

ICOM

IFIN Commodities Ltd
(Subsidiary of IFCI Financial Services Ltd)

IFIN COMMODITIES LIMITED

ANNUAL REPORT 2015 – 16

IFIN COMMODITIES LIMITED

Board of Directors*

Shri Achal Kumar Gupta	-	Director
Shri M. P. Rege	-	Director
Shri Rajesh Kumar Gupta	-	Director
Smt. S. Usha	-	Director

* As on date of this report

Company Secretary

Kum. L. Sheetal Nahar*

*As on 20.06.2016

Statutory Auditors (2015-16)

Kalyanasundaram & Co.,
FRN 001676S
Chartered accountants
B. Kalyanasundaram
M. No: 011453
Partner

Registered Office

Continental Chambers, 3rd Floor
142, Mahatma Gandhi Road
Nungambakkam, Chennai - 600 034
Ph: 044 2830 6600

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IFIN COMMODITIES LIMITED

(A Subsidiary of IFCI Financial Services Limited)

NOTICE

NOTICE is hereby given that the 8th Annual General Meeting of the shareholders of the Company will be held at the registered office of the Company located at No. 142, III Floor, Continental Chambers, Mahatma Gandhi Road, Nungambakkam, Chennai - 600034 on Friday, September 02, 2016 at 03.30 p.m to transact the following business:

AS ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2016, together with Board of Directors' Report and the Auditors Report thereon;
2. To appoint a director in place of Shri. Rajesh Kumar Gupta, who retires by rotation and being eligible, offers herself for reappointment.
3. To appoint Auditors of the Company and fix their remuneration.

"RESOLVED that pursuant to the provisions of Section 139(5) and 142 and all other applicable provisions if any of the Companies Act, 2013 and Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. Ganesan & Company., Chartered Accountants, having firm registration number 0859S appointed by the Comptroller and Auditor General of India (CAG), be and is hereby appointed as the Statutory Auditor(s) of the Company for the financial year 2016-17.

Regd. & Corp. Office : 'Continental Chambers', 3rd Floor, 142, Mahatma Gandhi Road, Nungambakkam, Chennai 600 034. Tel : +91 (044) 2830 6600, Fax : +91 (044) 2830 6650.

MCX M No. 40415; FMC No. MCX / TCM / CORP / 0236, NCDEX M No. 01008; FMC No. NCDEX / TCM / CORP / 0982 , NSEL M No.: 12810

CIN: U93000TN2009GOI070524

RESOLVED FURTHER THAT M/s. Ganesan & Company., Statutory Auditor(s) of the Company, be paid a fee of Rs. 1,55,000/- (One lakh and Fifty Five Thousand only) in respect of the audit of the Accounts of the company for the year 2016-17, Rs. 25,000/- (Twenty five thousand only) in respect of the Limited review for every quarter and Rs.10,000/- (Ten thousand only) towards tax audit of the company, plus applicable taxes and such other certification fees as payable from time to time."

**By Order of the Board
For IFIN Commodities Limited**

SHEETAL.L
COMPANY SECRETARY
MEM No: A45685
No: 447, Mint Street;
2nd Floor, Sowcarpet,
Chennai-600 079.



L. Sheetal
Company Secretary

Place: Chennai
Date: August 10, 2016

Notes:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Special business is annexed hereto.
2. **A MEMBER ENTITLED TO VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. CORPORATE MEMBERS ARE REQUESTED TO SEND CERTIFIED COPY OF BOARD RESOLUTION, PURSUANT TO SECTION 89 OF THE COMPANIES ACT, 2013, AUTHORIZING THEIR REPRESENTATIVE TO ATTEND AND VOTE AT THE MEETING.**
3. Members should bring the attendance slip duly filled in for attending the meeting.
4. The relevant documents referred to in the accompanying Notice and the Statement under Section 102(1) will be available for inspection of the members at the registered office of the Company on all working days during business hours, upto the date of ensuing Annual General Meeting.

REPRODUCTION

IFIN COMMODITIES LIMITED

CIN: U93000TN2009GOI070524

**Registered Office: Continental Chambers, 3rd Floor, 142, Mahatma Gandhi
Road, Nungambakkam, Chennai – 600034**

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

Name of the attending Member (in Block Letters) :

Member's Folio/Account Number :

Number of Shares held :

I hereby record my presence at the 8th Annual General Meeting of the Company held on Friday, September 02, 2016 at 03.30 p.m at Continental Chambers, 142, III Floor, Mahatma Gandhi Road, Nungambakkam, Chennai – 600034.

Member's/Proxy's Signature

IFIN COMMODITIES LIMITED

CIN: U93000TN2009GOI070524

Registered Office: Continental Chambers, 142, III Floor, Mahatma Gandhi Road, Nungambakkam, Chennai – 600034.

FORM NO MGT-11

PROXY FORM

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

CIN : U93000TN2009GOI070524
Name of the Company : IFIN COMMODITIES LIMITED
Registered Office : Continental Chambers, 142, III Floor, Mahatma Gandhi Road, Nungambakkam, Chennai – 600034.
Email: cs@ifinltd.in **Telephone:** 044 2830 6634

Name of the Member(s) :	
Registered Address :	
E mail Id :	
Folio No / Client ID:	
DP ID :	

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

(1) Name: _____
Address: _____
Email ID: _____
Signature: _____, or failing him/her

(2) Name: _____
Address: _____
Email ID: _____
Signature: _____, or failing him/her

(3) Name: _____
Address: _____
Email ID: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 8th Annual General Meeting of the Company, to be held on Friday, September 02, 2016 at 03.30 p.m at Continental Chambers, 142, III Floor, Mahatma Gandhi Road, Nungambakkam, Chennai – 600034 and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTIONS

ORDINARY BUSINESS

1. Receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2016, together with Board of Directors' Report and the Auditors Report thereon.
2. Appoint a director in place of Shri Rajesh Kumar Gupta, who retires by rotation and being eligible, offers herself for re-appointment.
3. Appoint Auditors of the Company and fix their remuneration.

