currency.

Transaction and balances

Transactions in foreign currencies are initially recorded by the Group in their functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting period.

Exchange differences arising on the settlement of monetary items or on translating monetary items are recognized in the statement of profit or loss except,

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- exchange differences on transactions entered into in order to hedge certain foreign currency risks
- exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

8. Taxation

Current taxes

Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in other comprehensive income or equity, in which case it is recognized in other comprehensive income or equity respectively. Current income tax is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. The Group offsets, on a year to year basis, the current tax assets and liabilities, where it has legally enforceable right to do so and where it intends to settle such assets and liabilities on a net basis.

Deferred taxes

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax relating to items recognised outside the profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity).

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

9. Impairment of Non-Financial Assets

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have 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 (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized in the profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased

carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

10. Financial Instruments

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

Financial Assets

a) Initial recognition and measurement

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

b) Subsequent measurement

Equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present subsequent changes in the fair value in OCI. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Dividends from such investments are recognized in profit or loss as other income. There is no recycling of the amounts from OCI to Profit and Loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments subsequently measured at fair value through profit or loss are measured at fair value with all changes recognized in the statement of profit and loss.

c) De-recognition

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

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

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

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the group continues to recognise the transferred asset to the extent of the group's continuing

involvement. In that case, the group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the group could be required to repay.

d) Impairment of financial assets

The Group recognises impairment loss applying the expected credit loss (ECL) model on the financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual right to receive cash or other financial asset and financial guarantee not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights.

The Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12 months expected credit losses.

For trade receivables or any contractual right to receive cash or other financial assets that result from transactions that are within the scope of Ind AS 115, the Group always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Group applies 'simplified approach' permitted by Ind AS 109 Financial Instruments. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

For loan given measured at amortised cost or FVTOCI, except for investments in equity instruments, Group follows a 'three-stage' model for impairment based on changes in credit quality since initial recognition.

Stage 1 (Performing Assets) - includes financial assets that have not had a significant increase in credit risk since initial recognition or that have low credit risk at the reporting date. For these assets, 12-month ECL is recognised and interest income is calculated on the gross carrying amount of the assets (that is, without deduction for credit allowance). 12-month ECL are the portion of ECL that results from default events on a financial instrument that are possible within 12 months after the reporting date, if the credit risk has not significantly increased since initial recognition.

Stage 2 (Underperforming Assets with significant increase in credit risk since initial recognition) - includes financial instruments that have had a significant increase in credit risk since initial recognition (unless they have low credit risk at the reporting date) but that do not have objective evidence of impairment. For these assets, lifetime ECL are recognised, but interest income is calculated on the gross carrying amount of the assets. Lifetime ECL are the expected credit losses that result from all possible default events over the expected life of the instrument.

Stage 3 (Non-performing or Credit-impaired assets) – includes financial assets that have objective evidence of impairment at the reporting date. For these assets, lifetime ECL is recognised and interest income is recognised on Net exposure (that is Gross carrying amount less Provision for Expected credit losses).

Financial Liabilities

a) Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

b) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk is recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. Such amortisation is included as finance costs in the statement of profit and loss.

Financial guarantee contracts

Financial guarantee contracts issued by the group are those contracts that require a payment to be made to reimburse the

holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

c) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

d) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

11. Leases

The Group has adopted Ind AS 116 'Leases' with the date of initial application being April 1, 2019. The lease asset classes primarily consist of leases for Premises. The Group, at the inception of a contract, assesses whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered into on or after April 1, 2018.

The Group evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116. The Group as a lessee The Group assesses, whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract involves- a) the use of an identified asset, b) the right to obtain substantially all the economic benefits from use of the identified asset, and c) the right to direct the use of the identified asset.

The Group at the inception of the lease contract recognises a Right-of-Use (RoU) asset at cost and a corresponding lease liability, for all lease arrangements in which it is a lessee, except for leases with term of less than twelve months (short term) and low-value assets. Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The cost of the ROU assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The ROU assets is depreciated using the straightline method from the commencement date over the shorter of lease term or useful life of ROU assets.

ROU assets are evaluated for recoverability whenever events or

changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

For lease liabilities at inception, the Group measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

The Group recognises the amount of the re-measurement of lease liability as an adjustment to the ROU assets. Where the carrying amount of the ROU assets is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the remeasurement in the Statement of Profit and Loss.

For short-term and low value leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the lease term.

12. Finance Cost

Finance costs include interest expense computed by applying the effective interest rate on respective financial instruments measured at amortised cost. Financial instruments include debt and borrowing. Finance costs are charged to the Statement of Profit and Loss. Ancillary and other borrowing costs are amortised on straight line basis over the tenure of the underlying debt and borrowing.

13. Goods and Service Input Tax Credit

Goods and Services tax input credit is accounted for in the books in the period in which the supply of goods or service received is accounted and when there is no uncertainty in availing/utilising the credits.

14. Dividend distribution to equity holders of the Group

The Group recognises a liability to make distributions to equity holders of the Group when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the Act, final dividend is authorised when it is approved by the shareholders and interim dividend is authorised when it is approved by the Board of Directors of the Group.

15. Provisions

Provisions are recognised only when:

- an entity has a present obligation (legal or constructive) as a result of a past event; and
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the amount of the obligation

These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Further, long term provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost. A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

Contingent liability is disclosed in case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and
- a present obligation arising from past events, when no reliable estimate is possible.

Contingent Assets:

Contingent assets are not recognised in the consolidated financial statements

16. Commitments:

Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

- estimated amount of contracts remaining to be executed on capital account and not provided for;
- uncalled liability on loan sanctioned and on investments partly paid; and
- other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

17. Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements. Payments in respect of such liabilities, if any are shown as advances.

18. Earnings Per Share

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

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- Weighted average number of equity shares that would have been outstanding assuming the conversion of all the dilutive potential equity.

19. Cash and Cash Equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity

of three months or less from the date of acquisition), and highly liquid time deposits that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

20. Employee Benefits

Short term employee benefits

Employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are expensed in the period in which the employee renders the related service. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Long Term employee benefits

Groups' net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. Long-term employee benefit primarily consists of Leave encashment benefits wherein employees are entitled to accumulate leave subject to certain limits for future encashment/availment. Long-term compensated absences are provided for on the basis of an actuarial valuation at the end of each financial year using Projected Unit Credit (PUC) Method. Actuarial gains/losses, if any, are recognised immediately in the Statement of Profit and Loss.

Post-employment benefits

a) Defined contribution Plans

Provident fund: Contributions as required under the statute, made to the Provident Fund (Defined Contribution Plan) are recognised immediately in the Statement of Profit and Loss. There is no obligation other than the monthly contribution payable to the Regional Provident Fund Commissioner.

ESIC and Labour welfare fund: The Group's contribution paid/payable during the year to Employee state insurance scheme and Labour welfare fund are recognised in the Statement of Profit and Loss.

b) Defined benefit Plans

Gratuity liability is defined benefit obligation and is provided on the basis of an actuarial valuation performed by an independent actuary based on projected unit credit method, at the end of each financial year.

Defined benefit costs are categorised as follows:

- i) Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements)
- ii) Net interest expense or income
- iii) Re-measurement

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI, net of taxes. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset)

during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

The Groups' net obligation in respect of gratuity (defined benefit plan), is calculated by estimating the amount of future benefit that the employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The retirement benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is recognised as an asset to the extent of present value of any economic benefits available in the form of refunds from the plans or reductions in the future contribution to the plans.

21. Share-based Payments

Shared based compensation benefits are provided to employees via Vakrangee Limited Employee Stock Option Plan.

Employee options

The cost of equity-settled transactions is determined by the fair value of the options granted at the date when the grant is made. The fair value of options granted under the Employee Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g., the Group's share price)
- excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining employee of the entity over a specified time period), and
- Including the impact of any non-vesting conditions (e.g. the requirement for employee to save or holding shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the Group revises its estimates of the number of options that are expected to be vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

22. Collateral

To mitigate its credit risks on financial assets, the Group seeks to use collateral, where possible. The collateral comes in various forms, such as securities, letter of credit/guarantees, receivables, inventories, other non-financial assets and credit enhancements such as netting arrangements.

The Group provides fully secured, partially secured and unsecured loans to Corporates and individual.

23. Business combinations

Acquisitions of businesses are accounted for using the acquisition method as per Ind AS 103 - Business Combinations. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity

interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognised in Statement of Profit and Loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except that:

Deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively;

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured at the

noncontrolling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets.

24. Goodwill

Goodwill arising on an acquisition of a business is carried at cost established at the date of acquisition of the business less accumulated impairment loss if any.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash generating units (CGU) that is expected to benefit from the synergies of the combination.

A CGU to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired, if the recoverable amount of the CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the units pro-rata based on the carrying amount of each asset in the unit, any impairment loss or goodwill is not reversed in subsequent period.

On disposal of relevant CGU the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 3 : Property, Plant and Equipment

(Rs. in Lakhs)

Particulars	Freehold Land	Office Premises	Water Pumps & Borewell	Computer Hardwares	Server & Networks	Electric Installation	Furniture & Fixtures	Solar Plant	Motor Car	Motor Cycle	Office Equipments	Total	Capital Work-in Progress
Gross Carrying Amount as at April 01, 2018	4,330.00	2,823.80	1.75	405.44	247.21	38.35	162.85	14.04	225.38	1.25	220.70	8,470.77	-
Additions / Transfer / Adjustments	-	953.11	-	24.14	9.00	-	0.10	-	11.71	-	10.39	1,008.45	-
Disposals	-	-	-	38.08	25.14	-	-	-	-	-	-	63.22	-
Acquisitions through business combinations	-	-	-	346.85	0.70	-	265.92	-	-	-	171.57	785.04	-
Loss on Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2019	4,330.00	3,776.90	1.75	738.35	231.77	38.35	428.86	14.04	237.09	1.25	402.66	10,201.03	-
Additions / Transfer	-	-	-	27.90	45.80	-	0.26	-	-	-	14.22	88.18	-
Disposals	-	953.11	-	-	-	-	0.01	-	16.97	-	-	970.08	-
Less- on account of sale of Subsidiary	-	-	-	2.24	-	-	-	-	15.85	-	-	18.09	-
As at March 31, 2020	4,330.00	2,823.80	1.75	764.01	277.57	38.35	429.11	14.04	204.27	1.25	416.88	9,301.04	-
Accumulated depreciation as at April 01, 2018	-	301.78	0.68	273.76	81.87	22.22	75.54	0.49	85.02	0.42	107.08	948.86	-
Depreciation charge during the year	-	46.38	0.33	79.09	37.29	4.04	17.41	0.53	27.53	0.12	31.96	244.69	-
Acquisitions through business combinations	-	-	-	330.58	0.43	-	236.97	-	-	-	151.52	719.50	-
Accumulated depreciation on deletions	-	-	-	38.26	25.14	-	-	-	-	-	-	63.40	-
As at March 31, 2019	-	348.16	1.02	645.17	94.45	26.26	329.92	1.03	112.55	0.53	290.56	1,849.65	-
Depreciation charge during the quarter	-	42.91	0.33	70.79	43.47	4.04	21.69	0.53	25.47	0.12	38.00	247.36	-
Accumulated depreciation on deletions	-	-	-	(0.85)	-	-	0.79	-	8.12	-	-	8.06	-
Less- on account of sale of Subsidiary	-	-	-	1.68	-	-	-	-	8.05	-	-	9.74	-
As at March 31, 2020	-	391.08	1.35	715.13	137.93	30.31	350.82	1.56	121.84	0.65	328.56	2,079.21	-
Net carrying amount as at March 31, 2020	4,330.00	2,432.72	0.40	48.88	139.65	8.05	78.29	12.48	82.44	0.60	88.32	7,221.82	-
Net carrying amount as at March 31, 2019	4,330.00	3,428.74	0.74	93.18	137.32	12.09	98.94	13.02	124.54	0.71	112.10	8,351.37	-
Net carrying amount as at April 01, 2018	4,330.00	2,522.02	1.07	131.68	165.34	16.14	87.30	13.55	140.36	0.83	113.62	7,521.91	-

For Property, Plant & Equipment existing on April 01, 2018 i.e. its date of transition to Ind AS, the company has used India GAAP carrying value as deemed costs.

