

INDEPENDENT AUDITOR'S REPORT ON STANDALONE FINANCIAL STATEMENTS

To the members of Integrated Capital Services Limited

1) Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Integrated Capital Services Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2) Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3) Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstance. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

4) Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally



accepted in India, of the state of affairs of the Company as at March 31, 2017, and its profit and its cash flows for the year ended on that date.

5) Report on Other Legal and Regulatory Requirements

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

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 purpose of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule 2014.
- e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv) The Company has provided requisite disclosures in its standalone financial statements as to holdings as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on audit procedures and relying on the management representation, we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the management. Refer Note 30 to the standalone financial statements.

PU-53, Vishakha Enclave
Pitampura
New Delhi- 110088

April 14, 2017
New Delhi.



KR & Co
Chartered Accountants
Firm Registration No. 025217N
By the hand of

Kamal Ahluwalia
Kamal Ahluwalia
Partner
Membership No. 093812

"ANNEXURE A" TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 5)

- i) (a) The Company has maintained 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 verification.
(c) The Company does not hold any immovable property.
- ii) The Company does not own any inventory.
- iii) The Company has granted unsecured loans to its wholly owned subsidiary covered in register maintained under section 189 of the Act:
 - (a) The terms and conditions of aforesaid loans are not prejudicial to the interests of the Company.
 - (b) The repayment of principal receipts of principal are as per mutually agreed stipulations.
 - (c) There is no overdue amount in respect of aforesaid loan.
- iv) The Company has complied with provisions of sections 185 and 186 of the Act in respect of loans and investments, to the extent applicable.
- v) The Company has not accepted any deposits within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder.
- vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act in respect of services rendered by the Company.
- vii) (a) According to the information and explanations given to us the provisions of Employees Provident Fund Act, 1952, and Employees' State Insurance Act, 1948, are not applicable to the Company and on the basis of our examination of the books of account, the Company has been regular in depositing the undisputed statutory dues applicable to the Company. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding as at March 31, 2017, for a period of more than six months from the date they became payable.
(b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax and cess that have not been deposited by the Company with appropriate authorities on account of dispute.
- viii) The Company does not have any loans or borrowings from any financial institutions, banks, Government or debenture holders during the year.
- ix) The Company did not raise any money by way of initial public offer or further public offer and term loans during the year.
- x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.



- xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the provisions of section 197 read with Schedule V to the Act.
- xii) The Company is not a nidhi company.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) The Company has not made any preferential allotment or private placement of shares during the year under review.
- xv) The Company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

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"ANNEXURE B" TO INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of the section 143 of the Act

We have audited the Internal Financial Controls over financial reporting of **Integrated Capital Services Limited**("the Company") as of March 31, 2017, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Standards of Auditing, to the extent applicable to an audit of internal financial controls and the Guidance Note, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain the reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone financial statements.



Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, 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 issued by the ICAI.

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April 14, 2017
New Delhi.



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By the hand of

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Kamal Ahluwalia
Partner
Membership No. 093812



INTEGRATED CAPITAL SERVICES LIMITED



BALANCE SHEET AS AT MARCH 31, 2017

	Notes	March 31, 2017 Rs.	March 31, 2016 Rs.
EQUITY AND LIABILITIES			
Shareholders' fund			
Share capital	2	61,150,000	70,150,000
Reserves and surplus	3	44,835,970	36,552,754
		<u>105,985,970</u>	<u>106,702,754</u>
Non current liabilities			
Long term provisions	4	101,317	158,033
		<u>101,317</u>	<u>158,033</u>
Current liabilities			
Other current liabilities	5	8,610,905	7,516,959
Short term provisions	6	1,793,300	692,424
		<u>10,404,206</u>	<u>8,209,383</u>
		116,491,493	115,070,170

ASSETS

Non current assets

Fixed assets			
Tangible assets	7	1,561,930	2,171,945
Non-current investments	8	61,618,755	61,618,755
Deferred tax assets (Net)	9	3,096,510	3,100,969
Long term loans and advances	10	42,656,000	45,581,000
		<u>108,933,194</u>	<u>112,472,669</u>

Current assets

Trade receivables	11	2,206,974	1,692,410
Cash and cash equivalents	12	5,077,241	97,375
Other current assets	13	274,084	807,716
		<u>7,558,299</u>	<u>2,597,501</u>

116,491,493 115,070,170

SIGNIFICANT ACCOUNTING POLICIES

1

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

2-33

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

As per our report of even date.

KR & Co.

Chartered Accountants

Firm Registration No. 025217N

By the hand of

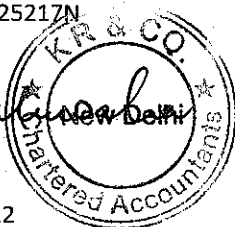
Kamal Ahluwalia
Kamal Ahluwalia

Partner

Membership No. 093812

April 14, 2017

New Delhi.



Brijinder Bhushan Deora
Brijinder Bhushan Deora

Chairman & Director

DIN No. 00004942

Preeti Gupta
Preeti Gupta

Company Secretary

Membership No. A43593

Sajeve Deora
Sajeve Deora

Director

DIN No. 00003305

Sanjay Agarwal
Sanjay Agarwal

Chief Financial Officer

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

	Notes	March 31, 2017	March 31, 2016
		Rs.	Rs.
INCOME			
Revenue from operations	14	20,540,444	16,581,930
Other income	15	10,242,598	1,407,416
Total income		30,783,042	17,989,346
EXPENSES			
Consultants fees		2,750,000	1,069,000
Employees benefit expenses	16	4,483,059	4,090,089
Finance costs	17	95,941	166,776
Depreciation	7	345,703	504,661
Other expenses	18	10,566,446	5,637,196
Total expenses		18,241,149	11,467,722
Profit before exceptional items, prior period adjustments and tax		12,541,893	6,521,624
Add/(Less): Prior period adjustments		(13,319)	61,974
Profit before tax		12,528,573	6,583,598
(Less)/Add: Tax expense			
Current tax		(4,240,898)	(2,329,990)
Deferred tax		(4,459)	29,209
Profit for the year		8,283,216	4,282,817

Earnings per equity share - Basic and Diluted

19

0.23

0.12

[Face value per equity share is Re. 1 (Re. 1)]

SIGNIFICANT ACCOUNTING POLICIES

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As per our report of even date.

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April 14, 2017

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Membership No. A43593

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Director

DIN No. 00003305

Sanjay Agarwal

Chief Financial Officer

INTEGRATED CAPITAL SERVICES LIMITED

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

	March 31, 2017	March 31, 2016
	Rs.	Rs.
A. CASH FLOW FROM OPERATIONS		
Profit before tax	12,528,573	6,583,598
Adjustment for:		
Depreciation	345,703	504,661
Prior period adjustments	(2,647)	-
Adjustment of provision for income tax	169,765	(73,106)
Interest receipts	(89,969)	(1,242,224)
Gain on sale of fixed assets	(5,383)	-
Interest paid	95,941	166,776
Operating profit before working capital changes	<u>13,041,984</u>	<u>5,939,706</u>
Adjustment for working capital changes:		
Increase/(decrease) in other current liabilities	1,093,947	5,637,038
Increase/(decrease) in long term provisions	(56,716)	75,562
Increase/(decrease) in short term provisions	145,226	7,637
Decrease/(increase) in trade receivables	(514,564)	1,207,449
Decrease/(increase) in other current assets	533,632	(284,927)
Net cash flow from operating activities	<u>14,243,509</u>	<u>12,582,465</u>
Taxes paid	3,445,272	2,535,458
Net cash used in operating activities	<u>10,798,237</u>	<u>10,047,007</u>
B. CASH FLOW FROM INVESTING ACTIVITIES		
Additions to tangible assets	(122,399)	(1,303,856)
Sale of tangible assets	385,000	-
Decrease/(increase) in long term loans and advances	2,925,000	(21,015,000)
Interest receipts	89,969	1,242,224
Increase/(decrease) in deposits with maturity of less than 12 months	-	11,950,000
Net cash used in investing activities	<u>3,277,570</u>	<u>(9,126,632)</u>
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(95,941)	(166,776)
Increase/(decrease) in short term borrowings	-	(829,791)
Redemption of preference shares	(9,000,000)	(3,000,000)
Net cash used in financing activities	<u>(9,095,941)</u>	<u>(3,996,567)</u>
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	4,979,866	(3,076,192)
Cash and cash equivalents - Opening balance	97,375	3,173,567
Cash and cash equivalents - Closing balance	<u>5,077,241</u>	<u>97,375</u>

In terms of our report attached.

KR & Co.
Chartered Accountants
Firm Registration No. 025217N
By the hand of

Kamal Ahluwalia
Kamal Ahluwalia
Partner
Membership No. 093812
April 14, 2017



Brijinder Bhushan Deora
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Sajeve Deora
Sajeve Deora
Director
DIN No. 00003305

Sanjay Agarwal
Sanjay Agarwal
Chief Financial Officer

1 SIGNIFICANT ACCOUNTING POLICIES

(a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements are prepared in accordance with the Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards as notified under section 133 of the Companies Act, 2013, read with Rule 7 of [Companies (Accounts) Rules, 2014], and other relevant provisions of Companies Act, 2013, and the guidelines issued by the Securities Exchange Board of India. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(b) USE OF ESTIMATES

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the reporting period. Although these estimates are based on the managements' best knowledge of current events and actions that the Company may undertake in future, the actual results could differ from those estimates. Any material changes in estimates are adjusted prospectively.

(c) FIXED ASSETS - TANGIBLE

Fixed assets are stated at cost and other incidental expenses, less accumulated depreciation and impairment losses. The cost comprises purchase price and any attributable cost incurred in bringing the asset to its working condition for its intended use.

An item of fixed assets is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the fixed asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the financial statements in the year the asset is de-recognised.

(d) IMPAIRMENT OF ASSETS

Consideration is given at each Balance Sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's fixed assets. If any indication exists, the recoverable value of assets is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount, the latter being greater of net selling price and value in use.

(e) DEPRECIATION

Depreciation on fixed assets is provided in accordance with estimate of useful life of the assets, on straight line method, at rates specified in Part 'C' of Schedule II of the Companies Act, 2013. Depreciation on assets purchased/sold during a period is proportionately charged.

