

32nd Annual Report of 2017-2018

Supra Pacific Management Consultancy Limited



Directors:

Mr.Kishor A. Shah – Managing Director
Mrs. Jyoti K. Shah – Wholetime Director & CFO
Mr. Harish R. Kotian – Independent Director
Mr. Sharad Kulkarni – Independent Director
Mr. Nitin Phadake – Independent Director

Auditors:

AGRAWAL JAIN & GUPTA
Chartered Accountants

Bankers:

HDFC Bank Limited
Indusind Bank Limited

Registrar & Transfer:

M/S. Purva Share Registry (India) Pvt. Ltd

Registered Office:

1/203, Vishal Complex, Narsing Lane, Off. S. V. Road,
Malad (West), Mumbai – 400 064

CIN Number:

L74140MH1986PLC039547

Email ID:

info@suprapacific.com

Website

www.suprapacific.com



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

NOTICE

Notice is hereby given that 32nd Annual General Meeting of the **Supra Pacific Management Consultancy Limited** will be held on Thursday, the 27th September, 2018 at 10.00 a.m. at its Corporate office of the Company at 402, 4th Floor, Apollo Complex, Dr. R.K. Sing Marg, Andheri (E), Mumbai – 400 069 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March 2018 and Balance Sheet as at the date together with the Report of Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Harish Kotian (DIN: 02725872) who retires by rotation but being eligible, offers himself for re-appointment.
3. Appointment of Auditor:

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 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby appoint M/s Agrawal Jain & Gupta Chartered Accountants, Mumbai (Registration No.: 013538C) as Statutory Auditor of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration plus service tax as applicable and reimbursement of out-of pocket expenses in connection with the audit as the Board of Directors may fix in this behalf.”

Registered Office:

1/203, Vishal Complex,
Narsing Lane, Off. S.V. Road,
Malad (West),
Mumbai – 400 064
☎ 28240444

By order of the Board

Sd/-
Kishor A. Shah
Managing Director

Place: Mumbai

Date: 20th August, 2018



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE, IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF ON A POLL ONLY & THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The Register of Members and Transfer Register will be closed from Friday, September 21, 2018 to Thursday, September 27, 2018 (both days inclusive) for the purpose of the Annual General Meeting of the Company.
3. Proxy in order to be effective must be sent to the Company not less than 48 hours before the meeting.
4. The Members are requested to:
 - (a) Intimate change in their registered address, if any, to the Company's Registrar and Share Transfer Agents, M/s. Purva Shareregistry (India) Pvt. Ltd., 9, Shiv Shakti Industries Estate, J.R. Boricha Marg, Lower Parel (E), Mumbai – 400 011 in respect of their holdings in physical form.
 - (b) Notify immediately any change in their registered address to their Depository Participants in respect of their holdings in electronic form.
 - (c) Non-Resident Indian Members are requested to M/s. Purva Shareregistry (India) Pvt. Ltd immediately of the change in residential status on return to India for permanent settlement.
 - (d) Register their email address and changes therein from time to time with M/s. Purva Share gistry (India) Pvt. Ltd for shares held in physical form and with their respective Depository Participants for shares held in demat form.
5. Corporate Members intending to send their authorized representatives are requested to send duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the ensuing Annual General Meeting of the Company.
6. In accordance with the provisions of Section 72 of the Companies Act, 2013, members are entitled to make nominations in respect of the Equity Shares held by them, in physical form. Members desirous of making nominations may procure the prescribed form from the Registrar & Share Transfer Agents, M/s. Purva Shareregistry (India) Pvt. Ltd and have it duly filled and sent back to them.
7. MCA, Government of India, through its Circulars Nos. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April, 2011, respectively, has allowed companies to send documents viz. Notices of meetings, Annual Reports and other shareholder communication to their shareholders electronically as part of its Green Initiatives in corporate governance By Order of the Board of Directors, The Company supports the measures in the Green Initiative. Members are also requested to join the Company in this initiative by registering their Email ID with the Company or its RTA. A 'Green Initiative' Form can be downloaded from the Company's website viz. www.mideastportfolio.com to register the email id



8. Electronic copy of the Annual Report for 2017-18 is being sent to all Members whose email Ids are registered with the Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2017-18 is being sent in the permitted mode.

9. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members the facility to exercise their right to vote at the 32nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL):

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **Monday, September 24, 2018 at 9.00 a.m. and ends on Wednesday, September 26, 2018 at 5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 20, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5.00 p.m. on September 26, 2018.
- (ii) Members holding shares in physical or in demat form as **on September 20, 2018** shall only be eligible for e-voting.
- (iii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iv) The shareholders should log on to the e-voting website www.evotingindia.com.
- (v) Click on Shareholders.
- (vi) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vii) Next enter the Image Verification as displayed and Click on Login.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

(viii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(ix) If you are a first time user follow the steps given below:

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

(x) After entering these details appropriately, click on "SUBMIT" tab.

(xi) 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.

(xii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xiii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

- (xiv) 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.
- (xv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xvi) 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.
- (xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xviii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xix) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xx) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xxi) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be emailed 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.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

(xxii) 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.

1. General Instructions / information for members for voting on the Resolutions :

- a) Facility of voting through Poll paper shall be made available at the Meeting. Members attending the Meeting, who have not already casts their vote by remote e-voting, shall be able to exercise their right at the Meeting.
- b) Members who have cast their vote by remote e-voting may also attend the Meeting, but shall not be entitled to vote again at the AGM.
- c) The voting rights of shareholders shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM.
- d) Mr. Vijay Kumar Mishra (Membership No.F-5023), Practicing Company Secretary has been appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the remote e-voting process as well as voting through poll at the Meeting, in a fair and transparent manner.
- e) The results shall be declared not later than forty-eight hours from conclusion of the meeting. The results declared along with the Scrutinizer's Report will be placed on the website of the Company at www.suprapacific.com and the website of CDSL immediately after the result is declared by the Chairman and will simultaneously be forwarded to BSE Limited, where Equity Shares of the Company are listed.

Members may also note that the Notice of the Annual General Meeting and the Annual Report for financial year 2017-2018 will also be available on the Company's website www.suprapacific.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Corporate Office in Mumbai for inspection during normal business hours (10.00 am to 5.00 pm) on all working days up to and including the date of the Annual General Meeting of the Company. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: suprapacific.com.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Details of Director's seeking appointment/ re-appointment in forthcoming Annual General Meeting in pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Annexure A

I

Name of Director	Mr. Harish Kotian
DIN	02725872
Date of Birth	30/11/1958
Date of Appointment on the Board	31/03/2003
Expertise in specific functional area	Managing Investments and Consulting Services
Qualification	Bachelor of Commerce
Relationship with other directors	No
Directorship in other limited companies	Mid East Portfolio Management Ltd
Membership of Committees in Other Public Limited Companies	Audit Committee, Risk management Committee, Nomination & Remuneration and Stakeholder Relationship Committee
Shareholding of Director in the Company	Nil

Registered Office:

1/203, Vishal Complex,
Narsing Lane, Off. S.V. Road,
Malad (West),
Mumbai – 400 064
☎ 28240444

By order of the Board

Sd/-

Kishor A. Shah
(Chairman & Managing Director)

Place: Mumbai

Date: 20th August, 2018



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

DIRECTORS' REPORT

DIRECTOR'S REPORT TO THE MEMBERS

Your Directors present herewith the Annual Report of your company together with the Audited Accounts for the year ended 31st March 2018.