1 Property, Plant and Equipments pledged/ mortgaged as security

Office Building of the Group of Rs. 214,776,824/- is under charge against overdraft facility availed by Choice Equity Broking Private Limited (wholly owned subsidiary). Office Premises worth Rs. 4,016,181,69/- is mortgaged against loan taken for it from Axis Bank and Office Premised worth Rs. 26,984,744/- is mortgaged against loan taken for it from ICICI Bank.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2020

Note 4 : Investment Property

(Rs. in Lakhs)

Particulars	Investment in Land	Total
Gross Carrying Amount as at April 01, 2018	120.00	120.00
Additions	-	-
Disposals	-	-
As at March 31, 2019	120.00	120.00
Additions	-	-
Disposals	-	-
As at March 31, 2020	120.00	120.00
Accumulated amortisation and impairment		
As at April 01, 2018	-	-
Amortisation charge during the year	-	-
Disposals	-	-
As at March 31, 2019	-	-
Amortisation charge during the year	-	-
Disposals	-	-
As at March 31, 2020	-	-
Net carrying amount as at March 31, 2020	120.00	120.00
Net carrying amount as at March 31, 2019	120.00	120.00
Net carrying amount as at April 01, 2018	120.00	120.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 5 : Intangible Assets

(Rs. in Lakhs)

Particulars	Computer Software	Trademark	Intangible assets under development	Goodwill
Gross Carrying Amount as at April 01, 2018	466.67	-	435.83	-
Additions	495.63	0.26	14.96	825.00
Disposals	207.88	-	405.13	-
Loss on Disposal	-	-	-	-
Acquisitions through Business Combination	864.01	-	-	-
As at March 31, 2019	1,613.32	0.26	45.66	825.00
Additions	151.97	-	3.29	-
Disposals	6.76	-	34.54	-
As at March 31, 2020	1,754.34	0.26	14.36	825.00
Accumulated amortisation and impairment				
As at April 01, 2018	349.21	-	-	-
Amortisation charge during the year	71.97	0.03	-	-
Disposals	207.88	-	-	-
Acquisitions through Business Combination	861.17	-	-	-
As at March 31, 2019	1,074.47	0.03	-	-
Amortisation charge during the year	98.16	0.03	-	-
Disposals	1.71	-	-	-
As at March 31, 2020	1,170.92	0.06	-	-
Net carrying amount as at March 31, 2020	583.42	0.20	14.36	825.00
Net carrying amount as at March 31, 2019	538.85	0.23	45.66	825.00
Net carrying amount as at April 01, 2018	117.46	-	435.83	-

Note:

For Intangible Assets existing on April 01, 2018 i.e. its date of transition to Ind AS, the company has used India GAAP carrying value as deemed costs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 6 : Investments

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Investment carried at cost - In Associates			
Nil Equity Shares of Aqua Pumps Infra Ventures Limited of Rs.10/- each fully paid (March 31, 2019: Nil; April 01, 2018: 59.52 lakhs)	-	-	1,779.38
.026 lakhs Equity shares (March 31, 2019: Nil; April 01, 2018: NIL) Samekit Learning Management Private Limited (Formerly known as Gravotix Technologies Private Limited) @ Rs. 10 each	0.26	-	-
Other Investments - Unquoted Equity Instruments			
5.23 lakhs (March 31, 2019: 5.23 lakhs; April 01, 2018: 5.23 lakhs) shares of Rs.10/- each Jaatvedas Construction Company Limited *	1,299.47	1,299.47	1,299.47
4 Lakhs Equity Shares of Gini & Jony Limited of Rs.10/- each fully paid (March 31, 2019: 4 Lakhs; April 01, 2018: 4 Lakhs) **	205.60	505.60	505.60
Quoted			
Investment carried at Fair Value through Other Comprehensive Income (FVTOCI)			
10 lakhs Equity Shares of The Byke Hospitality Limited of Rs. 10/- each fully paid (March 31, 2019: 10 lakhs; April 01, 2018: 10 lakhs)	450.00	280.50	1,677.50
Nil Equity Shares of Kisan Mouldings Limited of Rs.10/- each fully paid (March 31, 2019: Nil; April 1, 2018: 4.5 lakhs)	-	-	690.53
.0098 lakhs Equity Shares of GSL Securities Limited of Rs. 10/- each fully paid (March 31, 2019: .0098 lakhs; April 01, 2018: .0098 lakhs)	0.03	0.02	0.02
.22 lakhs Equity shares of Lawreshwar Polymers Limited of Rs.10/- each fully paid (March 31, 2019: .22 lakhs; April 01, 2018: .22 lakhs)	3.61	6.60	7.71
Nil Equity shares of Vakrangee Limited of Rs.01/- each fully paid (March 31, 2019: 1.50 lakhs; April 01, 2018: 2.25 lakhs)	-	75.52	41.77
Total	1,958.97	2,167.71	6,001.98

* The Group, subsequent to the year-end on June 29, 2020, sold its investments in Jaatvedas Construction Company Limited worth Rs. 1299.47 lakhs for a consideration of Rs. 1362.35 lakhs. Further the group is in the process of completing this sale transaction as at date.

** During the year the group made fair valuation of Investment in Gini & Jony Limited through Profit & Loss account and booked Impairment loss of Rs. 30,000,000 on investment in Gini & Jony Limited.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 7 : Loans

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Security Deposits	74.46	20.75	87.91
Loans & advances to others	0.17	0.32	7.99
Total	74.63	21.07	95.90

Note 8 : Other Financial Assets

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Fixed Deposits	25.00	25.00	5.24
Security deposits to stock exchange	272.26	318.20	181.00
Other Security deposits	92.95	96.25	-
Prepaid Rentals	(0.00)	0.33	-
Interest Accrued on Deposit	4.46	2.43	-
Total	394.67	442.21	186.24

Note 9 : Income Tax Assets (Net)

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Advance taxes (net of provisions)	361.73	377.43	324.23
Total	361.73	377.43	324.23

Note 10 : Deferred Tax Assets - (Net)

The major components of deferred tax Assets as recognized in the financial statements are as follows: (Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Deferred Tax Assets arising on account of timing differences in:			
MAT Credit Entitlement	13.10	17.24	5.58
Property, Plant and Equipment - Depreciation	(11.73)	(19.29)	(1.60)
Provision for employee benefit expenses	6.14	28.31	40.36
Provision for Standard Loan Assets	16.81	-	-
Impairment loss on Investment	41.73	-	-
Deferred Tax on Fair value of Employee benefit expenses through Other comprehensive income	(1.61)	6.26	0.95
Deferred Tax on Fair Valuation of Investments	13.25	57.32	-
Amortisation of loan as per EIR	(0.40)	0.22	-
Allowance for Expected Credit Loss	1.96	6.39	0.05
Brought Forward Losses	2.73	3.32	-
Deferred Tax Assets (net)	81.98	99.77	45.34
Deferred Tax Assets routed through Profit & Loss	55.40	(3.98)	-
Deferred Tax Assets routed through Other Comprehensive Income	(45.72)	57.60	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 11 : Other Non-Current Assets

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Security deposits to stock exchange	-	-	-
Other Security deposits	-	-	29.70
Prepaid Rent	3.51	4.58	1.35
Prepaid Expenses	-	1.48	8.03
Fixed deposit (with Maturity of more than 12 Months)*	-	-	25.00
Interest Accrued on Deposit	-	-	0.87
Total	3.51	6.06	64.95

Note 12 : Securities held for trade

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Securities held for trade			
Shares and Securities *	3,060.91	3,637.23	1,978.33
Total	3,060.91	3,637.23	1,978.33

* Fair value has taken as Nil for securities which are suspended for trading at the stock exchange.

Note 13 : Trade Receivables

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Secured			
Considered Good	7,341.39	4,789.94	10,108.62
Unsecured			
Considered Good	1,911.31	1,947.57	1,610.00
Less: Allowances for impairment losses	(148.42)	(63.57)	(43.60)
Total	9,104.28	6,673.94	11,675.02

Note 14 : Cash and Cash Equivalents

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balances with Banks :			
- In Current Accounts	3,731.30	824.39	2,426.47
Cash on Hand	1.93	1.93	2.73
Cheques on Hand	-	535.05	-
Total	3,733.23	1,361.37	2,429.20

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 15 : Bank Balances Other than (Note 14) Above

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balances with Banks :			
- In Earmarked Accounts	7.51	8.10	8.88
Fixed Deposits (Lien)	1,357.47	1,053.62	3,762.99
Total	1,364.98	1,061.72	3,771.87

Note 16 : Loans

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Secured, considered good			
Loan against shares & Securities	872.69	2,556.13	5,062.83
Loan against property	2,574.19	-	-
Unsecured, considered good			
Margin Money with stock exchange	-	-	198.87
Advances to Employees	7.65	70.19	46.70
Loans to related parties	490.87	238.52	259.80
Security Deposits	-	74.92	99.84
Others	7,794.43	5,550.11	2,493.44
Total	11,779.83	8,489.87	8,161.48

Note 17 : Other Financial Assets

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Carried at amortised cost			
Security Deposits	33.07	-	25.29
Prepaid Deposit	-	-	1.48
Accrued Income	145.75	48.47	-
Receivable from Exchange	180.83	1,926.66	171.10
Unbilled Revenue	169.95	410.66	461.97
Less: Allowance for Credit Loss	(7.88)	-	-
Margin Money	8,525.00	10,037.59	-
Retention money receivable	10.24	24.21	46.90
Total	9,056.96	12,447.59	706.74

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 18 : Other Current Assets

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance with government authorities:			
- Goods & Service Tax Receivable	74.08	57.92	41.97
Advance to Vendors	64.38	42.48	178.11
Prepaid Expenses	186.41	43.58	223.55
Other Advances	215.13	436.55	71.59
Margin - Equity stock / Index futures	-	-	93.92
Interest accrued on margin deposit	-	-	0.05
Prepaid Expenses	-	145.74	-
Total	540.00	726.27	609.19

Note 19 : Equity Share Capital

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Authorised :			
200.05 lakhs (March 31, 2019: 200.05 lakhs, April 01, 2018: 200.05 lakhs)			
Equity shares of Rs. 10 each	2,000.48	2,000.48	2,000.48
	2,000.48	2,000.48	2,000.48
Issued, Subscribed and Paid-up			
200.05 lakhs (March 31, 2019: 200.05 lakhs, April 01, 2018: 200.05 lakhs)			
Equity shares of Rs. 10 each fully paid up	2000.48	2000.48	2000.48
Total	2,000.48	2,000.48	2,000.48

(a) Terms / rights attached to Equity Shares

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. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their share holding.

(b) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year

Equity Shares

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
	Number of shares	Number of shares	Number of shares
Balance as at the Beginning of the year	200.05	200.05	200.05
Add: Shares issued during the year	-	-	-
Balance as at the end of the year	200.05	200.05	200.05

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:

(Rs. in Lakhs)

Equity Shares	As at March 31, 2020		As at March 31, 2019		As at April 01, 2018	
	Number of shares	%	Number of shares	%	Number of shares	%
Kamal Poddar	25.00	12.50%	25.00	12.50%	25.00	0.12
Arun Kumar Poddar	21.00	10.50%	21.00	10.50%	21.00	0.10
Vinita Sunil Patodia	16.13	8.06%	15.75	7.87%	15.75	0.08
Archana Anil Patodia	15.75	7.87%	15.75	7.87%	15.75	0.08
Sonu Poddar	12.50	6.25%	12.50	6.25%	12.50	0.06
Sunil Kumar Patodia	12.39	6.19%	11.00	5.50%	11.00	0.05
Anil C. Patodia	11.00	5.50%	11.00	5.50%	11.00	0.05
Azura Projects Pvt. Ltd.	12.85	6.42%	12.85	6.42%	12.85	0.06

Note 20 : Other Equity

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Share Application Money Pending Allotment	2,524.50	-	-
Statutory Reserve	418.57	391.67	352.13
Capital Reserve	8.70	8.70	8.70
Security Premium Reserve	6,392.17	6,392.17	6,392.17
Revaluation Reserve	4,170.22	4,170.22	4,170.22
Retained Earnings	5,803.06	4,522.44	3,972.59
Other Comprehensive Income	(6.88)	(141.48)	869.98
General Reserve	9.52	9.52	9.52
Total	19,319.86	15,353.24	15,775.31

(i) Share Application Money Pending Allotment:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	-	-	-
Add : Additions during the year *	2,524.50	-	-
Balance as at the end of the year	2,524.50	-	-

* Basis the approval of the Shareholders at its Extra Ordinary General meeting held on December 23, 2019, the Company has allotted 1,98,00,000 share warrants at a price of Rs 51 per warrant (including premium of Rs 41 per warrant) on preferential basis on January 02, 2020. These share warrants will be converted into equity shares in the ratio of 1:1 as per the terms of the offer. The Company has received Rs 2,269.50 lakhs on December 31, 2019 and Rs.255.00 lakhs on January 02, 2020 as 25% of the consideration for share warrants as per the terms of the offer.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(ii) Statutory Reserve

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	391.67	352.13	306.10
Add : Additions during the year	26.90	39.54	46.03
Balance as at the end of the year	418.57	391.67	352.13

It is created as per the terms of Section 45 -IC(1) of Reserve Bank of India Act, 1934 as Statutory Reserve.

(iii) Capital Reserve

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	8.70	8.70	8.70
Add : Additions during the year	-	-	-
Balance as at the end of the year	8.70	8.70	8.70

It is made out of capital profit earned. The same is not available for profit distribution.

(iv) Securities Premium Reserve:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	6,392.17	6,392.17	6,392.17
Add : Additions during the year	-	-	-
Balance as at the end of the year	6,392.17	6,392.17	6,392.17

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

(v) Revaluation Reserve

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	4,170.22	4,170.22	-
Add : Additions during the year	-	-	4,170.22
Balance as at the end of the year	4,170.22	4,170.22	4,170.22

It has been created on revaluation of freehold land at fair market value. The same is not available for profit distribution.

(vi) Retained Earnings:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	4,522.44	3,972.59	2,541.13
Add/ (Less): Profit/ (Loss) for the year	1,243.11	589.39	1,479.02
(Less): Transferred to Statutory Reserve	(26.90)	(39.54)	(47.56)
Add: Reversal of Loss due to cessation of subsidiary	64.41	-	-
Balance as at the end of the year	5,803.06	4,522.44	3,972.59

Retained earnings represents surplus / accumulated earnings of the Company and are available for distribution to shareholders.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(vii) General Reserve

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	9.52	9.52	9.52
Add : Additions during the year	-	-	-
Balance as at the end of the year	9.52	9.52	9.52

Amounts set aside from retained earnings as a reserve to be utilised for permissible general purpose as per law.

