

**30TH ANNUAL REPORT
2015-16**

NIKKI GLOBAL FINANCE LIMITED

Regd. Off.: I-9, LGF, Lajpat Nagar -1, New Delhi -110024

CIN: L65999DL1986PLC024493

Tele Fax: 011-64000323, Mobile No. 09871005526

E-mail: info@nikkiglobal.com, investors@nikkiglobal.com,

Website: www.nikkiglobal.com

BOARD OF DIRECTORS

Mr. Ashesh Agarwal (DIN: 02319026)
Mr. Shashwat Agarwal (DIN: 00122799)
Mr. Sanjay Tandon (DIN: 00421811)
Mr. Subodh Agarwal (DIN: 00122844)
Mr. Gaya Prasad Gupta (DIN: 00335302)
Mr. Manoj Kumar (DIN: 02855139)
Mrs. Kavita Awasthi (DIN: 03106803)

Ms. Gunjita Kalani

I-9, LGF, Lajpat Nagar -1, New Delhi – 110024,

SKYLINE FINANCIAL SERVICES PVT. LTD.
D-153/A, 1st Floor, Okhla Industrial Area,
Phase – 1, New Delhi – 110020

M/s J Agarwal & Associates,
Chartered Accountants,
124, Z-1, Hemant Vihar,
Barra – 2, Kanpur – 208027

HDFC
Bank of India

Managing Director
Director
Director
Director
Director
Director

Company Secretary

Registered Office

Registrar & Transfer
Agent

Auditors

Bankers

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NOTICE

Notice is hereby given that 30th Annual General Meeting of Shareholders of Nikki Global Finance Limited (CIN: L65999DL1986PLC024493) will be held on Friday, 30th day of September, 2016 at 3:30 P.M. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi - 110071 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2016 and the Profit and Loss Account of the Company for the financial year ended on 31st March, 2016 and the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Shashwat Agarwal (DIN: 00122799), who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass with or without modification(s), following resolution as an ordinary resolution:-

“RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 (“Act”) and other applicable provisions of the Act, if any and the Rules framed thereunder, as amended from time to time, the Company hereby ratifies appointment of M/s J Agarwal & Associates, Chartered Accountants (ICAI Firm Registration No. 002601C), as auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of thirty first Annual General Meeting of the Company to be held in the year 2017 at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification, if any, the following resolution as a **Special Resolution**:-

“RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) subject to the such consent, sanction, permission or approval as may be necessary, consent of the members of the company be and is hereby accorded to the Board of Directors of the Company to enter into contracts and/or arrangements with related parties as defined under the Act in the ordinary course of business at fair market price and arm’s length with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such related party to any office or place of profit in the Company or its subsidiary, if any, or associate Company, if any, or any other transaction of whatever nature with related parties.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this resolution.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to determine the actual sums to be involved in the proposed transaction(s) and the terms and conditions related thereto and to settle or resolve all other matters arising out of or incidental to the proposed transaction(s) and to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this resolution.”

“RESOLVED FURTHER THAT all earlier contracts or arrangements as defined under Section 188 of the Companies Act, 2013 read with rules made thereunder or under Section 294, 294A of the erstwhile Companies Act, 1956 made by the Board of Directors of the Company on behalf of the Company be and are hereby confirmed and ratified being in ordinary course of business and at arm’s length basis.”


5. To consider and if thought fit, to pass with or without modification, if any, the following resolution as a **Special Resolution**:-

“RESOLVED THAT pursuant to the provisions of Section 180(1) (c) and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including all its statutory enactment(s) or modification(s) made therein from time to time for time being in force) the Board of Directors of the Company (hereinafter called the “Board” which term shall be deemed to include person(s) authorized and / or committee (s) which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) be and are hereby authorized to borrow any sum or sums of money from time to time on such terms and conditions and with or without security as the Board may think fit which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company’s Bankers in the ordinary course of business), may exceed the aggregate for the time being of the paid-up capital and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount of money/moneys so borrowed by the Board shall not at any point of time exceed the limit of Rs. 50 Crores (Rupees Fifty Crores Only).”

“RESOLVED FURTHER THAT the Board (the term Board may include any committee already constituted or constituted thereafter or any person(s) be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual, or otherwise, if any required, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

“RESOLVED FURTHER THAT earlier loans under Section 180(1) (c) of the Companies Act, 2013 or under Section 293(1) (d) of the erstwhile Companies Act, 1956 made by the Board of Directors on behalf of the Company be and are hereby confirmed and ratified.”

For Nikki Global Finance Limited


Company Secretary
M. No.: A39187

Place: - New Delhi
Date: - 25.08.2016

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER / THEIR BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Blank Proxy Form (MGT 11) is annexed to this Report. Proxies submitted on behalf of Limited Companies, Societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company, a certified copy of the Board Resolution authorising their representative to attend and vote in their behalf at the Meeting.
4. The Register of Members and Share Transfer Books of the Company will be closed from Friday, September 23, 2016 to Friday, September 30, 2016, both days inclusive.
5. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Additional Information pursuant to the Listing Agreement with the Stock Exchange and SS-2 in respect of Director seeking re-appointment as mentioned under item no. 2 in the notice of Annual General Meeting is provided hereunder. The said Director has furnished necessary documents/ declarations for their re-appointment.'

Information of Directors being appointed/re-appointed as required under Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2:-

Name of the Director	Mr. Shashwat Agarwal
Date of Birth	23.12.1961
Date of Appointment on the Board	26.03.2007
Number of Shares held in the Company	15326
Number of Meetings of the Board attended/held	9
Directorships held in other public companies (excluding foreign companies and Government Bodies)	8
Chairman/Member in the committees of the Boards of Companies in which he is Director (includes only Audit Committee, Stakeholder relationship Committee and Nomination and Remuneration Committee)	2

7. Notice of Annual General Meeting with complete Annual Report for the Financial Year 2015-16 are available for inspection by the Members of the Company at the registered office during normal business hours on all working days, Except Saturdays, Sundays and Public Holidays, between 11:00 a.m. to 1:00 p.m. upto date of the Annual General Meeting of the Company.

8. Members/Proxy(ies) are requested to:

- a. Bring their copy of the annual report and duly filled attendance slip(s) to attend the meeting and produce it at the entrance, for admission to the Meeting venue.
- b. Note that all correspondence relating to share transfers should be addressed to Registrar and Transfer Agent of the Company, viz. Skyline Financial Services Private Limited, at D-153, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi -110020, Ph. No. 011-26812682-83/64732681-88, E-mail: admin@skylinerta.com.
- c. Quote their DP ID No. /Client ID No. or folio number in all their correspondence.

9. Members are requested to notify immediately any change in their addresses to the Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.

10. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members, who have not registered their e-mail address with the Company, can now register the same with the Company by sending an email on ngfld@rediffmail.com or info@nikkiglobal.com mentioning subject as to register email id(s), or at admin@skylinerta.com to our Registrar and Transfer Agent, M/s. Skyline Financial Services Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request. Thus the Annual Report 2015-16 along with the notice of Annual General Meeting, Attendance Slip & Blank Proxy Form (MGT-11) are being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of these documents. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

11. Please note that the meeting is for members or their proxies only. Please avoid being accompanied by non members and children.

12. Members of the Company can opt any one of the mode for Voting:

- (i) Re-mote E-voting
- (ii) E-voting at Venue of Annual General Meeting
- (iii) Through Ballot / Poll Papers at venue of Annual General Meeting

Members are requested to opt only one mode of voting and if the Members opted more than one mode then vote cast through E-voting will prevail and voting cast by other modes will be treated invalid.

13. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Members as on September 23, 2016.

14. The Scrutinizer will submit his consolidated report (i.e. including voting by all means- Voting through Re-mote E-voting, E-voting at venue of Annual General Meeting and through Ballot/Poll Paper) to the Chairman or any other Director after the completion of voting at Annual General Meeting and the results of voting will be declared by the Chairman or any other Director on or before October 3, 2016 at the Registered Office of the Company at I-9, LGF, Lajpat Nagar-1, New Delhi - 110024 and will also be displayed on the website of the Company i.e. www.nikkiglobal.com and communicated

to the Stock Exchange and also to the agency which is providing Re-mote E-voting Facility or E-voting at Venue of Annual General Meeting of the Company.

15. Voting through Electronic means:

- (i) In compliance with the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the facility of voting through electronic means and the business set out in the Notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through the e-voting platform of Central Depository Services (India) Limited (herein after referred as CDSL).
 - (ii) The facility of electronic voting and Ballot / Poll Paper shall be provided to the Members at the Annual General Meeting who have not yet cast their vote either through Re-mote E-voting.
16. A person who has acquired the shares and has become a Member of the Company after the despatch of the Notice of the AGM and prior to the Cut-off date i.e. 23rd September, 2016, shall be entitled to exercise his/her vote for all the items specified in the Notice of AGM.
17. The e-voting will commence on Monday, September 26, 2016 at (9:00 Hours IST) and will close on Thursday, 29th September, 2016 at (17:00 Hours IST). During this period, the Members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. September 23, 2016, may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the electronic voting module shall be disabled for voting by CDSL thereafter.
18. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
19. The facility for voting through Ballot/Poll Paper would be made available at the AGM and the members attending the meeting who have not already cast their votes by Re-mote E-voting shall be able to exercise their right at the meeting through Ballot/Poll Paper. The members who have already cast their vote by Re-mote E-voting prior to the meeting, may also attend the Meeting, but shall not be entitled to cast their vote again.
20. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. September 23, 2016.
21. The Company has appointed Ms. Neha Jain, Practicing Company Secretary, Kanpur (Membership No. 8123; CP No. 10628) as the Scrutinizer for electronic voting process (including remote E-voting and E-voting at the venue of AGM), and voting at Annual General Meeting through Ballot/Poll Paper, in a fair and transparent manner.

22. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins Monday, September 26, 2016 at (9:00 Hours IST) and ends on Thursday, 29th September, 2016 at (17:00 Hours IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) September 23, 2016 may

cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

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

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be

also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN of Nikki Global Finance Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Contact Details:

Company	: Mr. Ashesh Agarwal, Managing Director, Nikki Global Finance Limited Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi - 110024, CIN: L65999DL1986PLC024493 Telefax: 011-64000323, E-mail ID: investors@nikkiglobal.com, Website: www.nikkiglobal.com
Registrar and Transfer Agent	: Skyline Financial Services Private Limited D-153, 1 st Floor, Okhla Industrial Area, Phase-1, New Delhi – 110020, Tel: +91-11-64732681 to 88 Fax : +91-11-26812682 E-mail: admin@skylinerta.com
Remote e-voting Agency	: Central Depository Services (India) Limited E-mail ID: helpdesk.evoting@cdslindia.com Phone Nos.: 022- 22723333/ 8588
Scrutinizer	: Ms. Neha Jain Practising Company Secretary E-mail ID: nehajain115@gmail.com, Phone No.: 0512-2332397

EXPLANATORY STATEMENT

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the business mentioned at Item Nos. 4 to 5 of the accompanying Notice dated August 25, 2016:

Item No. 4: -

The Board of Directors of the Company are always making efforts to regulate and monitor all transactions with the related party(ies) though all the transactions are being in ordinary course of business and at arm's length basis only. wherever, it is proposed to enter into any transaction with related party (ies) not being in ordinary course of business and or/ not at arm's length basis and in excess of the limits prescribed under the Rule 15 of Companies (Meeting of Board and its powers) Rules, 2014, it will be subject to further approval of members of the company as required under Section 188 of the Companies Act, 2013 read with rules made thereunder. All earlier transactions entered into by company with related party under Section 188 or Section 294 or 294A or any other provisions of the erstwhile Companies Act, are being hereby confirmed and ratified which were entered in ordinary course of business and at arm's length basis.