Highlights of financial result for the year were as under:

	2017-2018 Rs. In Lakhs	2016-2017 Rs. In Lakhs
Profit from Operations before Other Income & Interest	(36.28)	(12.94)
Add: Other Income	52.69	54.28
Operating Profit before Interest	16.41	41.34
Less: Interest	-	-
	16.41	41.34
Add: Exceptional Income/(Expenses)	-	-
Profit Before Tax	16.41	41.34
Provision for Tax	12.62	12.96
Income Tax Adjusted for earlier year	-	-
Profit After Tax	3.79	28.38
Add: Surplus brought forward from Previous Year	-	-
Amount Available for apporpriation	3.79	28.38
General Reserve No I	-	-
Debenture Redemption Reserve A/c	-	-
Dividends	-	-
Interin Dividend	-	-
Final (Proposed)	-	-
Tax on Dividend	-	-
Balance Carried Forward	3.79	28.38



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

OPERATIONS: -

During the year, the Company has earned profit of Rs 3.79 lacs from the operation of the company as against Rs. 28.38 lacs from previous financial year.

DIVIDEND: -

Your Directors regret their inability to recommend any dividend for the year under review.

DIRECTORS: -

As per Section 149(4) of Companies Act, 2013 every listed company shall have half of the total number of directors as independent directors. They shall hold office for a term upto five consecutive years on the Board of the Company as per section 149(10).

During the year, Mr. Harish Kotian (DIN: 02725872) retired by rotation but being eligible himself for re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies (Amendment) Act, 2000 the Directors confirm: -

- i. that in the preparation of the annual accounts for the financial year ended 31st March, 2018, the applicable accounting standards have been followed.
- ii. that the Directors have 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 financial year and of the profit of the Company for that year under review.
- iii. that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. that the directors have prepared the accounts for the financial year ending 31st March, 2018 on a 'going concern' basis.
- v. Directors had devised proper systems to ensure compliance with provisions of all applicable laws and that such system were adequate and operating effectively.

FIXED DEPOSIT: -

Fixed Deposits from the public and the shareholders stood at Rs. Nil at the end of the year.



NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors of the Company has done fourteen board meetings during this financial year which is in compliance to the provisions of the Companies Act, 2013.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:-

Particulars under the Companies (Disclosure of particulars in the report of the Board of Directors) Rules, 1988 on the Conservation of Energy. Technologies absorption is not applicable to your Company. The Company is not having Foreign Exchange Earnings.

STATUTORY AUDITORS:

The Board of Directors, at its meeting held on 20th August, 2018, proposed appointment of M/s.Agrawal Jain & Gupta, Chartered Accountants, Mumbai (Registration No.: 013538C) as statutory auditor of the Company, to hold office from the conclusion of 32nd AGM of the Company till the conclusion of 33rd AGM.

AUDITORS OBSRVATIONS:

The Mangement granted loan to Group Companies u/s. 297 and 372A and the same was approved by Audit Committee and will consistently follow the practise in future.

PERSONNEL: -

Information as per section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 is not given as there was no employee earning monthly salary as specified in aforesaid Section or more during the year.

CORPORATE GOVERNANCE: -

The Company has complied with the requirements regarding Corporate Governance as required under Clause 49 of the Listing Agreement entered into with the Stock Exchanges, where the Company's shares are listed. A report on the Corporate Governance in this regard is made a part of this Annual Report and a Certificate from the Auditors of the Company regarding compliance of the conditions of the Corporate Governance is attached to this report.

SUBSIDIARY COMPANIES

The Company does not have any subsidiary.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating



to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

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

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading insecurities by the Directors and designated employees of the Company. The Code prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the Code.

SECRETARIAL AUDIT & OBSERVATIONS

During the year under review, M/s VKM & Associates, Practicing Company Secretary who was appointed as the Secretarial Auditor of the Company has issued the audit report in respect of the secretarial audit of the Company for the financial year ended March 31, 2018.

EXTRACT OF THE ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT-9, as required under Section 92 of the Companies Act, 2013, is included in this Report as Annexure II and forms an integral part of this Report.

PARTICULARS PURSUANT TO SECTION 197(12) AND THE RELEVANT RULES

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels. The company regards its employees as great asset.

For the particulars of employees as required to be disclosed in the Directors Report in accordance with the Provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the Directors state that the company does not have any employee, who

- (i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than 60,00,000/- rupees per annum;
- (ii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than 5,00,000/- rupees per month;
- (iii) if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of



that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate Internal Control System, commensurate with the size, scale and complexity of its operations. The scope of the Internal Audit function outsourced to M/s. Uday Pasad & Associates, Chartered Accountants as of current is well defined in the engagement letter of the Internal Auditor duly approved by the Audit Committee. To maintain its objectivity and independence, the Internal Auditor reports to the Audit Committee.

The Internal Auditor evaluates the adequacy of the internal control system in the Company on the basis of Statement of Operations Procedure, instruction manuals, accounting policy and procedures.

PERFORMANCE EVALUATION OF BOARD, COMMITTEES & INDIVIDUAL DIRECTORS

A formal evaluation of the performance of the Board, its Committees, the Chairman and the individual Directors was carried out for the year 2017-18 led by the Nomination & Remuneration Committee.

As part of the evaluation process, the performance of non-independent Directors, the Chairman and the Board was done by the independent Directors. The performance evaluation of the respective Committees and that of independent and non-independent Directors was done by the Board excluding the Director being evaluated. The Directors expressed satisfaction with the evaluation process.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has in place a whistleblower policy, to support the Code of conduct of the Company. This policy documents the Company's commitment to maintain an open work environment in which employees, consultants and contractors are able to report instances of unethical or undesirable conduct, actual or suspected fraud or any violation of Company's Code of conduct at a significantly senior level without fear of intimidation or retaliation.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made there under, the Company formulated an internal Policy on Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) during the year under review. An internal Complaint committee has been set up to redress complaints received regarding sexual harassment. All woman employees (permanent, contractual, temporary, trainees) are covered under this policy.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

During the year under review there were no complaints received by the Company related to sexual harassment.

INTERNAL FINANCIAL REPORT :

The Board has adopted policies and procedures for efficient conduct of business. The Audit Committee evaluates the efficacy and adequacy of financial control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and strives to maintain the Standard in Internal Financial Control.

CASH FLOW STATEMENT

In conformity with the provision of Clause 32 of the Listing Agreement the cash flow statement for the year ended 31st March 2018 is annexed hereto.

MATERIAL AND SIGNIFICANT ORDERS PASSED BY REGULATORS & COURTS

No significant and material orders have been passed by any regulators or courts or tribunals against the Company impacting the going concern status and Company's operations in future.

ACKNOWLEDGEMENT:-

Our Directors express their sincere appreciation of the co-operation received from shareholders, bankers and other business constituents during the year under review. Our Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff resulting in the performance of the Company during the year.

**For and on behalf of the Board of Directors
Of Supra Pacific Management Consultancy Ltd.**

**Sd/-
Kishor A. Shah
Managing Director**

**Sd/-
Jyoti K. Shah
Director & CFO**

**Place: Mumbai
Date: 20th August, 2018**



Annexure to Directors' Report
Annexure – I
Secretarial Audit Report

FOR FINANCIAL YEAR ENDED ON MARCH 31, 2018

[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,
SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. SUPRA PACIFIC MANAGEMENT CONSULTANCY 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 our 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 March 31, 2018 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 financial year ended on March 31, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on October 28, 2014 Not applicable to the Company during the Audit period);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit period);
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations,; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit period).

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (Not notified hence not applicable to the Company during the Audit period).
- (ii) The Listing Agreement entered into by the Company with BSE Limited.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. *The company has not accounted for its liability on account of gratuity and leave encashment as required by AS-15 "Employee Benefits". Accordingly, we are unable to give any opinion on consequential impact on profit for the year, shareholders' fund and short-term and long term provisions.*
2. *The Company is required to be registered under section 45-IA of the Reserve Bank of India Act 1934 and the renewal registration is not obtained.*
3. *During the year under review, there was no Company Secretary in the Company from 1st March 2017.*



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

We further report that:

- 1) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- 2) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- 3) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the other laws applicable to the Company.