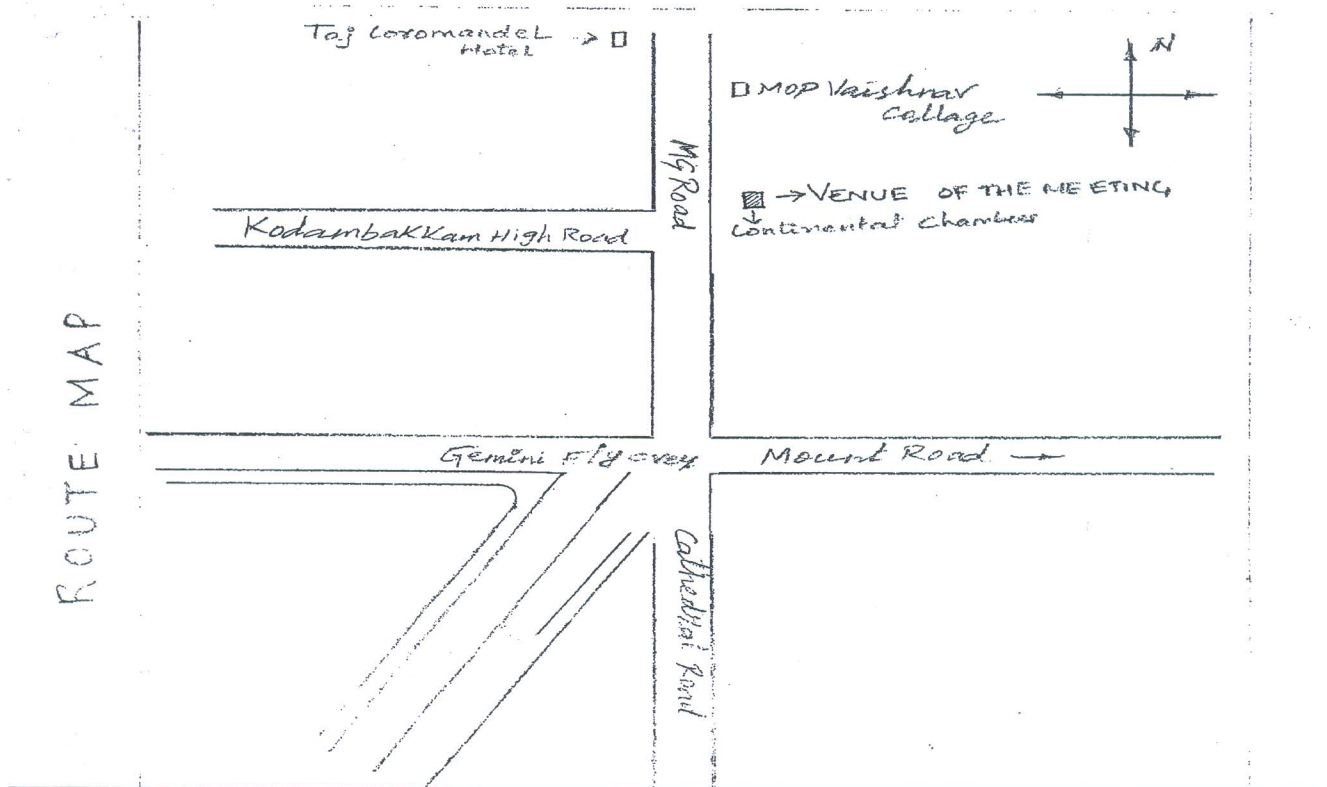
Signed this _____ day of _____ 2016

Signature of the Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

ROUTE MAP FOR THE VENUE OF EIGHTH ANNUAL GENERAL MEETING OF IFIN COMMODITIES LIMITED





IFIN COMMODITIES LIMITED

(A Subsidiary of IFCI Financial Services Limited)

BOARD'S REPORT

To
The Members of
IFIN Commodities Limited

The Board of Directors of your Company hereby present the Eighth Annual Report of IFIN Commodities Limited, together with the Audited Financial Statement for the financial year ended on March 31, 2016.

1. FINANCIAL PERFORMANCE

(Rs. in lakh)

PERFORMANCE HIGHLIGHTS	2015-2016	2014-2015
Income from Operations	158.02	158.08
Other Income	45.08	45.69
Total Income	203.10	203.77
Total Expenditure	182.76	201.56
Provision for doubtful debts and advances	1.04	-
Profit/(Loss) before tax	19.30	2.21
Current year tax	6.76	0.90
Deferred Tax (Net)	0.24	-
Profit/(Loss) after tax	12.30	1.31

2. OPERATIONS

Though the overall commodity market has come down, ICOM had maintained the revenue from operations at the same level for the current financial year i.e., FY 2015-16 at Rs.158.02 lakh as that of previous FY 2014-15 i.e., Rs.158.08 lakh. Most of the clients who suffered losses have refrained from further trading in commodity market. Other income consists of interest income. Further Employee cost has slightly come down due to rationalization of man power. The Profit after tax is Rs.

12.30 lakh for the financial year ending March 31, 2016 as against Rs. 1.31 lakh for the financial year ending March 31, 2015.

3. BUSINESS ENVIRONMENT

Investors who want to diversify their portfolios beyond shares, bonds and real estate, commodities is possibly the best option. Commodities actually offer immense potential to become a separate asset class for market-savvy investors, arbitrageurs and speculators. Retail investors, who claim to understand the equity markets may find commodities an unfathomable market. But commodities are relatively easy to understand as far as fundamentals of demand and supply are concerned. Well-established physical commodities have been actively traded in spot and derivative markets. Generally, these are basic resources, apart from agricultural products such as crude oil, zinc, aluminum, copper, gold and silver.

4. DIVIDEND

No dividend is being recommended by the Directors for the year ended March 31, 2016.

5. TRANSFER TO RESERVES

The Board of Directors has no proposal to carry on any amount to any reserves for the year ended March 31, 2016.

6. BOARD OF DIRECTORS& KEY MANAGERIAL PERSONNEL

(a) As at March 31, 2016, the Board consisted of 5 (Five) Directors. The Company had a Whole-time Director designated as Chief Operating Officer and his tenure

as Whole-time Director had expired on 14.01.2016. Subsequently, he continued as Director of the Company w.e.f. 15.01.2016 till his resignation on 24.05.2016.

(b) The changes in Directors during the financial year 2015-16 are as follows:

- Shri Rajesh Kumar Gupta (DIN: 07188093) was appointed as Additional Director of the Company by the Board at their meeting held on 24.07.2015. He was appointed as Director at the AGM of the company held on 31.08.2015.
- Shri Ramesh O Babu (DIN: 05149448) had resigned from the Company with effect from 24.07.2015, due to withdrawal of his nomination from the Board of IFIN Commodities Limited.
- Shri Ramkumar Srinivasan was appointed as "Whole-time Director" designated as Chief Operating Officer of the Company with effect from 15.01.2013 to 14.01.2016. Subsequent to expiry of his tenure as a Whole-time Director in the Company, he continued to be a Director of the Company w.e.f. 15.01.2016. He had resigned from the Company with effect from 24.05.2016.
- Kum. L. Sheetal Nahar was appointed as a Whole-time Company Secretary of the company w.e.f. 20.06.2016, by the Board at their meeting held on 17.06.2016.

(c) Four Board Meetings were held during the year. The dates on which the Board meetings were held are as follows:

37 th Board Meeting	April 22, 2015
38 th Board Meeting	July 24, 2015
39 th Board Meeting	October 23, 2015
40 th Board Meeting	January 28, 2016

(d) The composition of the Board, number of meetings held, attendance of the Directors at the Board Meeting and the number of the Directorship in other companies in respect of each Director is as given herein below:-

Sl. No.	Name of Director	Attendance Particulars		No. of other Directorships 31 st March, 2016
		No. of Meetings during the tenure of respective Directors in FY 2015-2016		Other Director-ships (Including Private Limited Companies)
		Held	Attended	
1.	Shri Achal Kumar Gupta	4	4	10
2.	Shri M P Rege	4	4	1
3.	Shri O Ramesh Babu*	2	-	1
4.	Smt. S Usha	4	4	3
5.	Shri Ram Kumar Srinivasan	4	3	1
6.	Shri Rajesh Kumar Gupta*	2	1	5

* Please refer clause 6(b) of this report regarding changes in Directors during the financial year 2015-16.

7. EXTRACT OF THE ANNUAL RETURN AS PROVIDED UNDER SUB-SECTION (3) OF SECTION 92

The Extract of the annual return as provided under sub-section (3) of section 92 in Form MGT-9 is given in **Annexure-I**.

8. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to requirement of Section 134 (3) (c) read with Section 134 (5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

9. AUDITORS

M/s. Kalyanasundaram & Co, Chartered Accountants, Chennai are the retiring auditors of the Company and they hold office till the conclusion of this Annual General Meeting.

Comptroller and Auditor General of India (C&AG) vide letter dated July 11, 2016 have appointed M/s. Ganesan & Company, Chartered Accountants, Chennai as the Statutory Auditors of the Company for the financial year 2016-17. The necessary

resolution for fixing the remuneration of auditors will be placed before the shareholders for their approval.

10. REPORTS OF COMPTROLLER & AUDITOR GENERAL OF INDIA:

Company has received a Report under Section 143(6)(b) of the Companies Act, 2013 on the financial statements of the Company for the year ended 31st March, 2016 from the Comptroller and Auditor General of India (CAG). It has been mentioned in the report that there are no significant observations to comment upon. Copy is attached in **Annexure - II** to this report.

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

Loans, guarantees or investments under section 186 of the Companies Act 2013 form part of the notes to the financial statement.

12. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All transactions entered by the Company with Related Parties were in the ordinary course of business and at Arm's Length pricing basis.

There were no materially significant transactions with Related Parties during the Financial year 2015-16 which were in conflict with the interest of the Company.

The particulars of Contracts or Arrangement with related parties are given in notes to the financial statement. The details as required under Section 134 (3) (h) of the Companies Act, 2013 read with rules thereunder in Form AOC-2 are given in **Annexure III** to this report.

13. DEPOSITS

During the financial year 2015-16, the Company has not accepted any deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies of the Companies Act, 2013 read with rules thereunder.

14. MATERIAL CHANGES AND COMMITMENTS

Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report are as follows:

- At the meeting of the Board of Directors held on 22.04.2015, it was decided to continue with the process of merger of IFIN Commodities Limited and IFIN Credit Limited, which are subsidiaries of IFCI Financial Services Limited. However, our ultimate holding company, IFCI Ltd, vide its letter dated 13.06.2016, had requested us to put the matter on hold as they are in the process of obtaining approval in this regard from the Government of India. The same had been intimated to the Office of the Regional Director, Southern Region, Chennai, vide company's letter dated 24.06.2016.

15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO & EXPENDITURE ON RESEARCH AND DEVELOPMENT

The Company has taken measures to conserve energy by having energy efficient air conditioners, blade servers, CFL lamps, LCD monitors etc. at its various locations. As regards absorption of technology, your Company has installed

computer systems, software packages and other office equipments to increase its organisational efficiency, maximise productivity and to gain competitive advantage.

Your Company has neither incurred any expenditure nor earned any income in foreign exchange.

Further, your Company has not incurred any expenditure on Research and Development.

16. THE RISK MANAGEMENT POLICY

The Company has formulated and put in place Risk Management and Surveillance policy in order to mitigate risk related to the business of the Company. The Risk Management team of the Company takes effective measures in order to protect the interest of the Company and investors as per the policy of the Company.

17. INTERNAL FINANCIAL CONTROL

The Company has put in place adequate Internal Financial Control commensurate with the size of the Company and nature of its business. The Company has appointed M/s. I V Associates & Co as Internal Auditors to conduct internal audit of the functions and the activities of the Company.

The findings and recommendations of the Internal Auditors are reviewed by the Board of Directors on a periodical basis and necessary corrective actions are being undertaken.

18. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

Pursuant to Section 177(9) & Section 177(10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has voluntarily established a vigil mechanism which is overseen through the Board. Adequate safeguards against victimization of employees and directors who express their concerns, forms part of the mechanism.

Your Company hereby affirms that no Director/ employee has denied access to the Chairman of the Board of Directors and that no complaints were received during the year.

19. ANTI SEXUAL HARASSMENT POLICY

The Company has in place Anti Sexual Harassment Policy in line with the requirements of Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

An internal Complaints Committee has been set up for redressal of complaints and that all employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the year under review, the company has not received any complaint pursuant to the provisions of Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act 2013.

20. FORMAL ANNUAL EVALUATION OF BOARD AND DIRECTORS

The Board has made formal annual evaluation of its own performance and individual directors taking into consideration the evaluation criteria set out in Nomination and Remuneration policy of IFCI Financial Services Limited being its immediate Holding Company.

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

There are no significant and material orders passed by the regulators or courts or Tribunals which would impact the going concern status of the Company.

22. PERSONNEL

The company has no employee in respect of whom the information required under Section 197 of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, is required to be given.

The Board further places on record its appreciation of the services of all the employees of the Company.

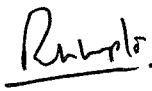
23. ACKNOWLEDGEMENT

The Board of Directors express their gratitude for the co-operation, guidance and support received from the IFCI Limited, IFCI Financial Services Limited, Clients of the Company, Commercial Banks, Regulators, Statutory Authorities, Forward

Markets Commission (FMC), Multi Commodity Exchange of India Ltd (MCX), National Commodity and Derivatives Exchange Ltd (NCDEX) and National Spot Exchange Limited (NSEL) and other stakeholders of the Company.

By Order of the Board

For IFIN Commodities Limited



Rajesh Kumar Gupta

Director

(DIN: 07188093)



S. Usha

Director

(DIN: 03567757)

Place: Chennai

Date: July 29, 2016

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2016

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	(Old CIN: U93000TN2009PLC070524) (New CIN: U93000TN2009GOI070524)
2.	Registration Date	21/01/2009
3.	Name of the Company	IFIN COMMODITIES LIMITED
4.	Category/Sub-category of the Company	Company Limited by shares/Government Company
5.	Address of the Registered office & contact details	No. 142, Mahatma Gandhi Road, Nungambakkam, Chennai – 600034 & Email: cs@ifinltd.in, Telephone: 044 2830 6634
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Nil

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Security and commodity contracts brokerage	6612	77.75%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
1.	IFCI Ltd IFCI Towers, 61, Nehru Place, New Delhi – 110019	L74899DL1993GOI053677) (Previously: L74899DL1993PLC053677)	Ultimate Holding Company	NIL*	Section 2 (87) & Section 2 (46)
2.	IFCI Financial Services Ltd IFCI Towers, 61, Nehru Place, New Delhi – 110019	(Old U74899DL1995PLC064034) (New: U74899DL1995GOI064034)	Holding	100%	Section 2 (87) & Section 2 (46)

*Direct holding is NIL

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/ HUF*	-	6	6	0.00	-	6	6	0.00	0
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	49,99,994	49,99,994	100.00	-	49,99,994	49,99,994	100.00	0
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	-	50,00,000	50,00,000	100.00	-	50,00,000	50,00,000	100.00	0

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
Indians									
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - DR	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	50,00,000	50,00,000	100.00	-	50,00,000	50,00,000	100.00	0

*Beneficial interest are held by IFCI Financial Services Limited

B) Shareholding of Promoter:

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	IFCI Financial Services Limited	49,99,994	100.00	-	49,99,994	100.00	-	-
2	Smt. Chandra Ramesh (Nominee of IFCI Financial Services Limited)	1	0.00	-	1	0.00	-	-
3	Shri D. V. Ramesh (Nominee of IFCI Financial Services Limited)	1	0.00	-	1	0.00	-	-
4	Shri O. Ramesh Babu (Nominee of IFCI Financial Services Limited)	1	0.00	-	0	0.00	-	-

