

33RD ANNUAL REPORT

(2019-20)

**STANDARD CAPITAL
MARKETS LIMITED**

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CORPORATE INFORMATION

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONS:

- 1) Mr. Ghanshyam Prasad Gupta – Managing Director
- 2) Mr. Kishore Kargeti – Independent Director
- 3) Ms. Arika Chopra Sarda – Independent Director
- 4) Mr. Deepak Kumar – Chief Financial Officer (CFO)
- 5) Mr. Shyam Lal Aggarwal – Company Secretary (CS)

STATUTORY AUDITORS:

M/s. Krishan Rakesh & Co.
143, Kohat Enclave, 2nd Floor,
Pitampura, New Delhi – 110034

SECRETARIAL AUDITOR:

M/s. A.K. Nandwani & Associates
125-126, B.D. Chambers, D.B. Gupta Road,
Karol Bagh, New Delhi – 110005

REGISTERED OFFICE:

8/28, W.E.A., Abdul Aziz Road,
Karol Bagh, New Delhi – 110005
Tel: 011-28759592
Website: www.stancap.co.in
Email: stancap.delhi@gmail.com

REGISTRAR AND TRANSFER AGENTS (RTA):

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED
D- 153A, 1st Floor, Okhla Industrial Area,
Phase – I, New Delhi – 110020
Tel: 011-26812682/83; 011- 64732681 to 88
Fax: 011-26812682; E-mail: admin@skylinerta.com

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the members of Standard Capital Markets Limited (the “Company”) will be held as follows:

Day: Wednesday

Date: December 30, 2020

Time: 09:30 A.M.

Place: BG-223, Sanjay Gandhi Transport Nagar, G.T. Karnal Road, Delhi-110042

to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Reports of the Auditors and Board of Directors thereon.”
2. To re-appoint Mr. Ghanshyam Prasad Gupta (DIN: 00287019), who retires by rotation, as a Director and being eligible, offers himself for re-appointment as Director.”

By order of the Board

Date: 07.12.2020

Place: New Delhi

Ghanshyam Prasad Gupta
(Managing Director)
DIN: 00287019
Address: 14, Shakti Apartment
Ashok Vihar, Phase-III,
Delhi-110052

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself/herself and the proxy need not be a member of the company. A proxy in order to be effective must be lodged at the registered office of the company at least 48 hours before the time of the meeting.

A person can act as proxy on behalf of members not exceeding fifty (50) members and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

2. The Register of Members and Share Transfer Books of the Company shall remain closed from 24th December, 2020 to 30th December, 2020 (Both days inclusive).
3. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company's Registrar and Share Transfer Agent namely **SKYLINE FINANCIAL SERVICES PVT. LTD.**
4. Members/Proxies should bring Attendance Slips duly filled and signed in for attending the meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
6. Corporate members intending to send their authorised representative(s) to attend the meeting are requested to send to the company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
7. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least Seven (7) days before the date of the meeting so as to enable the management to keep the information ready.
8. Members are requested to:
 - a. Notify any change in their address to the Company including PIN CODE to the Registrar and Share Transfer Agent of the Company namely:

SKYLINE FINANCIAL SERVICES PVT. LTD.
D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA
PHASE-I, NEW DELHI- 110020
PH. +91-11-64732681 to 88
E-mail: admin@skylinerta.com

Members whose shareholding is in electronic mode are requested to direct change of address notifications and bank particulars for receiving the dividend, if declared, through electronic credit under ECS, to their respective Depository participants.

- b. Bring their copies of Annual Report with them to the meeting as the same will not be supplied again at the Meeting as a measure of economy.

9. The Company is implementing the “Green Initiative” as per Circular Nos. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs (MCA) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to enable electronic delivery of notices/ documents and annual reports to shareholders. Henceforth, the email addresses indicated in your respective Depository Participant (DP) accounts which will be periodically downloaded from NSDL/ CDSL will be deemed to be your registered email address for serving notices/ documents including those covered under Section 136 of the Companies Act, 2013. The Notice of AGM and the copies of audited financial statements, directors’ report, auditor’s report etc. will also be displayed on the website www.stancap.co.in of the Company and the other requirements of the aforesaid MCA circular will be duly complied with.

Members holding shares in electronic mode are therefore requested to ensure to keep their email addresses updated with the Depository Participants. Members holding shares in physical mode are also requested to update their email addresses by writing to the Registrar and Share Transfer Agent of the Company at the address mentioned above quoting their folio number(s).

Copies of the Annual Report 2020 are being sent by electronic mode only to all the members whose email addresses are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2020 including Attendance Slip and Proxy Form are being sent by the permitted mode.

10. The notice of AGM and copy of audited financial statements and annual report will also be available on the website of the company www.stancap.co.in and on the website of stock exchange www.bseindia.com
11. As per Section 136(1) of Companies Act, 2013, Physical copies of the aforesaid documents will also be available for inspection at the registered office of the company during the normal business hours on all working days excluding Saturdays up to the date of Annual General Meeting.

12. Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to offer facility of voting through electronic means to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice. The facility of casting the votes by the members using an electronic voting system from a place other than venue of AGM (**“remote e-voting”**) will be provided by CDSL (Central Depository Services (India) Limited). The remote e-voting rights of the Members /beneficial owners shall be reckoned in proportion to the equity shares held by them in the Company as on **25th December, 2020** (Cut-off date fixed for determining the eligibility to vote by electronic means or by ballot in the general meeting). Detailed instructions for availing the e-voting facility indicating the process and manner of e-voting are given hereunder.

The e-Voting process to be followed by the shareholders to cast their votes:

- During the voting period, the shareholders can visit the e-Voting website www.evotingindia.com and select the relevant EVSN / Company for voting.
- The shareholders having shares in the demat form can login to the e-Voting system using their user-id (i.e. demat account number), PAN and password provided. The shareholders having shares in Physical form can log-in using the folio number of the shares, PAN and the password provided.

- After logging in, demat security holders will have to mandatorily change their password. This password can be used by demat security holders for all future voting on resolutions of companies in which they are eligible to vote. Physical security holders will be provided with a fresh password for every e-voting.
- Security holders can then cast their vote on the resolutions available for voting.
- Security holders can also view the resolution details on the e-Voting website.
- Once the security holder casts the vote, the system will not allow modification of the same.
- During the voting period, security holders can login any number of times till they have voted on all the resolutions.

Instructions For E-Voting: The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **27th December, 2020 at 09:00 A.M.** and ends on **29th December 2020 at 05:00 P.M.** 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 **25th December, 2020** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on “Shareholders”.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first-time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> • 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).

- (ix) After entering these details appropriately, click on “SUBMIT” tab.

- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant Standard Capital Markets Limited on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take-out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android-based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (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 <https://www.evotingindia.com> and register themselves as Corporates.
 - 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 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.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxii) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. **25th December, 2020** may obtain login ID and password by sending a request at www.evotingindia.com. However, if you are already registered

with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote.

- (xxiii) **The Remote e-voting period commences on 27th December, 2020 (09:00 A.M.) and ends on 29th December, 2020 (05:00 P.M.).** During this period, members of the Company holding shares either in physical or dematerialized form, as on the cut-off date of 25th December, 2020 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (xxiv) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- (xxv) The members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote through ballot paper at the meeting in terms of Companies (Management and Administration) Amendment Rules, 2015.
- (xxvi) Mr. Anil Kumar Nandwani, Advocate & failing him Ms. Kavita of M/s. A. K. Nandwani & Associates, Company Secretaries in Practice (Membership No FCS9115), have been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- (xxvii) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members present at the AGM but have not cast their vote by availing remote e-voting facility.
- (xxviii) Immediately after the conclusion of voting at the AGM, the scrutinizer will first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of company. The scrutinizer will prepare a consolidated scrutinizer's Report of the total votes cast in favour or against, if any, not later than three days after the conclusion of the AGM. This report shall be made to the Chairman or any other person authorized by the Chairman, who will then declare the result of the voting.
- (xxix) The Results declared along with the Scrutinizer's Report(s) shall be placed on the website of the CDSL viz. www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Shares of the Company are listed.
- 13.** The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013 and the Certificate from Auditors of the Company will be available for inspection at the Annual General Meeting.
- 14.** All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 A.M to 01:00 P.M) on all working days up to and including the date of the Annual General Meeting of the Company.

15. Details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting (Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been annexed to this notice.

By order of the Board

Date: 07.12.2020

Place: New Delhi

Ghanshyam Prasad Gupta

(Managing Director)

DIN: 00287019

Address: 14, Shakti Apartment

Ashok Vihar, Phase-III,

Delhi-110052

Annexure to the Notice**PROFILE OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ENSUING (33RD) ANNUAL GENERAL MEETING:****Item No. 2**

Name of the Director	Mr. Ghanshyam Prasad Gupta
DIN	00287019
Date of Birth	15.01.1956
Date of Appointment	12.05.2017
Profile/Expertise in Specific functional Areas	Sh. Ghanshyam Prasad Gupta is a Chartered Accountant with 31 years' experience in the field of shares and security market and allied fields.
Qualifications	Chartered Accountant
List of directorships in other Public Companies As on 31st March, 2020	Nil
Membership of Committee of Board in other Public Companies. (As on 31st March, 2020)	Nil
Shareholding in the Company	Nil
Relation with the Company	Nil

By order of the Board**Date: 07.12.2020****Place: New Delhi**

Ghanshyam Prasad Gupta
(Managing Director)
DIN: 00287019
Address: 14, Shakti Apartment
Ashok Vihar, Phase-III,
Delhi-110052

DIRECTORS' REPORT**To the Members,**

Your Directors are pleased to present the 33rd Annual Report together with the Audited Financial Statements of Accounts and Auditor's Report for the year ended 31st March, 2020.

FINANCIAL HIGHLIGHTS

The summarized financial performance of the Company during the year under review is as under:

	(In Rs.)	
	31.03.2020	31.03.2019
Revenue from Operations:	36,46,551.00	36,41,339.00
Other Income:	0.00	4,888.00
Total Revenue:	36,46,551.00	36,46,227.00
Total Expenditure:	33,37,438.00	26,33,286.02
Profit before Tax:	3,09,113.00	10,12,940.98
Tax Expenses:	(75,589.00)	(2,74,466.00)
Profit after Tax:	2,33,524.00	7,38,474.98
Earnings Per Share:	0.06	0.18

DIVIDEND

In view of the future requirements of funds, your Directors regret their inability to recommend dividend for the year under review.

PERFORMANCE REVIEW & OUTLOOK

During the period, the Company earned total revenue of Rs. 36,46,551.00 for the year ended 31st March, 2020 as against Rs. 36,46,227.00 for the year ended 31st March, 2019. Net profit after tax for the year under review was Rs. 2,33,524.00 against the profits of Rs. 7,38,474.98 in the previous year.

The long term prospects for the economy is optimistic Industry Trends and its future prospects have been summed up in the Management Discussion and Analysis Report which forms part of this report.

Transfer To Statutory Reserves

For the financial year ended 31st March, 2020, the Company is proposed to carry an amount of Rs. 46,800.00 to Statutory Reserve Account as required under the provisions of Section 45-IC of RBI Act, 1934.

MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

The World is suffering from COVID 19 which has been declared as Pandemic. COVID 19 has materially affecting the business globally including the Company also. The same is still continuing and it would not be appropriate to predict its impact on business of the Company right now.

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

NON ACCEPTANCE OF PUBLIC DEPOSITS

Your Company is Non- Deposit taking NBFC and has not accepted public deposits during the year under review in terms of chapter-V of the Companies Act, 2013 and hence there defaults in repayments of amount of principle or interest as on date of Balance Sheet is not applicable.

PARTICULARS OF LOANS AND INVESTMENTS MADE

The provisions of Section 186 of the Companies Act, 2013 are not applicable to the Company as the Company is a Non-Banking Finance Company.

CHANGES IN BUSINESS ACTIVITIES DURING THE YEAR

There was no change in the business activities of the Company during the year under review.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No orders impacting the going concern status of the company or the future operations of the company have been passed by any regulator, court or Tribunal.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return under sub-section (3) of Section 92 of the Companies Act, 2013 in Form MGT-9 in annexed herewith as "Annexure A"

SHARES

There was no change in the Share Capital of the company during the period under review.

MEETINGS OF THE BOARD

During the year, Six (6) Board Meetings were held on the below mentioned dates:

- 29th April, 2019
- 30th May, 2019
- 13th August, 2019
- 31st August, 2019
- 13th November, 2019
- 13th February, 2020

and the above mentioned were convened and held in Compliance with the provisions of the law. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

DETAILS OF MEETING ATTENDED BY EACH DIRECTOR

S. No.	Name of Director	Number of meeting attended
1.	Mr. Ghanshyam Prasad Gupta	6
2.	Ms. Arika Chopra Sarda	6
3.	Mr. Kishore Kargeti	6

AUDIT COMMITTEE MEETINGS

During the year, 5 Audit Committee Meetings were held on 30.05.2019, 13.08.2019, 31.08.2019, 13.11.2019 and 13.02.2020 and the same were convened and held, in compliance with the provisions of the Act.

S. No.	Name of Director	Designation	Number of Meeting attended
1.	Ms. Arika Chopra Sarda	Chairperson	5
2.	Mr. Ghanshyam Prasad Gupta	Member	5
3.	Mr. Kishore Kargeti	Member	5

STAKEHOLDERS RELATIONSHIP COMMITTEE

During the year, 1 Stakeholders Relationship Committee Meeting was held on 13.02.2020 and the same was convened and held, in compliance with the provisions of the Act.