In respect of an asset for which impairment loss is recognised, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

(f) INVESTMENTS

Trade investments are the investments made to enhance the Company's business interests. Investments that are intended to be held for more than a year, from the date of acquisition, are classified as long term investments and are stated at cost and provision is made when there is a decline, other than temporary, in the value thereof. Investments other long term investments, being current investments, are stated at cost or fair value, whichever is lower.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.



(g) RECOGNITION OF REVENUE AND EXPENDITURE

- Income and expenditure are accounted on accrual basis.
- Interest income is recognised on time proportion basis taking into account the amount outstanding and the applicable rate of interest.
- Expenditure incurred on continuing education programs in which employees participate is expensed in the year it is incurred.
- Dividend on shares earned are accounted in the year of receipt.

(h) FOREIGN CURRENCY TRANSLATIONS AND TRANSACTIONS

Revenue and expenditure items, current assets, current liabilities, if any, appearing/outstanding at the year end, are converted into equivalent Indian Rupees at the exchange rate prevailing at the year end except in cases where actual amount has been ascertained by the time of finalization of accounts.

Transactions in foreign currencies are accounted at the exchange rate prevailing at the time of transaction. Foreign currency monetary assets and liabilities are translated at year end exchange rates. Exchange difference arising on settlement of transactions and translation of monetary items are recognised as income or expense in the year in which they arise.

(i) TAXES ON INCOME

Provision for current income tax is made as per the provisions of the Income tax Act, 1961.

Deferred tax resulting from "timing difference" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in

(j) EARNINGS PER SHARE

The Company reports basic and diluted per equity share in accordance with Accounting Standard (AS) 20, "Earnings per Share" issued by the Institute of Chartered Accountants of India. Basic earnings per equity share is computed by dividing net income by the weighted average number of equity shares outstanding for the year. Diluted earnings per equity share is computed by dividing net income by the weighted average number of equity shares outstanding including shares pending allotment.

(k) CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.

(l) CASH AND CASH EQUIVALENTS

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, and short term investments with an original maturity period of three months or less.

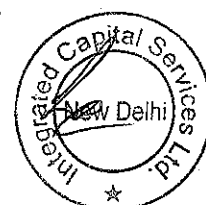
(m) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provision involving substantial degree of estimation in measurement are recognised 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 recognised but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

(n) RETIREMENT BENEFITS

In accordance with the Accounting Standard -15 on "Employee Benefits", the Company provides for gratuity covering eligible employees on the basis of actuarial valuation as carried out by an Actuary. The liability is unfunded.

Liability in respect of leave encashment is accounted for at the time of termination of service.



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

	March 31, 2017 Rs.	March 31, 2016 Rs.
2 SHARE CAPITAL		
Authorised		
4,00,00,000 (4,00,00,000) equity shares of Re. 1 (Re. 1) each	40,000,000	40,000,000
6,00,00,000 (6,00,00,000) 7% cumulative non-convertible redeemable preference shares of Rs. 100 (Rs. 100) each	60,000,000	60,000,000
	<u>100,000,000</u>	<u>100,000,000</u>
Issued, subscribed, and paid up		
3,61,50,000 (3,61,50,000) equity shares of Re. 1 (Re. 1) each fully paid up	36,150,000	36,150,000
* 2,50,000 (3,40,000) 7% cumulative non-convertible redeemable preference shares (CNCRPS) of Rs. 100 (Rs. 100) each fully paid up	25,000,000	34,000,000
	<u>61,150,000</u>	<u>70,150,000</u>

Notes:

- * During the year ended March 31, 2017, the Company redeemed 90,000 (30,000) CNCRPS, out of 3,40,000 CNCRPS. A sum equivalent to the redemption amount, i.e., Rs. 90,00,000 (Rs. 30,00,000) has been transferred from the Statement of Profit and Loss to the Capital Redemption Reserve Account created for the purpose.

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

Particulars	March 31, 2017		March 31, 2016	
	Nos.	Rs.	Nos.	Rs.
Equity shares				
Outstanding at the beginning of the year	36,150,000	36,150,000	36,150,000	36,150,000
Outstanding at the end of the year	36,150,000	36,150,000	36,150,000	36,150,000
CNCRPS				
Outstanding at the beginning of the year	340,000	34,000,000	370,000	37,000,000
Less: Redeemed during the year	90,000	9,000,000	30,000	3,000,000
Outstanding at the end of the year	250,000	25,000,000	340,000	34,000,000

(b) Terms/rights attached to equity shares

The Company has only one class of equity share having a par value of Re. 1 per share. Each shareholder of equity shares is entitled to one vote per share. The Company declares and pays dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Terms of redemption of CNCRPS

The Company has one class of CNCRPS carrying cumulative dividend of 7% per annum. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting. Each holder of CNCRPS is entitled to one vote per share only on resolutions placed before the Company which directly affect the rights attached to CNCRPS.

The CNCRPS are redeemable in one or more tranches at any time at the option of shareholders, subject to notice of 90 days, and that no dividend shall be payable in case of redemption/s upto September 30, 2016.

(d) Number of equity shares held by holding company

2,50,41,000 (2,50,41,000) equity shares being 69.27% (69.27%) of total equity shares of the Company are held by Deora Associates Pvt. Ltd., the holding company.



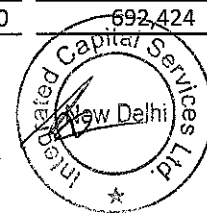
INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

(e) Details of shareholders holding more than 5% shares in the Company:

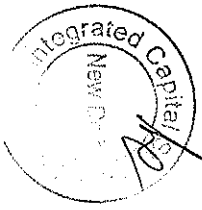
Name of shareholder	March 31, 2017		March 31, 2016	
	Nos.	%	Nos.	%
Equity shares				
(i) Deora Associates Pvt. Ltd.	25,041,000	69.27	25,041,000	69.27
(ii) Ruchi Malhotra	2,295,540	6.35	2,290,111	6.34
CNCRPS				
(i) Kalakar Exports Pvt. Ltd.	250,000	100.00	265,000	77.94
(ii) Solar Copyer Ltd.	-	-	75,000	22.06

		March 31, 2017	March 31, 2016
		Rs.	Rs.
3 RESERVES AND SURPLUS			
Securities premium account	(a)	7,525,900	7,525,900
Capital Redemption Reserve			
Balance at the beginning of the year		26,000,000	23,000,000
Add: Transferred from Surplus*		9,000,000	3,000,000
Balance at the end of the year	(b)	35,000,000	26,000,000
Surplus in the Statement of Profit and Loss			
Balance at the beginning of the year		3,026,854	1,744,037
Add: Profit for the year		8,283,216	4,282,817
Less: Transferred to Capital Redemption Reserve		9,000,000	3,000,000
Balance at the end of the year	(c)	2,310,070	3,026,854
	(a+b+c)	44,835,970	36,552,754
* In accordance with provisions of Section 55 of the Companies Act, 2013, the Company has created Capital Redemption Reserve with an amount equal to nominal value of Preference shares redeemed out of profits.			
4 LONG TERM PROVISIONS			
Provision for employee benefits			
Gratuity (unfunded)		101,317	158,033
5 OTHER CURRENT LIABILITIES			
Advance against sale of shares		4,100,000	4,100,000
Others			
Expenses payable		1,978,168	1,309,812
Duties and taxes		154,874	132,130
Others		2,377,863	1,975,017
		8,610,905	7,516,959
6 SHORT TERM PROVISIONS			
Provision for employee benefits			
Gratuity (unfunded)		4,939	9,810
Provision for income tax (net off tax deducted at source)		1,788,361	682,614
		1,793,300	692,424



7. TANGIBLE ASSETS

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at April 1, 2016 Rs.	Additions during the year Rs.	Sales during the year Rs.	As at March 31, 2017 Rs.	Upto March 31, 2016 Rs.	For the year Rs.	Adjustments/ written back Rs.	Upto March 31, 2017 Rs.	As at March 31, 2017 Rs.	As at March 31, 2016 Rs.
Furniture and fixtures	1,302,457	-	-	1,302,457	265,132	127,474	-	392,606	909,851	1,037,325
Vehicles	966,267	-	287,766	678,501	279,627	86,243	-	365,870	312,631	686,640
Office equipments	617,197	52,693	-	669,890	433,841	59,534	-	493,375	176,515	183,356
Computers	1,447,243	69,706	106,900	1,410,049	1,182,619	72,451	(7,955)	1,247,115	162,933	264,624
Books	100,711	-	-	100,711	100,711	-	-	100,711	-	-
Total	4,433,875	122,399	394,666	4,161,608	2,261,930	345,703.00	(7,955)	2,599,678	1,561,930	2,171,945
Previous year	3,130,019	1,303,856	-	4,433,875	1,757,269	504,661	-	2,261,930	2,171,945	1,372,750



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

	March 31, 2017 Rs.	March 31, 2016 Rs.
8 NON CURRENT INVESTMENTS		
Trade investments-Unquoted (valued at cost unless otherwise stated)		
In subsidiaries		
RAAS Consulting Private Limited*		
84,000 (84,000) equity shares of Rs. 10 (Rs. 10) each fully paid up	84,000	84,000
Green Infra Profiles Private Limited		
10,000 (10,000) equity shares of Rs. 10 (Rs. 10) each fully paid up	100,000	100,000
In associates		
Greenway Advisors Private Limited		
10,000 (10,000) equity shares of Rs. 10 (Rs. 10) each fully paid up	100,000	100,000
Sun Links Limited		
2,500 (2,500) equity shares of 1 GBP (1 GBP) each fully paid up	249,625	249,625
Other investments-Unquoted (valued at cost unless otherwise stated)		
In associates		
KW Publishers Private Limited		
40,000 (40,000) equity shares of Rs. 10 (Rs. 10) each fully paid up	1,000,000	1,000,000
In others		
ACE Derivatives & Commodity Exchange Limited		
54,63,513 (54,63,513) equity shares of Rs. 10 (Rs. 10) each fully paid up	60,085,130	60,085,130
Aggregate value of unquoted equity investments	61,618,755	61,618,755
* Formerly known as RAAS e Solutions Pvt. Ltd.		