Other comprehensive income consist of remeasurement gains / losses on defined benefit plans, gain / (loss) of equity instruments carried through FVTOCI.

(viii) Other Comprehensive Income

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Balance as at the beginning of the year	(141.48)	869.98	874.29
Add : Additions during the year	134.60	(1,011.46)	(4.31)
Balance as at the end of the year	(6.88)	(141.48)	869.98

Other comprehensive income consist of remeasurement gains / losses on defined benefit plans, gain / (loss) of equity instruments carried through FVTOCI.

Note 21 : Borrowings

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Secured loans			
Term loan from Bank *	437.35	496.93	552.45
Less: Current maturity of long term borrowings	56.39	60.68	64.03
Total	380.96	436.25	488.42

*The outstanding amount loan of Rs. Nil (March 31, 2019 Rs. 5.23 lakhs/- (April 01, 2018-Rs.17.46 lakhs/-) was taken from ICICI Bank Limited and is secured by way of first charge on Vehicle at Mumbai. The said loan carries interest at 10.14% p.a. and it is payable in Equated Monthly Instalments ("EMI") of Rs.112,053 till July 2019 and last instalment of Rs.0.88 lakhs payable in August 2019.

*The outstanding amount loan of Rs.229.87 lakhs/- (March 31, 2019-Rs.2,64.73 lakhs), (April 01, 2018- Rs.302.38 Lakhs) was taken from Axis Bank Limited and is secured by way of first charge on office premises at Mumbai. The said loan carries interest @ 1 Year MCLR +1.75% (presently at 10%). The loan is repayable monthly ending in October 2026.

*The outstanding amount loan of Rs. 8.26 lakhs/- (March 31, 2019 - Rs.10.03 lakhs) (April 01, 2018- Rs.Nil) was taken from HDFC Bank and is secured by way of first charge on Vehicle at Mumbai. The loan is repayable in Equated Monthly Installments ("EMI") of Rs. 21 lakhs/- ending in December 2023.

*The outstanding amount of loan of Rs. 6.42 lakhs/- (March 31, 2019 Rs. 12.95 lakhs/-),(March 31, 2018- Rs. 18.89 lakhs) was taken from ICICI Bank and is secured by way of first charge on Vehicle at Mumbai. The loan is repayable in monthly principal instalments and interest, ending in February, 2021.

*The outstanding amount of loan of Rs. 195.59 lakhs/- (March 31, 2019 Rs. 207.58 lakhs/- (March 31, 2018 Rs. 218.87 lakhs) was taken from ICICI Bank and is secured by way of first charge on Office Premises at Delhi. The loan is repayable in monthly principal instalments and interest, ending in May, 2030.

Note 22 : Other Financial Liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Security Deposit	0.00	30.00	30.00
Total	0.00	30.00	30.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 23 : Provisions

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Provision for Employee Benefits:			
Provision for Gratuity	185.11	151.61	103.53
Contingent provision against standard loan assets	-	24.07	22.50
Total	185.11	175.68	126.03

Note 24 : Deferred Tax Liabilities - (Net)

The major components of deferred tax Liabilities/ (Assets) as recognized in the financial statements are as follows:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Deferred Tax (Assets)/ Liabilities arising on account of timing differences in:			
MAT Credit Entitlement	(89.51)	(165.36)	(174.60)
Property, Plant and Equipment - Depreciation	493.00	398.03	342.09
Provision for employee benefit expenses	(71.82)	(36.44)	(22.22)
Deferred Tax on Fair value of Employee benefit expenses through Other Comprehensive Income	8.29	5.68	305.13
Deferred Tax on Fair Valuation of Investments	(0.77)	(0.31)	41.92
Amortisation of loan as per EIR	0.38	0.51	1.39
Allowance for Expected Credit Loss	(36.60)	0.38	(8.20)
Provision for Expenses	-	(3.93)	(9.22)
Deferred Tax Asset on Goodwill (Ind As)	28.69	28.69	-
Deferred Tax Liability on FV. of Inventory (Ind As)	455.38	317.70	64.47
Provision for Doubtful Debts	-	(6.70)	-
Deferred Tax (Assets)/ Liabilities (net)	787.04	538.25	540.76
Deferred Tax Liabilities routed through Profit & Loss	170.46	295.88	
Deferred Tax Liabilities routed through Other Comprehensive Income	2.48	(299.31)	

Note 25 : Other Non-current liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Franchisee deposit	219.01	219.46	113.25
Total	219.01	219.46	113.25

Note 26 : Trade Payables

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Trade Payable			
Dues to Micro Enterprises and Small Enterprises*	4.91	6.14	4.86
Other than Micro and small Enterprises	717.88	915.26	979.32
Total	722.79	921.40	984.18

*Based on information received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises (MSME) Development Act, 2006 and relied upon by the auditors; details of amount due to such vendors is as below:

S. No.	Particulars			
(i)	Principal Amount Outstanding	4.91	6.14	4.86
(ii)	Interest due on above and unpaid	-	-	-
(iii)	Interest due and payable for the period of delay	-	-	-
(iv)	Interest accrued and remaining unpaid	-	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 27 : Borrowings

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Secured Loans			
Loan from Financial Institutions*	33.69	6,311.46	11,058.87
Bank Overdraft**	7,053.32	4,167.56	5,698.19
Debentures***	575.00	-	-
Unsecured Loans			
Loan taken from Related Parties	295.77	11.21	9.80
Loan from Financial Institutions	-	521.82	-
Other Loans	815.15	-	100.15
Commercial Papers from other parties****	5,086.13	5,094.54	-
Total	13,859.06	16,106.59	16,867.01

*Loans taken from Financial Institutions are secured against shares & securities placed as collateral by customers, directors, relatives of director and fellow subsidiary at rate of interest of 10.80% for tenure of 12 months.

** The overdraft facility taken from Axis bank at rate of Interest 9.95% p.a. which is repayable on demand. The above overdraft facility is primarily secured by way of hypothecation on current asset and covered by personal guarantee by Mr Kamal Poddar(Director) and Corporate guarantee of M/s Choice International Limited (the parent company).

** Bank overdraft facility taken from Punjab National Bank for which asset cover details are given below:-

- 2/11, Akal CHS Ltd, Bamanpuri road, J B Nagar, Andheri East, Mumbai - 59
- C-56, Dominia in Prive Hillside Residences, Khandala, Lonavala, Pune
- B - 904 - B and B - 904 - A, Valencia co hsg soc, Hiranandani Gardens, Powai, Mumbai - 76
- B - 903 - B and B - 903 - A, Valencia co hsg soc Ltd, Hiranandani Gardens, Powai, Mumbai - 76

** The bank overdraft facility taken from Axis Bank Limited is secured by way of hypothecation of current assets.

***During the year the Company has issued 115 debentures @ Rs. 0.5 lakhs- per unit on private placement basis. These are non convertible and redeemable debentures with coupon 37% and secured by way of hypothecation on receivables and current assets.

****The Group has outstanding Commercial Papers aggregating face value of Rs 54.45 lakhs/- (net proceeds Rs 4,955.20 lakhs/- and interest accrued thereon Rs 130.92 lakhs/-) [Previous year Rs 54.45 lakhs (net proceeds Rs 5,011.70 lakhs and interest accrued but not due thereon Rs 82.84 lakhs)]. The Commercial Papers carry interest 10% p.a. and are repayable within a short term period from the date of allotment.

Note 28 : Other Financial Liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Current Maturities of Long-Term Debt	56.39	60.68	374.03
Interest accrued but not due	35.00	12.26	134.52
Total	91.39	72.94	508.55

Note 29 : Other Current Liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Statutory Dues	494.24	453.33	380.05
Advance from Customers	11,085.22	10,449.50	5,118.78
Franchisee and other deposits	70.00	61.00	-
Payables towards capital assets	-	396.00	53.76
Payables towards Partly paid Investment	-	-	296.43
Other Payables	924.43	104.63	677.28
Margin Money Deposit	-	-	15.00
Total	12,573.89	11,464.46	6,541.30

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 30 : Current Provisions

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	
Provision for Gratuity	75.32	73.36	2.38
Provision for Leave Encashment	11.64	-	-
Provision for Tax	53.93	0.10	271.22
Others	-	4.09	-
Total	140.89	77.55	273.60

Note 31 : Revenue from Operations

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Revenue from Sale of Services	9,247.80	7,563.66
Interest income	1,418.33	1,304.46
Income from Business Support Services	245.81	284.40
Subletting Income	15.60	-
Gain on sale of securities held for trade	(186.27)	125.07
Fair Value gain on Securities held for trade	617.76	910.26
Delayed Payment Charges	1,142.01	1,303.51
Other Fees and Charges	194.69	168.94
Total	12,695.73	11,660.30

Note 32 : Other Income

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest Income on		
-Bank Deposits	14.80	268.12
-Others	477.50	119.92
Credit Balances Written off	4.78	20.88
Interest on Rent Deposit (Ind As)	3.09	2.46
Rent Received	13.19	1.40
Interest on Income Tax Refund	3.21	6.31
Gain on sale of Investments	55.64	0.21
Profit on sale of Fixed Assets	2.81	-
Profit on sale of Mutual Fund	-	0.09
Derivative Profit	-	0.80
Misc. Income	1.58	7.71
Fair Value Gain on Investment	(36.72)	32.63
Dividend Income	-	10.38
Total	539.88	470.91

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 33 : Operating Expenses

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Professional Fees /Sub Contract Charges	513.49	612.27
Sub Brokerage	1,695.92	1,004.92
Commission Expenses	19.01	99.37
Computer and Software Expenses	298.38	194.28
Depository Charges	51.51	56.61
Membership and Subscription Charges	14.62	17.78
Lease Line Expenses	47.20	39.89
Exchange Charges	2.13	3.93
Other Operating Expenses	54.32	33.50
Contractual Expenses	-	120.00
Total	2,696.58	2,182.55

Note 34 : Employee Benefits Expenses

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Salaries and Wages	4,571.35	4,269.65
Contributions to Provident and Other Funds	160.02	99.87
Staff Welfare Expenses	14.79	21.36
Total	4,746.16	4,390.88

Note 35 : Finance Costs

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest on Borrowings from Related Parties	2.09	-
Interest on Borrowings from Others	16.80	7.40
Interest on Borrowings from financial Institutions	399.80	1,028.14
Interest on Debentures	35.32	43.49
Interest on Borrowings from Banks	648.77	560.50
Interest & Borrowings Cost on Commercial Paper	499.08	85.47
Other Borrowing Costs	112.82	308.38
Interest on Deposit	15.08	1.15
Total	1,729.76	2,034.53

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 36 : Depreciation and Amortisation Expense

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Depreciation on tangible assets (Refer Note 5)	247.36	244.69
Amortisation of intangible assets (Refer Note 6)	98.18	72.00
Total	345.54	316.69

Note 37 : Other Expenses

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Business Support Expenses	1.56	2.91
Bank Charges and Commission	2.89	11.63
Rent	176.27	176.80
Repairs & maintenance	5.92	92.81
Rates & taxes	74.17	20.43
Legal and professional	292.53	115.16
Insurance charges	3.52	11.08
Electricity Charges	91.31	85.87
Traveling & Conveyance expenses	130.66	295.76
Communication expenses	130.10	174.50
Canteen expenses	64.75	40.17
Computer expenses	23.14	29.71
Claim & Disput	33.98	-
CSR expenses	-	3.37
Guesthouse Expenses	-	-
Director sitting fees	5.00	5.50
Advertisement & Business promotion expenses	157.69	375.78
Printing & Stationery	35.68	52.27
Payment to Auditors		
Statutory Audit Fees	53.33	53.00
Tax Audit Fees	1.30	1.55
Other Matters	4.56	13.52
Loss on fair valuation of investments	300.00	-
Provision on standard loan assets	36.36	1.05
Miscellaneous expenses	126.86	213.92
Loss on sale of Investment	0.80	155.48
Loss on sale of PPE	5.07	-
Bad Debts written off (net of allowances for doubtful debts Rs. 24.09 lakhs)	15.82	1.23
Allowances for doubtful debts	116.82	34.24
Membership & Subscription Charges	0.55	0.81
Sundry Balance Written off	4.33	10.52
Donation	-	0.50
Rental Expenses	2.23	1.07
Total	1,897.20	1,980.64

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 38 : Earnings/ (Loss) Per Equity Share

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Net Profit after tax attributable to Equity Shareholders for Basic EPS	1,243.11	880.85
Add/Less: Adjustment relating to potential equity shares	-	-
Net profit after tax attributable to equity shareholders for Diluted EPS	1,243.11	880.85
Weighted average number of Equity Shares (In Lakhs) outstanding during the year		
For Basic EPS	200.05	200.05
For Diluted EPS	212.25	200.05
(c) Face Value per Equity Share (Rs.)	10.00	10.00
Basic EPS (Rs.)	6.21	4.40
Diluted EPS (Rs.)	5.86	4.40

Note 39- Employee Benefit Obligations

The Group has classified the various benefits provided to employees as under:

1. Defined Contribution Plan

During the year, the Group has incurred and recognised the following amounts in the Statement of Profit and Loss:

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Employer's Contribution to Provident Fund	69.40	35.88
Employer's Contribution to ESIC	26.65	36.88
Total	96.05	72.76

2. Defined benefit plans

Gratuity (post-employment benefits)

The Group provides for gratuity to employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Group makes contributions to recognised/approved funds in India. The Group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

