Clearcorp Dealing Systems (India) Limited



Financial Statements

2017-2018



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Board of Directors:

Mrs. Usha Thorat (Chairperson)

Mr. R. Sridharan (Managing Director)

Mr. N. S. Venkatesh

Mr. Ananth Narayan

Chief Financial Officer

Mr. Deepak Chande

Auditors:

M/s. Kalyaniwalla & Mistry LLP Chartered Accountants

Registered and Corporate Office:

CCIL Bhavan,

S. K. Bole Road,

Dadar (West),

Mumbai-400 028

Tel: 61546200 Fax: 24326042 Website: www.ccilindia.com CIN-U74999MH2003PLC140849



Financial Statements 2017 - 2018

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INDEPENDENT AUDITOR'S REPORT

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

CLEARCORP DEALING SYSTEMS (INDIA) LIMITED

Report on the Financial Statements

We have audited the accompanying Financial Statements of *CLEARCORP DEALING SYSTEMS (INDIA) LIMITED* ("the Company"), which comprise the Balance Sheet as at March 31, 2018, 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's Responsibility for the 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 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.

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 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 the 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 circumstances.

An audit also includes evaluating the appropriateness of the 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 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, of the state of affairs of the Company as at March 31, 2018 and its profit and its 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 in terms of sub-section (11) of section143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs3 and 4 of the said Order, to the extent applicable.
- 2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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) The Balance Sheet and 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 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 Company as on March 31, 2018 and taken on record by the Board of Directors, none of the Directors of the Company are disqualified as on March 31, 2018, 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) There were no pending litigations which could impact the financial position of the Company Refer Note 23.
 - ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There are no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For KALYANIWALLA & MISTRY LLP CHARTERED ACCOUNTANTS

Firm Reg. No.: 104607W / W100166

Sd/-

Daraius Z. Fraser

PARTNER

M. No.: 42454

Mumbai: May 09, 2018



Annexure A to the Independent Auditor's Report

The Annexure referred to in paragraph 1 'Report on Other Legal and Regulatory Requirements' in our Independent Auditors' Report to the members of the Company on the Financial Statements for the year ended March 31, 2018:

Statement on Matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2016:

1. Fixed Assets:

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Company has a program for physical verification of tangible fixed assets at periodic intervals. In our opinion, the period of verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification. In case of intangibles, Management furnishes an annual Certificate of the software in use.
- c) The Company does not have immovable property and hence the provisions of sub clause (c) of paragraph 3(i) of the Order are not applicable

2. Inventory:

The Company does not have any inventory and hence the provisions of paragraph 3(ii) of the Order are not applicable.

- 3. During the year, the Company has not granted any loans, secured or unsecured to companies, firms, LLP or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of sub-clause (a) and (b) and (c) of paragraph 3 (iii) of the Order are not applicable.
- 4. According to the information and explanations given to us, the Company has not advanced any loans or given guarantee or provided any security to parties covered under section 185 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us and records examined by us, the provisions of section 186 of the Companies Act, 2013, in respect of loans given, guarantees given and investments made have been complied with by the Company.
- 5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of sections 73 to 76, or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder. No order has been passed by the Company Law Board, or National Company Law Tribunal, or Reserve Bank of India, or any Court, or any other Tribunal.



- 6. According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013, in respect of any of the activities of the Company.
- 7. Statutory Dues:
- a) According to the information and explanations given to us and on the basis of the records examined by us, the Company is regular in depositing undisputed statutory dues, including dues pertaining to Investor Education and Protection Fund, Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value added tax, Cess and any other statutory dues with the appropriate authorities wherever applicable. We have been informed that there are no undisputed dues which have remained outstanding as at the last day of the financial year, 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, Goods and Service Tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value added tax or Cess outstanding on account of any dispute, other than the following:

	Nationa of	A	Davidad ka salatah	F
Name of the Statute	Nature of	Amount	Period to which	Forum where
name or the statute	Dues	(₹ in Lakh)	the amount relates	dispute is pending
The Finance Act, 1994	Service Tax and	549	October 2009 to	Commissioner of Service Tax
	penalty and		June 2012	Audit -l
	interest thereon			Mumbai
		3	April 2009 to	Appeal pending
			March 2010	
Income-tax Act, 1961	Income- tax	0*	AY 2009-10	Deputy Commissioner of Income Tax
		4	AY 2011-12	Deputy Commissioner of Income Tax
		22	AY 2012-13	Commissioner of Income Tax
		Against which an		(A)
		amount of Rs. 6		
		lakhs being a		
		refund of an		
		earlier year had		
		been adjusted		
		0*	AY 2013-14	Commissioner of Income Tax (A)
		3	AY 2016-17	Appeal Pending

^{*} Amounts less than ₹1 Lakh.