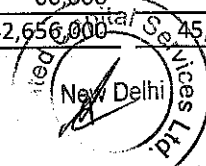
	As at April 1, 2016 Rs.	Charged/(credited) to Statement of Profit and Loss Rs.	As at March 31, 2017 Rs.
9 DEFERRED TAX ASSETS (NET)			
Deferred tax assets			
Unabsorbed long term capital loss	3,072,054	0	3,072,054
Employee benefits	51,863	(19,030)	32,833
(i)	3,123,917	(19,030)	3,104,887
Deferred tax liability			
Difference of depreciation as per income tax laws and books of account	22,948	(14,571)	8,377
(ii)	22,948	(14,571)	8,377
Net deferred tax asset/(liability)	3,100,969	(4,459)	3,096,510
(iii=i-ii)			

Notes:

- (a) In accordance with the provisions of the Accounting Standard-22 on "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the Company has recognised deferred tax assets of Rs. 31,04,887 (Rs. 31,23,917) and deferred tax liability of Rs. 8,377 (Rs. 22,948) as at March 31, 2017.
- (b) The net deferred tax asset/(liability) amounting to Rs. 4,459 (Rs. 29,209) for the year has been adjusted from the Statement of Profit and Loss.

10 LONG TERM LOANS AND ADVANCES
Unsecured, considered good

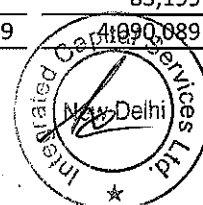
Capital deposits		2,200,000
Loans and advances to related party		
Wholly owned subsidiary	42,590,000	43,315,000
Security deposits	66,000	66,000
	42,656,000	45,581,000



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

	March 31, 2017	March 31, 2016
	Rs.	Rs.
11 TRADE RECEIVABLES		
Unsecured, considered good		
Outstanding for a period exceeding 6 months from the date they became due for payment	361,724	-
Outstanding for a period less than 6 months from the date they became due for payment	1,845,250	2,154,220
	2,206,974	2,154,220
Less: Provision for bad and doubtful debts	-	461,810
	2,206,974	1,692,410
12 CASH AND CASH EQUIVALENTS		
Balances with banks		
On current accounts	3,992,505	63,375
Cash on hand	189,163	1,663
Deposits with maturity period of less than 3 months	895,572	32,337
	5,077,241	97,375
Notes:		
(a) Balances with banks on current accounts are non-interest bearing.		
(b) Short term deposits are made for varying periods ranging from one day to twelve months depending on the immediate requirements of the Company, and earn fixed interest at the respective short-term deposit rates.		
13 OTHER CURRENT ASSETS		
Advances recoverable in cash or in kind	240,208	675,964
Prepaid expenses	31,419	129,984
Interest accrued but not due	2,457	1,768
	274,084	807,716
14 REVENUE FROM OPERATIONS		
Operating income	20,540,444	16,581,930
Consulting and advisory	20,540,444	16,581,930
15 OTHER INCOME		
Claims and compensations	9,550,000	-
Interest receipts on		
Fixed deposits	89,969	1,242,224
Others	-	50,000
Gain on exchange fluctuation	24,955	5,989
Provisions written back	523,397	9,203
Amounts written back	48,894	
Gain on sale of fixed assets	5,383	-
Miscellaneous income	-	100,000
	10,242,598	1,407,416
16 EMPLOYEES BENEFIT EXPENSES		
Salaries and others	4,434,910	3,929,791
Welfare expenses	48,149	77,099
Gratuity	-	83,199
	4,483,059	4,090,089



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

	March 31, 2017	March 31, 2016
	Rs.	Rs.
17 FINANCE COSTS		
Interest paid on		
Overdraft facility	-	31,265
Taxes	94,742	134,365
Others	1,199	1,146
	<u>95,941</u>	<u>166,776</u>
18 OTHER EXPENSES		
Legal and professional	2,871,973	163,781
Travelling and conveyance	2,109,804	1,099,550
Advertisement and promotion	1,165,227	723,018
Communication	347,444	370,337
Rent	264,000	264,000
Fees and taxes	310,066	298,255
Payment to auditors		
As audit fees	350,000	350,000
Repairs and maintenance		
Vehicles	336,049	193,375
Office	234,586	177,357
Computers	9,030	35,118
Meetings and conferences	713,919	234,162
Seminars and training	261,114	16,600
Sitting fees	220,000	205,000
Printing and stationery	159,076	156,446
Books and periodicals	170,202	166,847
Housekeeping	151,798	144,408
Provision for bad and doubtful debts	-	461,810
Miscellaneous	892,159	577,131
	<u>10,566,446</u>	<u>5,637,196</u>



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

19 EARNINGS PER SHARE (EPS)

EPS is calculated by dividing the profit after tax attributable to the equity shareholders by the weighted average of the number of equity shares outstanding during the year. Numbers used for calculating basic and diluted earnings per equity share are as stated below:

Sl. No.	Particulars	March 31, 2017 Rs.	March 31, 2016 Rs.
(a)	Net profit available for equity shareholders	8,283,216	4,282,817
(b)	Weighted average number of equity shares outstanding for calculation of		
	- Basic and diluted earnings per share	36,150,000	36,150,000
	- Diluted earnings per share	36,150,000	36,150,000
(c)	Nominal value	1	1
(d)	Earnings per share (a)/(b)		
	- Basic and diluted	0.23	0.12
	- Diluted	0.23	0.12

20 The Company has along with certain other professional services firms and companies in 7 (seven) other countries, promoted a company limited by guarantee in the U.K. with the name BTG Global Advisory Ltd. (BTGA) which is a non-practicing umbrella entity, to (i) promote professional services of the members, (ii) promote cross referrals of international work, and (iii) creating a frame work for progressing joint pitching opportunities. The Company has nominated one of its Directors as a director on the Board of Directors of BTGA. The Company's guarantee is UK Pound 1.

21 Arbitration proceedings had been initiated against a client in accordance with the rules and regulations of the National Stock Exchange of India Limited in respect of trades conducted by the Company for such client as trading counter of the aforesaid stock exchange. The Arbitrator had issued an award in favour of the Company. Appeal was filed before the Hon'ble District Court which appeal was dismissed on the ground that the District Court did not have power to interfere in arbitration awards. An appeal filed by the judgement debtor client before the Hon'ble High Court of Delhi was dismissed. An execution application was filed by the Company before the Hon'ble District Court for recovery of the amount. The judgement debtor client has filed a Special Leave Petition (SLP) against dismissal of the appeal by the Hon'ble High Court of Delhi, which SLP is yet to be admitted. Pending the outcome of the SLP, the judgement debtor client has in compliance of directions of the execution court, deposited the principal amount of award in the execution court.

22 As per Accounting Standard-21 on "Consolidated Financial Statements" and Accounting Standard-23 on "Accounting for Investments in Associates in Consolidated Financial Statements" issued by the Chartered Accountants of India, the Company has presented consolidated financial statements separately.

23 In accordance with the Accounting Standard 15 (Revised) (AS-15) on "Employee Benefits" issued by the Institute of Chartered Accountants of India, the Company has recognized its liability towards defined benefit plans being gratuity liability of Rs. 1,06,256 (Rs. 1,67,843).

The disclosures as per the revised AS-15 are as follows:

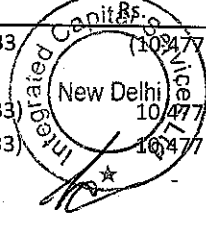
(a) Change in present value of obligations during the year

Particulars	March 31, 2017 Rs.	March 31, 2016 Rs.
Projected benefit obligation at the beginning of the year	167,843	84,644
Interest cost	13,260	6,687
Current service cost	56,486	66,035
Actuarial (gain)/loss on obligations	(131,333)	10,477
Projected benefit obligation at the end of the year	106,256	167,843

(b) The fair value of plan assets is Nil since employee benefit plans are wholly unfunded as on March 31, 2017.

(c) Actuarial gain/loss) recognised for the period

Particulars	March 31, 2017 Rs.	March 31, 2016 Rs.
Actuarial gain/(loss) recognised for the period-Obligation	131,333	(10,477)
Actuarial (gain)/loss recognised for the period-Plan assets	-	10,477
Total (gain)/loss for the period	(131,333)	10,477
Actuarial (gain)/loss recognised for the period-Plan assets	(131,333)	10,477
Unrecognised actuarial (gains)/losses at the end of the period	-	10,477



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

(d) The amounts to be recognised in Balance Sheet and Statement of Profit and Loss

Particulars	March 31, 2017 Rs.	March 31, 2016 Rs.
Present value of obligation as at the end of the year	106,256	167,843
Fair value of plan assets as at the end of the year	-	-
Funded status	(106,256)	(84,644)
Unrecognised actuarial (gains)/losses	-	-
Unrecognised past service cost (non vested benefits)	-	-
Net liability recognised in Balance Sheet	106,256	167,843

(e) Expense recognised in the Statement of Profit and Loss during the year

Particulars	March 31, 2017 Rs.	March 31, 2016 Rs.
Current service cost	56,486	66,035
Interest cost	13,260	6,687
Net actuarial (gain)/loss recognized	(131,333)	10,477
Expenses recognized in the Statement of Profit and Loss	(61,587)	83,199

(f) Amount for the current period

Particulars	March 31, 2017 Rs.	March 31, 2016 Rs.
Present value of obligation	106,256	167,843
Plan assets	-	-
Surplus/(deficit)	(106,256)	(167,843)
Experience adjustments on plan liabilities-(loss)/gain	-	9,705
Experience adjustments on plan assets-(loss)/gain	-	-

(g) Financial assumptions

Particulars	March 31, 2017 %	March 31, 2016 %
Interest rate for discounting	7.40	7.90
Rate of increase in compensation levels	10.00	10.00

(h) Discount rate: The rate used to discount post-employment benefit obligations (both funded and unfunded) should be determined by reference to market yields at the balance sheet date on government bonds. The currency and term of the government bonds should be consistent with the currency and estimated term of the post employment benefit obligations.

(i) Rate of return on plan assets: The liability is not funded and rate of return on plan assets is not relevant to this Report.