We further report that:

- 1) The Directors have disclosed their interest and concerns in contracts and arrangements, shareholdings and directorships in other companies and interests in other entities as and when required and their disclosures have been noted and recorded by the Board;
- 2) The Directors have complied with the disclosure requirements in respect of their eligibility of appointments, their being independent and compliance with the Code of Conduct for Directors and Senior Management Personnel;
- 3) The Company has obtained all necessary approvals under the various provisions of the Act.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For VKM & Associates,
Practicing Company Secretaries.**

**Sd/-
(Vijay Kumar Mishra)
Partner
M. No. F 5023**

**Place: Mumbai
Date: 20th August, 2018**



**SUPRA PACIFIC
MANAGEMENT CONSULTANCY LIMITED**

CIN NO.: L74140MH1986PLC039547

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.

"ANNEXURE A"

**To,
The Members,
SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED**

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

1. Maintenance of Secretarial records 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 processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and 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 provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For VKM & Associates,
Practicing Company Secretaries.**

**Sd/-
(Vijay Kumar Mishra)
Partner
M. No. F 5023**

**Place: Mumbai
Date: 20th August, 2018**



ANNEXURE II - Form AOC- 2

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2)
Of the Companies (Accounts) Rules, 2014)**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Act including certain arm's length transactions under third proviso thereto:

1. Details of material contracts or arrangements or transactions not at arm's length basis:

Not Applicable

2. Details of material contracts or arrangement or transactions at arm's length basis:

Not Applicable

Registered Office:

1/203, Vishal Complex,
Narsing Lane, Off. S.V. Road,
Malad (West),
Mumbai – 400 064
☎ 28240444

By order of the Board

Sd/-

Kishor A. Shah
(Chairman & Managing Director)

Place: Mumbai

Date: 20th August, 2018



**SUPRA PACIFIC
MANAGEMENT CONSULTANCY LIMITED**

CIN NO.: L74140MH1986PLC039547

Annexure – III

Form No. MGT – 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2018

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

I. REGISTRATION AND OTHER DETAILS:

i. Corporate Identity Number (CIN) of the Company	CIN NO: L74140MH1986PLC039547
ii. Registration Date	11 th April, 1986
iii. Name of the Company	SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED
iv. Category/Sub-Category of the Company	Public Company limited by shares
v. Address of the Registered office and contact details	1/203, Vishal Complex, Narsing Lane, Off. S.V. Road, Malad (West), Mumbai – 400 064 Tel: 022-28240444/ 28216736
vi. Whether listed Company	Yes
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	Purva Share Registry (India) Pvt. Ltd., 9, Shiv Shakti Industries Estate, J.R. Boricha Marg, Lower Parel (E), Mumbai – 400 011. Tel 022 23016761/ 23012517



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name & Description of main products/ services	NIC Code of the Product / Service	% to total turnover of the company
1	Loan Syndication, Debt placement, arranging External Commercial Borrowings (ECB)	N.A.	100

II. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sr. No.	Name & Address of the Company	CIN/GLN	Associate	% of Shares Held	Applicable Section
1.	Mideast Retail Private Limited, 144, Atlanta, Nariman Point, Mumbai – 400021	CIN : U65944MH1993PTC070314	49,900	0.91%	2(6)
2.	Mideast Energy Ltd 144, Atlanta, Nariman Point, Mumbai – 400021	CIN : U67120MH1994PLC079051	4,000	0.07%	2(6)



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

III SHAREHOLDING PATTERN (EQUITY Share Capital Break up as % to total Equity)

(i) Category of Shareholders as on 31/03/2018	No. of Shares Held at the beginning of the year 31/03/2017				No. of Shares Held at the end of the year 31/03/2018				% change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
A. Promoters									
1. Indian									
a. Individual/ HUF	0	0	0	0	0	0	0	0	0
b. Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0
c. Bodies Corporate	53,900	0	53,900	0.98	53,900	0	53,900	0.98	0
d. Bank /FI	0	0	0	0	0	0	0	0	0
e. Any other -									
e-1. Directors	200,000	0	200,000	3.64	200,000	0	200,000	3.64	0
Relatives									
e-2. Directors	3,353,600	0	3,353,600	60.96	3,353,600	0	3,353,600	60.96	0
SUB TOTAL (A) (1)	3,607,500	0	3,607,500	65.58	3,607,500	0	3,607,500	65.58	0
2. Foreign									
a. NRI- Individuals	0	0	0	0	0	0	0	0	0
b. Other Individuals	0	0	0	0	0	0	0	0	0
c. Bodies Corp.	0	0	0	0	0	0	0	0	0
d. Banks/ FI	0	0	0	0	0	0	0	0	0
e. Any Other	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1) + (A)(2)	3,607,500	0	3,607,500	65.58	3,607,500	0	3,607,500	65.58	0



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Category of Shareholders as on 31/03/2018	No. of Shares Held at the beginning of the year 31/03/2017				No. of Shares Held at the end of the year 31/03/2018				% change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
B. Public									
1. Institutions									
a. Mutual Funds	0	0	0	0	0	0	0	0	0
b. Bank / FI	0	0	0	0	0	0	0	0	0
c. Central Govt	0	0	0	0	0	0	0	0	0
d. State Govt	0	0	0	0	0	0	0	0	0
e. Venture Capital Fund	0	0	0	0	0	0	0	0	0
f. Insurance Companies	0	0	0	0	0	0	0	0	0
g. FIIS	0	0	0	0	0	0	0	0	0
h. Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i. Others (specify)	0	0	0	0	0	0	0	0	0
SUB TOTAL (B) (1)	0	0	0	0	0	0	0	0	0
2. Non Institutions									
a. Body Corporates	928,601	0	928,601	16.88	923,601	0	923,601	16.79	(0.09)
bi. Ind-Hold nominal shr capital upto Rs. 1 Lac	8,180	124,900	133,080	2.42	9,249	124,900	134,149	2.44	0.02
bii. Ind-Hold nominal shr capital in excess of Rs. 1 Lac	141,900	100,000	241,900	4.40	141,900	100,000	241,900	4.40	0.00
c. Any Other									
c01. NRIs	237,719	352,000	589,719	10.72	241,640	352,000	593,640	10.79	0.07
c02. Directors	0	0	0	0	0	0	0	0	0
SUB TOTAL (B) (2)	1,316,400	576,900	1,893,300	34.42	1,316,400	576,900	1,893,300	34.42	0
Total Shareholding of Public (B)=(B)(1) + (B)(2)	1,316,400	576,900	1,893,300	34.42	1,316,400	576,900	1,893,300	34.42	0



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Category of Shareholders as on 31/03/2018	No. of Shares Held at the beginning of the year				No. of Shares Held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
SUB TOTAL (C)	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	4,923,900	576,900	5,500,800	100	4,923,900	576,900	5,500,800	100	0

(ii) SHAREHOLDING OF PROMOTERS

Sr. No.	Shareholders Name	Shareholding at the beginning of the year 31/03/2017			Shareholding at the end of the year 31/03/2018			% change 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.	KISHOR A SHAH	2,513,600	45.70	0	2,513,600	45.70	0	0
2	JYOTI K SHAH	840,000	15.27	0	840,000	15.27	0	0
3	POONAM SHAH	100,000	1.82	0	100,000	1.82	0	0
4	NIDHI SHAH	100,000	1.82	0	100,000	1.82	0	0
5	MIDEAST ENERGY LTD	4,000	0.07	0	4,000	0.07	0	0
6	MIDEAT RETAIL PVT LTD	49,900	0.91	0	49,900	0.91	0	0



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

(iii) CHANGE IN PROMOTERS SHAREHOLDING AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2018

