

22ND
ANNUAL REPORT
2016 - 2017

GCM SECURITIES LIMITED

GCM Securities Limited

CORPORATE INFORMATION

BOARD OF DIRECTORS

Inder Chand Baid	Chairman
Manish Baid	Managing Director
Samir Baid	Non-Executive Director
Laxmi Narayan Sharma	Independent Director
Amitabh Sukla	Independent Director
Urmi Bose	Independent Director

Corporate Identification No.
CIN: L67120WB1995PLC071337

MANAGEMENT TEAM

Inder Chand Baid	Chairman
Manish Baid	Managing Director
Pooja Bhartia	Company Secretary
Shrenik Choraria	Chief Financial Officer

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BANKERS

ICICI Bank Limited
HDFC Limited
Kotak Mahindra Bank Limited

REGISTERED OFFICE

3B, Lal Bazar Street, Sir RNM House
5th floor, Kolkata, West Bengal-700001
Tel. No. 033-22481053/22489908
Email: gcmsecu.kolkata@gmail.com

STATUTORY AUDITORS

M/s Bharat D. Sarawagee & Co.
Chartered Accountants, Kolkata

REGISTRAR AND SHARE TRANSFER AGENTS

Purva Share Registry (India) Private Limited
No.9, Shiv Shakti Indust. Estate,
Ground Floor, J.R. Boricha Marg,
Lower Parel, Mumbai-400011

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Members are requested to bring their copy of Annual Report at the time of Meeting

NOTICE

NOTICE is hereby given that the Twenty Second Annual General Meeting of the Members of GCM Securities Limited will be held on Friday, 29th September, 2017 at 10:00 AM at 3B Lal Bazar Street, Sir R.N.M. House, 5th Floor, Kolkata, West Bengal-700001 to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the audited Financial Statement for the year ended on 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.
2. To consider and adopt the audited Consolidated Financial statements for the year ended on 31st March, 2017 together with the Reports on Auditors thereon.
3. To appoint Director in place of Mr Samir Baid (DIN:00243521), who retires by rotation and being eligible offers himself for re-appointment.
4. To consider and if thought fit, to pass, the following Resolution as an Ordinary Business:

“RESOLVED THAT pursuant to the provisions of Section 139 read with the Companies (Audit and Auditor) Rules, 2014, 142, 143 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), and based on the recommendations of the Audit Committee, M/s. A D S R & Associates, Chartered Accountants, Kolkata (FRN - 329843E), who have offered themselves for appointment as Auditors to the Company and have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, be and are hereby appointed as Statutory Auditors of the Company and to hold office from the conclusion of the 22nd Annual General Meeting up to the conclusion of the 26th consecutive Annual General Meeting (subject to ratification by the members at every subsequent AGM) at a remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

5. Approval for revision in remuneration of Managing Director Mr. Manish Baid

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution

RESOLVED THAT pursuant to the provisions of Sections 197 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Schedule V to the Act and the Rules made there under, including any statutory modification thereof, or any other law and subject to approval of shareholders, consent of the board be and is hereby accorded for the alteration in the remuneration structure of Mr. Manish Baid (Managing Director) of the Company with effect from 01-04-2017 as under:

Consolidated Salary: Up to a Maximum of Rs. 7,50,000/- per annum which includes the variable pay and perquisites, with the authority to Board to fix the salary within the said maximum amount from time to time.

RESOLVED FURTHER THAT pursuant to provisions of the Section 197 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 the revised remuneration of Mr. Manish Baid, Managing Director is hereby confirmed that it is well within the prescribed limit mentioned in the said section.

RESOLVED FURTHER THAT Ms. I.C. Baid, Director and Ms. Pooja Bhartia, Company Secretary be and are hereby severally authorised to file necessary forms with the Registrar of Companies, and to do or cause to do such other acts, deeds and things as may be considered necessary in connection with or incidental to the above.”

Place: Kolkata
Date: September 1, 2017

By Order of the Board of Directors
for **GCM Securities Limited**

Registered Office:

3B Lal Bazar Street, Sir RNM House
5th floor, Kolkata, West Bengal-700001
CIN: L67120WB1995PLC071337

INDER CHAND BAID

DIN: 00235263

Chairman

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

Proxies to be effective must be deposited at the Registered Office of the Company duly completed and signed not less than 48 Hours before the time of the Meeting. Proxies submitted on behalf of the companies, societies etc. must be accompanied but an appropriate resolution, as applicable.

2. Corporate members intending to send their authorized representative to attend the Meeting Pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on their behalf at the Meeting.
3. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday 23rd September 2017 to Saturday 29th September 2017 (both days inclusive).
5. Members may note that the Notice of the 22nd Annual General Meeting and the Annual Report for the year 2016-17 will also be available on the company's website www.gcmsecsecuritiesltd.com. The route map and prominent landmark for the venue of the meeting forms part of the annual report.
6. Members are requested to notify immediately any change in their address and/or bank details to the company's Registrar and Shares Transfer Agent, Purva Share Registry (India) Private Limited (PSR(I)PL for the shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
7. Members holding shares in physical form and who have not registered their e-mail IDs are requested to register the same with PSR(I)PL.

8. The notice of AGM alongwith the Annual Report 2016-17 is being sent by electronic mode to those members whose e-mail address are registered with the Company/Depositories, unless any member has requested for the physical copy of the same.
9. For members who have not registered their e-mail address, physical copies are being sent by the permitted mode.
10. To support the "Green Initiative", members who have not registered their e-mail address are requested to register the same with PSR(I)PL/Depositories.
11. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
12. The Shares of the Company are mandated by the Securities & Exchange Board of India (SEBI) for trading in dematerialized form by all investors.
13. The identity/signature of Members holding shares in electronic/demat form is liable for verification with the specimen signatures furnished by NSDL/CDSL. Such Members are advised to bring the relevant identity card issued by the appropriate Authorities to the Annual General Meeting.
14. Members desirous of getting any information about the accounts of the Company, are requested to send their queries so as to reach at-least ten days before the meeting at the Registered Office of the Company, so that the information required can be made readily available at the meeting.
15. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to the members facility to exercise their votes at the 22nd AGM by electronic means and the business may be transacted through e-voting as per details below:-
 - a) Date and time of commencement of voting through electronic means: Tuesday, September 26, 2017 at 9.30 A.M.
 - b) Date and time of end of voting through electronic means beyond which voting will not be allowed: Thursday, September 28, 2017 at 5.30 P.M.
 - c) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 22, 2017, may cast their vote electronically irrespective of mode of receipt of notice by the shareholder. The e-voting module shall be disabled by CDSL for voting thereafter.
 - d) Details of Website: www.evotingindia.com
 - e) Details of Scrutinizer: CA Sumit Kumar Verma, Practising Chartered Accountant (Membership No. 302320), 86, Sharat Chatterjee Road, Kolkata-700089 West Bengal. E-mail: sumitvermaca@yahoo.in.
 - f) Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change/ modify the vote subsequently.
1. The instructions for Members for e-voting are as under:

Applicable in all cases whether NOTICE is received by e-mail or in physical form:

 - i Log on to the e-voting website www.evotingindia.com during the voting period
 - ii Click on "Shareholders" tab

- iii Now, select the GCM SECURITIES LIMITED from the drop down menu and click on "SUBMIT"
- 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 last 8 digits of the demat account/folio number in the PAN Field. • In case the folio 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 folio number 100 then enter RA00000100 in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.

- viii After entering these details appropriately, click on "SUBMIT" tab.
- ix Members holding shares in physical form will then reach directly 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 for GCM SECURITIES 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 out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvii If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

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.

Place: Kolkata
Date: September 1, 2017

By Order of the Board of Directors
for **GCM Securities Limited**

Registered Office:

3B Lal Bazar Street, Sir RNM House
5th floor, Kolkata, West Bengal-700001
CIN: L67120WB1995PLC071337

INDER CHAND BAID
DIN: 00235263
Chairman

Explanatory Statement pursuant to Section 102(1) of the Companies Act 2013

ITEM NO. 5

Revision in the Remuneration of Mr. Manish Baid, Managing Director

Mr. Manish Baid, aged 41 Years, has completed his Bachelors in Commerce from University of Calcutta. He is a Chartered Accountant by Profession and is a Fellow member of the Institute of Chartered Accountants of India. He is having an experience of over 14 Years in Merchant Banking and having an experience of about 14 years in Accounting, Taxation, Company Law, Financial Markets and Capital Market activities. He guides our Company through his experience and is instrumental in preparing our growth strategies.

Keeping in view, the significant progress made by the Company under the stewardship of Mr Manish Baid, the Board of Directors, subject to approval of the competent authorities and Members, has approved increase in remuneration of Mr Manish Baid as mentioned in the resolution. Details of revised Remuneration have already been provided in proposed resolution.

Your Directors, therefore, recommend the resolution, as set forth in Item No. 4 of this Notice, for your approval.

Save and except Mr Samir Baid, and Mr I.C. Baid, relatives of Mr Manish Baid, none of the Directors, Key Managerial Personnel or relatives thereof is, in any way concerned or interested, financially or otherwise, in the said Resolution.

Place: Kolkata
Date: September 1 2017

By Order of the Board of Directors
for **GCM Securities Limited**

Registered Office:

3B Lal Bazar Street, Sir RNM House
5th floor, Kolkata, West Bengal-700001
CIN: L67120WB1995PLC071337

INDER CHAND BAID
DIN: 00235263
Chairman

DIRECTORS' REPORT

To

The Members of,
GCM Securities Limited

Your Directors have pleasure in presenting the 22nd Annual Report of your Company together with the Audited Statements of Accounts for the year ended March 31, 2017.

FINANCIAL RESULTS:

A summary of the Financial Performance of your company and its major associates, for the financial year ended March 31, 2017 is as under:

Financial Results	Rs in Lac	
	Current Year Ended on 31st March, 2017	Previous Year Ended on 31st March, 2016
Operating Revenue	55.97	169.71
Others Income	109.44	111.19
Total Revenue	165.42	280.90
Total Expenditure	166.44	266.97
Profit/(Loss) before Taxation	(1.03)	13.93
Provision for Taxation (including Deferred Tax)	14.81	4.58
Profit/(Loss) after Taxation	(15.84)	9.35
Balance Carried forward to Balance Sheet	(15.84)	9.35

MICROECONOMIC OVERVIEW

India remains one of the fastest growing economies in the world. According to the Central Statistical Office's (CSO) revised estimates, India's GDP growth remained steady at 7.1% in FY17 with the third quarter registering a growth rate of 7% y-o-y despite the effects of demonetisation. Certain macroeconomic indicators suggest that the economy is steadily recovering from the impact of demonetisation, announced on 8th November, 2016, with the RBI forecasting GDP growth at 7.4% in FY18.

Consumer Inflation likely to be moderate and remain below 5% in the FY 2017. The central Government remains on the path of fiscal deficit to around 3% of GDP in FY18. Government continues to make efforts to revive investment cycle and is spending on building physical infrastructure. Government has been able to revive many stalled projects in the public sector; however, private sector investments remain weak given low capacity utilization and leveraged balance sheets.

We are on the verge of one of the most important reform measures in the country – the transition to the Goods and Services Tax (GST) from 1st July, 2017. The GST will unify India into a single market thereby simplifying the compliance process, broadening the tax base and improving productivity. While there remains a possibility of disruption in the short run, given the scale of change, recent experience with the demonetization exercise suggests that the disruption to economy from GST

implementation, if any, is likely to be small and short lived. The long-term potential from GST is immense.

OVERALL PERFORMANCE & OUTLOOK

Your Company is one of the SEBI registered Stock Broker and is a registered Corporate Member of the National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE) in the Capital Market segment and future & Options.

Total Gross Revenue from operation for the year was Rs 165.42 Lakhs in comparison to previous financial year figures of Rs 280.90. The company has registered Net Profit/(Loss) before Tax for the year was of Rs (15.84) Lakhs in comparison to Previous Financial Year Rs 9.35 Lakhs.

DIVIDEND AND RESERVES

Due to inadequate profit during the year and in order to conserve resources for future, your Directors do not recommends any further Dividend payments for the year under review.

During the year under review, no amount was transferred to General Reserve.

SHARE CAPITAL

The Paid-up Equity Share Capital as on March 31, 2017 was Rs 18.9960 Crore. During the year under review, the company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

SUBSIDIARY COMPANY

The Company does not have any subsidiary.

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. There are no materially significant related party transactions made by the company with Promoters, Key Management Personal or to the designated person which may have potential conflict with interest of the company at large and hence do not attract the provisions of Section 188 of the Companies Act, 2013 thus disclosure in Form AOC-2 is not required.

MANAGEMENT DISCUSSION & ANALYSIS

As required by under Part B of Schedule V read with Regulation 34(3) of the Listing Regulations, 2015, the Management Discussion and Analysis is annexed and forms part of the Directors' Report.

MANAGEMENT

There was no change in Management of the Company during the year under review. Further none of the Directors of the Company are disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee adopted the Remuneration Policy, Which inter-alia includes policy for selection and appointment of Directors, key Managerial Personnel, Senior Management Personnel and their remuneration. The Remuneration Policy is stated in the www.gcmsecuritiesltd.com.

DIRECTORS

There is no change in composition of Board during the Financial Year under review.

All Independence Director have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 (b) of SEBI (LODR) Regulations, 2015.

Further none of the Directors of the company are disqualified under sub-Section (2) of Section 164 of the Companies Act, 2013.