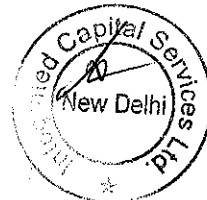
(j) Salary increase: Salary increase should take into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

(k) The employees are assumed to retire at the age of 58 years.

24 The Company deals only in one segment, Consulting and Advisory Services, hence, no separate information for segment-wise disclosure is required under Accounting Standard - 17 "Segment Reporting", issued by the Institute of Chartered Accountants of India.

25 Dividend in respect of CNCRPS shall accrue for payment for the first time in September 2017, and shall be payable on amount of CNCRPS then outstanding.

26 In the opinion of the Board, the assets, other than fixed assets and non-current investments, do have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

- 27 The holding company, Deora Associates Private Limited, is proposed to be merged with the Company with effect from Appointed Date of October 1, 2016, which will eliminate a layer of promoters investment. The proposed Scheme for Merger is under consideration of Stock Exchanges whereat equity shares of the Company are listed for trading and will be implemented subject to statutory and other approvals.

Consequent to completion of the said merger, the accounts of the Company shall be revised with effect from the Appointed Date to include the statement of affairs of Deora Associates Pvt. Ltd. with that of the Company.

- 28 Additional information pursuant to provisions of Para 5 (viii) of Part II of Schedule III of the Companies Act, 2013:

Particulars	March 31, 2017	March 31, 2016
	Rs.	Rs.
(a) Earnings in foreign exchange (on receipt basis)		
Consultancy and advisory	3,124,491	373,958

- 29 Related Party Disclosures:

Pursuant to Accounting Standard (AS-18) - "Related Party Disclosures" issued by Institute of Chartered Accountants of India following parties are to be treated as related parties:

- (a) Name of related parties and description of relationship

Holding company

Deora Associates Pvt. Ltd.

Associate companies

KW Publishers Pvt. Ltd.

Sun Links Ltd.

Greenway Advisors Pvt. Ltd.

Wholly owned subsidiaries

RAAS Consulting Pvt. Ltd.

(formerly known as RAAS e Solutions Pvt. Ltd.)

Green Infra Profiles Pvt. Ltd.

Key management personnel

Brijinder Bhushan Deora

Sajeve Deora

Suresh Chander Kapur

Sandeep Chandra

Arun Deora

Alka Jhajharia Jain

R. L. Kaura^

Pulkit Deora

Ravi Mathur^^

Monisha Meghna^^^

Sanjay Agarwal^^^^

Preeti Gupta^^^^^

Sajeve Deora - HUF

Chairman & Director

Director

Director

Director

Director

Director

Director, Finance

Relative of key management personnel

Chief Financial Officer

Company Secretary

Chief Financial Officer

Company Secretary

HUF of Director

^ Appointed on April 8, 2016 & resigned on November 14, 2016

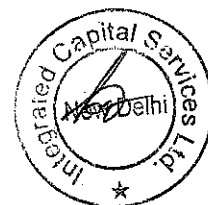
^^ Resigned on July 8, 2016

^^^ Appointed on April 8, 2016 and resigned on February 7, 2017

^^^^ Appointed on December 1, 2016

^^^^^ Appointed on February 28, 2017

Note: The above parties have been identified by the management.



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

b) Transactions with related parties during the year (excluding reimbursements)

Nature of transactions	Related party	March 31, 2017 Rs.	March 31, 2016 Rs.
Purchase of books	KW Publishers Pvt. Ltd.	63,496	166,847
Capital advances given	KW Publishers Pvt. Ltd.	-	1,000,000
Capital advance received back	KW Publishers Pvt. Ltd.	700,000	300,000
Long term loan given	Raas Consulting Pvt. Ltd.	75,000	43,450,000
Long term loan received back	Raas Consulting Pvt. Ltd.	800,000	135,000
Deposit received and paid back*	Sajeve Deora - HUF	100,000	100,000
Sitting fees	Suresh Chander Kapur	40,000	60,000
Sitting fees	Sandeep Chandra	60,000	65,000
Sitting fees	Alka Jhajharia Jain	60,000	80,000
Remuneration for services rendered	Pulkit Deora	838,710	1,200,000
Consultancy charges	Pulkit Deora	125,000	-
Remuneration for services rendered	R.L. Kaura	605,625	-
Remuneration for services rendered	Shivani Arora	-	437,369
Remuneration for services rendered	Monisha Meghna	238,739	-
Remuneration for services rendered	Ravi Mathur	57,500	710,029
Remuneration for services rendered	Sanjay Aggarwal	472,258	-
Remuneration for services rendered	Preeti Gupta	20,714	-

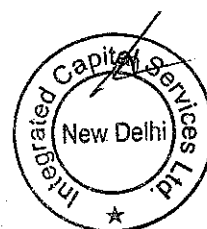
* For proposed appointment of director, returned on resolution for appointment of Director having been carried out.

c) Balance outstanding as at March 31, 2017:

Account head	Related party	March 31, 2017 Rs.	March 31, 2016 Rs.
Investments	RAAS Consulting Pvt. Ltd.	84,000	84,000
Investments	Green Infra Profiles Pvt. Ltd.	100,000	100,000
Investments	KW Publishers Pvt. Ltd.	1,000,000	1,000,000
Investments	Greenway Advisors Pvt. Ltd.	100,000	100,000
Investments	Sun Links Limited	249,625	249,625
Long term loan and advances	RAAS Consulting Pvt. Ltd.	42,590,000	43,315,000
Long term loan and advances	KW Publishers Pvt. Ltd.	-	700,000
Other current assets	Sun Links Limited	20,216	20,216
Other current liabilities	Ravi Mathur	-	47,937
Other current liabilities	KW Publishers Pvt. Ltd.	9,200	50,000
Other current liabilities	Sanjay Aggarwal	113,802	-
Other current liabilities	Preeti Gupta	20,000	-

30 Details of Specified Bank Notes (SBNs) held and transacted during the period from November 8, 2016 to December 30, 2016:

Particulars	SBNs Rs.	Other denomination Rs.	Total Rs.
a) Closing cash in hand as on November 8, 2016	596,500	179,163	775,663
b) Add: Permitted receipts	-	-	-
c) Less: Permitted payments	-	-	-
d) Less: Amount deposited in Bank account	596,500	-	596,500
e) Closing cash in hand as on December 30, 2016	-	179,163	179,163

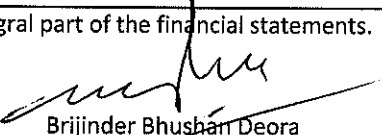



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the standalone financial statements as at March 31, 2017

- 31 Figures and words in brackets pertain to previous year unless otherwise specified.
- 32 Figures have been rounded off to the nearest Rupee.
- 33 Figures of the previous year have been regrouped/recast, wherever necessary, to confirm to current years presentation.

Signatures to the above accompanying notes are an integral part of the financial statements.


Brijinder Bhushan Deora
Chairman & Director
DIN No. 00004942


Sajeev Deora
Director
DIN No. 00003305


Preeti Gupta
Company Secretary
Membership No. A43593


Sanjay Agarwal
Chief Financial Officer

New Delhi.
April 14, 2017



INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To the members of **Integrated Capital Services Limited**

1) Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Integrated Capital Services Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entity, comprising of the Consolidated Balance Sheet as at March 31, 2017, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

2) Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associates and jointly controlled entity in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

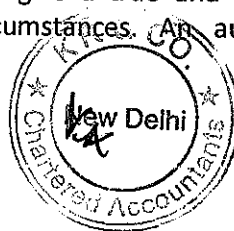
3) Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in circumstances. An audit also includes evaluating the



appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

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

4) Opinion

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

5) Other Matters

- (i) The consolidated financial statements include the Group's share of net profit of Rs. 49.20 lacs for the year ended March 31, 2017, as considered in the consolidated financial statements, in respect of 2 (two) associates and 1 (one) jointly controlled company, whose financial statements/financial information have not been audited. These financial statements/financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these associates and jointly controlled entity, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid associates and jointly controlled entity, is based solely on such unaudited financial statements/financial information.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the financial statements/financial information certified by the Management.

6) Report on Other Legal and Regulatory Requirements

- (i) As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors of the Holding Company as at March 31, 2017 taken on record by the Board of Directors of the Holding Company and the reports of the respective statutory auditors of its subsidiary companies incorporated in India, and unaudited reports furnished to us by the Management of the associate companies incorporated in India, and jointly controlled company incorporated outside India, none of the directors of the Group companies, its associate companies



incorporated in India, and jointly controlled company incorporated outside India, is disqualified as on March 31, 2017, from being appointed as a director in terms of Section 164 (2) of the Act.

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (i) There were no pending litigations which would impact the consolidated financial position of the Group, its associates incorporated in India and jointly controlled company, incorporated outside India.
 - (ii) The Group, its associates incorporated in India and jointly controlled company incorporated outside India, do not have any material foreseeable losses on long-term contracts including derivative contracts.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, associate companies incorporated in India, and jointly controlled company incorporated outside India.
 - (iv) The Group has provided requisite disclosure in its consolidated financial statements as to holdings as well as dealings in Specified Banks Notes during the period November 8, 2016 to December 30, 2016, and these are in accordance with the books of account maintained by the Company. Refer Note 27 to the consolidated financial statements.

PU-53, Vishakha Enclave
Pitampura
New Delhi- 110088

April 14, 2017
New Delhi.



KR & Co
Chartered Accountants
Firm Registration No. 025217N
By the hand of
Kamal Ahluwalia
Kamal Ahluwalia
Partner
Membership No. 093812



"ANNEXURE-A" TO INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of the section 143 of the Act

We have audited the Internal Financial Controls over financial reporting of **Integrated Capital Services Limited** ("the Holding Company") as of March 31, 2017 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Standards of Auditing, to the extent applicable to an audit of internal financial controls and the Guidance Note, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain the reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (iii) provide reasonable assurance regarding prevention or timely detection of



unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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


Opinion

In our opinion, the Holding Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, 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 issued by the ICAI.

PU-53, Vishakha Enclave
Pitampura
New Delhi- 110088

April 14, 2017
New Delhi.

