

D. D. VENTURES LIMITED

CIN: L50102DL1984PLC017834

Regd. Office.: B-8, Mayapuri Industrial Area, Phase-I, New Delhi-110064
Ph No 011 46205400, e-mail: a.bhaskar@ddmotors.net, Website: www.ddventures.in

To,

The Listing Department
Metropolitan Stock Exchange of India Limited
04th Floor, Vibgyor Towers, Plot No. C-62,
Opp. Trident Hotels, Bandra Kurla Complex,
Bandra East, Mumbai - 400098

SUBJECT: SUBMISSION OF ANNUAL REPORT 2016-17 OF THE COMPANY
(SCRIP CODE: DDVENTURES)

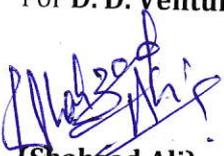
Dear Sir/Madam,

Pursuant to the requirements of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of Annual Report 2016-17 as approved and adopted in the 33rd Annual General Meeting of the Company held on 28th September, 2017.

You are requested to kindly take above information on your records.

Yours faithfully,

For D. D. Ventures Limited



(Shahzad Ali)

CS & Compliance Officer

M. No. A48314



Place: New Delhi

Date: 10th October, 2017

Encl: As above

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mrs. Renu Gambhir
Managing Director
DIN: 01239511

Mr. Rajeev Gambhir
Chairman & Executive Director
DIN: 00011771

Mr. Vipin Aggarwal
Independent Director
DIN: 01952057

Mr. Atul Wassan
Independent Director
DIN: 01152410

Mr. Ramakrishnan Karat Nair
Independent Director
DIN: 07298838

Mr. Hupesh Tandon
Independent Director
DIN: 07298845

COMPANY SECRETARY

Mr. Shahzad Ali

CHIEF FINANCIAL OFFICER

Mr. Sunil Datt Sharma

AUDITORS

M/s S.K. Mittal & Co.
Chartered Accountants
E-29, N.D.S.E Part-II,
New Delhi -110049
Tel No. 011 26258517, 41640694

INTERNAL AUDITOR

Mr. Shahzad Ali
F-115/B,
(West) Jawahar Park,
Laxmi Nagar, Delhi 110092

SECRETARIAL AUDITOR

P.S & Associates
Practicing Company Secretary
N-2, LGF, Malviya Nagar,
New Delhi 110017

BOARD COMMITTEES

AUDIT COMMITTEE

Mr. Hupesh Tandon – Chairperson
Mr. Rajeev Gambhir – Member
Mr. R. K. Nair – Member

NOMINATION & REMUNERATION COMMITTEE

Mr. Hupesh Tandon – Chairperson
Mr. Rajeev Gambhir – Member
Mr. R. K. Nair – Member

STAKEHOLDER RELATIONSHIP COMMITTEE

Mr. Hupesh Tandon – Chairperson
Mr. Rajeev Gambhir – Member
Mr. Vipin Aggarwal – Member

BANKERS OF THE COMPANY

HDFC Bank

REGISTRAR AND SHARE TRANSFER AGENTS

M/s Skyline Financial Services Private Limited
1st Floor, D-153A, Okhla Industrial Area, Phase I,
New Delhi Pin Code 110 020, INDIA
Tel No. 011 2681 2682, 6473 2681

LISTED AT

Metropolitan Stock Exchange of India Limited

COPORATE IDENTIFICATION NUMBER

L50102DL1984PLC017834

EMAIL ID AND WEBSITE

Company and Investor Grievances: -
a.bhaskar@ddmotors.net

WEBSITE

www.ddventures.in

REGISTERED OFFICE

B-8, Phase-I, Mayapuri Industrial Area,
New Delhi 110064
Tel No. 011 46205400

D. D. VENTURES LIMITED

CIN: L50102DL1984PLC017834

R.O. B-8, Phase-I, Mayapuri Industrial Area, Phase-I, New Delhi 110064

Tel. No. 011 46205400, Email Id a.bhaskar@ddmotors.net, Website: www.ddventures.in

NOTICE OF THIRTY THREE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 33th Annual General Meeting of D. D. Ventures Limited will be held on Thursday, 28th Day of September, 2017 at 03:00 P.M. at A-100, Mayapuri Industrial Area, Phase-II, New Delhi 110064, to transact the following businesses:

ORDINARY BUSINESSES:

ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the financial statements of the Company for the financial year ended on 31st March 2017, including audited Balance Sheet as at 31st March, 2017 and the Profit & Loss Account for the year ended on that date, together with the report of the Directors and Auditors thereon.

ITEM NO. 2 – APPOINTMENT OF DIRECTOR

To appoint a Director in place of Mr. Rajeev Gambhir (DIN: 00011771), who retires by rotation and being eligible offers himself for re- appointment.

ITEM NO. 3 – APPOINTMENT OF STATUTORY AUDITORS IN PLACE OF RETIRING AUDITORS

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

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation made by the Audit Committee of the Board, M/s Satish K. Wadhwa & Co., Chartered Accountants (Firm’s Registration No. 002293N) be and are hereby appointed as the Statutory Auditors of the Company in place of the retiring auditors M/s S. K. Mittal & Co., Chartered Accountants (Firm’s Registration No. 001135N), who shall hold office from the conclusion of this 33th Annual General Meeting for term of consecutive 5 years till conclusion of the 38th Annual General Meeting, subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting, at such remuneration as may be decided by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors or Mr. Shahzad Ali, Company Secretary of the Company be and is hereby severally authorized to do all such acts, matters and things as may be necessary to give effect to the above resolution.”

**By Order of the Board
For D. D. Ventures Limited**

**Place: New Delhi
Dated: 01.09.2017**

**Sd/-
Shahzad Ali
(CS & Compliance Officer)
M. No. A48314**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL 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.

2. Corporate members are requested to send to the Company, a duly certified copy of the Board Resolution, authorizing their representative to attend and vote at the Annual General Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 22nd day of September, 2017 to Thursday, 28th day of September, 2017 (both days inclusive).
4. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Members are requested to write their folio number/ DP ID/Client ID in the attendance slip for attending the meeting.
6. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
7. As a measure of economy and a step toward green initiative, Members are requested to bring their copy of Annual Report to the meeting. Members/ Proxies should bring the attendance slip duly filled in and signed for attending the meeting.
8. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.
9. The Notice of AGM, Annual Report and Attendance Slip are being sent in physical mode. Members have requested to register their e-mail IDs with the Company or Depository Participant(s).
10. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The e-voting period will commence at 09.00 a.m. on Monday, 25th September, 2017 and will end at 5.00 p.m. on Wednesday, 27th September, 2017. The Company has appointed Mr. Vikas Gautam, Practicing Company Secretary, having Membership No. A41378 to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given note no. 13.
11. The facility for voting through ballot will also be made available at the AGM, and members attending the AGM who have not already cast their vote by remote e-voting will be able to exercise their right at the AGM. Shareholders who have not cast their vote electronically, by remote e-voting may only cast their vote at the AGM through ballot paper.
12. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company and copies thereof shall also be made available for inspection in physical or electronic form at the registered Office of the Company during office hours on all working days, except Saturdays, between 11.00 A.M. to 1.00 P.M. up to and inclusive of the date of the Annual General Meeting also such documents are available at the meeting.
13. In terms of Section 108 of the Companies Act, 2013 Read with the rule 20 of the Companies (Management & Administration) Rules, 2014 it is mandatory on the part of the Company to provide e-Voting facility. Company is providing facility for Voting by electronic means and the business may be transacted through such voting.

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on 09:00 a.m. on Monday, 25th September, 2017 and ends on 05:00 p.m. on Wednesday, 27th September 2017. During this period shareholders' of the Company, holding shares either

in physical form or in dematerialized form, as on the cut-off date 21st September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The Shareholders should Log on to the e-voting website www.evotingindia.com.
- (iv) Click on “Shareholders” tab to cast your votes.
- (v) Now Enter your User ID,
 - (a) For CDSL: 16 digits beneficiary ID
 - (b) For NSDL: 8 character DP ID followed by 8 Digit Client ID
 - (c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in Demat form and have already voted earlier on www.evotingindia.com for a voting of any Company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

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

- i. After entering these details appropriately, click on “SUBMIT” tab.
- ii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- iii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- iv. Click on the EVSN of D. D. Ventures Limited on which you choose to vote.
- v. 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.
- vi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- vii. 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.
- viii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- ix. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- x. 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.
- xi. Note for Non-Individual Shareholders & Custodians:
 - o Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Please follow all steps from sl. no. (i) to sl. no. (xi) above to cast vote.

Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 21st September 2017 may follow the same instructions as mentioned above for e-Voting.

- xii. 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.

**Details of Directors seeking Appointment or Re-appointment at the Annual General Meeting
(In pursuance of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations
2015**

Name of Director	Mr. Rajeev Gambhir
Date of Birth	31.03.1960
Age (Years)	57
Date of Appointment	15.04.2011
Qualification	Graduate
Terms and condition of Appointment/reappointment	Retiring by rotation and being eligible offer himself for re-appointment
Details of remuneration	Nil
Relations with Other Director (Inter-Se)	Husband of Mrs. Renu Gambhir
Expertise in specific functional areas	He has more than 35 years rich experience in automobile industry
Directorship held in Other listed Companies	Nil
Chairman/ Member of the Committee of the Board of Directors of the Company	He is member in 3 Committees
Number of Shares held	227825

* Committee positions of only Audit, Shareholders’/Investors’ Grievance and Remuneration and Nomination Committee included.

**By Order of the Board
For D. D. Ventures Limited**

**Place: New Delhi
Dated: 01.09.2017**

**Sd/-
Shahzad Ali
(CS & Compliance Officer)
M. No. A48314**

REPORT OF BOARD OF DIRECTORS

Dear Members,

Your Directors are pleased to present 33th Annual Report on the business and operation of the Company, along with Audited Accounts, for the financial year ended 31st March, 2017.