Sr. No.		ShareHolding at the beginning of the year 31/03/2017		Cumulative Shareholding during the year 31/03/2018		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	MIDEAST ENERGY LTD	4,000	0.07	4,000	0.07	
2	KISHOR A. SHAH	2,513,600	45.7	2,513,600	45.7	
3	JYOTI K. SHAH	840,000	15.27	840,000	15.27	
4	POONAM K. SHAH	100,000	1.82	100,000	1.82	
5	NIDHI K. SHAH	100,000	1.82	100,000	1.82	
6	MIDEAST RETAIL PRIVATE LIMITED	49,900	0.91	49,900	0.91	



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

I. SHARE HOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS & HOLDERS OF GDRS & ADRS)

SL No.	ShareHolder's Name	ShareHolding at the beginning of the year		Cumulative ShareHolding at the end of the year		Type
		31/03/2017		31/03/2018		
		No of Shares	% of Total Shares of the Company	No. of Shares	% change in share holding during the year	
1	MOLEM INVESTEMENTS AND FINANCE PRIVATE LIMITED	272,600	4.96			
	16-06-2017	-5,000	-0.09	267,600	4.86	Sell
	31-03-2018			267,600	4.86	
2	MIDEAST PROPERTIES PRIVATE LIMITED	258,600	4.70			
	31-03-2018			258,600	4.70	
3	MIDEAST WINDFARMS PRIVATE LIMITED	223,200	4.06			
	31-03-2018			223,200	4.06	
4	MIDEAST HEALTHCARE PRIVATE LIMITED	174,200	3.17			
	31-03-2018			174,200	3.17	
5	CAPT DHAR	150,000	2.73			
	31-03-2018			150,000	2.73	
6	SHARAD SHANTARAM BAILUR	116,000	2.11			
	31-03-2018			116,000	2.11	
7	PRATAP CHUDASAMA	100,000	1.82			
	31-03-2018			100,000	1.82	
8	BHASKAR N JOSHI	91,900	1.67			
	31-03-2018			91,900	1.67	
9	REVATI NIRMAL SANZAGIRI	71,000	1.29			
	31-03-2018			71,000	1.29	
10	NARAYANAN ANANTHAKRISHNAN IYER	50,000	0.91			
	31-03-2018			50,000	0.91	



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

II. SHARE HOLDING PATTERN OF DIRECTORS & KEY MANAGERIAL PERSONNEL,

Sr. No.		ShareHolding at the beginning of the year 31/03/2017		Cumulative Shareholding during the year 31/03/2018		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	KISHOR A. SHAH	2,513,600	45.7	2,513,600	45.7	
2	JYOTI K. SHAH	840,000	15.27	840,000	15.27	

III. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/ accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial Year	Nil	Nil	Nil	Nil
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrue but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
Additions	-	-	-	-
Reductions	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrue but not due	-	-	-	-
Total (i+ii+iii)	Nil	Nil	Nil	Nil



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

IV. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole Time Director and / or Manager:			
Sr. No.	Particulars of Remuneration	Name of the WTD/ MD/ Manager	Total Amount (Rs.)
		Mr. Kishor A. Shah	
1	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	2,10,000/-	2,10,000/-
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	As % of profit	-	-
	Others (specify)	-	-
5	Others, please specify	-	-
	Total (A)	2,10,000/-	2,10,000/-
	Ceiling as per the Act	N.A.	N.A.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

B. Remuneration to Other Directors:

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount (Rs.)
1	Independent Directors						
	(a) Fee for attending board committee meetings	-	-	-	-	-	-
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	Total (1)	Nil	Nil	Nil	Nil	Nil	Nil
2	Other Non Executive Directors	-	-	-	-	-	-
	(c) Fee for attending board committee meetings	-	-	-	-	-	-
	(d) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	Total (2)	Nil	Nil	Nil	Nil	Nil	Nil

C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/ WTD:

Sr. No.	Particulars of Remuneration	Name of the Company Secretary	Total Amount (Rs.)
1	Gross Salary		
	(c) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	-	-
	(d) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	As % of profit	-	-
	Others (specify)	-	-
5	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	N.A.	N.A.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

V. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES

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

For and on behalf of the Board of Directors

Sd/-
Kishor A. Shah
(Chairman & Managing Director)
(Din: 00015575)

Place: Mumbai
Date: 20th August, 2018



Report on Corporate Governance of

Company's Philosophy on Corporate Governance

Your Company believes in setting the highest standard in good and ethical corporate governance practices. Your Company is managed by the Managing Director (MD) under the supervision and control of the Board of Directors. The MD is assisted by a team of highly qualified and experienced professionals.

Your company is committed to maintaining the highest standards of corporate governance in its dealings with its various stakeholders. It is an integral part of the Company's core values, which include transparency, integrity, honesty and accountability. Your Company follows the philosophy of working towards the creation of wealth by enhancing the value of stakeholders, meeting the needs of customers and employees and the community at large.

Your Company is in compliance with the conditions of corporate governance stipulated in Clause 49 of the Listing Agreement entered into with the Stock Exchanges.

Your Company has complied with the requirements of the Corporate Governance Code, the disclosure requirements of which are given below:

Board of Directors

Composition:

The Board of Directors has Six members; all are Non- Executive Directors (NEDs) who bring in a wide range of skills and experience to the Board. The Company has a Non-Executive Chairman and more than 1/3rd of the Board of Directors is Independent Directors. The composition of the Board is in conformity with Clause 49 of the Listing Agreement.

None of the Directors on the Board is a Member on more than 10 Committees and Chairman of more than 5 Committees (as specified in Clause 49), across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by the Directors.

The Composition of the Board as on the date of report was as under:

Name of the Director	Business Relationship	Category of Directorship	No. of other Director Ships	** No of other Committee Memberships	
				Chairman	Member
Mr. Kishor A. Shah	Chairman cum Managing Director	Promoter & Exective	2	-	2
Mrs. Jyoti K. Shah	Director cum CFO	Promoter & Executive	2	-	4
Mr. Harish Kotian	Director	Independent	2	3	4
Mr. Sharad Kulkarni	Director	Independent	2	3	4
Mr. Nitin Phadke	Director	Independent	1	2	2

** Represents Memberships/ Chairmanships of Audit Committee, Shareholders' / Investors' Grievance Committee and Remuneration Committee.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Number of Board Meetings attendance at Board Meetings and previous Annual General meeting:

11 Board Meetings were held during the year and the gap between two meetings did not exceed four months.

Name of the Director	No. of Board Meetings attended during the year	31 st AGM held on 27 th September, 2017 Attended	Remarks
Mr. Kishor A. Shah	11	Yes	
Mrs. Jyoti K. Shah	11	Yes	
Mr. Harish Kotian	11	Yes	
Mr. Sharad Kulkarni	10	No	
Mr. Nitin Phadke	9	No	

Leave of absence was granted by the Board to the Directors who were absent at the respective Board Meeting(s).

Dates of Board Meetings :

15th April 2017, 18th April 2017, 30th May 2017, 20th July 2017, 11th August 2018, 30th August 2017, 9th October 2017, 15th November 2017, 18th November 2017, 10th February 2018 and 22nd March 2018.

The information as required under Annexure I to Clause 49 is being made available to the Board.

Committees of Directors

Audit Committee

The Audit Committee was duly constituted and the terms of reference, role and scope were revised in line with those prescribed by Clause 49 of the Listing Agreement with the Stock Exchanges. The Company also complies with the provisions of section 292A of the Companies Act, 1956 pertaining to Audit Committee and its functioning.

The Board delegated the following powers to the Audit Committee:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

The Board defined the role of the Audit Committee, as under:

- a. Overseeing the Company's financial reporting process and the disclosure of its financial information, to ensure that the financial statement is correct, sufficient and credible;
- b. Recommending the appointment/ removal of external auditors, fixing audit fees and approving payments for any other services;



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

- c. Reviewing with Management the annual financial statements before submission to the Board;
- d. Discussing with external auditors before the audit commences, the nature and scope of audit as well as have post-audit discussions to ascertain any area of concern;
- e. Reviewing the Company's financial and risk management policies;
- f. To look into the reasons for substantial defaults in the payment to the depositors, shareholders (in case of non-payment of declared dividends) and creditors.