KR & Co
Chartered Accountants
Firm Registration No. 025217N
By the hand of


Kamal Ahluwalia
Partner
Membership No. 093812



INTEGRATED CAPITAL SERVICES LIMITED

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2017



	Notes	March 31, 2017 Rs.	March 31, 2016 Rs.
EQUITY AND LIABILITIES			
Shareholders' fund			
Share capital	2	61,150,000	70,150,000
Reserves and surplus	3	61,076,131	46,371,105
		<u>122,226,131</u>	<u>116,521,105</u>
Non current liabilities			
Long term borrowings	4	22,799,699	21,217,500
Long term provisions	5	118,884	158,033
		<u>22,918,583</u>	<u>21,375,533</u>
Current liabilities			
Other current liabilities	6	16,097,230	14,687,821
Short term provisions	7	1,794,434	692,424
		<u>17,891,664</u>	<u>15,380,245</u>
		163,036,378	153,276,883
ASSETS			
Non current assets			
Fixed assets			
Tangible assets	8	81,107,764	80,567,623
Non-current investments	9	68,668,177	63,748,504
Deferred tax assets (Net)	10	2,337,604	2,847,075
Long term loans and advances	11	256,285	2,279,500
		<u>152,369,830</u>	<u>149,442,702</u>
Current assets			
Trade receivables	12	3,805,124	2,487,156
Cash and cash equivalents	13	5,940,529	260,238
Other current assets	14	920,895	1,086,787
		<u>10,666,548</u>	<u>3,834,181</u>
		163,036,378	153,276,883

SIGNIFICANT ACCOUNTING POLICIES

1

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2-36

The accompanying notes are an integral part of the consolidated financial statements.
As per our report of even date.

KR & Co.

Chartered Accountants

Firm Registration No. 025217N

By the hand of

Kamal Ahluwalia
Kamal Ahluwalia

Partner

Membership No. 093812

April 14, 2017

New Delhi.



Brijinder Bhushan Deora
Brijinder Bhushan Deora
Chairman & Director
DIN No. 00004942

Preeti Gupta
Preeti Gupta
Company Secretary
Membership No. A43593

Sajeve Deora
Sajeve Deora
Director
DIN No. 00003305

Sanjay Agarwal
Sanjay Agarwal
Chief Financial Officer

INTEGRATED CAPITAL SERVICES LIMITED



CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2017

	Notes	March 31, 2017 Rs.	March 31, 2016 Rs.
INCOME			
Revenue from operations	15	25,479,219	20,266,143
Other income	16	10,268,967	1,592,136
Total income		35,748,185	21,858,279
EXPENSES			
Consultants fees		2,750,000	1,069,000
Employees benefit expenses	17	5,049,069	4,425,429
Finance costs	18	252,545	221,176
Depreciation	8	1,843,398	1,090,196
Other expenses	19	11,281,598	7,102,818
Total expenses		21,176,610	13,908,620
Profit before exceptional items, prior period adjustments and tax		14,571,575	7,949,660
Add/(Less): Prior period adjustments		(12,858)	64,811
Profit before tax		14,558,718	8,014,471
(Less)/Add: Tax expense			
Current tax		(4,578,547)	(2,541,974)
MAT credit entitlement		314,653	-
Deferred tax		(509,471)	(172,168)
Profit after tax but before share in profit of associates		9,785,353	5,300,329
Share in profit of Associate Companies		4,919,673	658,860
Profit for the year		14,705,026	5,959,188
Earnings per equity share - Basic and Diluted	20	0.41	0.16
[Face value per equity share is Re. 1 (Re. 1)]			
SIGNIFICANT ACCOUNTING POLICIES	1		
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS	2-36		

The accompanying notes are an integral part of the consolidated financial statements.
As per our report of even date.

KR & Co.
Chartered Accountants
Firm Registration No. 025217N
By the hand of

Kamal Ahluwalia
Kamal Ahluwalia
Partner
Membership No. 093812
April 14, 2017
New Delhi.



Brijinder Bhushan Deora
Brijinder Bhushan Deora
Chairman & Director
DIN No. 00004942

Preeti Gupta
Preeti Gupta
Company Secret
Membership No. A43593

Safeve Deora
Safeve Deora
Director
DIN No. 00003305
Sanjay Agarwal
Sanjay Agarwal
Chief Financial Officer

INTEGRATED CAPITAL SERVICES LIMITED

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

	March 31, 2017	March 31, 2016
	Rs.	Rs.
A. CASH FLOW FROM OPERATIONS		
Profit before tax	14,558,718	8,673,330
Adjustment for		
Depreciation	1,843,398	1,090,196
Adjustment of provision for income tax	169,765	(73,106)
Prior period adjustments	(2,647)	(2,837)
Loss on sale of investments	-	897,564
Amount written back	26,563	-
Interest receipts	(97,360)	(1,420,494)
Gain on sale of fixed assets	(5,383)	-
Interest paid	252,545	221,176
Operating profit before working capital changes	16,745,599	9,385,830
Adjustment for working capital changes:		
Increase/(decrease) in other current liabilities	1,409,409	5,597,397
Increase/(decrease) in short term provisions	146,360	7,637
Increase/(decrease) in long term provisions	(39,149)	75,562
Decrease/(increase) in trade receivables	(1,317,968)	1,816,227
Decrease/(increase) in other current assets	500,253	(277,943)
Net cash flow from operating activities	17,444,505	16,604,710
Taxes paid	3,843,862	2,819,144
Income tax refund	14,670	-
Net cash used in operating activities	13,615,313	13,785,567
B. CASH FLOW FROM INVESTING ACTIVITIES		
Additions to tangible assets	(2,770,250)	(66,325,528)
Sale of tangible assets	385,000	-
Decrease/(increase) in long term loans and advances	2,023,215	22,294,000
Interest receipts	97,360	1,420,494
Decrease/ (increase) in investments	4,919,673	920,436
Increase/(decrease) in investments due to share of profit/loss in associates (Net)	(4,919,673)	(658,860)
(Decrease)/Increase in fixed deposits receipts	-	12,570,702
Net cash used in investing activities	(264,675)	(29,778,755)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(252,545)	(221,176)
Redemption of preference shares	(9,000,000)	(3,000,000)
Increase/(decrease) in short term borrowings	-	(829,851)
Increase/(decrease) in long term borrowings	1,582,199	16,385,000
Net cash used in financing activities	(7,670,347)	12,333,973
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	5,680,291	(3,659,216)
Cash and cash equivalents - Opening balance	260,238	3,919,452
Cash and cash equivalents - Closing balance	5,940,529	260,238

In terms of our report attached.

KR & Co.

Chartered Accountants

Firm Registration No. 025217N

By the hand of

Kamal Ahluwalia
Kamal Ahluwalia

Partner

Membership No. 093812

April 14, 2017



Brijinder Bhushan Deora
Brijinder Bhushan Deora
Chairman & Director
DIN No. 00004942

Preeti Gupta
Preeti Gupta
Company Secretary
Membership No. A43593

Sajeve Deora
Sajeve Deora
Director
DIN No. 00003305

Sanjay Agarwal
Sanjay Agarwal
Chief Financial Officer

1 ACCOUNTING POLICIES**(a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The Consolidated Financial Statements (CFS) include the financial statements of Integrated Capital Services Limited (the Company) and its subsidiaries (the Group). The CFS of the Group are prepared in accordance with the Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention on accrual basis. These CFS have been prepared to comply in all material aspects with the accounting standards as notified under section 133 of the Companies Act, 2013, read with Rule 7 of [Companies (Accounts) Rules, 2014, as amended], and the other relevant provisions of Companies Act, 2013, and the Guidelines issued by the Securities Exchange Board of India. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(b) USE OF ESTIMATES

The preparation of CFS is in conformity with the generally accepted accounting principles requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the reporting period. Although these estimates are based on the managements' best knowledge of current events and actions that the Company may undertake in future, the actual results could differ from those estimates. Any material changes in estimates are adjusted prospectively.

(c) PRINCIPLES OF CONSOLIDATION

The financial statements of the subsidiaries used in the consolidation are drawn upto the same reporting date as of the Company.

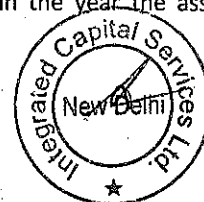
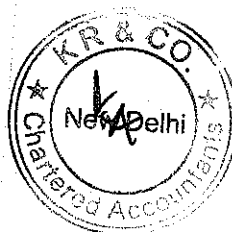
The CFS have been prepared on the following basis:

- (i) The CFS of the Group have been prepared in accordance with Accounting Standard-21 as notified by the Companies (Accounts) Rules, 2014, to the extent possible in the same format as that adopted by the parent Company for its separate financial statements by regrouping, recasting or rearranging figures, wherever considered necessary.
- (ii) The CFS include the financial statements of the Company and all its subsidiaries, which are more than 50% owned or controlled. Investments in entities that were not more than 50% owned or controlled have been accounted for in accordance with the provisions of Accounting Standard 23 'Accounting for Investments in Associates' in CFS notified pursuant to the Companies (Accounts) Rules, 2014.
- (iii) The consolidation of the financial statements of the parent Company and its subsidiaries is done to the extent possible on line-by-line basis by adding together like items of assets, liabilities, income and expenses. Inter-company balances, transactions and unrealized profits or losses have been fully eliminated in the process of consolidation.
- (iv) The excess of cost to the Company of its investment in the subsidiary over its share of the equity of the subsidiary, at the date on which the investment in the subsidiary was made, is recognised as 'Goodwill' being an asset in the Consolidated Financial Statements.
- (v) Goodwill arising on consolidation is fully amortised in the year of arising of the same.
- (vi) The audited financial statements of associates are used in the consolidation, if available, otherwise unaudited financial statements are used. Financial statements of all associate companies have been consolidated based on equity method as per Accounting Standard-23 "Accounting for Investments in Associates in Consolidated Financial Statements" notified by Companies (Accounting Standard) Rules, 2006.
- (vii) Related party transactions with consolidating subsidiaries have been eliminated in CFS.

(d) FIXED ASSETS - TANGIBLE

Fixed assets are stated at cost and other incidental expenses, less accumulated depreciation and impairment losses. The cost comprises purchase price and any attributable cost incurred in bringing the asset to its working condition for its intended use.