S. No.	Name of Director	Designation	Number of Meeting attended
1.	Ms. Arika Chopra Sarda	Chairperson	1
2.	Mr. Ghanshyam Prasad Gupta	Member	1
3.	Mr. Kishore Kargeti	Member	1

NOMINATION AND REMUNERATION COMMITTEE

During the year, 2 Nomination and Remuneration Committee Meetings were held on 29.04.2019 & 31.08.2019 and the same were convened and held, in compliance with the provisions of the Act.

S. No.	Name of Director	Designation	Number of Meeting attended
1.	Ms. Arika Chopra Sarda	Chairperson	2
2.	Mr. Ghanshyam Prasad Gupta	Member	2
3.	Mr. Kishore Kargeti	Member	2

DIRECTORS' RESPONSIBILITY STATEMENT

As required in terms of Section 134(5) of the Companies Act, 2013, your Directors wish to state as under:-

1. That in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed and there were not material departures;
2. That the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2020 and of the profit or loss of the Company for the year ended on that date;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The Directors have prepared the annual accounts of the Company on a 'going concern' basis;
5. The Directors have laid down internal financial controls in the company that are adequate and were operating effectively;
6. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION OF INDEPENDENT DIRECTORS AND STATEMENT ON COMPLIANCE OF CODE OF CONDUCT

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule-IV of the Act.

The Company has formulated the Code of Conduct for Directors and Senior Management Personnel Further the Board of Directors and Senior Management Personnel have fully complied with the provisions of the Code of Conduct of Board of Directors and Senior Management of the Company during the Financial Year ending 31st March, 2020.

The Directors state that applicable Secretarial Standards i.e. SS-1 and SS-2 relating to the 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There were no transactions of the Company of material nature with related parties that may have potential conflict with the interest of the Company at large and which fall under the scope of Section 188(1) of the Companies Act, 2013. However, related party disclosure as required by AS-18 had been reported in the notes to the financial statements in this report. Policy on dealing with related party transactions is available on the website of the Company at www.stancap.co.in.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN OUTGO

The particulars under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 with regard to conservation of energy and technology absorption are not applicable to your Company being a Non-banking finance company. During the year under review, there were no earnings or outgo in foreign exchange.

RISK MANAGEMENT POLICY- DEVELOPMENT AND IMPEMENTATION

Your Company has been following the principle of risk minimization as a significant norm in every industry which has now become mandatory under Section 134(3)(n) of the Companies Act, 2013. The Board of Directors has adopted a Risk Management Policy which emphasis on the risk assessment and minimization procedures, steps for framing, implementing and monitoring the risk management plan for the company. The contents of the policy have been included in the "Management Discussion and Analysis" forming part of this report.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and other applicable provisions if any, the Board of Directors has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy of the Company, inter-alia, includes the aims and objectives, principles of remuneration, criteria for identification of Board Members and senior management.

The Criteria for identification of the Board Members including for determining qualification, positive attributes, independence etc. are given hereunder:

- The Board Member shall possess appropriate skills, qualification and experience.
- Director should possess high level of personal and professional ethics and values. He

should be able to manage the interests and concerns of the Company as well as the shareholders.

- Independent Director shall be a person with vast experience and expertise who fulfils the criteria of independence under Section 149 of the Companies Act, 2013 and could contribute to the growth of the Company.
- The Director must be willing to devote sufficient time and energy to carry out his duties and responsibilities effectively and properly.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of its committees.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ghanshyam Prasad Gupta, Director of the Company would retire by rotation and being eligible, offers himself for re-appointment. His appointment will be considered at the ensuing Annual General Meeting.

Mr. Shyam Lal, has been appointed as Company Secretary and Compliance Officer w.e.f. 27th April, 2019.

(a) Remuneration of the Directors / Key Managerial Personnel (KMP) and Particulars of Employees

The provisions of Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable, as there are no such employee who were drawing / in receipt of remuneration of prescribed amount during the period under review.

The Company has One Executive Director, Mr. Ghanshyam Prasad Gupta, who is also Managing Director of the Company. No remuneration is paid to him.

The information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors / Key Managerial Personnel (KMP) and Employees of the Company is furnished hereunder:

- (i) the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year: NIL
- (ii) the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year: NIL

(iii) the percentage increase in median remuneration of employees of the financial year: NIL

Sr. No.	Name	Category	Ratio/Time per median of employee remuneration	% Increase in remuneration
1.	Mr. Ghanshyam Prasad Gupta	Managing Director	NIL	NIL
2.	Mr. Kishore Kargeti	Director	NIL	NIL
3.	Ms. Arika Chopra Sarda	Director	NIL	NIL
4.	Mr. Deepak Kumar	CFO	3,21,000	NIL
5.	Mr. Shyam Lal*	CS	2,33,333	NIL

*Appointed w.e.f. 27.04.2019

(iv) the number of permanent employees on the rolls of Company. **Five (5)**

(v) Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration. **Nil**

(vi) The remuneration paid to the Key Managerial Personnel (KMP) is in accordance with the remuneration policy of the Company.

INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Internal Financial Controls are an integrated part of the risk management process, addressing financial and financial reporting risks. Your Company has adequate system of Internal Controls with reference to financial statements. The Company believe that these systems provide reasonable assurance that Company's internal financial controls are designed effectively and are operating as intended. The detail of the adequacy of Internal Financial Control forms a part of the Management Discussion and Analysis Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of the Annual Report.

CORPORATE GOVERNANCE

In terms of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provision of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company since the paid up capital of the Company is below Rs. 10 Crores and also the net worth of the Company is below Rs. 25 Crores.

Thus, the Company is not required to attach the Corporate Governance report with the Report of the Board of Directors.

DETAILS OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Ventures and Associate Companies.

STATEMENT PURSUANT TO LISTING AGREEMENT

The Company's Equity Shares are listed at Bombay Stock Exchange Ltd. (BSE), Mumbai. The listing fee for the year the financial year 2019-20 has been paid to BSE timely.

AUDITORS & AUDITOR'S REPORT

a) STATUTORY AUDITORS

At the 30th Annual General Meeting held on 30th September, 2017, M/s Krishan Rakesh & Co., Chartered Accountants were appointed as Statutory Auditors of the Company for period of 5 years commencing from the conclusion of the 30th Annual General Meeting of the Company till the conclusion of 35th Annual General Meeting.

b) INTERNAL AUDITOR

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and Rules related thereto, M/s. Batra Spara & Associates, Chartered Accountants were appointed as Internal Auditors acts as the Internal Auditors of the Company and their report is duly reviewed by the Audit Committee on quarterly basis.

c) SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial personnel) Rules 2014, the Company has appointed M/s. A. K. Nandwani Associates, Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit in **Form MR-3** is enclosed as a part of this report as "**Annexure B**".

Statutory Auditor's and Secretarial Auditor's observations, if any, in their respective report(s), have been suitably explained by way of appropriate notes to accounts and also in the Directors' Report wherever necessary.

DETAIL OF FRAUD AS PER AUDITORS REPORT

There is no fraud in the company during the F.Y. ended 31st March, 2020. This is also being supported by the report of the auditors of the company as no fraud has been reported in their audit report for the F.Y. ended 31st March, 2020.

The Audit Committee of the Board has been duly constituted in accordance with the provisions of Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

VIGIL MECHANISM - WHISTLE BLOWER POLICY

In terms of the provisions of the Companies Act, 2013 and read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a Vigil Mechanism and a Whistle-blower policy is in accordance with provisions of the Act and Listing Regulations. The Whistle Blower Policy duly approved by the Board of Directors has been uploaded on the website of the Company viz. www.stancap.co.in.

CORPORATE SOCIAL RESPONSIBILITY

No disclosures on Corporate Social Responsibility are required as provision under Section 135 of the Companies Act, 2013 and Rules made thereunder are not applicable to the Company.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

There were no incidences of sexual harassment reported during the year under review, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

MAINTENANCE OF COST RECORDS

The provisions related to maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 are not applicable to the Company.

GENERAL

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

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme ESOS.
4. Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of employees.
5. Bonus Shares.

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the Banks, Government authorities, customers and members during the year under review.

By order of the Board

Date: 07.12.2020

Place: New Delhi

Ghanshyam Prasad Gupta

[Managing Director]

DIN: 00287019

**Address: 14, Shakti Apartment
Ashok Vihar, Phase-III, Delhi 110052**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company's main object is to carry out Non-banking Financial activities. The market for this activity offers high potential for growth but the due present market situation there is extreme stress for the global economy.

THE PANDEMIC AND INDIA

We are amidst unprecedented times. The COVID-19 pandemic has spread across the world taking toll of millions of lives around the world. With lockdowns spreading across countries accounting for over 50% of the world's gross domestic product (GDP), COVID-19 has caused disruptions on an unimaginable scale. And today even the situation is not certain as to know how long the pandemic will last. There is extreme stress for the global economy of the kind not seen since the Great Depression. In India too, which implemented a lockdown since 25 March 2020, the pandemic has created shocks ripping through society and the world of business. A lot of businesses have been shut down and millions have turned unemployed. Further after the unlock process begun in country from 1st June 2020 Efforts are being made to carefully open up economic activities across most parts of the country with adequate precautions and other stringent health protocols.

In response, Governments across the world have unleashed massive fiscal measures to protect economic activity and dramatically strengthen health services and testing. Central banks, too, have initiated multiple monetary and regulatory measures. India, too, has initiated relief measures. The Government of India announced a slew of wide-ranging reforms across varied sectors amidst a comprehensive package aggregating 20 lakh crore — or approximately 10% of nominal GDP — which covered among others (i) direct cash transfers and food security for vulnerable sections of society, (ii) collateral free loans and concessional credit to farmers and street vendors, (iii) enhancement of systemic liquidity by the Reserve Bank of India (RBI), (iv) special liquidity and partial credit guarantee scheme to provide liquidity to NBFCs, HFCs, MFIs and mutual funds, (v) 100% credit guarantee scheme for aggregate 3 lakh crore of emergency credit lines by banks and NBFCs to their MSME borrowers and (vi) subordinated debt and equity support to MSMEs. The Government has also initiated compliance relief measures across various regulatory requirements. The RBI has also initiated several measures like reduction in policy rates, monetary transmission, credit flows to the economy and providing relief on debt servicing.

Some experts, however, believe that the measures announced by the Government are predominantly liquidity support mechanisms through banks and NBFCs, and constitute only a limited fiscal stimulus. Given the extended tenor of lockdown and severity of its impact on the economy, it is likely that the fiscal stimulus announced so far may not have the desirable effect on the economy. It remains to be seen whether there are other fiscal measures in the offing.

INDUSTRY STRUCTURE AND DEVELOPMENTS

Non-Banking Finance Companies (NBFCs) are an integral part of the country's financial system because of their complementary as well as competitive role. They act as a critical link in the overall financial system catering to a large market of niche customers. The NBFC sector continued to grow

its share in the financial services industry. Credit growth of scheduled commercial banks (SCBs) continued to moderate throughout FY2020. On 31 March 2019, growth in advances of SCBs was 13.2%. By 30 September 2019, this had reduced to 8.7% and on 27 March 2020, it was further down to 6.1%. SCBs also continued to face asset quality challenges in FY2020. Data published by the RBI in its Financial Stability Report dated 27 December 2019 show that NBFCs have outperformed SCBs on asset quality.

MACRO ECONOMIC OVERVIEW

A brief summary of FY2020 and the emerging trends in the wake of COVID-19 pandemic are discussed below.

FY2020 began with an expectation that the year would witness a slowdown in growth owing to a significant moderation in economic activity. Recognising the economic headwinds, the Government of India undertook various measures to boost growth — which included a substantial tax relief to the corporate sector to boost investments. Even without the terrible effects of COVID-19, India's GDP growth was rapidly slowing down.

Before the COVID-19 pandemic and lockdown, both the RBI and the Central Statistics Office (CSO) of the Government of India had revised the GDP growth rate downwards. The RBI changed its full year GDP growth estimate from an initial 7.2% to 5% in December 2019, and ascribed the tapering of growth to a tight credit market impacting fresh investments, weak capital expenditure and a slowdown in manufacturing. In a similar vein, the second advance estimates of national income for FY2020 released by the CSO on 28 February 2020 was substantially lower: GDP growth for FY2020 was pegged at 5% — a decadal low — compared to 6.1% in the financial year 2018-19 (FY2019); and growth in gross value added was estimated at 4.9% in FY2020 versus 6% in FY2019.

On 29 May 2020, the CSO released its estimates of GDP and GVA growth for FY2020 and the fourth quarter of FY2020. In this exercise, it also substantially revised downward its earlier estimates for the first three quarters of FY2020. GDP growth was 5.7% in January-March 2019; fell to 5.2% in April-June 2019; then yet again to 4.4% in July-September 2019; followed by 4.1% growth in October-December 2019 and 3.1% growth in January-March 2020. GDP growth for FY2020 was 4.2% — worst in the last 11 years.