Gratuity

The following table sets out the amount recognised in the balance sheet and the movements in the net defined benefit obligations over the year are as follows:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Present value of obligation	Fair value of Plan assets	Net amount
1-Apr-18	105.89		105.89
Transfer In/ (Out) obligation	93.65		93.65
Current Service cost	56.21		56.21
Interest expense/(income)	7.81	(0.38)	8.20
Total amount recognised in profit or loss	64.02	(0.38)	64.41
Remeasurements			
(Gain)/loss from change in financial assumptions	1.59	(0.51)	2.09
Experience (gains)/losses	(31.35)	-	(31.35)
Return on plan assets excluding amounts included in interest income	-	(0.02)	0.02
Total amount recognised in other comprehensive income	(29.77)	(0.53)	(29.24)
Employer contributions	-	6.74	(6.74)
Benefit payments	(0.18)	(0.05)	(0.13)
On merger of subsidiary	(2.86)		(3)
31-Mar-19	230.76	5.79	224.98

Particulars	Present value of obligation	Fair value of Plan assets	Net amount
01 April 2019	230.76	5.79	224.98
Transfer In/ (Out) obligation	(0.78)		(0.78)
Current Service cost	67.77		67.77
Interest expense/(income)	17.45	0.21	17.24
Total amount recognised in profit or loss	85.23	0.21	85.02
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	0.23	(0.23)
(Gain)/loss from change in financial assumptions	28.28	-	28.28
(Gain)/loss from change in demographic assumptions	(0.29)	-	(0.29)
Experience (gains)/losses	(41.07)	-	(41.07)
Total amount recognised in other comprehensive income	(13.08)	0.23	(13.31)
Employer contributions	-	-	-
Benefit payments	(35.01)	-	(35.01)
On sale of subsidiary	0.59	0.12	0.47
31-Mar-20	266.53	6.10	260.43

The net liability disclosed above relates to funded plans are as follows:

(Rs. in Lakhs)

Particulars	March 31, 2020	March 31, 2019	April 01, 2018
Present value of funded obligations	266.53	230.76	105.89
Fair value of plan assets	6.10	5.79	-
Deficit/(Surplus) of gratuity plan	260.43	224.98	105.89

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Significant estimates- actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

(Rs. in Lakhs)

Particulars	March 31, 2020	March 31, 2019	April 01, 2018
Discount rate	6.85%	7.65%	7.70%
Salary growth rate (per annum)	6.00%	6.00%	6.00%
Withdrawal rate (per annum)	5% at younger ages reducing to 1% at older ages	5% at younger ages reducing to 1% at older ages	5% at younger ages reducing to 1% at older ages
Expected rate of return	6.85%	7.65%	Not Applicable
Mortality Table	Indian Assured Lives Mortality (2006-08) Table	Indian Assured Lives Mortality (2006-08) Table	Indian Assured Lives Mortality (2006-08) Table

Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	Change in assumption		Impact on defined benefit obligation		
	March 31, 2020	March 31, 2019	Increase in assumption	March 31, 2020	March 31, 2019
Discount rate	0.50%	0.50%	Decrease by	247.43	215.00
Salary growth rate	0.50%	0.50%	Increase by	282.47	243.73
Withdrawal rate	W.R. x 110%	W.R. x 110%	Increase by	266.77	231.72

	Change in assumption		Impact on defined benefit obligation		
	March 31, 2020	March 31, 2019	Decrease in assumption	March 31, 2020	March 31, 2019
Discount rate	0.50%	0.50%	Increase by	286.22	246.94
Salary growth rate	0.50%	0.50%	Decrease by	249.92	217.06
Withdrawal rate	W.R. x 90%	W.R. x 90%	Decrease by	264.84	228.55

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Risk Exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed

Investment risk	The present value of defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Most of the plan asset investment is in fixed income securities with high grades and in government securities which are subject to interest rate risk. A portion of the funds are invested in equity securities. The Company intends to maintain the above investment mix in the continuing years.
Interest risk	A decrease in the market yields in the government bond will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of defined benefit plan liability is calculated using a discount rate which is determined by reference to the best estimate of the mortality of plan participants both during and after employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of defined benefit plan liability is calculated using a discount rate which is determined by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Maturity profile of gratuity liability and Employer contribution

Expected contributions to post-employment benefit plans for the year ending 31 March 2020 are Rs. 73.16 lakhs (as at March 31, 2019: Rs. 73.16 lakhs).

The weighted average duration (based on discounted cash flows) of the defined benefit obligation is 14.62 years (15.31 years 2018-19). The expected maturity analysis of undiscounted gratuity is as follows

	(Rs. in Lakhs)
Less than one year	6.15
Between 1-2 years	9.04
Between 2-5 years	25.48
Over 5 years	80.00
Total	120.67

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

40 Segment information :

The Company has identified Business segments as its primary segment. Business segments are primarily NBFC services, Broking & Distribution services, Consulting & Outsourcing services and Technical Services. Revenues and expenses directly attributable to segments are reported under each reportable segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably amongst segments are not allocated to primary and secondary segments.

(Rs. in Lakhs)

Particulars	For the year ended 31 March, 2020						
	Business Segments						Total (Enterprise)
	NBFC & Other services	Broking & Distribution	Consulting & Outsourcing	Technical Services	Other Unallocable	Total (Segments)	
Segment Revenue	1,515.76	8,507.21	3,333.44	905.51	220.66	14,482.58	
Less: Inter-segment Sales / Income	97.82	3.44	713.83	207.02	224.89	1,246.99	
Total Revenue External	1,417.93	8,503.78	2,619.62	698.50	(4.23)	13,235.59	
Total revenue of each segment as a percentage of total revenue of all segments	0.11	0.64	0.20	0.05	(0.00)		
Segment Result: Profit / (Loss) before interest and taxes	252.63	1,977.02	85.18	(24.41)	(470.06)	1,820.37	
Profit before tax							1,820.37
Less: Tax expense							577.26
Net profit after tax							1,243.11
Net Profit for the Year							1,243.11
Other Comprehensive Income							134.60
Total Comprehensive Income							1,377.72

(Rs. in Lakhs)

Particulars	For the year ended 31 March, 2019						
	Business Segments						Total (Enterprise)
	NBFC & Other services	Broking & Distribution	Consulting & Outsourcing	Technical Services	Other Unallocable	Total (Segments)	
Segment Revenue	1,550.25	7,143.48	4,029.23	613.59	90.85	13,427.41	
Less: Inter-segment Sales / Income	245.50	371.41	565.96	113.35	-	1,296.22	
Total Revenue External	1,304.75	6,772.07	3,463.27	500.25	90.85	12,131.19	
Total Revenue of each Segment as a percentage of total revenue of all segments	9.86%	51.17%	26.17%	3.78%	0.69%		
Segment Result: Profit / (Loss) before interest and taxes	296.88	1,113.62	125.26	34.28	(344.14)	1,225.90	
Profit before tax							1,225.90
Less: Tax expense							345.07
Net profit after tax							880.82
Net Profit for the Year							880.82
Share of Loss from Associate							(12.41)
Loss on Disposal of Associate							279.05
Profit for the Year after share of Profit from Associate							589.36
Other Comprehensive Income							(1,011.47)
Total Comprehensive Income							(422.10)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	For the year ended 31 March, 2020						
	Business Segments						Total (Enterprise)
	NBFC & Other services	Broking & Distribution	Consulting & Outsourcing	Technical Services	Other Unallocable	Total (Segments)	
Segment Assets	13,017.80	24,598.47	9,241.34	505.82	2,917.01	50,280.45	50,280.45
Segment Liabilities	5,922.30	18,595.95	2,995.61	204.37	1,241.91	28,960.14	28,960.14
Capital Expenditure	-	-	-	-	243.44	243.44	243.44
Depreciation and Amortisation	-	-	-	-	345.54	345.54	345.54
Other Non Cash Expenses							
Allowance for Credit Loss	-	0.51	50.83	0.90	-	52.24	52.24
Provision for Standard Loan Assets	36.36	-	-	-	-	36.36	36.36

(Rs. in Lakhs)

Particulars	For the year ended 31 March, 2019						
	Business Segments						Total (Enterprise)
	NBFC & Other services	Broking & Distribution	Consulting & Outsourcing	Technical Services	Other Unallocable	Total (Segments)	
Segment Assets	9,936.58	24,515.75	8,499.48	484.72	3,959.78	47,396.30	47,396.30
Segment Liabilities	8,871.03	18,814.25	1,238.65	144.15	974.53	30,042.61	30,042.61
Capital Expenditure	-	-	-	-	2,344.30	2,344.30	2,344.30
Depreciation and Amortisation	-	-	-	-	316.69	316.69	316.69
Other Non Cash Expenses	-	-	-	-	-		
Allowance for Credit Loss	-	0.20	24.88	2.42	-	27.51	27.51
Provision for Standard Loan Assets	1.05	-	-	-	-	1.05	1.05

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

41 Statement containing salient features of the financial Statement / Associate Companies / Joint Ventures (Pursuant to section 129(3) of the Companies Act, 2013)

Part "A" : Subsidiaries

S. No.	Name of the Subsidiary	Reporting period of the subsidiary concerned, if different from the holding company's reporting period	Equity Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Turnover	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Other Comprehensive Income	Total Comprehensive Income	% of Share Holding
1	Choice Equity Broking Pvt. Ltd.	NA	801.78	7,959.46	27,458.49	18,697.26	1,216.14	8,372.65	1,653.00	380.99	1,272.00	2.10	1,274.10	100
2	Choice Wealth Management Pvt. Ltd.	NA	64.16	(7.36)	115.23	58.43	-	68.00	(155.03)	1.22	(156.25)	(0.68)	(156.92)	100
3	Choice Portfolio Management Services Pvt. Ltd.	NA	211.00	13.40	249.86	25.46	-	44.73	23.65	6.15	17.50	-	17.50	100
4	Choice Capital Advisors Pvt. Ltd.	NA	505.00	235.71	1,397.75	657.04	450.00	296.93	27.06	5.13	21.93	130.43	152.36	100
5	Choice Corporate Services Pvt. Ltd.	NA	1.00	(76.97)	30.19	106.16	-	51.35	(51.88)	0.04	(51.92)	1.42	(50.50)	100
6	Choice Techlab Solutions Pvt Ltd	NA	1.00	72.20	625.90	552.70	-	907.85	11.91	3.05	8.86	(1.99)	6.87	100
7	Choice Retail Solutions Pvt Ltd	NA	1.00	(109.58)	18.79	127.38	-	16.09	(101.85)	(0.07)	(101.78)	(0.45)	(102.23)	100
9	Choice Consultancy Services Pvt. Ltd. (Note 1)	NA	500.00	624.42	2,649.22	1,524.81	0.26	2,306.61	68.20	20.69	47.52	3.11	50.63	100
10	Choice Fiserv Private Limited	NA	2,106.00	1,946.27	13,620.75	9,568.48	1,505.07	1,515.76	66.22	61.26	4.96	-	4.96	100

Note-1 Choice Consultancy Services Private Limited includes share of Jointly Controlled Operations

Part "B" : Associate / Jointly Controlled Entities

Part "B" : Associate / Jointly Controlled Entities								(Rs. in Lakhs)		
S. No.	Name of the Associates / Joint Controlled Entity	Latest Audited Balance Sheet Date	Shares of Associates/ Joint Ventures held by the Company on the year end					Profit/Loss for the year		
			Numbers	Amount of Investment in Associate /Joint Venture (Amount in Rs.)	Extent of holding	Description of how there is significant influence	Reason why the associate /Joint Controlled Entity is not Consolidated	Net Worth Attributable to Shareholding as per latest audited Balance Sheet (Amount in Rs.)	(i) Considered in Consolidation (Amount in Rs.)	(ii) Not Considered in Consolidation (Amount in Rs.)
1	Thought Consultants Jaipur P L in JV with Choice Consultancy Services P L	March 31, 2020	-	-	50.00%	Jointly Controlled Operation of CCPL	Consolidated	10.78	0.19	-
2	Samekit Learning Management Private Limited (Formerly Known as Gravotix Technology Private Limited)	March 31, 2020	0.03	0.26	26.00%	Associate CCSPL	Consolidated	-	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

42 The aggregate amount of assets, liabilities, income and expenditure of the Jointly Controlled Operation included in CFS is as follows

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2020	As at April 01, 2018
(i) Assets			
Non Current Assets			
Deferred Tax Assets	0.48	0.23	-
Current Assets			
(a) Financial Assets			
(i) Trade Receivables	6.43	7.33	23.74
(ii) Cash and Cash Equivalents	0.29	0.27	0.34
(b) Current Tax Assets	-	10.92	13.47
(c) Other Current Assets	10.96	10.96	11.14
(ii) Liabilities			
(a) Financial Liabilities			
(i) Trade Payables	7.37	19.12	39.61
(b) Other Current Liabilities	-	-	1.81
(c) Provisions	0.01	-	-

(b) Details of Income and Expenditure

(Rs. in Lakhs)

Particulars	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
(iii) Income	0.97	9.24
(iv) Expenditure	0.94	4.06

43 - Reconciliation of Tax Expenses and the accounting profit multiplied by India's Tax Rate

