

AUDIT REPORT  
&  
STATEMENT OF ACCOUNTS  
FOR THE YEAR ENDED  
31<sup>ST</sup> MARCH 2015

**M/s.MANDI 2 MARKET TRADERS PRIVATE LIMITED**

(Formerly known as WAY2WEALTH INSTITUTIONAL BROKING PRIVATE LIMITED)

Ground Floor, Frontline Grandeur,  
No.14, Walton Road,  
Bangalore – 560 001

SUNDARESHA & ASSOCIATES  
Chartered Accountants,  
Professional Court, I Floor,  
27/7, 15<sup>th</sup> Cross,  
3<sup>rd</sup> Block, Jayanagar,  
BANGALORE – 560 011



Independent Auditor's Report

To the Members of Mandi2Market Traders Private Limited  
(formerly known as Way2Wealth Institutional Broking Private Limited)

Report on the Financial Statements

We have audited the accompanying financial statements of Mandi2Market Traders Private Limited ('the Company') (formerly known as Way2Wealth Institutional Broking Private Limited), which comprise the balance sheet as at 31 March 2015, the statement of profit and loss and cash flow statement for the year then ended and 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 and presentation 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 judgements 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 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.





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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 judgement, 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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 31 March 2015 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, 2015 ("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 the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;





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- c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
- d) in our opinion, the aforesaid 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 as on 31 March 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
- f) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company does not have any pending litigations which would impact its financial position;
  - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
  - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For SUNDARESHA & ASSOCIATES,  
Chartered Accountants  
Firm Registration No.008012S



(PRADEEPA CHANDRA C)  
Membership No. 216133  
Partner

Place: Bangalore

Date: 09.07.2015



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Annexure to the Independent Auditor's Report

The Annexure referred to in our Independent Auditor's Report to the members of the Company on the financial statements for the year ended 31 March 2015, we report that:

- i. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) According to the information and explanation given to us, the fixed assets have been physically verified by the management in a phased and periodical manner. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. As explained to us, no discrepancies are noted on such verification.
- ii. (a) The Inventory is physically verified by the Company at reasonable Intervals.
- (b) In our opinion and according to information and explanation given to us, the procedures of physical verification of inventories followed by the management are reasonable and generally adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventory and as explained to us no material discrepancies were noticed during physical verification.
- ii. The Company has not granted loans to companies, firms and other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Thus, paragraph 3(iii) of the Order is not applicable.
- iii. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and sale of goods and services. We have not observed any major weakness in the internal control system during the course of the audit.
- iv. The Company has not accepted any deposits from the public.
- v. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the activities carried out by the Company.
- vi. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, value added tax and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities except for advance income tax instalments. As explained to us, the Company did not have any dues on account of employees' state insurance, service tax, wealth tax, duty of customs and duty of excise.



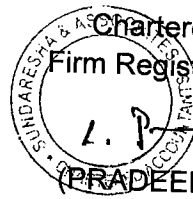


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- According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax and other material statutory dues were in arrears as at 31 March 2015 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, there are no material dues of provident fund, income tax, sales tax, value added tax and other statutory dues which have not been deposited with the appropriate authorities on account of any dispute.
- c) According to the information and explanations given to us no amounts were required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules there under.
- vii. The accumulated losses at the end of the financial year are more than fifty percent of net worth of the Company. The Company has not incurred cash losses in the financial year but has incurred cash loss during immediately preceding financial year.
- viii. The Company has not obtained any loans from financial institutions or banks. The Company has not issued any debenture during the year.
- ix. According to the information and explanations given to us, the Company has given guarantee to the financial institution for loans taken by holding company. The terms and conditions on which the Company has given guarantees are not prejudicial to the interest of the Company
- x. The Company has not obtained any term loans during the year.
- xi. According to the information and explanations given to us and on the basis of checks carried out in accordance with generally accepted auditing procedure, no fraud on or by the Company has been noticed or reported during the course of our audit.