FINANCIAL HIGHLIGHTS

(Amount in Lacs)

Details	Year Ended 31.03.2017	Year Ended 31.03.2016
Revenue from Operation	8.83	2.05
Other Income	0.00	0.01
Total Revenue (1)	8.83	2.06
Depreciation	0.00	0.00
Total Expenditure (2)	10.05	13.41
Profit/(Loss) before Tax (1-2)	(1.22)	(11.35)
Provision for Tax	0.00	0.00
Net Profit/(Loss) after tax	(1.22)	(11.35)

REVIEW OF OPERATIONS AND FUTURE PROSPECTS

During the year under review, your Company has generated Rs. 8.83 Lacs revenue from operations. Though, it was not a satisfactory amount, but it was enough to push on the track to generate some positive vibes by exploring new contract and to generate profits into the Company. Your Directors are strongly believes that in the coming financial year, your Company will be able to do profitable business and will resort for better financial results.

MATERIAL CHANGES FROM END OF FINANCIAL YEAR TO DATE OF REPORT

There are no material change and commitment, affecting the financial position of Company which has occurred between the end of financial year of the Company to which the financial statements relate and the date of this report other than those disclosed in the Annual report.

CHANGE IN NATURE OF BUSINESS

During the period under review, the Company has not changes its nature of business.

SHARE CAPITAL

There has been no change in the Authorised Share Capital & Paid up Share capital of the Company during the financial year 2016-17.

DIVIDEND

In the view of losses for current year and also accumulated losses your directors do not recommended any dividend for the financial year ended March 31, 2017. Your Directors are hopeful that they will present a much strong financial statements in coming years.

DEPOSITORY SYSTEM

Your Company's equity shares are available for dematerialisation through National Securities Depository Limited and Central Depository Services (India) Limited. ISIN of your Company is INE458T01012. As on March 31, 2017, all the equity shares of your Company were held in physical form.

TRANSFER TO RESERVES

The profits transferred and other additions to reserves are as follows:

(Amount in Rs.)

Opening Balance	(9,763,104)	(8,627,649)
Add: Profit/(Loss) for the year	(861)	(1,135,455)
Closing Balance	(9,763,965)	(9,763,104)

DETAILS OF DEPOSITS

The company has not accepted any deposits within the meaning of Section 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 framed thereunder during the year ended 31st March, 2017. There are no unclaimed/unpaid deposits as on 31st March, 2017.

AUDITORS

The Companies Act, 2013 ("the Act") was notified effective April 1, 2014. Section 139 of the Act lays down the criteria for appointment and mandatory rotation of statutory auditors. Pursuant to Section 139 of the Act and the Rules made thereunder, it is mandatory to rotate the statutory auditors on completion of two terms of five consecutive years. The Rules also lays down the transitional period that can be served by the existing auditors depending on the numbers of consecutive years for which an audit firm has been functioning as auditor in the

same company. The incumbent auditors, M/s. S. K. Mittal & Co., Chartered Accountants (FRN: 001135N) have served the Company for over 10 years before the Act was notified and will be completing the maximum number of transitional period (3 years) at the ensuing 33th AGM.

The Audit Committee of the Company has recommended the appointment of M/s Satish K. Wadhwa & Co., Chartered Accountant (FRN: 002293N), as the Statutory Auditors of the Company. M/s Satish K. Wadhwa & Co., Chartered Accountant will hold office for a period of 5 consecutive years from the conclusion of the 33th Annual General Meeting of the Company scheduled to be held on 28th September, 2017 till the conclusion of the 38th Annual General Meeting to be held in the year 2022, subject to the approval of the shareholders of the Company.

AUDITORS' REPORT

The Auditors' report on the financial statement for the financial year 2016-17 is self explanatory and does not warrant any further comments from the Board of Directors.

INTERNAL AUDITOR

Mr. Manoj Makhija has been appointed as Internal auditor for the financial year 2016-17, and for the financial Year 2017-2018 Company has appointed Mr. Shahzad Ali, Company Secretary, having Membership No. A48314 as an Internal Auditor.

SECRETARIAL AUDITOR

The Board of Directors has appointed P.S & Associates, Company Secretaries, to conduct Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013 for the financial year 2016-17. The Secretarial Audit Report is annexed herewith and marked as **Annexure I** to this Report.

FOLLOWING OBSERVATION OF SECRETARIAL AUDITORS AND MANAGEMENT' REPLY

Observation of Secretarial auditors`

- i. *In terms of Securities and Exchange Board of India Circular No. SEBI/Cir/ISD/1/2010 read with SEBI/Cir/ISD/2/2010 and SEBI/Cir/ISD/1/2012, at least 100 percent Promoter's holding and 50% Non-Promoters holding are to be in dematerialised form. While company is still in the process of achieving the aforesaid shareholding in Demat Form.*
- ii. Company has duly complied with the Regulation 44 of the SEBI (LODR) Regulations, 2015, however, it delayed in intimation to Stock Exchange about the E-voting results of the Annual General Meeting.
- iii. *Company has appointed Statutory Auditors on Year to year basis. However in terms of Section 139 of the Companies Act, 2013, Statutory Auditor is to be appointed for a term of 5 years as stipulated in the said section.*
- iv. During the under review, the Company has approved its Director Report in the Board Meeting held on 1st September, 2016 however it fail to comply with the provision of Section 117 (3) (g) i.e. filing E-Form MGT-14 with the Registrar of Companies.

Management Reply

Reply for point (i) - As secretarial auditor mentioned in its comments, Company is in process of achieving the same shareholding in dematerialization form and the process for the same has already been started by Company therefore we assure the members that all the necessary action in this regards will be taken by Company in forthcoming year.

Reply for point (ii) – We have already given prior intimation regarding E-voting at Annual General Meeting to Stock Exchange.

Reply for point (iii) - Company has appointed statutory auditor from 32nd Annual General Meeting till 33th Annual General Meeting, and the same appointment is made as provided under second proviso to section 139(2), as transition period of 3 Years has been provided under Companies Act 2013. Board of directors are assuring members that after transition period company will appoint statutory auditor for 5 (Five) Years subject to ratification of such appointment in each Annual General Meeting.

Reply for point (iv) – Point No. vi in Secretarial Audit Report is self explanatory.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

DETAILS OF DIRECTORS & KEY MANAGERIAL PERSONNEL (KMP)

Mr. Rajeev Gambhir, Director of the Company retires by rotation at the ensuing Annual General Meeting. Mr. Rajeev Gambhir has expressed his intention to seek re-election as a Director of the Company.

Pursuant to the provisions of Section 203 of the Companies Act, 2013, appointment of Mr. Sunil Datt Sharma, Chief Financial Officer was formalized as the Key Managerial Personnel of the Company.

Mr. Amit Shankar, Company Secretary of the Company has resigned from their post w.e.f. 3rd July 2017 and pursuant to the provisions of Section 203 of the Companies Act, 2013, the Company has appointed Mr. Shahzad Ali as Company Secretary of the Company w.e.f. 3rd July 2017.

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance and individual directors pursuant to the provisions of the Companies Act, 2013. The performance of the Board was evaluated by the Board on the basis of the criteria such as the Board composition and structure, effectiveness of Board process, information and functioning etc. The Board and Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of individual director to the Board and committee meetings like preparedness on the issue to be discuss meaningful and constructive contribution and inputs in meetings, etc.

NOMINATION & REMUNERATION POLICY

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration as required under Section 178 of the Companies Act, 2013. The Nomination & Remuneration Policy of the Company is annexed herewith and marked as **Annexure II** to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under Regulation 34 of the SEBI Listing Regulations, is annexed as **Annexure III** to this Board Report.

RISK MANAGEMENT

The Company has implemented an integrated risk management approach through which it reviews and assesses significant risks on a regular basis to ensure that a robust system of risk controls and mitigation is in place. Senior management periodically reviews this risk management framework to keep updated and address emerging challenges.

The Company constantly reviews its exposure to various types of risk, whether it be regulatory, operational, environmental, financial or political. The Company has in place adequate systems to ensure compliance with all regulatory and statutory matters reviews the same on a periodic basis and takes appropriate corrective action when necessary.

EFFICIENT INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Adequate internal controls have been laid down by the Company to safeguard and protect its assets as well as to improve the overall productivity of its operations. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The detailed process of review not only ensures reliability of control systems and legal compliances with applicable legislation, defined policies and processes but also reviews efficiency of systems and ensures safeguarding of tangible and intangible assets.

CORPORATE GOVERNANCE REPORT

In pursuance of Regulation 27 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 shall be applicable those companies having paid up equity share capital exceeding Rs.10 crore and Net Worth exceeding Rs. 25 crore, as on the last day of the previous financial year. The paid up share capital and net worth of your company do not come under the purview of applicability of Regulation 27 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. Therefore separate report of corporate governance is not attached herewith.

In spite of above said, Your Company adopts best practices for corporate governance, disclosure standard and enhanced shareholder value while protecting the interest of all other stakeholders including clients, its employees. This has enabled your Company to earn the trust and goodwill of its investors, business partners, employees and the communities in which it operates. Your Directors believe that Company profitability must go hand in hand with a sense of responsibility towards all stakeholders, employees and communities.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3) (c) read with Section 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the year ended 31st March, 2017 and state that:

- a. in the preparation of the annual accounts for the financial year ended on 31st March, 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF EMPLOYEES

During the year under review no employee is covered as per rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, therefore no statement is required be given showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are not applicable.