The proposed resolution is in the interest of the Company and Board of Directors of the Company recommend this resolution set out in the notice as Special Resolution and Board further recommend to ratify all earlier contracts or arrangements entered with related as defined under Section 188 of the Companies Act, 2013 or under Section 294, 294A or any other provisions of the Companies Act, 1956 which were entered in ordinary course of business and at arm's length basis.

None of the Directors, Key managerial personnel or their relative is any way concerned or interested in this resolution except as Director or Shareholder himself or through their relatives.

The Board recommends the resolution as set out at Item No. 4 of the Notice for approval by the Members of the Company.

Item No. 5: -

In accordance with the provisions of section 180(1)(c) of Companies Act, 2013, the Board of Directors of the company make borrowings as and when necessary for the working capital requirements and for the smooth running of the business of the company on such terms and conditions as may deem fit. In view of the potential growth of the business of the company and anticipated need of additional funds that may be required in the near future, it was considered essential to borrow funds from diverse sources for various business activities/initiatives under taken by the company, consequent to which the amount so borrowed and outstanding either has exceeded or about to exceed the limit as prescribed under Section 180(1)(c) of the Companies Act, 2013 read with Section 293(1)(d) of the erstwhile Companies Act, 1956.

Pursuant to the provisions of aforesaid Section, approval of the shareholders is required to be taken by way of special resolution in general meeting if the money borrowed, together with the money already borrowed by the company exceeds the limit of:

- One hundred percent of its paid up share capital and free reserve, apart from the temporary loans obtained by the company's bankers in the ordinary course of business.


To meet out the future fund requirements for the company, if any, the Board of Directors are seeking your approval by way of passing Special resolution so that the provisions of Section 180 could be better complied and all the transaction done or to be done by the company pursuant to Section 180(1) (c) or under Section 293 (1) (d) and to comply with the requirements of the said Section(s), your directors recommend the resolution as set out in the Item no. 5 of the notice to be passed as Special Resolution.

Your approval is being sought by voting on this resolution pursuant to the provisions of Section 180(1) of Companies Act, 2013.

None of the Directors, Key managerial personnel or their relative is any way concerned or interested in this resolution except as Director or Shareholder himself or through their relatives.

The Board recommends the resolution as set out at Item No. 5 of the Notice for approval by the Members of the Company.

For Nikki Global Finance Limited


Company Secretary
M. No.: A39187

Place: - New Delhi
Date: - 25.08.2016

DIRECTOR'S REPORT

Your Directors have pleasure in presenting the 30th Annual Report together with the Audited Statement of Accounts for the year ended on 31st March, 2016.

FINANCIAL RESULTS:

Financial Results of the Company for the year under review alongwith figures for the previous year are as follows:

PARTICULARS	Amount in (Rs.)	
	31.03.2016	31.03.2015
Total Revenue	3,04,38,325.00	2,35,06,254.00
Total Expenses	3,11,88,553.00	2,66,30,021.00
Loss before Depreciation and Tax (PBT)	(7,50,228.00)	(31,23,767.00)
Less: Depreciation	0.00	9291.00
Loss before Tax	(7,50,228.00)	(31,33,058.00)
Less: Provision for taxation	0.00	0.00
Loss after Tax (PAT)	(7,50,228.00)	(31,33,058.00)
EPS (Basic)	(0.26)	(0.92)
Diluted	(0.26)	(0.92)

DEPOSITS:

The Company has no public deposits as on date and will not accept any deposits without prior approval of the Statutory Authorities concerned.

DIVIDEND:

Due to loss(es), The Board of Directors does not recommend any dividend.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The particulars of loans or guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 have been disclosed in the financial statements.

During the year, there has been no change in investments of the Company and the changes in loans or guarantees have been disclosed in financial statements.

STATE OF THE COMPANY'S AFFAIRS AND NATURE OF BUSINESS:

Since last year, there were no changes in the State of company's affairs and there have been no change in nature of business of the Company during the Year.

TRANSFER TO RESERVES:

Due to loss(es), no appropriation has been made by the Company in its reserves during the financial year 2015-16.

MATERIAL CHANGES AND COMMITMENTS:

There have been no material changes and commitments during the year.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Auditors is subject to provisions of the Companies Act, 2013 and rules made thereunder. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board and to the Managing Director.

The Internal Audit Department monitors and evaluates the efficiency and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Directors:

Mr. Shashwat Agarwal (DIN: 00122799) retires by rotation and being eligible offers himself for re-appointment. Your Directors recommend his re-appointment.

Subject to the provisions of Companies Act, 2013 readwith rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Board of Directors of the Company have an optimum constitution.

The Members of the Company at the Annual General Meeting held on September 29, 2015, approved appointment of:

- (a) Mr. Ashesh Agarwal, who was liable to retire at the last AGM held in the year 2015.
- (b) Mrs. Kavita Awasthi, as Independent Director for 5 years commencing from March 26, 2015.
- (c) Mr. Ashesh Agarwal as Managing Director for 3 years with effect from September 1, 2015 to August 31, 2018.

Declaration by the Independent Directors of the Company:

Your Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there has been no change in the circumstances from last Financial Year which may affect their status as Independent Director during the year.

As required under Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of the Directors proposed for appointment/re-appointment has been given in the Notice of the Annual General Meeting.

Key Managerial Personnel:

There have been changes in Key Managerial Personnel(s) during the financial year 2015-16, Details are given as under:

S. No.	Name	Designation	Date of Appointment	Date of Resignation
1	Ms. Mahima Khandelwal	Company Secretary cum Compliance Officer	21/04/2015	11/07/2015
2	Ms. Gunjita Kalani	Company Secretary cum Compliance Officer	08/12/2015	Continuing

The Members of the Company at Annual General Meeting held on September 29, 2015 approved re-appointment of Mr. Ashesh Agarwal as Managing Director of the Company for 3 years. Mr. Sanjay Jain is continuing as Chief Financial Officer of the Company w.e.f. March 26, 2015.

Board Evaluation:

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Companies Act, 2013 readwith rules made thereunder and under Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed by the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state the following:

- a. that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. that directors have selected such accounting policies and applied consistently and judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. The Directors have prepared the annual accounts on a going concern basis;
- e. The Directors have laid down such internal financial controls that are adequate and operating effectively;
- f. The Directors have devised systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITORS & AUDITOR'S REPORT:

Pursuant to the provisions of Section 139 of the Act and the rules framed thereunder, M/s J Agarwal & Associates, Chartered Accountants (ICAI Firm Registration No. 002601C), were appointed as statutory auditors of the Company from the conclusion of the twenty eight annual general meeting (AGM) of the Company held on September 29, 2014 till the conclusion of the thirty first annual general meeting (AGM) to be held in the year 2017, subject to ratification of their re-appointment at every AGM.

The Company has received a letter from statutory auditors to the effect that their re-appointment, if made, would be within the provision prescribed under Section 139 of the Companies Act, 2013. Your Directors recommend their re-appointment.

The auditor's report does not contain any qualifications, reservations or adverse remarks and Notes to the financial statements referred in the Auditors Report are self-explanatory and therefore, do not call for any comments under Section 134 of the Companies Act, 2013.

SECRETARIAL AUDITOR'S REPORT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder, the Company had appointed Ms. Neha Jain, Practising Company Secretary, Kanpur to undertake the Secretarial Audit of the Company for the Financial Year 2015-16. The Secretarial Audit Report for financial year 2015-16 is annexed, which forms part of this report as **Annexure-A**. With regard to comments of Secretarial Auditor, we wish to state that due to non-functioning of MCA Portal and our system, the same escaped the attention to be filed. However, we shall file the same as soon as possible.

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. Further, there were no materially significant with the related party transactions during the year made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons. Since, there were no material contracts/arrangements made during the year, and all such contracts/arrangements were made in ordinary course of business and at arm's length basis and details of such transactions have been given in financial statements of the Company and this fact has been mentioned in attached **Annexure-B in FORM AOC-2**. Details of all such contracts/arrangements are available for inspection at the Registered Office of the Company till ensuing Annual General Meeting and if any, member is interested in inspecting the same, such member may write to the Company Secretary in advance.

CODE OF CONDUCT:

All the Members of the Board and all the employees of the Company have followed the policy of Code of Conduct in the course of day to day business operations of the Company. The Code has been placed on the Company's website www.nikkiglobal.com. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES:

There are no Subsidiaries, Joint Ventures or Associate Companies.

DISCLOSURES:

Audit Committee:

The Audit Committee comprises of Independent Directors namely Mr. Gaya Prasad Gupta, Mr. Subodh Agarwal, Mr. Manoj Kumar and Mr. Shashwat Agarwal as Executive Director of the Company.

The Audit Committee played an important role during the year. It coordinated with the Statutory Auditors, Internal Auditors and other key Managerial Personnel of the Company and has rendered guidance in the areas of internal audit and control, finance and accounts.

All the recommendations made by the Audit Committee were accepted by the Board. Four meetings of the Audit Committee were held during the year.

Stakeholders Relationship Committee:

The Committee has met four times during the year, the Committee overlook the usual requests received for Dematerialization, transfer/transmission of shares and resolved or answered the complaints of members.

Nomination and Remuneration Committee:

The Nomination and Remuneration Committee recommends to the Board the suitability of candidates for appointment as Key Managerial Personnel, Directors and the remuneration packages payable to them and other employees. The Nomination and Remuneration met **four times** during the year.

Vigil Mechanism / Whistle Blower Policy:

The Company is committed to the high standards of Corporate Governance and stakeholder responsibility. The Company has established a vigil mechanism to be known as the 'Whistle Blower Policy' for its Directors and employees, to report instances of unethical behaviour, actual or suspected, fraud or violation of the Company's Code of Conduct. The aim of the policy is to provide adequate safeguards against victimization of whistle blower who avails of the mechanism and also provide direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases.

Accordingly, 'Whistle Blower Policy' has been formulated with a view to provide a mechanism for the Directors and employees of the Company to approach the Ethics.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about serious irregularities within the Company.

Number of Meetings of the Board:

Ten meetings of the board were held during the year. For details of the meetings of the board, please refer to the corporate governance report, which forms part of this report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Prevention of Insider Trading:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

Business Risk Management:

The main identified risks at the Company are business operating risks. Your Company has established a comprehensive business risk management policy to ensure the risk to the Company's continued existence as a going concern and to its development are identified and addressed on timely basis. Risk management strategy as approved by the Board of Directors is implemented by the Company Management.

Corporate Social Responsibility Statement:

The Corporate Social Responsibility is not applicable on the Company.

Information Pursuant to Section 134 (3) of the Companies Act, 2013:

The information required pursuant to Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered office of the company during business hours on working days of the company up to the date of ensuing Annual General Meeting. If any, member is interested in inspecting the same, such member may write to the Company Secretary in advance.

Extract of Annual Return:

The details forming part of the extract of the Annual Return in Form MGT-9 are annexed to this Report as **Annexure-C**.

Independent Directors Meeting:

The Independent Directors met on 29th March, 2016, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of non-independent directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo:

Particulars relating to conservation of energy and technology absorption stipulated in the Companies (Accounts) Rules, 2014 are not applicable on the Company.

During the year, there were no Foreign Exchange earnings and outgo.

Corporate Governance and Management Discussion and Analysis Report:

Separate reports on Corporate Governance compliance and Management Discussion and Analysis as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 which forms part of this Annual Report along with the Certificate from Statutory Auditors of the Company regarding compliance of the conditions of Corporate Governance as stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In compliance with Corporate Governance requirements, your Company has formulated and implemented a Code of Business Conduct and Ethics for all Board members and senior management personnel of the Company, who have affirmed the compliance thereto.

Details of significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future:

There were no such order passed by the Regulations or Courts or Tribunals which may impact the going concern status and company's operations in future.