8. According to the information and explanations given to us and based on the documents and records produced before us, there are no dues to banks, financial institutions, debenture holders and Government.

9. The Company has not raised money through initial public offer or further public offer and term

loans, hence the provisions of paragraph 3 (ix) of the Order are not applicable.

10. During the course of our examination of the books of account and records of the Company, to the best of our knowledge and belief and according to the information and explanations given to us by

the Management, no fraud on, or by the Company, has been noticed or reported during the year.

11. The provisions of section 197 of the Act are not applicable to the Company since the Company has

not paid or provided any managerial remuneration.

12. In our opinion and according to the information and explanations given to us, the Company is not a

Nidhi Company.

13. According to the information and explanations given to us and based on our examination of the

records of the Company, transactions with the related parties are in compliance with 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.

14. According to the information and explanations given to us and based on our examination of the

records of the Company, the Company has not made any preferential allotment or private

placement of shares or fully or partly convertible debentures during the year.

15. According to the information and explanations given to us and based on our examination of the

records of the Company, the Company has not entered into non-cash transactions with Directors or

persons connected with him.

16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act

1934.

For KALYANIWALLA & MISTRY LLP

CHARTERED ACCOUNTANTS

Firm Reg. No.: 104607W / W100166

Sd/-

Daraius Z. Fraser

PARTNER

M. No.: 42454

Mumbai: May 09, 2018



Annexure B to the Independent Auditor's Report

Referred to in Para 2(f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of the Company on the Financial Statements for the year ended March31, 2018.

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

We have audited the internal financial controls over financial reporting of *CLEARCORP DEALING SYSTEMS (INDIA) LIMITED* ("the Company") as of March 31, 2018, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both 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 reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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



Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by ICAI.

For KALYANIWALLA & MISTRY LLP CHARTERED ACCOUNTANTS

Firm Reg. No.: 104607W / W100166

Sd/-

Daraius Z. Fraser

PARTNER M. No.: 42454

Mumbai: May 09, 2018



BALANCE SHEET AS AT MARCH 31, 2018

(₹ in lakhs)

			(Circulation)	
	Note No.	As at 31.03.2018	As at 31.03.2017	
EQUITY AND LIABILITIES				
Shareholders' Funds				
Share Capital	2	1,000	1,000	
Reserves and Surplus	3	6,330	4,929	
Non-Current Liabilities				
Deferred Tax Liabilities	4	-	43	
Long-Term Provisions	5	251	255	
Current Liabilities				
Trade Payables				
(a) Total outstanding dues of micro and small enterpris	es 6	-	-	
(b) Total outstanding dues of other creditors		76	20	
Other Current Liabilities	7	169	147	
Short-Term Provisions	8	191	207	
TOTAL		8,017	6,601	
<u>ASSETS</u>				
Non-Current Assets				
Fixed Assets	9			
-Tangible Assets		7	4	
-Intangible Assets		667	916	
-Intangible Assets under Development-Software		383	235	
Deferred Tax Assets (Net)	10	56	-	
Long-Term Loans and Advances	11	52	0 *	
Other Non-Current Assets	12	306	546	
Current Assets				
Trade Receivables	13	195	195	
Cash and Bank Balances	14	5,943	4,302	
Short-Term Loans and Advances	15	18	16	
Other Current Assets	16	390	387	
TOTAL		8,017	6,601	
* denotes amount less than 7 1 lakh				

^{*} denotes amount less than ₹ 1 lakh.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE 1-33 FINANCIAL STATEMENTS

As per our attached report of even date For and on behalf of

For KALYANIWALLA & MISTRY LLP CHARTERED ACCOUNTANTS

Firm Reg. No.: 104607W / W100166

Sd/-

Daraius Z. Fraser PARTNER M. No.: 42454

Place: Mumbai Date: May 09, 2018 Signatures to the Financial Statements and Notes thereon For and on behalf of the Board of Directors

Sd/-**Usha Thorat** Chairperson

(DIN:00542778)

Sd/- **R. Sridharan** Managing Director (DIN:00868787)

Sd/-

N. S. Venkatesh Director (DIN:01893686)

Sd/-



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(₹ in lakhs)