INDEPENDENT DIRECTORS

As per provisions of Section 149 of the 2013 Act, independent directors shall hold office for a term up to five consecutive years on the board of a company, but shall be eligible for re-appointment for another term up to five years on passing of a special resolution by the company and disclosure of such appointment in Board's Report. Further Section 152 of the Act provides that the independent directors shall not be liable to retire by rotation in the Annual General Meeting ('AGM') of the Company.

STATUTORY INFORMATION

The Company being basically into the broking business and is the member of BSE and NSE. Apart from broking business, the Company is also doing business in shares and securities. In view of current line of business, requirements regarding and disclosures of particulars of Conversation of Energy and Technology Absorption prescribed by rule is not applicable to us.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, TRIBUNALS OR COURTS

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the company and its future operations.

RESEARCH & DEVELOPMENT

The Company believes that technological obsolescence is a reality. Only progressive research and development will help us to measure up to future challenges and opportunities. We invest in and encourage continuous innovation. During the year under review, expenditure on research and development is not significant in relation to the nature size of operations of your Company.

DETAILS OF DIRECTORS/KMP APPOINTED AND RESIGNED DURING THE YEAR

Sl. No.	Name	Designation	Date of Appointment	Date of Resignation
1.	-	-	-	-

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has a whistle Blower Policy to report genuine concern or grievances. The Whistle Blower Policy has been posted on the website of the Company.

AUDITORS**Statutory Auditors**

Existing Auditors M/s Bharat D. Sarawgee & Co. Chartered Accountants, Kolkata who have expressed their un-willingness to re-appoint themselves as Auditors of the company. In the place of existing Auditors, the Audit Committee recommended M/s. A D S R & Associates, Chartered

Accountants, Kolkata (FRN - 329843E) Chartered Accountants, Kolkata for appointment to audit of Accounts of the company from the conclusion of the 22nd AGM up to conclusion of the 27th AGM (subject to ratification by the members at every subsequent AGM). As required under various provisions of Companies Act, 2013, the company has obtain written confirmation under from M/ s ADSR & Associates: that they are eligible for appointment as Auditors and are not disqualified for the appointment under provisions of Companies Act, 2013 and Chartered Accountants Act, 1949 or the rules and regulations made there under.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company has appointed Ms. Kriti Daga, Company Secretaries in Practice (CP No.14023) to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed in this Annual Report as Annexure.

Internal Auditors

The Company has appointed M/s Baid ray & Associates, Chartered Accountants, Kolkata (CP No. 055737) as Internal Auditors of the Company for the current financial year.

EXTRACT OF ANNUAL RETURN

Pursuant to provisions of Section 134(3) (a) of the Companies act, 2013, extract of the Annual Return for the financial year ended 31st March, 2017 made under the provisions of Section 92(3) of the Act is attached as Annexure.

REPORT ON CORPORATE GOVERNANCE

As per SEBI circular no. SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIRMENTS) REGULATION, 2015 No. SEBI/LAD-NRO/GN/2015-16/013 dated September 02, 2015 Company's paid up capital is less than Rs. 10 Crores and Net Worth is also less than Rs. 25 Crore or Company listed on SME Platform Company was not required to comply with the norms of the corporate Governance.

Since the Company was listed on SME Exchange only as on Financial Year ending 31st march 2017, therefore the provisions relation to Corporate Governance are not applicable to the Company.

COMMENTS ON AUDITOR'S REPORT

The notes referred to in the Auditor's Report are self-explanatory and as such they do not call for any further explanation as required under the Companies Act, 2013.

PARTICULARS OF EMPLOYEES

People are the backbone of our operations. It is a matter of great satisfaction for our Company that our employees have been very supportive of the Company's plan. By far the employee's relations have been cordial throughout the year.

The information as required by provisions of the Companies Act, 2013 is reported to be NIL.

FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has not earned or used foreign exchange earnings/outgoings during the year under review.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposits from the public within the meaning/ambit of Section 73 of the Companies Act 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

APPRECIATION

Your Directors wish to place on record their appreciation towards the contribution of all the employees of the Company and their gratitude to the Company's valued customers, bankers, vendors and members for their continued support and confidence in the Company.

Place: Kolkata
Date: May 10, 2017

Registered Office:
3B Lal Bazar Street, Sir RNM House
5th floor, Kolkata, West Bengal-700001
CIN: L67120WB1995PLC071337

By Order of the Board of Directors
for **GCM Securities Limited**

Inder Chand Baid
DIN: 00235263
Chairman

Annexure of the Director's Report

CORPORATE GOVERNANCE REPORT

Your Director have pleasure in presenting the Corporate Governance Report for the ended 31st March, 2017.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Your Company believes that good Corporate Governance enhances the confidence of investors and help in meeting the needs and aspirations of its shareholders. Your company is committed to continuing the high values and traditions in transparent functioning of the organization.

BOARD OF DIRECTORS MEETING

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. Presentably, the Board consists of six directors, out of whom four are Independent Director. One is Managing Director and on is Chairman of the Company.

COMPOSITION AND DETAILS OF DIRECTORS

Sr. No.	Name	Designation	Date of Appointment	No. of Equity Shares held	Attendance at Board Meeting during 2016-17 No. of Meetings	As on 31st March, 2017 in other listed companies			Attendance at last AGM
						No. of Directorship(S) held in listed Cos.	Committee Position		
							Chairman	Member	
1.	Inder Chand Baid	Chairman	02.05.1995		4	3	1	2	YES
2.	Manish Baid	Managing Director	02.06.1998		4	Nil	NIL	NIL	YES
3.	Samir Baid	Independent Director	19.07.1999		4	4	NIL	4	YES
4.	Laxmi Narayan Sharma	Independent Director	20.12.2014		4	6	NIL	NIL	YES
5.	Amitabh Shukla	Independent Director	25.10.2012		4	3	NIL	NIL	YES
6.	Urmi Bose	Independent Director	28.03.2015		4	NIL	NIL	NIL	YES

BOARD MEETINGS:

During the year 2016-17 Four Meetings of the Board of the Directors were held and the gap between two such meetings does not exceeds 120 days. Meetings were held on followings dates:

Sr No.	Date of Board Meetings Held
1.	30 May 2016
2.	29 September 2016
3.	10 November 2016
4.	25 January 2017

AUDIT COMMITTEE MEETINGS:

In compliance with Section 177 of Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there were no occasions during the year where the Board of Directors did not accept the recommendations of the Audit Committee. Meetings were held on 30 May 2016, 29 September 2016, 10 November 2016 and 25 January 2017.

Sr No.	Name	Designation	Positions	Number of Meetings attended
1	Inder Chand Baid	Chairman	Member	4
2.	Laxmi Narayan Sharma	Independent Director	Member	4
3.	Amitabh Shukla	Independent Director	Chairman	4

NOMINATION AND REMUNERATION COMMITTEE MEETING:

The said Committee lays down the Policy on Remuneration stating therein the Positive attributes required for the Managing Director, Independent Directors and Key Managerial Personnel. The said policy also states the modus operandi for determining the remuneration to the above said personnel. The Remuneration Policy of the Company can be viewed on the Company's website www.gcmsecuritiesltd.com.

During the year 2016-17 TWO Meetings of the Nomination and remuneration committee were held on 30 May 2016 and 10 November 2016.

Attendance of the Nomination and remuneration committee meetings.

Sr No.	Name	Designation	Positions	Meetings attended
1	Manish baid	Managing Director	Member	2
2.	Laxmi Narayan Sharma	Independent Director	Chairman	2
3.	Amitabh Shukla	Independent Director	Member	2

STAKEHOLDERS' RELATIONSHIP COMMITTEE MEETINGS:

In compliance with section 178(5) of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, the Company has constituted a stakeholders Relationship Committee consisting of 2 Independent Directors and the Managing Director, During the Year 2016-17 meetings were held on 30 May 2016 and 10 November 2016 of the stakeholders Relationship Committee.

Attendance of the Stakeholders Relationship Committee meeting.

Sr No.	Name	Designation	Positions	Meetings attended
1	Manish baid	Managing Director	Member	2
2.	Laxmi Narayan Sharma	Independent Director	Member	2
3.	Amitabh Shukla	Independent Director	Chairman	2

PARTICULARS OF PAST 3 AGMS.

Sr. No.	Annual General Meeting	Date & Time	Venue	Whether Special Resolution Passed
1	21st Annual General Meeting	29th September, 2016 10:00 AM	3B, Lal Bazar Street, Sir RNM House, 5th Floor, Kolkata-700001, West Bengal	NO
2	20th Annual General Meeting	28th September, 2016 10:00 AM	3B, Lal Bazar Street, Sir RNM House, 5th Floor, Kolkata-700001, West Bengal	YES
3	19th Annual General Meeting	19th September, 2016 11:30 AM	3B, Lal Bazar Street, Sir RNM House, 5th Floor, Kolkata-700001, West Bengal	NO

DETAILS OF SPECIAL RESOLUTION PASSED IN PAST 3 AGMS

The Company has passed a Special Resolution in pursuance of the prevailing Laws, Rules, Regulations, ect. In 20th Annual General Meeting:

- Adoption of new ARTICLES OF Association of company containing Regulation in conformity with Companies Act, 2013.

GENERAL SHAREHOLDER INFORMATION:

i	22nd Annual General Meeting	30th September, 2017 at 11:30 AM
ii	Venue	Registered Office 3B, Lal Bazar Street, Sir RNM House, 5th Floor, Kolkata-700001, West Bengal
iii	Financial Year	2016-17
iv	Listing on Stock Exchanges	The BSE Limited, Mumbai
v	Company Scrip Code	BSE 535431
vi	ISIN Number	INE168O01026

Annexure of the Director's Report

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2017.

FORWARD-LOOKING STATEMENTS:

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

INDUSTRY STRUCTURE, DEVELOPMENT:

PERFORMANCE:

The income of brokerage & commission constitutes the income from retail clients, HNI ect. Such income is driven principally by the numbers of active clients, market volume and underlying share price movement. Total Gross Revenue form operation for the year was Rs165.42 Lakhs in comparison to previous financial year figures of ` 280.90. The company has registered Net Profit/(Loss) before Tax for the year was of Rs (15.84) Lakhs in comparison to Previous Financial Year Rs 9.35 Lakhs. Volatility and adverse market conditions have resulted in such lower revenue for the financial year 2016-17. In this regards the company has drawn detailed plans to improve the performance by increasing the revenue stream by initiating and continuing to expand the suite of products and enhance the customers base of retail clients, Hni's and corporates.

SEGMENT-WISE PERFORMANCE:

The Company is into trading in Securities which is the only operating segment of the company

OPPORTUNITIES AND THREATS:

The fundamental growth drivers of the country's economy as well as our company continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally. We are also in talks with reputed chemicals companies to import specialty chemicals.

We offers equity broking services to Retail, HNI and corporate clients in the cash and derivatives segment. The growth of financial services sector will allow the company to grow business in each of the vertical. The equity broking is witnessing a good respite due to positive market conditions. As a financial service intermediary, the company's profits and revenues are, to a large part dependent on the sable growth and functioning of the capital market.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system to safeguard the assets of the company. Efforts for continued improvement of internal control system are being consistently made in this regard. The company has cleared secured bank liability against assets.

HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The industrial relations with staff and officers are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

Place: Kolkata
Date: May 10, 2017

Registered Office:
3B Lal Bazar Street, Sir RNM House
5th floor, Kolkata, West Bengal-700001
CIN: L67120WB1995PLC071337

By Order of the Board of Directors
for **GCM Securities Limited**

Inder Chand Baid
DIN: 00235263
Chairman

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2017

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

FORM NO. MGT-9

I. REGISTRATION AND OTHER DETAILS	
CIN	L67120WB1995PLC071337
Registration Date	02/05/1995
Name of the Company	GCM Securities Limited
Category / Sub-Category of the Company	Category : Company having Share Capital
Address of the Registered Office and contact details	3B, Lal Bazar Street, Sir RNM House, 5th Floor, Kolkata-700001, West Bengal Tel No.:- 033-22481053/22489908
Whether listed company	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	Purva Share Registry (India) Private Limited, No. 9, Shiv Shakti Ind. Estate, Gr. Floor, J. R. Boricha Marg Lower Parel, Mumbai-400011 Maharashtra

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:-			
Sr. No.	Name and Description of main Businesses	NIC Code of the Product/service	% of Total Turnover of the Company
1	Trading Investment in Shares & Securities & Financing activities	66110	33.84
2	Interest on Fixed Deposit with Banks & on Bonds	64990	66.16

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
Sr.	Name & Address of Company	CIN / GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1.	GCM Capital Advisors Limited	L74110MH2013PLC243163	Associate	35.95	2(6)
2.	GCM Commodity & Derivatives Limited	L74999WB2005PLC102819	Associate	35.35	2(6)