OPPORTUNITIES AND THREATS

While the importance of NBFCs in credit intermediation continued to grow, repayment default by a systemically important NBFC in September 2018 brought to focus asset-liability mismatches of the sector — where some NBFCs were more impacted than the others. To strengthen the asset-liability profile of the sector, RBI introduced a liquidity coverage ratio (LCR) requirement for all NBFCs with AUM of Rs. 5,000 crore and above. The LCR regulation mandates NBFCs to maintain a minimum level of high-quality liquid assets to cover expected net cash outflows in a stressed scenario. The regulation also stipulates that NBFCs should attain LCR of 100% in a phased manner over a period of four years starting December 2020. It is a welcome regulatory change and will significantly strengthen ALM profile of the NBFC sector. BFL's liquidity buffer management framework exceeds these requirements even today — and demonstrates its strong orientation towards liquidity

management. COVID-19 further accentuated ALM challenges of the NBFC sector. The RBI's moratorium measures for customers is likely to put additional stress on many NBFCs. There is an asymmetry. On one hand, NBFCs have to offer such moratoriums to their customers; while on the other, their market borrowings must be repaid on due dates.

To ease liquidity pressure on NBFCs, the RBI has taken multiple actions including a Targeted Long-Term Repo Operation (TLTRO) for the sector of Rs. 50,000 crore and a special financing window through SIDBI, NABARD and National Housing Bank (NHB) of another Rs. 50,000 crore to enable financing NBFCs. It remains to be seen whether the RBI will open a direct window to support the NBFC sector. The COVID-19 pandemic is also expected to result in a deterioration in the asset quality of the financial sector. NBFCs too will face similar pressures. Early indicators of non-delinquent customers opting for moratoriums reflect a considerable level of anxiety from customers. It remains to be seen how this anxiety eases when economic activities resume. A long-drawn lockdown or frequent lockdowns of economic activities may require the RBI to frame forbearance policies for impacted borrowers like a comprehensive one-time restructuring of loans without impacting asset classification. Such a one-time restructuring framework would enable financial sector to continue to lend and also provide customers adequate time to recover from the economic crisis and honour their obligations.

OUTLOOK & FUTURE PROSPECTS AND RISKS & CONCERNS

Being primarily a Non-Banking Financial Company ("NBFC"), our collections from customers has been deferred as the same has been adversely impacted due to restrictions on the movement of people, as a result of which, our employees have not been able to make onfield visits at the customer's place. Further, various customers are facing financial crunch due to the lockdown and this has also impacted our business.

All employees have been advised to Work from Home where their job duty permits it, until further Notice by the Management.

The Company has also taken various cost cutting measures to sustain the operations and to optimize the use of its financial resources. Also, we are providing moratorium support to our customers/borrowers on specific requests raised by them after assessing the merit of their requests and their loan repayment track record and in line with the RBI directives.

Our liquidity position has been adversely impacted, as, our Revenue from operations has declined primarily on account of low collections from customers with reference to the loans advanced. We are however hopeful that, this is a temporary phase and that, the Indian Economy will bounce back quickly.

INTERNAL CONTROL AND THEIR ADEQUACY

Your Company has robust internal control systems and procedures commensurate with its nature of business which meets the following objectives:

- providing assurance regarding the effectiveness and efficiency of operations;

- efficient use and safeguarding of resources;
- compliance with policies, procedures and applicable laws and regulations; and
- transactions being accurately recorded and promptly reported.

As part of the effort to evaluate the effectiveness of the internal control systems, your Company's internal audit department reviews all the control measures on a periodic basis and recommends improvements, wherever appropriate. The internal audit department is manned by highly qualified and experienced personnel and reports directly to the Audit Committee of the Board. The Audit Committee regularly reviews the audit findings as well as the, an Information Security Assurance Service is also provided by independent external professionals. Based on their recommendations, the Company has implemented a number of control measures both in operational and accounting related areas, apart from security related measures.

Annexure A

FORM NO. MGT - 9**EXTRACT OF ANNUAL RETURN****As on the financial year ended on 31.03.2020****(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	L74899DL1987PLC027057
ii.	Registration Date	19/02/1987
iii.	Name of the company	STANDARD CAPITAL MARKETS LIMITED
Iv.	Category/sub category of the company	Public limited Company having share Capital
v.	Address of the Registered office and contact details	8/28, WEA, Abdul Aziz Road, Karol Bagh, New Delhi-110005 Tel: 011-28759592 Website: www.stancap.co.in Email: stancap.delhi@gmail.com
vi.	Whether listed company	Yes, Listed on BSE Limited Code: 511700
vii.	Name Address & contact details of the Registrar & transfer Agent	SKYLINE FINANCIAL SERVICES LTD. D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020 Tel.: 011-26812682, 83, 011-64732681 to 88 Fax: 011-26812682 E-mail: admin@skylinerta.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sl No.	Name & Description of main products/services	NIC Code of the Product/Service	% to total turnover of the Company
1.	Finance and Investment	663	100

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:

Sl. No.	Name & Address of the Company	CIN/GLN	Holding / Subsidiary/ Associate	% of Shares held	Applicable Section
	NIL				

IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity):**(I) Category-wise shareholding:**

	No. of shares held at the beginning of the year				No. of shares Held at the end of the year [as on 31.03.2020]				% change during year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian									
(a) Individual/HUF	407298	258065	665363	16.63	335432	258065	593497	14.84	(1.79)
(b) Central Government	0	0	0	0	0	0	0	0	0.00
(c) State Government	0	0	0	0	0	0	0	0	0.00
(d) Bodies Corporate	0	277611	277611	6.94	0	277611	277611	6.94	0.00
(e) Banks/ FI	0	0	0	0	0	0	0	0	0.00
(f) Any Other	0	0	0	0	0	0	0	0	0.00
SUB TOTAL (A) (1)	407298	535676	942974	23.57	335432	535676	871108	21.78	(1.79)
B. FOREIGN									
(a) NRI-Individuals	0	0	0	0	0	0	0	0	0.00
(b) Other Individuals	0	0	0	0	0	0	0	0	0.00
(c) Bodies Corporate	0	0	0	0	0	0	0	0	0.00
(d) Banks/FI	0	0	0	0	0	0	0	0	0.00
(e) Any Other	0	0	0	0	0	0	0	0	0.00
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0.00
Total Shareholding of promoters (A)= (A)(1)+(A)(2)	407298	535676	942974	23.57	335432	813287	1148719	21.78	(1.79)
B. PUBLIC SHARE HOLDING									
(1) Institutions									
(a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
(b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
(c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
(d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
(e) Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
(f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
(h) Foreign Capital Venture Fund	0	0	0	0.00	0	0	0	0.00	0.00

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(i) Others(specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non Institutions									
(a) Bodies Corporate									
i) Indian	78024	148100	226124	5.65	77024	148100	225124	5.63	(0.02)
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals	0	0	0	0.00	0	0	0	0.00	0.00
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	250685	993502	1244187	31.10	254630	989202	1243832	31.09	-0.01
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	130400	1451826	1582226	39.55	258849	1396577	1655426	41.38	1.83
(c) Other specify (HUF)	4589	0	4589	0.11	4610	0	4610	0.12	-0.01
SUB TOTAL (B) (2)	463698	2593428	3057126	76.43	595113	2533879	3128992	78.22	1.79
TOTAL PUBLIC SHAREHOLDING (B)= (B)(1)+(B)(2)	463698	2593428	3057126	76.43	595113	2533879	3128992	78.22	1.79
C. Shares held by custodian for GDR & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	756417	3243683	4000100	100.00	930545	3069555	4000100	100.00	0

II Share Holding of promoters

Sl. No.	Share Holders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Share Holding during 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	MANOHAR LAL VIJ	111079	2.78	0	111079	2.78	0	-
2	NARENDER KUMAR ARORA	187953	4.70	0	187953	4.70	0	-
3	REKHA RANI ARORA	55200	1.38	0	0	0	0	(1.38)
4	S K KHANNA	50000	1.25	0	50000	1.25	0	-
5	ANIL ARORA	29200	0.73	0	29200	0.73	0	-
6	G K LAMBA	21000	0.52	0	21000	0.52	0	-
7	MADHU VIJ	20000	0.50	0	20000	0.50	0	-

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8	MANOHAR LAL VIJ	17600	0.44	0	17600	0.44	0	-
9	SHANTI DEVI LAMBA	17500	0.44	0	17500	0.44	0	-
10	VIRENDER K ARORA	16666	0.42	0	0	0	0	(0.42)
11	J K GARG	10000	0.25	0	10000	0.25	0	-
12	S C GARG	10000	0.25	0	10000	0.25	0	-
13	MANAV MALIK	10000	0.25	0	10000	0.25	0	-
14	SANT LAL MALIK	10000	0.25	0	10000	0.25	0	-
15	ISWAR DUTT	10000	0.25	0	10000	0.25	0	-
16	MADHU LAMBA	10000	0.25	0	10000	0.25	0	-
17	HARSHIT LAMBA	7500	0.19	0	7500	0.19	0	-
18	ROOPALI LAMBA	6500	0.16	0	6500	0.16	0	-
19	MANOHAR LAL ARORA	5933	0.15	0	5933	0.15	0	-
20	PUNAM BALA	5000	0.12	0	5000	0.12	0	-
21	GIRDHARI LAL	4500	0.11	0	4500	0.11	0	-
22	RAMESH	4000	0.10	0	4000	0.10	0	-
23	GULSHAN KATARIA	4000	0.10	0	4000	0.10	0	-
24	KARAM BIR	4000	0.10	0	4000	0.10	0	-
25	VINOD KUMAR KHURANA	3800	0.09	0	3800	0.09	0	-
26	USHA MALIK	3400	0.08	0	3400	0.08	0	-
27	V K BATRA	3000	0.07	0	3000	0.07	0	-
28	J L WADHWA	3000	0.07	0	3000	0.07	0	-
29	BHARAT BHUSHAN	3000	0.07	0	3000	0.07	0	-
30	MEENU TALWAR	2500	0.06	0	2500	0.06	0	-
31	SUDESH TEHRY	2500	0.06	0	2500	0.06	0	-
32	SURINDER PAL SINGH	2500	0.06	0	2500	0.06	0	-
33	GEETA KALRA	2500	0.06	0	2500	0.06	0	-
34	VIJAY KUMAR	2500	0.06	0	2500	0.06	0	-
35	BIMLA RANI	2500	0.06	0	2500	0.06	0	-
36	MANOJ VIJ	2500	0.06	0	2500	0.06	0	-
37	MANGAT MALIK	2000	0.05	0	2000	0.05	0	-
38	BIMLA NARANG	666	0.02	0	666	0.02	0	-
39	ASHOK KHURANA	666	0.02	0	666	0.02	0	-
40	NEELAM KHURANA	400	0.01	0	400	0.01	0	-
41	ANIL KUMAR WADHWA	300	0.01	0	300	0.01	0	-
42	CYBER WORX TECHNOLOGIES PVT. LTD.	170830	4.27	0	170830	4.27	0	-
43	MLV FINANCIAL SERVICES PVT. LTD.	55233	1.38	0	55233	1.38	0	-
44	VANI COMMERCIALS LTD.	50000	1.25	0	50000	1.25	0	-
45	VASU GROWTH FUND PVT. LTD.	1416	0.04	0	1416	0.04	0	-

46	VCA HOLDING PVT.LTD.	132	0.00	0	132	0.00	0	-
	TOTAL	942974	23.6	0	871108	21.78	0	(1.80)

(III) Change in Promoters Shareholding (Please specify, if there is no change):

Sl No		Shareholding at the beginning of the year		Cumulative shareholding during the year Share	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	At the beginning of the year	942974	23.57	942974	23.57
2	Date wise increase/decrease in Promoters shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.	(71666)	(1.79)	-	-
		Transferred Shares			
3	At the end of the Year	871108	21.78	871108	21.78

(III) Details of promoters in which there was Change in shareholding during the year (please specify, if there is no change)

S. No.	Name of promoter	Shareholding		Increase/Decrease in shareholding	Reason	Cumulative shareholding during the year	
		No. of shares at the beginning	% of total shares of the company			No. of shares	% of total shares of the company
1.	REKHA ARORA	55200	1.38	DECREASE	TRANSFER	-	-
2.	VIRENDER K ARORA	16666	0.42	DECREASE	TRANSFER	-	-

(IV) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters & Holders of GDRs & ADRs):

Sl No	Name	Shareholding at the beginning of the year		Cumulative shareholding during the year Share	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	VIMAL KHANDWALA				
	At the beginning of the year	102600	2.56	102600	2.56
	At the end of the Year	-	-	102600	2.56
2	SUMIT MAKAR				
	At the beginning of the year	73333	1.83	73333	1.83
	At the end of the Year	-	-	73333	1.83
3	JOGINDER CHANANA				
	At the beginning of the year	70000	1.75	70000	1.75
	At the end of the Year	-	-	70000	1.75
4	SANTOSH KUMARI				
	At the beginning of the year	68332	1.71	68332	1.71
	At the end of the Year	-	-	68332	1.71
5	DEEPAK				
	At the beginning of the year	66666	1.67	66666	1.67
	At the end of the Year	-	-	66666	1.67

6	MUKESH CHANDER JUYAL				
	At the beginning of the year	65900	1.65	65900	1.65
	At the end of the Year	-	-	65900	1.65
7	ASHOK KUMAR				
	At the beginning of the year	62500	1.56	62500	1.56
	At the end of the Year	-	-	62500	1.56
8	SATISH MANOCHA				
	At the beginning of the year	61799	1.54	61799	1.54
	At the end of the Year	-	-	61799	1.54
9	ARJUN VIJ				
	At the beginning of the year	61333	1.53	61333	1.53
	At the end of the Year	-	-	61333	1.53
10	YOGESH KUMAR GOYAL				
	At the beginning of the year	61066	1.53	61066	1.53
	At the end of the Year	-	-	61066	1.53

(V) Share Holding of Directors and Key Personnel

Sl No.	For each of the Directors & KMP	Share Holding at the beginning of the year		Share Holding at the end of the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
	NIL				

VI. INDEBTEDNESS:

Amount in Rs.