			(< in takns)
	Note No.	For the year ended 31.03.2018	For the year ended 31.03.2017
Revenue from Operations	17	4,145	3,815
Other Income	18	391	338
Total Revenue		4,536	4,153
Expenses			
Employee Benefits Expense	19	696	813
Finance Costs	20	4	3
Depreciation and Amortization Expense	21	647	635
Other Expenses	22	1,218	1,138
Total Expenses		2,565	2,589
Profit Before Tax		1,971	1,564
Tax Expense			
- Current Tax		670	601
Deferred Tax		(100)	(57)
- Tax Adjustments relating to earlier years		-	0 *
Profit After Tax		1,401	1,020
Farnings per Equity Chares			
Earnings per Equity Share: -Basic		14.01	10.20
-Diluted		14.01	10.20
Equity Share of face value of ₹10 each)		14.01	10.20
(Equity shale of face value of \ Io each)			

As per our attached report of even date

For and on behalf of

For KALYANIWALLA & MISTRY LLP **CHARTERED ACCOUNTANTS** Firm Reg. No.: 104607W / W100166

Sd/-

Daraius Z. Fraser **PARTNER** M. No.: 42454

Place: Mumbai Date: May 09, 2018 Signatures to the Financial Statements and Notes thereon For and on behalf of the Board of Directors

Sd/-Usha Thorat Chairperson (DIN:00542778)

Sd/-R. Sridharan Managing Director (DIN:00868787)

Sd/-N. S. Venkatesh Director (DIN:01893686)

Sd/-



THE CLEARING CORPORATION OF INDIA LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

(₹ in lakhs)

				(\ III (akiis)	
			2017-18	2016-17	
(A)	CASH FLO	W FROM OPERATING ACTIVITIES			
	PROFIT BE	FORE TAX FOR THE YEAR	1,971	1,564	
	Add:	Adjustments for -			
		Depreciation and Amortization Expense	647	635	
		Interest on Taxes	4	3	
	Less:	Adjustments for -			
		Interest Income	390	332	
		Provision Written Back	0 *	5	
	OPERATIN	G PROFIT BEFORE WORKING CAPITAL CHANGES	2,232	1,865	
	Adjustmer	nts for :			
		(Increase)/ Decrease in Non Current Assets / Current Assets	(167)	(117)	
		Increase/(Decrease) in Non Current Liabilities / Current Liabilities	77	178	
		ERATED FROM OPERATIONS	2,142	1,926	
		Direct Taxes paid	(743)	(549)	
	NET CASH	FROM/(USED IN) OPERATING ACTIVITIES (A)	1,399	1,377	
(B)	CASH FLO	W FROM INVESTING ACTIVITIES			
		Purchase of Fixed Assets	(549)	(553)	
		Placement of Fixed Deposit with Banks	(5,543)	(4,850)	
		Redemption of Fixed Deposit with Banks	4,375	3,590	
		Interest Received	331	312	
	NET CASH	FROM/(USED IN) INVESTING ACTIVITIES (B)	(1,386)	(1,501)	
(C)	CASH FLO	W FROM FINANCING ACTIVITIES	-	-	
	NET CASH	FROM/(USED IN) FINANCING ACTIVITIES (C)		-	
NET	INCREASE/	DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	13	(124)	
CASH	I AND CASH	EQUIVALENTS - OPENING BALANCE	22	146	
CASH	AND CASH	EQUIVALENTS - CLOSING BALANCE	35	22	
NET	INCREASE/	DECREASE) IN CASH AND CASH EQUIVALENTS	13	(124)	

* denotes amount less than ₹1 lakh

As per our attached report of even date

For and on behalf of

For KALYANIWALLA & MISTRY LLP CHARTERED ACCOUNTANTS

Firm Reg. No.: 104607W / W100166

Sd/-

Daraius Z. Fraser **PARTNER** M. No.: 42454

Place: Mumbai Date: May 09, 2018 Signatures to the Financial Statements and Notes thereon For and on behalf of the Board of Directors

Sd/-Usha Thorat Chairperson (DIN:00542778) Sd/-R. Sridharan Managing Director (DIN:00868787) Sd/-

N. S. Venkatesh Director (DIN:01893686)

Sd/-



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations:

Clearcorp Dealing Systems (India) Limited ('the Company') was incorporated on June 11, 2003 having CIN U74999MH2003PLC140849, provides dealing systems / platforms, facilitates trading in the money market instruments, foreign exchange and other financial market instruments and carries out related activities.

Significant Accounting Policies:

(a) Basis of preparation of Financial Statements:

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified by the Companies Act, 2013, and relevant provisions of the Companies Act. The financial statements have been prepared under the historical convention on accrual basis.