The composition of the Audit Committee as on date of report was as under:

Sr. No.	Name of the Director	Designation	No. of Meetings attended during 2017-2018	Remarks
1	Mr. Harish Kotian	Chairman	5	
2	Mr. Sharad Kulkarni	Member	5	
3	Mr. Nitin Phadke	Member	5	

All the above Directors are Non- Executive & Independent.

The Audit Committee met four times during the year under review. The Committee meeting were held on 18th April 2017, 30th May 2017, 11th August 2017, 15th November 2017 & 10th February 2018.

The Audit Committee invites such of the executives, as it considers appropriate to be present at its meetings. The heads of Internal Audit and Finance attend the meetings. The Statutory Auditors are also invited to the meetings.

Nomination & Remuneration Committee:

The composition of the Remuneration Committee as on date of report was as under:

Sr. No	Name of the Director	Designation	No. of Meetings attended during 2017- 2018	Remarks
1	Mr. Sharad Kulkarni	Chairman	4	
2	Mr. Harish Kotian	Member	4	
3	Mr. Nitin Phadke	Member	4	

All the above Directors are Non- Executive and two Directors are Independent.

The Nomination & Remuneration Committee met three times during the year under review. The Committee meeting were held on 30th May 2017, 11th August 2017, 15th November 2017 & 10th February 2018.

Terms of Reference:

The term of reference of the Committee include recommending to the Board of Directors specific remuneration packages for Executive Directors and management staff.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Remuneration Policy:

Non-Executive Directors

None of the Non- Executive Directors (NEDs) are paid any remuneration whether by way of Commission or Sitting Fees.

Executive Directors

The Company pays remuneration by way of salary, perquisites and allowances (fixed component) to the Managing Director. Salary is paid within the range approved by the shareholders. The ceiling on perquisites and allowances as a percentage of salary is fixed by the Board, within the prescribed ceiling; the perquisite package is fixed by the Remuneration Committee.

Remuneration to Directors:

The details of the remuneration paid to the executive Directors are:

Name	Salary (Rs.)	Commission paid in 2017-2018	Perquisites (Rs.)	Retirement Benefit (Rs.)	Total (Rs.)
Mr. Kishor A.Shah	2,10,000/-	Nil	Nil	Nil	2,10,000/-

Stakeholders' Grievance Committee

The present composition of the shareholders' / Investors' Grievance Committee is as under:

Name of the Director	Designation	Category of Directorship
Mr. Nitin Phadke	Chairman	Non-Executive & Independent
Mr. Harish Kotian	Member	Non-Executive & Independent
Mrs. Jyoti K.	Member	Wholetime Director & CFO

There were no Complaints received during the year under review during the year under review.

Risk Management Committee:

The composition of the Risk Management Committee as on date of report was as under:

Sr. No	Name of the Director	Designation	No. Of Meetings attended during 2017 -2018	Remarks
1	Mr. Nitin Phadke	Chairman	4	
2	Mrs Jyoti K. Shah	Member	4	
3	Mr. Sharad Kulkarni	Member	4	

The Risk Management Committee met three times during the year under review. The Committee meeting were held on 30th May 2017, 11th August 2017, 15th November 2017 & 10th February 2018.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

General Body Meetings

The last three Annual General Meetings (AGMs) were held as under:

Financial Year ended	Day & Date	Time	Venue
29 th AGM	30 th September, 2015	12.00 noon	Coporate Office
30 th AGM	20 th September, 2016	12.00 noon	Registered Office
31 st AGM	27 th September, 2017	12.00 noon	Registered Office

All special resolutions moved at the last AGM were passed unanimously on a show of hands by the shareholders present at the meeting. None of the business required to be transacted at this AGM is proposed to be passed by postal ballot.

Disclosures

Postal Ballot: Nil

Special Resolution: Nil

Whistle Blower Policy

With a view to establish a mechanism for protecting employees reporting unethical behavior, frauds or violation of Company's Code of Conduct, the Board of Directors has adopted a Whistle Blower Policy (a non-mandatory requirement as per clause 49 of the Listing Agreement). No person has been denied access to the Audit Committee.

Policy to prevent sexual harassment at the workplace

The Company is committed to creating and maintaining an atmosphere in which employees can work together, without fear of sexual harassment, exploitation or intimidation. Every employee is made aware that the Company is strongly opposed to sexual harassment and that such behavior is prohibited both by law and by the Mideast Group. To redress complaints of sexual harassment, a Complaint Committee for the Group has been formed, which is headed by Mrs. Jyoti Shah.

Details of Non-compliance:

There has not been any non-compliance of mandatory requirements by the Company and no penalties or strictures were imposed on the Company by the Stock Exchanges, or SEBI, or any statutory authority, on any matter related to capital markets

Means of Communication:

The quarterly results are published in the two newspapers viz. Free Press Journal and Navshakti Official news releases and presentations made to analysts are sent to the Stock Exchanges, where the Company's shares are listed.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Shareholder Information:

i. Annual General Meeting

Date: 27.09.2018

Time: 10.00 a.m.

Venue: 402,4th Floor Apollo Complex, Dr. R.K. Sing Marg, Andheri (E), Mumbai-400 069.

ii. Financial Calendar

Schedule Financial reporting for

Quarter ending June 30, 2018 : Mid of August 2018

Quarter ending Sept. 30, 2018 : End of October 2018

Quarter ending Dec. 31, 2018 : End of January 2019

Quarter ending March 31, 2019 : End of April 2019

Annual General Meeting for the

Year ended March 31, 2019 : End of September 2019

iii. Dates of Book Closure : 25.09.2018 to 27.09.2018 (both days inclusive)

iv. Dividend payment date : No dividend declared.

v. Listing on Stock Exchanges at : BSE Limited, Mumbai

vi. Demat ISIN Number in NSDL and CDSL : INE268T01015

vii. Stock Market Data :

(in Rupees)

Year 2017-2018	Bombay Stock Exchange	
	Month's High Price	Month's Low Price
April, 2017	-	-
May, 2017	17.00	16.45
June, 2017	17.85	16.45
July, 2017	-	-
August, 2017	-	-
September, 2017	-	-
October, 2017	-	-
November, 2017	17	16.15
December, 2017	-	-
January, 2018	18.25	16.70
February, 2018	19.00	19.00
March, 2018	-	-

viii. Registrar and Share Transfer Agent :

Purva Share Registry (India) Pvt. Ltd.,
9, Shiv Shakti Industries Estate,
J.R. Boricha Marg, Lower Parel (E),
Mumbai – 400 011.
Tel 022 23016761/ 23012517



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

ix. Share Transfer System :

Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respects. The power to approve transfer of securities has been delegated by the Board to the Shareholders / Investors Grievance and Share Transfer Committee, which meets once in a fortnight. Share transfer requests are processed within an average of 15 days from the date of receipt. Letters are sent to the shareholders after transfer of shares in their names giving an option for dematerialization of shares of the physical shares. Physical shares are dematerialization, share certificates are dispatched by Registered Posts.

x. (a) Distribution of Shareholding (as on 31.03.2018):

Share holding of Nominal Value of	For the Year 2017 – 2018			
	No. of Shareholders	% to Total	In Rupees	% to Total
Upto 5,000	1,136	91.24	1,835,960	3.34
5,001 – 10,000	64	5.14	612,000	1.11
10,001 – 20,000	15	1.20	267,190	0.49
20,001 – 30,000	7	0.56	155,000	0.28
30,001 – 40,000	1	0.08	40,000	0.07
40,001 – 50,000	0	0.00	0	0.00
50,001 – 100,000	6	0.48	552,600	1.00
100,001 & above	16	1.29	51,545,250	93.71
	1235	100	55,008,000	100.00