5	Shri R. Govindarajan (Nominee of IFCI Financial Services Limited)	1	0.00	-	0	0.00	-	-
6	Shri K Janarthanam (Nominee of IFCI Financial Services Limited)	1	0.00	-	1	0.00	-	-
7	Shri V Subramanian (Nominee of IFCI Financial Services Limited)	1	0.00	-	0	0.00	-	-
8	Shri Ramkumar Srinivasan (Nominee of IFCI Financial Services Limited)	0	0.00	-	1	0.00	-	-
9	Shri V S Nair (Nominee of IFCI Financial Services Limited)	0	0.00	-	1	0.00	-	-
10	Shri Rajesh Kumar Gupta (Nominee of IFCI Financial Services Limited)	0	0.00	-	1	0.00	-	-
	Total	50,00,000	100.00	-	50,00,000	100.00	-	-

C) Change in Promoters' Shareholding (please specify, if there is no change):

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	50,00,000	100.00	50,00,000	100.00
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): On August 24, 2015 the following share transfer took place.	-	-	50,00,000	100.00

	<ul style="list-style-type: none"> • 1 share of Rs. 10 each was transferred from Shri O Ramesh Babu to Shri Rajesh Kumar Gupta, • 1 share of Rs.10 each was transferred from Shri V Subramanian to Shri Ramkumar Srinivasan. <p>On September 2, 2015 the following share transfer took place.</p> <ul style="list-style-type: none"> • 1 share of Rs. 10 each was transferred from Shri R Govindarajan to Shri V S Nair. <p>In both the above cases, transferors and transferees were nominees of IFCI Financial Services Limited and hence the beneficial interest remained with IFCI Financial Services Limited.</p>				
3	At the end of the year	50,00,000	100.00	50,00,000	100.00

**D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during theyear	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	-	-	-	-
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for	-	-	-	-

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during theyear	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3	At the end of the year	-	-	-	-

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during theyear	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year - Shri O. Ramesh Babu (Nominee of IFCI Financial Services Limited)	1	0	1	0
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
3	At the end of the year - Shri O. Ramesh Babu (Nominee of IFCI Financial Services Limited) - ShriRajesh Kumar Gupta (Nominee of IFCI Financial Services Limited) - ShriRamkumarSrinivasan (Nominee of IFCI Financial Services Limited)	0 1 1	0 0 0	0 1 1	0 0 0

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Amount in Rs)

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1	Gross salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act(as per Schedule V of the Companies Act, 2013)		42 lakhs

B. Remuneration to other directors (Amount in Rs)

SN	Particulars of Remuneration	Name of Director	Total Amount (Rs.)
1	Independent Directors	Shri M P Rege	
	Fee for attending board committee meetings	20,000	20,000
	Commission	-	-
	Others, please specify	-	-
	Total (1)	20,000	
2	Other Non-Executive Directors		
	Fee for attending board committee meetings	-	-
	Commission	-	-
	Others, please specify	-	-
	Total (2)	-	-
	Total (B)=(1+2)	20,000	
	Total Managerial Remuneration*		Nil
	Overall Ceiling as per the Act		(@1% of profits calculated under Section 198 of the Companies Act, 2013)

*Excluding sitting fees under Section 197 (5) of the Companies Act, 2013 and as per Schedule V of the Companies Act, 2013

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no Penalty / Punishment/ Compounding under Companies Act during the year ended 31.03.2016.

IFIN COMMODITIES LIMITED

R. L. D.

DIRECTOR

IFIN COMMODITIES LIMITED

S. U. S. R.

DIRECTOR



8/12/16

CAG/CAUP

ANNEXURE II

भारतीय लेखा तथा लेखा परीक्षा विभाग

कार्यालय प्रधान निदेशक वाणिज्यिक लेखा परीक्षा
तथा पदेन सदस्य लेखा परीक्षा बोर्ड, चेन्नै

Indian Audit and Accounts Department
Office of the Principal Director of Commercial Audit
and ex-officio Member Audit Board, Chennai

01.07.16

दिनांक Dated

सं/ No. PDCA/CA-III/2-69/2016-17/77

सेवा में/ To

✓ The Chairman,
IFIN Commodities Limited,
Continental Chambers,
Third Floor,
142, Mahathma Gandhi Road,
Nungambakkam, Chennai-34.

Sir,

Sub: Comments of the Comptroller and Auditor General of India under Section 143 (6)(b) of the Companies Act, 2013 on the accounts of IFIN Commodities Limited for the year ended 31 March 2016.

I forward herewith comments of the Comptroller and Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the financial statements of IFIN Commodities Limited for the year ended 31 March 2016.

Receipt of this letter may kindly be acknowledged.

Yours faithfully,

(G. SUDHARMIND)

PRINCIPAL DIRECTOR OF COMMERCIAL AUDIT AND
EX-OFFICIO MEMBER AUDIT BOARD, CHENNAI

Encl: As above

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL
STATEMENTS OF IFIN COMMODITIES LIMITED FOR THE YEAR ENDED 31
MARCH 2016.**

The preparation of financial statements of IFIN Commodities Limited for the year ended 31 March 2016 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 30.05.2016.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of IFIN Commodities Limited for the year ended 31 March 2016 under section 143(6)(a) of the Act.

**For and on behalf of the
Comptroller & Auditor General of India**



(G. SUDHARMINI)

**PRINCIPAL DIRECTOR OF COMMERCIAL AUDIT &
EX-OFFICIO MEMBER AUDIT BOARD, CHENNAI**

Place: Chennai
Date: 01.07.16

FORM NO. AOC -2

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

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

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Nil
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements/transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
e)	Justification for entering into such contracts or arrangements or transactions'	Nil
f)	Date of approval by the Board	Nil
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Nil

2. Details of material contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Nil
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements/transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
e)	Date of approval by the Board	Nil
f)	Amount paid as advances, if any	Nil



INDEPENDENT AUDITORS 'REPORT

TO

The members of IFIN Commodities limited

We have audited the accompanying financial statements of **IFIN Commodities limited** ("the company"), which comprises the balance sheet as at 31st March 2016, the statement of profit and loss, the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management responsibility for the financial statements:

The company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of financial position, financial performance and cash flow of 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

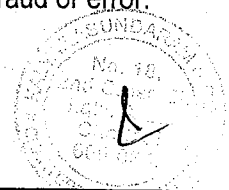
Auditor's responsibility:

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

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

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 financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risk of material misstatement of 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 true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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 financial statements.

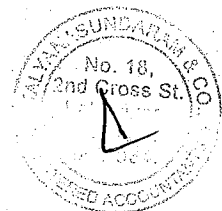
Opinion

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

- a. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b. In the case of the statement of Profit and Loss, of the PROFIT for the year ended on that date; and
- c. In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order
2. As required by section 143(3) of the Act, we report 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 appears from our examination of those books.
 - c) As per the information and explanations given to us, the company has branch office(s) only for marketing purposes. Hence, no requirement to consider report of branch auditor and dealt with it in preparing our report.
 - d) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - e) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.





KALYANASUNDARAM & Co.,
CHARTERED ACCOUNTANTS

- f) In our opinion, there is no such observation which may have adverse effect on the functioning of the company.
- g) On the basis of written representation received from the directors as on 31 March 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- h) There is no qualification, reservation or adverse remark relating to the maintenance of accounts and other matters connected therewith.
- i) The company has adequate internal financial control system in place and the operating effectiveness of such controls.
- j) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of 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 does not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
- iii) The company is not required to transfer any amount to the Investor Education and Protection Fund.