Disclosure under Sexual Harassment of Women:

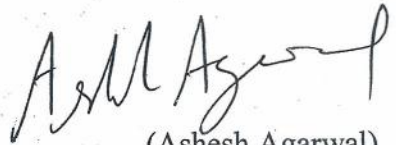
The Company has Sexual Harassment Policy in place and available on the Company's website www.nikkiglobal.com. During the year under review, there were no complaints from any of the employee.

ACKNOWLEDGEMENTS:

Your directors take this opportunity to extend their thanks to the customers, business, partners, business associates and bankers of the Company for their continued support during the year. The directors also sincerely acknowledge the dedication and commitment of the employees of the company at all levels.

FOR NIKKI GLOBAL FINANCE LIMITED

Place: New Delhi
Date: 25.08.2016


(Ashesh Agarwal)
Managing Director
DIN: 02319026


(Gaya Prasad Gupta)
Director
DIN: 00335302

NEHA JAIN
COMPANY SECRETARY

OFFICE NO. 811, 8TH FLOOR,
KAN CHAMBERS,
14/113 CIVIL LINES,
KANPUR - 208001 (UP)
PH - (0512) 2332397
EMAIL - nehajain115@gmail.com

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March, 2016

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

TO,
THE MEMBERS,
NIKKI GLOBAL FINANCE LIMITED
I-9, LGF, LAJPAT NAGAR-I,
NEW DELHI - 110024

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NIKKI GLOBAL FINANCE LIMITED** (hereinafter, called "the company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by "the company" and also the information provided by "the Company", its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has during the audit period covering the financial year ended on March 31st, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter -:

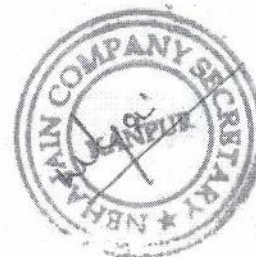


NEHA JAIN
COMPANY SECRETARY

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KAN CHAMBERS,
14/113 CIVIL LINES,
KANPUR – 208001 (UP)
PH – (0512) 2332397
EMAIL – nehajain115@gmail.com

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **NIKKI GLOBAL FINANCE LIMITED** for the financial year ended on March 31st, 2016 according to the provisions of:

- i) The Companies Act, 2013 (The Act) and the Rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;



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COMPANY SECRETARY

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- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

I further report that, as per the management representation letter for Secretarial Audit, there is no specific law, applicable to the company.

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India, as applicable w.e.f. 1st July, 2015;
- b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to listing agreement entered into by the Company with Bombay Stock Exchange Limited (BSE).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

The Form MGT-14 pursuant to Section 179(3)(d) and (f) is pending to be filed till the date of signing of this report. However, the aggregate of Loans and Investments is subject to the compliance with Section 186 of The Companies Act, 2013.

I further report that:-

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.



NEHA JAIN
COMPANY SECRETARY

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Adequate notices were given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were also sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting member's views are captured and recorded as part of the minutes.

I further report that:-

There exist systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of:

- a) Public Issue/Rights Issue/ Debentures/Sweat Equity, etc;
- b) Redemption / buy-back of securities;
- c) Any major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013;
- d) Merger / amalgamation / reconstruction, etc;
- e) Foreign technical collaborations.

Date: 25/08/2016

Place: Kanpur

Neha Jain
Company Secretary
NEHA JAIN
COMPANY SECRETARY

C.P. No. 10628

FCS No.: 8123

C P No.: 10628

FORM NO. AOC -2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: N.A.
 - (a) Name (s) of the related party & nature of relationship-
 - (b) Nature of contracts/arrangements/transactions-
 - (c) Duration of the contracts/arrangements/transactions-
 - (d) Salient terms of the contracts or arrangements or transaction including the value, if any-
 - (e) Justification for entering into such contracts or arrangements or transactions-
 - (f) Date(s) of approval by the Board-
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in General meeting as required under first proviso to Section 188-

2. Details of material contracts or arrangements or transactions at arm's length basis: *see note given below**.
 - (a) Name (s) of the related party & nature of relationship-
 - (b) Nature of contracts/arrangements/transactions-
 - (c) Duration of the contracts/arrangements/transactions-
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any-
 - (e) Date(s) of approval by the Board, if any:
 - (f) Amount paid as advances, if any:

**Note: all the contracts or arrangements or transactions were made in ordinary course of business and at arm's length basis during the financial year 2015-16 and there were no material contracts or arrangements or transactions and details of transactions with related party(ies) are given in Financial Statements for the financial year ended on 31.03.2016.*

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on 31st March, 2016

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L65999DL1986PLC024493
2.	Registration Date	13/06/1986
3.	Name of the Company	Nikki Global Finance Limited
4.	Category/Sub-category of the Company	Company Limited By Shares / Finance Company
5.	Address of the Registered office & contact details	I-9,LGF,LAJPAT NAGAR-1, NEW DELHI -110024 Telefax: +91-11-64000323
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Private Limited D-153, 1 st Floor, Okhla Industrial Area Phase-1, New Delhi -110020 Tel : 011 -64732681-88 Fax: 011 -26812682 Email: admin@skylinerta.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Shares	661	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES- N.A.

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/SUBSIDIARY/ASSOCIATE	% of shares held	Applicable Section
1	-	-	-	-	-
2	-	-	-	-	-

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

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	266824	100	266924	7.81	266824	100	266924	7.81	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00

c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other...	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A) (1)	266824	100	266924	7.81	266824	100	266924	7.81	0.00
(2) Foreign									
a) NRIs- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) other- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other...	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	266824	100	266924	7.81	266824	100	266924	7.81	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt. & State Govt. (s)	1200	0	1200	0.04	1200	0	1200	0.04	0.00
d) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
e) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
f) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
g) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)...	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	1200	0	1200	0.04	1200	0	1200	0.04	0.00
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	417426	1000	418426	12.23	569857	1000	570857	16.69	4.46
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	1128761	70852	1199613	35.07	1268134	108552	1376686	40.26	5.19

ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1097236	0	1097236	32.08	822800	94100	916900	26.81	(5.27)
c) Others:									
Non Resident Indians	110660	0	110660	3.24	965	0	965	0.03	(3.21)
Hindu Undivided Family	324717	0	324717	9.50	286168	0	286168	8.36	(1.14)
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	924	0	924	0.03	0	0	0	0.00	(0.03)
Trusts	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Bodies - D R	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):-	3079724	71852	3151576	92.15	2947924	203652	3151576	92.15	0.00
Total Public Shareholding (B)=(B)(1)+(B)(2)	3080924	71852	3152776	92.19	2949124	203652	3152776	92.19	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	3347748	71952	3419700	100.00	3215948	203752	3419700	100.00	-

(ii) Shareholding of Promoters:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Arun Prakash Setia	100	0.00	0.00	100	0.00	0.00	0.00
2	Shashwat Agarwal	15326	0.45	0.00	15326	0.45	0.00	0.00
3	Kamal Kishore Chaurasia	251498	7.36	0.00	251498	7.36	0.00	0.00
	Total	266924	7.81	0.00	266924	7.81	0.00	-

(iii) Change in Promoters' Shareholding:

There was no change in Promoters Shareholding during the year.

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

Sl. No.	Name of the shareholders	Shareholding at the beginning of the year		Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweet equity etc.)			Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	No. of Shares	Reason	No. of shares	% of total shares of the company
1	Swati Agarwala	150000	4.39	No change during the year			150000	4.39
	At the end of the year (or on the date of separation, if separated during the year)						150000	4.39
2	Banani Chakrabarti	0	0.00	18.03.2016	110000	Purchase	110000	3.22
	At the end of the year (or on the date of separation, if separated during the year)						110000	3.22
3	Suman Agarwal	105000	3.07	No change during the year			105000	3.07
	At the end of the year (or on the date of separation, if separated during the year)						105000	3.07
4	Jasmine Commodities Pvt. Ltd.	0	0.00	04.03.2016 25.03.2016	29170 48588	Purchase Purchase	29170 77758	0.85 2.27
	At the end of the year (or on the date of separation, if separated during the year)						77758	2.27
5	Aruna Jayantkumar Pandya	70000	2.05	No change during the year			70000	2.05
	At the end of the year (or on the date of separation, if separated during the year)						70000	2.05
6	Mohammad Arshad Shamim	63600	1.86	No change during the year			63600	1.86
	At the end of the year (or on the date of separation, if separated during the year)						63600	1.86
7	Frontline Dealcomm Private Limited	62000	1.81	No change during the year			62000	1.81
	At the end of the year (or on the date of separation, if separated during the year)						62000	1.81
8	Sagun Trexim Limited	500	0.01	31.03.2016	60000	Purchase	60500	1.77
	At the end of the year (or on the date of separation, if separated during the year)						60500	1.77
7	Vinay Kumar Agarwal	55500	1.62	No change during the year			55500	1.62
	At the end of the year (or on the date of separation, if separated during the year)						55500	1.62
8	Puneet Yadu Dalmia	53000	1.55	No change during the year			53000	1.55
	At the end of the year (or on the date of separation, if separated during the year)						53000	1.55
9	Satya Narain Tulsian	50000	1.46	No change during the year			50000	1.46

	At the end of the year (or on the date of separation, if separated during the year)						50000	1.46
10	R.K Stockholding Private Limited	50000	1.46	No change during the year			50000	1.46
	At the end of the year (or on the date of separation, if separated during the year)						50000	1.46
11	Anil Bansal	45800	1.34	No change during the year			45800	1.34
	At the end of the year (or on the date of separation, if separated during the year)						45800	1.34
12	Satyajit Chakrabarti	110000	3.22	11.03.2016	110000	Sale	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)						0	0.00

(v) Shareholding of Directors and Key Managerial Personnel:

A. Directors:

Sl. No.	Director's Name	Shareholding at the beginning of the year		Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweet equity etc.)			Cumulative Shareholding during the year		
		No. of shares	% of total shares of the company	Date	No. of Shares	Reason	No. of shares	% of total shares of the company	
1	Ashesh Agarwal (Managing Director)	No Shareholding in the company							
2	Shashwat Agarwal (Director)	15326	0.45	No change during the year			15326	0.45	
		At the end of the year					15326	0.45	
3	Subodh Agarwal (Director)	No Shareholding in the company							
4	Gaya Prasad Gupta (Director)	No Shareholding in the company							
5	Sanjay Tandon (Director)	No Shareholding in the company							
6	Manoj Kumar (Director)	No Shareholding in the company							
7	Kavita Awasthi (Director)	No Shareholding in the company							

B. Key Managerial Personnel (KMP):

Sl. No.	Name of Key Managerial Personnel (KMP)	Shareholding at the beginning of the year		Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweet equity etc.)			Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	Date	No. of Shares	Reason	No. of shares	% of total shares of

		company				the company
1	Ashesh Agarwal	No Shareholding in the company				
2	Sanjay Jain	No Shareholding in the company				
3	Gunjita Kalani	No Shareholding in the company				

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

(Amount in Rupees)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	4,93,20,000	Nil	4,93,20,000
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	4,93,20,000	Nil	4,93,20,000
Change in Indebtedness during the financial year				
* Addition	Nil	91,50,000	Nil	91,50,000
* Reduction	Nil	(4,42,20,000)	Nil	(4,42,20,000)
Net Change	Nil	(3,50,70,000)	Nil	(3,50,70,000)
Indebtedness at the end of the financial year				
i) Principal Amount	Nil	1,42,50,000	Nil	1,42,50,000
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	1,42,50,000	Nil	1,42,50,000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of			Total Amount
		MD / Manager	WTD / Manger		
		Ashesh Agarwal Managing Director	WTD	Manger	
1.	Gross salary (a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) of Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	24,00,000	-	-	24,00,000
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-
5.	Others, Please specify	-	-	-	-

	Total (A)	24,00,000	-	-	24,00,000
	Ceiling as per the Act	Since Profits of the Company was insufficient or inadequate, henceforth, remuneration paid or payable to Mr. Ashesh Agarwal has been determined subject to the provision of Schedule V (Erstwhile Schedule XIII to the Companies Act, 1956) of the Companies Act, 2013. Though, no remuneration has been paid or payable by the Company to Mr. Ashesh Agarwal, Managing Director of the Company during the financial year 2015-16.			