Indebtedness of the company including interest outstanding/accrued but not due for payment:

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	92,60,068.00	-	92,60,068.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	92,60,068.00	-	92,60,068.00
Changes in Indebtedness during the financial year				
• Addition	-	8,33,406.00	-	8,33,406.00
• Reduction	-	-	-	-
Net Change	-	8,33,406.00	-	8,33,406.00
Indebtedness at the end of the financial year				
i) Principal Amount	-	1,00,93,474.00	-	1,00,93,474.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	1,00,93,474.00	-	1,00,93,474.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A). Remuneration to Managing Director, Whole-Time Directors and / or Manager: Amount in Rs.**

Sl. No.	Particulars of Remuneration	
1	Gross Salary	-
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	-
	- As percentage of Profits	-
	- Others specify	-
5	Others, please specify	-
	Total (A)	-
	Ceiling as per the Act	5% of the Net Profits / As per Schedule V of the Companies Act, 2013 in case of absence or inadequacy of profits.

B) Remuneration to Other Directors

Sl No.	Particulars of Remuneration	Name of the Director	Name of the Director	Total Amount (In Rs.)
1	Independent Directors	-	-	-
	Fee for attending board /committee meetings	-	-	-
	Commission	-	-	-
	Others, Please specify	-	-	-
	Total (1)	-	-	-
2	Other Non- Executive Directors	-	-	-
	Fee for attending board /committee meetings	-	-	-
	Commission	-	-	-
	Others, Please specify	-	-	-
	Total (2)	-	-	-
	Total Managerial Remuneration (1)+(2)	-	-	-
	Overall ceiling as per the Act	As per the Companies Act, 2013		

C) Remuneration to Key Managerial Personnel Other Than MD / Manager /

WTD:

Amount (In Rs.)

Sl No.	Particulars of Remuneration	Key Managerial Person		Total
		Chief Financial Officer	Company Secretary	
		Mr. Deepak Kumar	Mr. Shayam Lal	
1	Gross Salary	3,21,000	2,23,333	5,44,333
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- As percentage of Profits	-	-	-
	- Others specify	-	-	-
5	Others, please specify	-	-	-
	Total	3,21,000	2,23,333	5,44,333

VII. PENALTIES / PUNISHMENT / COMPOUNDING

OF OFFENCES:

Type	Section of Companies Act	Brief Description	Details of Penalty/ Punishment/Compounding fees imposed	Authority RD/NCLT Court	Appeal made if any (Give Details)
A. COMPANY					
Penalty/ Punishment/ Compounding	None				
B. DIRECTORS					
Penalty/ Punishment/ Compounding	None				
C. Other officer in Default					
Penalty/ Punishment/ Compounding	None				

STANDARD CAPITAL MARKETS LIMITED

ANNUAL REPORT 2019-20

By order of the Board

Date: 07.12.2020

Place: New Delhi

Ghanshyam Prasad Gupta

[Managing Director]

DIN: 00287019

**Address: 14, Shakti Apartment
Ashok Vihar, Phase-III, Delhi 110052**

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the financial year ended 31.03.2020

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

To,
The Members,
Standard Capital Markets Limited
8/28, WEA Abdul Aziz Road, Karol Bagh,
New Delhi-110005

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Standard Capital Markets Limited** (hereinafter called the company). The 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. The verification of the records has been done and the information has been obtained **with limited available resources due to COVID 19**.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31.03.2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the Audit period)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 & The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 notified w.e.f. 15.05.2015;

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the Audit period)
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 & The Securities Exchange Board of India (Shares Based employee benefits) Regulation 2014; (Not applicable to the Company during the Audit period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable the Company during the Audit period)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the Audit period) and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit period);
 - (i) Securities Exchange Board of India (Listing Obligations and Disclosures requirements) Regulation 2015 notified w.e.f. 01.12.2015;
- (vi) Reserve Bank of India Act, 1934

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with the Stock Exchange(s) read with the Securities Exchange Board of India (Listing Obligations and Disclosures requirements) Regulation 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as mentioned below:

- (i) The Company has not filed voting results of Annual General Meeting within the specified time.
- (ii) The Company has not filed outcome of the Board Meeting held on 29.04.2019 within the specified time.

We further report that:

1. The Board of Directors of the Company comprises of an optimum combination of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3. All decision at Board Meetings and Committee Meetings were carried unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.
4. As explained and undertaken by the management, the Company has complied with the applicable RBI Guidelines in respect of its NBFC business, as amended from time to time.
5. The 100% Shareholding of promoter(s) and promoter group is not in dematerialized form.

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

We further report that, the compliance by the Company of applicable financial laws like direct & indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that during the audit period there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**For A.K. Nandwani & Associates
Company Secretaries**

Place: New Delhi

Date: August 24, 2020

**Sd/-
(Meenu Sharma)
Partner
ACS 32806
C P No.: 20929
UDIN: A032806B000609492**

'Annexure A'

**To,
The Members,
Standard Capital Markets Limited
8/28, WEA Abdul Aziz Road, Karol Bagh,
New Delhi-110005**

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

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

**For A.K. Nandwani & Associates
Company Secretaries**

**Place: New Delhi
Date: August 24, 2020**

**Sd/-
(Meenu Sharma)
Partner
ACS 32806
C P No.: 20929
UDIN: A032806B000609492**

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS OF STANDARD CAPITAL MARKETS LIMITED****Report on the Audit of the Standalone Financial Statements**

We have audited the accompanying standalone Ind AS financial statements of **STANDARD CAPITAL MARKETS LIMITED** ('the Company'), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020, its profit including other 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 Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's responsibilities for the audit of the standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Emphasis of Matter

We draw attention to Note No. 40 to the standalone financial results, which describes the uncertainties and the impact of Covid-19 pandemic on the Company's operations and results as assessed by the management. The impact of these uncertainties on the Company's operations is dependent on future developments. Our opinion is not modified in respect of this matter.

Key Audit Matters**(a) Transition to Ind AS accounting framework**

(as described in note 26 of the Ind AS financial statements)

The Company has adopted Ind AS from 1st April 2019 with an effective date of 1st April 2018 for such transition. For periods up to and including the year ended 31st March 2019, the Company had prepared and presented its financial statements in accordance with the erstwhile generally accepted accounting principles in India (Indian GAAP). To give effect of the transition to Ind AS, these financial statements for the year ended 31st March 2020, together with the comparative financial information for the previous year ended 31st March 2019 and the transition date Balance Sheet as at 1st April 2018 have been prepared under Ind AS.

The transition has involved significant change in the Company's policies and processes for financial reporting, including generation of supportable information and applying estimates to inter alia determine impact of Ind AS on accounting and disclosure requirements prescribed under extant Reserve Bank of India (RBI) directions. In view of the complexity involved, Ind AS transition and the preparation of financial statements subsequent to the transition date have been areas of key focus in our audit.

How our audit addressed the key audit matter

- Read the Ind AS impact assessment performed by the Management and the resultant changes made to the accounting policies considering the requirements of the new framework.
- Evaluated the exemptions and exceptions allowed by Ind AS and applied by the Management in applying the first-time adoption principles of Ind AS 101 in respect of fair valuation of assets and liabilities existing as at transition date.
- Tested the accounting adjustments posted as at the transition date and in respect of the previous year to convert the financial information reported under erstwhile Indian GAAP to Ind AS.
- Tested the disclosures prescribed under Ind AS.

Responsibility of Management's 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS 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 charged with governance are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to

issue an auditors' 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 Ind AS financial statements.

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

- (a) Identify and assess the risks of material misstatement of the standalone Ind AS 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.
- (b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- (d) 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 auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- (e) Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended 31 March 2020 and are therefore the key audit matters. We describe these matters in our auditors' 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 Matter

We did not audit the financial statements/ information of NIL branches included in the standalone financial statements of the company whose financial statements/financial information reflect total assets of Rs. NIL as at 31st March 2020 and the total revenue of Rs. NIL for the year ended on that date, as considered in the standalone financial statements/information of these branches have been audited by the branch 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 branches, is based solely on the report of such branch auditors. **N.A.**

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by 'the Companies (Auditor's Report) Order, 2016 ("the Order")', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure 'I' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (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) In our opinion, the company has, in all material respects reasonably adequate internal financial controls system over financial reporting, keeping in view the size of the company, and nature of its business. Such Internal financial controls over the financial reporting were operating effectively as on 31.03.2020, 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 "Audit of Internal Financial Controls Over Financial Reporting" issued by The institute of Chartered accountants of India.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations on its financial position in its financial statements.
- ii. According to the information and explanations provided to us, the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For KRISHAN RAKESH & CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. 009088N**

**PLACE: DELHI
DATED: 30/06/2020
UDIN: 20087891AAAABV1089**

**Sd/-
(K.K. GUPTA)
PARTNER
M No. 087891**

**REFERRED TO IN PARAGRAPH 1 OF THE AUDITORS' REPORT ON ACCOUNTS FOR THE YEAR
ENDED 31st MARCH, 2020**

1. a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

c) According to information & explanation given to us, company does not have any immovable property.
2. As explained to us physical verification has been conducted by the management at reasonable intervals in respect of its inventories. The discrepancies noticed on such verification between the physical stocks and book records were not significant and the same have been properly dealt with in the books of account.
3. As informed to us the company has not granted loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.
4. According to the information and explanations given to us, the company, the provisions of section 186, are not applicable to the company. We are informed that the company has not provided any security during the year.
5. According to the information and explanations given to us the company has not accepted any deposits, in terms of the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under.
6. In respect of business activities of the company, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act 2013.
7. a) As per information and explanations given to us, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. There are no outstanding statutory dues as at the last day of the financial year under audit for a period of more than six months from the date they became payable.

b) We According to information and explanations given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess, Octroi, entry tax and other statutory dues which have not been deposited on account of any dispute.
8. The company has not obtained any loan from Financial Institution, Banks, and Government during the period under Audit. The Company has not issued any debentures.

9. The company has not obtained any Term Loans during the year under audit. The company has not raised any money during the year by way initial or further public offer.
10. Based upon the audit procedures performed and information and explanations given by the management, we report that, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the course of our audit for the year ended 31.03.2020.
11. According to the information and explanations given to us, the company has not provided any managerial remuneration for the period under audit.
12. The provisions of clause (xii) of the order are not applicable as the company is not a Nidhi Company as specified in the clause.
13. According to information and explanations given to us we are of the opinion that Company has not entered into any related party transaction for the period under audit.
14. According to information and explanations given to us the company has not made any preferential allotment or private placement of shares or debentures during the year.
15. According to information and explanation given to us the company has not entered into any non-cash transaction with the director or any person connected with him during the year.
16. According to the information and explanations given to us, in view of its business activities, the company has obtained registration under section 45IA of Reserve Bank of India Act, 1934.

**FOR KRISHAN RAKESH & CO.
CHARTERED ACCOUNTANTS
Firm Regn No. 009088N**

**PLACE: DELHI
DATED: 30/06/2020**

**(K.K. GUPTA)
PARTNER
M. No. 087891**

Standard Capital Markets Limited

Balance Sheet as at March 31, 2020				
Particulars	Note No.	As at March 31, 2020	As at March 31, 2019	As at April 1, 2018
Assets				
Financial Assets				
a) Cash & cash equivalent	3	644,183.94	2,850,209.94	6,484,618.96
b) Loans and Advances	4	49,611,721.00	46,557,917.00	41,148,211.00
c) Investments	5	770,000.00	770,000.00	770,000.00
Total Financial Assets		51,025,904.94	50,178,126.94	48,402,829.96
Non Financial Assets				
a) Inventory		7,200.00	7,200.00	7,200.00
a) Current tax assets	6	236,244.00	50,675.00	77,131.00
b) Property, plant and equipment	8	14,988.00	14,988.00	15,429.00
c) Other non Financial Assets	8	89,001.00	37,491.00	59,420.00
Total Non Financial Assets		347,433.00	110,354.00	159,180.00
Total assets		51,373,337.94	50,288,480.94	48,562,009.96
Liabilities and Equity Liabilities				
Financial liabilities				
a) Trade payables	9	247,479.00	430,078.00	431,920.00
b) Borrowings	10	10,093,474.00	9,260,068.00	8,495,475.00
c) Other financial liabilities	11	389,585.00	204,585.00	0.00
Total Financial liabilities		10,730,538.00	9,894,731.00	8,927,395.00
Non Financial liabilities				
a) Current tax liability	12	0.00	0.00	0.00
b) Provisions	13	124,000.00	116,400.00	102,900.00
c) Other Non Financial liabilities	14	93,070.00	85,144.00	77,984.00
Total Non-Financial liabilities		217,070.00	201,544.00	180,884.00
Equity				
a) Equity share capital	15	40,001,000.00	40,001,000.00	40,001,000.00
b) Other equity	16	424,729.94	191,205.94	(547,269.04)
Total equity		40,425,729.94	40,192,205.94	39,453,730.96
Total Liabilities and Equity		51,373,337.94	50,288,480.94	48,562,009.96
Significant accounting policies			1- 2	
The accompanying notes are an integral part of the financial statements.			3- 41	
In terms of our report of even date annexed				
For KRISHAN RAKESH & CO.				For and on behalf of the Board
CHARTERED ACCOUNTANTS				
(K. K. Gupta)				
Partner				
M. No.: 087891				
		Sd/-		Sd/-
		Ghanshyam Prasad Gupta		Kishore Kargeti
		Managing Director		Director
		DIN: 00287019		DIN: 00095763
		Sd/-		Sd/-
Place: Delhi		CFO		Company Secretary
Date: 30/06/2020		PAN: BBLPK9753M		PAN: ADSPL0029K

Standard Capital Markets Limited**Statement of Profit and Loss for the year ended March 31, 2020**

Particulars	Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
<u>Revenue from operations</u>			
Interest Income	17	3,646,551.00	3,646,227.00
Total income		3,646,551.00	3,646,227.00
<u>Expenses</u>			
Finance costs	18	926,006.00	849,548.00
Employee Benefits Expenses	19	1,127,063.00	740,279.00
Depreciation and amortization expense	20	0.00	441.00
Other expenses	21	1,284,369.00	1,043,018.02
Total expense		3,337,438.00	2,633,286.02
Profit before tax		309,113.00	1,012,940.98
Tax expenses:			
<u>Current tax</u>			
Current year		(83,100.00)	(274,500.00)
Earlier year		7,511.00	34.00
<u>Deferred tax</u>			
Current year		0.00	0.00
Profit for the year / Total comprehensive income		233,524.00	738,474.98
Earning per share (Basic / Diluted) (Rs.)		0.06	0.18

Significant accounting policies

The accompanying notes are an integral part of the financial statements.