For SUNDARESHA & ASSOCIATES,  
Chartered Accountants

Firm Registration No.008012S



(PRADEEPA CHANDRA C)

Membership No. 216133

Partner

Place: Bangalore

Date: 09.07.2015

**MANDI2MARKET TRADERS PRIVATE LIMITED**

(Formerly known as Way2Wealth Institutional Broking Private Limited)

CIN : U67190KA2007PTC043494

Address : Ground floor, Frontline Grandeur, No.14, Walton Road, Bangalore - 560 001  
e-mail : compliance@way2wealth.com, Phone No. +9180 43676869, Fax No.080-43676999

**BALANCE SHEET AS AT 31ST MARCH 2015**

Particulars	Note No.	Amount in Rupees	
		As at 31 March 2015	As at 31 March 2014
<b><u>EQUITY AND LIABILITIES</u></b>			
<b><u>Shareholders' funds</u></b>			
Share capital	2	60,00,000	60,00,000
Reserves and surplus	3	(43,12,282)	(49,73,295)
		<u>16,87,718</u>	<u>10,26,705</u>
<b><u>Non-current liabilities</u></b>			
Long-term provisions	4	22,152	40,573
		<u>22,152</u>	<u>40,573</u>
<b><u>Current liabilities</u></b>			
Short-term borrowings	5	75,01,023	-
Trade payables	6	-	1,21,30,418
Other current liabilities	7	26,26,102	52,21,885
Short-term provisions	8	1,935	3,207
		<u>1,01,29,060</u>	<u>1,73,55,510</u>
		<u>1,18,38,930</u>	<u>1,84,22,788</u>
<b><u>ASSETS</u></b>			
<b><u>Non-current assets</u></b>			
<b><u>Fixed assets</u></b>			
- Tangible assets	9	14,619	31,632
Long-term loans and advances	10	4,99,260	5,58,641
		<u>5,13,879</u>	<u>5,90,273</u>
<b><u>Current assets</u></b>			
Inventory		-	92,36,325
Trade receivables	11	94,45,263	40,28,379
Cash and cash equivalents	12	8,76,826	43,18,786
Short-term loans and advances	13	10,00,000	2,36,846
Other current assets	14	2,962	12,179
		<u>1,13,25,051</u>	<u>1,78,32,515</u>
		<u>1,18,38,930</u>	<u>1,84,22,788</u>
Significant accounting policies	1		
Other notes	20 to 31		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached  
For SUNDARESHA AND ASSOCIATES

Chartered Accountants  
Firm Registration No.008012S

Pradeep Chandra C  
Partner

Membership No.216133  
Bangalore, India  
Date: 09.07.2015

for and on behalf of the Board of Directors of  
Mandi2Market Traders Private Limited

B.G. Srinath  
Director  
DIN : 01901681  
Bangalore, India  
Date: 09.07.2015

Vinay Tiwary  
Vinay Tiwary  
Director  
DIN : 03481665

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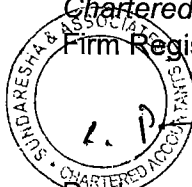
**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2015**

Particulars	Note no.	Amount in Rupees	
		Year ended 31 March 2015	Year ended 31 March 2014
Revenue from operations	15	2,36,21,033	48,08,00,993
Other income	16	4,31,675	9,52,974
<b>Total revenue</b>		<b>2,40,52,708</b>	<b>48,17,53,967</b>
<b>Expenses</b>			
Purchase of stock-in-trade		1,04,61,545	45,61,52,318
Changes in inventories of stock-in-trade		92,36,325	1,74,89,230
Employee benefits expense	17	11,64,296	36,88,713
Finance costs	18	12,10,182	26,16,881
Depreciation and amortisation	9	17,013	6,441
Other expenses	19	13,01,840	66,83,345
<b>Total expenses</b>		<b>2,33,91,201</b>	<b>48,66,36,928</b>
Profit/ (loss) before tax		6,61,507	(48,82,961)
Tax expense:			
- Current tax		1,25,000	-
- Earlier years		-	7,488
- MAT credit entitlement		(1,24,506)	-
<b>Profit/(Loss) for the year</b>		<b>6,61,013</b>	<b>(48,90,449)</b>
Earning / (Loss) per equity share (Face Value of Rs.10 each):			
- Basic and diluted	26	1.10	(8.15)

The accompanying notes form an integral part of the financial statements


As per our report of even date attached  
for SUNDARESHA AND ASSOCIATES


Chartered Accountants  
Firm Registration No.008012S



Pradeepa Chandra C  
Partner  
Membership No.216133  
Bangalore, India  
Date: 09.07.2015

for and on behalf of the Board of Directors of  
Mandi2Market Traders Private Limited

  
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Director  
DIN : 01901681  
Bangalore, India  
Date: 09.07.2015

  
Vinay Tiwary  
Director  
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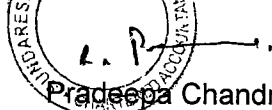
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**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2015**