B. Remuneration to other Directors:

Sl. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Shashwat Agarwal	Subodh Agarwal	Gaya Prasad Gupta	Sanjay Tandon	Manoj Kumar	Kavita Awasthi	
1	Independent Directors							
	• Fee for attending board committee meetings	-	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-	-
	Total (1)	-	-	-	-	-	-	-
2	Other Non- Executive Directors							
	• Fee for attending board committee meetings	-	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	-
	Total (B) = (1+2)	-	-	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-	-	-
	Overall ceiling as the Act	No Remuneration has been paid or payable by the company during the Financial Year 2015-16 and whenever, it is paid, Overall ceiling will be subject to the provisions of Companies Act, 2013.						

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(Amt. in Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	CS	CFO	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	0.90	1.20	2.10
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit				
	- others, specify...				

5	Others, please specify	-	-	-	-
	Total	-	0.90	1.20	2.10

* Since, there is no CEO in the Company, MD of the Company has been categorized as KEY MANAGERIAL PERSONNEL under Section 203 of the Companies Act, 2013, whose remuneration has been given in point no. A.

** Salary of CS and CFO has been shown on accrual basis, though payment of salary may be forthcoming financial year.

***There have been changes in Key Managerial Personnel(s) due to appointment(s)/resignation(s).

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 34 read with Schedule V of Securities and Exchange of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a report on Corporate Governance is as follows:

1. A BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Nikki Global Finance Ltd. is committed to highest standards of Corporate Governance and has always strived to achieve the goal of maximization of Shareholder's worth.

Company believes that good corporate governance is essential to achieve its long-term corporate goals and to enhance the shareholders value. Your Company believes in functioning in a transparent manner and believes in proper accountability, auditing, disclosure and reporting.

Company feels that the code of Corporate Governance is an excellent tool to secure the corporate excellence in the country. The Company has complied with the code of Corporate Governance as required under the Listing Agreement with the Stock Exchanges.

2. BOARD OF DIRECTORS

The Board of Directors of Nikki Global Finance Limited is comprised of 7 Directors. Two are Executive(s) and five are Independent(s). During the Financial Year 2015-16, 10 meetings of the Board were held. These meeting were held on 21-04-2015, 28-05-2015, 31-07-2015, 04-09-2015, 08-12-2015, 23-12-2015, 13-01-2016, 23-01-2016, 05-02-2016 & 25-03-2016.

Details of Director's attendance and other particulars are given below:

Director	Designation	No. of Board Meeting held	No. of Board Meeting attended	Last AGM Attendance (Yes/No)	No. of Memberships in Boards of other public Co.'s
Ashesh Agarwal	Managing Director	10	10	Yes	1
Shashwat Agarwal	Director (Non Independent)	10	10	Yes	8
Subodh Agarwal	Director (Independent)	10	6	No	3
Gaya Prasad Gupta	Director (Independent)	10	10	Yes	3
Sanjay Tandon	Director (Independent)	10	4	Yes	Nil
Manoj Kumar	Director (Independent)	10	5	No	1
Kavita Awasthi	Director (Independent)	10	4	No	2

Details of familiarization programmes imparted to independent directors during the year, are disclosed on the Company's website i.e. www.nikkiglobal.com.

3. AUDIT COMMITTEE

The Audit Committee has been constituted in line with the provisions of the Section 177 of the Companies Act, 2013 readwith Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Audit Committee of the Company consist of Four Directors and all the Directors have good knowledge in finance and accounts and company law.

Composition of Audit Committee is as under:

COMPOSITION

Mr. Gaya Prasad Gupta	Chairman, Non Executive/Independent Director
Mr. Subodh Agarwal	Member, Non Executive/Independent Director
Mr. Manoj Kumar	Member, Non Executive/Independent Director
Mr. Shashwat Agarwal	Member, Executive Director

Meeting and attendance during the year

Members	Meeting Held	Meeting Attended
Mr. Gaya Prasad Gupta	4	4
Mr. Subodh Agarwal	4	4
Mr. Manoj Kumar	4	4
Mr. Shashwat Agarwal	4	4

Terms of Reference:

The terms of references of the Audit Committee covering the matters specified under Clause 49 of the Listing Agreement / Regulation 18 readwith Part C of Schedule II to the SEBI (Listing Obligations and Disclosures requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013. The terms of reference for the Audit Committee are broadly as under:

- (1) Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- (3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - (b) Changes, if any, in accounting policies and practices and reasons for the same;
 - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) Significant adjustments made in the financial statements arising out of audit findings;
 - (e) Compliance with listing and other legal requirements relating to financial statements;

- (f) Disclosure of any related party transactions;
- (g) Modified opinion(s) in the draft audit report;
- (5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- (7) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (8) Approval or any subsequent modification of transactions of the listed entity with related parties;
- (9) Scrutiny of inter-corporate loans and investments;
- (10) Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- (11) Evaluation of internal financial controls and risk management systems;
- (12) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (13) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (14) Discussion with internal auditors of any significant findings and follow up there on;
- (15) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- (16) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (17) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) To review the functioning of the whistle blower mechanism;
- (19) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- (20) Carrying out any other function as is mentioned in the terms of reference of the audit committee.

4. STAKEHOLDER RELATIONSHIP COMMITTEE:

Stakeholders Relationship Committee is comprises of 3 directors, its composition are as under:

Composition

Mr. Subodh Agarwal	Chairman (Non-Executive/Independent Director)
Mr. Manoj Kumar	Member, Non-Executive Director/Independent Director
Mr. Gaya Prasad Gupta	Member, Non-Executive Director/Independent Director

Meeting and attendance during the year

Members	Meeting Held	Meeting Attended
Mr. Subodh Agarwal	4	4
Mr. Manoj Kumar	4	4
Mr. Gaya Prasad Gupta	4	4

The Committee has been constituted to specially look into Shareholders grievances such as transfer, de-materialization related matters. The Committee has also been dealing the power to approve transfer/transmission, issue of new or duplicate certificates, subdivisions of shares or split of shares and all other related matters of shares.

There were no complaints pending as on 31.03.2016.

There have been changes in designation of Company Secretary cum Compliance officer during the year due to appointment/resignation and Ms. Gunjita Kalani is serving the office as Company Secretary cum Compliance Officer of the Company with effect from 8th day of December, 2015 and providing secretarial support to the Committee(s).

Ms. Neha Jain, Practising Company Secretary, Kanpur is conducting Reconciliation of Share Capital Audit Report of the Company in place of Mr. Sarvesh S. Srivastava, Practising Company Secretary, Kanpur, who ceased to act as such.

5. NOMINATION AND REMUNERATION COMMITTEE

The nomination and Remuneration Committee comprises of three (3) directors. Composition of committee are as under:

Composition of Committee

Mr. Manoj Kumar	Chairman, Non Executive/Independent Director
Mr. Subodh Agarwal	Member, Non Executive/Independent Director
Mr. Gaya Prasad Gupta	Member, Non Executive/Independent Director

Meeting and attendance during the year

Members	Meeting Held	Meeting Attended
Mr. Manoj Kumar	4	4
Mr. Subodh Agarwal	4	4
Mr. Gaya Prasad Gupta	4	4

No sitting fees have been paid by the Company to any Directors for attending Board Meetings or any Committee Meetings during the financial year 2015-16.

The Nomination and Remuneration Committee shall identify persons who are qualified to become directors of the company and who may be appointed in senior management in accordance with criteria laid down by the company. It recommends to the Board for their appointment as Directors or at senior management level.

The Committee had been consulted to review and approve the annual salaries, commission, service management and other employment conditions for the executive directors.

The terms of reference of the Nomination and Remuneration Committee are in line with the requirements of the Companies Act, 2013 and Clause 49/Regulation 19 read with Part D of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference of the Committee are broadly as under:

- (1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- (2) Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (3) Devising a policy on diversity of board of directors;
- (4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- (5) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

The Company has not paid any remuneration to Mr. Ashesh Agarwal, Managing Director and other executive directors also during the financial year 2015-16.

The Company has not paid any remuneration such as sitting fees, commission to any other directors (Non-executive or Independent) also during the financial year 2015-16.

COMPLIANCE OFFICER:

During the Year, there have been changes in Company Secretary cum Compliance Officer of the Company due to appointment (s) / resignation(s), details of which has been given in Director's Report. Ms. Gunjita Kalani is serving the Company as Company Secretary cum Compliance Officer of the Company w.e.f. 08.12.2015.

PERFORMANCE EVALUATION OF THE BOARD, DIRECTORS AND COMMITTEES:

After taking into consideration one to one inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance; pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Appointment and Remuneration Committees.

Independent Directors Meeting

During the year under review, the Independent Directors met on March 29, 2016, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a Whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Non executive Directors.

3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the meeting

6. SHAREHOLDER'S MEETINGS

Details of last three AGMs held

Year	Date	Venue	Time
2015-16	29.09.2015	Mehta Farm, Village – Chhawla, beyond BSF Camp, Rajokari, Najafgarh Road, New Delhi - 110071	11:00 A.M.
2014-15	29.09.2014	Mehta Farm, Village – Chhawla, beyond BSF Camp, Rajokari, Najafgarh Road, New Delhi - 110071	11:00 A.M.
2013-14	28.09.2013	Mehta Farm, Village – Chhawla, beyond BSF Camp, Rajokari, Najafgarh Road, New Delhi - 110071	11:00 A.M.

Business

Year	Special Resolution passed for:
2015-16	<ol style="list-style-type: none"> 1. Re-appointment of Mr. Ashesh Agarwal as Managing Director of the Company for a period of 3 years commencing from September 1, 2015 to August 31, 2018. 2. Adoption of new set of Articles of Association of the Company under the Companies Act, 2013. 3. Alteration in Liability Clause the Memorandum of Association of the Company
2014-15	1. Alteration in Articles of Association of the Company
2013-14	No Special Resolution was passed at the Annual General Meeting

No Special Resolution was passed through Postal Ballot during the financial year 2015-16 and even also till the date of signing of this Corporate Governance Report, but Special Resolution was passed during the financial year 2014-15, of which requisites details have already been given in last Corporate Governance Report for the financial year 2014-15.

7. DISCLOSURES

(a) Basis of related party transactions:

Disclosure on materially significant related transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the Company at large – Nil.

Further, transactions with related party(ies) has been made during the ordinary course of business and on arm's length basis.

Policy for related party transactions is placed on website of the Company i.e. www.nikkiglobal.com.

(b) Whistle Blower Policy:

The Company believes in the conduct of the affairs of its various constituents in a fair and transparent manner, by adopting the highest standard of professionalism, honesty, integrity and ethical behaviour and open communication. The Company has Whistle Blower Policy under which the employees are free to report instances of unethical behaviour, violation of laws and regulations and the code of conduct or policies of the Company. The employees can approach the same directly to Chairman of Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

(c) Risk Management:

The Company has a well defined risk management framework in place, further it has established procedures to periodically place before the Board, the risk assessment and minimization procedures being followed and the steps were taken by it to mitigate these risks.

(d) There is no inter-se relationships between the Directors of the Company except Mr. Shashwat Agarwal and Mr. Ashesh Agarwal are brothers.

(e) Disclosure of Accounting Treatment:

There have not been any significant changes in accounting policies during the year.