(b) Categories of Shareholders (as on 31.03.2018)

For the period 2017–2018

	Categories	No. of Shares held	% of Shareholders
A	Promoter's holding		
a.	Promoters		
	Indian Promoters	3,607,500	65.58
	Foreign Promoters	-----	-----
b.	Person acting in concert	-----	-----
	Sub-total	3,607,500	65.58
B			
1	Institutional Investors		
a	Mutual Funds and UTI	-----	-----
b	Banking, financial institutions/ Insurance Companies	-----	-----
c	FII's	-----	-----
d	Others	-----	-----



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

2	Non- Institutions		
a	Bodies Corporate	923,601	16.79
b	Indian Public	376,049	6.84
c	NRI	593,640	10.79
	Sub- total	1,893,300	34.42
	Grand Total	5,500,800	100.00

xi. Dematerialization of shares and Liquidity:

Over 89.51% of the shares have been dematerialized up to 31st March, 2018. There are 4,578,866 and 345,034 shares are demated in the NSDL and CDSL Depository respectively, to whom all company's mailers and Annual Reports are dispatched in addition to registered members. The shares of the Company are listed in Mumbai Stock Exchange and hence facilitate liquidity.

xii. Address for correspondence:

Supra Pacific Management Consultancy Limited

402, 4th Floor, Apollo Complex, Dr. R.K. Sing Marg,
Andheri (East), Mumbai – 400 069.

☎ 28240444



**SUPRA PACIFIC
MANAGEMENT CONSULTANCY LIMITED**

CIN NO.: L74140MH1986PLC039547

CEO / CFO CERTIFICATION

The Board of Directors,
**SUPRA PACIFIC MANAGEMENT
CONSULTANCY LIMITED**
1/203, Vishal Complex,
Narsing Lane, Off. S.V. Road,
Malad (West), Mumbai – 400 064

We hereby certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March 2018 and that to the best of our knowledge and belief;
 - 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - 2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) No transaction is entered into by the company during the year which is fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee:
 - 1) Significant changes in internal control over financial reporting during the year.
 - 2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - 3) Instances of significant fraud of which we have become aware and the involvement there in, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For and on behalf of the Board of Directors
Of Supra Pacific Management Consultancy
Ltd.**

**Sd/-
Jyoti Shah
Director & CFO**

**Place: Mumbai
Date: 20th August, 2018**



**SUPRA PACIFIC
MANAGEMENT CONSULTANCY LIMITED**

CIN NO.:L74140MH1986PLC039547

COMPLIANCE CERTIFICATE

To
The Members of
SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

It is hereby certified and examined that as provided in Clause 49 I (D) of the listing agreement with the stock exchanges, the Board members and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended 31st March 2018.

**For & on behalf of the board of directors
Of Supra Pacific Management Consultancy Ltd**

Registered Office:

1/203, Vishal Complex,
Narsing Lane, Off. S.V. Road,
Malad (West),
Mumbai – 400 064

Place: Mumbai

Date: 20th August, 2018

Sd/-

**Kishor A. Shah
Managing Director**



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Directors are pleased to present the Management Discussion and Analysis Report for the year ended 31st March, 2018.

The Management Discussion and Analysis have been included in consonance with the Code of Corporate Governance as approved by The Securities and Exchange Board of India (SEBI). Investors are cautioned that these discussions contain certain forward looking statements that involve risk and uncertainties including those risks which are inherent in the Company's growth and strategy. The company undertakes no obligation to publicly update or revise any of the opinions or forward looking statements expressed in this report consequent to new information or developments, events or otherwise.

The management of the company is presenting herein the overview, opportunities and threats, initiatives by the Company and overall strategy of the company and its outlook for the future. This outlook is based on management's own assessment and it may vary due to future economic and other future developments in the country

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

The last year (2017-2018) was successful in capital market and the stock market was on their height. There was good development in Primary market and SME platform. The Company sees the good opportunity and development in coming years.

2. OPPORTUNITY AND THREATS

Opportunities

The Indian money market is "a market for short-term and Long term funds with maturity ranging from overnight to one year and includes financial instruments that are deemed to be close substitutes of money. It is diversified and has evolved through many stages, from the conventional platform of treasury bills and call money to commercial paper, certificates of deposit, repos, FRAs and IRS more recently.

The Indian money market consists of diverse sub-markets, each dealing in a particular type of short-term credit. The money market fulfills the borrowing and investment requirements of providers and users of short-term funds, and balances the demand for and supply of short term funds by providing an equilibrium mechanism.

In Stock Market or Capital Market, the first and foremost thing of strength is its ability to provide high return. SEBI is a regulatory body of Indian stock market which protects the interest of the investors

which is an added benefit of Stock Market. Large number of securities which provides medium for investment and thus people can make money by way of investing wisely in Stock Market. Large numbers of Brokers are there in Market who plays a role of facilitator for investment.

Threats & Concerns



Some of the key trends of the industry that are favorable to the company to exploit these emerging opportunities are:

- Clients are more comfortable with uniform high quality and quick service.
- There are good prospects for expanding further activities in this direction.

Some of the key changes in the industry unfavourable to the company are:

- Heightened competition
- Increasing Compliances
- Attraction and retention of human capital.
- Regulatory changes.

3. SEGMENTWISE PERFORMANCE

Presently your Company is dealing in one segment i.e. financial services.

4. OUTLOOK

The growing economy and ever increasing capital market provides a good scope of expansion of financial service sector. Your Company is very well prepared to grab the opportunities. The management is very optimistic about the future of the Company.

5. RISKS AND CONCERNS

The Company has aligned its policy on risk assessment in line with global approach and risk assessment reports are reviewed on regular intervals. The Company has adopted a focused approach towards risk management in the form of a corporate insurance program which has the goal of optimizing the financing of insurable risks by using a combination of risk retention and risk transfer. The program covers all potential risks relating to business operations of the Company at its various locations.

The Company's business critical software is operated on a server with regular maintenance and back-up of data and is connected with two physically separated servers. The system's parallel architecture overcomes failures and breakdowns. Reliable and permanently updated tools guard against virus attacks. Updated tools are regularly loaded to ensure a virus free environment.

6. INTERNAL CONTROL SYSTEMS

The Company has implemented a comprehensive system of internal controls and risk management systems for achieving operational efficiency, optimal utilisation of resources, credible financial reporting and compliance with local laws. These controls are regularly reviewed by both internal and external agencies for its efficiency and effectiveness. Management information and reporting system for key operational activities form part of overall control mechanism.

7. FINANCIAL PERFORMANCE

The Company has achieved a turnover of Rs.52.69 Lacs during the current year as against Rs.54.28 Lacs in previous year. During the current year Company has earned profit of Rs. 3.78 Lacs as against profit of Rs. 28.38 lacs in the previous financial year.



8. HUMAN RESOURCE AND INDUSTRIAL RELATIONS

Your company has been able to employ and retain qualified professionals by offering the challenging work environment and compensation. The Company provides in house training to its employees.

- i. The Management believes in maintaining cordial relations with its employees. The management recognizes the importance of Human Resources and effective steps will be taken to strengthen the same depending on the requirements.
- ii. The Company provided excellent working environment so that the individual staff can reach his/her full potential.
- iii. The Company is poised to take on the challenges and march towards accomplishing its mission with success.
- iv. The Company maintained good Industrial/Business relation in market which enhanced the Creditworthiness of the Company.

9. INSURANCE

The Company has insured its assets and operations against all insurable risks including fire, earthquake, flood, and etc. as part of its overall risk management strategies

10. CAUTIONARY STATEMENT

Statements in this report on management discussion and analysis describing the company's objectives, projections, estimates, expectations and prediction are based on certain assumption and expectation of future events. Actual result could differ materially from those expressed or implied. The Company assumes no responsibility to amend, modify or revise any of the statements on the basis of subsequent developments, information or events.