An item of fixed assets is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the fixed asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the financial statements in the year the asset is de-recognised.



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

(e) IMPAIRMENT OF ASSETS

Consideration is given at each Balance Sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's fixed assets. If any indication exists, the recoverable value of assets is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount, the latter being greater of net selling price and value in use.

(f) DEPRECIATION

Depreciation on fixed assets is provided in accordance with estimate of useful life of the assets, on straight line method, at rates specified in Part 'C' of Schedule II of the Companies Act, 2013. Depreciation on assets purchased/sold during a period is proportionately charged.

In respect of an asset for which impairment loss is recognised, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

(g) INVESTMENTS

Trade investments are the investments made to enhance the Company's business interests. Investments that are intended to be held for more than a year, from the date of acquisition, are classified as long term investments and are stated at cost and provision is made when there is a decline, other than temporary, in the value thereof. Investments other long term investments, being current investments, are stated at cost or fair value, whichever is lower.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

(h) RECOGNITION OF REVENUE AND EXPENDITURE

- (i) Income and expenditure are accounted on accrual basis.
- (ii) Interest income is recognised on time proportion basis taking into account the amount outstanding and the applicable rate of interest.
- (iii) Expenditure incurred on continuing education programs in which employees participate is expensed in the year it is incurred.
- (iv) Dividend on shares earned are accounted in the year of receipt.

(i) FOREIGN CURRENCY TRANSLATIONS AND TRANSACTIONS

Revenue and expenditure items, current assets, current liabilities, if any, appearing/outstanding at the year end, are converted into equivalent Indian Rupees at the exchange rate prevailing at the year end except in cases where actual amount has been ascertained by the time of finalization of accounts.

Transactions in foreign currencies are accounted at the exchange rate prevailing at the time of transaction. Foreign currency monetary assets and liabilities are translated at year end exchange rates. Exchange difference arising on settlement of transactions and translation of monetary items are recognised as income or expense in the year in which they arise.

(j) TAXES ON INCOME

Provision for current income tax is made as per the provisions of the Income tax Act, 1961.

Deferred tax resulting from "timing difference" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future.

(k) EARNINGS PER SHARE

The Company reports basic and diluted per equity share in accordance with Accounting Standard (AS) 20, "Earnings per Share" issued by the Institute of Chartered Accountants of India. Basic earnings per equity share is computed by dividing net income by the weighted average number of equity shares outstanding for the year. Diluted earnings per equity share is computed by dividing net income by the weighted average number of equity shares outstanding including shares pending allotment.



(l) CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.

(m) CASH AND CASH EQUIVALENTS

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, and short term investments with an original maturity period of three months or less.

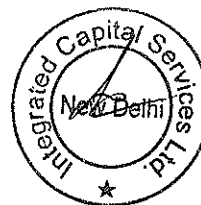
(n) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provision involving substantial degree of estimation in measurement are recognised 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 recognised but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

(o) RETIREMENT BENEFITS

In accordance with the Accounting Standard -15 on "Employee Benefits", the Company provides for gratuity covering eligible employees on the basis of actuarial valuation as carried out by an Actuary. The liability is unfunded.

Liability in respect of leave encashment is accounted for at the time of termination of service.



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

	March 31, 2017 Rs.	March 31, 2016 Rs.
2 SHARE CAPITAL		
Authorised		
4,00,00,000 (4,00,00,000) equity shares of Re. 1 (Re. 1) each	40,000,000	40,000,000
6,00,00,000 (6,00,00,000) 7% cumulative non-convertible redeemable preference shares of Rs. 100 (Rs. 100) each	60,000,000	60,000,000
	<u>100,000,000</u>	<u>100,000,000</u>
Issued, subscribed, and paid up		
3,61,50,000 (3,61,50,000) equity shares of Re. 1 (Re. 1) each fully paid up	36,150,000	36,150,000
* 2,50,00,000 (3,40,00,000) 7% cumulative non-convertible redeemable preference shares (CNCRPS) of Rs. 100 (Rs. 100) each fully paid up	25,000,000	34,000,000
	<u>61,150,000</u>	<u>70,150,000</u>

Notes:

- * During the year ended March 31, 2017, the Company redeemed 90,000 (30,000) CNCRPS, out of 3,40,000 CNCRPS. A sum equivalent to the redemption amount, i.e., Rs. 90,00,000 (Rs. 30,00,000) has been transferred from the Statement of Profit and Loss to the Capital Redemption Reserve Account created for the purpose.

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

Particulars	March 31, 2017		March 31, 2016	
	Nos.	Rs.	Nos.	Rs.
Equity shares				
Outstanding at the beginning of the year	36,150,000	36,150,000	36,150,000	36,150,000
Outstanding at the end of the year	36,150,000	36,150,000	36,150,000	36,150,000
CNCRPS				
Outstanding at the beginning of the year	340,000	34,000,000	370,000	37,000,000
Less: Redeemed during the year	90,000	9,000,000	30,000	3,000,000
Outstanding at the end of the year	250,000	25,000,000	340,000	34,000,000

(b) Terms/rights attached to equity shares

The Company has only one class of equity share having a par value of Re. 1 per share. Each shareholder of equity shares is entitled to one vote per share. The Company declares and pays dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Terms of redemption of CNCRPS

The Company has one class of CNCRPS carrying cumulative dividend of 7% per annum. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting. Each holder of CNCRPS is entitled to one vote per share only on resolutions placed before the Company which directly affect the rights attached to CNCRPS. The CNCRPS are redeemable in one or more tranches at any time at the option of shareholders, subject to notice of 90 days, and that no dividend shall be payable in case of redemption/s upto September 30, 2016.

(d) Number of equity shares held by holding company

2,50,41,000 (2,50,41,000) equity shares being 69.27% (69.27%) of total equity shares of the Company are held by Deora Associates Pvt. Ltd., the holding company.



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

(e) Details of shareholders holding more than 5% shares in the Company:

Name of shareholder	March 31, 2017		March 31, 2016	
	Nos.	%	Nos.	%
Equity shares				
(i) Deora Associates Pvt. Ltd.	25,041,000	69.27	25,041,000	69.27
(ii) Ruchi Malhotra	2,295,540	6.35	2,290,111	6.34
CNCRPS				
(i) Kalakar Exports Pvt. Ltd.	250,000	100.00	265,000	77.94
(ii) Solar Copyer Ltd.	-	-	75,000	22.06

		March 31, 2017	March 31, 2016
		Rs.	Rs.
3 RESERVES AND SURPLUS			
Securities premium account	(a)	7,525,900	7,525,900
Capital Redemption Reserve			
Balance at the beginning of the year		26,000,000	23,000,000
Add: Transferred from Surplus*		9,000,000	3,000,000
Balance at the end of the year	(b)	35,000,000	26,000,000
Surplus in the Statement of Profit and Loss			
Balance at the beginning of the year		12,845,205	9,886,017
Add: Profit for the year		14,705,026	5,959,188
Less: Transferred to Capital Redemption Reserve		9,000,000	3,000,000
Balance at the end of the year	(c)	18,550,231	12,845,205
	(a+b+c)	61,076,131	46,371,105

Note:

In accordance with provisions of Section 55 of the Companies Act, 2013, the

- * Company has created Capital Redemption Reserve with an amount equal to nominal value of Preference shares redeemed out of profits.

4 LONG TERM BORROWINGS

Unsecured

From related parties

Directors

22,799,699	21,217,500
22,799,699	21,217,500

Note:

Loans from related parties represents interest free unsecured loans obtained from a director and interest bearing unsecured loan from another director,

- (a) which are repayable, wherever stipulated, as mutually agreed. There is no repayment of principal or payment of interest due by the Company as at March 31, 2017.

5 LONG TERM PROVISIONS

Provision for employee benefits

Gratuity (unfunded)

118,884	158,033
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INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

	March 31, 2017 Rs.	March 31, 2016 Rs.
6 OTHER CURRENT LIABILITIES		
Advance for which value has to be given	7,000,000	7,000,000
Advance against sale of shares	4,100,000	4,100,000
Others		
Expenses payable	2,209,725	1,433,802
Duties and taxes	156,124	151,312
Others	2,631,380	2,002,706
	<u>16,097,230</u>	<u>14,687,821</u>
7 SHORT TERM PROVISIONS		
Provision for employee benefits		
Gratuity (unfunded)	6,073	9,810
Provision for income tax (net off tax deducted at source)	1,788,361	682,614
	<u>1,794,434</u>	<u>692,424</u>
9 NON CURRENT INVESTMENTS		
Trade investments-Unquoted (valued at cost unless otherwise stated)		
In associates		
Greenway Advisors Private Limited		
10,000 (10,000) equity shares of Rs. 10 (Rs. 10) each fully paid up	100,000	100,000
Share in Reserves	3,899,564	(264,016)
Sun Links Limited		
2,500 (2,500) equity shares of 1 GBP (1 GBP) each fully paid up	249,625	249,625
Share in Reserves	2,100,425	1,431,722
Other investments-Unquoted (valued at cost unless otherwise stated)		
In associates		
KW Publishers Private Limited		
40,000 (40,000) equity shares of Rs. 10 (Rs. 10) each fully paid up	1,000,000	1,000,000
Share in Reserves	1,251,433	1,164,043
In others		
ACE Derivatives & Commodity Exchange Limited		
54,63,513 (54,63,513) equity shares of Rs. 10 (Rs. 10) each fully paid up	60,067,130	60,067,130
Aggregate value of unquoted equity investments	<u>68,668,177</u>	<u>63,748,504</u>

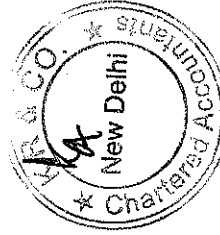
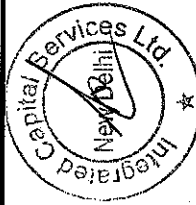
* Formerly known as RAAS e Solutions Pvt. Ltd.