Particulars	Amount in Rupees	
	Year ended 31 March 2015	Year Ended 31 March 2014
Cash flows from operating activities		
Net profit/ (loss) before tax	6,61,507	(48,82,961)
Adjustments for :		
Interest expenses and other finance costs	12,10,182	26,16,881
Depreciation and amortisation expenses	17,013	6,441
	<u>18,88,702</u>	<u>(22,59,639)</u>
Changes in assets and liabilities		
Inventories	92,36,325	1,74,89,230
Trade receivables	(54,16,884)	(38,08,623)
Loans, advances and other assets	(6,55,050)	2,09,50,240
Trade payables, other liabilities and provisions	(1,57,57,860)	(2,55,90,863)
Cash generated/ (used) from operating activities before Tax	(1,07,04,767)	67,80,345
Taxes on income paid	(40,000)	(1,22,488)
Net cash generated/ (used) by operating activities	<u>(1,07,44,767)</u>	<u>66,57,857</u>
Cash flows from financing activities		
Interest expenses and other finance cost	(1,98,216)	(26,16,881)
Short term borrowings, net	75,01,023	-
Net cash used in financing activities	<u>73,02,807</u>	<u>(26,16,881)</u>
Net increase / (decrease) in cash and cash equivalents	<u>(34,41,960)</u>	<u>40,40,976</u>
Cash and cash equivalents at beginning of year	43,18,786	2,77,810
Cash and cash equivalents at end of year	<u>8,76,826</u>	<u>43,18,786</u>

As per our report of even date attached  
for SUNDARESHA AND ASSOCIATES

Chartered Accountants  
Firm Registration No.008012S

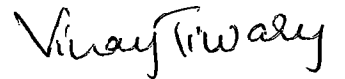
  
Pradeepa Chandra C

Partner  
Membership No.: 216133  
Bangalore, India  
Date: 09.07.2015

for and on behalf of the Board of Directors of  
Mandi2Market Traders Private Limited

  
B.G. Srinath

Director  
DIN : 01901681  
Bangalore, India  
Date: 09.07.20015



Vinay Tiwary  
Director  
DIN : 03481665

**NOTES TO THE FINANCIAL STATEMENTS**

**1. SIGNIFICANT ACCOUNTING POLICIES**

**1.01 Companies background**

The company was incorporated on 27th July 2007. The company name has been changed from Way2wealth Institutional Broking Private Limited to Mandi2Market Traders Private Limited. The company is in the business of commodity trading including physical stock.

**1.02 Basis of preparation**

The financial statements are prepared on a Going Concern Concept under the historical cost convention on the accrual basis of accounting and comply with the Generally Accepted Accounting Principles (GAAP). GAAP comprises the provisions of the Companies Act, 2013 and Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.

**1.03 Use of estimates**

The preparation of financial statements are in conformity with the Generally Accepted Accounting Policies, which require that the management makes estimates and assumptions that may affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of revenue and expenses during the reported period. The actual results could differ from those estimates. Difference between the actual result and estimates are recognised in the year in which the results are known/ materialised.

**1.04 Cash flow statement**

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

Cash comprises cash on hand and demand deposits with Bank. Cash equivalents are short term (With an original maturity of 3 months or less from the date of acquisition) highly liquid investments that are readily convertible into known amount of cash and which are subject to insignificant risk of change in value.

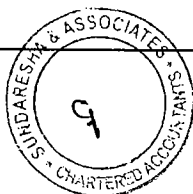
**1.05 Revenue recognition**



- The company earns revenue from sale of commodities from fixed price contract and / or confirmed price contracts.
- In fixed price contracts the revenue is recognised at the time of transfer of ownership in the goods to the buyer at prevailing market prices, along with transfer of significant risks and rewards and no significant uncertainty exists regarding the realisability of the amount.
- In unfixed price contracts, the price is fixed on a future date. Following the general trade practice in the industry, in respect of unfixed price contracts, revenue is recognised, after transfer of ownership in the goods to the buyer, when the price is fixed through raising invoice/bill, on future date, and no uncertainty exists regarding the amount of consideration
- F&O trading Income comprises of Profit / Loss on derivative instruments. On the final Settlement or squaring-up of contracts for commodity Index /stock Futures, the Profit or loss is calculated as difference between settlement / squaring-up price and contract price. Equity Indexed\Futures are marked to market. On prudent basis unrealised loss is recognised in respect of open position in profit and loss account however unrealised gain is not recognised.

**1.06 Fixed assets**

Fixed assets shall be stated at the cost of acquisition inclusive of freight, duties, levies and any directly attributable cost of bringing the asset to their working condition for intended use at site.