PARTICULARS OF REMUNERATION

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i) the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17:

No Director has drawn any remuneration from the Company during the financial year 2016-17 therefore ratio of remuneration of each director to the median remuneration of the employees of the Company is not ascertainable.

ii) the percentage increase in remuneration of each Director, Chief Financial Officer, Whole Time Director, Company Secretary or Manager, if any, in the financial year 2016-17:

No Director, Chief Financial Officer has drawn any remuneration from the Company during the financial year 2016-17.

iii) the percentage increase in the median remuneration of employees in the financial year 2016-17:

Since the Company has paid Rs. 1.25 Lacs as remuneration during the financial year 2015-16 and Rs. 4.10 Lacs in the financial year 2016-17 therefore percentage increase in median remuneration of employee is not ascertainable.

iv) the number of permanent employees on the rolls of company: 1

v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

	Amount in Lacs		
	2016-17	2015-16	Increase/Decrease in %
Average Salary of Employee other than key Managerial Personnel (Per Annum)	0.00	0.00	0.00
Managing Director/Director/CFO/CEO	0.00	0.00	0.00

vi) affirmation that the remuneration is as per the remuneration policy of the Company:

Presently, no remuneration is being paid to any director, only Mr. Amit Shankar, Company Secretary of the Company has received remuneration till 3rd July, 2017 and Mr. Shahzad Ali, Company Secretary of the Company is getting remuneration from 3rd July, 2017 from the Company. However, it is hereby affirmed that the remuneration paid or will be paid as per the Nomination and Remuneration Policy of the Company.

LISTING ON THE STOCK EXCHANGE

Presently the equity shares of the Company have been listed with Metropolitan Stock Exchange Of India Limited on 10th day of December 2015.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The transactions falling under Section 188 of the Companies Act, 2013 had been undertaken at Arm length price. The details of the transactions with related party are provided in the accompanying financial statements.

COMMITTEES OF THE BOARD

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority. The following substantive Committees constituted by the Board function according to their respective roles and defined scope:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder Relationship Committee

DISCLOSURES:

A) EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure-IV** to this Report.

B) MEETINGS OF THE BOARD

During the financial year ended March 31, 2017, 5 meetings of the Board of Directors were held as against the statutory minimum requirement of 4 times. None of the two Board Meetings have a gap of more than 120 days between them. The dates of meetings are mentioned below:

Sr. No.	Date	Sr. No.	Date
1.	27.05.2016	5.	14.02.2017
2.	12.08.2016		
3.	01.09.2016		
4.	14.11.2016		

C) COMPOSITION OF AUDIT COMMITTEE

The composition of Audit Committee as on 31st March 2017 as follows:

Mr. Hupesh Tondon	Chairperson
Mr. Ramakrishnan Karat Nair	Member
Mr. Rajeev Gambhir	Member

D) COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE

The composition of Nomination and Remuneration Committee as on 31st March 2017 as follows:

Mr. Hupesh Tondon	Chairperson
Mr. Ramakrishnan Karat Nair	Member
Mr. Rajeev Gambhir	Member (Chairman of the Board)

E) COMPOSITION OF STAKEHOLDER RELATIONSHIP COMMITTEE

The composition of Stakeholder Relationship Committee as on 31st March 2017 as follows:

Mr. Hupesh Tondon	Chairperson
Mr. Rajeev Gambhir	Member
Mr. Ramakrishnan Karat Nair	Member

F) VIGIL MACHANISM/WHISTLE BLOWER POLICY

The Company has set up vigil mechanism viz. Whistle Blower Policy to enable the employees and Directors to report genuine concerns, unethical behavior and irregularities, if any, in the Company noticed by them which could adversely affect company's operations, to the Audit Committee Chairman. The same is reviewed by the Audit Committee from time to time. No concerns or irregularities have been reported till date. The vigil mechanism/whistle blower policy can be accessed on the Company's website at the link: www.ddventures.in.

G) DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at workplace and during the year under review, your Board has constituted an Internal Complaints Committee to consider and redress complaints of sexual harassment & also adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder.

H) PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITY PROVIDED

Particulars of loans given, investments made, guarantees given and securities provided are provided in the financial statements.

I) GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. The Managing Directors of the Company did not receive any remuneration or commission from subsidiary.

5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

SUBSIDIARY/ASSOCIATES/JOINT VENTURE COMPANY

The Company has no subsidiary and no associate Company.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO.

Information required to be given pursuant to section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Director's report for the year ended 31st March, 2017 are given below:

A. CONSERVATION OF ENERGY

- (i) the steps taken or impact on conservation of energy;

Your Company is conscious about its responsibility to conserve energy, power and other energy sources wherever possible. We emphasis towards a safe and clean environment and continue to adhere to all regulatory requirements and guidelines.

- (ii) the steps taken by the company for utilising alternate sources of energy;

The Company has been taking energy saving measures viz., Use of energy saver electrical equipments, LED fittings are provided inside the offices, efficient ventilation system in offices of the Company.

- (iii) the capital investment on energy conservation equipments;

Your company has nil capital investment on energy conservation equipments.

(B) TECHNOLOGY ABSORPTION

- (i) the efforts made towards technology absorption; N.A.

- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution; N.A.

- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- N.A.

- (a) the details of technology imported; N.A.

- (b) the year of import; N.A.

- (c) whether the technology been fully absorbed; N.A.

- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and

- (iv) the expenditure incurred on Research and Development. N.A.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO.

Details of Foreign Exchange, earnings and Outgo are given as below:-

	Year 2017 (Amt.)	Year 2016 (Amt.)
Foreign Exchange earning	Nil	Nil
Foreign Exchange outgoing	Nil	Nil

APPRECIATION

Directors wish to place on record their deep thanks and gratitude to the Government as well as their respective Departments and Development Authorities connected with the business of the Company, Banker, Shareholders of the Company for their co-operation and continued support.

**By Order of the Board
For D. D. Ventures Limited**

**Place: New Delhi
Dated: 01.09.2017**

**Sd/-
Rajeev Gambhir
Chairman & Director
DIN: 00011771**

**Sd/-
Renu Gambhir
Managing Director
DIN: 01239511**

**ANNEXURE [I] TO BOARD OF DIRECTORS' REPORT
SECRETARIAL AUDIT REPORT**

[Pursuant to section 204(1) of the Companies Act, 2013, and rule 9 of the
Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

DD Ventures Limited

B-8, Phase-I, Mayapuri Industrial Area
New Delhi-110064

Our report of even date which is annexed with this letter is to be read along with this letter

1. Maintenance of the Secretarial Records, Registers is the responsibility of the management of the company. Our responsibility is to express an opinion on these Secretarial Records based on our Audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and the practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of Financial Records and Books of Accounts of the company.
4. The compliance of the provisions of law, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
5. The Secretarial Audit Report is neither an assurance as to future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

Place: New Delhi
Date: 01.09.2017

For **P.S & Associates**
(Practicing Company Secretaries)

Sd/-
Anuj Kumar
Partner
Membership No.: A37093
CP No.: 15870

Secretarial Audit Report

(For the Financial Year ended on March 31, 2017)

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

To,
The Members,
D D Ventures Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s D. D. Ventures 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 our opinion thereon.

Based on my verification of the Company's 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 the company for the period 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 thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company:-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- VI. As informed/ declared by the Company that during the Financial Year under review, the Company being not carrying any main business activity therefore, no other Laws were applicable to the company during the period under reporting except Income Tax Act, 1961, and the Company is not registered with any other legislations:

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

- (i) Secretarial Standards I and II issued by The Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs which are followed as reported during the period under review.
- (ii) During the period under review, company has made Alteration of the Memorandum and Article of Association of the Company to bring it in consonance with the provisions of the Companies Act, 2013.
- (iii) SEBI (Listing Obligations and Disclosure Requirements), 2015.

We report that, during the year under review, the company has complied with the provisions of the Acts, rules, regulations and guidelines mentioned above subject to the following observations:

- (i) *In terms of Securities and Exchange Board of India Circular No. SEBI/Cir/ISD/1/2010 read with SEBI/Cir/ISD/2/2010 and SEBI/Cir/ISD/1/2012, atleast 100% Promoter's holding and 50% Non-Promoters holding are to be in dematerialised form. While company is still in the process of achieving the aforesaid shareholding in Demat Form.*
- (ii) *Company has duly complied with the Regulation 44 of the SEBI (LODR) Regulations, 2015, However, it delayed in intimation to Stock Exchange about the E-voting results of the Annual General Meeting,*

- (iii) *Company has appointed Statutory Auditors on Year to year basis However in terms of Section 139 of the Companies Act, 2013, Statutory Auditor are to be appointed for a term of 5 years as stipulated in the said section.*
- (iv) *During the period under review, the Company has approved its Directors Report in the Board Meeting held on 1st September, 2016 however it fail to comply with the provision of Section 117 (3) (g) i.e. filing of E-Form MGT-14 with the Registrar of Companies.*

We further report that, there were no events /actions in pursuance of :

- a. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- b. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- c. 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;
- d. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
- e. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; requiring compliance thereof by the company during the Financial Year

We further report that:

- a) The Board of Directors of the Company is duly constituted as per the provisions of the Companies Act, 2013 comprising of proper number of Directors and Chief Financial Officer including Executive, Non-Executive and Independent directors. There are no changes in the composition of Board except the appointment of Mr. Rajeev Gambhir as Chairman of the Board was carried out in compliance with the Companies Act, 2013.
- b) The Company has duly constituted the Audit Committee, Stakeholders Relationship Committee as required by the Companies Act, 2013 which comprise of two Independent Director and one Non-Executive Director.
- c) *Pursuant to the section 178(1) Companies Act, 2013, the Nomination and Remuneration committee shall consist of three or more Non-executive directors out of which not less than one half shall be independent directors. Whereas the constitution of Nomination and Remuneration committee in the Company was comprised of two Independent Director and one Executive director.*
- d) As per the documents and information furnished to us, adequate notice is given to all directors to schedule the Board meetings, agenda were generally sent 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.
- e) Minutes of the meetings were duly recorded and signed by the Chairman and the decisions taken/ resolutions passed were duly approved.