INTEGRATED CAPITAL SERVICES LIMITED

8. TANGIBLE ASSETS

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at April 1, 2016 Rs.	Additions during the year Rs.	Sales during the year Rs.	As at March 31, 2017 Rs.	Upto March 31, 2016 Rs.	For the year Rs.	Adjustment Rs.	Upto March 31, 2017 Rs.	As at March 31, 2017 Rs.	As at March 31, 2016 Rs.
Building	80,938,061	2,647,852	-	83,585,913	3,150,275	1,594,143	(302,296)	4,442,122	79,143,790	77,787,786
Furniture and fixtures	1,761,444	-	-	1,761,444	463,630	177,257	-	640,887	1,120,557	1,297,814
Vehicles	1,645,404	-	287,766	1,357,638	757,298	174,597	-	931,895	425,743	888,106
Office equipments	1,140,195	52,693	-	1,192,888	833,418	123,408	(17,561)	939,265	253,623	306,777
Computers	1,762,145	69,706	106,900	1,724,950	1,475,004	76,288	9,606	1,560,898	164,052	287,141
Books	100,711	-	-	100,711	100,711	-	-	100,711	(0)	(0)
Total	87,347,959	2,770,250	394,666	89,723,544	6,780,336	2,145,694	(310,251)	8,615,779	81,107,764	80,567,623
Previous year	21,022,431	66,325,528	-	87,347,959	5,690,140	1,405,747	(315,550)	6,780,336	80,567,623	15,332,291



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

10 DEFERRED TAX ASSETS (NET)

Particulars	As at April 1, 2016	Charged/(credited) to Statement of Profit and Loss	As at March 31, 2017
	Rs.	Rs.	Rs.
Deferred tax assets			
Unabsorbed long term capital loss	3,314,327	(0)	3,314,326
Unabsorbed depreciation	-	137,607	137,607
Employee benefits	51,863	(13,252)	38,612
(i)	3,366,190	124,355	3,490,545
Deferred tax liability			
Difference of depreciation as per income tax laws and books of account	(ii) 519,115	633,826	1,152,942
Net deferred tax asset/(liability)	(iii=i-ii) 2,847,075	(509,471)	2,337,604

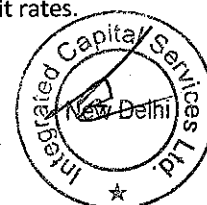
Notes:

- (a) In accordance with the provisions of the Accounting Standard-22 on "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the Company has recognised deferred tax liability of Rs. 11,52,942 (Rs. 5,19,115) and deferred tax assets of Rs. 34,90,545 (Rs. 33,66,190) as at March 31, 2017.
- (b) The deferred tax liability amounting to Rs. [(5,09,471) (Rs. 1,72,168)] for the year has been adjusted from the Statement of Profit and Loss.

	March 31, 2017 Rs.	March 31, 2016 Rs.
11 LONG TERM LOANS AND ADVANCES		
Unsecured, considered good		
Capital deposits	176,785	2,200,000
Security deposits	79,500	79,500
	256,285	2,279,500
12 TRADE RECEIVABLES		
Unsecured, considered good		
Outstanding for a period exceeding 6 months from the date they became due for payment	486,724	689,671
Outstanding for a period less than 6 months from the date they became due for payment	3,318,400	2,259,295
	3,805,124	2,948,966
Less: Provision for bad and doubtful debts	-	461,810
	3,805,124	2,487,156
13 CASH AND CASH EQUIVALENTS		
Balances with banks		
On current accounts	4,295,279	190,724
Cash on hand	199,677	37,177
Deposits with maturity period of less than 3 months	1,445,572	32,337
	5,940,529	260,238

Notes:

- (a) Balances with banks on current accounts are non-interest bearing.
- (b) Short term deposits are made for varying periods ranging from one day to twelve months depending on the immediate requirements of the Company, and earn fixed interest at the respective short-term deposit rates.



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

	March 31, 2017	March 31, 2016
	Rs.	Rs.
14 OTHER CURRENT ASSETS		
Advances recoverable in cash or in kind	252,018	703,017
Advance income tax (net off provision for income tax)	232,132	213,705
MAT credit entitlement	347,551	32,359
Prepaid expenses	86,738	135,939
Interest accrued but not due	2,457	1,768
	<u>920,895</u>	<u>1,086,787</u>
15 REVENUE FROM OPERATIONS		
Operating income		
Consulting and advisory	25,479,219	20,266,143
	<u>25,479,219</u>	<u>20,266,143</u>
16 OTHER INCOME		
Claims and compensations	9,550,000	-
Interest receipts on		
Fixed deposits	97,360	1,420,494
Income tax refund	6,220	3,150
Others	-	50,000
Gain on exchange fluctuation	24,955	7,289
Provisions written back	523,397	9,203
Amounts written back	61,651	-
Other non operating income	5,383	102,000
	<u>10,268,967</u>	<u>1,592,136</u>
17 EMPLOYEES BENEFIT EXPENSES		
Salaries and others	4,980,910	4,261,366
Welfare expenses	49,458	80,864
Gratuity	18,701	83,199
	<u>5,049,069</u>	<u>4,425,429</u>
18 FINANCE COSTS		
Interest paid on		
Long term borrowings	156,525	44,782
Overdraft facility	-	40,404
Taxes	94,821	134,844
Others	1,199	1,146.27
	<u>252,545</u>	<u>221,176</u>



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

	March 31, 2017 Rs.	March 31, 2016 Rs.
19 OTHER EXPENSES		
Legal and professional	2,871,973	163,781
Travelling and conveyance	2,182,305	1,160,942
Advertisement and promotion	1,165,227	723,018
Communication	360,213	374,836
Fees and taxes	313,651	308,916
Rent	264,000	264,000
Payment to auditors		
As audit fees	457,500	457,126
Repairs and maintenance		
Vehicles	367,180	292,907
Office	486,354	253,331
Computers	13,730	35,118
Meetings and conferences	713,919	234,162
Seminars and training	261,114	16,600
Sitting fees	220,000	205,000
Printing and stationery	190,576	156,496
Books and periodicals	170,202	166,847
Electricity	114,340	163,236
Housekeeping	151,798	144,408
Loss on sale of shares (Net)	-	897,564
Provision for bad and doubtful debts	-	461,810
Miscellaneous	977,515	622,719
	<u>11,281,598</u>	<u>7,102,818</u>

20 EARNINGS PER SHARE (EPS)

EPS is calculated by dividing the profit after tax attributable to the equity shareholders by the weighted average of the number of equity shares outstanding during the year. Numbers used for calculating basic and diluted earnings per equity share are as stated below:

Sl. Particulars No	March 31, 2017 Rs.	March 31, 2016 Rs.
(a) Net profit available for equity shareholders	14,705,026	5,959,188
(b) Weighted average number of equity shares outstanding for calculation of		
- Basic and diluted earnings per share	36,150,000	36,150,000
(c) Nominal value of per equity share	1	1
(d) Earning per share (a)/(b)		
- Basic and diluted	0.41	0.16

21 The Company has along with certain other professional services firms and companies in 7 (seven) other countries, promoted a company limited by guarantee in the U.K. with the name BTG Global Advisory Ltd. (BTGA) which is a non-practicing umbrella entity, to (i) promote professional services of the members, (ii) promote cross referrals of international work, and (iii) creating a frame work for progressing joint pitching opportunities. The Company has nominated one of its Directors as a director on the Board of Directors of BTGA. The Company's guarantee is UK Pound 1.

22 Arbitration proceedings had been initiated against a client in accordance with the rules and regulations of the National Stock Exchange of India Limited in respect of trades conducted by the Company for such client at trading counter of the aforesaid stock exchange. The Arbitrator had issued an award in favour of the Company. Appeal was filed before the Hon'ble District Court which appeal was dismissed on the ground that the District Court did not have power to interfere in arbitration awards. An appeal filed by the judgement debtor client before the Hon'ble High Court of Delhi was dismissed. An execution application was filed by the Company before the Hon'ble District Court for recovery of the amount. The judgement debtor client has filed a Special Leave Petition (SLP) against dismissal of the appeal by the Hon'ble High Court of Delhi, which SLP is yet to be admitted. Pending the outcome of the SLP, the judgement debtor client has in compliance of directions of the execution court, deposited the principal amount of award in the execution court.

INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

23 The Company deals only in one segment, Consulting and Advisory Services, hence, no separate information for segment-wise disclosure is required under Accounting Standard - 17 "Segment Reporting", issued by the Institute of Chartered Accountants of India.

24 (a) The CFS include the accounts of the Integrated Capital Services Ltd. (Holding Company), and the subsidiaries. The subsidiaries have been defined as those entities in which the holding company owns directly or indirectly more than one half of the voting power or otherwise has power to exercise control over the composition of the Board of Directors of such entities. The financial statements of subsidiaries are consolidated from the date on which effective control is acquired and are excluded from consolidation from the date such control ceases.

Detail of subsidiaries and associates are as follows:

S.No	Name of companies	Relationship	Country of origin	Percentage of shareholding (%)	
				2015-16	2014-15
(a)	RAAS Consulting Pvt. Ltd.*	Wholly owned subsidiary	India	100%	100%
(b)	Green Infra Profiles Pvt. Ltd.	Wholly owned subsidiary	India	100%	100%

* formerly known as RAAS e Solutions Pvt. Ltd.

(b) The CFS are prepared using uniform accounting policies for the transactions and other events in similar circumstances.

(c) Figures pertaining to the subsidiaries have been classified, wherever necessary, to bring them in line with the Company's financial statements.