IV) SHARE HOLDING PATTERN (Equity Share Capital Breakup as % 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	49799000	0	49799000	26.22	49799000	0	49799000	26.22	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	29101000	0	29101000	15.32	29101000	-	29101000	15.32	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):-	78900000	0	78900000	41.54	78900000	0	78900000	41.54	-
2) Foreign									
g) NRIs-Individuals	-	-	-	-	-	-	-	-	-
h) Other-Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total(A)(2):-	-	-	-	-	-	-	-	-	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non Institutions									
a) Bodies Corp.									
(i) Indian	101147800	720000	101867800	53.62	101183400	720000	101903400	53.64	0.01
(ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	5735000	420000	6155000	3.24	5707800	420000	6127800	3.23	0.01
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	720000	-	720000	0.37	720000	0	720000	0.37	-
c) Others (Specify)	2317200	-	2317200	1.22	2308800	-	2308800	1.22	-
Sub-total(B)(2)	-	-	-	-	109920000	1140000	111060000	58.46	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	109920000	1140000	111060000	58.46	109920000	1140000	111060000	58.46	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	188818000	1142000	189960000	100	188820000	1140000	89960000	100	-

ii) Shareholding of Promoters

Sr. Shareholders Name No. Shares	Shareholding at the beginning of year			Shareholding during and at the end of the year			% change in Share holding during the
	No. of of the Company	% of total shares encumbered to total shares	% of Shares Pledged / Shares	No. of of the Company	% of total shares encumbered to total shares	% of Shares Pledged / year	
1. Manish Baid	13650000	7.19	-	13650000	7.19	-	-
2. Samir Baid	13475000	7.09	-	13475000	7.09	-	-
3. SarojBaid...	13191000	6.94	-	13191000	6.94	-	-
4. Inder Chand Baid	9483000	4.99	-	9483000	4.99	-	-
5. Global Capital Markets Limited	29101000	15.32	-	29101000	15.32	-	-
Total	78900000	41.54	-	78900000	41.54	-	-

iii) Change in Promoters' Shareholding (Please specify, if there is no change)

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	NO Change During the Year			
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	NO Change During the Year			
At the End of the year	NO Change During the Year			

iv) Shareholding of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs & ADRs)

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding during and at the end of the year	
	No. of Shares	% of total shares of the	No. of Shares Company	% of total shares of the Company
Indrawati Nirman Private Limited	7576800	3.98 %	7576800	3.98 %
Kailashpati Vyapaar Private Limited	5204000	2.73 %	5204000	2.73 %
Ecospace Infotech Private Limited	4563200	2.40 %	4563200	2.40 %
Silversand Agency Private Limited	4132000	2.17 %	4132000	2.17 %
Goldensight Commotrade Private Limited	3953850	2.08 %	4054650	2.13 %
Blue Horizon Commosales Private Limited	3837600	2.02 %	3837600	2.02 %
Everstrong Estate Advisory Private Limited	3802400	2.01 %	3802400	2.01 %
Samudhita Vanijya Private Limited	3556800	1.87 %	3556800	1.87 %
Sandview Tradings Private Limited	3463200	1.82 %	3463200	1.82 %
Phagun Broking & Consultancy Private Limited	3372800	1.77 %	3372800	1.77 %

v) INDEBTEDNESS

In Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans Excluding deposits Rs in Lac	Unsecured Loans Rs in Lac	Deposits Rs in Lac	Total Indebtedness Rs in Lac
Indebtedness at the beginning of the financial year	22,34,732	-	-	22,34,732
Change in Indebtedness during the financial year				
• Addition	Nil	Nil	Nil	Nil
• Reduction	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year	22,34,732	-	-	22,34,732

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sl.	ParticularsofRemuneration	Managing Director Manish Baid	CFO Shrenik Choraria	Company Secretary Pooja Bhartia
1.	Grosssalary	3,00,000/-	5,40,000/-	1,50,000/-
2.	Valueofperquisites	Nil	Nil	Nil
3.	StockOption	Nil	Nil	Nil
4.	SweatEquity	Nil	Nil	Nil
5.	Commission	Nil	Nil	Nil
6.	Others,pleasespecify	Nil	Nil	Nil
7.	Total(A)	3,00,000/-	5,40,000/-	1,50,000/-

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 Punishment Compounding			No Instance		
B. Directors					
Penalty Punishment Compounding			No Instance		
C. Other Officers in Default					
Penalty Punishment Compounding			No Instance		

AOC-1

(Pursuant to First proviso to sub-section (3) of the section 129 read with rule 5 of Companies (Accounts Rules, 2014) Statement containing salient feature of the financial statement of subsidiaries/associates companies/Joint Ventures.

Statement Containing features of the Financial Statement of Subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

Sr. No.	Particulars	Details
1.	Names of Subsidiary	NIL
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NIL
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NIL
4.	Share Capital	NIL
5.	Reserve & Surplus	NIL
6.	Total Assets	NIL
7.	Total Liabilities	NIL
8.	Investments	NIL
9.	Turnover	NIL
10.	Profit before taxation	NIL
11.	Provision for taxation	NIL
12.	Proposed Dividend	NIL
13.	% of Shareholding***	NIL

***based on Equity Share holding only

1. Names of Subsidiaries which are yet to commence operations-NIL
2. Names of Subsidiaries which have been liquidates or sold during the year- NIL

Part -B**Associates and Joint Ventures Statement Pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Venture**

Sr. No.	Particulars	Details	Details
1.	Names of Subsidiary	GCM Capital Advisors Limited	GCM Commodity & Derivatives Limited
2.	Latest audited Balance Sheet Date	31.03.2017	31.03.2017
3.	Shares of Associate/Joint Venture held by the Company on the year end	NIL	NIL
	No.	6090000	2625500
	Amount of Investment in Associates/Joint Venture	121500000	52510000
	Extended Holding	35.95%	35.35%
3.	Description of how there is significant influence	Shareholding	Shareholding
4.	Reason why the associate/Joint Venture is not Consolidated	As per AS 23	As per AS 23
5.	Net Worth attributable to shareholding as per latest audited Balance Sheet		
6.	Profit/Loss for the Year (Not Considered in Consolidation)		

Place: Kolkata
Date: May 10, 2017

By Order of the Board of Directors
for **GCM Securities Limited**

Registered Office:

3B Lal Bazar Street, Sir RNM House
5th floor, Kolkata, West Bengal-700001
CIN: L67120WB1995PLC071337

Inder Chand Baid
DIN: 00235263
Chairman

SECRETARIAL AUDIT REPORT

Form No. MR-3

FOR THE FINANCIAL YEAR ENDED 31st March, 2017

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

The Members,
GCM Securities Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GCM Securities Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the GCM Securities Limited 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by GCM Securities Limited for the financial year ended on 31st March, 2017, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under
- 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, 2013;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - 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;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- vi. We have also examined compliance with the applicable clauses of the following:
 - a) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - b) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited

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

We 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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were 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 members' views are captured and recorded as part of the minutes.

We further report that there are adequate 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.

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

- (i) Public/Right/Preferential issue of shares / debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations.

Place: Kolkata
Date: May 09, 2017

Kriti Daga
Company Secretaries
Membership No.26425

INDEPENDENT AUDITORS' REPORT

TO
THE MEMBERS
GCM SECURITIES LIMITED

REPORT ON THE STANDALONE FINANCIAL STATEMENTS

We have audited the accompanying Standalone financial statements of GCM Securities Limited ("the company"), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss, the cash flow statement for the year ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements to give a true and fair view of the financial position, financial performance and the 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 provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to 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 standalone financial statements based on our audit. We have taken into account the provisions of the Act and the Rules made there under, including the accounting standards and matters which are required to be included in the audit report.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

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

Report on other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure A a statement on the matters Specified in paragraphs 3 and 4 of the Order.

As required by section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31st March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B.
- g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i) The Company does not have any pending litigations as at March 31, 2017 which would impact its financial position in its standalone financial statements.
 - ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses during the year ended March 31, 2017.
 - iii) There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund during the year ended March 31, 2017.
 - iv) The Company has provided requisite disclosures in its Financial Statements as to holding as well as dealing in specified bank notes during the period from 3rd November 2016 to 30th December 2016 and these are in accordance with books of accounts maintained by the company. Refer note 2.32 to the Financial Statements.

For **Bharat D. Sarawjee**
Chartered Accountants
FRN: 326264E
Bharat D. Sarawjee
Partner
Membership No.:061505

Date: Kolkata
Date: 09.05.2017

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

The auditor's report on the accounts of a company to which this Order applies shall include a statement on the following matters, namely:-

- i) a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
 - b) These fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.
 - c) There is no immovable property held in the name of the company.
- (ii) The Company is maintaining proper records of inventory and there is no any material discrepancy noticed.
- (iii) The company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of Clause 3(iii) of the Order are not applicable to the Company.
- iv) 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 the loans and investments made, and guarantees and security provided by it.
- v) The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified. Accordingly, the provisions of Clause 3(v) of the Order are not applicable to the Company
- vi) Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and no such accounts and records have been so made and maintained. Accordingly, the provisions of Clause 3(vi) of the Order are not applicable to the Company.
- vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the 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 to the appropriate authorities;
- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax -tax, which have not been deposited on account of any dispute.

Period to which amount relate	Amount	Forum on which it is pending
2014-2015	Rs 88,12,310/-	Appeal filed as on date 17.01.2017 and is pending before CIT(A), Kolkata-20

- viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.

- ix) In our opinion, and according to the information and explanations given to us, there was no money raised by way of Initial public offer or any term loan, accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi) During the course of our examination of the books and records of the Company according to the information and explanations given to us, the Company has paid managerial remuneration within the limits of Sec 197 of the Companies Act, 2013.
- xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii) The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- xiv) 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.
- xv) The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, since being a stock broking company. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

Date: Kolkata
Date: 09.05.2017

For **Bharat D. Sarawgee**
Chartered Accountants
FRN: 326264E
Bharat D. Sarawgee
Partner
Membership No.:061505

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 2(f) of the Independent Auditors' Report of even date to the members of GCM Securities Limited on the standalone financial statements for the year ended March 31, 2017.

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

We have audited the internal financial controls over financial reporting of GCM Securities Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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 deemed to be prescribed under section 143(10) of the Act 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial 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 obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date: Kolkata
Date: 09.05.2017

For **Bharat D. Sarawgee**
Chartered Accountants
FRN: 326264E
Bharat D. Sarawgee
Partner
Membership No.:061505

Balance Sheet as at 31 March, 2017

(Amount in Rs.)

Particulars	Note	As at 31st March, 2017	As at 31st March, 2016
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.01	18,99,60,000	18,99,60,000
Reserves and Surplus	2.02	21,23,46,779	21,36,86,097
		40,23,06,779	40,36,46,097
Non-Current Liabilities			
Deferred Tax Liabilities (Net)		4,41,712	3,31,213
		4,41,712	3,31,213
Current Liabilities			
Secured Loan	2.03	22,34,732	29,80,689
Trade Payables	2.04	26,90,000	(21,60,000)
Other Current Liabilities	2.05	7,40,042	8,34,464
Short-Term Provisions	2.06	46,74,753	46,25,863
		1,03,39,528	62,81,016
TOTAL		41,30,88,018	41,02,58,326
ASSETS			
Non-Current Assets			
Fixed Asset : Tangible Assets	2.07	25,01,385	35,81,956
Non-Current Investments	2.08	23,70,66,795	21,13,00,167
Long Term Loans and Advances	2.09	2,67,99,174	2,64,24,174
		26,63,67,354	24,13,06,297
Current Assets			
Inventories	2.10	20,33,686	55,81,057
Trade Receivables	2.11	2,03,39,734	3,98,39,733
Cash and Cash Equilant	2.12	8,02,71,751	9,53,68,751
Short Term Loans & Advances	2.13	4,40,75,493	2,84,07,488
		14,67,20,664	16,91,97,029
TOTAL		41,30,88,018	4,10,50,326

Significant Accounting Policies
and notes on Financial Statements

1 & 2

As per our report of even date
For **Bharat D. Sarawgee & Co.**
Chartered Accountants
Firms Registration Number: 326264EFor and on behalf of the Board of
GCM Securities Limited**Bharat D. Sarawgee**
Partner
Membership Number: 061505**Manish Baid**
Director **Samir Baid**
*Director*Place: Kolkata
Date : 9th May, 2017

Statement of Profit and loss for the period ended on 31st March 2017

(Amount in Rs)

Particulars	Note	Period ended March 31st, 2017	Period ended March 31st, 2016
INCOME:			
Operating Income	2.14	55,97,084	1,69,71,508
Other Income	2.15	1,09,44,471	1,11,19,259
Total Revenue		1,65,41,555	2,80,90,767
EXPENDITURE			
Purchases of Stock-in-Trade	2.16	51,56,232	2,00,17,312
Changes in inventories of Stock-in-Trade	2.10	35,47,371	(10,77,530)
Stock Exchange & Other Regulatory Expenses	2.17	1,11,860	2,52,079
Employee Benefits Expense	2.18	32,84,411	23,34,735
Finance Cost	2.19	2,71,163	3,44,956
Depreciation and amortisation expenses	2.07	10,80,571	15,90,570
Other Expenses	2.20	31,92,878	32,35,237
Total Expenses		1,66,44,485	2,66,97,359
Profit Before tax		(1,02,930)	13,93,408
Tax Expenses:			
Current tax		48,890	2,45,677
Deferred Tax Liability Reversal		1,10,499	2,12,569
Tax Expenses(Earlier Year)		13,22,000	
Profit for the year		(15,84,318)	9,35,162
Earning per equity share of face value of Rs 1 each			
Basic (in Rs)	2.21	(0.0083)	0.01
Diluted (in Rs)		(0.0083)	0.01

Significant Accounting Policies and
notes on Financial Statements

1 & 2

As per our report of even date
For **Bharat D. Sarawgee & Co.**
Chartered Accountants
Firms Registration Number: 326264E