Place: Chennai
Dated: 27.04.2016

For KALYANASUNDARAM & CO
Chartered accountants
FRN: 001676S

B.KALYANASUNDARAM
M.NO: 11453



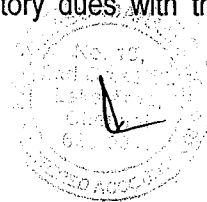


ANNEXURE REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE ON THE ACCOUNTS OF IFIN COMMODITIES LIMITED FOR THE YEAR ENDED MARCH 31, 2016

- i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The physical verification of fixed assets is being done by the company once in a year which in our opinion is reasonable having regard to the size of the company and nature of business. During the year the assets have been physically verified by the management and no major variation noticed on comparing with book.

(c) As per our verification, the company is not having any immovable property in its name.
- ii) The Company does not have any inventory. Therefore, the provisions of clause 3(ii) of the order is not applicable.
- iii) The Company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, hence the provisions of clause iii(a), (b) and (c) of the order are not applicable.
- iv) The company has not granted any loans, investments, guarantees and securities to which provisions of section 185 and 186 of the Act applies.
- v) The Company has not accepted any deposits from the public within the meaning of Section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, wherever applicable. Therefore the provisions of clause 3(v) of the Order are not applicable.
- vi) The Central Government of India has not prescribed the maintenance of cost records under Section 148(1) of the Act for any of the services rendered by the company.
- vii) a) According to the information and explanations given to us and the records produced before us for verification, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities.





- b) According to the information and explanations given to us, there are no dues of income tax, sales tax, wealth tax, service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute.
- viii) The company has not defaulted any repayment to financial institutions. The company has not taken any loan from banks or government. The company has no debenture holders.
- ix) The company has not raised any fund through IPO/term loan.
- x) To the best of our knowledge and belief and according to information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the course of audit.
- xi) The company has not given any managerial remuneration.
- xii) The company is not a nidhi company. Hence clause (XII) is not applicable.
- xiii) As per information given to us, all the transactions to which section 177 and 188 applies, have been disclosed by the company as required by applicable accounting standards.
- xiv) As per information given to us, the company has not made any preferential issue/ private placement of shares/debentures. Hence this clause is not applicable.
- xv) The company has not entered into any non cash transactions with directors or other persons to whom the provisions of section 192 of the Act applies.
- xvi) The company does not require to be registered under section 45A of RBI Act 1934.

Place: Chennai
Dated: 27.04.16

For KALYANASUNDARAM & CO
Chartered accountants
FRN: 001676S



B.KALYANASUNDARAM
M.NO: 11453

IFIN Commodities Limited
Balance Sheet as at 31st March 2016

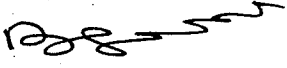
Particulars		Note No.	As at 31st March 2016	As at 31st March 2015
I.	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	2	5,00,00,000	5,00,00,000
	(b) Reserves and surplus	3	39,91,339	28,60,080
2	Share application money pending allotment			
3	Non-current liabilities			
	(a) Deferred tax liabilities (Net)		1,82,730	1,59,103
4	Current liabilities			
	(a) Trade payables		3,09,95,011	3,05,51,217
	(b) Other current liabilities	4	1,05,67,060	2,37,30,542
	(c) Short - term provisions	5	7,23,292	2,43,316
	TOTAL		9,64,59,432	10,75,44,258
II.	ASSETS			
	Non-current assets			
1	(a) Fixed assets	6		
	(i) Tangible assets		67,518	2,39,857
	(ii) Intangible assets		1,67,021	3,13,284
	(b) Long-term loans and advances	7	1,18,50,000	3,73,50,000
2	Current assets			
	(a) Trade receivables	8	13,53,902	3,60,336
	(b) Cash and cash equivalents	9	7,76,77,311	6,27,71,787
	(c) Short-term loans and advances	10	22,14,726	21,19,058
	(d) Other current assets	11	31,28,954	43,89,936
	TOTAL		9,64,59,432	10,75,44,258

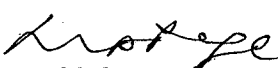
The Notes No. 1 to 11 form an integral part of Balance Sheet

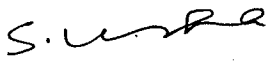
This is the balance Sheet referred to in our Report of even date

**FOR AND ON BEHALF OF THE BOARD OF
IFIN COMMODITIES LIMITED**

For **KALYANASUNDARAM & CO.,**
Chartered Accountants
Firm Reg. No. 001676S


B. KALYANASUNDARAM
Partner, M.No. 11453


M. P. Rege
Chairman


S. Usha
Director

Place : Chennai
Date : 27/04/2016

IFIN Commodities Limited
Statement of Profit and loss for the Year ended 31st March 2016

Particulars	Note No.	For the Year ended 31st March 2016	For the year ended 31st March 2015
I. Revenue from operations	12	1,58,02,503	1,58,07,782
II. Other income	13	45,07,710	45,68,968
III. Total Revenue (I + II)		2,03,10,213	2,03,76,750
IV. Expenses:			
Employee benefits expense	14	88,66,021	95,40,771
Finance costs	15	3,45,275	1,96,803
Depreciation and amortization expense		1,15,074	1,54,284
Other expenses	16	89,49,250	1,02,63,450
Total expenses		1,82,75,620	2,01,55,308
V. Profit (Loss) before Provisions and extraordinary items and tax (III-IV)		20,34,593	2,21,442
VI. Provision for Doubtful debts and advances		-	-
Prior period Expenses		1,04,428	-
VII. Profit (Loss) before extraordinary items and tax (V - VI)		19,30,165	2,21,442
VIII. Extraordinary Items		-	-
IX. Profit (Loss) before tax (VII- VIII)		19,30,165	2,21,442
X Tax expense:			
Provision for Taxation			
- Current Tax		6,76,179	89,792
- Deferred Tax Charge (Net)		23,627	-
XI Profit (Loss) for the period (IX - X)		12,30,359	1,31,650
XII Earnings per share			
Basic		0.25	0.03
Diluted		0.25	0.03

The Note 1 & 11 to 16 from an integral part of statement of profit and Loss

This is the Statement of Profit and Loss referred to in our report of even date

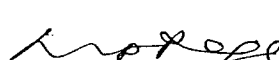
For KALYANASUNDARAM & CO.,
Chartered Accountants
Firm Reg. No. 001676S



B. KALYANASUNDARAM
Partner, M.No. 11453

**FOR AND ON BEHALF OF THE BOARD OF
IFIN COMMODITIES LIMITED**

37

Place: Chennai
Date: 27/04/2016


M. P. Rege
Chairman


S. Usha
Director

IFIN COMMOITIES LIMITED
CASH FLOW STATEMENT AS ON 31ST MARCH 2016

(Amount in Rs.)