(f) Compliance by the Company:

There are no instances of non-compliances by the Company on any matters related to the capital market, nor have any penalty/strictures been imposed by the Stock Exchanges or SEBI or any other statutory authority on any matter relating to capital market during the Financial Year ended on March 31, 2016.

(8) MEANS OF COMMUNICATION:

The quarterly results are published in English and Hindi Newspapers (Hindustan Times Mint and Hari Bhoomi), and are also displayed on the Company's website i.e. www.nikkiglobal.com. Half yearly results are not mandatorily applicable on the Company under Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Whether the Management Discussion and Analysis section is part of the Annual report or not: Yes

(9) GENERAL SHAREHOLDER INFORMATION:

(a) Company Registration Details:

The Company Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L65999DL1986PLC024493.

(b) Annual General Meeting:

(Day, Date, Time and Venue)

Friday, September 30, 2016 at 3:30 p.m.

Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi – 110071

(c) Financial Year:

Financial Year – April 1 to March 31

(d) Book Closure Date:

September 23, 2016 (Friday) to September 30, 2016 (Friday) (both days inclusive). No Dividend is being declared at ensuing AGM.

(e) Listing:

Equity Shares of the Company are actively listed on BSE.

Scrip Code: 531272

ISIN: INE652D01014

- (i) Bombay Stock Exchange Ltd.
Phirize Jeejephoy Towers,
Dalal Stret, Mumbai – 400001

(f) Market Price Data:

Monthly Open, High, Low and Close price and the trading volumes on BSE of equity shares the Company are hereunder:

Month	Open Price	High Price	Low Price	Close Price	No. of Shares
Jan-15	107.95	108.00	57.50	70.60	42179
Feb-15	74.00	78.70	59.25	69.90	10181
Mar-15	70.95	71.00	47.20	50.85	17390
Apr-15	53.95	60.00	36.00	37.00	18196
May-15	39.80	39.90	27.10	30.05	25012
Jun-15	29.00	34.60	20.15	33.00	20826
Jul-15	34.00	41.60	29.00	32.00	46836
Aug-15	32.00	39.70	22.65	25.00	8072
Sep-15	22.50	33.60	20.20	30.35	6685
Oct-15	31.85	31.85	26.10	27.20	2330
Nov-15	27.00	27.00	22.70	22.70	722
Dec-15	22.25	22.30	18.25	18.25	21375
Jan-16	17.90	18.60	17.30	17.60	1230
Feb-16	17.25	17.25	16.95	17.25	29220
Mar-16	16.95	17.10	16.95	17.10	48700

(g) Performance of the Company's Stock Price vis-à-vis BSE SENSEX:



(h) Registrar and Transfer Agents:

Members/Shareholders are requested to correspond with the Company's Registrar and Transfer Agent quoting their Folio No./DP ID & Client ID at the following address:

Skyline Financial Services Private Limited

D-153/A, 1st Floor, Okhla Industrial Area,
Phase-1, New Delhi – 110020

Phone Nos. – 011-26812682-83/64732681-88, Fax No. - 011-26292681

E-mail: admin@skylinerta.com

(i) Share Transfer System:

Securities lodged for transfers are processed and security certificates are returned within a period of fifteen days from the date of its receipt, subject to all documents being valid and complete in all respects. The Board of Directors has delegated the authority for approving transfer, transmission etc. of the Company's Securities to Company Secretary of the Company. The Company obtains a certificate from Company Secretary in practice on half yearly basis certifying that all the compliances with transfer formalities, as required under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with and files it with Stock Exchange(s).

(j) Shareholding Pattern as on March 31, 2016:

Category	No. of Shares	% of Holding
(A) Promoters Holding		
Individuals	266924	7.81
Bodies Corporate	0	0.00
Sub-Total (A)	266924	7.81

(B) Non Promoters Holding

(1) Central Govt. / State Govt. / President of India	1200	0.04
Sub-Total (B) (1)	1200	0.04
(2) Non-Institutions		
• Bodies Corporate	570857	16.68
• Individuals	2293586	67.07
• Non Resident Indians	965	0.03
• HUF	286168	8.37
Sub-Total (B) (2)	3151576	92.15
Sub-Total (B)	3152776	92.19
Grand Total (A+B)	3419700	100.00

Distribution Schedule of Equity Shareholder as on March 31, 2016:

Share or Debenture holding Nominal Value (Rs.)	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount (Rs.)	% to Total Amount
1	2	3	4	5
Up To 5,000	730	56.2	1057810	3.09
5001 To 10,000	165	12.7	1493840	4.37
10001 To 20,000	140	10.78	2311900	6.76
20001 To 30,000	53	4.08	1470550	4.3
30001 To 40,000	57	4.39	2011780	5.88
40001 To 50,000	37	2.85	1807820	5.29
50001 To 1,00,000	67	5.16	5099860	14.91
1,00,000 and Above	50	3.85	18943440	55.4
- Total	1299	100	34197000	100

(k) Dematerialization of Equity Shares and its Liquity:

The Company has tie-ups with NSDL and CDSL, the Members can dematerialize their shares by opening accounts with Participants of NSDL and CDSL and can enjoy its liquidity.

(l) The Company has not issued any GDRs/ADRs.**(m) Branches/Plants:**

The Company has no branch / Plant.

(n) Payment of Listing Fees:

Annual Listing Fees for the year 2016-17 has been paid by the Company to BSE.

(o) Payment of Depository Fees:

Annual Custody/Issuer Fess for the year 2016-17 has been paid by the Company to Depositories (NSDL & CDSL).

(p) E-mail ID of Grievance Redressal Division:

ngfltd@rediffmail.com, investors@nikkiglobal.com

(q) Address for correspondence:

For any assistance regarding share transfer and transmission, change of address, non receipt of share certificates, demat and other matters, please write to our Registrar and Share Transfer Agent of the Company at address mentioned at (f) above. For any query on the Annual Report and for any complaints or suggestions, please write to or contact:

Ms. Gunjita Kalani
Company Secretary cum Compliance Officer
Nikki Global Finance Limited
I-9, LGF, Lajpat Nagar-1, New Delhi -110024
Tele Fax: 011-64000323, Mobile No. 09871005526
E-mail: ngfltd@rediffmail.com, investors@nikkiglobal.com
Website: www.nikkiglobal.com

(10) COMPLIANCE WITH DISCRETIONARY REQUIREMENTS AS PER REGULATION 27(1) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

The Company has adopted following discretionary requirements of Regulations 27(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-

- (a) **Audit Qualifications:** The Company is in regime of the un-audited financial statements.
- (b) **Reporting of Internal Auditor:** The Internal Auditor reports directly to Audit Committee of the Company.

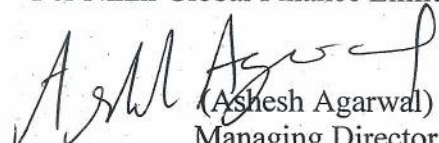
(11) CEO AND CFO CERTIFICATION:

Managing Director and Chief Financial Officer of the Company give annual Compliance Certificate in accordance with Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015/Clause 49 of Listing Agreement with Stock Exchange(s). The annual compliance certificate given by the Chairman and Managing Director and Chief Financial Officer is attached in Annual report.

DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT

I, Ashesh Agarwal, Managing Director of the Company, hereby declare that, all the members of the Board and the Senior Management personnel have confirmed their compliance with the Code of Conduct for the year ended March 31, 2016

For Nikki Global Finance Limited


(Ashesh Agarwal)
Managing Director
DIN:02319026

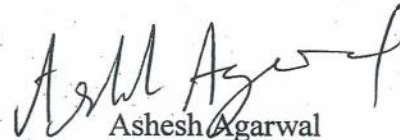
Place: New Delhi
Date: 25.08.2016

CEO/CFO CERTIFICATION
(Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)

In terms of Regulation 17(8) of SEBI (LODR) Regulations, 2015, Managing Director and Chief Financial Officer of the Company has certified to the Board that:

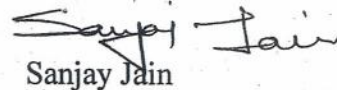
- (a) We have reviewed the financial statements and the cash flow statement for the year ended March 31, 2016 and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading.
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal control for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and steps have been taken to rectify these deficiencies.
- (d) We have indicated to the auditors and the audit committee that:
 - (i) there has not been any significant change in internal control over financial reporting during the year;
 - (ii) there has not been any significant changes in the accounting policies during the year requiring disclosure in the notes to the financial statements;
 - (ii) We are not aware of any instances during the year of significant fraud with involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Nikki Global Finance Limited



Ashesh Agarwal
Managing Director
DIN:02319026

Place: New Delhi
Date: 25.08.2016



Sanjay Jain
(Chief Financial Officer)

Management Discussion & Analysis

ECONOMIC OVERVIEW

The economic conditions in the country in the current fiscal have been challenging with inflation being the major factor driving economic policy. Policy formulation has become more complicated and Indian rupee has tended to remain weak against major international currencies. There was overall slowdown in the economy of the country.

FINANCIAL PERFORMANCE

Due to overall slowdown in the economy of country, the company incurred loss of Rs. 7,50,228.00 during the year under review and it is expected that the company will perform better in coming years.

OPPORTUNITIES AND STRENGTHS

The Company is searching for new avenues. Your company continues to focus on the diversification its business activities. Although business opportunities are available, additional resources continues to be constraint.

BUSINESS OVERVIEW

The company has good recognition among its shareholders spread throughout country. The company has evolved new vision and focus. The company has a strategy to diversify its business activities in coming years.

RISKS AND CONCERNS

The Capital market industry in which your Company is operating is subject to extensive regulation. The Company evaluates the technological obsolescence and the associated risk and makes investment accordingly

IINTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has satisfactory internal control system. The Company has an adequate system of internal controls to ensure accuracy of accounting records, compliance with all laws & regulations and compliance with all rules, procedures & guidelines prescribed by the management. An internal audit is carried out by eminent professional. An internal team of inspection also regularly visits office of the Company for ensuring regulatory compliance. Post audit reviews are also carried out to ensure follow up on the observations made.

HUMAN CAPITAL

The company recognizes that its success is deeply embedded in the success of the human resources. The company has significantly scaled up its activities through investment in people and infrastructure. The company nurtures its employees through healthy working atmosphere that ensures equal opportunity for growth and challenge to all the equal opportunity for growth and challenge to all employees. The company believes in creating

business leaders by employing best talent in the industry, providing opportunities, empowerment by delegations, training and taking care of their growth.

DISCLOSURES

During the year, the Company has not entered into any transactions of material nature with its promoters, the directors or the management, relatives etc. that may have potential conflict with the interest of the Company at large.

All the transactions with related party(ies) are made in ordinary course of business and on arm's length basis.

CAUTIONERY STATEMENT

The statements made in this report describe the company's objectives and projections that may be forward looking statement within the meaning of applicable laws and regulations. The actual result might differ materially from those expressed or implied depending on the economic conditions, government policies and other incidental factors which are beyond the control of the company. The company is not under any obligation to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.



**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE
GOVERNANCE**

TO THE MEMBERS OF NIKKI GLOBAL FINANCE LIMITED

We have examined the compliance of conditions of Corporate Governance by Nikki Global Finance Limited (the Company), for the financial year ended on 31st March, 2016, as stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with Stock Exchange(s).

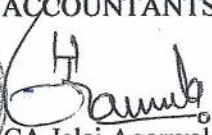
The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For J AGARWAL & ASSOCIATES,
CHARTERED ACCOUNTANTS,




CA Jalaj Agarwal
Partner
M.No. 071738

Place: - NEW DELHI

Date: - 27.05.2016



INDEPENDENT AUDITORS' REPORT

To the Members of
NIKKI GLOBAL FINANCE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **NIKKI GLOBAL FINANCE LIMITED** ("*the Company*") which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, 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.