For and on behalf of the Board of
GCM Securities Limited

Bharat D. Sarawgee
Partner
Membership Number: 061505

Manish Baid
Director

Samir Baid
Director

Place: Kolkata
Date : 9th May, 2017

Cash Flow Statement for the period ended on 31st March 2017

(Amount in Rs)

Particulars	Note	Period ended March 31st, 2017	Period ended March 31st, 2016
Cash Flow from Operating Activities			
Profit before Tax from Operations		<u>(1,02,930)</u>	13,93,408
Profit before Tax		<u>(1,02,930)</u>	13,93,408
Non-cash Adjustment to reconcile Profit before Tax to Net Cash Flows			
- Depreciation and Amortisation Expense		10,80,571	15,90,570
- Net Gain on sale of Investments		(6,81,192)	(25,56,466)
- IT refund not accounted in P&L		-	-
- Interest Expense		2,71,163	3,44,956
- Interest/ Dividend Income		<u>(1,11,43,698)</u>	<u>1,13,66,637</u>
Operating Profit before Working Capital Changes		<u>(1,05,76,086)</u>	1,21,39,105
Movements in Working Capital:			
- Increase / (Decrease) in Short-Term Provisions		-	2,45,677
- Increase / (Decrease) in Trade Payables		48,50,000	(4,97,500)
- Increase / (Decrease) in Other Current Liabilities		(94,422)	(44,18,730)
- (Increase) / Decrease in Inventories		35,47,371	(10,77,530)
- (Increase) / Decrease in Trade Receivables		1,95,00,000	(3,31,92,961)
- (Increase) / Decrease in Short Term Loans and Advances		(1,56,68,005)	(59,88,162)
- Tax paid for earlier year		(13,22,000)	-
		<u>1,08,12,943</u>	<u>(4,49,29,206)</u>
Net Cash Flows from/ (used in) Operating Activities (A)		<u>2,07,224</u>	<u>(3,27,90,101)</u>
Cash Flow from Investing Activities			
(Increase)/Decrease in Long Term Loans and Advances		(3,75,000)	3,18,00,000
Interest/Dividend Received		1,11,43,698	1,13,66,637
(Purchase) / Sale of fixed Assets		-	(1,42,500)
(Purchase)/ Sale of Current Investments		(2,94,38,650)	(44,60,240)
Sale of Investment		<u>43,53,215</u>	<u>1,73,17,306</u>
Net Cash Flows from/ (used in) Investing Activities (B)		<u>(1,43,16,737)</u>	<u>2,40,81,203</u>
Cash Flow from Financing Activities			
Proceeds from Short Term Borrowings		-	29,80,689
Repayment of Short Term Borrowings		(7,45,957)	(8,01,587)
Proceeds from Issue of Share Capital (including premium)		-	-
Finance Cost		(2,71,163)	(3,44,956)
Interim Dividend		-	-
Net Cash Flows from/ (used in) Financing Activities (C)		<u>(10,17,120)</u>	18,34,146
Net Increase/(Decrease) in cash and Cash Equivalents (A + B + C)		<u>(1,50,97,000)</u>	<u>(68,74,752)</u>
Cash & Cash Equivalents at the beginning of the year		<u>9,53,68,751</u>	<u>10,22,43,505</u>
Cash & Cash Equivalents at the end of the year		<u>8,02,71,751</u>	9,53,68,751
Components of Cash & Cash Equivalents	2.12		
Cash on Hand		69,13,364	17,42,971
With Banks - On Current Accounts		3,58,387	2,05,25,780
With Banks - Fixed Deposits		<u>7,30,00,000</u>	<u>7,31,00,000</u>
Total Cash & Cash Equivalents		<u>8,02,71,751</u>	<u>9,53,68,751</u>

As per our report of even date
For **Bharat D. Sarawgee & Co.**
Chartered Accountants
Firms Registration Number: 326264E

Bharat D. Sarawgee
Partner
Membership Number: 061505
Place: Kolkata
Date : 9th May, 2017

For and on behalf of the Board of
GCM Securities Limited

Manish Baid
Director

Samir Baid
Director

Notes on Financial Statements for the Period ended 31st March 2017

(All amounts in Rs, except share data and unless otherwise stated)

Note 1 : Company Information & Accounting Policies

Company Information

The company is incorporated on 2nd May, 1995 at Calcutta, West Bengal, India. It is a Public limited company by its shares. The company operates in Capital Market. The activities of the company include broking, trading, investing in shares & other securities and other related activities of capital market.

Accounting Policies

Basis of Preparation of Financial Statements

These financial statements have been prepared to comply in all material aspects with Generally Accepted Accounting Principles in India (Indian GAAP), the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and other accounting principles generally accepted in India, to the extent applicable.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

Use of Estimates

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

Fixed Assets & Depreciation Tangible Assets

Tangible assets are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their book value or net realisable value and are shown separately in the financial statements under Other Current Assets. Losses arising from the retirement of, and gains or losses arising from disposal of fixed assets which are carried at cost are recognised in the profit and loss account.

"Depreciation is provided on a pro-rata basis on the Written Down Value Method at the rates prescribed under Schedule II to the Companies Act, 2013 with the exception of the following:"- assets costing Rs. 5,000 or less are fully depreciated in the year of purchase."

Intangible Assets & Amortisation

Intangibles assets are stated at cost less accumulated amortisation. These are being amortised over the estimated useful life, as determined by the management. Leasehold land is amortised over the primary period of the lease.

Revenue Recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized.

- a) Income is recognized on accrual basis from brokerage earned on secondary market operations on trade date.
- b) Income from arbitrage comprises profit / loss on sale of securities held as stock-in-trade and profit / loss on equity derivative instruments is accounted as per following;
 - i) Profit / loss on sale of securities is determined based on the FIFO cost of the securities sold.
 - ii) Profit / loss on arbitrage transactions is accounted for as explained below:
 - Initial and additional margin paid over and above initial margin for entering into contracts for Equity Index / Stock Futures / Currency Futures and or Equity Index / Stock Options / Currency Options, which are released on final settlement / squaring-up of underlying contracts are disclosed under "Other current assets".
 - Mark-to-market margin-Equity Index / Stock Futures / Currency Futures representing the amounts paid in respect of mark to market margin is disclosed under "Other current assets".
 - Equity Index / Stock Option / Currency Option Premium Account" represents premium paid or received for buying or selling the Options, respectively.
 - On final settlement or squaring up of contracts for Equity Index / Stock Futures / Currency Future, the realized profit or loss after adjusting the unrealized loss already accounted, if any, is recognized in the Statement of Profit and Loss. On settlement or squaring up of Equity Index / Stock Options / Currency Option, before expiry, the premium prevailing in "Equity Index / Stock Option / Currency Option Premium Account" on that date is recognized in the Statement of Profit and Loss.
 - As at the Balance Sheet date, the Mark to Market / Unrealised Profit / (Loss) on all outstanding arbitrage portfolio comprising of Securities and Equity / Currency Derivatives positions is determined on scrip basis with net unrealized losses on scrip basis being recognized in the Statement of Profit and Loss and the net unrealized gains on scrip basis are ignored.

Other Income Recognition

"Interest on investments is booked on a time proportion basis taking into account the amounts invested and the rate of interest." "Dividend income on investments is accounted for when the right to receive the payment is established."

Purchase

Purchase is recognized on passing of ownership in share based on broker's purchase note.

Expenditure

Expenses are accounted for on accrual basis and provision is made for all known losses and liabilities.

Investments

"Current investments are stated at the lower of cost and fair value. Long-term investments are stated at cost. A provision for diminution is made to recognise a decline, other than temporary, in the value of

long-term investments. Investments are classified into current and long-term investments. "Investments that are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non current investments."

Impairment of Assets

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there is a change in the estimated recoverable value.

Taxation

Provision for current Income Tax is made on the taxable income using the applicable tax rates and tax laws. Deferred tax assets or liabilities arising on account of timing differences between book and tax profits, which are capable of reversal in one or more subsequent years is recognized using tax rate and tax laws that have been enacted or subsequently enacted. Deferred tax asset in respect of unabsorbed depreciation and carry forward losses are not recognized unless there is sufficient assurance that there will be sufficient future taxable income available to realize such losses.

Earnings per Share

"Basic earning per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period." "The weighted average number of equity shares outstanding during the period and for all periods" presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares."

Stock in Trade

"Shares are valued at cost or market value, whichever is lower. The comparison of Cost and Market value is done separately for each category of Shares." "Units of Mutual Funds are valued at cost or market value whichever is lower. Net asset value of units declared by mutual funds is considered as market value for non-exchange traded Mutual Funds."

Contingent Liabilities & Provisions

"A provision is recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and in respect of which reliable estimate can be made. Provision is not discounted to its present value and is determined based on the best estimate required to settle the obligation at the year end date." "These are reviewed at each year end date and adjusted to reflect the best current estimate." "Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made."

Notes on Financial Statement for the Period ended 31st March 2017

(All amounts in Rupees, except share data and unless otherwise stated)

NOTE 2.01 : SHARE CAPITAL

	31st March, 2017	31st March, 2016
Authorised Share Capital 2,000,000,00 (200000000) Equity Shares of Re. 1/- Each (Re. 1/- each)	<u>20,00,00,000</u> <u>20,00,00,000</u>	<u>20,00,00,000</u> <u>20,00,00,000</u>
Issued, Subscribed and Paid-up 189960000 (189960000) Equity Shares of Re. 1/- Each (Re 1/- each) Full Paid Up	<u>18,99,60,000</u> <u>18,99,60,000</u>	<u>18,99,60,000</u> <u>18,99,60,000</u>

Equity shareholder holding more than 5% of equity shares along with the number of equity shares held:-

Name of the shareholder	31-03-2017		31-03-2016	
	%	No.of Shares	%	No.of Shares
Share Holders Name				
Inder Chand Baid	4.99	94,83,000.00	4.99	94,83,000.00
Saroj Baid	6.94	1,31,91,000.00	6.94	1,31,91,000.00
Manish Baid	7.19	1,36,50,000.00	7.19	1,36,50,000.00
Samir Baid	7.09	1,34,75,000.00	7.09	1,34,75,000.00
Global Capital Market & Infra Ltd.	15.32	2,91,01,000.00	15.32	2,91,01,000.00

The Company has only one class of shares referred to as equity shares having par value of Re 1/- each

Note 2.02 : RESERVES AND SURPLUS

Particulars	As at March 31, 2017	As at March 31, 2016
General Reserve		
Opening Balance	2,45,000	2,45,000
Addition During The Year	-	-
	<u>2,45,000</u>	<u>2,45,000</u>
Share Premium Reserve		
Opening Balance	20,58,60,000	20,58,60,000
Addition During The Year	-	-
	<u>20,58,60,000</u>	<u>20,58,60,000</u>
Profit & Loss Account		
Opening balance	78,26,097	68,90,935
Add: Profit for the year	(15,84,318)	9,35,162
Add: Previous year figure	-	-
Less: Depreciation for Earlier Years	-	-
Less : Dividend Paid 4% Interim	-	-
Less : Tax on Dividend Paid 4% Interim	-	-
Closing balance	<u>62,41,779</u>	<u>78,26,097</u>
Total of Reserves & Surplus	<u>21,23,46,779</u>	<u>21,36,86,097</u>

Note: 2.03 SECURED LOANS

Particulars	As at March 31, 2017	As at March 31, 2016
Car Loan		
(Hypothecated Loan on Car from Magma Fincorp)	-	-
(Hypothecated Loan on Car from KMPL)	22,34,732	29,80,689
Total	22,34,732	29,80,689

Note: 2.04 TRADE PAYBLES

Particulars	As at March 31, 2017	As at March 31, 2016
Sundry Creditors	26,90,000	-
Total	26,90,000	-

Note: 2.05 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2017	As at March 31, 2016
Cash Margin Deposits	7,35,500	7,35,500
Duties & Taxes	(77,628)	(59,354)
Other Payables	82,171	1,58,318
Total	7,40,042	8,34,464

Note: 2.06 SHORT TERM PROVISIONS

Particulars	As at March 31, 2017	As at March 31, 2016
Provision For Taxation	46,74,753	46,25,863
Total	46,74,753	46,25,863

NOTE 2.07: FIXED ASSETS

Sr	Particulars	Useful life	Rate of Depreciation	As on 01.04.2016		As on 31.03.2017		As on 01.04.2016		As on 31.03.2017		Upto 31.03.2017		Change related Earnings		As on 31.03.2017		As on 31.03.2016	
				Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs
	TANGIBLE ASSETS																		
	Plant & Machinery	18.10	15 Years	94,629	-	94,629	-	-	-	-	-	-	-	-	-	94,629	94,629	-	94,629
	Motor Car	31.23	8 Years	59,31,559	-	59,31,559	-	26,90,914	-	10,12,085	-	37,02,999	-	-	-	22,28,560	22,28,560	-	32,40,645
	Data Processing Equipment	63.15	3 Years	2,82,102	-	2,82,102	-	1,38,529	-	28,659	-	1,67,188	-	-	-	1,14,914	1,14,914	-	1,43,573
	Servers & Network	39.30	6 Years	1,42,500	-	1,42,500	-	41,160	-	39,827	-	80,987	-	-	-	61,513	61,513	-	1,01,340
	Furniture & Fixture	25.89	10 Years	3,40,451	-	3,40,451	-	3,38,682	-	-	-	3,38,682	-	-	-	1,769	1,769	-	1,769
	Total			67,91,241	-	67,91,241	-	32,09,285	-	10,80,571	-	42,89,856	-	-	-	25,01,385	25,01,385	-	35,81,956
	PREVIOUS YEAR			66,48,741	1,42,500	67,91,241	-	16,18,715	-	15,90,570	-	32,09,285	-	-	-	35,81,956	35,81,956	-	50,30,026