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit Before Tax	1,820.35	1,225.90
Enacted Income Tax Rate (%)	27.82%	26.00%
Income Tax Expenses calculated at applicable income tax rate	506.42	318.73
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Expenses that are not deductible for tax purposes	276.53	166.79
Deductions available under income tax	(391.99)	(423.95)
Others	89.53	86.49
Total	480.49	148.06
Income Tax for Earlier Year	(18.31)	(102.60)
Income Tax Expenses recognised in Profit & Loss	480.49	148.06
Deferred tax recognised in Profit & Loss	115.06	299.61
Total Tax Recognised in Profit & Loss	577.25	345.07
Actual Effective Income Tax Rate	31.71%	28.15%

Consolidated Financial Statements

(I)Details of Related Parties -

(Rs. in Lakhs)

Description of Relationship	Names of Related Parties	March 31, 2020	March 31, 2019	April 01, 2018
a. Associate Companies	Samekit Learning Management Private Limited (Formerly known as Gravotix Learning Management Private Limited)*	✓	-	-
	Aqua Pumps Infra Ventures Limited (APIVL)* Choice Realty Pvt. Ltd. (Subsidiary of APIVL)	-	-	✓
b. Key Management Personnel (KMP) and their relatives	Kamal Poddar (Managing Director)	✓	✓	✓
	Hemlata Poddar (Non-executive Director)	✓	✓	✓
	Arun Poddar (Relative of KMP)	✓	✓	✓
	Sonu Poddar (Relative of KMP)	✓	✓	✓
	Santosh Kumar Poddar (Relative of KMP)	✓	✓	✓
	Manju Poddar (Relative of KMP)	✓	✓	✓
	Meenu Poddar (Relative of KMP)	✓	✓	✓
	Ajay Kejriwal (Executive Director)	✓	✓	✓
	Malti Rajendra Kejriwal (Relative of Director)	✓	✓	✓
	Babita Ajay Kejriwal (Relative of Director)	✓	✓	✓
	Vijay Rajendra Kejriwal (Relative of Director)	✓	✓	✓
	Rajendrakumar Kejriwal (Relative of Director)	✓	✓	✓
	Manoj Singhania (CFO)	✓	✓	✓
	Savita Singhania (Relative of KMP)	✓	✓	✓
	Karishma Shah (Company Secretary)	✓	✓	✓
	Praful Shah (Relative of KMP)	✓	✓	✓
	Falguni Shah (Relative of KMP)	✓	✓	✓
c. Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Kamal Poddar - Holding 12.50 % of Capital in CIL	✓	✓	✓
	Hemlata Poddar - Holding 4.25% of Capital in CIL	✓	✓	✓
	Sunil Patodia - Holding 5.50% of Capital in CIL	✓	✓	✓
	Vinita Patodia - Holding 7.87 of Capital in CIL	✓	✓	✓
	Anil Patodia- Holding 5.50% of Capital in CIL	✓	✓	✓
	Archana Patodia- Holding 7.87% of Capital in CIL	✓	✓	✓
	Arun Poddar - Holding -10.50% of Capital in CIL	✓	✓	✓
	Sonu Poddar - Holding 6.25% of capital in CIL	✓	✓	✓
	Shreya Patodia - Holding 1.50% of Capital in CIL	✓	✓	✓
	Suyash Patodia -Holding 1.50% of Capital in CIL	✓	✓	✓
	Aastha Patodia -Holding 1.50% of Capital in CIL	✓	✓	✓
	Ayush Patodia -Holding 1.50% of Capital in CIL	✓	✓	✓

44 Related Party Disclosure :

(I)Details of Related Parties -

(Rs. in Lakhs)

Description of Relationship	Names of Related Parties	March 31, 2020	March 31, 2019	April 01, 2018
d. Enterprises over which (b) & (c) are able to exercise significant influence	S. K. Patodia & Associates	✓	✓	✓
	The Byke Hospitality Ltd.	✓	✓	✓
	Hotel Relax Pvt. Ltd.	✓	✓	✓
	Manbhari Biofuel Pvt. Ltd.	✓	✓	✓
	S. K. Patodia Advisory Services Pvt. Ltd.	✓	✓	✓
	Shree Shakambhari Exims Private Limited (Formerly known as Upton Infrastructure Pvt. Ltd.)	✓	✓	✓
	Aqua Pumps Pvt. Ltd.	✓	✓	✓
	Wheresmypandit.com Pvt Ltd			
	Samekit Learning Management Private Limited (Formerly known as Gravotix Technology Private Limited)	-		✓
	Motormistri.Com Private Limited	✓	✓	✓
	Thoughts Consultants Jaipur P L in JV with Choice Consultancy Services P L	✓	✓	✓
	VSC Consulting Private JV with Choice Consultancy Services Private Limited (w.e.f January 15,2018)	✓	✓	✓
	Infra Dev Consultants in JV with Choice Consultancy Services Pvt Ltd	✓	✓	-
	Samank Consumer Products Private Limited	✓	✓	✓
	Samank Apparels Private Limited	✓	✓	✓
	Choice Insurance Broking India Private Limited	✓	✓	✓
	Farmer's Evolverment Foundation	✓	✓	✓
	Mumbai Vaish Seva Sansthan	✓	✓	✓
	Blazing Star Properties Private Limited	✓	✓	✓
	Anant Incense Enterprise (Partnership entered by Aastha Patodia)	✓	✓	✓
	Closhoerize (Partnership entered by Shreya Patodia)	✓	✓	✓
	De Starvings Couriers LLP	✓	✓	✓
	Choice Strategic Advisors LLP	✓	✓	
	Lions Mumbai Choice Foundation	✓	✓	
	Rupang Properties Private Limited	✓	✓	
	Optimo Investment Advisors Private Limited	✓		
	Ajay Kejriwal HUF	✓	✓	✓
	Vijay Kejriwal HUF	✓	✓	✓
	Anil Patodia HUF	✓	✓	✓
	Sunil Patodia HUF	✓	✓	✓
	Santosh Poddar HUF	✓	✓	✓
	Arun Poddar HUF	✓	✓	✓
	Kamal Poddar HUF	✓	✓	✓

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(i): Details of Related Party transactions during the year ended March 31, 2020

(Rs. in Lakhs)

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Sale of Equity investment in following companies to KMP and Relative of KMP						
Hemlata Poddar	-	5.00	-	-	-	5.00
Sonu Poddar	-	-	5.00	-	-	5.00
	-	5.00	5.00	-	-	10.00
Loan Given to						
Samank Apparels Private Limited	-	-	-	-	40.15	40.15
S K Patodia & Associates	-	-	-	-	460.34	460.34
Choice Peers International Private Limited	-	-	-	-	13.50	13.50
	-	-	-	-	513.99	513.99
Loan Repayment received from						
Samank Apparels Private Limited	-	-	-	-	20.18	20.18
S K Patodia & Associates	-	-	-	-	610.68	610.68
Choice Peers International Private Limited	-	-	-	-	108.58	108.58
	-	-	-	-	739.45	739.45
Loan Taken from -						
Kamal Poddar	-	275.50	-	-	-	275.50
Choice Insurance Broking India Private Limited	-	-	-	-	37.88	37.88
Choice Peers International Private Limited	-	-	-	-	20.42	20.42
	-	275.50	-	-	58.30	333.80
Loan Repaid -						
Kamal Poddar	-	29.50	-	-	-	29.50
Choice Insurance Broking India Private Limited	-	-	-	-	9.50	9.50
Choice Peers International Private Limited	-	-	-	-	8.82	8.82
	-	29.50	-	-	18.32	47.82
Revenue from Operations						
Income from Business Support Services -						
The Byke Hospitality Limited	-	-	-	-	85.05	85.05
S K Patodia & Associates	-	-	-	-	139.54	139.54
Choice Insurance Broking India Private Limited	-	-	-	-	21.22	21.22
	-	-	-	-	245.81	245.81

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Income from Subletting						
S K Patodia & Associates	-	-	-	-	15.60	15.60
	-	-	-	-	15.60	15.60
Income from Professional Fees						
Samank Apparels Private Limited	-	-	-	-	1.25	1.25
Samank Consumer Products Private Limited	-	-	-	-	1.52	1.52
The Byke Hospitality Limited	-	-	-	-	572.20	572.20
SK Patodia & Associates	-	-	-	-	6.62	6.62
Choice Peers International Private Limited	-	-	-	-	0.23	0.23
Choice Insurance Broking India Private Limited	-	-	-	-	2.17	2.17
	-	-	-	-	583.98	583.98
Income from Brokerage						
Ajay Rajendra Kejriwal	-	0.03	-	-	-	0.03
Ajay R Kejriwal (HUF)	-	-	-	-	0.03	0.03
Malti Rajendra Kejriwal	-	-	0.02	-	-	0.02
Vijay Rajendra Kejriwal	-	-	0.02	-	-	0.02
Rajendrakumar Kejriwal	-	-	0.09	-	-	0.09
Kamal Poddar	-	13.29	-	-	-	13.29
Kamal Poddar (HUF)	-	-	-	-	0.14	0.14
Arunkumar Poddar	-	27.68	-	-	-	27.68
Hemlata Kamal Poddar	-	0.39	-	-	-	0.39
Santosh Kumar Poddar	-	-	0.22	-	-	0.22
Manju Poddar	-	-	0.10	-	-	0.10
Meenu Poddar	-	-	0.21	-	-	0.21
Vijay R Kejriwal Huf	-	-	-	-	0.12	0.12
Santosh Kumar Poddar Huf	-	-	-	-	0.07	0.07
Sunil Patodia	-	-	-	0.23	-	0.23
Sunil Patodia HUF	-	-	-	-	0.11	0.11
Vinita Patodia	-	-	-	0.22	-	0.22
Anil Patodia	-	-	-	0.03	-	0.03
Anil Patodia HUF	-	-	-	-	0.00	0.00
Archana Patodia	-	-	-	0.00	-	0.00
Shreya Patodia	-	-	-	0.03	-	0.03
Karishma Shah	-	0.05	-	-	-	0.05
Savita Singhania	-	-	0.01	-	-	0.01
	-	41.44	0.66	0.52	0.47	43.10

(Rs. in Lakhs)

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Other Income (Sale of Scrap)						
The Byke Hospitality Limited	-	-	-	-	3.36	3.36
	-	-	-	-	3.36	3.36
Interest on Loan (Income)						
Choice Peers International Private Limited	-	-	-	-	9.80	9.80
Samank Apparels Private Limited	-	-	-	-	11.28	11.28
S K Patodia & Associates	-	-	-	-	36.74	36.74
	-	-	-	-	57.82	57.82
Interest on Loan (Expenses)						
Choice Insurance Broking India Private Limited	-	-	-	-	2.09	2.09
	-	-	-	-	2.09	2.09
Director Remuneration						
Kamal Poddar	-	52.52	-	-	-	52.52
	-	52.52	-	-	-	52.52
Salaries & Allowances						
Manoj Singhania	-	17.40	-	-	-	17.40
Karishma Shah	-	11.90	-	-	-	11.90
Ajay Kejriwal	-	21.00	-	-	-	21.00
Vijay Kejriwal	-	-	10.20	-	-	10.20
	-	50.30	10.20	-	-	60.50
Other Expenses						
S K Patodia & Associates	-	-	-	-	1.56	1.56
Samank Consumer Products Private Limited	-	-	-	-	4.70	4.70
	-	-	-	-	3.15	3.15
Current Financial Assets- Loan						
Samank Apparels Private Limited	-	-	-	-	108.15	108.15
S K Patodia & Associates	-	-	-	-	382.70	382.70
	-	-	-	-	490.86	490.86
Borrowings Current						
Choice Insurance Broking India Private Limited	-	-	-	-	28.38	28.38
Choice Peers International Private Limited	-	-	-	-	11.59	11.59
Kamal Poddar	-	-	246.00	-	-	246.00
Arun Poddar	-	-	9.80	-	-	9.80
	-	-	255.80	-	39.97	295.77

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Trade receivables-						
The Byke Hospitality Limited	-	-	-	-	512.83	512.83
S K Patodia & Associates	-	-	-	-	82.64	82.64
Choice Insurance Broking India Private Limited	-	-	-	-	13.62	13.62
Samank Apparels Private Limited	-	-	-	-	1.35	1.35
Samank Consumer Products Private Limited	-	-	-	-	1.07	1.07
Santosh Kumar Poddar	-	-	13.73	-	-	13.73
Meenu Poddar	-	-	17.02	-	-	17.02
Manju Poddar	-	-	7.84	-	-	7.84
Anil Patodia huf	-	-	-	-	0.01	0.01
Archana Patodia	-	-	-	0.01	-	0.01
Shreya Patodia	-	-	-	0.03	-	0.03
	-	0.00	38.59	0.04	611.52	650.16
Trade Payables						
Samank Consumer Products Private Limited	-	-	-	-	0.89	0.89
Kamal Poddar	-	8.75	-	-	-	8.75
Manoj Singhania	-	1.05	-	-	-	1.05
Karishma Shah	-	2.37	-	-	-	2.37
S K Patodia & Associates	-	-	-	-	0.51	0.51
Sunil Patodia huf	-	-	-	-	0.92	0.92
Anil Patodia	-	-	-	1.02	-	1.02
Suyash Patodia	-	-	-	0.04	-	0.04
Savita Singhania	-	-	0.04	-	-	-
	-	12.17	0.04	1.06	2.32	15.55
Other Current Liabilities						
S K Patodia & Associates	-	-	-	-	1.10	1.10
Choice Insurance Broking India Private Limited	-	-	-	-	0.78	0.78
	-	-	-	-	1.88	1.88
Non Current Investments						
Samekit Learning Management Private Limited (Formerly known as Gravotix Technology Private Limited)	0.26	-	-	-	-	0.26
	0.26	-	-	-	-	0.26