Capital work-in-progress comprises the cost of fixed assets that are not yet ready for their intended use at the reporting date.



**MANDI2MARKET TRADERS PRIVATE LIMITED**  
(Formerly known as Way2Wealth Institutional Broking private Limited)

**1.07 Impairment of Assets**

Assets identified as impaired are carried at net realizable value; An Asset is treated as impaired when the carrying cost of the asset is exceeding the recoverable value. An impairment loss is charged to profit and loss account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting periods is reversed if there has been a change in estimate of recoverable amount.

**1.08 Depreciation**

In respect of fixed assets acquired on or after 01.04.2014 (effective date of Schedule II of Companies Act, 2013), depreciation is charged on a straight line method so as to write off the depreciable amount of the assets over the useful life as mentioned in the following table. In respect of assets acquired prior to 01.04.2014, the carrying amount as on 01.04.2014 is depreciated over the remaining useful life.

Sl. No.	Particulars	Useful life as per company's policy	Useful life as per Companies Act, 2013
1	Computers -Servers -End user devices	6 years 3 years	6 years 3 years
2	Office equipment	5 years	5 years
3	Furniture	10 years	10 years
4	Interiors (leasehold improvement)	Initial lease period	NA

**1.09 Investments**

- Investments acquired with an intention of holdings for more than one year shall be considered as long-term investments.
- Investments are carried in Balance Sheet at cost less permanent diminution in the value.

**1.10 Valuation of Inventory**

Inventories are valued at cost or net realisable value whichever is lower.  
Cost of inventory includes the cost of commodity and all other cost incurred in bringing the materials to the present location.  
FIFO cost formula is adopted to arrive at cost of inventory.

**1.11 Employee benefits**

**A Short term employee benefits**

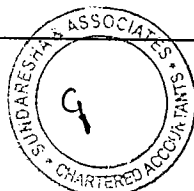
All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognised in the period in which the employee renders the related service. The company recognises the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability after deducting any amount already paid.

**B Defined contribution plans**

Contribution to provident fund are deposited with the appropriate authorities and charged to the profit and loss account on accrual basis, during the period in which the employee renders the related service. The company has no further obligations under the provident fund plan beyond its monthly contributions.

**C Defined benefit plans**

The Company has made provision for gratuity in accordance with actuarial valuation under projected unit credit method. Actuarial gains / losses are immediately taken to profit and loss accounts and are not deferred. The company encourage the employees to avail the Leave at credit before end of the accounting year, hence there will not be any liability towards leave encashment. As per accounting standard 15, there is no liability outstanding by the company for leave encashment.



*[Handwritten signatures]*

1.12 Foreign currency transactions

- i) In the case of expenditure or income in foreign currency, rate of exchange prevailing on the dates of respective transactions shall be adopted for accounting such expenditure or income.
- ii) Monetary items denominated in Foreign Currency at the end of the year shall be translated at the exchange rate prevailing on that date.
- iii) Non Monetary Foreign Currency items shall be carried at cost.
- iv) Exchange differences arising on the settlement of monetary items or on reporting an enterprise's monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, should be recognised as income or as expenses in the period in which they arise.

1.13 Leases

Leases where the lessor effectively retains substantially all risks and benefits of ownership of the assets are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight line basis over the non cancellable lease term.

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1.14 Taxes on Income

- Tax provision consists of the current tax and the deferred tax, and also any other taxes levied from time to time.
- Current tax is the tax, which is determined to be payable on Income as per Provisions of Income Tax Act, 1961.
- Tax provision consists of the current tax and the deferred tax, and also any other taxes levied from time to time.
- The deferred tax asset is recognised and carried forward only to the extent that there is reasonable / virtual certainty that the asset will be realised in future.

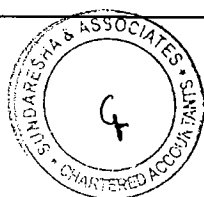
1.15 Provisions and Contingencies

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability shall be made when there is a possible obligation or present obligation towards which the outflow of resources is not probable, or the amount of obligation cannot be measured with sufficient reliability. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

1.16 Earning per share

Basic earning per share are calculated by dividing net profit or loss for the year/ period attributable to equity share holders by the weighted average number of equity shares outstanding during the period.

For the purposes of diluted earnings per share, the net profit or loss for the year/ period attributable to equity share holders and the weighted average number of shares outstanding during the period and adjusted for the effects of all dilutive potential equity shares.