Note: 2.08**INVESTMENTS (AT COST)**

	As on 31st March 2017		As on 31st March 2016	
	Quantity Nos	Value Rs	Quantity Nos	Value Rs
QUOTED				
Non - Current				
1 Ashapur Minechem Limited	-	-	200	14,360
2 Bharati Airtel Limited	-	-	500	1,77,350
3 Coal India Limited	17	4,900	17	4,900
4 Dr. Reddy's Laboratories Limited	500	19,58,194	500	19,58,194
5 Eicher Motors Limited	75	13,72,927	75	13,72,927
6 GCM Capital Advisors Limited	60,90,000	12,15,00,000	60,90,000	12,15,00,000
7 GCM Commodity & Derivatives Limited	26,25,500	5,25,10,000	26,25,500	5,25,10,000
8 Global Capital Markets & Infrastructure Limited	2,800	15,110	2,800	15,110
9 Goldbees	1,200	29,79,118	1,200	29,79,118
10 GVK Power & Infrastructure Limited	15,000	2,36,250	15,000	2,36,250
11 HOV Services Limited	10,000	18,35,303		
12 Infosys Limited	4,000	24,65,191	2,060	25,39,147
13 ING Vysya Bank Limited	-	-	-	-
14 Indian Oil Corporation Limited	2,000	3,93,441	1,000	3,93,441
15 Jubilant Life Sciences Limited	1,750	11,43,811	-	-
16 KDJ Holidayscapes & Resorts Limited	68,500	60,41,977	68,500	60,41,977
17 Kirloskar Ferrous Industries Limited	-	-	10,000	4,96,000
18 Kirloskar Oil Engines Limited	-	-	2,500	6,00,625
19 Kirloskar Industries Limited	-	-	125	78,125
20 Lupin Limited	500	7,33,971		
21 Maruti Suzuki India Limited	500	22,37,528	500	22,37,528
22 Mahanagar Telephone Nigam Limited	3,200	47,104	3,200	47,104
23 Navin Fluorine International Limited	-	-	100	59,100
24 Pincon Sprit Limited	5,000	3,62,750	-	-
25 Tilak Finance Ltd. (Out of City Travel Solutions)	-	-	-	-
26 Power Grid Corporation of India Limited	186	25,612	186	25,612
27 Reliance Infrastructure Limited	-	-	113	81,501
28 Reliance Industries Limited	2,525	23,06,714	2,525	23,06,714
29 Reliance Power Limited	-	-	371	23,299
30 SBIN N5	2,887	3,43,22,990	1,063	1,17,49,780
31 State Bank of India	5,000	12,62,070	5,000	11,86,050
32 Sun Pharmaceutical Industries Limited	1,000	6,91,839		
33 Tata Power Co. Limited	210	18,512	210	18,512
34 Tata Steel Limited	-	-	100	45,960
35 Tata Teleservices (Maharashtra) Limited	23,176	2,51,746	23,176	2,51,746
36 Va Tech Wabag Limited	2,000	15,87,340	1,000	15,87,340
	88,67,526	23,63,04,398	88,57,521	21,05,37,770
37 Gold Biscuits		7,62,397		7,62,397
	-	7,62,397	-	7,62,397
	88,67,526	23,70,66,795	88,57,521	21,13,00,167

Note: 2.09 LONG TERM LOANS & ADVANCES

Particulars	As at March 31, 2017	As at March 31, 2016
Deposits With Exchanges	<u>2,67,99,174</u>	<u>2,64,24,174</u>
Total	<u>2,67,99,174</u>	<u>2,64,24,174</u>

Note: 2.10**DETAILS OF INVENTORIES**

Sl. No.	Particulars	Market Price			
		As at 31st March 2017		As at 31st March 2016	
		Quantity Nos.	Value Rs.	Quantity Nos.	Value Rs.
1	Aanchal Ispat Ltd.	-	-	-	-
2	Albert David Ltd.	2,000	40,715.00	2,000	40,715.00
3	Auropharma	1,300	8,77,695.00	-	-
4	Central Bank	-	-	964	47,792.00
5	Global Capital Markets Ltd	1,21,000	4,47,700.00	1,21,000	4,47,700.00
6	JKIL	500	97,996.26	-	-
7	Jvl Agro	5,000	1,02,000.00	-	-
8	Khoobsurat Ltd.	1,56,000	63,960.00	15,600	2,60,000.00
9	Ojas Asset Reconstruction Ltd.	2,17,000	4,03,620.00	2,17,000	47,84,850.00
	Grand total	5,02,800	20,33,686.26	3,56,564	55,81,057.00

CURRENT ASSETS**Note: 2.11 TRADE RECEIVABLES**

Particulars	As at March 31, 2017	As at March 31, 2016
More than six months	<u>66,39,734</u>	<u>66,39,733</u>
Others	<u>1,37,00,000</u>	<u>3,32,00,000</u>
Total	<u>2,03,39,734</u>	<u>3,98,39,733</u>

Note: 2.12 CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2017	As at March 31, 2016
Cash-in-hand (As Certified By the Directors)	<u>69,13,364</u>	<u>17,42,971</u>
Balance with Scheduled Bank	<u>3,58,387</u>	<u>2,05,25,780</u>
F.D. With Scheduled Banks (Maturing Within One Year)	<u>7,30,00,000</u>	<u>7,31,00,000</u>
Total	<u>8,02,71,751</u>	<u>9,53,68,751</u>

Note: 2.13 SHORT TERM LOANS AND ADVANCES

Particulars	As at March 31, 2017	As at March 31, 2016
Advances Recoverable in cash or for value to be received	2,92,19,253	1,49,26,267
Other Short Term Advances	72,75,855	5,84,937
Advance Payment of Income Tax & TDS	75,80,385	76,31,844
Total	<u>4,40,75,493</u>	<u>2,84,07,48</u>

Note: 2.14 OPERATING INCOME

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Brokerage	5,62,732.51	4,37,522
Speculation Profit / Loss	-	-
Short Term Capital Gain	2,725.00	25,56,466
Long Term Capital Gain	6,78,467.00	-
Underwriting Commission	-	-
Sales of Shares	41,53,932.60	1,37,28,513
Dividend Income	1,99,227.00	2,49,007
Total	<u>55,97,084.11</u>	<u>1,69,71,508</u>

Note: 2.15 OTHER INCOME

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Interest on Fixed Deposit TDS Rs.8,07,191/-	80,71,905.79	1,00,59,945
Misc. Income	-	1,629
Bond Interest	28,72,565.00	10,57,685
Total	<u>1,09,44,470.79</u>	<u>1,11,19,259</u>

Note: 2.16 PURCHASE OF STOCK IN TRADE

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Purchases of Stock	51,38,643.50	1,99,75,806
Direct Expenses	17,588.10	41,506
Total	<u>51,56,231.60</u>	<u>2,00,17,312</u>

Note: 2.17 STOCK EXCHANGE & OTHER REGULATORY EXPENSES

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Annual Subscription	18,400.00	17,978
Balances Round off	27.89	224
Exchange Dues	42,397.67	1,77,697
VSAT & Leased Line Charges	51,034.00	56,180
Total	1,11,859.56	2,52,079

Note: 2.18 EMPLOYEE BENEFIT EXPENSES

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Salary Bonus & Allowances	26,25,938.00	17,99,508
Directors Remuneration	3,00,000.00	3,00,000
Staff Welfare	3,58,472.92	2,35,227
Total	32,84,410.92	23,34,735

Note: 2.19 FINANCE COST

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Interest on Car Loan	2,71,162.86	3,44,956
Total	2,71,162.86	3,44,956

Note: 2.20 OTHER EXPENSES

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Advertisements'- News Paper	12,940.00	18,935
Payment to Auditors		
Audit Fees	35,000.00	50,000
Certification Charges	34,033.00	21,687
Bank Charges	22,278.32	18755
Business Promotion Expenses	1,15,000.00	-
Depository & Listing Fees	2,39,661.73	1,90,671
Donation	1,60,000.00	-
Electricity Charges	1,41,030.00	1,38,760
Filing Fees	17,250.00	10,600
General Charges	1,71,038.90	2,99,171
Insurance Charges	32,084.00	98,693
License Fee	37,840.00	94,696
Office Rent	1,80,000.00	3,60,000
Postage & Courier	1,01,219.00	1,00,518
Printing & Stationery	97,988.00	1,50,770
Professional Fee	84,253.00	71,200
Registrar's & Transfer Agent fee	41,000.00	32,079
Repair & Maintenance-Computers	39,309.00	74,685
Repair & Maintenance-Others	54,612.00	2,37,377
Telephone Charges	4,00,167.00	5,22,388
Travelling Expenses	11,76,174.00	7,44,252
Total	31,92,877.95	32,35,237

Note: 2.21 EARNING PER SHARE

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Profit/ (Loss) after Tax	(15,84,318.32)	20,39,212
Weighted Average No. of Eq.Shares o/s during the year	18,99,60,000	18,99,60,000
Face Value of Equity Shares	1.00	1
Basic Earning per share	(0.0083)	0.01
Diluted Earning per share	(0.0083)	0.01

Note: 2.22 QUANTITATIVE DETAILS OF TRADING ITEMS

Other additional information to be disclosed by way of Notes to Statement of Profit and Loss

Quantitative Details of trading items

Shares	Current Year	Previous Year
Opening Stock	4,96,964	4,09,564
Less Transfer to Investment	-	-
Purchase	1,41,800	5,82,800
Sales	1,35,964	6,35,800
Consolidation/spilt/bonus of shares during the year	-	-
Closing Stock	5,02,800	4,96,964

Note: 2.23

The Trade Receivable of Rs.66.30 Lacs from GCM Commodity & Derivatives Ltd. is on account of settlement dues from National Spot Exchange Ltd.

Note: 2.24 DISCLOSURE UNDER MICRO, SMALL AND MEDIUM ENTERPRISE DEVELOPMENT ACT, 2006

The Company has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure, if any, relating to amount unpaid as at the year end together with interest paid/payable as required under the said act, have not been given.

Note: 2.25

In accordance with the requirement under the Accounting Standard - 22 "Accounting for taxes on Income" the company has accounted for deferred Tax during the year. Consequently the net deferred tax Liability of Rs 75,426/- during the year arising due to timing difference in depreciation & related items has been credited to Profit & Loss account.

Note: 2.26 EMPLOYEE BENEFITS

The Payment of Gratuity Act, 1972 is not applicable to the company as the number of permanent employees in the company are below ten, similarly no other benefits are paid. The leave encashment are paid within the year and no leave balances are carried forward. Hence AS – 15 Employee Benefit has been complied with.

Note: 2.27 ASSETS IMPAIRMENT

There are no impairment of Assets, as the management is of the opinion that the carrying value of assets is more than the realizable value as at 31st March, 2017.

Note: 2.28 RELATED PARTY DISCLOSURE: (Refer Annexure 1)**Note: 2.29 SEGMENT REPORTING**

The Company has only one reportable segment namely Share Broking & Self trading in investment products and accordingly disclosures regarding segment reporting are not being made separately.

Note: 2.30

Details of Loans given, Investments made, guarantees given covered under section 186(4) of The Companies Act, 2013, Loans given and investments made are disclosed with respected notes, further no guarantee has been given by the Company.

Note: 2.31 PRIOR PERIOD COMPARATIVES

Previous year's figures have been re-arranged and re-grouped wherever considered necessary.

Note: 2.32 SPECIFIED BANK NOTES (SBNs) DISCLOSURE: (Refer Annexure 2)

As per our report of even date
For **Bharat D. Sarawgee & Co.**
Chartered Accountants
Firms Registration Number: 326264E

Bharat D. Sarawgee
Partner
Membership Number: 061505
Place: Kolkata
Date : 9th May, 2017

For and on behalf of the Board of
GCM Securities Limited

Manish Baid **Samir Baid**
Director *Director*

Annexure -1 Related Party Transactions

A) Related Parties and their relationship

Key Management Personnel

- 1) Inder Chand Baid
- 2) Manish Baid
- 3) Samir Baid
- 4) Laxmi Narayan Sharma
- 6) Amitabh Sukla
- 7) Urmi Bose
- 8) Shrenik Choraria
- 9) Pooja Bhartia

Relatives of Director/KMP

- 1) Shilpa Baid

Promoters of the Company

- 1) Global Capital Markets Ltd.