The preparation of financial statements requires the management to make estimates and assumptions that have been considered in the reported amounts of assets and liabilities (including current liabilities) as of the date of the financial statements and the reported income and expenses during the reporting period. Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ from these estimates.

(b) Revenue Recognition:

- (i) Revenue from operations is recognised as and when the service is rendered as per the relevant agreements.
- (ii) Interest Income is recognised on a time proportion basis.
- (III) Other Revenue Income is recognised as and when there is a reasonable certainty of ultimate realization.

(c) Fixed Assets and Depreciation:

- (i) Fixed assets are stated at cost which comprises of purchase price, freight, duties, taxes, cost of installation and other incidental expenses incurred towards acquisition and installation of such assets.
- (ii) Expenses incurred towards acquisition or development of software by an external vendor is capitalized as Computer Software.
- (iii) Depreciation on Tangible Assets is provided on Straight Line Method (SLM) over the useful lives of assets as prescribed under Part C of Schedule II of the Companies Act 2013
 - Amortization of Intangible Assets is based on internal technical assessment/advice.
- (iv) Asset whose cost is ₹5,000 or less are fully written off in the year of acquisition.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

The estimated useful life of assets considered for providing depreciation/amortization is as under:

Asset	Useful Life (In Years)
Computer Systems - Hardware	3-6
Furniture and fittings	10
Office Equipment	5
Computer Software	3

(d) Employee Benefits:

Short term Employee Benefits are estimated and provided for. Post Employment Benefits and Other Long term Employee Benefits are treated as follows:

(i) <u>Defined Contribution plans</u>:

- (a) Provident Fund: The provident fund plan is operated by Regional Provident Fund Commissioner (RPFC) and the contribution thereof is paid/provided for.
- (b) Superannuation Fund: Superannuation benefit for the eligible employees is covered by Superannuation Scheme with Life Insurance Corporation of India and the contribution thereof is paid/provided for.
- (c) National Pension Scheme: The National Pension Scheme is operated by Pension Fund Regulatory and Development Authority (PFRDA) and the contribution thereof in respect of eligible employees is paid/provided for.

Contributions to the defined contribution plans are charged to the Statement of Profit & Loss for the respective financial year.

(ii) <u>Defined Benefits plans</u>:

Gratuity: Gratuity for employees is covered by Gratuity Scheme with Life Insurance Corporation of India and the contribution thereof is paid/provided for. Provision for Gratuity is made as per actuarial valuation as at the end of the year.

Actuarial gains/losses at the end of the year accrued to the defined benefit plans are taken to Statement of Profit and Loss for the respective financial year and are not deferred.

(iii) Other Long Term Benefits:

2Long term compensated absences: Provision for leave encashment is made on the basis of actuarial valuation as at the end of the year.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

(e) Income Tax:

Provision for current tax is made on the basis of relevant provisions of the Income tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is calculated using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is reasonable/virtual certainty that these would be realised in future.

(f) Foreign Currency Transactions:

Revenue Transactions in foreign currency are recorded at the rate of exchange in force at the date of transactions. Foreign Currency assets and liabilities are stated at the rate of exchange prevailing at the year end and resultant gains/losses are recognized in the Statement of Profit and Loss.

(g) Provisions and Contingent Liabilities:

Provisions are recognised for liabilities that can be measured only by using a substantial degree of estimation, if -

- i) the Company has a present obligation as a result of past event,
- ii) a probable outflow of resources is expected to settle the obligation and
- iii) the amount of the obligation can be reliably estimated.

Contingent Liability is disclosed in the case of -

- i) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation.
- ii) a possible obligation, unless the probability of outflow of resources is remote.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, such reimbursement is recognised to the extent of provision or contingent liability, as the case may be, only when it is virtually certain that the reimbursement will be received.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

	As at 31.03.2018		As at 31.0	03.2017
NOTE 2 : SHARE CAPITAL	Number	₹ in lakhs	Number	₹ in lakhs
Authorised				
Equity Shares of ₹ 10 each	10,000,000	1,000	10,000,000	1,000
	10,000,000	1,000	10,000,000	1,000
Issued, Subscribed and Paid up				
Equity Shares of ₹ 10 each	10,000,000	1,000	10,000,000	1,000
		-		
Total	10,000,000	1,000	10,000,000	1,000

Notes:

(a) There has been no change in the number of Equity Shares outstanding at the beginning or end of the respective years.

(b) Rights Attached to Equity Shares

Voting Rights:

The Company has only one class of Equity Shares having a par value of `10 per share. Each Equity Shareholder is entitled to one vote per share.