**MANDI2MARKET TRADERS PVT LTD**  
(Formerly known as Way2Wealth Institutional Broking private Limited)

**2 Share Capital**

(a) Particulars	As at 31 March 2015		As at 31 March 2014	
	No. of shares	Amount (Rs)	No. of shares	Amount (Rs)
Authorised Equity shares of Rs.10 each	6,00,000	60,00,000	6,00,000	60,00,000
Issued, subscribed and fully paid up Equity shares of Rs.10 each	6,00,000	60,00,000	6,00,000	60,00,000
	6,00,000	60,00,000	6,00,000	60,00,000

- (b) Reconciliation of the number of equity and preference shares outstanding at the beginning and at the end of the reporting period is as given below:

Equity shares:

Particulars	As at 31 March 2015		As at 31 March 2014	
	No. of shares	Amount (Rs)	No. of shares	Amount (Rs)
Balance at the beginning of the year	6,00,000	60,00,000	6,00,000	60,00,000
Add: Changes during the year	-	-	-	-
Balance at the end of the year	6,00,000	60,00,000	6,00,000	60,00,000

- (c) Particulars of share holders holding more than 5% shares of a class of shares:

Name of the share holder	As at 31 March 2015		As at 31 March 2014	
	No. of shares	% holding	No. of shares	% holding
Way2Wealth Securities Private Limited (Holding Company)	5,99,998	99.99%	5,99,998	99.99%

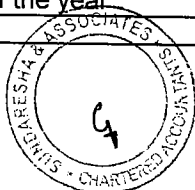
- (d) The company has only one class of equity shares having par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting. However interim dividend can be declared by the Board of Directors subject to the provisions of the Companies Act 2013, and relevant rules and regulations thereunder. In the event of liquidation of the company, the equity share holders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the equity shareholders.
- (e) The Company has not issued any bonus shares, bought back shares or issued shares for consideration other than cash for a period of 5 years immediately preceding the balance sheet date.

**3**

**Reserves and surplus**

Amount in Rupees

Particulars	As at	As at
	31 March 2015	31 March 2014
Surplus (balance in the statement of profit and loss)		
Balance at the beginning of the year	(49,73,295)	(82,846)
Add: profit / (loss) for the year	6,61,013	(48,90,449)
Balance at the end of the year	(43,12,282)	(49,73,295)



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MANDI2MARKET TRADERS PVT LTD  
(Formerly known as Way2Wealth Institutional Broking private Limited)

4	<u>Long-term provisions</u>	Amount in Rupees	
Particulars	As at 31 March 2015	As at 31 March 2014	
Provision for employee benefits			
Gratuity (refer note no. 22)	12,576	40,573	
Leave encashment (refer note no. 22)	9,576	-	
	<u>22,152</u>	<u>40,573</u>	

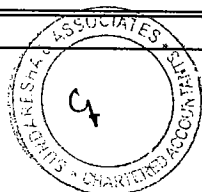
5	<u>Short-term borrowings</u>		
Particulars	As at 31 March 2015	As at 31 March 2014	
<u>Unsecured:</u>			
Loans repayable on demand			
From related parties	75,01,023	-	
	<u>75,01,023</u>	<u>-</u>	

Loan from related parties is payable on demand.  
Rate of interest on unsecured loan is 12.5% p.a. (PY Nil)

6	<u>Trade payables</u>		
Particulars	As at 31 March 2015	As at 31 March 2014	
- Dues to micro and small enterprises (refer note no.27)	-	-	
- Dues to others	-	1,21,30,418	
	<u>-</u>	<u>1,21,30,418</u>	

7	<u>Other current liabilities</u>		
Particulars	As at 31 March 2015	As at 31 March 2014	
Interest accrued and due on borrowings	12,04,273	1,92,307	
Statutory dues	15,691	2,21,554	
Employee dues	24,933	2,00,235	
Advances from customers	-	26,64,993	
Creditors for expenses (refer note no.27)	13,81,205	19,42,796	
	<u>26,26,102</u>	<u>52,21,885</u>	

8	<u>Short term provisions</u>		
Particulars	As at 31 March 2015	As at 31 March 2014	
Provision for employee benefits			
-Gratuity (refer note no. 22)	24	3,207	
-Leave encashment (refer note no. 22)	1,911	-	
	<u>1,935</u>	<u>3,207</u>	