Others-Enterprises over which KMP and relatives of such personnel exercise significant influence/Director/KMP

- 1) Cadillac Vanijya Private Limited
- 2) Silverpearl Hospitality & Luxery Spaces Ltd.
- 3) Chello Commotrade Ltd.
- 4) GCM Capital Advisors Ltd.
- 5) GCM Commodities & Derivatives Ltd.
- 6) Voltaire Leasing & Finace Limited
- 7) Purplkite Innovations Private Limited
- 8) Lucrare Technology Private Limited
- 9) Baid Charitable Trust

B) Material Transactions with Related Parties during the year ended 31st March 2017

Nature of Transactions	Kay management Personnel	Promoters	Relatives of KMP	Others	Total
Managerial Remuneration Paid	3,00,000	Nil	NIL	NIL	3,00,000
Remuneration Paid to KMP:					
CS	1,50,000			Nil	1,50,000
CFO	5,20,800			Nil	5,20,800
Donation					
Baid Charitable Trust				1,00,000	1,00,000

C) Disclosure of Material Transactions with Related Parties during the year ended 31st March 2017

Particulars	Closing Balance as on March 31, 2017	Closing Balance as on March 31, 2016
Receivables:		
GCM Commodity & Derivatives Limited	872000	0
Global Capital Markets Limited	12594000	0
Paybles:		
GCM Cpital Advisors Limited	2690000	(2160000)

Annexure -2 Specified Bank Noted Disclousers

During the Year, the Company had specified bank notes or other denomination note as defined in the MCA notification G.S.R. 308(E), Dated March 31, 2017 on the details of Specified Bank Notes (SBNS) held and transacted during the period from November 08, 2016 to December 30, 2016, the denomination wise SBNS and other notes as per the notification is given below:

Particulars	SBNS (Rs. 500 & Rs. 1000)	Other Denominated Notes	Total
Closing cash in hand as on 08.11.2016	-	61,72,334	61,72,334
(+) Permitted receipts	-	10,20,000	** 10,20,000
(-) Permitted payments	-	1,47,120	1,47,120
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30.12.2016	-	70,45,214	70,45,214

**Permitted receipts includes Rs. 10,20,000/- of cash withdrawal from bank

GCM Securities Limited

CIN: L67120WB1995PLC071337

Registered Office: Sir RNM House, 5th Floor, 3B, Lal bazar Street, Kolkata-700 001
Tel: +91 33 2248 1053, Email: gcmsecu.kolkata@gmail.com, URL : www.gcmsecuritiesltd.com

Form No. MGT – 11, PROXY FORM / BALLOT FORM

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

Name of the Member _____

Registered Address _____

Folio No. / DP/Client ID _____ Email ID _____

I/We, members of _____ Shares of **GCM Securities Limited**, hereby appoint -

1. _____ having email Id _____ Signature _____ or failing him
2. _____ having email Id _____ Signature _____ or failing him
3. _____ having email Id _____ Signature _____

as my/our proxy to attend and vote for me/us on my/our behalf at the 22nd Annual General Meeting of the Company to be held on Friday, the 29th day of September, 2017 at 10:00 A.M. and any adjournment thereof.

Ordinary Business :	For	Against
1. Adoption of Financial Statements (Standalone and Consolidated) for the year ended March 31, 2017		
2. Re-appointment of Director		
3. Appointment of M/s ADSR & Associates, Chartered Accountants, Kolkata (FRN-329843E) as Statutory Auditor of the Company.		
Special Business :		
4. Approval for Revision in Remuneration of Managing Director.		

Signed on this _____ day of _____ 2017

Sign of Shareholder _____

Signature of Proxy _____

Affix
Revenue
Stamp
Re 1/-

Notes :

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 Annual General Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 22nd Annual General Meeting.

GCM Securities Limited

CIN: L67120WB1995PLC071337

Registered Office: Sir RNM House, 5th Floor, 3B, Lal bazar Street, Kolkata-700 001

Tel: +91 33 2248 1053, Email: gcmsecu.kolkata@gmail.com, URL : www.gcmsecuritiesltd.com

ATTENDANCE SLIP

Folio no.	DP ID	Client ID	No. of Shares

* Applicable to Members holding shares in Electronic Form

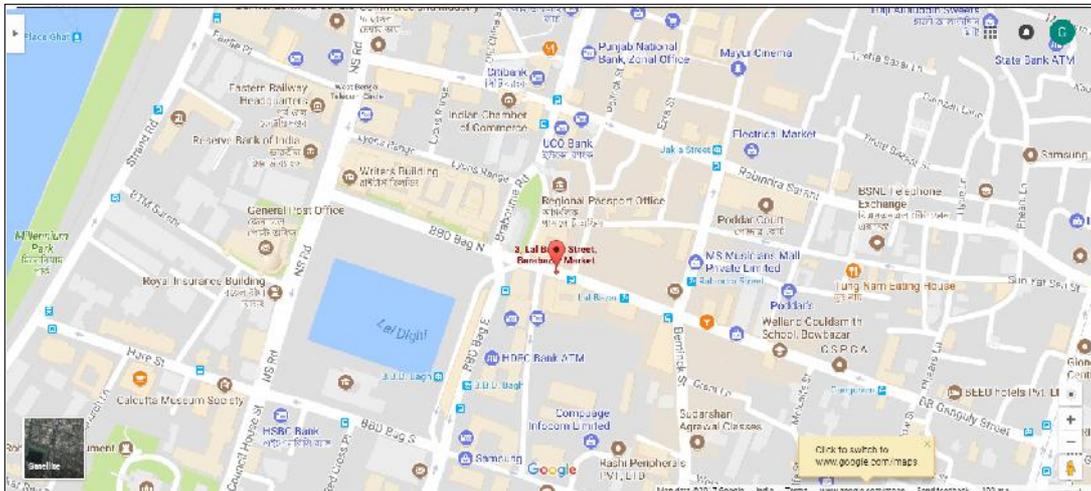
I.....(name of the Shareholder/Proxy) hereby record my presence at the 22nd Annual General Meeting of the company at held on Saturday, the 29th day of September 2017 at 10:00 AM, at the registered office of the company at 3B, Lalbazar Street, Sir R.N.M. House, 5th floor, Kolkata-700 001.

Signature of Shareholders/Proxy

Note:

1. Please complete this attendance slip and hand it over at the entrance of the meeting hall.
2. Only shareholders of the company or their Proxies will be allowed to attend the meeting on production of the attendance slip dully completed and signed.

Route map



**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF GCM SECURITIES LIMITED
REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS**

We have audited the accompanying Consolidated financial statements of GCM Securities Limited ("the company"), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss, the cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (The Consolidated Financial Statements").

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 to give a true and fair view of the financial position, financial performance and the 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 provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to 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 consolidated financial statements based on our audit.

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

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's

preparation of the consolidated financial statements that give true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the consolidated 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 consolidated financial statements.

Opinion

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

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, 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 purposes of our audit of the consolidated financial Statements.
 - b) In our opinion proper books of account as required by law have been kept by the Company and its associates including relevant records relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and records of the Company and the reports of the other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account maintained by the company and its associated including relevant records relating to the preparation of the consolidated financial Statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31st March, 2017, taken on record by the Board of Directors and the reports of the statutory auditors of its associate companies, none of the directors is disqualified as on 31st March, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the associates 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 Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. The Company and its associates does not have any pending litigations as at March 31, 2017 which would impact its financial position in its consolidated financial statements.
 - ii. The Company and its associates did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses during the year ended March 31, 2017.
 - iii. There were no amounts which required to be transferred by the Company and its

associates to the Investor Education and Protection Fund during the year ended March 31, 2017.

- iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 2.32 to the financial statements.

For **Bharat D. Sarawgee**
Chartered Accountants
Firm Registration No. : 326264E
Bharat D. Sarawgee
Partner
Membership No.:061505

Place: Kolkata
Date: 09.05.2017

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 2(f) of the Independent Auditors' Report of even date to the members of GCM Securities Limited on the consolidated financial statements for the year ended March 31, 2017.

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

We have audited the internal financial controls over financial reporting of GCM Securities Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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 deemed to be prescribed under section 143(10) of the Act 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of

internal control based on the assessed risk. The procedures selected depend on the auditor's 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 authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company and its associates has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Bharat D. Sarawgee**
Chartered Accountants
Firm Registration No. : 326264E
Bharat D. Sarawgee
Partner
Membership No.:061505

Place: Kolkata
Date: 09.05.2017

Consolidated Balance Sheet as at 31 March, 2017

(Amount in Rs.)

Particulars	Note	As at 31st March, 2017	As at 31st March, 2016
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.1	18,99,60,000	18,99,60,000
Reserves and Surplus	2.2	24,53,13,484	24,66,90,649
		43,52,73,484	43,66,50,649
Non-Current Liabilities			
Deferred Tax Liabilities (Net)		4,41,712	3,31,213
		4,41,712	3,31,213
Current Liabilities			
Secured Loan	2.3	22,34,732	29,80,689
Trade Payables	2.4	26,90,000	-
Other Current Liabilities	2.5	7,40,042	8,34,464
Short-Term Provisions	2.6	46,74,753	46,25,863
		1,03,39,528	84,41,016
TOTAL		44,60,54,723	44,54,22,878
ASSETS			
Non-Current Assets			
Fixed Asset : Tangible Assets	2.7	25,01,385	35,81,956
Non-Current Investments	2.8	20,94,33,500	18,34,59,719
Long Term Loans and Advances	2.9	2,67,99,174	2,64,24,174
Goodwill on Consolidation		6,06,00,000	6,06,00,000
		29,93,34,059	27,40,65,849
Current Assets			
Inventories	2.10	20,33,686	55,81,057
Trade Receivables	2.11	2,03,39,733	3,98,39,733
Cash and Cash Equivalent	2.12	8,02,71,751	9,53,68,751
Short Term Loans & Advances	2.13	4,40,75,493	3,05,67,488
		14,67,20,663	17,13,57,029
TOTAL		44,60,54,723	44,54,22,878

Significant Accounting Policies
and notes on Financial Statements

1 & 2

As per our report of even date
For **Bharat D. Sarawgee & Co.**
Chartered Accountants
Firms Registration Number: 326264E

For and on behalf of the Board of
GCM Securities Limited

Bharat D. Sarawgee
Partner
Membership Number: 061505

Manish Baid **Samir Baid**
Director *Director*

Place: Kolkata
Date : 9th May, 2017

Consolidated Statement of Profit and loss for the period ended on 31st March 2017

(Amount in Rs)

Particulars	Note	Period ended March 31st, 2017	Period ended March 31st, 2016
INCOME:			
Operating Income	2.14	55,97,085	1,69,71,508
Other Income	2.15	1,09,44,471	1,11,19,259
Total Revenue		1,65,41,555	2,80,90,767
EXPENDITURE			
Purchases of Stock-in-Trade	2.16	51,56,232	2,00,17,312
Changes in inventories of Stock-in-Trade	2.10	35,47,371	(10,77,530)
Stock Exchange & Other Regulatory Expenses	2.17	1,11,860	2,52,079
Employee Benefits Expense	2.18	32,84,411	23,34,735
Finance Cost	2.19	2,71,163	3,44,956
Depreciation and amortisation expenses	2.7	10,80,571	15,90,570
Other Expenses	2.20	31,92,879	32,35,237
Total Expenses		1,66,44,485	2,66,97,359
Profit Before tax before share of Profit/(Loss) in Associates		(1,02,930)	13,93,408
Tax Expenses:			
Current tax		48,890	2,45,677
Deferred Tax Liability Reversal		1,10,499	2,12,569
Tax Expenses(Earlier Year)		13,22,000	-
Profit After Tax before share of Profit/(Loss) in Associates		(15,84,319)	9,35,162
Add: Share of Profit/(Loss) in Associate Company during the year		2,07,154	5,25,067
Profit for the year		(13,77,166)	14,60,229
Earning per equity share of face value of Rs 10 each			
Basic (in Rs)	2.21	(0.01)	0.01
Diluted (in Rs)		(0.01)	0.01

Significant Accounting Policies and notes on Financial Statements

1 & 2

As per our report of even date
For **Bharat D. Sarawgee & Co.**
Chartered Accountants
Firms Registration Number: 326264E

For and on behalf of the Board of
GCM Securities Limited

Bharat D. Sarawgee
Partner
Membership Number: 061505

Manish Baid **Samir Baid**
Director *Director*

Place: Kolkata
Date : 9th May, 2017

Cash Flow Statement for the period ended on 31st March 2017

(Amount in Rs)

Particulars	Note	Period ended March 31st, 2017	Period ended March 31st, 2016
Cash Flow from Operating Activities			
Profit before Tax from Operations		<u>(1,02,930)</u>	13,93,408
Profit before Tax		<u>(1,02,930)</u>	13,93,408
Non-cash Adjustment to reconcile Profit before Tax to Net Cash Flows			
- Depreciation and Amortisation Expense		10,80,571	15,90,570
- Net Gain on sale of Investments		(6,81,192)	(25,56,466)
- IT refund not accounted in P&L		-	-
- Interest Expense		2,71,163	3,44,956
- Interest/ Dividend Income		(1,11,43,698)	1,13,66,637
Operating Profit before Working Capital Changes		<u>(1,05,76,086)</u>	1,21,39,105
Movements in Working Capital:			
- Increase / (Decrease) in Short-Term Provisions		-	2,45,677
- Increase / (Decrease) in Trade Payables		48,50,000	(4,97,500)
- Increase / (Decrease) in Other Current Liabilities		(94,422)	(44,18,730)
- (Increase) / Decrease in Inventories		35,47,370	(10,77,530)
- (Increase) / Decrease in Trade Receivables		1,95,00,000	(3,31,92,961)
- (Increase) / Decrease in Short Term Loans and Advances		(1,56,68,005)	(59,88,162)
- (Increase) / Decrease in other Assets		-	-
Tax paid for earlier years		(13,22,000)	-
		<u>1,08,12,943</u>	<u>(4,49,29,206)</u>
Net Cash Flows from/ (used in) Operating Activities (A)		<u>2,36,857</u>	<u>(3,27,90,101)</u>
Cash Flow from Investing Activities			
(Increase)/Decrease in Long Term Loans and Advances		(3,75,000.00)	3,18,00,000
Interest/Dividend Received		1,11,43,698	1,13,66,637
(Purchase) / Sale of fixed Assets		-	(1,42,500)
(Purchase)/ Sale of Current Investments		(2,94,38,650)	(44,60,240)
Sale of Investment		43,53,215	1,73,17,306
Net Cash Flows from/ (used in) Investing Activities (B)		<u>(1,43,16,737)</u>	<u>2,40,81,203</u>
Cash Flow from Financing Activities			
Proceeds from Short Term Borrowings		-	29,80,689
Repayment of Short Term Borrowings		(7,45,957)	(8,01,587)
Proceeds from Issue of Share Capital (including premium)		-	-
Finance Cost		(2,71,163)	(3,44,956)
Interim Dividend		-	-
Net Cash Flows from/ (used in) Financing Activities (C)		<u>(10,17,120)</u>	<u>18,34,146</u>
Net Increase/(Decrease) in cash and Cash Equivalents (A + B + C)		<u>(1,50,97,000)</u>	<u>(68,74,752)</u>
Cash & Cash Equivalents at the beginning of the year		<u>9,53,68,751</u>	<u>10,22,43,505</u>
Cash & Cash Equivalents at the end of the year		<u>8,02,71,751</u>	<u>9,53,68,751</u>
Components of Cash & Cash Equivalents	2.12		
Cash on Hand		69,13,364	17,42,971
With Banks - On Current Accounts		3,58,387	2,05,25,780
With Banks - Fixed Deposits		7,30,00,000	7,31,00,000
Total Cash & Cash Equivalents		<u>8,02,71,751</u>	<u>9,53,68,751</u>