1- 2**3- 41**

In terms of our report of even date annexed

For KRISHAN RAKESH & CO.**CHARTERED ACCOUNTANTS**

Sd/-

(K. K. Gupta)**Partner****M. No.: 087891**

Sd/-

Ghanshyam Prasad Gupta**Managing Director****DIN: 00287019**

Sd/-

Deepak Kumar**CFO****PAN: BBLPK9753M**

Sd/-

Kishore Kargeti**Director****DIN: 00095763**

Sd/-

Shyam Lal**Company Secretary****PAN: ADSPL0029K****Place: Delhi****Date: 30/06/2020**

For and on behalf of the Board

Standard Capital Markets Limited**Cash flow statement for the year ended March 31, 2020**

	For the year ended March 31, 2020	For the year ended March 31, 2019
A. <u>Cash flow from operating activities</u>		
Net Profit before tax and extra ordinary items	309,113.00	1,012,940.98
<u>Adjustment for:</u>		
Expected Credit Loss/ (Gain) on Standard Assets	7,600.00	13,500.00
Depreciation	0.00	441.00
	<u>7,600.00</u>	<u>13,941.00</u>
Operating Profit before Working Capital Facilities	316,713.00	1,026,881.98
<u>Adjustment for:</u>		
Trade & other receivable	(3,290,883.00)	(5,361,321.00)
Trade payable	10,327.00	209,903.00
	<u>(3,280,556.00)</u>	<u>(5,151,418.00)</u>
Cash generated from operation	(2,963,843.00)	(4,124,536.02)
Tax paid	(75,589.00)	(274,466.00)
	<u>(75,589.00)</u>	<u>(274,466.00)</u>
Net Cash Flow from operating activities	(3,039,432.00)	(4,399,002.02)
B. <u>Cash flow from investing activities</u>		
Purchase of fixed assets	0.00	0.00
Purchase of Investment	0.00	0.00
Sale of Investment	0.00	0.00
	<u>0.00</u>	<u>0.00</u>
Net Cash flow from investing activities	0.00	0.00
C. <u>Cash flow from financing activities</u>		
Proceed from issue of share capital	0.00	0.00
Proceed from Share application money received	0.00	0.00
Proceed from 'Borrowings	833,406.00	764,593.00
	<u>833,406.00</u>	<u>764,593.00</u>
Net Cash Flow from financing activities	833,406.00	764,593.00
Net increase/(decrease) in cash & cash equivalents	(2,206,026.00)	(3,634,409.02)
Cash & cash equivalent opening	2,850,209.94	6,484,618.96
Cash & cash equivalent closing	644,183.94	2,850,209.94

For KRISHAN RAKESH & CO.
CHARTERED ACCOUNTANTS

Sd/-
(K. K. Gupta)
Partner
M. No.: 087891

Sd/-
Ghanshyam Prasad Gupta
Managing Director
DIN: 00287019

For and on behalf of the Board

Sd/-
Kishore Kargeti
Director
DIN: 00095763

Place: Delhi
Date: 30/06/2020

Sd/-
Deepak Kumar
CFO
PAN: BBLPK9753M

Sd/-
Shyam Lal
Company Secretary
PAN: ADSPL0029K

Standard Capital Markets Limited**Statement of Changes in Equity for the year ended March 31, 2020****Equity share capital**

Balance as at April 1, 2019	40,001,000
Changes in equity share capital during the year	0
Balance as at March 31, 2020	40,001,000
Balance as at April 1, 2018	40,001,000
Changes in equity share capital during the year	0
Balance as at March 31, 2019	40,001,000

Other equity**For the year ended March 31, 2020**

Particulars	Surplus / (Accumulated Losses)	Statutory Reserve	General Reserve	Total
As at April 1, 2019	(843,840.78)	905,951.73	129,094.99	191,205.94
T/f to Statutory Reserve	(46,800.00)	46,800.00	0.00	0.00
Profit / Loss for the year	233,524.00	0.00	0.00	233,524.00
As at March 31, 2020	(657,116.78)	952,751.73	129,094.99	424,729.94

For the year ended March 31, 2019

Particulars	Surplus / (Accumulated Losses)	Statutory Reserve	General Reserve	Total
As at April 1, 2018	(1,434,615.76)	758,251.73	129,094.99	(547,269)
T/f to Statutory Reserve	(147,700.00)	147,700.00	0.00	0.00
Profit / Loss for the year	738,474.98	0.00	0.00	738,474.98
As at March 31, 2019	(843,840.78)	905,951.73	129,094.99	191,205.94

**For KRISHAN RAKESH & CO.
CHARTERED ACCOUNTANTS**

Sd/-

(K. K. Gupta)

Partner

M. No.: 087891

Sd/-

Ghanshyam Prasad Gupta

Managing Director

DIN: 00287019

For and on behalf of the Board

Sd/-

Kishore Kargeti

Director

DIN: 00095763

Sd/-

CFO

PAN: BBLPK9753M

Sd/-

Company Secretary

PAN: ADSPL0029K

Place: Delhi

Date: 30/06/2020

Standard Capital Markets Limited

1.1 Corporate Information

Standard Capital Markets Limited is a Public incorporated on 19 February 1987. It is classified as Non-govt company and is registered at Registrar of Companies, Delhi. Its authorized share capital is Rs. 50,000,000 and its paid-up capital is Rs. 40,001,000. It is involved in OTHER BUSINESS ACTIVITIES.

Standard Capital Markets Limited's Corporate Identification Number is (CIN) L74899DL1987PLC027057 and its registration number is 27057. Its Email address is stancap.delhi@gmail.com and its registered address is 8/28WEA ABDUL AZIZ ROAD KAROL BAGH NEW DELHI New Delhi DL 110005 IN.

1.2 Basis of preparation

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act and the Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 ('the NBFC Master Directions') issued by RBI. The financial statements have been prepared on a going concern basis. The Company uses accrual basis of accounting except in case of significant uncertainties.

For all periods up to and including the year ended 31 March 2020, the Company had prepared its financial statements in accordance with accounting standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016 and the NBFC Master Directions (hereinafter referred as 'Previous GAAP'). These financial statements for the year ended 31 March 2019 are the first the Company has prepared in accordance with Ind AS. The Company has applied Ind AS 101 'First-time Adoption of Indian Accounting Standards', for transition from previous GAAP to Ind AS. An explanation of how transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Company is provided in note no. 31.

1.3 Presentation of financial statements

The Company presents its Balance Sheet in order of liquidity.

The Company generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only when Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Company offsets incomes and expenses and reports the same on a net basis when permitted by Ind AS specifically unless they are material in nature.

Critical accounting estimates and judgments

The preparation of the Company's financial statements requires Management to make use of estimates and judgments. In view of the inherent uncertainties and a level of subjectivity involved in measurement of items, it is possible that the outcomes in the subsequent financial years could

differ from those on which the Management's estimates are based. Accounting estimates and judgments are used in various line items in the financial statements for e.g.:

- Business model assessment [Refer note no. 2.4(i)]
- Fair value of financial instruments [Refer note no. 2.15, 47 and 48]
- Effective Interest Rate (EIR) [Refer note no. 2.1(i)]
- Impairment on financial assets [Refer note no. 2.4(i) 8 and 49]
- Provisions and other contingent liabilities [Refer note no. 2.10 and 41]
- Provision for tax expenses [Refer note no. 2.6(i)]
- Residual value and useful life of property, plant and equipment [Refer note no. 2.7(h)]

2. Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Income

(i) Interest income

The Company recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost or fair value through other comprehensive income (FVOCI). EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments/receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

The Company recognises interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. In case of credit-impaired financial assets [as set out in note no. 2.4(i)] regarded as 'stage 3', the Company recognises interest income on the amortised cost net of impairment loss of the financial asset at EIR. If the financial asset is no longer credit-impaired [as outlined in note no. 2.4(i)], the Company reverts to calculating interest income on a gross basis.

Delayed payment interest (penal interest) levied on customers for delay in repayments/non payment of contractual cashflows is recognised on realisation.

Interest on financial assets subsequently measured at fair value through profit or loss (FVTPL) is recognised at the contractual rate of interest.

(ii) Dividend income

Dividend income on equity shares is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

(iii) Other revenue from operations

The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial Instruments' is applicable) based on a comprehensive assessment

model as set out in Ind AS 115 'Revenue from contracts with customers'. The Company identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognises revenue only on satisfactory completion of performance obligations. Revenue is measured at fair value of the consideration received or receivable.

(a) Fees and commission

The Company recognises service and administration charges towards rendering of additional services to its loan customers on satisfactory completion of service delivery.

Fees on value added services and products are recognised on rendering of services and products to the customer.

Distribution income is earned by selling of services and products of other entities under distribution arrangements. The income so earned is recognised on successful sales on behalf of other entities subject to there being no significant uncertainty of its recovery. Foreclosure charges are collected from loan customers for early payment/closure of loan and are recognised on realisation.

(b) Net gain on fair value changes

Financial assets are subsequently measured at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI), as applicable. The Company recognises gains/losses on fair value change of financial assets measured as FVTPL and realised gains/losses on derecognition of financial asset measured at FVTPL and FVOCI.

(c) Sale of services

The Company, on de-recognition of financial assets where a right to service the derecognised financial assets for a fee is retained, recognises the fair value of future service fee income over service obligations cost on net basis as service fee income in the statement of profit or loss and, correspondingly creates a service asset in Balance Sheet. Any subsequent increase in the fair value of service assets is recognised as service income and in the service asset is recognised as interest income in line with Ind AS 109 'Financial instruments'.

Other revenues on sale of services are recognised as per Ind AS 115 'Revenue From Contracts with Customers' as articulated above in 'other revenue from operations'.

(d) Recoveries of financial assets written off

The Company recognises income on recoveries of financial assets written off on realisation or when the right to receive the same without any uncertainties of recovery is established.

(iv) Taxes

Incomes are recognised net of the Goods and Services Tax/Service Tax, wherever applicable

2.2 Expenditures**(i) Finance costs**

Borrowing costs on financial liabilities are recognised using the EIR [refer note no. 2.1(i)].

(ii) Fees and commission expenses

Fees and commission expenses which are not directly linked to the sourcing of financial assets, such as commission/incentive incurred on value added services and products distribution, recovery charges and fees payable for management of portfolio etc., are recognised in the Statement of Profit and Loss on an accrual basis.

(iii) Taxes

Expenses are recognised net of the Goods and Services Tax/Service Tax, except where credit for the input tax is not statutorily permitted.

2.3 Cash and cash equivalents

Cash and cash equivalents include cash on hand, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.4 Financial instruments

A financial instrument is defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Trade receivables and payables, loan receivables, investments in securities and subsidiaries, debt securities and other borrowings, preferential and equity capital etc. are some examples of financial instruments.

All the financial instruments are recognised on the date when the Company becomes party to the contractual provisions of the financial instruments. For tradable securities, the Company recognises the financial instruments on settlement date.

(i) Financial assets

Financial assets include cash, or an equity instrument of another entity, or a contractual right to receive cash or another financial asset from another entity. Few examples of financial assets are loan receivables, investment in equity and debt instruments, trade receivables and cash and cash equivalents.

Initial measurement

All financial assets are recognised initially at fair value including transaction costs that are attributable to the acquisition of financial assets except in the case of financial assets recorded at FVTPL where the transaction costs are charged to profit or loss.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into four categories:

- a) Debt instruments at amortised cost
- b) Debt instruments at FVOCI
- c) Debt instruments at FVTPL
- d) Equity instruments designated at FVOCI

(a) Debt instruments at amortised cost

The Company measures its financial assets at amortised cost if both the following conditions are met:

The asset is held within a business model of collecting contractual cash flows; and
Contractual terms of the asset give rise on specified dates to cash flows that are Sole Payments of Principal and Interest (SPPI) on the principal amount outstanding.

To make the SPPI assessment, the Company applies judgment and considers relevant factors such as the nature of portfolio and the period for which the interest rate is set.

The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Company's business model is not assessed on an instrument by instrument basis, but at a higher level of aggregated portfolios. If cash flows after initial recognition are realised in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated financial assets going forward.

The business model of the Company for assets subsequently measured at amortised cost category is to hold and collect contractual cash flows. However, considering the economic viability of carrying the delinquent portfolios in the books of the Company, it may sell these portfolios to banks and/or asset reconstruction companies.