**MANDI2MARKET TRADERS PVT LTD**  
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**9 Fixed Assets**

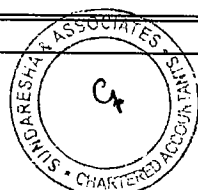
Amount in Rupees

Description	Gross block		Accumulated depreciation		Net block	
	As at 1 April 2014	Additions during the year	As at 1 April 2014	Charge for the year	As at 31 March 2015	As at 31 March 2014
Tangible fixed assets Computers	39,732	-	8,100	17,013	14,619	31,632
TOTAL	39,732	-	8,100	17,013	14,619	31,632
Previous Year	39,732	-	1,659	6,441	31,632	



**MANDI2MARKET TRADERS PVT LTD**  
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10	<u>Long term loans and advances</u>	Amount in Rupees	
Particulars	As at 31 March 2015	As at 31 March 2014	
<i>(Unsecured, Considered good)</i>			
Advance tax net of provision for tax	97,245	1,82,245	
Balances with government authorities	1,00,232	1,99,119	
MAT credit entitlement	1,94,283	69,777	
Security deposits	1,07,500	1,07,500	
	<u>4,99,260</u>	<u>5,58,641</u>	
11	<u>Trade receivables</u>		
Particulars	As at 31 March 2015	As at 31 March 2014	
<i>(Unsecured, considered good)</i>			
Receivables outstanding for a period exceeding six months	94,45,263	40,28,379	
Others	-	-	
	<u>94,45,263</u>	<u>40,28,379</u>	
12	<u>Cash and cash equivalents</u>		
Particulars	As at 31 March 2015	As at 31 March 2014	
Cash on hand	73,010	74,260	
Balances with banks-in current account	8,03,816	42,44,526	
	<u>8,76,826</u>	<u>43,18,786</u>	
13	<u>Short-term loans and advances</u>		
Particulars	As at 31 March 2015	As at 31 March 2014	
<i>(Unsecured, Considered good)</i>			
Loan and advances	10,00,000	2,36,846	
	<u>10,00,000</u>	<u>2,36,846</u>	
* Funds lent during earlier years were carrying Nil rate of interest as per the terms and conditions agreed at the time of lending. Rate of interest on fresh loans made during the year is 18% p.a. (P.Y.: Nil) Includes dues from related parties Rs Nil (P.Y. Rs 136,614)			
14	<u>Other current assets</u>		
Particulars	As at 31 March 2015	As at 31 March 2014	
Interest receivable	495	-	
Prepaid expenses	2,467	12,179	
	<u>2,962</u>	<u>12,179</u>	








**MANDI2MARKET TRADERS PVT LTD**  
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15 Revenue from operations Amount in Rupees

Particulars	Year ended 31 March 2015	Year ended 31 March 2014
Sale of products	1,85,05,323	49,35,12,255
Trading income / (loss) - futures and options	47,62,560	(1,27,11,262)
Delivery handling charges	3,53,150	-
	<b>2,36,21,033</b>	<b>48,08,00,993</b>

16 Other income

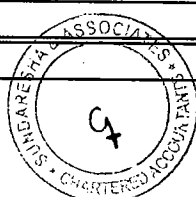
Particulars	Year ended 31 March 2015	Year ended 31 March 2014
Consultancy fees	4,00,000	4,50,000
Gratuity written back	31,180	-
Gain on mutual fund	-	4,19,146
Interest income	495	-
Miscellaneous income	-	83,828
	<b>4,31,675</b>	<b>9,52,974</b>

17 Employee benefits expense

Particulars	Year ended 31 March 2015	Year ended 31 March 2014
Salaries, wages and bonus	11,01,947	34,57,308
Contribution to provident fund & other funds	62,349	1,87,160
Gratuity	-	43,780
Staff welfare	-	465
	<b>11,64,296</b>	<b>36,88,713</b>

18 Finance costs

Particulars	Year ended 31 March 2015	Year ended 31 March 2014
Interest expense	12,10,182	26,16,881
	<b>12,10,182</b>	<b>26,16,881</b>

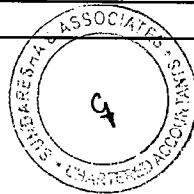


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MANDI2MARKET TRADERS PVT LTD  
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19 Other expenses Amount in Rupees

Particulars	Year ended 31 March 2015	Year ended 31 March 2014
Inventory maintenance expenses	8,67,139	56,75,363
Commission	54,829	2,82,094
Rates and taxes	10,640	31,550
Insurance	13,414	15,245
Consultancy charges	81,379	2,66,798
Auditor's remuneration		
-Statutory audit fees	40,000	40,000
-Tax audit	25,000	25,000
-Other services	5,000	5,000
-Reimbursement of expenses including service	1,236	8,652
Travelling and conveyance	1,250	3,22,719
Bad debts written off	1,98,474	-
Miscellaneous expenses	3,479	10,924
	<b>13,01,840</b>	<b>66,83,345</b>