As per our report of even date
For **Bharat D. Sarawgee & Co.**
Chartered Accountants
Firms Registration Number: 326264E

Bharat D. Sarawgee
Partner
Membership Number: 061505
Place: Kolkata
Date : 9th May, 2017

For and on behalf of the Board of
GCM Securities Limited

Manish Baid **Samir Baid**
Director *Director*

Notes on Financial Statements for the Period ended 31st March 2017

(All amounts in Rs, except share data and unless otherwise stated)

Note 1 : Company Information & Accounting Policies

Company Information

The company is incorporated on 2nd May, 1995 at Calcutta, West Bengal, India. It is a Public limited company by its shares. The company operates in Capital Market. The activities of the company include broking, trading, investing in shares & other securities and other related activities of capital market.

Accounting Policies

Basis of Preparation of Financial Statements

These financial statements have been prepared to comply in all material aspects with Generally Accepted Accounting Principles in India (Indian GAAP), the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and other accounting principles generally accepted in India, to the extent applicable.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

Principles of consolidation

The consolidated financial statements have been prepared on the following basis:

- i) Investments in Associates are accounted in accordance with AS – 23 on "Accounting for Investments in Associates in Consolidated Financial Statements", under "equity method".
- ii) The difference between the cost of Investments in the associates and the share of net assets at the time of acquisition of shares in the associates is identified in the consolidated financial statements as Goodwill or Capital reserve as the case may be.

Use of Estimates

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

Fixed Assets & Depreciation Tangible Assets

Tangible assets are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their book value or net realisable value and are shown separately in the financial statements under Other Current Assets. Losses arising from the retirement of, and gains or losses arising from disposal of fixed assets which are carried at cost are recognised in the profit and loss account.

Depreciation is provided on a pro-rata basis on the Written Down Value Method at the rates prescribed under Schedule II to the Companies Act, 2013 with the exception of the following:

- assets costing Rs. 5,000 or less are fully depreciated in the year of purchase.

Intangible Assets & Amortisation

Intangibles assets are stated at cost less accumulated amortisation. These are being amortised over the estimated useful life, as determined by the management. Leasehold land is amortised over the primary period of the lease.

Revenue Recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized.

- a) Income is recognized on accrual basis from brokerage earned on secondary market operations on trade date.
- b) Income from arbitrage comprises profit / loss on sale of securities held as stock-in-trade and profit / loss on equity derivative instruments is accounted as per following:
 - i) Profit / loss on sale of securities is determined based on the FIFO cost of the securities sold.
 - ii) Profit / loss on arbitrage transactions is accounted for as explained below:

Initial and additional margin paid over and above initial margin for entering into contracts for Equity Index / Stock Futures / Currency Futures and or Equity Index / Stock Options / Currency Options, which are released on final settlement / squaring-up of underlying contracts are disclosed under "Other current assets". Mark-to-market margin-Equity Index / Stock Futures / Currency Futures representing the amounts paid in respect of mark to market margin is disclosed under "Other current assets".

"Equity Index / Stock Option / Currency Option Premium Account" represents premium paid or received for buying or selling the Options, respectively.

On final settlement or squaring up of contracts for Equity Index / Stock Futures / Currency Future, the realized profit or loss after adjusting the unrealized loss already accounted, if any, is recognized in the Statement of Profit and Loss. On settlement or squaring up of Equity Index / Stock Options / Currency Option, before expiry, the premium prevailing in "Equity Index / Stock Option / Currency Option Premium Account" on that date is recognized in the Statement of Profit and Loss.

As at the Balance Sheet date, the Mark to Market / Unrealised Profit / (Loss) on all outstanding arbitrage portfolio comprising of Securities and Equity / Currency Derivatives positions is determined on scrip basis with net unrealized losses on scrip basis being recognized in the Statement of Profit and Loss and the net unrealized gains on scrip basis are ignored.

Other Income Recognition

Interest on investments is booked on a time proportion basis taking into account the amounts invested and the rate of interest.

Dividend income on investments is accounted for when the right to receive the payment is established.

Purchase

Purchase is recognized on passing of ownership in share based on broker's purchase note.

Expenditure

Expenses are accounted for on accrual basis and provision is made for all known losses and liabilities.

Investments

Current investments are stated at the lower of cost and fair value. Long-term investments are stated at cost. A provision for diminution is made to recognise a decline, other than temporary, in the value of long-term investments. Investments are classified into current and long-term investments.

Investments that are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non current investments. Investments other than in subsidiaries, joint ventures and associates have been accounted as per AS – 13 on "Accounting for Investments."

Impairment of Assets

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there is a change in the estimated recoverable value.

Taxation

Provision for current Income Tax is made on the taxable income using the applicable tax rates and tax laws. Deferred tax assets or liabilities arising on account of timing differences between book and tax profits, which are capable of reversal in one or more subsequent years is recognized using tax rate and tax laws that have been enacted or subsequently enacted.

Deferred tax asset in respect of unabsorbed depreciation and carry forward losses are not recognized unless there is sufficient assurance that there will be sufficient future taxable income available to realize such losses.

Earnings per Share

Basic earning per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

Stock in Trade

Shares are valued at cost or market value, whichever is lower. The comparison of Cost and Market value is done separately for each category of Shares.

Contingent Liabilities & Provisions

A provision is recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and in respect of which reliable estimate can be made. Provision is not discounted to its present value and is determined based on the best estimate required to settle the obligation at the year end date.

**Consolidated Notes on Financial Statement for the Period ended
31st March 2017 (All amounts in Rupees, except share data and unless otherwise stated)**

NOTE 2.1 : SHARE CAPITAL

	31st March, 2017	31st March, 2016
Authorised Share Capital 2,000,000,00 (200000000) Equity Shares of Re. 1/- Each (Re. 1/- each)	<u>20,00,00,000</u> <u>20,00,00,000</u>	<u>20,00,00,000</u> <u>20,00,00,000</u>
Issued, Subscribed and Paid-up 189960000 (189960000) Equity Shares of Re. 1/- Each (Re 1/- each) Full Paid Up	<u>18,99,60,000</u> <u>18,99,60,000</u>	<u>18,99,60,000</u> <u>18,99,60,000</u>

Equity shareholder holding more than 5% of equity shares along with the number of equity shares held:-

Name of the shareholder	31-03-2017		31-03-2016	
	%	No.of Shares	%	No.of Shares
Inder Chand Baid	4.99	9,48,300	4.99	9,48,300
Saroj Baid	6.94	13,19,100	6.94	13,19,100
Manish Baid	7.19	13,65,000	7.19	13,65,000
Samir Baid	7.09	13,47,500	7.09	13,47,500
Global Capital Market & Infra Ltd.	15.32	29,10,100	15.32	29,10,100

The Company has only one class of shares referred to as equity shares having par value of Re 1/- each

Note 2.2 : RESERVES AND SURPLUS

Particulars	As at March 31, 2017	As at March 31, 2016
General Reserve		
Opening Balance	2,45,000	2,45,000
Addition During The Year	-	-
	<u>2,45,000</u>	<u>2,45,000</u>
Capital Reserve (on consolidation)		
Addition during the year (net)	2,88,80,500	2,88,80,500
Retained Earnings (On consolidation)	<u>33,53,985</u> <u>33,53,985</u>	<u>33,53,985</u> <u>33,53,985</u>
Share Premium Reserve		
Opening Balance	20,58,60,000	20,58,60,000
Addition During The Year	-	-
	<u>20,58,60,000</u>	<u>20,58,60,000</u>
Profit & Loss Account		
Opening balance	83,51,164	68,90,935
Add: Profit for the year	(13,77,166)	14,60,229
Less : Depreciation for Earlier Years	-	-
Less : Dividend Paid 4% Interim	-	-
Less : Tax on Dividend Paid 4% Interim	-	-
Closing balance	<u>69,73,999</u>	<u>83,51,164</u>
Total of Reserves & Surplus	<u>24,53,13,484</u>	<u>24,66,90,649</u>

Note: 2.3 SECURED LOANS

Particulars	As at March 31, 2017	As at March 31, 2016
Car Loan		
(Hypothecated Loan on Car from Magma Fincorp)	-	-
(Hypothecated Loan on Car from KMPL)	22,34,732	29,80,689
Total	22,34,732	29,80,689

Note: 2.4 TRADE PAYBLES

Particulars	As at March 31, 2017	As at March 31, 2016
Client Balances	26,90,000	-
Total	26,90,000	-

Note: 2.5 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2017	As at March 31, 2016
Cash Margin Deposits	7,35,500	7,35,500
Duties & Taxes	(77,628)	(59,354)
Other Payables	82,171	1,58,318
Total	7,40,042	8,34,464

Note: 2.6 SHORT TERM PROVISIONS

Particulars	As at March 31, 2017	As at March 31, 2016
Provision For Taxation	46,74,753	46,25,863
Total	46,74,753	46,25,863

NOTE 2.7: FIXED ASSETS

Sr	Particulars	As on 01.04.2016		As on 31.03.2017		As on 01.04.2016		Sales Adjusted		Depreciation For the period		Change related Earnings		Upto 31.03.2017		Net Block	
		Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs	Ra	Rs
	TANGIBLE ASSETS																
	Plant & Machinery	94,629		94,629		-		-		-		-		-		94,629	94,629
	Motor Car	59,31,559		59,31,559		26,90,914		-		10,12,085		-		37,02,999		22,28,560	32,40,645
	Data Processing Equipment	2,82,102		2,82,102		1,38,529		-		28,659		-		1,67,188		1,14,914	1,43,573
	Servers & Network	1,42,500		1,42,500		41,160		-		39,827		-		80,987		61,513	1,01,340
	Furniture & Fixture	3,40,451		3,40,451		3,38,682		-		-		-		3,38,682		1,769	1,769
	Total	67,91,241		67,91,241		32,09,285		-		10,80,571		-		42,89,856		25,01,385	35,81,956
	PREVIOUS YEAR	66,48,741		67,91,241		16,18,715		-		15,90,570		-		32,09,285		35,81,956	50,30,026