We further report that are adequate systems and process 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 audited period the Company has not taken any major actions/ events that have a major bearing on the Company's affairs in pursuance of the above referred laws, Rules, Regulations, Guidelines, standards, etc. referred to the above.

Place: New Delhi
Date: 01.09.2017

For **P.S & Associates**
(Practicing Company Secretaries)

Sd/-
Anuj Kumar
Partner
Membership No.: A37093
CP No.: 15870

**ANNEXURE [II] TO BOARD OF DIRECTORS' REPORT
NOMINATION AND REMUNERATION POLICY**

1. GUIDING PRINCIPLES

The Policy ensures that

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

2. ROLE OF THE COMMITTEE

The role of the Committee inter alia will be the following:

- To formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- Formulate criteria for evaluation of Independent Directors and the Board.
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of every Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- To devise a policy on Board diversity.

3. FREQUENCY OF THE MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

4. APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

Appointment criteria and qualifications:

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Term / Tenure:

Managing Director/Whole-time Director/Manager (Managerial Person):

- The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1 October, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he / she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

Evaluation:

- The Committee shall carry out evaluation of performance of every Director,
- KMP and Senior Management on yearly basis or as when required.

Removal:

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

Retirement:

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

5. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSON, KMP AND SENIOR MANAGEMENT**a) General:**

- The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
- Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person. Increments will be effective from the date of reappointment in respect of Managerial Person and 1st April in respect of other employees of the Company.

b) Remuneration to Managerial Person, KMP and Senior Management:

- Fixed pay:
Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force and also depend on the financial position of Company.
- Minimum Remuneration:
If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.
- Provisions for excess remuneration:
If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

c) Remuneration to Non-Executive / Independent Director:

- Remuneration / Commission:
The remuneration / commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
- Sitting Fees:
The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.
- Limit of Remuneration /Commission:
Remuneration /Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.
- Stock Options:
An Independent Director shall not be entitled to any stock option of the Company.

6. REVIEW AND AMENDMENT

- The Committee or the Board may review the Policy as and when it deems necessary.
- The Committee may issue the guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this Policy, if it thinks necessary.
- This Policy may be amended or substituted by the Committee or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.

**ANNEXURE [III]
MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Introduction

In the financial year 2016-17 the Indian economy grew at an estimated 7.1%, as per government estimates reported by the Ministry of Statistics and Programme implementations, slowing from a growth rate of 7.9% reported for FY 2015-16. Qualitatively, the results were similar when measured in terms of gross value added (GVA) at constant prices. Real GVA growth for FY 2016-17 is estimated at 6.7% versus 7.8% in FY 2015-16.

There are three main reasons for this declaration of growth. The first is insufficient investments which translate to additional income and employment. Gross fixed capital formation (GFCF) for FY 2016-17 as a share of GDP has steadily fallen: from 31.7% in FY 2014-15 to 31.1% in FY 2015-16 to a low of 29.2% for FY 2016-17.

The second has to do with the substantial overhang on non-performing loans across the banking system, especially the public sector banks. This has significantly reduced the banks' appetite for making large term loans, without which can be no investment-led growth.

The third reason may be related to the temporary effects of demonetizing Rs. 500 and Rs. 1,000 notes, which came into effect on 8th November 2016. Although the third quarter estimates (for October-December 2016) show no appreciable dip in either real GDP or GVA, there is no doubt that removing over 86% of the value of currency in circulation and substituting it with a slower injection of new notes created demand and cash constraints throughout the economy. It remains to be seen what the overall effect of this will be on growth for the second half of FY 2016-17.

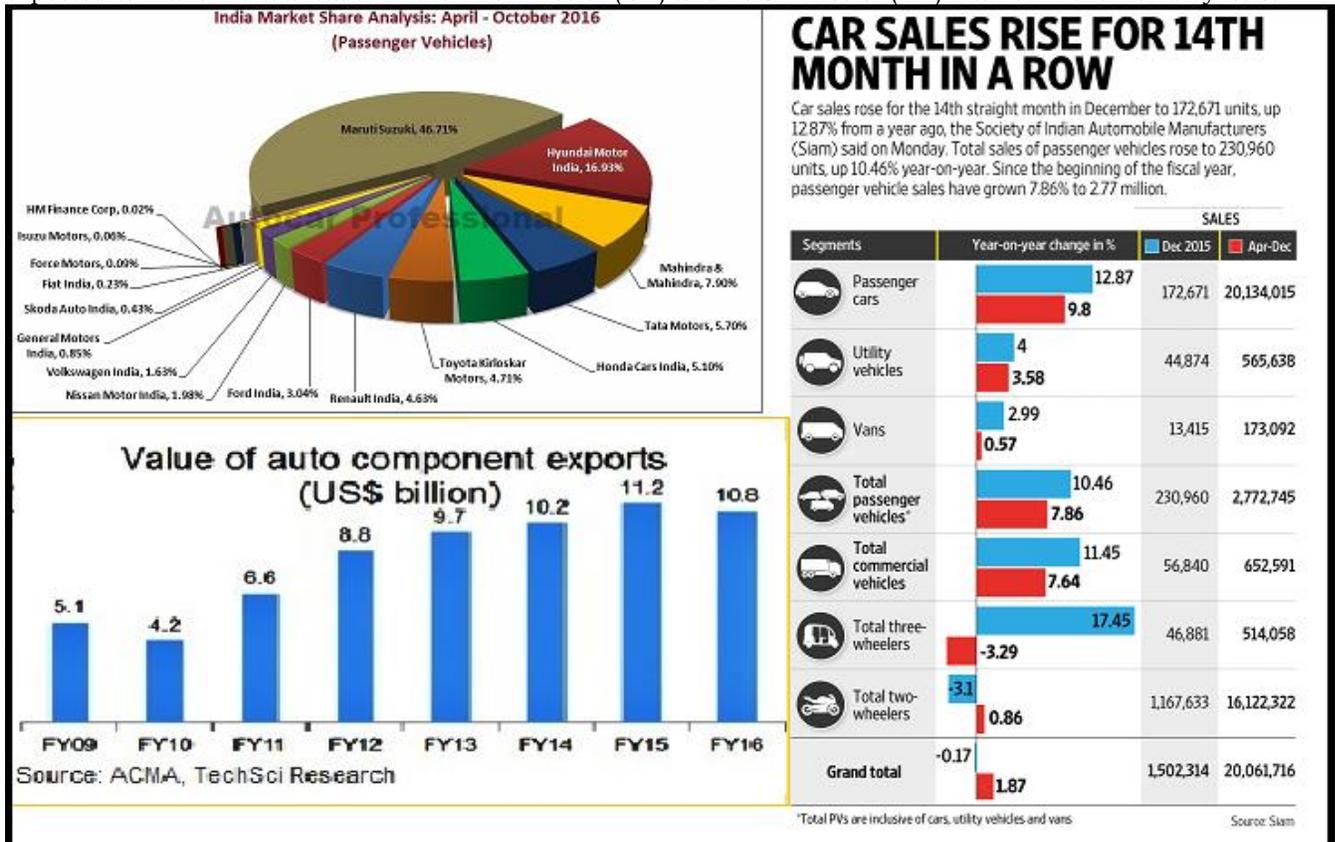
INDUSTRY STRUCTURE AND DEVELOPMENTS

AUTOMOBILE INDUSTRY

The Indian auto industry is one of the largest in the world. The industry accounts for 7.1 per cent of the country's Gross Domestic Product (GDP). As of FY 2015-16, around 31 per cent of small cars sold globally are manufactured in India.

The Two Wheelers segment with 81 per cent market share is the leader of the Indian Automobile market owing to a growing middle class and a young population. Moreover, the growing interest of the companies in exploring the rural markets further aided the growth of the sector. The overall Passenger Vehicle (PV) segment has 13 per cent market share.

India is also a prominent auto exporter and has strong export growth expectations for the near future. In April-January 2017, exports of Commercial Vehicles registered a growth of 18.36 per cent over April-January 2016. In addition, several initiatives by the Government of India and the major automobile players in the Indian market are expected to make India a leader in the Two Wheeler (2W) and Four Wheeler (4W) market in the world by 2020.

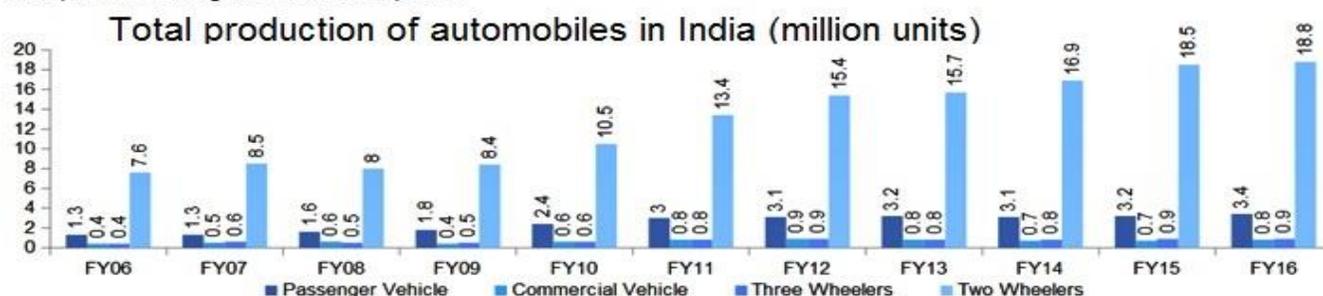


Market Size

Sales of passenger vehicles increased by 11.04 per cent to 242,060 units in April 2017 driven by demand for utility vehicles*. While sales of passenger cars went up by 1.87 per cent to 162,566 units in April 2017, those of utility vehicles grew by 43 per cent to 62,170 units. Sales of commercial vehicles maintained its momentum on back of replacement demand and grew by 17.36 per cent to 53,835 units.