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**MANDI2MARKET TRADERS PVT LTD**  
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20 <u>Contingent liabilities</u>	Amount in Rupees	
Particulars	As at 31 March 2015	As at 31 March 2014
(i) Contingent liabilities		
Claims against the company, not acknowledged as debt	-	-
Claims against the company in respect of dues under statutes	-	-
Bank guarantees	-	-
Guarantees given for loans taken by other bodies corporate	300,000,000	300,000,000
(ii) Commitments		
Capital Commitment in respect of fixed assets	-	-
	300,000,000	300,000,000

The holding company M/s.Way2Wealth Securities Private Limited has availed long term credit facility from KKR India Financial Services Private Limited. The Credit Facility is secured by hypothecation of Current assets of the company, cash in hand, book debts and stock in trade.

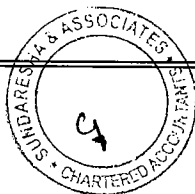
21 Additional information pursuant to the requirements of Schedule III to the Companies Act, 2013:

Particulars	31 March 2015	31 March 2014
a) Value of imports (C.I.F basis)	-	-
b) Expenditure in foreign currency	-	-
c) Earnings in foreign currency	-	-

22 Employee benefits

The following table sets out the status of the required under revised AS 15 'Employee benefits':

Particulars	31/03/2015	31/03/2014	31/03/2015	31/03/2014
	Leave encashment		Gratuity	
Change in projected benefit obligation				
Obligations at the beginning of the year	-	-	43,780	-
Service cost	6,248	-	5,454	43,780
Interest cost	-	-	3,424	-
Benefits settled	-	-	-	-
Actuarial (gain)/loss	5,239	-	(40,058)	-
<b>Obligations at year end</b>	<b>11,487</b>	<b>-</b>	<b>12,600</b>	<b>43,780</b>
Liability recognised in the balance sheet				
- Current	1,911	-	24	3,207
- Non-current	9,576	-	12,576	40,573



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**MANDI2MARKET TRADERS PVT LTD**  
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Amount in Rupees

Particulars	31-03-2015	31-03-2014	31 March 2015	31 March 2014
Fair value of plan assets at the end of the period	-	-	-	-
Present value of defined benefit obligation at the end of the period	11,487	-	12,600	43,780
Liability recognised in the balance sheet	11,487	-	12,600	43,780

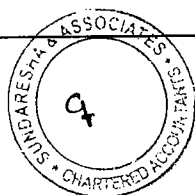
Particulars	42,094	41,729	31 March 2015	31 March 2014
Cost for the year				
Service cost	6,248	-	5,454	43,780
Interest cost	-	-	3,424	-
Expected return on plan assets	-	-	-	-
Actuarial loss/(gain)	5,239	-	(40,058)	-
Net cost	11,487	-	(31,180)	43,780

Assumptions	55 Years	-	55 Years	55 Years
Retirement age	55 Years	-	55 Years	55 Years
Interest rate	7.82% p.a	-	7.82% p.a	9.12% p.a.
Expected rate of return on plan assets	N.A	-	N.A	N.A
Salary increase	6% p.a.	-	6% p.a.	6% p.a.
Attrition rate	5% p.a.	-	5% p.a.	5% p.a.
Mortality table	Indian assured lives (2006-2008)	-	Indian assured lives (2006-2008) ultimate	Indian assured lives (2006-2008) ultimate

Company has made provision in accordance with actuarial valuation under projected unit credit method.

**23 Segment information**

The Company is into only one primary segment being dealing in commodities and the company is operating only in India. Hence there are no reportable segment.



**MANDI2MARKET TRADERS PVT LTD**  
(Formerly known as Way2Wealth Institutional Broking private Limited)

**24 Related parties disclosures**

a) Entities where control exists during the year

*Ultimate Holding Company*

Coffeeday Enterprises Limited (previously known as Coffeeday Enterprises Private Limited)

*Intermediate Holding Company*

Tanglin Developments Limited

*Holding Company*

Way2Wealth Securities Private Limited

b) Key management personnel

31 March 2015

31 March 2014

Mr. B G Srinath

Director

Director

Mr. Vinay Tiwari

Director (w.e.f 08.10.2014)

NA

Mr. Sunil Ramrakhiani

Director (upto 10.10.2014)