**For and on behalf of the Board of Directors
Of Supra Pacific Management Consultancy Ltd.**

Sd/-

**Kishor A. Shah
Managing Director**

Place: Mumbai

Date: 20th August, 2018



**PRACTISING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE
GOVERNANCE**

To,
The Members of
Supra Pacific Management Consultancy Limited

We have examined the Compliance of Corporate Governance by Supra Pacific Management Consultancy Limited for the year ended 31st March, 2018 as stipulated in Clause 49 of the Listing Agreement of the Company with Stock Exchange.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above mentioned listing agreement. Based on such review in our opinion the Company has complied with the conditions of corporate governance except not having whole time Company Secretary in the Company.

We state that generally no investor grievances are pending for a period exceeding one month against the company as per the records maintained by the Company.

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

**For VKM & Associates,
Practicing Company Secretaries.**

**Sd/-
(Vijay Kumar Mishra)
Partner
M. No. F 5023**

**Place: Mumbai
Date: 20th August, 2018**



INDEPENDENT AUDITORS' REPORT

To the Members of SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

1. Report on the Financial Statements

We have audited the accompanying financial statements of **SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED ("the Company")**, which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. 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 of 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.

3. Auditors' 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.

4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind. AS specified under section 133 of the Act, of the state of affairs (financial position) of the company as at 31st March 2018, and its profit and loss account (financial performance including other comprehensive Income), its cash flow and the changes in equity for the year ended on that date.

5. Emphasis of Matters

- a. Notes to the financial statements which describe the uncertainty related to the outcome of the pendency's of appeals and legal matters filed by the company as well as against the company.

Our opinion is not modified in respect of these matters.

6. Report on Other Legal and Regulatory Requirements

- (i) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraph 3 and 4 of the Order.
- (ii) As required by Section 143 (3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account.
 - d) Except for the matter prescribed in para 4 above, in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act; and



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operative effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; 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.19 (a).
 - ii) The Company does 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 disclosures regarding details of specified bank notes held and transacted during 8 November 2016 to 30 December 2016 has not been made since requirement does not pertain to financial year ended 31 march 2018.

**For Agrawal Jain and Gupta
Chartered Accountants
Firm Registration No.: 013538C**

**Sd/-
(Narayan Swami)
Partner
M.NO: 409759**

**Place: Mumbai
Date: 28th May 2018**



Annexure A to the Independent Auditors' Report
[Referred to in paragraph 6 (i) of our report of even date]

- i. (a) The Company is maintaining proper record showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies found.
- (c) The company does not have any immovable property and hence paragraph 3(i)(c) of the Order is not applicable.
- ii. The Company does not have any inventory and hence paragraph 3(ii) of the order is not applicable.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act and therefore paragraph 3 (iii) of the order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans given and investments made.
- v. According to the information and explanations given to us, the Company has not accepted any deposits. Hence paragraph 3 (v) of the order is not applicable.
- vi. The company does not qualify the prescribed criteria as specified in Companies (Cost Records and Audit) Rules, 2014, and therefore is not required to maintain the cost records as prescribed under Section 148 (1) of the Act. Hence paragraph 3 (vi) of the order is not applicable.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is regular in depositing undisputed statutory dues including Income tax and other Statutory dues with the appropriate dues except below.

S/no.	Particular	Year	Amount
1	Income tax (Self-Assessment Tax)	A.Y. 2017-18	8,58,960/-
2	Income tax (Self-Assessment Tax)	A.Y. 2016-17	77,84,590/-
3.	Income tax (Self-Assessment Tax)	A.Y. 2015-16	6,50,315/-

- (b) According to the information and explanations given to us, the company doesn't have any disputed dues as on 31-03-2018 and hence paragraph 3 (vii) (b) of the Order is not applicable.
- viii. According to the information and explanations given to us, there are no loans or borrowings from any financial institution, banks, government or debenture holders and therefore paragraph 3(viii) of the Order is not applicable.
- ix. According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) or by way term loan and hence paragraph 3(ix) of the order is not applicable.



**SUPRA PACIFIC
MANAGEMENT CONSULTANCY LIMITED**

CIN NO.: L74140MH1986PLC039547

- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanation given to us and based on our examination of the records of the company, the company has paid for managerial remuneration in accordance with the requisite approvals as mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- 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 the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records, during the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. 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, during the year the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. According to the information and explanations given by the management the company is registered as a Non Deposit Accepting Non-Banking Financial company. to us and based on our examination of the records, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

**For Agrawal Jain and Gupta
Chartered Accountants
Firm Registration No.: 013538C**

**Sd/-
(Narayan Swami)
Partner
M.NO: 409759**

**Place: Mumbai
Date: 28th May 2018**



**Annexure - B to the Independent Auditors' Report
[Referred to in paragraph 6 (ii) (f) of our report of even date]**

Report on the Internal Financial Controls Over Financials Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") of Supra Pacific Management Consultancy Limited

We have audited the internal financial controls over financial reporting of **SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED** ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended and as at 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 ('the Guidance Note'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. The Guidance Note and those Standards 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



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that;

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Agrawal Jain & Gupta
Chartered Accountants
Firm Registration No.: 013538C

Sd/-
(Narayan Swami)
Partner
M.NO: 409759

Place: Mumbai
Date: 28th May 2018



**SUPRA PACIFIC
MANAGEMENT CONSULTANCY LIMITED**

CIN NO.:L74140MH1986PLC039547

Balance Sheet as on 31st March, 2018

(Amount in Rupees)

Particulars	Note No.	As at 31st March, 2018	As at 31st March, 2017
<u>I. Equity and Liabilities</u>			
1. Shareholders' funds			
Share capital	3	55,008,000	55,008,000
Reserves and surplus	4	106,511	(272,399)
2. Current liabilities			
Trade payables	5	369,238	122,213
Other Current Liabilities	6	1,734,986	1,377,946
Short-Term Provision	7	7,300,462	6,565,302
TOTAL		64,519,197	62,801,062
<u>II. Assets</u>			
1. Non-current assets			
Fixed assets			
Tangible assets	8	8,140	8,140
Non-current Investments	9	16,210,000	16,210,000
Long-term loans and advances	10	37,038,580	37,027,155
2. Current assets			
Cash and cash equivalents	11	80,853	33,348
Other Current Assets	12	11,181,624	9,522,418
TOTAL		64,519,197	62,801,062

Significant Accounting Policies and Notes on Financial Statements

1 to 23

As per our attached report of even date

For Agrawal Jain & Gupta
Chartered Accountants
Firm Registration No. 013538C

For and on Behalf of the Board
Supra Pacific Management Consultancy
Limited

Sd/-
Kishor A Shah
Managing Director

Sd/-
Narayan Swami
Partner
Membership No. 409759

Sd/-
Jyoti K. Shah
Director

Place :Mumbai
Date : 28th May, 2018

Place :Mumbai
Date : 28th May, 2018



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Statement of Profit and Loss for the year end 31st March, 2018

(Amount in Rupees)

Particulars	Note No.	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Income :			
Income from Operation - Interest Income		5,269,118	5,428,268
Total Income		5,269,118	5,428,268
Expenditure :			
Employee benefit expenses	13	210,000	822,350
Depreciation and amortization expenses	8	-	-
Other expenses	14	3,418,136	471,274
Total Expenditure		3,628,136	1,293,624
Profit before tax		1,640,982	4,134,644
Tax expense			
Current tax		(1,262,072)	(1,296,000)
Deferred Tax		-	-
Profit for the year		378,910	2,838,644
Earnings per share: Basic and Diluted	17	0.07	0.52