	Particulars	Year ended	
		31.03.2016	31.03.2015
A	CASH FLOW FROM OPERATING ACTIVITES		
	Net Profit befor tax as per P&L a/c	20,34,593	2,21,442
	Adjustments for:		
	Depreciation / Amortisation on Fixed Assets	1,15,074	1,54,284
	Provision for Doubtful Debts	-	-
	Interest income	(45,07,710)	(45,68,968)
	Interest Expenses	3,45,275	1,96,803
	Operation Profit before Working Capital Changes	(20,12,768)	(39,96,439)
	Adjustments for:		
	(Increase) / Decrease in Trade Receivables	(9,93,566)	(3,32,840)
	(Increase) / Decrease in short term Loans & Advances	(95,668)	19,80,889
	(Increase) / Decrease in loans & Advances	2,55,00,000	49,404
	Increase / (Decrease) in Trade Payable	4,43,795	(25,99,356)
	Increase / (Decrease) in Current Liabilites	-	22,83,057
	Increase / (Decrease) in Provisions	4,79,976	26,977
	Increase / (Decrease) in other Current liability	(1,31,63,482)	(6,13,354)
	(Increase) / Decrease in other Current Assets	12,60,982	
		1,34,32,036	7,94,776
	Cash Generated from Operation before tax	1,14,19,267	(32,01,663)
	Direct taxes paid	6,76,179	89,792
	Net cash from Operating Activities	1,07,43,089	(32,91,455)
B	CASH FLOW FROM INVESTING ACTIVITIES		
	(Increase) / Decrease in Fixed Deposits	(43,26,151)	2,56,093
	Interest Received	45,07,710	45,68,968
	Repayment of Long Term Liabilities		
	Net Cash used in / raised from Investing Activities	1,81,559	48,25,061
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Interest Paid	(3,45,275)	(1,96,803)
	Capital by the Holding company	-	-
		(3,45,275)	(1,96,803)
	Net Changes in Cash & Cash Equivalent (a+b+c)	1,05,79,373	13,36,804
	Opening Cash and Cash Equivalent	1,73,04,727	1,59,67,923
	Closing Cash and Cash Equivalent	2,78,84,100	1,73,04,727
	Increase / Decrease in Cash & Cash Equivalent	1,05,79,373	13,36,804

The above cash flow statement has been prepared under the "indirect method" set out in Accounting Standard-3 on Cash Flow Statement issued as per Company's Accounting Standard Rules,2006.

For KALYANASUNDARAM & CO.,
Chartered Accountants
Firm Reg. No. 001676S

FOR AND ON BEHALF OF THE BOARD OF
IFIN COMMODITIES LIMITED

B. KALYANASUNDARAM
Partner, M.No. 11453

M. P. Rege
Chairman

S. Usha
Director

Place : Chennai
Date : 27/04/2016

IFIN Commodities Limited

Note 2 Share Capital

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
	Number	Rs.	Number	Rs.
Authorised Equity Shares of Rs.10/- each	50,00,000	50,00,00,00	50,00,000	5,00,00,000
Issued Equity Shares of Rs.10/- each	50,00,000	5,00,00,000	50,00,000	5,00,00,000
Subscribed & Paid up Equity Shares of Rs.10/- each	50,00,000	5,00,00,000	50,00,000	5,00,00,000
Total	50,00,000	5,00,00,000	50,00,000	5,00,00,000

Particulars	Preference Shares March 2016		Equity Shares March 2015	
	Number	Rs	Number	Rs
Shares outstanding at the beginning of the year	50,00,000	5,00,00,000	50,00,000	5,00,00,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	50,00,000	5,00,00,000	50,00,000	5,00,00,000

5000000 Equity Shares (Previous year - 5000000 equity shares) are held by IFCI Financial Services Limited, the holding company and its nominees.

Name of Shareholder	As at 31st March 2016		As at 31st March 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
IFCI Financial Services Limited and nominees	50,00,000	100	50,00,000	100

Terms/Rights attached to equity shares:

The Company has only one class of equity share, i.e. equity shares having face value of Rs.10/- per share entitled to one vote per share.

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IFIN Commodities Limited
Note 3 Reserves and Surplus

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
a. Surplus:		
Opening balance	28,60,080	27,28,430
Less : Adjustment for Fixed asset	99,100	
(+) Net Profit/(Net Loss) For the current year	12,30,359	1,31,650
Closing Balance	39,91,339	28,60,080
Total	39,91,339	28,60,080

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IFIN Commodities Limited

Note 4 Other Current Liabilities

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Sundry Deposits	3,89,999	5,02,248
Creditors for expenses	15,49,883	11,92,846
Other Payables - Statutory Payment to Government Authorities	8,80,338	17,00,436
Provision net of tax	-	89,792
Payable to Exchanges	57,44,884	1,90,08,492
Other Liabilities	14,63,428	2,23,985
Provision for expenses	5,38,528	10,12,743
Total	1,05,67,060	2,37,30,542

Note 5 Short-term Provisions

Particulars	As at 31st March 2016	As at 31st March 2015
(a) Provision for employee benefits		
Superannuation		
Gratuity	29,688	10,000
Leave Encashment	1,83,734	1,56,316
(b) Others		
Provision for Bonus	5,09,870	77,000
Total	7,23,292	2,43,316

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IFIN COMMODITIES LIMITED
Note 6 Fixed Assets

Description	Gross Assets						Accumulated Depreciation				Net Block		
	Balance as at 1st April 2015	Addition	Deletion	Balance as at 31st March 2016	Balance as at 1st April 2015	Depreciation charge for the period	Balance as at 31st March 2016	Prior period depreciation	Adjustment against retained earning	Balance as at 31st March 2016	Balance as at 31st March 2015		
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)		
Office Equipments	1,38,400	-	-	1,38,400	58,356	73,240	1,31,596	-	-	6,804	80,044		
Computer Hardware	12,14,273	-	-	12,14,273	10,54,460	-	10,54,460	-	99,100	60,713	1,59,813		
Total	13,52,673	-	-	13,52,673	11,12,816	73,240	11,86,056	-	99,100	67,517	2,39,857		
Computer Software	15,53,728	-	-	15,53,728	12,40,444	41,834	12,82,278	1,04,429	-	1,67,021	3,13,284		
Intangible-Membership Card	32,00,000	-	-	32,00,000	32,00,000	-	32,00,000	-	-	(0)	-		
Total	47,53,728	-	-	47,53,728	44,40,444	41,834	44,82,278	1,04,429	-	1,67,021	3,13,284		
Grand Total	61,06,401	-	-	61,06,401	55,53,261	1,15,074	56,68,334	1,04,429	99,100	2,34,539	5,53,141		
Previous Year	61,06,401	-	-	61,06,401	53,98,977	1,54,284	55,53,261	-	-	5,53,141	7,07,425		

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IFIN Commodities Limited

Note 7. Long Term Loans and Advances

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
b. Security Deposits		
Secured, considered good		
Unsecured, considered good	1,18,50,000	3,73,50,000
Doubtful		
Less: Provision for doubtful deposits		-
	1,18,50,000	3,73,50,000
c. Loans and advances to related parties (refer Note 2)		
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
Less: Provision for doubtful loans and advances	-	-
	-	-
d. Other loans and advances		
Advance tax and Tax deducted at Source	-	-
Less Provision for Tax	-	-
TOTAL	1,18,50,000	3,73,50,000

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IFIN Commodities Limited

Note 8 Trade receivable

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
than six months from the date they are due for payment		
Secured, considered good		-
Unsecured, considered good	13,53,902	3,60,336
	13,53,902	3,60,336
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good		-
Unsecured, considered good		-
Unsecured, considered doubtful	2763876	27,63,877
Less: Provision for doubtful debts	27,63,876	27,63,877
Total	13,53,902	3,60,336