Director

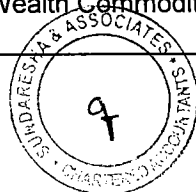
c) Enterprises under common control and with whom transactions have taken place during the year:

M/s Way2Wealth Commodities Private Limited

M/s Techno Commodity Broking Pvt Ltd

d) The following is a summary of related party transactions

Particulars	31 March 2015	31 March 2014
<b>Capital transaction</b>		
<i>Loan received during the year</i>		
Way2Wealth Securities Private Limited	3,88,92,736	21,35,32,092
Techno Commodity Broking Pvt Ltd	75,00,000	-
Way2Wealth Capital Private Limited	-	8,13,50,000
<i>Loan repaid during the year</i>		
Way2Wealth Securities Private Limited	3,88,07,788	21,41,50,000
Way2Wealth Capital Private Limited	-	8,77,31,069
<b>Revenue transaction</b>		
<i>Reimbursement of expenses paid</i>		
Way2Wealth Securities Private Limited	3,702	18,600
<i>Warehouse charges paid</i>		
Way2Wealth Commodities Private Limited	-	21,09,416
<i>Interest paid</i>		
Way2Wealth Capital Private Limited	-	2,13,674
Way2Wealth Securities Private Limited	2,69,341	-
Techno Commodity Broking Pvt Ltd	9,34,932	-
<i>Professional charges received</i>		
Way2Wealth Commodities Private Limited	4,00,000	-



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**MANDI2MARKET TRADERS PVT LTD**  
(Formerly known as Way2Wealth Institutional Broking private Limited)

e) The following is a summary of balances receivable from and payable to related parties

Particulars	31 March 2015	31 March 2014
Balances payables / (receivables)		
M/s Way2Wealth Securities Private Limited	2,70,364	(87,627)
M/s Way2Wealth Commodities Private Limited	(94,45,263)	(11,72,651)
M/s Way2Wealth Capital Private Limited	-	1,92,307
M/s Techno Commodity Broking Pvt Ltd	84,34,932	-

The Company has an understanding with M/s.Way2Wealth Securities Private Limited, wherein the expenditure incurred for the company are reimbursed in terms of the understanding between the parties. The terms and conditions of such understanding are binding and not prima facie prejudicial to the interest of the company.

25 Un-hedged foreign currency exposure Rs. Nil (P.Y. Rs. Nil)

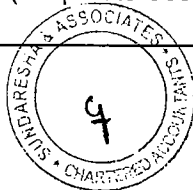
26 Earnings per share (EPS)

Particulars	31 March 2015	31 March 2014
Profit/ (Loss) after taxation as per statement of profit and loss	6,61,013	(48,90,449)
Weighted average number of shares considered for basic earnings per share	6,00,000	6,00,000
Weighted average number of shares considered for diluted earnings per share	6,00,000	6,00,000
Basic earnings/ (loss) per share (Rs.)	1.10	(8.15)
Diluted earnings / (loss)per share (Rs.)	1.10	(8.15)
Nominal value per equity share (Rs.)	10.00	10.00

27 The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' ('the Act'). The Group has no dues to Micro and Small Enterprises as at 31 March 2015 and 31 March 2014 in the financial statements based on information received and available with the Company.

28 During the year, Company has started trading in commodities and expects a significant growth of business and profits in future years.

29 The company is exempted from applicability of section 135 of the Companies Act, 2013 due to insufficiency in the profit during previous financial years as prescribed in the provisions of the Act, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014



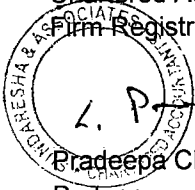
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**MANDI2MARKET TRADERS PVT LTD**  
(Formerly known as Way2Wealth Institutional Broking private Limited)

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- 30 Confirmation of receivables and payable balances have not been received by the Company, hence, reliance is placed on the balances as per books. In the opinion of the management, the amounts are realisable/ payable in the ordinary course of business.
- 31 Previous year comparatives have been regrouped and reclassified, wherever necessary to conform to the current year's classification/ disclosure.
- 

As per our report of even date attached  
for SUNDARESHA AND ASSOCIATES  
Chartered Accountants  
Firm Registration No.008012S



**Pradeepa Chandra C**  
Partner  
Membership No.: 216133  
Bangalore, India  
Date: 09.07.2015

for and on behalf of the Board of Directors of  
Mandi2Market Traders Private Limited

**B. C. Sinath**  
Director  
DIN : 01901681  
Bangalore, India  
Date: 09.07.2015

**Vinay Tiwary**  
Director  
DIN : 03481665