The two-wheeler industry also performed well. While sales of scooters increased by 35.86 per cent to 468,368 units, the demand for motorcycles shot up by a strong 16.24 per cent to 1,024,926 units.

Production of automobiles increased at a CAGR of 9.4 per cent over FY06-16. During FY06-16, passenger vehicle segment witnessed the fastest growth, at a CAGR of 10.09 per cent, followed by two wheeler segment, which grew at a CAGR of 9.48 per cent during the same time period.



Source: SIAM, TechSci Research; Note: CAGR – Compound Annual Growth Rate

OPPORTUNITIES & THREATS

OPPORTUNITIES

- Introducing fuel-efficient vehicles:** Optimization of fuel-driven combustion engines and cost efficiency programs are good opportunities for the automobile market. Emerging markets will be the main growth drivers for a long time to come, and hence fuel efficient cars are the need of the hour.
- Changing lifestyle & customer groups:** Three powerful forces are rolling the auto industry. Shift in consumer demand, expanded regulatory requirements for safety and fuel economy, and the increased availability of data and information. Also with the increase in nuclear families there has been increase in demand of two-wheelers & compact cars and this will grow further.

THREATS

- Intense Competition:** Presence of such a large number of players in the Automobile industry results into extensive competition, every company eating into others share leaving little scope for new players.
- Volatility in the fuel Prices:** At least for the passenger segment fluctuations in the fuel prices remains the determining factor for its growth. Also government regulations relating the use of alternative fuels like CNG. Shell gas is also affecting the inventories.
- High fixed cost and investment in R & D:** Due to the fact that mature markets are already overcrowded, industry is shifting towards emerging markets by building facilities, R & D centres in these markets. But the ROI out of these decisions is yet to be capitalized.

REAL ESTATE INDUSTRY

The real estate sector is one of the most globally recognized sectors. In India, real estate is the second largest employer after agriculture and is slated to grow at 30 per cent over the next decade. The Indian real estate market has become one of the most preferred destinations in the Asia Pacific as overseas funds accounted for more than 50 per cent of all investment activity in India in 2017, compared with just 26 per cent in 2016. The real estate sector comprises four sub sectors - housing, retail, hospitality, and commercial. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations.

The construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy. It is also expected that this sector will incur more non-resident Indian (NRI) investments in both the short term and the long term. Bengaluru is expected to be the most favoured property investment destination for NRIs, followed by Ahmedabad, Pune, Chennai, Goa, Delhi and Dehradun.

Market Size

The Indian real estate market is expected to touch US\$ 180 billion by 2020. The housing sector alone contributes 5-6 per cent to the country's Gross Domestic Product (GDP). In the period FY08-20, the market size of this sector is expected to increase at a Compound Annual Growth Rate (CAGR) of 11.2 per cent. Retail, hospitality and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs.

Private Equity (PE) investments from foreign funds in the Indian realty market increased at a Compound Annual Growth Rate (CAGR) of 33 per cent to US\$2,220 million* in year ending December 2016. Deal sizes have also increased in 2016, and residential projects both luxury and affordable have attracted a substantial amount of capital. Private Equity (PE) funds and Non-Banking Financial Companies (NBFCs) in India are seen increasingly investing jointly in real estate projects, in order to hedge risk and undertake bigger transactions.

Mumbai is the best city in India for commercial real estate investment, with returns of 12-19 per cent likely in the next five years, followed by Bengaluru and Delhi-National Capital Region (NCR). Also, Delhi-NCR was the biggest office market in India with 110 million sqft, out of which 88 million sqft were occupied. Sectors such as IT and ITeS, retail, consulting and e-commerce have registered high demand for office space in recent times.

India's office space absorption stood at 35 million sqft during 2016, which is the second highest figure in the India's history after 2011, and was driven by Corporates implementing their growth plans.

India had the strongest activity in office leasing space in Asia and accounted for half of Asia's total office leasing in third quarter of 2016, with Delhi being the most active market.

Delhi's Central Business District (CBD) of Connaught Place has been ranked as the sixth most expensive prime office market in the world with occupancy costs at US\$ 160 per sqft per annum.

OPPORTUNITIES AND THREATS

OPPORTUNITIES:

- Rapid Urbanization
- Growth in population
- Rise in the number of nuclear families
- Easy availability of finance
- Repatriation of NRIs and HNIs
- Rise in disposable income

THREATS:

- Unfavorable changes in government policies and the regulatory environment can adversely impact the performance of the sector.
- Substantial procedural delays with regards to land acquisition, land use, approvals. Retrospective policy changes and regulatory bottlenecks may impact attractiveness of the sector and companies operating within the sector.
- Real estate industry is capital intensive sector which require high capital and in present scenario it is challenge in front of management to arrange for the funds requirement.

OUTLOOK

Responding to an increasingly well-informed consumer base and, bearing in mind the aspect of globalization, Indian real estate developers have shifted gears and accepted fresh challenges. The most marked change has been the shift from family owned businesses to that of professionally managed ones. Real estate developers, in meeting the growing need for managing multiple projects across cities, are also investing in centralized processes to source material and organize manpower and hiring qualified professionals in areas like project management, architecture and engineering. The growing flow of FDI into Indian real estate is encouraging increased transparency. Developers, in order to attract funding, have revamped their accounting and management systems to meet due diligence standards.

India's automotive industry is one of the most competitive in the world. It does not cover 100 per cent of technology or components required to make a car but it is giving a good 97 per cent.

Indian passenger car market expected to reach four million units by 2020, up from 1.97 million units in 2016-17. The Indian automotive sector has the potential to generate up to US\$ 300 billion in annual revenue by 2026, create 65 million additional jobs and contribute over 12 per cent to India's Gross Domestic Product.

REVIEW OF OPERATIONS AND FUTURE PROSPECTS

During the year under review, your Company has not generated the revenue from operations. However, your Company has registered 9.00 Lacs revenue from other income. Your Directors are strongly believes that in the coming financial year, your Company will be able to do profitable business and will resort for better financial results.

RISK AND CONCERN

The risks faced by the Company are categorized into strategic, financial, operational and compliance risks. In view of the changing business environment, the Company has Risk Management Policy to protect the abovementioned risk. Some of the risks that may arise in normal course of business and impact its ability for future developments inter alia include credit risk, liquidity risk, market risk etc.

Your Company has established a framework and process to monitor the exposures to implement appropriate measures in a timely and effective manner.

INTERNAL CONTROLS AND THEIR ADEQUACY

The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition, and to ensure that all transactions are authorised, recorded and reported correctly and adequately. The Company's internal controls are supplemented by an extensive programme of internal audits, review by management and documented policies, guidelines and procedures. The internal control is designed to ensure that financial & other records are reliable for preparing financial information and for maintaining accountability of assets. All financial and audit control systems are also reviewed by the Audit Committee of the Board of Directors of the company on periodical basis.

HUMAN RESOURCES

Your Company firmly believes that a motivated and empowered employee is the key to competitive advantage. At present your company has adequate human resources which is commensurate with the current volume of Business activity and is reviewed by the management periodically and the company would induct competent personnel on increase/ expansion of the Business activity. Your Company's employee value proposition is based on a strong focus on employee development, an exciting work culture, performance and empowerment. Processes such as performance improvement, talent management and competency management are platforms for individual development.

**ANNEXURE [IV] TO BOARD OF DIRECTORS' REPORT
FORM NO. MGT 9**

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L50102DL1984PLC017834
2	Registration Date	31/03/1984
3	Name of the Company	D. D. Ventures Limited
4	Category/Sub-category of the Company	Company Limited By Shares Indian Non Government Company
5	Address of the Registered office & contact details	B-8, PHASE-I ,MAYAPURI INDUSTRIAL AREA, Phase-I, New Delhi 110064, Tel: 91 11 46205400, Email: a.bhaskar@ddmotors.net
6	Whether listed company	Listed at Metropolitan Stock Exchange of India Limited
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Private Limited, D-153A, Okhla Industrial Area, Phase-I, New Delhi 110020, Tel No. 011 26812682, 83 (Appointed on 30.05.2015)

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Sale of Automobiles (Motor Vehicle)	4510	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NOT APPLICABLE	NOT APPLICABLE	NOT APPLICABLE	N.A.	N.A.