Dividend:

The dividend recommended by the Board of Directors is subject to the approval of shareholders in the Annual General Meeting and would be paid in proportion to the amount of capital paid-up on shares.

Winding up:

If any assets are available for distribution upon liquidation in terms of the provisions of the Act, it will be distributed in proportion to the capital paid-up or which ought to have been paid up at the commencement of winding up.

(c) Equity Shares in the Company held by the Holding Company:

	As at 31.03.2018		As at 31.03.2017	
Name of Shareholder	No. of Shares held	% of Holding	No. of Shares held	% of Holding
The Clearing Corporation of India Limited	10,000,000	100%	10,000,000	100%

- (d) For the period of five years immediately preceding the date of the Balance Sheet, the Company has not
 - i) Allotted any shares as fully paid up pursuant to contracts without payment being received in cash; or
 - ii) Allotted any shares as fully paid up bonus shares; or
 - iii) Bought back any of its Equity Shares.
- (e) There are no securities convertible into equity / preference shares.
- (f) There are no calls unpaid.
- (g) No shares have been forfeited.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

		(₹ in lakhs)
	As at 31.03.2018	As at 31.03.2017
NOTE 3 : RESERVES AND SURPLUS		
General Reserve Balance as per last balance sheet	24	24
Surplus Opening Balance	4,905	3,885
Add: Net Profit After Tax transferred from Statement of Profit & Loss Closing Balance	1,401 6,306	1,020 4,905
TOTAL	6,330	4,929
NOTE 4 : DEFERRED TAX LIABILITIES		
<u>Deferred Tax Liabilities</u> Timing difference on account of depreciation	-	115
Less: Deferred Tax Assets Timing difference In respect of tax disallowances	-	72
TOTAL		43
NOTE 5 : LONG TERM PROVISIONS		
Provision for Employee Benefits	251	255
TOTAL	251	255
NOTE 6 : TRADE PAYABLES		
(a) Total outstanding dues of micro and small enterprises(b) Total outstanding dues of other creditors	- 76	20
TOTAL	76	20
NOTE 7 : OTHER CURRENT LIABILITIES		
Creditors for Capital Expenses Statutory Dues payable	82 54	81 54
Other payables {Refer Note (a) below}	33	12
TOTAL	169	147
Notos :		<u> </u>

Notes:

(a) Other payables includes ₹3 lakhs (Previous year - ₹3 lakhs) due to Micro and Small Enterprises {Refer Note 29}



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

	As at 31.03.2018	(₹ in lakhs)	
		As at 31.03.2017	
NOTE 8 : SHORT TERM PROVISIONS			
Provision for Employee Benefits Provision for Taxation {Net of Advance Tax ₹2,163 lakhs }	191 -	190 17	
TOTAL	191	207	



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

(₹ in lakhs)

As on March 31, 2017 916 916 920 Net Block Upto As on March 31, 2018 **799** 299 674 114 4,193 4,193 4,309 3,662 116 On disposals Depreciation Depreciation for the year 449 644 634 647 Upto March 31, 2017 3,549 3,549 3,662 3,028 112 13 As at March 31, 2018 115 4,860 4,860 4,983 4,582 123 Disposals **Gross Block** Additions 401 527 395 395 4,465 4,465 4,582 4,055 115 117 As at April 01, 2017 Computer Systems - Hardware **Grand Total** Previous year **Particulars** Total Total Furniture and fittings Computer Software Office Equipment Intangible Assets **Tangible Assets**

Notes:

1. "O" denotes amount less than ₹ 1 lakh.

NOTE 9: FIXED ASSETS



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

(₹ in lakhs) As at As at 31.03.2018 31.03.2017 NOTE 10 : DEFERRED TAX ASSETS (NET) **Deferred Tax Assets** 78 Timing difference in respect of tax disallowances **Less: Deferred Tax Liabilities** Timing difference on account of depreciation 22 56 **TOTAL** NOTE 11: LONG TERM LOANS AND ADVANCES (Unsecured, Considered Good) 0 * 0 * **Security Deposits** 52 Advance Tax {Net of Provision for Taxation ₹2,846 lakhs } **TOTAL** 0 * 52 **NOTE 12: OTHER NON CURRENT ASSETS** 75 535 Bank Deposits with residual maturity of more than 12 months {Refer Note below} Interest Accrued on Deposits with Banks 5 11 Service Tax Demand (paid under protest) 226 0 * **Prepaid Expenses**

Notes:

Bank Deposits with maturity of more than 12 months comprises of deposits amounting to ₹75 lakhs (Previous Year ₹100 lakhs) kept with a bank under lien in favour of Forex Dealers Association of India (FEDAI).