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(ii): Details of Related Party transactions during the year ended March 31, 2019

(Rs. in Lakhs)

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Loan Taken from -						
Kamal Poddar	-	220.00	-	-	-	220.00
	-	220.00	-	-	-	220.00
Loan Repaid -						
Kamal Poddar	-	220.00	-	-	-	220.00
	-	220.00	-	-	-	220.00
Loan Given						
Samank Apparels Private Limited	-	-	-	-	88.18	88.18
S K Patodia & Associates	-	-	-	-	175.34	175.34
	-	-	-	-	263.52	263.52
Loan Repayment received from -						
Samank Consumer Products Private Limited	-	-	-	-	259.80	259.80
S K Patodia & Associates	-	-	-	-	25.00	25.00
	-	-	-	-	284.80	284.80
Advances received						
Samank Consumer Products Private Limited	-	-	-	-	41.00	41.00
	-	-	-	-	41.00	41.00
Advances amount repaid						
Samank Consumer Products Private Limited	-	-	-	-	41.00	41.00
	-	-	-	-	41.00	41.00
Revenue from Operations						
Income from Business Support Services						
The Byke Hospitality Limited	-	-	-	-	85.15	85.15
S K Patodia & Associates	-	-	-	-	194.92	194.92
Choice Insurance Broking India Private Limited	-	-	-	-	4.33	4.33

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Income from Brokerage & Other Charges						
Ajay Rajendra Kejriwal	-	0.01	-	-	-	0.01
Ajay R Kejriwal (HUF)	-	-	-	-	0.04	0.04
Malti Rajendra Kejriwal	-	-	0.01	-	-	0.01
Vijay Rajendra Kejriwal	-	-	0.03	-	-	0.03
Rajendra kumar Kejriwal	-	-	0.03	-	-	0.03
Kamal Poddar	-	7.07	-	-	-	7.07
Kamal Poddar (HUF)	-	-	-	-	47.20	47.20
Arunkumar Poddar	-	-	0.01	-	-	0.01
Santosh Kumar Poddar	-	-	0.06	-	-	0.06
Meenu Poddar	-	-	0.11	-	-	0.11
Vijay R Kejriwal Huf	-	-	-	-	0.12	0.12
Santosh Kumar Poddar Huf	-	-	-	-	0.02	0.02
	-	7.08	0.27	-	331.78	339.12
Professional Service Charges						
The Byke Hospitality Limited	-	-	-	-	200.00	200.00
Samank Consumer Products Private Limited	-	-	-	-	3.00	3.00
S K Patodia & Associates	-	-	-	-	75.40	75.40
	-	-	-	-	278.40	278.40
Other Income						
Dividend Income	-	-	-	-	10.00	10.00
Rent Income	-	-	-	-	1.20	1.20
	-	-	-	-	11.20	11.20

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Interest on Loans						
Samank Consumer Products Private Limited	-	-	-	-	10.99	10.99
Samank Apparels Private Limited	-	-	-	-	0.20	0.20
S K Patodia & Associates	-	-	-	-	0.38	0.38
	-	-	-	-	11.57	11.57
Employee Benefit Expenses						
Director remuneration	-	42.00	-	-	-	42.00
Salary & allowances						
Manoj Singhania	-	15.02	-	-	-	15.02
Karishma Shah	-	9.83	-	-	-	9.83
Ajay Kejriwal	-	21.00	-	-	-	21.00
Vijay Kejriwal	-	-	10.20	-	-	10.20
	-	87.84	10.20	-	-	98.04
Other Expenses						
S K Patodia & Associates	-	-	-	-	1.77	1.77
Lions Mumbai Choice Foundation	-	-	-	-	28.94	28.94
Lions Club of Mumbai Choice	-	-	-	-	0.50	0.50
	-	-	-	-	31.21	31.21
Securities Pledged for loan						
Kamal Poddar	-	8.37	-	-	-	8.37
Hemlata Poddar	-	94.86	-	-	-	94.86
Arun Poddar	-	-	159.03	-	-	159.03
	-	103.23	159.03	-	-	262.26
Balances outstanding at the end of the year						
Short Term Borrowings						
Arun Poddar	-	-	-	-	9.80	9.80
	-	-	-	-	9.80	9.80

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Short Term Loans & Advances						
Samank Apparels Private Limited	-	-	-	-	88.18	88.18
S K Patodia & Associates	-	-	-	-	150.34	150.34
	-	-	-	-	238.52	238.52
Trade receivables -						
The Byke Hospitality Limited	-	-	-	-	265.26	265.26
S K Patodia & Associates	-	-	-	-	33.02	33.02
Choice Insurance Broking India Private Limited	-	-	-	-	1.27	1.27
Santosh Kumar Poddar	-	-	0.30	-	-	0.30
Hemlata Kamal Poddar	-	-	0.01	-	-	0.01
Kamal Poddar	-	93.42	-	-	-	93.42
Meenu Poddar	-	-	0.02	-	-	0.02
Arunkumar Poddar (HUF)	-	-	-	-	0.01	0.01
Kamal Poddar (HUF)	-	-	-	-	0.02	0.02
Vijay R Kejriwal Huf	-	-	-	-	1.75	1.75
	-	93.42	0.34	-	301.34	395.09
Trade Payables						
Kamal Poddar	-	0.26	-	-	-	0.26
Manoj Singhania	-	1.19	-	-	-	1.19
Karishma Shah	-	0.87	-	-	-	0.87
S K Patodia & Associates	-	-	-	-	2.98	2.98
	-	2.32	-	-	2.98	5.30
Other Current Liabilities						
Vijay Rajendra Kejriwal	-	-	0.07	-	-	0.07
Rajendrakumar Kejriwal	-	-	0.01	-	-	0.01
Santosh Kumar Poddar Huf	-	-	0.26	-	-	0.26
	-	-	0.34	-	-	0.34
Other Non Current Liabilities						
Choice Insurance Broking India Private Limited	-	-	-	-	30.00	30.00
	-	-	-	-	30.00	30.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(iii): Details of Related Party Balances as on April 01, 2018

Particulars	Associates	KMP	Relative of KMP	Individuals owning directly or indirectly interest in voting power that gives them control & their relatives	Enterprises over which (c) & (d) are able to exercise significant influence	Total
Balance outstanding at the end of year						
Other Long Term Liabilities						
Choice Insurance Broking India Private Limited	-	-	-	-	30.00	30.00
Short Term Borrowings						
Arun Poddar	-	-	9.80	-	-	9.80
Trade Payables						
Kamal Poddar	-	5.82	-	-	-	5.82
Manoj Singhania	-	1.19	-	-	-	1.19
Karishma Shah	-	0.55	-	-	-	0.55
Vijay Kejriwal	-	-	0.56	-	-	0.56
Ajay Kejriwal	-	1.34	-	-	-	1.34
Harsh Kejriwal	-	-	0.05	-	-	0.05
Mehak Kejriwal	-	-	0.05	-	-	0.05
SK Patodia & Associates	-	-	-	-	0.80	0.80
Short Term Loans & Advances		8.91	0.66	-	0.80	10.36
Samank Consumer Products Private Limited	-	-	-	-	259.80	259.80
Trade Receivables						
The Byke Hospitality Limited	-	-	-	-	0.12	0.12
SK Patodia & Associates	-	-	-	-	0.97	0.97
Hemlata Kamal Poddar	-	-	0.01	-	-	0.01
Arunkumar Poddar	-	-	0.02	-	-	0.02
Other Current Liabilities			0.02	-	1.09	1.11
Santosh Kumar Poddar	-	-	0.01	-	-	0.01
	-	-	0.02	-	0.00	0.02

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 45 : Reconciliation of equity and Statement of Profit & Loss

A. Reconciliation of Equity as at April 01, 2018

(Rs. in Lakhs)

Particulars	IGAAP*	Impact	Ind As
I Assets			
1 Non - Current Assets			
Property, Plant and Equipment ¹	7,642.18	(120.00)	7,522.18
Investment Property ¹	-	120.00	120.00
Goodwill on Consolidation	2.95	-	2.95
Other Intangible Assets	117.46	-	117.46
Intangible Assets under Development	435.83	-	435.83
Financial Assets			
Investment in Equity Shares ²	4,664.22	1,337.76	6,001.98
Loans ²	95.91	(0.01)	95.90
Other Financial Assets	186.24	-	186.24
Income Tax Assets (Net)	324.23	-	324.23
Deferred Tax Assets	45.07	0.27	45.34
Other Non-Current Assets	64.95	-	64.95
	13,579.04	1,338.01	14,917.06
2 Current Assets			
Securities held for trade ³	1,746.60	231.73	1,978.33
Financial Assets			
(i) Trade Receivables ⁴	11,671.93	3.09	11,675.02
(ii) Cash and Cash Equivalents	2,429.20	-	2,429.20
(iii) Bank balance other than (ii) above	3,771.87	-	3,771.87
(iv) Loans & advances	8,161.48	-	8,161.48
(v) Other Financial Assets ⁵	706.80	(0.06)	706.74
Other Current Assets	609.19	-	609.19
	29,097.06	234.76	29,331.83
TOTAL	42,676.10	1,572.77	44,248.89

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

A. Reconciliation of Equity as at April 01, 2018

(Rs. in Lakhs)

Particulars	IGAAP*	Impact	Ind As
I EQUITY & LIABILITIES			
1 EQUITY			
Equity Share Capital	2,000.48	-	2,000.48
Other Equity	14,617.92	1,157.39	15,775.31
Total Equity	16,618.40	1,157.39	17,775.79
2 Non - Current Liabilities			
Financial Liabilities:			
Borrowings ²	493.59	(5.17)	488.42
Other Financial Liabilities	30.00	-	30.00
Provision 6	119.42	6.61	126.03
Deferred Tax Liability (Net)	126.82	413.94	540.76
Other Non-Current Liabilities	113.25	-	113.25
	883.08	415.38	1,298.46
3 Current Liabilities			
Financial Liabilities:			
Borrowings	16,867.01	-	16,867.01
Trade Payables	-	-	-
(a) Total outstanding dues of micro enterprises and small enterprises	4.86	-	4.86
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	979.32	-	979.32
Other Financial Liabilities	508.55	-	508.55
Other Current Liabilities	6,541.30	-	6,541.30
Provision	273.60	-	273.60
	25,174.65	-	25,174.65
TOTAL	42,676.13	1,572.77	44,248.89

* The Indian GAAP figures have been reclassified to conform to Ind-AS presentation requirements for the purpose of this note.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

B. Reconciliation of Equity as at March 31, 2019

(Rs. in Lakhs)

Particulars	IGAAP*	Impact	Ind As
I Assets			
1 Non - Current Assets			
Property, Plant and Equipment ¹	8,471.37	(120.00)	8,351.37
Investment Property ¹	-	120.00	120.00
Goodwill	783.33	41.67	825.00
Goodwill on Consolidation	2.95	-	2.95
Other Intangible Assets	539.08	-	539.08
Intangible Assets under Development	45.66	-	45.66
Financial Assets:			
Investment in Equity Shares ²	2,349.80	(182.09)	2,167.71
Loans ³	21.08	(0.02)	21.07
Other Financial Assets ¹	446.89	(4.68)	442.21
Income Tax Assets (Net)	377.43	-	377.43
Deferred Tax Assets ¹	41.65	58.12	99.77
Other Non-Current Assets	1.48	4.59	6.06
	13,080.72	(82.41)	12,998.31
2 Current Assets			
Securities held for Trade ¹	2,495.25	1,141.99	3,637.23
Financial Assets:			
(i) Trade Receivables ⁴	6,698.35	(24.42)	6,673.94
(ii) Cash and Cash Equivalents	1,361.37	-	1,361.37
(iii) Bank balance other than (ii) above	1,061.72	-	1,061.72
(iv) Loans & advances	8,489.87	-	8,489.87
(v) Other Financial Assets	12,447.59	-	12,447.59
Other Current Assets	726.27	-	726.27
	33,280.42	1,117.57	34,397.99
TOTAL	46,361.14	1,035.16	47,396.30

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

B. Reconciliation of Equity as at March 31, 2019

(Rs. in Lakhs)

Particulars	IGAAP*	Impact	Ind As
I EQUITY & LIABILITIES			
1 EQUITY			
Equity Share Capital	2,000.48	-	2,000.48
Other Equity	14,659.96	693.28	15,353.24
Total Equity	16,660.44	693.28	17,353.72
2 Non - Current Liabilities			
Financial Liabilities			
Borrowings ³	439.86	(3.61)	436.25
Other Financial Liabilities	30.00	-	30.00
Provision ⁴	171.20	4.49	175.68
Deferred Tax Liability (Net)	197.24	341.01	538.25
Other Non-Current Liabilities	219.46	-	219.46
	1,057.76	341.89	1,399.64
3 Current Liabilities			
Financial Liabilities			
Borrowings	16,106.59	-	16,106.59
Trade Payables			
(a) Total outstanding dues of micro enterprises and small enterprises	6.14	-	6.14
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	915.26	-	915.26
Other Financial Liabilities	72.94	-	72.94
Other Current Liabilities	11,464.46	-	11,464.46
Provision	77.55	-	77.55
	28,642.94	-	28,642.94
TOTAL	46,361.14	1,035.17	47,396.30

* The Indian GAAP figures have been reclassified to conform to Ind-AS presentation requirements for the purpose of this note.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