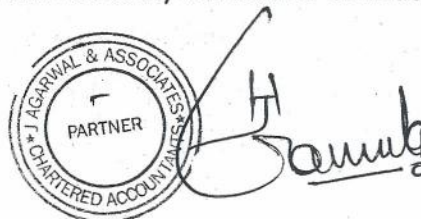
Auditor's Responsibility

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, 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 March 31, 2016, and its Profit&Loss and its Cash Flow 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"), as amended, 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**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. in our opinion, the aforesaid 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 written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".



- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For and on behalf of

J AGARWAL & ASSOCIATES

Chartered Accountants

ERN: 002601C



A handwritten signature in black ink, appearing to read 'Jalaj Agarwal'.

CA JALAJ AGARWAL

Partner

Mem No: 071738

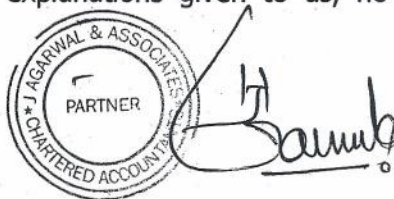
Place: NEW DELHI

Date: 27.05.2016

"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
(c) The does not own any immovable properties.
- 2) (a) The management has conducted the physical verification of inventory at reasonable intervals.
b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has granted unsecured loans, companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act.
- 4) In our opinion and according*to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) In respect of statutory dues:
(a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts



payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.

- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) The company is registered under section 45 IA of the Reserve Bank of India Act, 1934.

For and on behalf of

J AGARWAL & ASSOCIATES

Chartered Accountants

FRN: 002601C



Handwritten signature

CA JALAJ AGARWAL

Partner

Mem No: 071738

Place: NEW DELHI

Date: 27.05.2016

"Annexure B" to the Independent Auditor's Report of even date on the Financial Statements of NIKKI GLOBAL FINANCE LTD Company limited

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

We have audited the internal financial controls over financial reporting of NIKKI GLOBAL FINANCE LTD Company Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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 on Audit of Internal Financial Controls Over Financial Reporting (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 applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 judgement, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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, 2016, 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 the Institute of Chartered Accountants of India".

For and on behalf of

J AGARWAL & ASSOCIATES

Chartered Accountants

ERN 802601C



JALAJ AGARWAL

Partner

Mem No: 071738

Place: NEW DELHI

Date: 27.05.2016

NIKKI GLOBAL FINANCE LIMITED
I-9, LGF, LAJPAT NAGAR-1, NEW DELHI, -110024
CIN : L65999DL1986PLC024493
BALANCE SHEET AS AT 31/03/2016

In

Balance Sheet as at	Note	31/03/2016	31/03/2015
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2.1	3,41,97,000.00	3,41,97,000.00
Reserves and surplus	2.2	(1,75,62,750.00)	(1,31,62,522.00)
Money received against share warrants		-	-
		1,66,34,250.00	2,10,34,478.00
Share application money pending allotment		-	-
Non-current liabilities			
Long-term borrowings	2.3	1,42,50,000.00	4,93,20,000.00
Deferred tax liabilities (Net)	2.4	21,606.00	21,606.00
Other Long term liabilities	2.5	8,06,00,759.00	3,75,05,759.00
Long-term provisions		-	-
		9,48,72,365.00	8,68,47,365.00
Current liabilities			
Short-term borrowings		-	-
Trade payables		-	-
Other current liabilities		-	-
Short-term provisions	2.6	1,00,759.00	95,474.00
		1,00,759.00	95,474.00
TOTAL		11,16,07,374.00	10,79,77,317.00
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	2.7	18,101.00	18,101.00
Intangible assets		-	-
Capital work-in-progress		-	-
Intangible assets under development		-	-
		18,101.00	18,101.00
Non-current investments	2.8	75,01,100.00	75,01,100.00
Deferred tax assets (net)		-	-
Long-term loans and advances	2.9	8,01,01,158.00	6,98,21,639.00
Other non-current assets		-	-
		8,76,20,359.00	7,73,40,840.00
Current assets			
Current investments		-	-
Inventories	3.0	12,65,998.00	10,44,454.00
Trade receivables	3.1	2,18,03,582.00	2,84,85,694.00
Cash and cash equivalents	3.2	7,61,538.00	9,40,922.00
Short-term loans and advances		-	-
Other current assets	3.3	1,55,897.00	1,65,407.00
		2,39,87,015.00	3,06,36,477.00
TOTAL		11,16,07,374.00	10,79,77,317.00

In terms of our attached report of even date
For J AGARWAL AND ASSOCIATES
CHARTERED ACCOUNTANTS

For NIKKI GLOBAL FINANCE LIMITED

FRN: 002601C

J AGARWAL
(PARTNER)
M. NO. : 071738

G. P. Gupta

Ashesh Agarwal

ASHESH AGARWAL
(MANAGING DIRECTOR)

G. P. Gupta
G. P. GUPTA
(DIRECTOR)

(DIN : 02319026)

(DIN : 00335302)

Place : NEW DELHI
Date : 27/05/2016

For Nikki Global Finance Ltd. FOR NIKKI GLOBAL FINANCE LIMITED

Sanjay Jain
Chief Financial Officer

Gurjit
COMPANY SECRETARY

NIKKI GLOBAL FINANCE LIMITED
I-9, LGF, LAJPAT NAGAR-1, NEW DELHI, -110024
CIN : L65999DL1986PLC024493
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2016

In

Statement of Profit and Loss for the	Note	31/03/2016	31/03/2015
Revenue from operations	3.4	2,97,25,895.00	2,34,89,359.00
Other income	3.5	7,12,430.00	16,895.00
Total Revenue		3,04,38,325.00	2,35,06,254.00
Expenses			
Purchases of Stock-in-Trade	3.6	2,99,74,508.00	2,41,93,740.00
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	3.7	(2,21,544.00)	(7,98,464.00)
Employee benefits expense	3.8	5,52,280.00	3,64,200.00
Finance costs	3.9	1,458.00	222.00
Depreciation and amortization expense	4.0	0.00	9,291.00
Other expenses	4.1	8,81,851.00	28,70,323.00
Total expenses		3,11,88,553.00	2,66,39,312.00
Profit before tax		(7,50,228.00)	(31,33,058.00)
Tax expense:	4.2		
Current tax		0.00	0.00
Deferred tax		0.00	0.00
Profit (Loss) for the period from continuing operations		(7,50,228.00)	(31,33,058.00)
Tax expense of discontinuing operations		0.00	0.00
Profit/(loss) from Discontinuing operations (after tax)		0.00	0.00
Profit (Loss) for the period		(7,50,228.00)	(31,33,058.00)
Earnings per equity share:	4.3		
Basic		(0.26)	(0.92)
Diluted		(0.26)	(0.92)

In terms of our attached report of even date
For J AGARWAL AND ASSOCIATES
CHARTERED ACCOUNTANTS

For NIKKI GLOBAL FINANCE LIMITED



JAGRAJ AGARWAL
(PARTNER)
M. NO. : 071738

J. Agarwal

Ashesh Agarwal

ASHESH AGARWAL
(MANAGING DIRECTOR)

(DIN : 02319026)

G. P. Gupta
G. P. GUPTA
(DIRECTOR)

(DIN : 00335302)

Place : NEW DELHI
Date : 27/05/2016

For Nikki Global Finance Ltd. FOR NIKKI GLOBAL FINANCE LIMITED

Sangeeta Jain
Chief Financial Officer

Gujjar
COMPANY SECRETARY

2.1 Share Capital

Particular	In `	
	31/03/2016	31/03/2015
Authorised 4000000 (4000000) Equity Shares EQUITY of ` 10/- Par Value	4,00,00,000.00	4,00,00,000.00
Issued 3419700 (3419700) Equity Shares EQUITY of ` 10/- Par Value	3,41,97,000.00	3,41,97,000.00
Subscribed 3419700 (3419700) Equity Shares EQUITY of ` 10/- Par Value	3,41,97,000.00	3,41,97,000.00
Paidup 3419700 (3419700) Equity Shares EQUITY of ` 10/- Par Value Fully Paidup	3,41,97,000.00	3,41,97,000.00
	3,41,97,000.00	3,41,97,000.00

Holding More Than 5%

Particular	31/03/2016	% Held	31/03/2015	% Held
KAMAL KISHORE CHAURASIA	251498	7.35	251498	7.35

Reconciliation

Particular	31/03/2016		31/03/2015	
	Number of Share	Amount	Number of Share	Amount
Number of shares at the beginning	3419700	34197000	0	0
Add : Issue	0	0	0	0
Less : Bought Back	0	0	0	0
Others	0	0	0	0
Number of shares at the end	3419700	34197000	0	34197000

2.2 Reserve and Surplus

Particular	In `	
	31/03/2016	31/03/2015
Hedging Reserve - Opening	1,08,000.00	1,08,000.00
Addition	0.00	0.00
Deduction	0.00	0.00
	1,08,000.00	1,08,000.00
Profit and Loss Opening	(1,32,70,522.00)	(1,01,37,464.00)
Amount Transferred From Statement of P&L	(7,50,228.00)	(31,33,058.00)
Appropriation and Allocation		
Others	36,50,000.00	0.00
	(36,50,000.00)	(0.00)
	(1,76,70,750.00)	(1,32,70,522.00)
	(1,75,62,750.00)	(1,31,62,522.00)

2.3 Long Term Borrowings

Particular	In `	
	31/03/2016	31/03/2015
Others		
Unsecured		
P SAJI TEXTILES LIMITED	51,00,000.00	51,00,000.00
BIG BROKER HOUSE STOCK LTD	91,50,000.00	0.00
RICH UDYOG NETWORK LTD	0.00	4,31,20,000.00
CITYON INFRASTRUCTURE	0.00	11,00,000.00
	1,42,50,000.00	4,93,20,000.00



For Nikki Global Finance Limited

Arul Aggarwal
Managing Director

For Nikki Global Finance Ltd.

Deep
Director

2:4 Deferred Taxes

Particular	In `	
	31/03/2016	31/03/2015
Deferred Tax Liabilities		
Depreciation	21,606.00	21,606.00
	21,606.00	21,606.00

2.5 Other Long Term Liabilities

Particular	In `	
	31/03/2016	31/03/2015
Trade Payables		
others		
SHASHWAT AGARWAL	3,73,91,499.00	3,73,91,499.00
SKYLINE FINANCIAL SERVICES P LTD.	89,260.00	1,14,260.00
CHEQUE ISSUED BUT NOT PRESENTED	4,31,20,000.00	0.00
	8,06,00,759.00	3,75,05,759.00

2.6 Short Term Provisions

Particular	In `	
	31/03/2016	31/03/2015
Others		
J AGARWAL & ASSOCIATES	49,759.00	49,634.00
SALARY PAYABLE	51,000.00	0.00
NIRBHANT AGARWAL	0.00	45,840.00
	1,00,759.00	95,474.00



For Nikki Global Finance Limited
Arul Agarwal
 Managing Director

For Nikki Global Finance Ltd.
[Signature]
 Director

2.7 Tangible assets

In `

Particular	Gross				Depreciation					Impairment				Net	
	Opening	Addi on	Deductio n	Closing	Openi ng	During Period	Deductio n	Other Adj.	Closing	Openi ng	During Period	Reve rsal	Closin g	Closing	Opening
Equipments	18,101.00			18,101.00										18,101.00	18,101.00
Grand Total	18,101.00	0.00	0.00	18,101.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	18,101.00	18,101.00
Previous	27,392.00	0.00	0.00	27,392.00	0.00	9,291.00	0.00	0.00	9,291.00	0.00	0.00	0.00	0.00	18,101.00	27,392.00



For Nikki Global Finance Limited

Ashraf Aga
Managing Director

S. J. Aga

For Nikki Global Finance Ltd.