306

546

TOTAL

^{*} denotes amount less than ₹1 lakh



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

			(₹ in lakhs
		As at 31.03.2018	As at 31.03.2017
NOTE 1	3 : TRADE RECEIVABLES		
(Unsecu	ured, Considered Good)		
	ade Receivables outstanding for a period less than months from the date they are due for payment	195	195
Oth	ners Trade Receivable	0 *	0 *
	TOTAL	195	195
NOTE 14	1 : CASH AND BANK BALANCE		
(A)	Cash and Cash Equivalents		
	Balances with Banks		
	in Current Accounts	35	22
	in Deposit Accounts {original maturity of upto 3 months}	-	-
		35	22
	Cash on Hand	0 *	0 *
		35	22
(B)	Other Bank Balances		
	Bank Deposits with residual maturity upto 12 months {Refer Note below}	5,908	4,280
		5,908	4,280
	TOTAL	5,943	4,302
	eposits with residual maturity upto 12 months comprises of control with a bank under lien in favour of Forex Dealers Associated	-	khs (Previous Year
	S : SHORT TERM LOANS AND ADVANCES ured, Considered Good)		
	es to suppliers and Others es amount less than ₹1 lakh	18	16
	TOTAL	18	16
	<u> </u>		



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

		(₹ in lakhs)
	As at 31.03.2018	As at 31.03.2017
NOTE 16 : OTHER CURRENT ASSETS		
Interest Accrued on Deposits with Banks	230	165
Due from The Clearing Corporation of India Limited-Holding Company	140	153
Service Tax Input Credit	-	41
Prepaid Expenses	20	28
Others	0 *	-
TOTAL	390	387
		(₹ in lakhs)
	For the year ended 31.03.2018	For the year ended 31.03.2017
NOTE 17: REVENUE FROM OPERATIONS		
Transaction Charges - Repo Trading System	1,859	1,637
Transaction Charges - CBLO Trading System	1,263	1,284
Transaction Charges - Forex Trading System	640	523
Datafeed Charges	337	320
Other fees and charges	46	51
TOTAL	4,145	3,815
NOTE 18 : OTHER INCOME		
Interest on Fixed Deposits with Banks	390	332
Net Profit on Foreign Currency Transaction and Translation	-	1
Others	1	5
TOTAL	391	338
NOTE 19 : EMPLOYEE BENEFITS EXPENSE		
Salaries	582	702
Contributions to Provident and Other Funds	85	83
Staff Welfare Expenses	29	28
TOTAL	696	813

^{*} denotes amount less than ₹1 lakh



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

		(₹ in lakhs) For the year ended 31.03.2017	
	For the year ended 31.03.2018		
NOTE 20 : FINANCE COST			
Interest on Taxes	4	3	
TOTAL	4	3	
NOTE 21 : DEPRECIATION AND AMORTIZATION EXPENSE			
Depreciation on Tangible Assets	3	5	
Amortisation of Intangible Assets	644	630	
TOTAL	647	635	
NOTE 22 : OTHER EXPENSES			
Rent	14	10	
Repairs and Maintenance -Computer Systems and Equipment	349	267	
Rates and Taxes	1	3	
Communication Expenses	112	98	
Business Support Services Expenses	597	615	
Net Loss on Foreign Currency Transactions and Translation	1	-	
Expenditure towards Corporate Social Responsibility	27	23	
Professional Fees	21	20	
Directors' Sitting Fees	16	23	
Payment to Auditors :			
- Audit Fees	2	2	
- Reimbursement of Expenses	0 *	_	
Others	78	77	
TOTAL	1,218	1,138	

^{*} denotes amount less than ₹1 lakh



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

NOTE 24 : CONTINGENT LIABILITIES AND COMMITMENTS

(₹ in lakhs)

			(
	Particulars	As at 31.03.2018	As at 31.03.2017
(i) Conting	gent Liabilities		
Clair	ns against the Company not acknowledged as debt :		
(a)	Service Tax Demands including penalty and interest - Pending settlement of the dispute, an amount of ₹226 lakhs, being the principal amount claimed by the authorities has been paid under protest and disclosed under Other Non Current Assets.	778	768
(b)	Income Tax Demands for various assessment years disputed by the Company	30	5
(ii) Comm	<u>itments</u>		
	ed amount of contracts remaining to be executed on account and not provided for	251	469
	TOTAL	1,059	1,242

NOTE 25: VALUE OF IMPORTS AND EXPENDITURE IN FOREIGN CURRENCY

(₹ in lakhs)