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IFIN Commodities Limited

Note 9 Cash and cash equivalents

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
a. Balances with banks				
This includes:				
In Current Accounts with Schedule Banks	2,78,82,305		1,73,03,199	
Bank deposits	4,97,93,211	7,76,75,517	4,54,67,060	6,27,70,259
b. Cheques, drafts on hand		1,794		1,528
c. Cash on hand				
		7,76,77,311		6,27,71,787

Note 10 Short term loans and advances

Particulars	As at 31st March 2016		As at 31st March 2015	
a. Others				
c. Other loans and advances				
Advance tax and Tax deducted at Source	8,22,374		14,30,345	
Less Provision for Tax		8,22,374	-	14,30,345
Other Loans and Advances		13,13,172		6,68,745
Prepaid Expenses		79,180		19,968
		22,14,726		21,19,058
		22,14,726		21,19,058

Note 11 Other current assets

Particulars	As at 31st March 2016		As at 31st March 2015	
Interest accrued on Deposits		31,28,954		43,89,936
Other assets		-		-
Total		31,28,954		43,89,936

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IFIN Commodities Limited**Note 12 Revenue from Operations****(Amount in Rs.)**

Particulars	For the year ended 31st March 2016	For the year ended 31st March 2015
Operating revenues:		
Brokerage	1,57,91,553	1,57,56,782
Account Opening Charges	-	-
Other Operating income	10,950	51,000
Total	1,58,02,503	1,58,07,782

Note 13 Other Income

Particulars	For the year ended 31st March 2016	For the year ended 31st March 2015
Interest	45,07,710	45,68,968
Miscellaneous Income	-	-
Total	45,07,710	45,68,968

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IFIN Commodities Limited

Note 14 Employee Benefits expense

(Amount in Rs.)

Particulars	For the year ended 31st March 2016	For the year ended 31st March 2015
Salaries and incentives	80,65,888	85,88,816
Contributions to -		
(i) Provident fund	5,96,938	6,86,999
(ii) Employee State Insurance	56,607	1,07,867
Gratuity fund contributions	-	40,502
Staff welfare expenses	1,46,588	1,16,587
Total	88,66,021	95,40,771

Note 15 Finance Cost

Particulars	For the year ended 31st March 2016	For the year ended 31st March 2015
Bank Charges	3,45,275	1,96,803
Total	3,45,275	1,96,803

Note 16 Other Expenses

Particulars	For the year ended 31st March 2016	For the year ended 31st March 2015
Insurance	38,973	1,46,524
Audit Fees	2,60,000	2,95,000
Professional And Consultancy Charges	6,26,212	24,21,819
Commission Paid	33,66,745	26,42,866
Rent	27,82,956	35,15,124
Rates And Taxes	2,01,909	28,372
Penalty	5,15,248	-
Other Expenses	11,57,206	12,13,745
Total	89,49,250	1,02,63,450

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IFIN COMMODITIES LIMITED

Note: 1

A. Significant Accounting Policies:

I. Method of Accounting:

The financial accounts have been prepared on accrual basis in accordance with Generally Accepted Accounting Principles in compliance with all material aspects, in accordance with applicable Accounting Standards notified under section 133 of the Companies Act, 2013.

II. Use of Estimates:

The preparation of the financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent assets and liabilities. The estimates and assumptions used in the financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results may differ from the estimates and assumptions used in preparing the financial statements. Any differences of actual results to such estimates are recognized in the period in which the results are known/materialized.

III. Revenue Recognition:

Broking Income

Brokerage Income is recognized on the trade date of the transaction upon confirmation of the transactions by the exchanges.

Interest Income

Interest earned on fixed income bearing securities is accounted on a time proportion basis taking into account the amount outstanding and the rate applicable.

Commodity Futures – derivatives

- Commodity Futures are marked to market on daily basis. Debit or Credit Balances disclosed under Current Assets or Current liabilities respectively represent the net amount paid or received on the basis of movement of prices in the Commodity Index Futures till the Balance sheet date.
- As at the Balance sheet date, the profit or loss on open positions are accounted for as follows:

The unrealized profit is ignored and no credit is taken in the profit and loss account.

The unrealized loss determined being anticipated loss, is recognized in the profit and loss account.

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On final settlement or squaring-up of contracts for Commodity Futures, the profit or loss is calculated as difference between settlement/squaring-up price and contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract is recognized in the profit and loss account upon expiry/squaring-up of the contracts.

IV. Fixed Assets and Depreciation:

- Fixed assets are stated at historical cost less accumulated depreciation.

- Intangible Assets:

Intangible assets are recognized if they are separately identifiable and the Company controls the future economic benefits arising out of them. All other expenses on intangible items are charged to the profit and loss account.

The computer software is identified as Intangible assets and useful life for these asset is 10 years as per schedule II of the Companies Act, 2013.

Depreciation on the fixed assets is provided on the written down value method in the manner prescribed under Schedule II of the Companies Act, 2013.

V. Impairment of Assets:

An asset is impaired when the carrying amount of the asset exceeds its recoverable amount. An impairment loss is charged to the Profit and Loss Account in the period/year in which the said asset is identified as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of the recoverable amount.

VI. Provisioning/Write-off of assets:

Sundry debtors are written off/provided for, as per management estimates, after review.

VII. Employee benefits:

Defined contribution plan: -

- (a) The Company's Provident Fund Scheme and Employee State insurance scheme are defined contribution plan and company's contribution paid/payable is recognized as expense in Profit & Loss account during the period in which the employee renders the related service.
- (b) The Company's liability towards Gratuity is a Defined Benefit Plan. The liability towards Gratuity is determined using the Projected Unit Credit Method which recognizes each period of service as giving rise to additional unit of Employee benefit entitlement. The gratuity Scheme is operated through Group gratuity Scheme of LIC. The gratuity liabilities are provided based on Actuarial Valuation certified by LIC. Actuarial gains and losses are charged to Profit and Loss Account.

Handwritten initials or marks.

c) Compensated Absence-Leave Salary

The policy provides for an employee to be entitled to 24 days of earned leave per year and maximum of 15 days leave standing to the credit of the employee at the end of the calendar year will be paid as leave salary calculated on the basic pay along with January month salary of the immediate next calendar year. The expenses on this account thus arising are recognized in the profit and loss account.

VIII. Taxation:

Income Tax expense comprises current tax as determined in accordance with the income tax laws and deferred tax charge or credit reflecting the tax effect of the timing differences between accounting income and taxable income for the year. The deferred tax charge or credit and the corresponding deferred tax liability / assets are recognized applying the tax rates that have been enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is a reasonable certainty that such assets can be realized in future.

IX. Provision , Contingent Liabilities and Contingent Assets:

Provisions are recognized when there is a present obligation as a result of past event and it is probable that there will be outflow of resources.

Contingent liabilities are disclosed without making a provision in books when there is an obligation that may, but probably will not require outflow of resources.

Contingent assets are not recognized/ disclosed in the financial statements.