[Signature]
Director

2.8 Non-current investments

Particular	In `	
	31/03/2016	31/03/2015
Investments in Equity Instruments	75,00,100.00	75,00,100.00
Other non-current investments	1,000.00	1,000.00
	75,01,100.00	75,01,100.00

2.9 Long-term loans and advances

Particular	In `	
	31/03/2016	31/03/2015
Loans and advances to others		
Unsecured, considered good		
ABHINAV TOSHNIWAL	3,75,000.00	3,75,000.00
AMBER KANKANE	24,00,000.00	24,00,000.00
CITYON NANO TECHNOLOGY PVT LTD	0.00	31,00,000.00
DINESH KUMAR PAHUJA	3,75,000.00	3,75,000.00
H.M.S. INTERNATIONAL	50,00,000.00	0.00
HARVIR SINGH	10,00,000.00	10,00,000.00
HEMA PAHUJA	7,50,000.00	7,50,000.00
HORIZON PORTFOLIO LTD.	0.00	35,00,000.00
IMMORTAL HEALTH PVT. LTD. (MISSION)	40,00,000.00	40,00,000.00
KAVITA AGARWAL	0.00	1,50,000.00
KPL PACKGING PVT. LTD.	25,00,000.00	25,00,000.00
KSM EXPORTS LIMITED	25,00,000.00	25,00,000.00
MANDEEP SINGH SANDHU	0.00	41,00,000.00
MEHNDIPUR BALIJA IMPEX P. LTD	0.00	481.00
MOHD. SAJID	25,00,000.00	0.00
MOHD. TAHIR	25,00,000.00	0.00
NANDITA SHAUNIK	3,00,000.00	0.00
NARAIN DASS	36,00,000.00	36,00,000.00
P.N.G. & CO.	4,00,000.00	0.00
RAJ KISHORE AGARWAL	35,00,000.00	0.00
RAJEEV TOSHNIWAL	7,50,000.00	7,50,000.00
RUSTAM FOODS PRIVATE LIMITED	85,00,000.00	0.00
SAGAR KRISHI YANTRA PVT. LTD.	4,80,000.00	5,00,000.00
SANGEETA AGARWAL	0.00	9,50,000.00
SKYLINE INFRA HEGHITS P. LTD.	1,00,00,000.00	1,00,00,000.00
STAR ENTERPRISES	0.00	6,00,000.00
VASUNDHRA CAPITAL & SECURITIES LTD.	31,71,158.00	31,71,158.00
WM BLUE CHIP INVESTMENT SERVICES PVT. LTD.	2,55,00,000.00	2,55,00,000.00
	8,01,01,158.00	6,98,21,639.00

3.0 Inventories

Particular	In `	
	31/03/2016	31/03/2015
Others		
Other		
CLOSING STOCK- QUOTED SHARES	12,65,998.00	10,44,454.00
	12,65,998.00	10,44,454.00

3.1 Trade receivables

Particular	In `	
	31/03/2016	31/03/2015
Trade Receivable		
Secured, considered good		
Within Six Months		
BAJAJ CAPITAL	10,553.00	10,553.00
BIG BROKER SALES & PURCHASE A/C	1,25,66,400.00	1,25,66,400.00
CHEQUE RECEIVED BUT NOT DEPOSITED	1,00,000.00	0.00
CITYON SYSTEMS INDIA LTD.	44,00,000.00	84,00,000.00
HORIZON PORTFOLIO LTD. (SALES & PURCHASE A/C)	3,72,136.00	16,73,950.00
KALI COMMODITIES PVT LTD	0.00	14,38,135.00
SHOBHAGYA CAPITAL OPTIONS. LTD	50,000.00	50,000.00
SHREE MAHALAXMI COMMODITIES	43,04,493.00	43,04,493.00
ZEAL ADVERTISING PVT. LTD.	0.00	42,163.00
	2,18,03,582.00	2,84,85,694.00



For Nikki Global Finance Limited
 Managing Director

For Nikki Global Finance Ltd.

Director

3.2 Cash and cash equivalents

Particular	In `	
	31/03/2016	31/03/2015
Cash in Hand	6,11,599.00	7,59,745.00
Balances With Banks		
Balance With Oher Banks		
Current Account		
BANK OF INDIA	47,439.00	54,865.00
HDFC BANK LTD	57,357.00	91,312.00
HDFC BANK NEW A/C	34,773.00	35,000.00
SBI	10,370.00	0.00
	7,61,538.00	9,40,922.00

3.3 Other current assets

Particular	In `	
	31/03/2016	31/03/2015
T.D.S. A.Y. 2012-13	1,55,897.00	1,55,897.00
T.D.S. A.Y. 2011-12	0.00	450.00
TDS A.Y.06-07	0.00	9,060.00
	1,55,897.00	1,65,407.00

3.4 Revenue from operations

Particular	In `	
	31/03/2016	31/03/2015
Sale of Products		
Other Goods		
SALES	2,95,33,471.00	2,34,89,359.00
Other Operating Revenues		
M TO M	1,92,424.00	0.00
	2,97,25,895.00	2,34,89,359.00

3.5 Other income

Particular	In `	
	31/03/2016	31/03/2015
Interest	0.00	14,770.00
Dividend		
DIVIDEND	2,429.00	2,125.00
Miscellaneous		
SALES CONSULTANCY CHARGES	7,10,000.00	0.00
BALANCE WRITTEN OFF	1.00	0.00
	7,12,430.00	16,895.00

3.6 Purchases of Stock-in-Trade

Particular	In `	
	31/03/2016	31/03/2015
Stock in Trade		
PURCHASES	2,99,74,508.00	2,41,93,740.00
	2,99,74,508.00	2,41,93,740.00

3.7 Changes in inventories of finished goods, work-in-progress and Stock-in-Trade

Particular	In `	
	31/03/2016	31/03/2015
Opening		
Other	10,44,454.00	2,45,990.00
	10,44,454.00	2,45,990.00
Closing		
Other	12,65,998.00	10,44,454.00
	12,65,998.00	10,44,454.00
Increase/Decrease		
Other	(2,21,544.00)	(7,98,464.00)
	(2,21,544.00)	(7,98,464.00)

Details of Changes in Inventory

Particular	In `	
	31/03/2016	31/03/2015
Other		
STOCK	(2,21,544.00)	(7,98,464.00)
	(2,21,544.00)	(7,98,464.00)



For Nikki Global Finance Limited
A. H. Aggarwal
 Managing Director

For Nikki Global Finance Ltd.
[Signature]
 Director

3:8 Employee benefits expense

Particular	In `	
	31/03/2016	31/03/2015
Salary, Wages & Bonus		
SALARIES	5,52,280.00	3,64,200.00
	5,52,280.00	3,64,200.00

3.9 Finance costs

Particular	In `	
	31/03/2016	31/03/2015
Interest Expenses		
Bank Charges		
BANK CHARGES	1,458.00	222.00
	1,458.00	222.00

4.0 Depreciation and amortisation expense

Particular	In `	
	31/03/2016	31/03/2015
Depreciation & Amortisation		
Depreciation Tangible Assets	0.00	9,291.00
	0.00	9,291.00

4.1 Other expenses

Particular	In `	
	31/03/2016	31/03/2015
Administrative and General Expenses		
Telephone Postage		
Telephone Expenses	7,910.00	1,460.00
Postage Expenses	11,736.00	10,722.00
Printing Stationery		
Printing	6,920.00	4,580.00
Auditors Remuneration		
Audit Fees	28,625.00	28,500.00
Repairs Maintenance Expenses		
Others	11,845.00	1,950.00
Travelling Conveyance		
TRAVELLING EXP.	11,695.00	5,830.00
Legal and Professional Charges		
LISTING FEES (BSE)	2,24,720.00	1,12,360.00
LISTING FEES (CDSL)	5,618.00	12,359.00
CERTIFICATION FEES	7,080.00	7,017.00
LISTING FEES (NSDL)	0.00	6,741.00
Vehicle Running Expenses	13,978.00	17,650.00
Selling Distribution Expenses		
Advertising Promotional Expenses		
ADVERTISEMENT EXP	2,34,406.00	1,72,501.00
Other Expenses		
COMPUTER EXP.	37,090.00	20,300.00
D MAT CHARGES	3,506.00	3,453.00
OFFICE EXP	23,552.00	7,500.00
ROC EXP	22,200.00	15,600.00
A G M EXPENSES	30,100.00	28,950.00
DEPOSITARY SERVICE CHARGES	26,310.00	0.00
INCOME TAX	9,510.00	0.00
LEGAL EXP.	15,000.00	0.00
MISC. EXP.	50.00	0.00
RENT A/C	1,50,000.00	0.00
SHARE TRANSFER AGENT FEES	0.00	1,77,563.00
INTERNET EXP.	0.00	984.00
M TO M	0.00	22,34,303.00
	8,81,851.00	28,70,323.00

4.2 Tax expense

Particular	In `	
	31/03/2016	31/03/2015
	0.00	0.00

For Nikki Global Finance Limited
Arvind Agarwal
 Managing Director

For Nikki Global Finance Ltd.
[Signature]
 Director

4.3 Earnings per equity share

In `

Particular	31/03/2016	31/03/2015
Earnings Per Equity Share		
Basic		
Basic EPS Before Extra Ordinary Item	(0.26)	(0.92)
Extra Ordinary Item Adjustment	0.00	0.00
Diluted		
Diluted EPS Before Extra Ordinary Item	(0.26)	(0.92)
Extra Ordinary Item Adjustment	0.00	0.00
Number of Shares used in computing EPS		
Basic	3419700	3419700
Diluted	3419700	3419700
Weighted Average Number of shares		
Number of Shares for basic EPS calculation		
Number of shares for dilutive calculation	34,19,700.00	34,19,700.00

In terms of our attached report of even date
For J AGARWAL AND ASSOCIATES
CHARTERED ACCOUNTANTS

For NIKKI GLOBAL FINANCE LIMITED



CA JALAJ AGARWAL
(PARTNER)
M. NO. : 071738

ASHESH AGARWAL
(MANAGING DIRECTOR)

(DIN : 02319026)

G. P. GUPTA
(DIRECTOR)

(DIN : 00335302)

Place : NEW DELHI
Date : 27/05/2016

Significant Accounting Policies for the period ended March, 2016.

1. SIGNIFICANT ACCOUNT POLICIES:

(a) System of Accounting and Revenue Recognition

- (i) Accounts are prepared under historical cost convention in accordance with applicable mandatory Accounting Standards referred to in Section 133 of the Companies Act, 2013.
- (ii) Income on non-performing assets is recognized in accordance with the provisions of Prudential Norms for Income Recognition prescribed by the Reserve Bank of India and is accounted for in the year of realization.
- (iii) Profit / (Losses) on sale of investments are recognized on trade date on First in First out basis.
- (iv) Dividend on shares is accounted for as and when received.
- (v) Loans and advances are stated net of provisions for non-performing advances. Balances of various parties are subject to confirmations.
- (vi) Other Income and expenses are accounted for on accrual basis.
- (vii) The inventories of shares & securities have been valued at market value as at 31st March, 2016

(b) Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation.

(c) Depreciation

The depreciation has been provided on WDV method at the rates provided in Schedule II of the Companies Act, 2013 on pro-rata basis.

(d) Investments

- (i) The investments is categorized into 'Non- Current'.
- (ii) Investments are valued at cost. Provision for diminution in the value of investment, if any, is made if the Decline in value is of permanent nature.