After initial measurement, such financial assets are subsequently measured at amortised cost on effective interest rate (EIR). For further details, refer note no. 2.1(i). The expected credit loss (ECL) calculation for debt instruments at amortised cost is explained in subsequent notes in this section.

(b) Debt instruments at FVOCI

The Company subsequently classifies its financial assets as FVOCI, only if both of the following criteria are met:

The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets; and

Contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

Debt instruments included within the FVOCI category are measured at each reporting date at fair value with such changes being recognised in other comprehensive income (OCI). The interest income on these assets is recognised in profit or loss. The ECL calculation for debt instruments at FVOCI is explained in subsequent notes in this section.

Debt instruments such as long term investments in Government securities to meet regulatory liquid asset requirement of the Company's deposit program and mortgage loans portfolio where the Company periodically resorts to partially selling the loans by way of assignment to willing buyers are classified as FVOCI.

On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified to profit or loss.

(c) Debt instruments at FVTPL

The Company classifies financial assets which are held for trading under FVTPL category. Held for trading assets are recorded and measured in the Balance Sheet at fair value. Interest and dividend incomes are recorded in interest income and dividend income, respectively according to the terms of the contract, or when the right to receive the same has been established. Gain and losses on changes in fair value of debt instruments are recognised on net basis through profit or loss.

The Company's investments into mutual funds, Government securities (trading portfolio) and certificate of deposits for trading and short term cash flow management have been classified under this category.

(d) Equity investments designated under FVOCI

All equity investments in scope of Ind AS 109 'Financial Instruments' are measured at fair value. The Company has strategic investments in equity for which it has elected to present subsequent changes in the fair value in other comprehensive income. The classification is made on initial recognition and is irrevocable.

All fair value changes of the equity instruments, excluding dividends, are recognised in OCI and not available for reclassification to profit or loss, even on sale of investments. Equity instruments at FVOCI are not subject to an impairment assessment.

Derecognition of Financial Assets

The Company derecognises a financial asset (or, where applicable, a part of a financial asset) when:

The right to receive cash flows from the asset have expired; or

The Company has transferred its right 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 an assignment arrangement and the Company has transferred substantially all the risks and rewards of the asset. Once the asset is derecognised, the Company does not have any continuing involvement in the same.

The Company transfers its financial assets through the partial assignment route and accordingly derecognises the transferred portion as it neither has any continuing involvement in the same nor does it retain any control. If the Company retains the right to service the financial asset for a fee, it recognises either a servicing asset or a servicing liability for that servicing contract. A service liability in respect of a service is recognised at fair value if the fee to be received is not expected to compensate the Company adequately for performing the service. If the fees to be received is expected to be more than adequate compensation for the servicing, a service asset is recognised for the servicing right at an amount determined on the basis of an allocation of the carrying amount of the larger financial asset.

On derecognition of a financial asset in its entirety, the difference between:

the carrying amount (measured at the date of derecognition) and
the consideration received (including any new asset obtained less any new liability assumed) is recognised in profit or loss.

Impairment of financial assets

ECL are recognised for financial assets held under amortised cost, debt instruments measured at FVOCI, and certain loan commitments.

Financial assets where no significant increase in credit risk has been observed are considered to be in 'stage 1' and for which a 12 months ECL is recognised. Financial assets that are considered to have significant increase in credit risk are considered to be in 'stage 2' and those which are in default or for which there is an objective evidence of impairment are considered to be in 'stage 3'. Lifetime ECL is recognised for stage 2 and stage 3 financial assets.

At initial recognition, allowance (or provision in the case of loan commitments) is required for ECL towards default events that are possible in the next 12 months, or less, where the remaining life is less than 12 months.

In the event of a significant increase in credit risk, allowance (or provision) is required for ECL towards all possible default events over the expected life of the financial instrument ('lifetime ECL').

Financial assets (and the related impairment loss allowances) are written off in full, when there is no realistic prospect of recovery.

Treatment of the different stages of financial assets and the methodology of determination of ECL

(a) Credit impaired (stage 3)

The Company recognises a financial asset to be credit impaired and in stage 3 by considering relevant objective evidence, primarily whether:

Contractual payments of either principal or interest are past due for more than 90 days;
The loan is otherwise considered to be in default

Restructured loans, where repayment terms are renegotiated as compared to the original contracted terms due to significant credit distress of the borrower, are classified as credit impaired. Such loans continue to be in stage 3 until they exhibit regular payment of renegotiated principal and interest over a minimum observation period, typically 12 months– post renegotiation, and there are no other indicators of impairment. Having satisfied the conditions of timely payment over the observation period these loans could be transferred to stage 1 or 2 and a fresh assessment of the risk of default be done for such loans.

Interest income is recognised by applying the EIR to the net amortised cost amount i.e. gross carrying amount less ECL allowance.

(b) Significant increase in credit risk (stage 2)

An assessment of whether credit risk has increased significantly since initial recognition is performed at each reporting period by considering the change in the risk of default of the loan exposure. However, unless identified at an earlier stage, 30 days past due is considered as an indication of financial assets to have suffered a significant increase in credit risk. Based on other indications such as borrower's frequently delaying payments beyond due dates though not 30 days past due are included in stage 2 for mortgage loans.

The measurement of risk of defaults under stage 2 is computed on homogenous portfolios, generally by nature of loans, tenors, underlying collateral, geographies and borrower profiles. The default risk is assessed using PD (probability of default) derived from past behavioural trends of default across the identified homogenous portfolios. These past trends factor in the past customer behavioural trends, credit transition probabilities and macroeconomic conditions. The assessed PDs are then aligned considering future economic conditions that are determined to have a bearing on ECL.

(c) Without significant increase in credit risk since initial recognition (stage 1)

ECL resulting from default events that are possible in the next 12 months are recognised for financial instruments in stage 1. The Company has ascertained default possibilities on past behavioural trends witnessed for each homogenous portfolio using application/behavioural score cards and other performance indicators, determined statistically.

(d) Measurement of ECL

The assessment of credit risk and estimation of ECL are unbiased and probability weighted. It incorporates all information that is relevant including information about past events, current conditions and reasonable forecasts of future events and economic conditions at the reporting date. In addition, the estimation of ECL takes into account the time value of money. Forward looking economic scenarios determined with reference to external forecasts of economic parameters that have demonstrated a linkage to the performance of our portfolios over a period of time have been applied to determine impact of macro economic factors.

Company has incurred any loss of assets or Interest Income thereon in last 3 Financial years, therefore expected credit loss is assumed as per RBI Prudential Norms on Prudent Basis.

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

Provision for non-performing assets is recorded at rates which are equal to or higher than the rates specified by Reserve Bank of India in their guidelines on prudential norms. The rates used by the Company are as follows:

- a. Provision for Non-Performing Assets
 - Provision for standard and non-performing assets

- In accordance with Prudential Norms, contingent provision at 0.25% has been created on outstanding standard assets.
- In accordance with Para 10 of Prudential Norms, the Company has shown provision for loans under 'Provisions' forming part of 'Non Financial Assets'

(ii) Financial liabilities

Financial liabilities include liabilities that represent a contractual obligation to deliver cash or another financial assets to another entity, or a contract that may or will be settled in the entities own equity instruments. Few examples of financial liabilities are trade payables, debt securities and other borrowings and subordinated debts.

Initial measurement

All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade payables, other payables, debt securities and other borrowings.

Subsequent measurement

After initial recognition, all financial liabilities are subsequently measured at amortised cost using the EIR [Refer note no. 2.1(i)]. Any gains or losses arising on derecognition of liabilities are recognised in the Statement of Profit and Loss.

Derecognition

The Company derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet only if there is an enforceable legal right to offset the recognised amounts with an intention to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

2.5 Investment in subsidiaries

Investment in subsidiaries is recognised at cost and are not adjusted to fair value at the end of each reporting period. Cost of investment represents amount paid for acquisition of the said investment.

The Company assesses at the end of each reporting period, if there are any indications that the said investment may be impaired. If so, the Company estimates the recoverable value/amount of the investment and provides for impairment, if any i.e. the deficit in the recoverable value over cost.

2.6 Taxes**(i) Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax relating to items recognised outside profit or loss is recognised in correlation to the underlying transaction either in OCI or directly in other equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2.7 Property, plant and equipment

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, consistent with the criteria specified in Ind AS 16 'Property, Plant and Equipment'.

- a) Depreciation is provided on a pro-rata basis for all tangible assets on straight line method over the useful life of assets, except buildings which is determined on written down value method.
- b) Useful lives of assets are determined by the Management by an internal technical assessment except where such assessment suggests a life significantly different from those prescribed by Schedule II – Part C of the Companies Act, 2013 where the useful life is as assessed and certified by a technical expert.
- c) Depreciation on addition to assets and assets sold during the year is being provided for on a pro rata basis with reference to the month in which such asset is added or sold as the case may be.
- d) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

2.8 Intangible assets and amortisation thereof

Intangible assets, representing softwares are initially recognised at cost and subsequently carried at cost less accumulated amortisation and accumulated impairment. The intangible assets are amortised using the straight line method over a period of five years, which is the Management's estimate of its useful life. The useful lives of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

2.9 Impairment of non-financial assets

An assessment is done at each Balance Sheet date to ascertain whether there is any indication that an asset may be impaired. If any such indication exists, an estimate of the recoverable amount of asset is determined. If the carrying value of relevant asset is higher than the recoverable amount, the carrying value is written down accordingly.

2.10 Provisions and contingent liabilities

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligations for which a reliable estimate cannot be made. When there is a possible

obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.11 Foreign currency translation

The Company's financial statements are presented in Indian Rupee, which is also the Company's functional currency.

Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are re-translated using the exchange rate prevailing at the reporting date. Nonmonetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

Exchange differences

All exchange differences are accounted in the Statement of Profit and Loss.

2.12 Fair value measurement

The Company measures its qualifying financial instruments at fair value on each Balance Sheet date.

Fair value is the price that would be received against sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place in the accessible principal market or the most advantageous accessible market as applicable.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into Level I, Level II and Level III based on the lowest level input that is significant to the fair value measurement as a whole. For a detailed information on the fair value hierarchy, refer note no. 47 and 48.

For assets and liabilities that are fair valued in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

2.13 Unless specifically stated to be otherwise, these policies are consistently followed.

Standard Capital Markets Limited

Notes of the financial statements for the year ended March 31, 2020

3 Cash and cash equivalents

Particulars	As at March 31, 2020	As at March 31, 2019
Bank balances in current accounts	258,172.94	2,261,048.94
Cash in hand	386,011.00	589,161.00
Total	644,183.94	2,850,209.94

For the purpose of statement of cash flows, cash and cash equivalents comprises the following:

	March 31, 2020	March 31, 2019
Bank balances in current accounts	258,173	2,261,049
Cash in hand	386,011	589,161
Total	644,184	2,850,210

4 Loans and Advances

Particulars	As at March 31, 2020	As at March 31, 2019
Short term loans & advances		
(Unsecured considered good unless otherwise stated)		
Loans and advances	49,611,721.00	46,557,917.00
Provision for Expected Credit Loss as per Ind AS	0.00	0.00
Total	49,611,721.00	46,557,917.00

5 Investments

Particulars	As at March 31, 2020	As at March 31, 2019
<u>Investment in Unquoted Shares</u>		
77,000(PY 77,000) Shares in Hari Creations Pvt. Ltd.Rs.10/- each fully paid up	770,000.00	770,000.00
Total	770,000.00	770,000.00

6 Current tax asset

Particulars	As at March 31, 2020	As at March 31, 2019
Income tax advances	236,244.00	50,675.00
Total	236,244.00	50,675.00

Standard Capital Markets Limited

Notes of the financial statements for the year ended March 31, 2020

✈ Property, plant and equipment

Description	Gross Block			Depreciation			Net Block	
	As on April 01, 2019	Additions During the year	Sales/ Adjustments	Total March 31, 2020	Upto April 01, 2019	For the Year	Total as on March 31, 2020	As on March 31, 2020
Computer & Printer	15,650.00	0.00	0.00	15,650.00	14,900.00	0.00	14,900.00	750.00
Office Equipment	2,93,577.00	0.00	0.00	2,93,577.00	2,79,339.00	0.00	2,79,339.00	14,238.00
Current Year	3,09,227.00	0.00	0.00	3,09,227.00	2,94,239.00	0.00	2,94,239.00	14,988.00
Previous Year	3,09,227.00	0.00	0.00	3,09,227.00	2,93,798.00	441.00	2,94,239.00	14,988.00
								15,429.00

Notes of the financial statements for the year ended March 31, 2019

Description	Gross Block			Depreciation			Net Block	
	As on April 01, 2018	Additions During the year	Sales/ Adjustments	Total March 31, 2019	Upto April 01, 2018	For the Year	Total as on March 31, 2019	As on March 31, 2018
Computer & Printer	15,650.00	0.00	0.00	15,650.00	14,900.00	0.00	14,900.00	750.00
Office Equipment	2,93,577.00	0.00	0.00	2,93,577.00	2,78,898.00	441.00	2,79,339.00	14,679.00
Current Year	3,09,227.00	0.00	0.00	3,09,227.00	2,93,798.00	441.00	2,94,239.00	15,429.00
Previous Year	3,09,227.00	0.00	0.00	3,09,227.00	2,93,357.00	441.00	2,93,798.00	15,870.00

8 Other non financial assets

Particulars	As at March 31, 2020	As at March 31, 2019
Indirect tax credits available for utilisation	0.00	0.00
MAT Credit Entitlement	0.00	
Income Tax Advances	89,001.00	37,491.00
Total	89,001.00	37,491.00

9 Trade payables

Particulars	As at March 31, 2020	As at March 31, 2019
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Total outstanding dues of Micro Enterprises and Small Enterprises

Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act):

Particulars

i) Principal amount due to suppliers under MSMED Act	0.00	0.00
ii) Interest accrued and due to suppliers under MSMED Act on the above amount	0.00	0.00
iii) Payment made to suppliers (other than interest) beyond appointed day during the year	0.00	0.00
iv) Interest paid to suppliers under MSMED Act	0.00	0.00
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	0.00	0.00
v) Interest due and payable to suppliers under MSMED Act towards payments already made	0.00	0.00
vi) Interest accrued and remaining unpaid at the end of the accounting year	0.00	0.00
vii) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act.	0.00	0.00

0.00	0.00
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Trade Payables	247,479.00	430,078.00
Total	247,479.00	430,078.00

The Company has during the year not received any information from any vendor regarding their status being 'r Micro, Small and Medium Enterprises Development Act, 2006. Based on the above disclosures, if any, relating to as at the period end along with interest paid / payable have not been given.