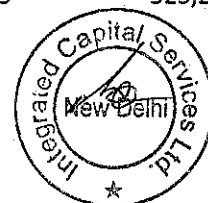
25 In the opinion of the Board, the assets, other than fixed assets and non-current investments, do have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

26 Additional information pursuant to Schedule III of the Companies Act, 2013:

Name of the entity	Net assets, i.e., total assets minus total liabilities		Share of profit or (loss)	
	As % of consolidated net assets	Rs.	As % of consolidated profit or (loss)	Rs.
(a) Indian				
Subsidiaries				
RAAS Consulting Pvt. Ltd.*	5.54	6,775,214	7.80	1,147,579
Green Infra Profiles Pvt. Ltd.	0.50	616,893	0.36	52,262
Associates				
KW Publishers Pvt. Ltd.	4.42	5,403,344	0.59	87,390
Greenway Advisors Pvt. Ltd.	6.56	8,013,950	17.31	2,545,335
* formerly known as RAAS e Solutions Pvt. Ltd.				
(b) Foreign				
Associate				
Sun Links Ltd.	3.50	4,282,738	4.55	668,703

27 Additional information pursuant to provisions of Para 5 (viii) of Part II of Schedule III of the Companies Act, 2013:

Particulars	March 31, 2017	March 31, 2016
	Rs.	Rs.
(a) Earnings in foreign exchange (on receipt basis)		
Consultancy and advisory	3,169,079	523,210



INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

28 Related Party Disclosures:

Pursuant to Accounting Standard (AS-18) - "Related Party Disclosures" issued by Institute of Chartered Accountants of India following parties are to be treated as related parties:

(a) Name of related parties and description of relationship

Holding company	Wholly owned subsidiaries
Deora Associates Pvt. Ltd.	RAAS Consulting Pvt. Ltd.
Associate companies	(formerly known as RAAS e Solutions Pvt. Ltd.)
KW Publishers Pvt. Ltd.	Green Infra Profiles Pvt. Ltd.
Sun Links Ltd.	
Greenway Advisors Pvt. Ltd.	
Key management personnel	
Brijinder Bhushan Deora	Chairman & Director
Sajeve Deora	Director
Suresh Chander Kapur	Director
Sandeep Chandra	Director
Arun Deora	Director
Alka Jhajharia Jain	Director
R. L. Kaura^	Director, Finance
Pulkit Deora	Relative of key management personnel
Ravi Mathur^^	Chief Financial Officer
Monisha Meghna^^^	Company Secretary
Sanjay Agarwal^^^^	Chief Financial Officer
Preeti Gupta^^^^^	Company Secretary
Sajeve Deora - HUF	HUF of Director

^ Appointed on April 8, 2016 & resigned on November 14, 2016

^^ Resigned on July 8, 2016

^^^ Appointed on April 8, 2016 and resigned on February 7, 2017

^^^^ Appointed on December 1, 2016

^^^^^ Appointed on February 28, 2017

Note: The above parties have been identified by the management

(b) Transactions with related parties during the year (excluding reimbursements)

Nature of transactions	Related party	March 31, 2017 Rs.	March 31, 2016 Rs.
Purchase of books	KW Publishers Pvt. Ltd.	63,496	166,847
Capital advances given	KW Publishers Pvt. Ltd.	-	1,000,000
Capital advance received back	KW Publishers Pvt. Ltd.	700,000	300,000
Loan received	Pulkit Deora	6,782,199	12,275,000
Loan paid back	Pulkit Deora	100,000	-
Loan received	Brijinder Bhushan Deora	-	5,101,000
Loan paid back	Brijender Bhushan Deora	5,000,000	101,000
Interest on long term borrowings	Brijender Bhushan Deora	156,525	56,814
Loan paid back	Sajeve Deora	100,000	890,000
Deposit received and paid back*	Sajeve Deora - HUF	100,000	100,000
Sitting fees	Suresh Chander Kapur	40,000	60,000
Sitting fees	Sandeep Chandra	60,000	65,000
Sitting fees	Alka Jhajharia Jain	60,000	80,000
Remuneration for services rendered	Pulkit Deora	838,710	1,200,000
Consultancy charges	Pulkit Deora	125,000	-
Remuneration for services rendered	R.L. Kaura	605,625	-
Remuneration for services rendered	Shivani Arora	-	437,369
Remuneration for services rendered	Monisha Meghna	288,739	-
Remuneration for services rendered	Ravi Mathur	57,500	710,029
Remuneration for services rendered	Sanjay Aggarwal	472,258	-
Remuneration for services rendered	Preeti Gupta	20,714	-

* For proposed appointment of director, returned on resolution for appointment of Director having been carried out.

INTEGRATED CAPITAL SERVICES LIMITED

Notes to the consolidated financial statements as at March 31, 2017

c) Balance outstanding as at June 30, 2016

Account head	Related party	March 31, 2017 Rs.	March 31, 2016 Rs.
Investments	KW Publishers Pvt. Ltd.	1,000,000	1,000,000
Long term loan and advances	KW Publishers Pvt. Ltd.	-	700,000
Investments	Greenway Advisors Pvt. Ltd.	100,000	100,000
Investments	Sun Links Limited	249,625	249,625
Long term borrowings	Sajeve Deora	3,842,500	3,942,500
Long term borrowings	Pulkit Deora	18,957,199	12,275,000
Long term borrowings	Brijinder Bhushan Deora	-	5,000,000
Other current assets	Sun Links Limited	20,216	20,216
Other current liabilities	Ravi Mathur	-	47,937
Other current liabilities	KW Publishers Pvt. Ltd.	9,200	50,000
Other current liabilities	Sanjay Aggarwal	113,802	-
Other current liabilities	Preeti Gupta	20,000	-

29 The holding company, Deora Associates Private Limited, is proposed to be merged with the Company with effect from Appointed Date of October 1, 2016, which will eliminate a layer of promoters investment. The proposed Scheme for Merger is under consideration of Stock Exchanges whereat equity shares of the Company are listed for trading and will be implemented subject to statutory and other approvals.

Consequent to completion of the said merger, the accounts of the Company shall be revised with effect from the Appointed Date to include the statement of affairs of Deora Associates Pvt. Ltd. with that of the Company.

30 Dividend in respect of CNCRPS shall accrue for payment for the first time in September 2017, and shall be payable on amount of CNCRPS then outstanding.

31 Depreciation on fixed assets of a wholly owned subsidiary company, is charged on the written down value method at the rates as specified in Schedule II of the Companies Act, 2013. Depreciation on aforesaid fixed assets has been adjusted to align with the accounting policy of the holding company of charging depreciation as per straight line method at the rates prescribed in Schedule II of the Companies Act, 2013. The said adjustment has resulted in decrease in total depreciation in the consolidated financial statements by Rs. 3,02,296 (Rs. 3,15,550).

32 Details of Specified Bank Notes (SBNs) held and transacted during the period from November 8, 2016 to December 30, 2016:

Particulars	SBNs	Other denomination notes	Total
a) Closing cash in hand as on November 8, 2016	596,500	189,677	786,177
b) Add: Permitted receipts	-	-	-
c) Less: Permitted payments	-	-	-
d) Less: Amount deposited in Bank account	596,500	-	596,500
e) Closing cash in hand as on December 30, 2016	-	189,677	189,677

33 In accordance with the Accounting Standard 15 (Revised) (AS-15) on "Employee Benefits" issued by the Institute of Chartered Accountants of India, the Company has recognised its liability, long term and short term, towards gratuity of Rs. 1,24,957 (Rs. 1,67,843). The fair value of plan assets is Nil since employee benefit plans are wholly unfunded as on March 31, 2017.

34 Figures and words in brackets pertain to previous year unless otherwise specified.



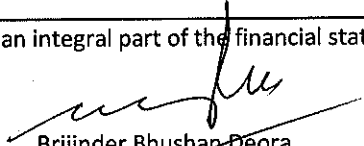
INTEGRATED CAPITAL SERVICES LIMITED

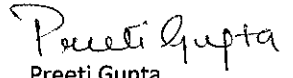
Notes to the consolidated financial statements as at March 31, 2017

35 Figures have been rounded off to the nearest Rupee.


36 Figures of the previous year have been regrouped/recast, wherever necessary, to confirm to current years presentation.

Signatures to the above accompanying notes are an integral part of the financial statements.


Brijinder Bhushan Deora
Chairman & Director
DIN No. 00004942


Preeti Gupta
Company Secretary
Membership No. A43593


Sajeve Deora
Director
DIN No. 00003305


Sanjay Agarwal
Chief Financial Officer

April 14, 2017
New Delhi.



ANNEXURE I

The financial details and capital evolution of the transferee company for the previous 3 years as per the audited statement of Accounts:

Name of the Company: **Integrated Capital Services Limited**

(Rs. in Crores)

	Audited for 6 months	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	30.09.2016	2015-16	2014-15	2013-14
Equity Paid up Capital	36,150,000	36,150,000	36,150,000	36,150,000
Reserves and surplus	40,053,593	36,552,754	32,269,937	26,617,614
Carry forward losses	3,026,855	1,744,037	6,591,714	12,363,421
Net Worth	106,203,593	106,702,754	105,419,937	110,267,614
Miscellaneous Expenditure	230,424	757,512	453,196	448,326
Secured Loans	0	0	0	0
Unsecured Loans	1,837,468	45,581,000	24,566,000	64,707,810
Fixed Assets	1,716,565	2,171,945	1,372,750	1,667,709
Income from Operations	8,780,973	1,6581,930	20,882,148	14,249,710
Total Income	13,012,225	17,989,346	21,251,608	15,405,535
Total Expenditure	8,279,288	11,467,722	12,535,836	10,214,558
Profit before Tax	4,744,724	6,583,598	8,577,414	5,127,046
Profit after Tax	3,500,839	4,282,817	5,652,323	6,728,293
Cash profit	4,933,804	5,939,706	8,995,340	53,72,821
EPS	0.10	0.12	0.16	0.19



The financial details and capital evolution of the transferor company for the previous 3 years as per the audited statement of Accounts:

Name of the Company: **Deora Associates Private Limited**

(Rs. in Crores)

	Audited for 6 months	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	30.09.2016	2015-16	2014-15	2013-14
Equity Paid up Capital	2,500,000	2,500,000	2,500,000	2,500,000
Reserves and surplus	4,014,618	3,482,130	3,226,126	3,504,285
Carry forward losses	3,482,130	3,226,126	3,504,290	3,471,120
Net Worth	6,514,681	5,982,130	5,565,038	6,004,285
Miscellaneous Expenditure	340	4,691	7,363	5,357
Secured Loans	0	0	0	0
Unsecured Loans	1,000	1,000	10,798	10,798
Fixed Assets	15,075	15,291	15,723	16,155
Income from Operations	800,000	0	0	220,000
Total Income	800,000	588,084	4,92,231	2,26,963
Total Expenditure	29,306	265,999	760,649	180,971
Profit before Tax	770,694	318,460	(275,500)	43,660
Profit after Tax	532,551	256,004	(2,78,164)	33,165
Cash profit	770,910	379,518	(251,708)	44,920
EPS	0.21	0.10	(0.11)	0.01