	(
For the year ended 31.03.2018	For the year ended 31.03.2017	
-	2	
3	1	
2	-	
5	3	
	31.03.2018	



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

NOTE 26: EARNINGS IN FOREIGN EXCHANGE

(₹ in lakhs

		(< in takns)	
	For the year ended 31.03.2018	For the year ended 31.03.2017	
Datafeed Charges	36	57	
	36	57	

NOTE 25: EMPLOYEE BENEFITS - GRATUITY

Amounts Recognised as Expense:

(i) Defined Contribution Plan

- (1) Employer's Contribution to Provident Fund amounting to ₹32 lakhs (Previous year ₹29 lakhs) has been included in Note 19 under Contribution to Provident Fund and Other Funds.
- (2) Employer's Contribution to Superannuation Fund amounting to ₹9 lakhs (Previous year ₹7 lakhs) has been included in Note 19 under Contribution to Provident Fund and Other Funds.
- (3) Employer's Contribution to NPS amounting to ₹5 lakhs (Previous year ₹4 lakhs) has been included in Note 19 under Contribution to Provident Fund and Other Funds.

(ii) Defined Benefit Plan

In terms of the Company's gratuity plan, on leaving of service every employee who has completed at least five years of service gets a gratuity computed at the rate of 30 days of last drawn salary for each completed year service. The Gratuity Scheme of the Company is funded with Life Insurance Corporation of India (LIC) in the form of qualifying insurance policy. In accordance with the Accounting Standard on employee benefits (AS 15) revised 2005 notified by the Companies (Accounting Standards) Rules 2006, following disclosures have been made which is based on Actuarial Valuation provided by Independent Actuary.

Gratuity cost amounting to ₹37 lakhs (Previous year - ₹40 lakhs) has been included in Note 19 under Contribution to Provident Fund and Other Funds.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

Doseriation	Gratuity		
Description	2017-18	2016-17	
A. Amount recognised in the Statement of Profit and Loss for the year			
- Current Service Cost	26	22	
- Interest Cost	16	14	
- Expected Return on Plan Assets	(17)	(16)	
- Net actuarial (Gain) / Loss recognized during the year	12	20	
- Total Expenses recognized in the Statement of Profit and Loss	37	40	
B. Actual Return on Plan Assets			
- Actual Return of Plan Assets	17	17	
C. Amount recognised in the Balance Sheet			
- Present Value of Obligation	257	221	
- Fair Value of Plan Assets	273	231	
- Funded status {surplus / (deficit)}	16	10	
- Net Asset/(Liability) recognized in the Balance Sheet	16	10	
D. Change in Present Value of Obligation			
- Present Value of Obligation at the beginning of the year	221	175	
- Current Service Cost	26	22	
- Interest Cost	16	14	
- Benefits paid	(18)	(11)	
- Actuarial (Gain) / Loss on Obligation	12 257	22 221	
- Present Value of Obligation at the end of the year	237	221	
E. Change in Plan Assets- Fair Value of Plan Assets at the beginning of the year	231	194	
- Expected Return on Plan Assets	17	16	
- Contributions Made	43	30	
- Benefits Paid	(18)	(11)	
- Actuarial Gains / (Loss) on Plan Assets	(10)	2	
- Fair Value of Plan Assets at the end of the year	273	231	
·			
F. Major categories of Plan Assets as a percentage of total plan		ance Policy	
G. Estimated Contribution to be made in next financial year	10	15	
H. Actuarial Assumptions			
- Discount Rate	7.80%	7.40%	
- Expected Rate of Return on Plan assets	8.00%	7.50%	
- Employee Attrition Rate	3%	3%	
- Mortality Rate/Table	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)	
- Future salary increase	8.00%	8.00%	
Experience adjustments on plan assets and liabilities			
- (Gain)/Loss on Plan Liabilities	23	6	
- Gain/(Loss) on Plan Assets	-	2	
J. Acturial Valuation Method	Projected Unit Credit	Projected Unit Credit	
	•	•	



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

NOTE 27: EARNINGS PER SHARE

Basic and Diluted Earnings Per Share is calculated as under:

	Particulars	2017-18	2016-17
(i)	Net Profit After Tax attributable to Equity Shareholders (₹ in lakhs)	1,401	1,020
(ii)	Number of Equity Shares outstanding at the beginning of the year	10,000,000	10,000,000
(iii)	Number of Equity Shares outstanding at the end of the year	10,000,000	10,000,000
(iv)	Weighted Average Number of Equity Shares outstanding during the year	10,000,000	10,000,000
(v)	Nominal value of Equity shares (Amt. in ₹)	10	10
(vi)	Basic and Diluted Earnings Per share (Amt. in ₹)	14.01	10.20