2. CONTINGENT LIABILITIES:

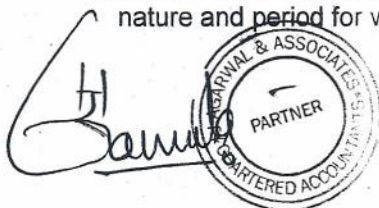
- (a) Estimated amount of contracts remaining to be executed on Capital Accounts and not provided for : NIL
(Previous Year: NIL)
- (b) Claims against the company not acknowledged as debts: NIL
(Previous Year: NIL)
- (c) Uncalled liability on partly paid investments : NIL
(Previous Year: NIL)

3. Special reserve represents, the reserve created in accordance with the provisions of section 45-IC Of the Reserve Bank of India Act, 1934, as amended by the Reserve Bank of India (Amendment) Act, 1997.

4. The company has not entered into any lease agreement after 31.03.1999, therefore, provision of Accounting standard-19 on 'Lease' are not applicable.

5. To the extent information available, there were no outstanding dues towards small scale or ancillary undertaking as on 31.03.2016.

6. The advance received or given is without any stipulation of board of directors regarding their in nature and period for which they are given or received.



For Nikki Global Finance Limited
Ashwini Aggarwal
Managing Director

For: Nikki Global Finance Ltd.
[Signature]
Director

Related party where significant influence exists:

Party	Relationship	Transaction	Amount in Rs.
Horizon Portfolio Ltd.	Entity in which key Management Personnel can exercise significant control	Purchase & Sale of Securities	6,81,72,246.30
Star Enterprises	Entity in which key Management Personnel Can exercise significant control	Loan amount received back	6,00,000.00
Rich Udyog Network Ltd	Entity in which key Management Personnel Can exercise significant control	Repayment of Loan	4,31,20,000.00

8. Amount outstanding as on 31st March, 2016:

(i) Key Management Personnel	3,73,91,499.00 Cr.	3,73,91,499.00 Cr.
(ii) Others Related Parties	0.00	45,840.00 Cr.

9. An amount of Rs. 4, 31, 20,000.00 is shown under the head CHEQUES ISSUED BUT NOT PRESENTED TO BANK are issued to RICH UDYOG NETWORK LTD. The cheques are still outstanding as on date of signing of the final a/cs.

10. The particulars as required in terms of Paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions 1998 given in Schedule I-(i) is not appended hereto.

11. Keeping in view the current year losses of the company, net deferred tax liabilities have not been recognized in accordance with Accounting Standard AS-22-"Accounting for taxes on income" issued by the Institute of Chartered Accountants of India".

12. Payment of Gratuity Act, 1972 and Provident Fund Act, 1952 are not presently applicable to the Company. The company does not have a policy of encashment of unavailed leaves.

13. Earnings in Foreign Currency: NIL (Previous Year: Rs. NIL)

14. Expenses in Foreign Currency: NIL (Previous Year: Rs. NIL-)


15. The company has identified that there is no impairment of assets and as such no provision is required for the same in terms of Accounting Standard 28 issued by Institute of Chartered Accountants of India.

16. Figures have been rounded off to the nearest rupees.

17. Previous year's figures have been regrouped / rearranged wherever considered necessary.

DATE : 27/05/2016
PLACE: NEW DELHI

FOR J AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS



CA JALAJ AGARWAL
PARTNER
M.No.071738

FOR THE PERIOD ENDING 31.03.2016
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March, 2016

	For the year Ended 31, March 2016 Amount (Rs.)	For the year Ended 31, March 2015 Amount (Rs.)
Cash flows from operating activities		
Net Profit/(Loss) as per Profit & Loss A/c Before Tax	(750,228.00)	(3,133,058.00)
Adjustments for :		
Depreciation	0.00	9291.00
P/P Expenses	150000.00	0.00
Income Tax	0.00	0.00
Other Adjustments	3500000.00	0.00
Operation profit before working capital changes	(4,400,228.00)	(3,123,767.00)
Change in Current Asset	6,470,078.00	2,735,906.00
Change in Current Liabilities	5,285.00	(24,458.00)
NET CASH FROM OPERATING ACTIVITIES	2,075,135.00	(412,319.00)
Cash flows from investing activities		
Purchase of Investment	-	-
Purchase of fixed Assets	-	-
Sale of fixed Assets	-	-
(Increase)/Decrease in Loans & Advances	(10,279,519.00)	(950,000.00)
NET CASH FROM INVESTING ACTIVITIES	(10,279,519.00)	(950,000.00)
Cash flows from Financing activities		
Proceeds from issuance of Share Capital	-	-
Increase/(Decrease) in Unsecured Loans & Non current liabilities	8,025,000.00	1,174,012.00
NET CASH FROM FINANCING ACTIVITIES	8,025,000.00	1,174,012.00
Net increase/(Decrease) in cash and cash equivalents	(179,384.00)	(188,307.00)
Cash and Cash equivalents beginning of year	940,922.00	1,129,229.00
Cash and Cash equivalents at end of year	761,538.00	940,922.00

Notes:1
 Figures in brackets indicate cash outflow
Notes:2
 This is the cash flow statement referred to in our report of even date prepared under the indirect method, set out in AS-3 issued by the Institute

As per our report of even date

For and on behalf of Board of Directors

For J Agarwal & Associates,
 Chartered Accountants,



CA JAGAN AGARWAL

(PARTNER)

M. No. 071738

Place : New Delhi
 Date : 27/05/2016

ASHESH AGARWAL
 (MANAGING DIRECTOR)

DIN:02319026

G.P. GUPTA
 (DIRECTOR)

DIN:00335302

For Nikki Global Finance Ltd.

FOR NIKKI GLOBAL FINANCE LIMITED

Chief Financial Officer

COMPANY SECRETARY

PROXY FORM

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

30TH ANNUAL GENERAL MEETING – SEPTEMBER 30, 2016

NIKKI GLOBAL FINANCE LIMITED

Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi -110024

CIN: L65999DL1986PLC024493

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

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

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the Company, to be held on Friday, September 30, 2016 at 3.30 p.m. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi – 110071 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business

1. Adoption of audited financial statements for the financial year ended 31st March, 2016 and the Reports of Board of Directors and Auditors thereon (Ordinary Resolution).
2. Re-appointment of Mr. Shashwat Agarwal, who retires by rotation (Ordinary Resolution).
3. Re-appointment of M/s. J Agarwal & Associates, Chartered Accountants, Kanpur as Statutory Auditors of the Company and fixing their remuneration (Ordinary Resolution).

Special Business

4. Authorization to (i) give any loans to any person(s) or other body corporate(s), or (ii) give any guarantees or to provide security in connection with a loan to any other body corporate(s) or person(s), or (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate(s) exceeding sixty percent of Company's paid up capital and its free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, provided that the total loans or investments made, guarantees given, and securities provided shall not exceed an aggregate amount of Rs. 50 Crores and rectification of earlier transactions (Special Resolution).
5. Authorization to make transactions with related party(ies) being in ordinary course of business and on arms length basis and rectification of earlier transactions (Special Resolution).
6. Authorization to borrow any sum or sums of money from time to time on such terms and conditions and with or without security as the Board may think fit which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business), may exceed the aggregate for the time being of the paid-up capital and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount of money/moneys so borrowed by the Board shall not at any point of time exceed the limit of Rs. 50 Crores (Rupees Fifty Crores Only) (Special Resolution).

Signed this day of 2016.

Signature of shareholder:

Affix 1 Rupees Revenue Stamp

Signature of Proxy holder(s):

Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

2. A person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member.

ATTEDANCE SLIP

30TH ANNUAL GENERAL MEETING – SEPTEMBER 30, 2016

NIKKI GLOBAL FINANCE LIMITED

Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi -110024

CIN: L65999DL1986PLC024493

DP ID/Client ID/Folio No.

No. of shares held

I Certify that I am a member/proxy for the member of the Company.

I, hereby record my presence at the 30th Annual General Meeting held on Friday, September 30, 2016 at 3:30 p.m. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi – 110071.

Name of the Member

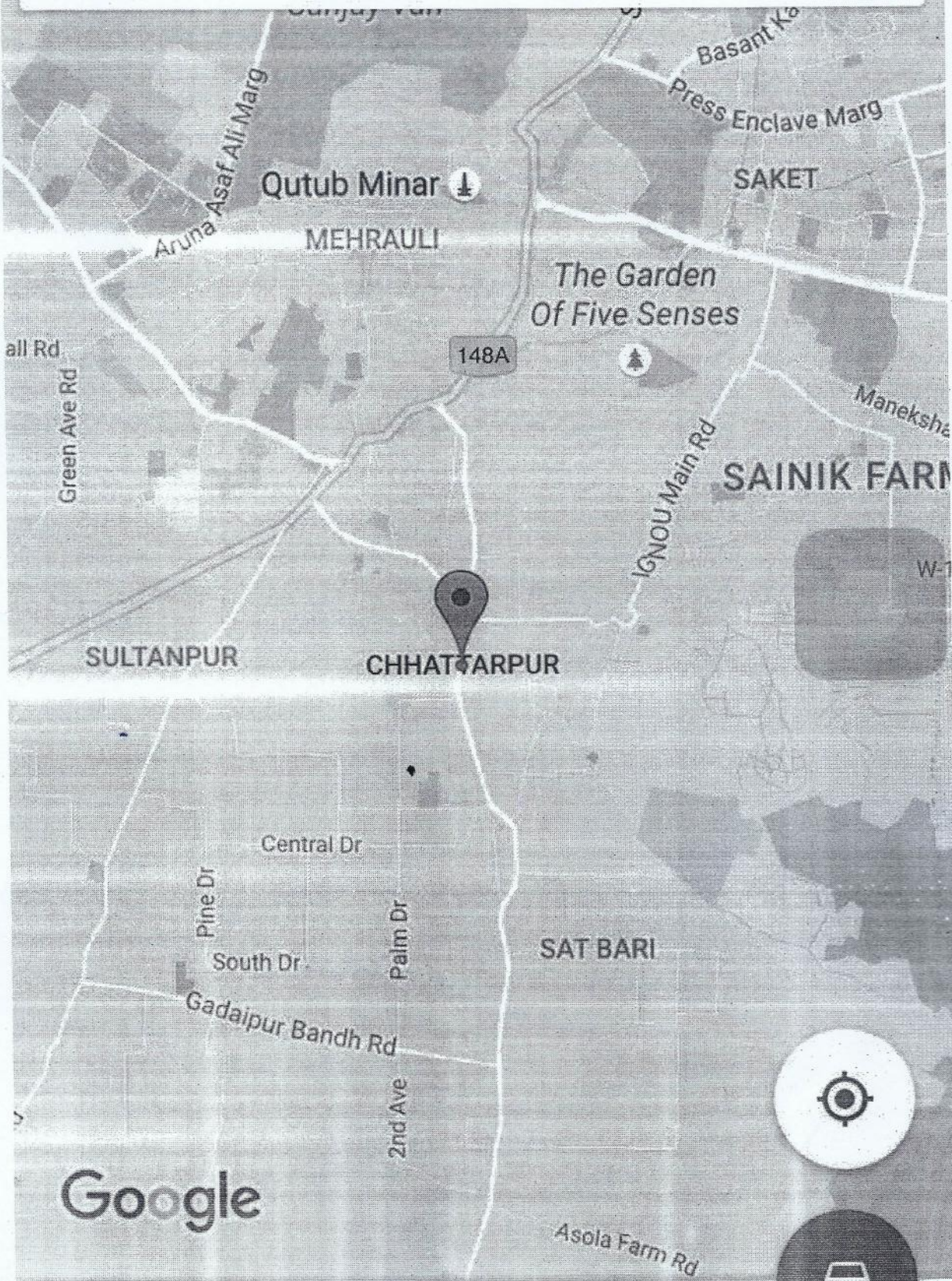
Name of the Proxy

Signature

Note: Please complete this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall. Members are requested to bring their copy of the Annual Report for reference at the meeting.



Chattarpur



Chhattarpur

Chhattarpur, New Delhi, Delhi

30 min

70