IV. SHARE HOLDING PATTERN										
(Equity share capital breakup as percentage of total equity)										
(i) Category-wise Share Holding										
Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/ HUF	0	438225	438225	46.33	0	438225	438225	46.33	0.00	
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00	
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00	
d) Bodies Corp.	0	201975	201975	21.35	0	201975	201975	21.35	0.00	
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00	
f) Any other	0	0	0	0.00	0	0	0	0.00	0.00	
Sub Total (A) (1)	0	640200	640200	67.68	0	640200	640200	67.68	0.00	
(2) Foreign										
a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00	
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00	
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00	
d) Any other	0	0	0	0.00	0	0	0	0.00	0.00	
Sub Total (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00	
TOTAL (A)	0	640200	640200	67.68	0	640200	640200	67.68	0.00	

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs	0		0	0.00	0		0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	195750	195750	20.69	0	195750	195750	20.69	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	110000	110000	11.63	0	110000	110000	11.63	0.00
c) Others (specify)									
Non Resident Indians	0	0	0	0.00	0	0	0	0.00	0.00
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
Trusts	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Bodies - D R	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):-	0	305750	305750	32.32	0	305750	305750	32.32	0.00
Total Public (B)	0	305750	305750	32.32	0	305750	305750	32.32	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	0	945950	945950	100.00	0	945950	945950	100.00	0.00

(ii) SHAREHOLDING OF PROMOTER

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Rajeev Gambhir	227825	24.08	0.00	227825	24.08	0.00	0.00
2	Kunal Gambhir	120650	12.75	0.00	120650	12.75	0.00	0.00
3	Fastlane Motors Ventures Pvt. Ltd.	110025	11.63	0.00	110025	11.63	0.00	0.00
4	D. D. Properties Pvt. Ltd.	91950	9.72	0.00	91950	9.72	0.00	0.00
5	Renu Gambhir	88750	9.38	0.00	88750	9.38	0.00	0.00
6	Tanisha Gambhir	1000	0.11	0.00	1000	0.11	0.00	0.00

(iii) CHANGE IN PROMOTERS' SHAREHOLDING

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Rajeev Gambhir	01.04.2016	Nil Movement	227825	24.08	227825	24.08
		31.03.2017		227825	24.08	227825	24.08
2	Kunal Gambhir	01.04.2016	Nil Movement	120650	12.75	120650	12.75
		31.03.2017		120650	12.75	120650	12.75
3	Fastlane Motors Ventures Pvt. Ltd.	01.04.2016	Nil Movement	110025	11.63	110025	11.63
		31.03.2017		110025	11.63	110025	11.63
4	D. D. Properties Pvt. Ltd.	01.04.2016	Nil Movement	91950	9.72	91950	9.72
		31.03.2017		91950	9.72	91950	9.72
5	Renu Gambhir	01.04.2016	Nil Movement	88750	9.38	88750	9.38
		31.03.2017		88750	9.38	88750	9.38
6	Tanisha Gambhir	01.04.2016	Nil Movement	1000	0.11	1000	0.11
		31.03.2017		1000	0.11	1000	0.11

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS*(Other than Directors, Promoters and Holders of GDRs and ADRs):*

SN	For each of the Top 10 shareholders	Date	Reason	Increase/Decrease in Shareholding		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Prem Prakash	01.04.2016	Nil Movement	Nil	Nil	40000	4.23
		31.03.2017		Nil	Nil	40000	4.23
2	Anand Singh	01.04.2016	Nil Movement	Nil	Nil	20000	2.11
		31.03.2017		Nil	Nil	20000	2.11
3	Jagat Singh	01.04.2016	Nil Movement	Nil	Nil	20000	2.11
		31.03.2017		Nil	Nil	20000	2.11
4	Bishwanath Santosh Kumar	01.04.2016	Nil Movement	Nil	Nil	10000	1.06
		31.03.2017		Nil	Nil	10000	1.06
5	Keshar Devi Goyal	01.04.2016	Nil Movement	Nil	Nil	10000	1.06
		31.03.2017		Nil	Nil	10000	1.06
6	Manju Goyal	01.04.2016	Nil Movement	Nil	Nil	10000	1.06
		31.03.2017		Nil	Nil	10000	1.06
7	Babulal Aggarwal	01.04.2016	Nil Movement	Nil	Nil	5000	0.53
		31.03.2017		Nil	Nil	5000	0.53
8	Gian Chand Sharma	01.04.2016	Nil Movement	Nil	Nil	5000	0.53
		31.03.2017		Nil	Nil	5000	0.53
9	Rama Rani	01.04.2016	Nil	Nil	5000	0.53	

		31.03.2017	Movement	Nil	Nil	5000	0.53
10	Santosh Kumari	01.04.2016	Nil Movement	Nil	Nil	4800	0.51
		31.03.2017		Nil	Nil	4800	0.51

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S.N	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Rajeev Gambhir						
	At the beginning of the year	01.04.2016	Nil Movement	227825	24.08	227825	24.08
	At the end of the year	31.03.2017		227825	24.08	227825	24.08
2	Kunal Gambhir						
	At the beginning of the year	01.04.2016	Nil Movement	120650	12.75	120650	12.75
	At the end of the year	31.03.2017		120650	12.75	120650	12.75
3	Renu Gambhir						
	At the beginning of the year	01.04.2016	Nil Movement	88750	9.38	88750	9.38
	At the end of the year	31.03.2017		88750	9.38	88750	9.38
4	Vipin Aggarwal						
	At the beginning of the year	01.04.2016	Nil Movement	0	0.00	0	0.00
	At the end of the year	31.03.2017		0	0.00	0	0.00
5	Atul Wassan						
	At the beginning of the year	01.04.2016	Nil Movement	0	0.00	0	0.00
	At the end of the year	31.03.2017		0	0.00	0	0.00
6	Ramakrishnan Karat Nair						
	At the beginning of the year	01.04.2016	Nil Movement	250	0.02	250	0.02
	At the end of the year	31.03.2017		250	0.02	250	0.02
7	Hupesh Tandon						
	At the beginning of the year	01.04.2016	Nil Movement	250	0.02	250	0.02
	At the end of the year	31.03.2017		250	0.02	250	0.02
8	Amit Shankar						
	At the beginning of the year	01.04.2016	Nil Movement	0	0.00	0	0.00
	At the end of the year	31.03.2017		0	0.00	0	0.00
9	Sunil Datt Sharma						
	At the beginning of the year	01.04.2016	Nil Movement	250	0.02	250	0.02
	At the end of the year	31.03.2017		250	0.02	250	0.02

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment. (As on 31 st March, 2017)				
(Amount in Rs.)				
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	674321	0	674321

ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	674321	0	674321
Change in Indebtedness during the financial year				
* Addition	0	233792	0	233792
* Reduction	0	0	0	0
Net Change	0	233792	0	233792
Indebtedness at the end of the financial year				
i) Principal Amount	0	908113	0	908113
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	908113	0	908113

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rs/Lac)
		Rajeev Gambhir	Renu Gambhir	
	Name	Executive Director	Managing Director	
	Designation			
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.00	0.00	0.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0.00	0.00	0.00
2	Stock Option	0.00	0.00	0.00
3	Sweat Equity	0.00	0.00	0.00
4	Commission			0.00
	- as % of profit	0.00	0.00	0.00
	- others, specify	0.00	0.00	0.00
5	Others, please specify	0.00	0.00	0.00
	Total (A)	0.00	0.00	0.00
	Ceiling as per the Act			0.00

B. REMUNERATION TO OTHER DIRECTORS

SN.	Particulars of Remuneration	Name of Directors				(LAKH)
		Vipin Aggarwal	Atul Wassan	Ramakrishnan Karat Nair	Hupesh Tandon	
1	Independent Directors					Rs.
	Fee for attending board committee meetings	0.00	0.00	0.00	0.00	0.00
	Commission	0.00	0.00	0.00	0.00	0.00
	Others, please specify	0.00	0.00	0.00	0.00	0.00
	Total (1)	0.00	0.00	0.00	0.00	0.00
2	Other Non-Executive Directors					
	Fee for attending board committee meetings	0.00	0.00	0.00	0.00	0.00
	Commission	0.00	0.00	0.00	0.00	0.00
	Others, please specify	0.00	0.00	0.00	0.00	0.00
	Total (2)	0.00	0.00	0.00	0.00	0.00
	Total (B)=(1+2)	0.00	0.00	0.00	0.00	0.00
	Total Managerial Remuneration	0.00	0.00	0.00	0.00	0.00
	Overall Ceiling as per the Act				0.00	0.00

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD					
SN.	Particulars of Remuneration	Name of Key Managerial Personnel (Amount in Lacs)			Total Amount (Rs/Lacs)
		N.A.	Sunil Dutt Sharma CFO	Amit Shankar CS	
	Name				
	Designation	CEO	CFO	CS	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	0.00	4.10	4.10
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A.	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	N.A.	0.00	0.00	0.00
2	Stock Option	N.A.	0.00	0.00	0.00
3	Sweat Equity	N.A.	0.00	0.00	0.00
4	Commission			0.00	
	- as % of profit	N.A.	0.00	0.00	0.00
	- others, specify	N.A.	0.00	0.00	0.00
5	Others, please specify	N.A.	0.00	0.00	0.00
	Total	N.A.	0.00	4.10	4.10

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					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

No Penalty/Punishment/Compounding of Offence

**By Order of the Board
For D. D. Ventures Limited**

**Place: New Delhi
Dated: 01.09.2017**

**Sd/-
Rajeev Gambhir
Chairman & Director
DIN: 00011771**

**Sd/-
Renu Gambhir
Managing Director
DIN: 01239511**

INDEPENDENT AUDITORS' REPORT

To
The Members of
D.D. VENTURES LIMITED
Report on the Financial Statements

We have audited the accompanying financial statements of **D.D.VENTURES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
- (b) in the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (1) of section 143 of the Act, we give in the Annexure - A, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e. On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms 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; and
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note no. 16B (4) to the financial statements.
 - ii The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management.- Refer Note 16B (9).

For **S.K. Mittal & Co.**
Chartered Accountants
[FRN: 001135N]

Sd/-
Krishan Sarup
Partner
M. No. 010633

Place: New Delhi
Date: 29.05.2017

ANNEXURE-A TO THE AUDITORS' REPORT

The Annexure referred to in Independent Auditor's Report to the members of the Company on the financial statements for the year ended 31 March, 2017, we report that:

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets
(b) The fixed assets of the company have been physically verified by the management at the end of the year and no material discrepancies were noticed on such verification.
(c) According to the information and explanations given to us and on the basis of our examination of the records, the Company does not have any immovable property. Accordingly, this sub paragraph of the Order is not applicable to the Company.
- ii. The company has no inventory and accordingly paragraph 3(ii) of the Order is not applicable.
- iii. In our opinion and according to information and explanations given to us, 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.
- iv. In our opinion and according to information and explanations given to us, the provisions of section 185 and 186 of the Companies Act, 2013 are not applicable.
- v. In our opinion and according to information and explanations given to us, the Company has not accepted any deposits within the meaning of Section 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 framed thereunder. No order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
- vi. To the best of our knowledge and as explained to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013.
- vii. a) The company is generally regular in depositing with appropriate authorities undisputed statutory dues. According to information and explanations given to us, no undisputed amounts payable in respect of 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 were outstanding, at the year end, for a period of more than six months from the date they become payable.
b) According to information and explanation given to 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 or cess which have not been deposited on account of any dispute.
- viii. The Company does not have any loans or borrowings from any financial institution, bank, government or debenture holder during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not paid or provided any managerial remuneration. Accordingly, paragraph (xi) of the Order is not applicable.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable.

- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non - cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. In our opinion and according to information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.

For S.K. Mittal & Co.
Chartered Accountants
[FRN: 001135N]

Sd/-
Krishan Sarup
Partner

Place: New Delhi
Date: 29.05.2017

Annexure - B to the Auditor's Report

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

We have audited the internal financial controls over financial reporting of **D D Ventures Limited** ("the Company") as of 31 March 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 31 March 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 S.K. Mittal & Co.
Chartered Accountants
[FRN: 001135N]

Sd/-
Krishan Sarup
Partner
Membership No. 010633

Place: New Delhi
Date: 29.05.2017

BALANCE SHEET AS AT 31ST MARCH 2017

Sr. No.	PARTICULARS	Note No.	As at 31.03.2017		As at 31.03.2016	
			Rs.	Rs.	Rs.	Rs.
I.	<u>EQUITY AND LIABILITIES</u>					
1.	Shareholders' funds					
	(a) Share Capital	1	9,722,375		9,722,375	
	(b) Reserves and Surplus	2	(9,763,965)	(41,590)	(9,763,104)	(40,729)
2.	Non- current liabilities					
	(a) Long-term borrowings	3	908,113	908,113	674,321	674,321
3.	Current Liabilities					
	(a) Other current liabilities	4	111,264		64,136	
	(b) Short term provisions	5	0.00	111,264	420,000	484,136
	TOTAL			977,787		1,117,728
II	<u>ASSETS</u>					
1.	Non-current assets					
	(a) Fixed assets		-		-	
	(i) Tangible assets	6	102		102	
	(b) Long-term loans and advances	7	188,004	188,106	188,004	188,106
2.	Current assets					
	(a) Current investments	8	97		97	
	(b) Trade Receivables	9	0.00		184,500	
	(c) Cash and Bank Balances	10	781,093		411,491	
	(d) Short Term Loans and Advances	11	71,491	789,681	333,533	929,622
	TOTAL			977,787		1,117,728
	Significant accounting policies and other notes to accounts	15				

As per our report of even date

For S.K. Mittal & Co.

Chartered Accountants

FRN : 01135 N

Krishan Sarup

Partner

(M. No- 010633)

Date: 27.05.2016

Place: New Delhi

For and on behalf of the Board of Directors of

D. D. Ventures Limited

Sd/-

Rajeev Gambhir

Director

DIN:00011771

Sd/-

Amit Shankar

Company Secretary

M. No. A39173

Sd/-

Renu Gambhir

Director

DIN:01239511

Sd/-

Sunil Dutt Sharma

Chief Finance Officer

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016

	PARTICULARS	Note No.	2016-17		2015-16	
			Rs.	Rs.	Rs.	Rs.
I	Revenue from operations	12		883,000		2,05,000
II	Other Income	13		-		752
III	Total Revenue (I + II)			883,000		2,05,752
IV	Expenses					
	Employee benefits expenses	14	410,000		125,000	
	Depreciation	6	-		-	
	Other expense	15	594,508	1,004,508	1,216,207	1,341,207
	Total Expense			1,004,508		1,341,207
	Profit / (Loss)before tax			(121,508)		(1,135,455)
	- Current Tax			-		-
	- Deferred Tax			-		-
	- Prior period excess tax provision W/back			120,647		-
V	Profit / (Loss) for the year (III-IV)			(861)		(1,135,455)
VI	Earnings per equity share:					
	(1) Basic			(0.00)		(1.20)
	(2) Diluted			(0.00)		(1.20)
	Significant accounting policies and other notes to accounts	16				

As per our report of even date

For S.K. Mittal & Co
Chartered Accountants
FRN : 01135 N

Krishan Sarup
Partner
(M. No- 010633)

Date: 27.05.2015
Place: New Delhi

For and on behalf of the Board of Directors of
D. D. Ventures Limited

Sd/-
Rajeev Gambhir
Director
DIN:00011771

Sd/-
Renu Gambhir
Managing Director
DIN:00011748

Sd/-
Amit Shankar
Company Secretary
M. No. A39173

Sd/-
Sunil Dutt Sharma
Chief Finance Officer

**CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2017**

Particulars	31.03.2017		31.03.2016	
	Rs.	Rs.	Rs.	Rs.
A. Cash Flow From Operating Activities:				
Net Profit/(Loss) before tax & extra ordinary items and tax		(861)		(1,135,455)
Less: Provision for tax written back		(120,647)		
Adjustment For :-				
Depreciation	-		-	
Interest Income	-		-	
Operating Profit/(Loss) before working capital changes		(121,508)		(1,135,455)
<u>Changes in working capital:-</u>				
Adjustment for (Increase) / Decrease in Operating Assets				
Short term loan and advances	(37,311)		1,381,517	
Current Investment	-		768	
Trade Receivables	184,500		(49,550)	
<i>Adjustment for (decrease) / Increase in Operating liabilities</i>				
Other current liabilities	47,128		32,995	
		194,317		1,365,730
Cash Generated From Operation		72,809		230,275
Net Income tax (paid)/refunds		-		-
Net Cash flow from/(used in) operating activities (A)		72,809		230,275
B. Cash Flow From Investing Activities:-				
Loans from loan and advances		-		-
Interest received		-		-
Net Cash from/(used in) investing activities (B)		-		-
C. Cash Flow From Financial Activities:-				
Proceeds from long term borrowings		233,793		-
Net Cash from/(used in) financing activities (C)		233,793		-
Net increase in cash & cash equivalent (A+B+C)		306,602		230,275
Cash & Cash equivalent at the beginning of the year		411,491		181,216
Cash & Cash equivalents at the end of the year		718,093		411,491

As per our report of even date

For S.K. Mittal & Co
Chartered Accountants
FRN : 001135N

Sd/-
Krishan Sarup
Partner
(M. No- 010633)

Date: 29.05.2017
Place: New Delhi

Sd/-
Rajeev Gambhir
Director
DIN:00011771

Sd/-
Amit Shankar
Company Secretary
M. No. A39173

For and on behalf of the Board of Directors of
D. D. Ventures Limited

Sd/-
Renu Gambhir
Managing Director
DIN:01239511

Sd/-
Sunil Dutt Sharma
Chief Finance Officer

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2017

Particulars	As at 31.03.2016 Rs.	As at 31.03.2015 Rs.
NOTE `1` SHARE CAPITAL		
Authorised Capital	30,000,000	30,000,000
3,000,000 Equity Shares of Rs. 10/-each [Previous Year : 1,000,000 Equity Shares of Rs. 10/- each]		
Issued Capital		
1,000,000 Equity Shares of Rs. 10/- each [Previous Year : 1,000,000 Equity Shares of Rs. 10/- each]	10,000,000	10,000,000
Subscribed and paid up Capital		
945,950 Equity Shares of Rs. 10/- each fully paid-up [Previous Year : 945,950 Equity Shares of Rs. 10/- each fully paid-up]	9,459,500	9,459,500
Add Share Forfeited		
54,050 Equity Shares forfeited	262,875	262,875
	9,722,375	9,722,375

Reconciliation of Shares Outstanding				
Particulars	As at 31.03.2017		As at 31.03.2016	
	Nos.	Amt (Rs)	Nos.	Amt (Rs)
Opening Share Capital	945,950	9,459,500	945,950	9,459,500
Add: Shares issued During the year		-		-
Add: Rights/Bonus Shares Issued		-		-
Total	945,950	9,459,500	945,950	9,459,500
Less: Buy back of Shares		-		-
Less Reduction in Capital		-		-
Closing Share Capital	945,950	9,459,500	945,950	9,459,500

Details Of Shareholders holding more than 5 percent shares				
Name Of Shareholders	As at 31.03.2017		As at 31.03.2016	
	No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
Rajeev Gambhir	227,825	24.08	227,825	24.08
Renu Gambhir	88,750	9.38	88,750	9.38
Kunal Gambhir	120,650	12.75	120,650	12.75
Fastlane Ventures Pvt. Ltd (Formerly Known as Maya Leasing & Finance Private Limited)	110,025	11.63	110,025	11.63
D.D. Properties Private Limited	91,950	9.72	91,950	9.72
Total	639,200	67.57	639,200	67.56

NOTE `2` RESERVES AND SURPLUS

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
Surplus				
Opening Balance	(9,763,104)		(8,627,649)	
Add: Profit / (Loss) During The Year	(861)	(9,763,965)	(1,135,455)	(9,763,104)
Closing Balance		(9,763,965)		(9,763,104)

NOTE `3' LONG TERM BORROWING

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
Loans & Advance from Related Parties				
Unsecured				
Mr. Rajeev Gambhir, Director (Interest Free)	374,392		140,600	
Mr. Surinder Kumar, a former Director (Interest Free)	75,000		75,000	
Mrs. Urmila Gambhir, a former Director (Interest Free)	458,721	908,113	458,721	674,321
TOTAL		908,113		674,321

NOTE `4' OTHER CURRENT LIABILITIES

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
Expenses Payable	103,924		52,986	
TDS Payable	7,340		11,150	
Others	-	64,136	-	64,136
TOTAL		64,136		64,136