C. Reconciliation of Total Comprehensive Income for the year ended March 31, 2019

(Rs. in Lakhs)

Particulars	IGAAP*	Impact	Ind As
I Income			
Revenue from Operations	10,749.73	910.57	11,660.30
Other Income	435.82	35.09	470.91
Total Revenue	11,185.56	945.66	12,131.21
II Expenses			
Operating Expenses	2,182.55	-	2,182.55
Employee Benefits Expense	4,364.14	26.74	4,390.88
Finance Costs	2,031.82	2.71	2,034.53
Depreciation & Amortisation	358.36	(41.67)	316.69
Other Expenses	1,796.56	184.08	1,980.64
Total Expense	10,733.43	171.87	10,905.30
III Profit Before Tax (I-II)	452.13	773.80	1,225.92
IV Tax Expense / (Benefit):			
(a) Current Tax	148.06	-	148.06
(b) (Excess) / Short Provision of Earlier Year Tax	(102.85)	-	(102.85)
(c) Deferred Tax	73.73	226.13	299.86
	118.95	226.13	345.07
V Profit for the Year (III-IV)	333.18	547.67	880.85
Share of Profit from Associate	(12.12)	(0.29)	(12.41)
Loss on Disposal of Associate	279.05	-	279.05
Profit for the Year after Share of Profit from Associate	42.01	547.38	589.39
VI Other Comprehensive Income			
Fair Value of Employee Benefit Obligation	-	28.62	28.62
Fair Valuation Gain/ (Loss) on Investment	-	(1,397.00)	(1,397.00)
Tax Effect on above	-	356.91	356.91
VII Other Comprehensive income for the period	-	(1,011.47)	(1,011.47)
VIII Total Comprehensive income for the period	42.01	(464.09)	(422.08)

* The Indian GAAP figures have been reclassified to conform to Ind-AS presentation requirements for the purpose of this note.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Notes:

- Pursuant to Ind AS requirements, investment property is presented separately. Under I-GAAP the same was presented as part of tangible assets. Tangible assets have been now divided into two categories under Ind AS viz. Property, plant and equipment and Investment property.
- All Investments except investments in group companies have been fair valued in accordance with Ind AS 109. Investments are fair valued through profit or loss. Under I-GAAP the current investments were carried at cost net of diminution in their value as at the Balance Sheet date. The long term investments were carried at cost net of permanent diminution, if any.
- Under Ind AS financial assets and liabilities are measured at fair value at the inception and subsequently at amortised cost or at fair value based on their classification. Under I-GAAP the financial assets and liabilities were measured at cost.
- *The provision is made against trade receivables based on "expected credit loss" model as per Ind AS 109. Under I-GAAP the provision was made when the receivable turned doubtful based on the assessment on case to case basis. *
- *Under Ind AS 23 borrowing cost is calculated following effective rate of interest (EIR) method as described under Ind AS 109. Under I-GAAP borrowing cost was computed by applying the coupon rate to the principle amount for the period with consequential impact in the asset items where borrowing cost is capitalised/inventorised. Borrowings are recognised at fair value at the inception and subsequently at amortised cost with interest recognised based on EIR method. *
- Actuarial gains and losses pertaining to defined benefit obligations and re-measurement pertaining to return on plan assets are recognised in Other Comprehensive Income in accordance with Ind AS 19 and are not reclassified to profit or loss. Further, there are certain other items (as presented in OCI) that are accounted in Other Comprehensive Income and subsequently reclassified to Profit or Loss in accordance with Ind AS requirements.

D. Impact of Ind AS on the Statement of Cash Flows for the year ended March 31, 2019

(Rs. in Lakhs)

Particulars	IGAAP	Impact	Ind As
Cash Flows from Operating Activities	(1,201.43)	(2,423.16)	(3,624.59)
Cash Flows from Investing Activities	3,066.17	2,337.71	5,403.88
Cash Flows from Financing Activities	(2,932.56)	85.44	(2,847.12)
Net Increase/ (decrease) in cash and cash equivalents	(1,067.82)	(0.01)	(1,067.83)
Cash and Cash Equivalents as at March 31, 2018	2,429.20	-	2,429.20
Cash and Cash Equivalents as at March 31, 2019	1,361.37	-	1,361.37

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 46:- Disclosure pursuant to Ind AS 1 " Presentation of financial statements"

(a) Current Assets expected to be recovered within twelve months and after twelve months from the reporting date:

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020			As at March 31, 2019		
		Within twelve months	After Twelve months	Total	Within twelve months	After Twelve months	Total
Securities held for Trade	12	3,060.91	-	3,060.91	3,637.23	-	3,637.23
Trade Receivables	13	9,104.28	-	9,104.28	6,673.94	-	6,673.94
Loans	16	11,779.83	-	11,779.83	8,489.87	-	8,489.87
Other Financial Assets	17	9,056.96	-	9,056.96	12,447.59	-	12,447.59
Other Current Assets	18	540.00	-	540.00	726.27	-	726.27

(b) Current Liabilities expected to be recovered within twelve months and after twelve months from the reporting date:

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020			As at March 31, 2019		
		Within twelve months	After Twelve months	Total	Within twelve months	After Twelve months	Total
Trade Payables	26	722.79	-	722.79	921.40	-	921.40
Borrowings	27	13,859.06	-	13,859.06	16,106.59	-	16,106.59
Other Financial Liabilities	28	91.39	-	91.39	72.94	-	72.94
Other Current Liabilities	29	12,573.89	-	12,573.89	11,464.46	-	11,464.46

(c) Fair Value hierarchy of financial assets and liabilities measured at Fair Value :

(Rs. in Lakhs)

Particulars	Note No.	As at March 31, 2020				As at March 31, 2019			
		Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial Assets									
Investments (Other Than Subsidiaries and Associates)	6	3.64	1,955.07	-	1,958.71	362.63	1,805.07	-	2,167.70
Loans- Non Current	7	-	-	-	74.63	-	-	-	21.07
Other Financial Assets- Non Current	8	-	-	-	394.67	-	-	-	442.21
Securities held for trade	12	3,060.91	-	-	3,060.91	3,637.23	-	-	3,637.23
Trade Receivables	13	-	-	-	9,104.28	-	-	-	6,673.94
Loans- Current	16	-	-	-	11,779.83	-	-	-	8,489.87
Other Financial Assets- Current	17	-	-	-	9,056.96	-	-	-	12,447.59
Financial Liabilities									
Borrowings- Non Current	21	-	-	-	380.96	-	-	-	436.25
Other Non Current Financial Liabilities	22	-	-	-	0.00	-	-	-	30.00
Trade Payable	26	-	-	-	722.79	-	-	-	921.40
Borrowings- Current	27	-	-	-	13,859.06	-	-	-	16,106.59
Other Current Financial Liabilities	28	-	-	-	91.39	-	-	-	72.94

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(d) Quantitative Disclosures of carrying value / fair Value measurement hierarchy for assets and liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2020				As at March 31, 2019			
	Date of Valuation	Total	Quoted Price in Active Market	Significant Observable inputs	Date of Valuation	Total	Quoted Price in Active Market	Significant Observable inputs
			(Level 1)	(Level 2)			(Level 1)	(Level 2)
Financial Assets measured at Fair Value through Profit and Loss								
Non Current								
Investment in Equity Shares of Other Companies	31/3/2020	3.64	3.64	-	31/3/2019	82.13	82.13	-
Current								
Securities Held for Trade	31/3/2020	3,060.91	3,060.91	-	31/3/2019	3,637.23	3,637.23	-
Financial Assets measured at Fair Value through Other Comprehensive Income								
Non Current								
Investment in Equity Shares of Other Companies	31/3/2020	450.00	450.00	-	31/3/2019	280.50	280.50	-
Investment in Equity Shares of Other Companies	31/3/2020	1,505.07	-	1,505.07	31/3/2019	1,805.07	-	-
Financial Assets at Amortised Cost								
Non Current								
Investment in Associates	31/3/2020	0.26	-	-	31/3/2019	-	-	-
Loans	31/3/2020	74.63	-	-	31/3/2019	21.07	-	-
Other Financial Assets	31/3/2020	394.67	-	-	31/3/2019	442.21	-	-
Current								
Trade Receivables	31/3/2020	9,104.28	-	-	31/3/2019	6,673.94	-	-
Loans	31/3/2020	11,779.83	-	-	31/3/2019	1,361.37	-	-
Other Financial Assets	31/3/2020	9,056.96	-	-	31/3/2019	1,061.72	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 47:- Financial Assets at Amortised Cost Method

The carrying value of the following financial assets recognised at amortised cost:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Non-Current Financial Assets			
Loans	74.63	21.07	95.90
Other Financial Assets	394.67	442.21	186.24
Current Financial Assets			
Trade Receivables	9,104.28	6,673.94	11,675.02
Cash and Cash Equivalents	3,733.23	1,361.37	2,429.20
Other Bank Balances	1,364.98	1,061.72	3,771.87
Loans	11,779.83	8,489.87	8,161.48
Others	9,056.96	12,447.59	706.74
Total	35,508.58	30,497.77	27,026.45

Note: The fair value of the above financial assets are approximately equivalent to carrying values as recognised above.

Note 48:- Financial Liabilities at Amortised Cost Method

The carrying value of the following financial liabilities recognised at amortised cost:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Non-Current Financial Liabilities			
Borrowings	380.96	436.25	488.42
Other Financial Liabilities	0.00	30.00	30.00
Current Financial Liabilities			
Borrowings	13,859.06	16,106.59	16,867.01
Trade Payable	722.79	921.40	984.18
Other Financial Liabilities	91.39	72.94	72.94
Total	15,054.20	17,567.18	18,442.55

Note: The fair value of the above financial liabilities are approximately equivalent to carrying values as recognised above.

Note 49:- Financial Assets at Fair Value Through Profit or Loss

The carrying value of the following financial assets recognised at fair value through profit or loss:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Non Current Financial Assets			
Investments	3.64	82.13	740.02
Total	3.64	82.13	740.02

Note: The above investments are quoted instruments in active markets and the same is recognised at fair value. Fair value measurement is done considering the Level - 1 of Fair Value Hierarchy as per the Ind-AS 113.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 50:- Financial Assets at Fair Value Through Other Comprehensive Income

The carrying value of the following financial assets recognised at fair value through other comprehensive income:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Non Current Financial Assets			
Investments	450.00	280.50	1,677.50
Total	450.00	280.50	1,677.50

Note 51 : Financial Risk Management Objectives and Policies

The Group's principal financial liabilities comprise of loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations directly or indirectly. The Group's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The below note explains the sources of risk which the entity is exposed to and how the entity manages the risk:

(Rs. in Lakhs)

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade receivables, financial instruments, Fixed Deposit with Banks, financial assets measured at amortised cost.	*Aging analysis and Credit ratings	*Diversification of Existing credit limits Unutilised from Consortium Bankers.
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed Credit lines and borrowing facilities
Market Risk - foreign exchange	Future commercial transactions. Recognised financial liabilities not denominated in Indian Rupee (INR)	Cash flow forecasting and Sensitivity analysis	Forward foreign exchange contracts
Market Risk - Interest rate	Long-Term borrowings at variable rates	Sensitivity analysis	Interest Rate Swaps

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including Fixed deposits with banks and financial institutions and other financial instruments.

An impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 11.

On account of adoption of Ind-AS 109, the Group uses expected credit loss model to assess the impairment loss or gain. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Group's historical experience for customers.

The Group has made adjustments in ECL Model to consider the impact of the Covid-19 pandemic on the provision. The probability of default has been assessed considering the likelihood of increased credit risk and consequential default due to pandemic. The impact on collateral values is also assessed for determination of loss given default and reasonable haircuts are applied wherever necessary. The moratorium benefit wherever extended has been taken into consideration for staging of loans in the Model.

The Group offers loans secured by real estate/housing property/investments. In order to mitigate credit risk, the Group also seeks collateral appropriate to the product segment and also ensure that Loan to value ratio is maintained as specified by regulator.

An impairment analysis is performed at each reporting date based on the facts and circumstances existing on that date to identify expected losses on account of time value of money and credit risk. The credit quality of Loans and advances measured at amortised cost is primarily assessed by the Days Past Due (DPD) status and other qualitative factors leading to increase in credit risk

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

In assessing the impairment of financial assets under the expected credit loss model, the Group defines default when a loan obligation is overdue for more than 90 days (net of subsequent receipts as on the reporting date) and credit impaired.

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Gross Stage 1 (DPD < 30 days) Performing asset and 12 monthh ECL	11,792.61	8,344.76
Less : Impairment loss allowance	60.43	24.07
Net Stage 1 Assets	11,732.18	8,320.69
ECL Provision Coverage	0.51%	0.29%
Gross Stage 2 (30 > DPD < 90 days) Under performing assets increase in credit risk and Lifetime ECL	-	-
Less : Impairment loss allowance	-	-
Net Stage 2 Assets	-	-
ECL Provision Coverage	-	-
Gross Stage 3 (DPD > 90) Non-performing assets credit impaired and lifetime ECL	-	-
Less : Impairment loss allowance	-	-
Net Stage 3 Assets	-	-
ECL Provision Coverage	-	-
Total Loans & Advances	-	-
Less : Impairment loss allowance	-	-
Net Loans & Advances	-	-
ECL Provision Coverage	-	-

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's finance department in accordance with the Company's policy. Investments of surplus funds are made generally in the fixed deposits and for funding to subsidiary company. The investment limits are set to minimise the concentration of risks and therefore mitigate financial loss to make payments for vendors.