B. Notes forming part of the Accounts

Nature of Business:

- I. The Company, a registered member of the Multi Commodity Exchange Ltd (MCX), National Commodity and Derivatives Exchange (NCDEX) and National Spot Exchange Limited (NSE), is primarily engaged in the business of providing Commodity market related transaction services.
- II. The Board of Directors of IFIN, ICOM and IFIN Credit at their meeting held on July 24, 2015 had approved merger of IFIN Commodities (ICOM) and IFIN Credit Limited. M/s. Bail Associates, Chartered Accountants and M/s. S Ramasubramaniam & Associates, Advocates were engaged as consultants for completion of process of merger and for appearing at Hon'ble Madras High Court. As regards the status of merger of IFIN Credit Ltd and IFIN Commodities Ltd., on March 7, 2016, the Ld. Official Liquidator appeared and submitted that Report was under preparation and requested that further time of 3 weeks be granted to finalize and file the same. The Hon'ble Court had adjourned the matter by 3 weeks and the

next date of hearing was fixed on 28.3.2016. On March 28, 2016 the Official Liquidator had requested for further time and the Hon'ble Court had adjourned the matter

III. Contingent Liabilities not provided for:

- (a) The Company has provided bank guarantees aggregating to Rs.4,00,00,000/- (Previous Year – Rs.4, 00, 00,000 /-) to the Multi Commodity Exchange Limited as on 31 March 2016 for meeting margin requirements.
- (b) The Company has pledged fixed deposits with banks aggregating of Rs.2,00,00,000/- (Previous Year – Rs. 2,00,00,000/-) for obtaining the above bank guarantee.
- (c) Counter guarantee given by the parent company (IFCI Limited) to a bank for issue of bank guarantee to the subsidiary company IFIN Commodities Limited Rs.5,00,00,000/- (Previous Year – Rs.5,00,00,000/-)
- (d) Other Contingent liabilities – The Clients has lodged nine cases against the company which is pending as follows.

(Rs. in Lakhs)

Forum before which the cases are pending	No. of cases	Amount (Rs.)
Civil court – Multi Commodity Exchange of India Limited	8	465.33
Consumer court	1	4.30

IV. Estimated amount of Contracts remaining to be executed

Estimated amount of contracts remaining to be executed on Capital account and not provided for (net of advances) is Nil (Previous Year – NIL)

V. Managerial Remuneration: NIL (Previous Year – Nil)

VI. Earnings Per Share:

The Earning per Share [EPS] has been computed in accordance with the Accounting Standard 20 issued by the Institute of Chartered Accountants of India. The numerators and denominators used to calculate the EPS are:

(Amount in Rs.)

Particulars	As on 31-03-2016	As on 31-03-2015
Net Profit for the year available for the equity share holders (Before extra-ordinary Item)	12,30,359	1,31,651

Nominal value per equity share	Rs.10	Rs.10
Weighted Average No. of outstanding equity shares during the year – Basic & Diluted.	50,00,000	50,00,000
Basic & Diluted Earnings Per Share (Before & After extra-ordinary Item)	0.25	0.03

VII. Current and Deferred Taxation:

- (a) The company has provided Rs. 699,806/- (Previous Year – Rs. 89,792) as per the provisions of Income Tax Act,1961.
- (b) During the year the tax effect on timing difference has not been recognized

VIII. Employee Benefits

Provisions for employee benefits under revised AS 15:

- (a) Defined Contribution plan: Provident and other statutory funds. The amount recognized as an expense during the year is Rs.5,96,938./-(Previous Year – Rs. 6,86,999/-) .
- (b) Defined Benefit plan-Compensated Absence-Leave Salary
The policy provides for that an employee is entitled to 24 days of earned leave per year and maximum of 15 days leave standing to the credit of the employee at the end of the calendar year will be paid as leave salary calculated on the basic pay along with December / January month salary. The expenses recognized in the profit and loss account is Rs.1,89,475/- (previous year Rs. 2,72,350)
- (c) Defined Benefit plan-The Company operates Gratuity plan under the Group Gratuity Assurance Scheme administered by the Life Insurance Corporation of India. The scheme provides for Lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each year of completed service or part thereof in excess of 6 months subject to a maximum of Rs. 10, 00, 000. Vesting occurs on completion of 5 years of service.

The following table sets out the Gratuity plan as provided by LIC.

(Amount in Rs.)

Particulars	Year 2015-16
Policy No	605000514
Date of Valuation	31/03/2016
Membership Date	

Number of Members	31
Average age	32.87
Average Monthly Salary	10796
Average past Service	3.94
Valuation Method	Projected unit credit method
Results of Valuation	
Present value of Past Service Benefit	4,27,010
Service cost	1,05,614
Fund with lic	4,90,800
Accrued Gratuity	7,41,214
Actuarial Assumptions	
Mortality Rate	LIC (2006-08) ultimate
Discount rate	8% p.a.
Salary escalation rate	5%
Withdrawal rate	1% to 3% depending on age
Total Amount Payable	41,824

IX. Details of Auditors Remuneration (Excluding Service Tax):

Nature of Service	2014-15	2013-14
Statutory Audit Fee	1,55,000	1,55,000
For quarterly reporting and Consolidating financial statements	75,000	75,000
Tax Audit	20,000	20,000
Other services	-	8,000
Total	250,000	258,000

X. Related Party Disclosure as per AS 18:

- a) Ultimate Holding Company : IFCI Limited
- b) Holding Company : IFCI Financial Services Limited
- c) Fellow Subsidiaries :
- a) IFIN Securities Finance Limited
 - b) IFIN Credit Limited
 - c) IFCI Factors Limited
 - d) IFCI Venture Capital Funds Limited
 - e) IFCI Infrastructure Development Ltd
 - f) MPCON Limited
 - g) Stock Holding Corporation of India Limited

Note: Fellow Subsidiaries (c) to (g) given above are subsidiaries of ultimate Holding Company, IFCI Limited.

d) Transaction with Related Parties:

(Amount in Rs.)

Sr.No	Particulars	Holding /Subsidiary/ Fellow Subsidiary Companies		Key Managerial Personnel	
		2015-16	2014-15	2015-16	2014-15
1.	Loan Received from IFIN Credit Ltd	-	-	-	-
2	Loan repaid to IFIN Credit Ltd	-	-	-	-
3.	Expense reimbursed to IFCI Financial Services Ltd	-	-	-	-
4.	Consultancy Fee paid to IFCI Financial Services Ltd	-	-	-	-
5.	Interest paid to IFIN Credit Ltd	-	-	-	-
6.	Rent to IFCI Financial Services Ltd	27,82,956	35,15,124	-	-
7.	Corporate Guarantee Issued by IFCI Financial Services Ltd	5,00,00,000	5,00,00,000	-	-
8.	Insurance paid by the IFCI Financial Services Ltd	-	-	-	-
9.	Amount Payable to IFCI Financial Services Ltd	5,31,502	-	-	-

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Foreign Exchange Inflow and Outflow

During the year, the company has spent a sum of Rs.NIL. (Previous year-NIL) in foreign exchange, towards travelling and conveyance. There is no foreign exchange income during the year .

- XI. Figures of the previous year have been regrouped / rearranged wherever necessary to make them comparable with the current year figures.
 - XII. Figures have been rounded off to the nearest Rupee. Figures in bracket represent previous year's figures.
 - XIII. Balances of Sundry Debtors are confirmed on a regular basis. In the opinion of the management ` same are good and recoverable except debtors for an amount of Rs.27, 63,877/- provision for which has been made in the books.
 - XIV. Company had initiated the process of identifying the vendor under Micro, Small & Medium Enterprises Development Act, 2006. The Company is yet to receive intimation from the vendors stating their status under Micro, Small & Medium Enterprises Development Act, 2006. In view of this, the company has not made any provision and disclosure required by this Act.
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