10 Borrowings

Particulars	As at March 31, 2020	As at March 31, 2019
Unsecured loans		
From a Limited Company	10,093,474.00	9,260,068.00
Total	10,093,474.00	9,260,068.00

11 Other financial liabilities

Particulars	As at March 31, 2020	As at March 31, 2019
Other Payables	389,585.00	204,585.00
Total	389,585.00	204,585.00

12 Current tax liabilities

Particulars	As at March 31, 2020	As at March 31, 2019
As per last balance sheet	0.00	0.00
Additions during the year	83,100.00	274,500.00
Payment / Adjustment	(83,100.00)	(274,500.00)
Total	0.00	0.00

13 Provisions

Particulars	As at March 31, 2020	As at March 31, 2019
At the beginning of the year	116,400.00	102,900.00
Provision Retained on sale of Standard assets as per RBI	124,000.00	116,400.00
Less Earlier year Transfer (opening)	116,400.00	102,900.00
Total	124,000.00	116,400.00

14 Other Non Financial liabilities

Particulars	As at March 31, 2020	As at March 31, 2019
Statutory dues payable	93,070.00	85,144.00
Total	93,070.00	85,144.00

15 Equity share capital

Particulars	As at March 31, 2020	As at March 31, 2019
Authorised		
50,00,000 (Previous year 50,00,000 Shares) Equity shares of Par Value of Rs.10/- each	50,000,000.00	50,000,000.00
	50,000,000.00	50,000,000.00
Issued, Subscribed and Paid up		
40,00,100 Equity Shares of Par Value of Rs 10/- each (Previous Year 40,00,100 Shares of Par Value of Rs.10/- each)	40,001,000.00	40,001,000.00

Total	40,001,000.00	40,001,000.00
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a) The reconciliation of number of shares outstanding and the amount of Share Capital as at the opening and closing dates is set out below:

Equity shares

Particulars	March 31, 2020	March 31, 2019
No. of Shares outstanding at the beginning of the period	4,000,100.00	4,000,100.00
No of Shares Issued during the year	0.00	0.00
No. of Shares outstanding at the end of the period	4,000,100.00	4,000,100.00

b) The Company has one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share has one vote per share with a right to receive per share dividend declared by the Company. In the event of liquidation, the shareholders are entitled to receive remaining assets of the Company (after distribution of all preferential assets) in proportion of equity shares held by the shareholders.

c) None of the Shareholders hold equity shares more than 5% of the total equity shares of the company at the end of the year.

d) The company has not issued any bonus shares during the period of last 5 years.

16 Other equity

Particulars	As at March 31, 2020	As at March 31, 2019
General Reserve		
Balance B/F	129,094.99	129,094.99
Sub total	129,094.99	129,094.99
Statutory Reserve		
Balance B/F	905,951.73	758,251.73
T/F During The Year	46,800.00	147,700.00
Sub total	952,751.73	905,951.73
Surplus		
Balance B/F	(843,840.78)	(1,434,615.76)
Add: Net Profit / Loss after tax transferred from Statement of Profit & Loss	233,524.00	738,474.98
MAT Credit Entitlement		
Ind-AS adjustments on ECL	0.00	0.00
Transferred to Statutory Reserve	(46,800.00)	(147,700.00)
Sub total	(657,116.78)	(843,840.78)
Total	424,729.94	191,205.94

17 Interest Income

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest on Loan	3,646,551.00	3,646,551.00
Interest on Income tax refund	0.00	0.00
Total	3,646,551.00	3,646,551.00

18 Finance costs

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
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Other finance expense	926,006.00
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Total	926,006.00
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19 Employee Benefits Expenses

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Salaries and wages	1,079,333.00	
Staff welfare expenses	47,730.00	
Total	1,127,063.00	

20 Depreciation and amortization expenses

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Depreciation on PPE	0.00	
Total	0.00	

21 Other expenses

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Travelling & conveyance	54,700.00	
Communication Expenses	79,187.00	
Printing and stationery	67,782.00	
Business promotion expenses	54,900.00	
Advertisement and publicity	40,698.00	
<u>Payment to Auditors</u>		
- Audit Fees	59,000.00	
- Other Matters	37,310.00	
Legal and Professional charges	64,900.00	
Bank Charges	0.00	
Computer Expense	34,540.00	
Electricity and water expenses	73,700.00	
Irrecoverable Balances Written off	160,973.00	
Expected Credit Loss against Standard/Doubtful Assets	7,600.00	
Miscellaneous Expenses	549,079.00	
Total	1,284,369.00	

22 Income Taxes

The major components of income tax expense for the year ended 31 March 2020 and 31 March 2019

are:

A. Statement of profit and loss:**(i) Profit & loss section**

	31 March 2020	31 March 2019
Current income tax charge	83,100.00	274,500.00
Adjustments in respect of current income tax of previous year	(7,511.00)	(34.00)
Deferred tax:		
Relating to origination and reversal of temporary differences	0.00	0.00
Income tax expense reported in the statement of Profit & loss	75,589.00	274,466.00

(ii) OCI Section**Deferred tax related to items recognised in OCI during the year:**

Net loss/(gain) on remeasurements of defined benefit plans	-	-
Income tax charged to OCI	-	-

B. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for FY ended 31 March 2016 and 31 March 2017:

	31 March 2020	31 March 2019
Accounting profit before tax from continuing operations	309,113.00	1,012,940.98
Profit/(loss) before tax from a discontinued operation	0.00	0.00
Accounting profit before income tax	309,113.00	1,012,940.98
At India's statutory income tax rate of 26.00% (31 March 2019: 26.00%)	80,400.00	263,400.00
Non-deductible expenses for tax purposes	2,700.00	11,100.00
Additional deduction as per income tax	0.00	0.00
Adjustments in respect of current income tax of previous year	(7,511.00)	(34.00)
MAT credit of earlier years recognised	0.00	0.00
At the effective income tax rate of 24.45% (31 March 2019: 27.10%)	75,589.00	274,466.00
Income tax expense reported in the statement of profit and loss	75,589.00	274,466.00
Income tax attributable to a discontinued operation	0.00	0.00
	75,589.00	274,466.00

Deferred tax

Deferred tax relates to the following:

	Balance sheet			Statement of profit and loss	
	31 March 2020	31 March 2019	01 April 2018	31 March 2020	31 March 2019
Accelerated depreciation for tax purposes	-	-	-	-	-
B/F Losses / Disallowances u/s 43B / 40A	-	-	-	-	-
Ind AS adjustments	-	-	-	-	-
Deferred tax expense/(income)	-	-	-	-	-
Net deferred tax assets/(liabilities)	-	-	-	-	-

Reflected in the balance sheet as follows:

	31 March 2020	31 March 2019
Deferred tax assets (continuing operations)	-	-
Deferred tax liabilities (continuing operations)	-	-
Deferred tax liabilities, net	-	-

Reconciliation of deferred tax liabilities (net):

	31 March 2020	31 March 2019
Opening balance as of 1 April	-	-
Tax (income)/expense during the period recognised in Profit & loss	-	-
Tax (income)/expense during the period recognised in OCI	-	-
Discontinued operation	-	-
Closing balance as at 31 March	-	-

23 Fair values measurements

(i) Financial instruments by category

Particulars	31 March 2020		31 March 2019		1 April 2018	
	FVTOCI	Amortised Cost	FVTOCI	Amortised Cost	FVTOCI	Amortised Cost
Financial assets						
Investments	770,000.00	0.00	770,000.00	0.00	770,000.00	0.00
Cash and cash equivalents	0.00	644,183.94	0.00	2,850,209.94	0.00	6,484,618.96
Loans and Advances	0.00	49,611,721.00	0.00	46,557,917.00	0.00	41,148,211.00
Total financial assets	770,000.00	50,255,904.94	770,000.00	49,408,126.94	770,000.00	47,632,829.96
Financial liabilities						
Borrowings	0.00	10,093,474.00	0.00	9,260,068.00	0.00	8,495,475.00
Trade payables	0.00	247,479.00	0.00	430,078.00	0.00	431,920.00
Other financial liabilities		389,585.00		204,585.00	0.00	0.00
Total financial liabilities	0.00	10,730,538.00	0.00	9,894,731.00	0.00	8,927,395.00

(ii) Fair value hierarchy

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is insignificant to the fair value measurements as a whole.

Level 1 : quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2 : valuation techniques for which the lowest level inputs that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3 : valuation techniques for which the lowest level input which has a significant effect on fair value measurement is not based on observable market data.

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities, other than those whose fair values are close approximations of their carrying values.

For cash and cash equivalents, trade receivables, other receivables, short term borrowing, trade payables and other current financial liabilities the management assessed that their fair value is approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the Company's long-term interest free security deposits are determined by applying discounted cash flows ('DCF') method, using discount rate that reflects the market borrowing rate as at the end of the reporting period. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

24 Components of other comprehensive income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

During the year ended 31 March 2020

	<u>Total</u>
Fair valuation through OCI	
Income tax effect	-
	<u>-</u>

During the year ended 31 March 2019

	<u>Total</u>
Fair valuation through OCI	
Income tax effect	-
	<u>-</u>

25. First Time Adoption

These financial statements, for the year ended 31 March 2020, are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2020, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Previous GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on 31 March 2020, together with the comparative period data as at and for the year ended 31 March 2019, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2018, the Company's date of transition to Ind AS. This note explains exemptions availed by the Company in restating its Previous GAAP financial statements, including the balance sheet as at 1 April 2018 and the financial statements as at and for the year ended 31 March 2019.

(A) Mandatory exceptions and optional exemptions availed

Set out below are the applicable Ind AS 101 mandatory exceptions and optional exemptions applied in the transition from previous GAAP to Ind AS, which were considered to be material or significant by the Company

1. Mandatory exceptions;

(i) Estimates

Ind AS 101 prescribes that an entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

The Company's Ind AS estimates as at the transition date are consistent with the estimates as at the same date made in conformity with previous GAAP.

(ii) Derecognition of financial assets and financial liabilities

As set out in Ind AS 101, the Company has applied the derecognition requirements of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS.

(iii) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

(iv) Impairment of financial assets

As set out in Ind AS 101, an entity shall apply the impairment requirements of Ind AS 109 retrospectively if it does not entail any undue cost or effort. The Company has assessed impairment of financial assets in conformity with Ind AS 109.

2. Optional exemptions;

(i) Deemed cost-Previous GAAP carrying amount: (PPE and Intangible)

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of

transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and investment property covered by Ind AS 40 Investment Properties.

Accordingly, the company has elected to measure all of its property, plant and equipment, intangible assets and investment property at their previous GAAP carrying value.

(B) Reconciliations between Ind AS and previous GAAP are given below

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for previous periods. The following table represent the reconciliations from previous GAAP to Ind AS.