NOTE 28: RELATED PARTY DISCLOSURES

- (A) List of Related Parties and their relationship
- (i) Party where control exists

The Clearing Corporation of India Limited - Holding Company

(ii) Other parties with whom the Company has entered into transactions during the year in the ordinary course of the business

Legal Entity Identifier India Limited - Fellow Subsidiary Company

Party having substantial interest in Holding Company

State Bank of India

Key Management Personnel

Mr. R. Sridharan -Managing Director

Mr. Deepak Chande - Chief Financial Officer

Ms. Sandhya Sati - Company Secretary (upto 06.02.2018)



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

(B) Transactions with Related Party:

(₹ in lakhs)

Nature of Relationship	Holding Company	Party having substantial interest in Holding Company	Fellow Subsidiary Company	Key Management Personnel
Share of Operational Income Received	2,933			
	(2,483)			
LEI Renewal Charges			0	
			(0)	
Income from Operations		49		
		(33)		
Rent Paid for Residential Accommodation	14			
	(10)			
Business Support Charge	699			
	(703)			
Reimbursement/Sharing of expenses (payment)	103			
	(135)			
Remuneration :				
- Ms. Sandhya Sati				36
				(26)
Outstanding Balance as at the year end :				
Receivable	140	2		
	(153)	(2)		
Payable				
- Ms. Sandhya Sati				- (2)

Notes:

- (a) Figures in brackets represent corresponding amounts in the previous year.
- (b) "0" denotes amount less than ₹1 lakh.
- (c) Transactions with Holding Company are in accordance with the terms of agreement entered into in this regard.
- (d) No amount in respect of the related party has been provided for as doubtful debts or written off/back during the year.
- (e) The amounts are inclusive of Service Tax/GST wherever applicable.
- (f) The above related party information has been disclosed to the extent such parties have been identified by the Management. This has been relied upon by the Auditors.



CLEARCORP DEALING SYSTEMS (INDIA) LIMITED NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

NOTE 29: DETAILS OF AMOUNTS DUE TO MICRO AND SMALL ENTERPRISES

The details of dues to suppliers registered as micro/small enetrprises with the appropriate authority under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act") as at the year end are as follows:

		As at 31.03.2018			As at 31.03.2017		
	Particulars	Included in Trade Payables	Included in Other Payables	Included in Creditors for Capital Expenses	Included in Trade Payables	Included in Other Payables	Included in Creditors for Capital Expenses
(a)	Principal amount remaining unpaid at the end of Accounting year.	-	3	-	-	3	-
(b)	Amount of interest paid in terms of 16 of the MSMED Act.	-	-	-	-	-	-
(c)	The amount of interest due and payable for the period of delay in making payment.	-	-	-	-	-	-
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-	-	-	-	-
(e)	Interest due & payable even in succeeding years	-	-	-	-	-	-

The Company has compiled the above information based on the status submitted by the suppliers under the said Act.

NOTE 30: DISCLOSURE IN RESPECT OF DERIVATIVE INSTRUMENTS AND UNHEDGED FOREIGN EXPOSURE

Foreign currency exposures not hedged by any derivative instrument as on 31st March,2018 is ₹10 lakhs (Previous year - Nil).

- (a) During the year the Company has not entered into any transaction of Derivative Financial Instrument.
- (b) Following are the particulars of foreign currency exposures not hedged by any derivative instrument:

	As at 31.0	3.2018	As at 31.03.2017		
Particulars Amount in Foreign Currency		Amount in INR (₹ in lakhs)	Amount in Foreign Currency	Amount in INR (₹ in lakhs)	
Datafeed Charges receivable	USD 4,248	3	-	-	
Datafeed Charges receivable	GBP 7,890	7	-	-	
TOTAL		10		•	



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

NOTE 31:

The Company has only one business segment in which it operates viz - providing dealing systems / platforms and facilitating trading in financial market instruments.

NOTE 32:

Disclosure under Schedule III of the Companies Act, 2013, has been given to the extent applicable.

NOTE 33:

Previous year's figures have been regrouped and rearranged to conform to current year's presentation, wherever necessary.

For and on behalf of the Board of Directors

Sd/-Usha Thorat Chairperson (DIN:00542778) Sd/- **R. Sridharan** Managing Director (DIN:00868787) Sd/-N. S. Venkatesh Director (DIN:01893686)

Sd/-

Place: Mumbai
Date: May 09, 2018



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