Note: 2.8**INVESTMENTS (AT COST)**

	As on 31st March 2017		As on 31st March 2016	
	Quantity Nos	Value Rs	Quantity Nos	Value Rs
QUOTED				
Non - Current				
Investments in Associates				
1 GCM Capital Advisors Ltd. Of ` 10 each	60,90,000	12,15,00,000	60,90,000	12,15,00,000
Less: Goodwill on consolidation		6,06,00,000		6,06,00,000
Add: Share of Profit/(Loss) post-acquisition		22,42,194		20,49,544
Add: Share of Profit/(Loss) during the year (Net) Value		84,447		1,92,650
		6,32,26,641		6,31,42,194
2 GCM Commodity & Derivatives Ltd. of Rs. 10 each	26,25,500	5,25,10,000	26,25,500	5,25,10,000
Add: Capital reserve on consolidation		2,88,80,500		2,88,80,500
Add: Share of Profit/(Loss) post-acquisition		16,36,858		13,04,441
Add: Share of Profit/(Loss) during the year (Net) value		1,22,707		3,32,417
		8,31,50,065		8,30,27,358
Investments in Other Companies				
1 Ashapur Minechem Ltd.	-	-	200	14,360
2 Bharati Airtel Ltd.	-	-	500	1,77,350
3 Coal India Ltd.	17	4,900	17	4,900
4 Dr. Reddy's Laboratories Ltd.	500	19,58,194	500	19,58,194
5 Eicher Motors Ltd.	75	13,72,927	75	13,72,927
6 Global Capital Markets & Infrastructure Ltd	2,800	15,110	2,800	15,110
7 Goldbees	1,200	29,79,118	1,200	29,79,118
8 GVK Power & Infrastructure Ltd.	15,000	2,36,250	15,000	2,36,250
9 HOV Services Limited	10,000	18,35,303		
10 Infosys Ltd.	4,000	24,65,191	2,060	25,39,147
11 ING Vysya Bank Ltd.	-	-	-	-
12 Indian Oil Corporation Ltd.	2,000	3,93,441	1,000	3,93,441
13 Jubilant Life Sciences Limited	1,750	11,43,811		
14 KDJ Holidayscapes & Resorts Ltd.	68,500	60,41,977	68,500	60,41,977
15 Kirloskar Ferrous Industries Ltd.	-	-	10,000	4,96,000
16 Kirloskar Oil Engines Ltd.	-	-	2,500	6,00,625
17 Kirloskar Industries Ltd.	-	-	125	78,125
18 Lupin Limited	500	7,33,971		
19 Maruti Suzuki India Ltd.	500	22,37,528	500	22,37,528
20 Mahanagar Telephone Nigam Ltd.	3,200	47,104	3,200	47,104
21 Navin Fluorine International Limited	-	-	100	59,100
22 Pincon Sprit Limited	5,000	3,62,750		
23 Power Grid Corporation of India Ltd.	186	25,612	186	25,612
24 Reliance Infrastructure Ltd.	-	-	113	81,501
25 Reliance Industries Ltd.	2,525	23,06,714	2,525	23,06,714
26 Reliance Power Ltd.	-	-	371	23,299
27 SBIN N5	2,887	3,43,22,990	1,063	1,17,49,780
28 State Bank of India	5,000	12,62,070	5,000	11,86,050
29 Sun Pharmaceutical Industries Limited	1,000	6,91,839		
30 Tata Power Co. Ltd.	210	18,512	210	18,512
31 Tata Steel Ltd.	-	-	100	45,960
32 Tata Teleservices (Maharashtra) Ltd.	23,176	2,51,746	23,176	2,51,746
33 Va Tech Wabag Ltd.	2,000	15,87,340	1,000	15,87,340
	88,67,526	20,86,71,103	88,57,521	18,26,97,322
34 Gold Biscuits		7,62,397		7,62,397
	-	7,62,397	-	7,62,397
	88,67,526	20,94,33,500	88,57,521	18,34,59,719

Note: 2.9 LONG TERM LOANS & ADVANCES

Particulars	As at March 31, 2017	As at March 31, 2016
Deposits With Exchanges	<u>2,67,99,174</u>	<u>2,64,24,174</u>
Total	<u>2,67,99,174</u>	<u>2,64,24,174</u>

Note: 2.10**DETAILS OF INVENTORIES**

Sl. No.	Particulars	Market Price			
		As at 31st March 2017		As at 31st March 2016	
		Quantity Nos.	Value Rs.	Quantity Nos.	Value Rs.
1	Albert David Ltd.	2,000	40,715.00	2,000	40,715.00
2	Auropharma	1,300	8,77,695.00	-	-
3	Central Bank	-	-	964	47,792.00
4	Global Capital Markets Ltd	1,21,000	4,47,700.00	1,21,000	4,47,700.00
5	JKIL	500	97,996.26	-	-
6	Jvl Agro	5,000	1,02,000.00	-	-
7	Khoobsurat Ltd.	1,56,000	63,960.00	15,600	2,60,000.00
8	Ojas Asset Reconstruction Ltd.	2,17,000	4,03,620.00	2,17,000	47,84,850.00
	Grand total	5,02,800	20,33,686.26	3,56,564	55,81,057.00
	Change in Inventory				35,47,370.74

CURRENT ASSETS**Note: 2.11 TRADE RECEIVABLES**

Particulars	As at March 31, 2017	As at March 31, 2016
More than six months	<u>66,39,733</u>	<u>66,39,733</u>
Others	<u>1,37,00,000</u>	<u>3,32,00,000</u>
Total	<u>2,03,39,733</u>	<u>3,98,39,733</u>

Note: 2.12 CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2017	As at March 31, 2016
Cash-in-hand (As Certified By the Directors)	<u>69,13,364</u>	<u>17,42,971</u>
Balance with Scheduled Bank	<u>3,58,387</u>	<u>2,05,25,780</u>
F.D. With Scheduled Banks (Maturing Within One Year)	<u>7,30,00,000</u>	<u>7,31,00,000</u>
Total	<u>8,02,71,751</u>	<u>9,53,68,751</u>

Note: 2.13 SHORT TERM LOANS AND ADVANCES

Particulars	As at March 31, 2017	As at March 31, 2016
Advances Recoverable in cash or for value to be received	2,92,19,253	1,49,26,267
Other Short Term Advances	72,75,855	80,09,377
Advance Payment of Income Tax & TDS	75,80,385	76,31,844
Total	<u>4,40,75,493</u>	<u>3,05,67,488</u>

Note: 2.14 OPERATING INCOME

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Brokerage	5,62,733	4,37,522
Sales/Adjustment of Shares	-	-
Speculation Profit / Loss	-	-
Short Term Capital Gain	2,725	25,56,466
Long Term Capital Gain	6,78,467	-
Underwriting Commission	-	-
Sales of Shares	41,53,933	1,37,28,513
Dividend Income	1,99,227	2,49,007
Total	<u>55,97,085</u>	<u>1,69,71,508</u>

Note: 2.15 OTHER INCOME

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Interest on Fixed Deposit TDS Rs.8,07,191/-	80,71,905.79	1,00,59,945
Misc. Income	-	1,629
Bond Interest	28,72,565.00	10,57,685
Total	<u>1,09,44,471</u>	<u>1,11,19,259</u>

Note: 2.16 PURCHASE OF STOCK IN TRADE

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Purchases of Stock	51,38,643.50	1,99,75,806
Direct Expenses	17,588.10	41,506
Total	<u>51,56,232</u>	<u>2,00,17,312</u>

Note: 2.17 STOCK EXCHANGE & OTHER REGULATORY EXPENSES

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Annual Subscription	18,400.00	17,978
Balances Round off	27.89	224
Exchange Dues	42,397.67	1,77,697
Sebi Fees	-	-
VSAT & Leased Line Charges	51,034.00	56,180
Total	1,11,860	2,52,079

Note: 2.18 EMPLOYEE BENEFIT EXPENSES

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Salary Bonus & Allowances	26,25,938.00	17,99,508
Directors Remuneration	3,00,000.00	3,00,000
Staff Welfare	3,58,472.92	2,35,227
Total	32,84,411	23,34,735

Note: 2.19 FINANCE COST

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Interest on Car Loan	2,71,162.86	3,44,956
Total	2,71,163	3,44,956

Note: 2.20 OTHER EXPENSES

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Advertisements'- News Paper	12,940.00	18,935
Payment to Auditors		
Audit Fees	35,000.00	50,000
Certification Charges	34,033.00	21,687
Bank Charges	22,278.32	18755
Business Promotion Expenses	1,15,000.00	-
Depository & Listing Fees	2,39,661.73	1,90,671
Donation	1,60,000.00	-
Electricity Charges	1,41,030.00	1,38,760
Filing Fees	17,250.00	10,600
General Charges	1,71,038.90	2,99,171
Insurance Charges	32,084.00	98,693
License Fee	37,840.00	94,696
Office Rent	1,80,000.00	3,60,000
Postage & Courier	1,01,219.00	1,00,518
Printing & Stationery	97,988.00	1,50,770
Professional Fee	84,253.00	71,200
Rates & Taxes & Stamp Charges	41,000.00	-
Registrar's & Transfer Agent fee	-	32,079
Repair & Maintenance-Computers	39,309.00	74,685
Repair & Maintenance-Others	54,612.00	2,37,377
Telephone Charges	4,00,167.00	5,22,388
Travelling Expenses	11,76,174.00	7,44,252
Total	31,92,879	32,35,237

Note: 2.21 EARNING PER SHARE

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Profit/ (Loss) after Tax	(13,77,165)	14,60,229
Weighted Average No. of Eq.Shares o/s during the year	18,99,60,000	18,99,60,000
Face Value of Equity Shares	1.00	1
Basic Earning per share	(0.01)	0.01
Diluted Earning per share	(0.01)	0.01

Note: 2.22

The Trade Receivable of Rs.66.30 Lacs from GCM Commodity & Derivatives Ltd. is on account of settlement dues from National Spot Exchange Ltd.

Note: 2.23

The Company has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure, if any, relating to amount unpaid as at the year end together with interest paid/payable as required under the said act, have not been given.

Note: 2.24

In accordance with the requirement under the Accounting Standard - 22 "Accounting for taxes on Income" the company has accounted for deferred Tax during the year. Consequently the net deferred tax Liability of Rs 75,426/- during the year arising due to timing difference in depreciation & related items has been credited to Profit & Loss account.

Note: 2.25

The Payment of Gratuity Act, 1972 is not applicable to the company as the number of permanent employees in the company are below ten, similarly no other benefits are paid. The leave encashment are paid within the year and no leave balances are carried forward. Hence AS – 15 Employee Benefit has been complied with.

Note: 2.26

There are no impairment of Assets, as the management is of the opinion that the carrying value of assets is more than the realizable value as at 31st March, 2017.

Note: 2.27 RELATED PARTY DISCLOSURE: (Refer Annexure 1)**Note 2.28**

Other additional information to be disclosed by way of Notes to Statement of Profit and Loss Quantitative Details of trading items

	Current Year	Previous Year
Shares		
Opening Stock	3,56,564	4,09,564
Less Transfer to Investment	-	-
Purchase	5,82,800	5,82,800
Sales 6,35,800	6,35,800	
Consolidation/spilt/bonus of shares during the year	-	-
(Khoobsurat Ltd. Split from Rs.10/- to Re.1/- Per Shares Old Stock 15600 New Stock 156000)	1,40,400	1,40,400
Closing Stock	4,43,964	3,56,564

Note: 2.29 SEGMENT REPORTING

The Company has only one reportable segment namely Share Broking & Self trading in investment products and accordingly disclosures regarding segment reporting are not being made separately.

Note: 2.30

Details of Loans given, Investments made, guarantees given covered under section 186(4) of The Companies Act, 2013, Loans given and investments made are disclosed with respected notes, further no guarantee has been given by the Company.

Note: 2.31

Previous year's figures have been re-arranged and re-grouped wherever considered necessary.

Note: 2.32 SPECIFIED BANK NOTES (SBNs) DISCLOSURE: (Refer Annexure 2)

As per our report of even date
For **Bharat D. Sarawgee & Co.**
Chartered Accountants
Firms Registration Number: 326264E

Bharat D. Sarawgee
Partner
Membership Number: 061505
Place: Kolkata
Date : 9th May, 2017

For and on behalf of the Board of
GCM Securities Limited

Manish Baid **Samir Baid**
Director *Director*

Annexure -1 Related Party Transactions

A) Related Parties and their relationship

Key Management Personnel

- 1) Inder Chand Baid
- 2) Manish Baid
- 3) Samir Baid
- 4) Laxmi Narayan Sharma
- 6) Amitabh Sukla
- 7) Urmi Bose
- 8) Shrenik Choraria
- 9) Pooja Bhartia

Relatives of Director/KMP

- 1) Shilpa Baid

Promoters of the Company

- 1) Global Capital Markets Ltd.

Others-Enterprises over which KMP and relatives of such personnel exercise significant influence/Director/KMP

- 1) Cadillac Vanijya Private Limited
- 2) Silverpearl Hospitality & Luxery Spaces Ltd.
- 3) Chello Commotrade Ltd.
- 4) GCM Capital Advisors Ltd.
- 5) GCM Commodities & Derivatives Ltd.
- 6) Voltaire Leasing & Finace Limited
- 7) Purplkite Innovations Private Limited
- 8) Lucrare Technology Private Limited
- 9) Baid Charitable Trust

B) Material Transactions with Related Parties during the year ended 31st March 2017

Nature of Transactions	Kay management Personnel	Promoters	Relatives of KMP	Others	Total
Managerial Remuneration Paid	3,00,000	Nil	NIL	NIL	3,00,000
Remuneration Paid to KMP:					
CS	1,50,000			Nil	1,50,000
CFO	5,20,800			Nil	5,20,800
Donation					
Baid Charitable Trust				1,00,000	1,00,000

C) Disclosure of Material Transactions with Related Parties during the year ended 31st March 2017

Particulars	Closing Balance as on March 31, 2017	Closing Balance as on March 31, 2016
Receivables:		
GCM Commodity & Derivatives Limited	872000	0
Global Capital Markets Limited	12594000	0
Paybles:		
GCM Cpital Advisors Limited	2690000	(2160000)

Annexure - 2 Specified Bank Noted Disclousers

During the Year, the Company had specified bank notes or other denomination note as defined in the MCA notification G.S.R. 308(E), Dated March 31, 2017 on the details of Specified Bank Notes (SBNS) held and transacted during the period from November 08, 2016 to December 30, 2016, the denomination wise SBNS and other notes as per the notification is given below:

Particulars	SBNS (Rs. 500 & Rs. 1000)	Other Denominated Notes	Total
Closing cash in hand as on 08.11.2016	49,05,500	91,06,195	1,40,11,695
(+) Permitted receipts	-	24,80,000 **	24,80,000
(-) Permitted payments	-	8,33,134	8,33,134
(-) Amount deposited in Banks	49,05,500	-	49,05,500
Closing cash in hand as on 30.12.2016	-	1,07,53,061	1,07,53,061

**Permitted receipts includes Rs. 24,80,000/- of cash withdrawal from bank

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If undelivered, please return to :

GCM Securities Limited

Registered Office: Sir RNM House, 5th Floor, 3B, Lal bazar Street, Kolkata-700 001