Reconciliation of equity as at date of transition 1 April 2018 and as at 31 March 2019

Particular	As at 31 March 2019			As at 1 April 2018		
	Previous Gaap	Adjustment	IND AS	Previous Gaap	Adjustment	IND AS
Assets						
Financial assets						
Cash and cash equivalents	2,850,210	0	2,850,210	6,484,619	0	6,484,619
Loans and Advances	46,557,917	0	46,557,917	41,148,211	0	41,148,211
Investments	770,000	0	770,000	770,000	0	770,000
Non-financial assets						
Inventory	7,200	0	7,200	7,200	0	7,200
Current tax assets(net)	50,675	0	50,675	77,131	0	77,131
Property, plant and equipment	14,988	0	14,988	15,429	0	15,429
Other non-financial assets	37,491	0	37,491	59,420	0	59,420
Total Assets	50,288,481	0	50,288,481	48,562,010	0	48,562,010

Particular	As at 31 March 2019			As at 1 April 2018		
	Previous Gaap	Adjustment	IND AS	Previous Gaap	Adjustment	IND AS
LIABILITIES AND EQUITY						
Liabilities						
Financial liabilities						
Trade payables	430,078	0	430,078	431,920	0	431,920
Borrowings	9,260,068	0	9,260,068	8,495,475	0	8,495,475
Other financial liabilities	204,585	0	204,585	0	0	0
Non-financial liabilities						
Current tax liabilities (net)	0	0	0	0	0	0
Provisions	116,400	0	116,400	102,900	0	102,900
Other non-financial liabilities	85,144	0	85,144	77,984	0	77,984
Equity						
Equity share capital	40,001,000	0	40,001,000	40,001,000	0	40,001,000
Other equity	191,206	0	191,206	(547,269)	0	(547,269)
Total liabilities and equity	50,288,481	0	50,288,481	48,562,010	0	48,562,010

Reconciliation of equity as at 1 April 2019 and as at 31 March 2020 summarised in below table

Particular	Notes to first time adoption	As at 31 Mar. 2019	As at 01 April 2018
Equity as reported under previous GAAP		40,192,206	39,453,731
Impairment on financial assets		0	0
Equity as per Ind AS		40,192,206	39,453,731

Reconciliation of Total Comprehensive Income for the year ended 31 March 2019

Particular	As at 31 March 2019		
	Previous Gaap	Adjustment	IND AS
<u>Revenue from operations</u>			
Interest Income	3,646,227	0	3,646,227
Total income	3,646,227	0	3,646,227
<u>Expenses</u>			
Finance costs	849,548	0	849,548
Employee Benefits Expenses	740,279	0	740,279
Depreciation and amortization expense	441	0	441
Other expenses	1,043,018	0	1,043,018
Total expense	2,633,286	0	2,633,286
Profit before tax	1,012,941	0	1,012,941
Tax expenses:			
<u>Current tax</u>			
Current year	(274,500)	0	(274,500)
Earlier year	34	0	34
Profit for the year / Total comprehensive income	738,475	0	738,475

Reconciliation of equity as at 1 April 2018 and as at 31 March 2019 summarised in below table

Particular	As at 31.03.2019	As at 01.04.2018
Equity as reported under previous GAAP	40,192,206	39,453,731
Adjustments	0	0
Equity as per Ind AS	40,192,206	39,453,731

Notes to first time adoption of Ind AS**(1) Impairment on financial assets**

Under previous GAAP, loan losses and provisions were computed basis RBI guidelines and Management estimations. Under Ind AS, the same is required to be computed as per the impairment principles laid out in Ind AS 109 – 'Financial Instruments' which prescribes the expected credit loss model (ECL model) for the same. Accordingly, the difference between loan losses and provisions as computed under previous GAAP and as computed under Ind AS is adjusted in retained earnings

(net of related deferred taxes) as at the date of transition and subsequently in the Statement of Profit and Loss for the year ended 31 March 2020.

(2) Remeasurement of defined benefit plan obligations

Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the Statement of Profit and Loss for the year. There is no impact on the total equity.

(3) Components of other comprehensive income (OCI)

Under Ind AS, following items has been recognised in other comprehensive income in the Statement of Profit and Loss of the Group:

Re-measurement gains/(losses) on defined benefit plans

Changes in fair value of FVOCI equity instruments

Changes in fair value of FVOCI debt securities

All above adjustments, except remeasurement gains/(losses) on defined benefit plans as set out in point (5) above, are recognised in other comprehensive income reserve (net of related deferred taxes) as at the date of transition and for the year ended 31 March 2020 and subsequently in the OCI section in the Statement of Profit and Loss for the year ended 31 March 2020.

Impact of Ind AS adoption on the Statement of Cash Flows for the year ended 31 March 2020

(Rs. In Lacs) (Rs. In Lacs)

26. **COMMITMENTS**

- a) Estimated amount of contracts Remaining to be executed on Capital Account and not provided for : **NIL** NIL
- b) Letters of Credit opened in favour of inland/overseas suppliers **NIL** NIL

27. **Contingent Liabilities not provided for :-**

(excluding matters separately dealt with in other notes)

- a) Counter guarantees issued to Bankers in respect of guarantees issued by them **NIL** NIL
- b) Guarantees issued on behalf of Ltd. Co's **NIL** NIL

28. Value of Imports on CIF Basis **NIL** NIL29. Earning in Foreign Currency **NIL** NIL30. Expenditure in Foreign Currency **NIL** NIL31. **PARTICULARS OF SALES & STOCKS****CURRENT YEAR****PREVIOUS YEAR**ValueValue**OPENING STOCK**Shares **7200** 7,200**PURCHASE**Shares **0** 0**SALES**Shares **0** 0**CLOSING STOCK**Shares **7,200** 7,200

32. In the opinion of the Board, all Current Assets, Loans & Advances (Except where indicated otherwise) collectively have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

33. Balance confirmation certificates from parties, as appearing in the Balance Sheet under the heads '**Loans & Advances**' on the assets side of the Balance Sheet are subject to confirmations of balances to the extent received have been reconciled/under reconciliation.

34. Provision regarding Provident fund and Gratuity Act, 1972 are not applicable to the company during the year under reference.

35. The company is engaged in the business of non-banking financial activity. Since all the activities relate to main activity, in the opinion of the management, there is only one business segment in terms of Ind AS-108 on Operating Segment issued by ICAI.
36. Certain Parties to whom Loans have been given are either not paying interest nor they have provided interest on our account in their books of account as per confirmations received. Necessary efforts by the company is being made to recover the principal amount along with interest. The total amount of interest is not ascertained. Interest amounting to Rs.1,60,973/- provided in earlier years not recovered / recoverable have been written off in the books of account. Interest whenever received shall be adjusted in the books of account accordingly.
37. Figures for the previous year have been regrouped or recasted wherever necessary.

38. **Related Party Disclosures:**

In accordance with the Accounting Standards (AS-18) on Related Party Disclosure, where control exists and where key management personnel are able to exercise significant influence and, where transactions have taken place during the year, along with description of relationship as identified, are given below:-

A. Key Managerial Personnel

Mr. Ghanshyam Prasad Gupta -	Managing Director
Mr. Shyam Lal -	Company Secretary
Mr. Deepak Kumar -	Chief Financial Officer

The related parties with whom transaction taken place during the year and nature of related party relationship:-

S. No.	Name of the related party	Relationship	Nature of Transaction	For the year ended 31.03.2020	For the year ended 31.03.2019
1.	Shyam Lal	CS	Salary	2,23,333	0
2.	Deepak Kumar (Part of the Year)	CFO	Salary	3,21,000	150,000

39. Earnings per share (EPS) – The numerators and denominators used to calculate Basic and Diluted Earning per share:

	Year Ended 31.03.2020	Year Ended 31.03.2019
Profit attributable to the Equity Shareholders – (A) (Rs)	2,33,524	7,38,475
Basic/ Weighted average number of Equity Shares outstanding during the year (B)	40,00,100	40,00,100
Nominal value of Equity Shares (Rs)	10	10
Basic/Diluted Earnings per share (Rs) – (A)/(B)	0.06	0.18
<u>Calculation of profit attributable to Shareholders</u>		
Profit Before Tax	3,09,113	10,12,941
Less : Provision for Tax	83,100	2,74,500
Less : Income Tax Adjustment	(7,511)	(34)
Profit attributable to Shareholders	2,33,524	7,38,475

- The Company has considered the possible effects that may result from the Pandemic relating to COVID-19 on the carrying amounts of Property, Plant and Equipment, Investments, Receivables and Other Financial/ Non Financial Assets. In developing the assumptions relating to the possible future uncertainties in the Economic conditions because of this Pandemic, the Company, as at the date of approval of these Financial results has used internal and external sources on the expected future performance of the Company. The Company has performed analysis on the assumptions used and based on current indicators of Future Economic conditions, the Company expects the carrying amount of these Assets will be recovered and sufficient liquidity is available to fund the Business operations for at least another 12 months. Given the uncertainty because of COVID-19, the final impact on the Company's Assets in future may differ from that estimated as at the date of approval of these Financial results.

41. Disclosure of details as required by revised para 13 of Non Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2007, earlier para 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.

(Rs. In Lacs)

	Particulars	Year ending 31.03.2020		Year ending 31.03.2019	
(1)	Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:	Amount outstanding	Amount overdue	Amount outstanding	Amount overdue
a)	Debentures : Secured : Unsecured (other than falling within the meaning of public deposits)	-	-	-	-
(b)	Deferred Credits	-	-	-	-
(c)	Term Loans	0	-	0	-
(d)	Inter-corporate loans and borrowing	100.93	-	92.60	-
(e)	Commercial Paper	-	-	-	-
(f)	Other Loans (specify nature) - Loans from Bank	- -	- -	- -	- -

Assets Side

		Amount outstanding	Amount outstanding
(2)	Break-up of loans and advances including bills receivables (other than those included in (4) below :- a) Secured b) Unsecured	- 496.12	- 465.58
(3)	Break-up of Leased Assets and stock on hire and other assets counting towards AFC activities		
	Lease assets including lease rentals under (i) sundry debtors : (a) Financial lease (b) Operating lease (ii) Stock on hire including hire) charges under sundry debtors : (a) Assets on hire (b) Repossessed Assets (ii) Other loans counting towards AFC i) activities (a) Loans where assets have been repossessed (b) Loans other than (a) above	- - - - - -	- - - - - -

<p>(4) Break-up of Investments :</p> <p>Current Investments :</p> <p>1. <u>Quoted</u> :</p> <p>(I) Shares : (a) Equity (b) Preference Debentures and (ii) Bonds Units of mutual (iii) funds Government (iv) Securities (v) Others (please specify)</p>		
<p>1. <u>Unquoted</u> :</p> <p>(I) Shares : (a) Equity (b) Preference Debentures and (ii) Bonds Units of mutual (iii) funds Government (iv) Securities (v) Others (please specify)</p> <p>Long Term investments :</p> <p>Shares (I) : (a) Equity (b) Preference Debentures and (ii) Bonds Units of mutual (iii) funds Government (iv) Securities (v) Silver</p>		
<p>2. <u>Unquoted</u> :</p> <p>Shares (a) (i) : Equity (b) Preference (ii) Debentures and Bonds (iii) Units of mutual funds (iv) Government Securities (v) Others (please specify)</p>	<p>7.70 - - - - -</p>	<p>7.70 - - - - -</p>

(5) Borrower group-wise classification of assets financed as in (2) and (3) above :-

	Category	Amount net of provision			Amount net of provision		
		Secured	Unsecured	Total	Secured	Unsecured	Total
	1. Related Parties						
	a) Subsidiaries	-	-	-	-	-	-
	b) Companies in the same group	-	0	0	-	0	0
	c) Other related parties	-	-	-	-	-	-
	2. Other than related parties	-	496.12	496.12	-	465.58	465.58
	Total	-	496.12	496.12	-	465.58	465.58

(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :

Category	Current Year		Previous Year	
	Market Value/ Break-up or fair value or NAV	Book Value (Net of Provisions)	Market Value/ Break-up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties				
(a) Subsidiaries	-	-	-	-
(b) Companies in the same group	0	0	0	0
(c) Other related parties	-	-	0	0
2. Other than related parties	0	0	0	0

7 Other Information

Particulars	Current Year Amount	Previous Year Amount
(i) Gross Non-Performing Assets		
a) Related parties	-	-
b) Other than related parties	-	-
ii) Net Non-Performing Assets		
a) Related parties	-	-
b) Other than related parties	-	-
iii) Assets acquired in satisfaction of debt	-	-

Note. In case of Investments in unquoted shares, it is assumed that market value is same as book value.

For **Krishan Rakesh & Co**
Chartered Accountants
Firm Registration No.:009088N

For and on behalf of the Board of Directors of
Standard Capital Markets Limited

K.K. Gupta
Partner
Membership No: 087891

Sd/-
Ghanshyam Prasad Gupta
Managing Director
DIN: 00287019

Sd/-
Kishore Kargeti
Director
DIN: 00095763

Place: Delhi
Date: 30/06/2020

Sd/-
Deepak Kumar
CFO
PAN: BBLPK9753M

Sd/-
Shyam Lal
Company Secretary
PAN: ADSPL0029K

Form No. MGT-11**Proxy Form**

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

CIN: L74899DL1987PLC027057

Name of the Company: STANDARD CAPITAL MARKETS LIMITED

Venue of the Meeting: 8/28, W.E.A., Abdul Aziz Road, Karol Bagh, New Delhi – 110005

Name of the member (s):			
Registered address:			
E-mail Id:			
Folio No/ Client Id:		DP ID:	

I/We, being the member(s) of shares of the above named company, hereby appoint

1. Name: _____ Address: _____
 E-mail ID: _____ Signature: _____, or failing him/her
2. Name: _____ Address: _____
 E-mail ID: _____ Signature: _____, or failing him/her
3. Name: _____ Address: _____
 E-mail ID: _____ Signature: _____, or failing him/her

as my/our Proxy to attend vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on 30th December, 2020 at 09:30 A.M. at BG 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042 and at any adjournment thereof) in respect of such resolutions as are indicated below:

S. No.	Resolution	No. of shares held	For	Against
ORDINARY BUSINESS:				
1.	Adoption of Standalone Audited Financial Statements of the Company for the financial year ended 31 st March, 2020 and the Reports of the Board of Directors and Auditors thereon.			
2.	To appoint a director in place of Mr. Ghanshyam Prasad Gupta (DIN:00287019) who retires by rotation and being eligible, offers himself for re-appointment as Director.			

** This is optional. Please put a tick mark (✓) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signed this Day of 2020

Affix One
Rupee
Revenue
Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

Registered Folio / DP ID & Client ID
Name and Address of the Shareholder

1. I hereby record my presence at the 33rd Annual General Meeting of the Company being held on Wednesday, 30th December, 2020 at 09:30 A.M. at BG 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042.
2. Signature of the Shareholder/Proxy Present
3. Shareholder/Proxy holder desiring to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

Route Map for AGM of Standard Capital Markets Limited to be held on 30th December, 2020