NOTE `5' SHORT TERM PROVISIONS

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
Provision for Income Tax (A.Y. 2015-16)	-	-	420,000	420,000
TOTAL		-		420,000

NOTE `7' LONG TERM LOANS AND ADVANCES

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
Unsecured				
(i) Interest Tax	188,004	188,004	188,004	188,804
TOTAL		188,004		188,804

NOTE `8' CURRENT INVESTMENTS

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
(Quoted Equity shares)				
Number	Face Value Per Unit	Non - Trade Investment in	Cost	Market Value
50	10	Arihant Costyn Limited	500	1
100	10	Emergy Pharma Limited	1,000	1
20	10	Ferro Alloys Corp. Ltd.	1,320	93
100	10	Sri Chakra Remedies Ltd.	1,000	1
100	10	Punsumi India Ltd.	2,000	1
			97	97
Aggregate amount of Quoted Investment			5,820	5,820
Market Value of Quoted Investment			97	97

NOTE `9' TRADE RECEIVABLES

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
(Unsecured considered good unless otherwise stated)				
Debts exceeding six months				
-Considered good	-		-	
-Considered Doubtful	-		-	
Others (Due from DD Industries Ltd.- a company having certain common directors)	-		-	184,500
TOTAL		-		184,500

NOTE `10' CASH & CASH EQUIVALENTS

PARTICULARS	As at 31.03.2016		As at 31.03.2015	
Cash in Hand		57,079		5,489
Current account with HDFC Bank		661,014		406,002
TOTAL		718,093		411,491

NOTE `11' SHORT TERM LOANS AND ADVANCES

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
Unsecured, considered good				
TDS receivable A.Y. 2015-16		-		15,050
Self Assessment Tax A.Y. 2015-16		-		284,303
TDS recoverable A.Y. 2016-17		20,500		20,500
TDS recoverable A.Y. 2017-18		44,151		-
Prepaid Expenses		6,840		13,680

NOTE `12' REVENUE FROM OPERATIONS

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
- Commission on Sales		883,000		205,000
Total Revenue		883,000		205,000

NOTE `13' OTHER INCOME

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
- Sundry Credit Balance written back		-		242
- Short & Excess		-		510
Total Revenue		-		752

NOTE `14' EMPLOYEE BENEFIT EXPENSES

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
Salary to Staff		410,000		125,000

NOTE `15' OTHER EXPANSES

PARTICULARS	As at 31.03.2017		As at 31.03.2016	
Payment to Auditors	48,988		66,000	
Filing Fee	259,809		91,349	
Legal & Professional Charges	245,325		993,065	
Advertisement Expenses	32,384		55,973	
Bank Charges	1,830		-	
Diminution in value of Investment	-		768	
Printing & Stationery	100		-	
Postage & Courier	-		3,136	
Interest on late deposit of tds	372		216	
E-Voting Charges	5,700	594,508	5,700	1,216,207
TOTAL		594,508		1,216,207

Break up of Payment to Auditors				
Audit fees	25,988		25,763	
For Certification Work	23,000	48,988	40,237	66,000
TOTAL		48,988		66,000

NOTE `16`

SIGNIFICANT ACCOUNTING POLICIES & OTHER NOTES ON ACCOUNTS FORMING PART OF BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st March 2017.

A. SIGNIFICANT ACCOUNTING POLICIES:

1. The accounts of the company are prepared under the historical cost convention basis.
2. Interest on overdue investment is accounted for as and when received because the recoverability of the same is not certain.
3. Fixed Assets are stated at Cost less Depreciation.
4. Depreciation on fixed assets is provided on written down value method (WDV) on the basis of useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.
5. Investments are classified as long term and current investment long term investment are stated at acquisition cost provision for diminution in the value of long term investment is made only if such decline is others than temporary current investment are valued at lower of cost and market rate on individual investment basis
6. In determining earning per share, the company considers the net profit after tax and includes the post tax effect of any extraordinary / exceptional items. Basic earnings per share is computed using the weighted average number of equity shares outstanding during the year.
7. Dividend & interest on debentures is accounted for as and when received.

B. NOTES ON ACCOUNTS:

1. Income Tax Assessment has been completed upto assessment year 2015-16.
2. The company has not recorded accumulated deferred tax on account of timing differences as stipulated in Accounting Standard 22 for "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India in view of the uncertainty of taxable Income.
3. In the opinion of the Board, value of Current Assets, Loans & Advances, if realized in the normal course of business shall not be less than the value stated in accounts.
4. The company has received a notice from the Sales Tax Department proposing assessment of sales tax liability in respect of the period commencing from 1988-89 to 1999-2000. The company has since filed an appeal against the said notice and accordingly the matter is sub- judice.
5. Investment in shares is considered as current investment.
6. Related Parties Disclosure (As-18):
 - (a) Key Management Personnel:
 - i. Rajeev Gambhir (Managing Director)
 - ii. Renu Gambhir (Director)
 - (b) Enterprises over which KMP or his relatives are able to exercise significant influence
 - i) My Cover Services
 - ii) D. D. Industries Limited

(c) Transaction during the year with related parties (excluding reimbursement)

	2016-17 (in Rs.)	2015-16 (in Rs.)
a) Commission received from DD Industries Ltd	883,000	205,000
b) Unsecured advance repaid by My Cover Services	-	17,00,000
c) Unsecured Loan received from Mr. Rajeev Gambhir	233,792	-
d) Outstanding balances at end of the year: Credit Balances		2,59,400
Mr Rajeev Gambhir	374,392	140,600
e) Trade Receivable from D.D Industries Limited	-	184,500

7. Debit/Credit balances of parties are subject to reconciliation/confirmation.

8. Earning per share (EPS)

	2016-17 (Rs.)	2015-16 (Rs.)
Profit / (Loss) after tax	(861)	(11,35,455)
Weighted average no. of shares	9,45,950	9,45,950
Nominal Value of Shares	10	10
Basic & Diluted Earning / (Loss) per share	(0.00)	(1.20)

9. Details with respect to Specified Bank Notes (SBN) held and transected during the period from 08-11-2016 to 30-12-2016 as required vide MCA Notification dated 30-03-2017 is given below:

	SBNs Rs.	Other Denomination Notes	Total Rs.
Closing cash in hand As on 08-11-2016	-	10,299	10,299
(+) Permitted receipts	-	50,000	50,000
(-) Permitted payments	-	2,456	2,456
(-) Amount deposited in Banks	-	-	-
Closing cash in hand As on 30-12-2016	-	57,843	57,843

10. Figures for previous year have been rearranged/regrouped, whenever necessary.

11. Paise have been rounded off to the nearest rupee.

12. Notes No. 1 to 16 forms an integral part of the accounts for the year ended on 31st March 2017.

SIGNATURES TO NOTES 1 TO 16 AS PER OUR REPORT OF EVEN DATE

For S.K. MITTAL & CO.
CHARTERED ACCOUNTANTS
FRN: 01135N

Sd/-
Krishan Sarup
(Partner)
M. No. 010633

Date: 29.05.2017
Place: New Delhi

For & on Behalf of Board of Directors

Sd/-
Rajeev Gambhir
Director
DIN: 00011771

Sd/-
Renu Gambhir
Managing Director
DIN: 01239511

Sd/-
Amit Shankar
Company Secretary
M. No. A39173

Sd/-
Sunil Dutt Sharma
Chief Financial Officer

D. D. VETNURES LIMITED

R.O. B-8, Phase-I, Mayapuri Industrial Area, Phase-I, New Delhi 110064
Tel. No. 011 46205400, Email Id a.bhaskar@ddmotors.net, Website: www.ddventures.in
CIN: L50102DL1984PLC017834

ATTENDANCE SLIP

(To be presented at the entrance)

Folio No. _____

I/We hereby record my/our presence at the **ANNUAL GENERAL MEETING** of the Company at A-100, Mayapuri, Phase-II, New Delhi 110064 on Thursday, 28th September, 2017 at 03.00 PM.

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. JOINT SHAREHOLDER(S) MAY OBTAIN ADDITIONAL SLIP AT THE VENUE OF THE MEETING.

Signature of the Member/ Proxy

PROXY FORM

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

D. D. VETNURES LIMITED

R.O. B-8, Phase-I, Mayapuri Industrial Area, Phase-I, New Delhi 110064
Tel. No. 011 46205400, Email Id a.bhaskar@ddmotors.net, Website: www.ddventures.in
CIN: L50102DL1984PLC017834

Name of Member(s)	
Registered Address	
Folio No.	
E-mail Id:	

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

Name	
Address	
Email Id	
Signature	

Or falling him/her

Name	
Address	
Email Id	
Signature	

Or falling him/her

Name	
Address	
Email Id	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Thursday, 28th September, 2017 at 03:00 P.M. at A-100, Mayapuri, Phase-II, New Delhi 110064 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution	For	Against
ORDINARY BUSINESSES			
1.	Adoption of Financial Statements of the Company for the year ended 31 st March, 2017 including Balance Sheet, Statement of Profit & Loss and Cash Flow Statement as at 31 st March, 2017, Reports of the Board of Directors and Auditors thereon.		
2.	Appointment of Mr. Rajeev Gambhir who retire by rotation		
3.	Appointment of M/s Satish K. Wadhwa & Co., Chartered Accountant (FRN: 002293N) as Statutory Auditors of the Company in place of retiring Auditors M/s S. K. Mittal & Co., Chartered Accountant, till the conclusion of 38 th Annual General Meeting and fix their remuneration.		

Signed this _____ day of _____ 2017

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

- This Form, in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
- A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. A member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy, however, such person shall not act as proxy for any other person or Shareholder.

ROUTE MAP OF THE VENUE OF ANNUAL GENERAL MEETING