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2020 and March 31, 2019 is the carrying amounts as stated in balance sheet except for balances of subsidiary company.

Liquidity Risk

The Group monitors its risk of a shortage of funds using a liquidity planning tool.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and unsecured loans. The Group has access to a sufficient variety of sources of funding which can be rolled over with existing lenders. The Group believes that the working capital is sufficient to meet its current requirements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

The table below provides details regarding the maturities of significant financial liabilities as of March 31, 2019, March 31, 2018 and April 01, 2018:

(Rs. in Lakhs)

Particulars	0-1 Year	1-3 years	3-5 years	More than 5 Years	Total
Year ended March 31, 2020					
Secured Loans	7,718.39	125.30	115.32	144.92	8,103.92
Unsecured Loans	6,197.06	-	-	-	6,197.06
Trade Payables	722.79	-	-	-	722.79
Others	12,665.28	-	-	-	12,665.28
Year ended March 31, 2019					
Secured Loans	10,539.70	125.11	112.86	202.84	10,980.50
Unsecured Loans	5,627.57	-	-	-	5,627.57
Trade Payables	921.40	-	-	-	921.40
Others	11,537.40	-	-	-	11,537.40
Year ended April 01, 2018					
Secured Loans	16,821.09	126.58	109.20	260.24	17,317.10
Unsecured Loans	109.95	-	-	-	109.95
Trade Payables	984.18	-	-	-	984.18
Others	7,049.85	-	-	-	7,049.85

Market Risk

Market risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include loans and borrowings and deposits.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Group's policy is to keep balance between its borrowings at fixed rates of interest. The difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

The exposure of the Company to interest rate changes at the end of the reporting period are as under:

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Variable Rate Borrowing	-	-	-
Fixed Rate Borrowing	14,240.02	16,542.84	17,355.43
Total	14,240.02	16,542.84	17,355.43

Interest rate Sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Increase/ Decrease in basis points	Effect on Profit before Tax
March 31, 2020	+ 100	142.40
	- 100	(142.40)
March 31, 2019	+ 100	165.43
	- 100	(165.43)

Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates to purchase of raw material of chemical and fertiliser products from out of the India. The Company manages its foreign currency risk by hedging the payables as and when considered necessary. When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. The Company hedges its exposure to fluctuations on the translation into INR of its foreign payables in foreign currencies and by using foreign currency option or forward contracts.

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rate, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(Rs. in Lakhs)

Particulars	Change in Foreign Exchange Rate	Effect on Profit before Tax
March 31, 2020	+ 5%	-
	- 5%	-
March 31, 2019	+ 5%	-
	- 5%	-

Note 52 : Capital Management

For the purpose of the Group's capital management, capital includes issued equity share capital, securities premium and all other reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management is to maximise the value of the share and to reduce the cost of capital.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group can adjust the dividend payment to shareholders, issue new shares, etc. The Group monitors capital using a gearing ratio, which is net debt divided by total equity. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
A) Net Debt			
Borrowings (Current and Non-Current)	14,240.02	16,542.84	17,355.43
Cash and cash equivalents	5,098.21	2,423.09	6,201.07
Net Debt (A)	19,338.23	18,965.93	23,556.50
B) Equity			
Equity share capital	2,000.48	2,000.48	2,000.48
Other Equity	19,319.86	15,353.24	15,775.31
Total Equity (B)	21,320.34	17,353.72	17,775.79
Gearing Ratio (Net Debt / Capital) i.e. (A / B)	90.70%	109.29%	132.52%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 53 : Contingent Liabilities not Provided for:

(a) (Rs. in Lakhs)			
Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Income tax matters under dispute *	110.25	19.34	19.34
Total	110.25	19.34	19.34

*The Company does not expect any outflow of economic resources in respect of above.

(b) Corporate Guarantee Issued to

(Rs. in Lakhs)			
Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018
Corporate guarantees issued to Banks & Financial Institutions -	2,413.73	1,938.06	3,999.75
Total	2,413.73	1,938.06	3,999.75

"The above represents guarantee given to bank and financial institution on behalf of subsidiary, Gross guarantee given to Choice Equity Broking Private Limited Rs 3,000.00 lakhs (March 31, 2019: 5500.00 lakhs), (April 01, 2018: 4000.00) out of which utilised Rs 2115.50 lakhs (March 31, 2019: 1,645.00 lakhs); (April 01, 2018: 3999.75 lakhs) and to Choice Consultancy Services Private Limited Gross Rs 300.00 lakhs (March 31, 2019: 300.00 lakhs) out of which utilised Rs 298.23 lakhs. (March 31, 2019: 293.06 lakhs)."

Note 54 : Capital and Other Commitments:

Capital Commitments : Nil

Note 55 : Expenditure on Corporate Social Responsibility:

As per Section 135 of the Companies Act, 2013, the company is not mandatorily required to spend on corporate social responsibility (CSR) activities. However the group voluntarily made contribution of Rs Nil (March 31, 2019 : Rs. 3.36 Lakhs) towards CSR.

NOTE 56 : EXPENDITURE IN FOREIGN CURRENCY

Particulars	As at March 31, 2020	As at March 31, 2019
Foreign Travelling Expenses	-	2.09

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 57 : COVID Impact

The outbreak of COVID-19 pandemic across the globe and in India has contributed to a significant decline and volatility in the global and Indian financial markets and slowdown in the economic activities. The management of the Group have, based on current available information, determined the carrying value of various financial assets after considering. The potential macro-economic impact and all available internal and external information up to the date of approval of these consolidated financial Statements.

Based on the current indicators of future economic conditions, the Group considers the carrying value of the aforesaid assets appropriate.

The extent to which the COVID-19 pandemic will impact future results of the Group will depend on future developments, which are highly uncertain, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread or mitigate its impact whether government-mandated or elected by the Group. Given the uncertainty over the potential macro-economic condition, the impact of the global health pandemic may be different from that estimated as at the date of approval of these consolidated financial results and the Group will continue to closely monitor any material changes to future economic conditions, which will be given effect to in the respective future period.

Note 58 : Previous Years' Figures:

The financial statements have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind-AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable. The Group has adopted Ind-AS on April 01, 2019 with the transition date as April 01, 2018, and adoption was carried out in accordance with Ind-AS 101 - First Time Adoption of Indian Accounting Standards. The previous period's figures have been regrouped or rearranged wherever necessary.

For and on behalf of Board of Directors

Sd/-
Kamal Poddar
Managing Director
(DIN-01518700)

Sd/-
Ajay Kejriwal
Director
(DIN-03051841)

Sd/-
Manoj Singhania
Chief Financial Officer
Place : Mumbai
Date : August 04, 2020

Sd/-
Karishma Shah
Company Secretary
Place : Mumbai
Date : August 04, 2020

Notice of 27th Annual General Meeting

CHOICE INTERNATIONAL LIMITED

CHOICE HOUSE, SHREE SHAKAMBHARI CORPORATE PARK, PLOT NO 156-158,

J. B. NAGAR, ANDHERI (EAST), MUMBAI - 400099

Tel No: +91-22-6707-9999; Fax: +91-22-6707-9959

Email Id: info@choiceindia.com; CIN No: L67190MH1993PLC071117

Notice is hereby given that 27th Annual General Meeting (AGM) of the members of Choice International Limited will be held on Wednesday, September 30, 2020 at 11.00 A.M. through Video Conferencing / Other Audio Video Media, to transact the following business:

ORDINARY BUSINESS:

- 1 To consider and adopt:
 - A) Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon.
 - B) Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 and the reports of the Auditors thereon.
- 2 To appoint a Director in place of Mrs. Hemlata Poddar (DIN No: 02931322), who retires by rotation and, being eligible, offers herself for re-appointment

Place: Mumbai
Date: September 05, 2020

By Order of the Board of Directors
Sd/-
(Karishma Shah)
Company Secretary

Registered Office:
Choice House, Shree Shakambhari Corporate Park,
Plot No. 156-158, J.B. Nagar,
Andheri (East),
Mumbai - 400 099
Email Id: info@choiceindia.com

NOTES

General instructions for accessing and participating in the 27th AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting:

- In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated 5th May, 2020 read with circular dated 8th April, 2020 and 13th April, 2020 (collectively referred to as ("MCA circular")) permitted the holding of the Annual General Meeting ("AGM") through VC / OAVN, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Obligations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
- Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
- Corporate Members are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution / Authorization, etc authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting to the scrutinizer by email through its registered email address to info@choiceindia.com.
- In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.choiceindia.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com
- Members holding shares in electronic form are requested to register / update their postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN) mandates, nominations, power of attorney, bank details such as name of bank and branch details, bank account number, MICR Code, IFSC Code etc, to their Depository Participants, with whom they are maintaining Demat Accounts.
- Members holding shares in physical form are requested to register / update their postal address, email address telephone/mobile numbers, PAN, mandates, nominations, power of Attorney, bank details such as name of the bank and branch details, bank accounts number, MICR code, IFSC code, etc., with the Registrar and Transfer Agent i.e. Sharex Dynamics(India) Private Limited by sending an email to support@sharexindia.com
- Non - Resident Indian members are requested to inform Sharex Dynamics(India) Private Limited immediately on :
 - The Change in the residential status on return to India for permanent settlement; and
 - The particulars of the bank account(s) number and address of the bank, if not furnished earlier.
- Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- Since the AGM will be held through VC/ OAVM, the Route Map is not annexed in this notice.

- As mandated by SEBI, effective from April 1, 2019 that securities of listed Companies Shall be transferred only in dematerialised form. In order to facilitate transfer of share(s) in view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise share(s) held by them in physical form.
- As per SEBI Circular dated 20th April, 2018 Shareholders whose PAN and Bank details are not mapped:-
 - Shareholders holding shares in physical mode are requested to compulsorily furnish the details to the Share Department/Registrar & Share Transfer Agent.
 - Shareholders holding shares in electronic mode are requested to furnish the details to their respective Depository Participant (DP).
- In case of Joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- The AGM has been convened through VC/ OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
- The Equity Share Transfer Registers will remain closed from Thursday, 24th September, 2020 to Wednesday, 30th September, 2020 (both days inclusive) for the purpose of Annual General Meeting.
- M/S R. M. Mimani & Associates LLP, Company, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the evoting system on the date of 27th AGM in a fair and transparent manner.
- The Member who have cast their vote by remote e-voting prior to the AGM may also attend /participate in AGM through VC / OAVM but shall not be entitle to cast their vote again.
- The Voting right of Members shall be proportion to their shares in the paid up equity share capital of the Company as on cut off date.
- Any person, who acquires shares of the Company and becomes a

Member of the Company after sending of the Notice and holding shares as of the cut off date, should follow the same procedure for e-Voting as mentioned below.

- The voting results will be declared on receipt of Scrutinizers Report. The voting results along with the Scrutinizer's Report will be placed on the website of the agency www.evotingindia.com and also on the website of the Company www.choiceindia.com, within 48 hours after the conclusion of the 27 th AGM of the Company and will also be submitted to the BSE Limited (BSE) where the shares of the Company are listed.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- The voting period begins on September 27, 2020 at 09.00 AM and ends on September 29, 2020 at 05.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 23, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on "Shareholders" module.

For Shareholders holding shares in Demat Form and Physical Form

PAN

Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details OR Date of Birth (DOB)

Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant <Choice International Limited> on which you choose to vote.
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.
Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

If you are a first time user follow the steps given below:

- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Shareholders can also cast their vote using CDSL's mobile app "– Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

- 1 For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTAemail id**.
- 2 For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company/RTAemail id**.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AREAS UNDER:

- 1 Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- 2 Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
- 3 Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4 Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 5 Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@choiceindia.com. These queries will be replied to by the company suitably by email.
- 6 Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

- 1 The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- 2 Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 3 If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- 4 Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

xx Note for Non - Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to

www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@choiceindia.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Rakesh Dalvi (022-23058542) or Mr. Mehboob Lakhani (022-23058543).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022- 23058738 / 022-23058542/43

Annexure to the Notice

Details of Directors seeking re appointment at the Annual General Meeting scheduled to be held on September 30, 2020 (Pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulation 2015.

Name of the Director	Hemlata Poddar (Reappointment)
Date of Birth/Age	March 08, 1982
Date of Appointment	January 30, 2020
Relationship with Directors & Key Managerial Personnel	Non Executive Spouse of Managing Director
Expertise in specific Functional area	Management Practices
Qualification	Post Graduate in Political Science
Board Membership of other Listed Companies	NIL
Chairman/ Member of the Committee of the Board of Director	Yes
a) Audit Committee	NIL
b) Nomination & Remuneration Committee	Yes - Member
c) Stakeholder Relationship Committee	Yes - Chairperson
No. of Shares held in the Company	8,50,000

Note:

1. Detailed profile of the above Director is given as part of the Annual Report. The Directorship, Committee Memberships and Chairmanships does not include positions in foreign companies, unlisted companies and private companies, position as an advisory board member and position in companies under section 8 of the Companies Act, 2013.
2. The proposal for re-appointment has been approved by the Board pursuant to the recommendation of the Nomination & Remuneration Committee considering their skills, experience and knowledge and positive outcome of performance evaluation.

Place: Mumbai

Date: September 05, 2020

By Order of the Board of Directors

Sd/-

(Karishma Shah)

Company Secretary

Registered Office:

Choice House, Shree Shakambhari Corporate Park,
Plot No. 156-158, J.B. Nagar,
Andheri (East),
Mumbai - 400 099
Email Id: info@choiceindia.com