Significant Accounting Policies and Notes on Financial Statements

1 to 23

As per our attached report of even date

For Agrawal Jain & Gupta
Chartered Accountants
Firm Registration No. 013538C

For and on Behalf of the Board
Supra Pacific Management Consultancy
Limited

Sd/-
Kishor A Shah
Managing Director

Sd/-
Narayan Swami
Partner
Membership No. 409759

Sd/-
Jyoti K. Shah
Director

Place :Mumbai
Date : 28th May, 2018

Place :Mumbai
Date : 28th May, 2018



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

	2017-2018 Amount (Rs)	2016-2017 Amount (Rs)
A Cash Flow From Operating Activities		
Net Profit before Taxation and Extra Ordinary Item	1,640,982	4,134,644
Adjustment For:		
Interest Income	(5,269,118)	(5,428,268)
Depreciation	-	-
Operating Profit Before Working Capital Changes	(3,628,136)	(1,293,624)
Increase/Decrease in:		
Trade Payable	247,026	96,125
Other Current Liabilities	357,040	73,297
Long Term Loans and Advances	(11,425)	98,512
Trade Receivable	-	-
Other Current Assets	(1,659,206)	(3,980,913)
Cash Generation From Operations	(4,694,701)	(5,006,603)
Taxes Paid	(526,912)	(542,827)
Cash Flow From Operating Activities	(5,221,613)	(5,549,430)
B Cash Flow From Investing Activities		
(Purchase)/Sale of Investments	-	1,000
Interest Income	5,269,118	5,428,268
Net Cash From Investing Activities	5,269,118	5,429,268
C Cash Flow From Financial Activities		
Written off Issue Expenses	-	-
Net Cash Flow In Financing Activities	-	-
Net Increase In Cash and Cash Equivalents (A+B+C)	47,505	(120,162)
Opening Balance Of Cash and Cash Equivalents	33,348	153,510
Closing Balance Of Cash and Bank Equivalents	80,853	33,348
Cash and Cash Equivalent Includes:		
Cash in Hand	54,128	9,673
Balance with Banks	26,725	23,675
Total	80,853	33,348

For Agrawal Jain & Gupta
Chartered Accountants
Firm Registration No. 013538C

For and on behalf of Board of Director
Supra Pacific Management Consultancy Limited

Sd/-
Narayan Swami
Partner
Membership No. 409759

Sd/-
Kishor A. Shah
Managing Director

Sd/-
Jyoti K. Shah
Director

Place : Mumbai
Date : 28th May, 2018

Place : Mumbai
Date : 28th May, 2018



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

1 **Company Background**

The company is a Public Limited company. Its equity shares got listed on Bombay Stock Exchange during the year.

2 **Statement of Significant Accounting Policies**

2.1 **Method of Accounting :**

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified).

2.2 **Fixed Assets :**

Fixed assets are recorded at cost of acquisition / construction except in case on revaluation of such assets where it is at revalued amount.

2.3 **Depreciation :**

Depreciation on fixed assets is provided on Straight Line Method basis using the rate and in the manner prescribed in Schedule II to the Companies Act, 2013.

2.4 **Revenue Recognition**

a) Interest Income:

Interest is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

2.5 **Taxes on income**

Current tax is determined on the amount of tax payable in respect of taxable income for the year.

The deferred tax charge or credit is recognized using current tax rates. Where there is unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Deferred tax assets / liabilities are reviewed as at each balance sheet date based on developments during the year and available case laws, to reassess realization/liabilities

2.6 **Investments**

Investments held by the Company are of long term in nature and are stated at cost less provision for diminution in the value is made to recognise a decline other than temporary in the value of the investments.

2.7 **Contingent Liabilities**

Contingent Liabilities are not provided for in the accounts and if any the same is reflected in notes to accounts.

2.8 **Cash and Cash Equivalents**

Cash and cash equivalent for the purpose of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

2.9 **Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares outstanding during the period are adjusted for events including a bonus issue, bonus element in right issue to existing shareholders, share split, and reverse share split. (Consolidation of shares). For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. The period during which, number of dilutive potential equity shares change frequently, weighted average number of shares are computed based on a mean date in the quarter, as impact is immaterial on earning per share.

2.10 **Impairment of Assets**

Pursuant to Accounting Standard (AS-28) Impairment of Assets, the Company assessed its fixed assets for impairment as at March 31, 2017 and concluded that there has been no significant impaired fixed asset that needs to be recognised in the books of account.

2.11 **Cash flow statement:**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

3 Share Capital

3.1 Details of Authorised , Issued, Subscribed and Paid up Share Capital

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	Number	Amount in Rs.	Number	Amount in Rs.
Authorised				
Equity Shares of Rs. 10/- each	6,000,000	60,000,000	6,000,000	60,000,000
	6,000,000	60,000,000	6,000,000	60,000,000
Issued, Subscribed and Paid up				
Equity Shares of Rs. 10/- each	4,080,500	40,805,000	4,080,500	40,805,000
Equity Shares of Rs. 10/- each (P.Y. Rs.5/- paid up)	1,420,300	14,203,000	1,420,300	14,203,000
	5,500,800	55,008,000	5,500,800	55,008,000

All of the above shares carry equal voting rights and there are no restrictions / preferences attached to any of the above shares.

3.2 Reconciliation of the outstanding number of shares

Particulars	Equity Shares		Equity Shares	
	As at 31st March, 2018		As at 31st March, 2017	
	Number	Amount in Rs.	Number	Amount in Rs.
Shares outstanding at the beginning of the year	5,500,800	55,008,000	5,500,800	55,008,000
Add: Shares Issued during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	5,500,800	55,008,000	5,500,800	55,008,000

3.3 The details of shareholders holding more than 5% shares

Name of Shareholder	As at 31st March, 2018		As at 31st March, 2017	
	No. of Equity Shares held	% of Holding	No. of Equity Shares held	% of Holding
Kishor A Shah	2,513,600	45.70%	2,513,600	45.70%
Jyoti K. Shah	840,000	15.27%	840,000	15.27%



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Notes forming part of Financial Statements

4 Reserves and Surplus

Particulars	As at 31st March, 2018	As at 31st March, 2017
	Amount in Rs.	Amount in Rs.
(Deficit) in the Statement of Profit and Loss:		
Opening balance	(272,399)	(3,111,043)
Add: Profit for the year	378,910	2,838,644
Total	106,511	(272,399)

5 Trade Payables

Particulars	As at 31st March, 2018	As at 31st March, 2017
	Amount in Rs.	Amount in Rs.
-Due to Micro and Small Enterprises (Refer Note No.22)	-	-
-Due to others	369,238	122,213
Total	369,238	122,213

6 Other Current Liabilities

Particulars	As at 31st March, 2018	As at 31st March, 2017
	Amount in Rs.	Amount in Rs.
Outstanding Expenses	399,986	177,946
Trade Advances	1,335,000	1,200,000
Total	1,734,986	1,377,946

7 Short-Term Provisions

Particulars	As at 31st March, 2018	As at 31st March, 2017
	Amount in Rs.	Amount in Rs.
Provisions for Taxation (Net of TDS)	7,300,462	6,565,302
Total	7,300,462	6,565,302



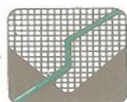
SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

Notes forming part of Financial Statements

8 Fixed Assets

Sr. No.	Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK	
		As on 1st April, 2017	Addition/ Deduction During the Year	As on 31st March, 2018	As on 1st April, 2017	Depreciation For the Year	Depreciation reversed due to sale of asset	As on 31st March, 2018	As on 31st March, 2017
	Tangible Assets :								
1	Office Equipment	147,400	-	147,400	140,030	-	-	140,030	7,370
2	Furniture & Fixture	241,689	-	241,689	240,920	-	-	240,920	769
3	Computers	60,200	-	60,200	60,199	-	-	60,199	1
	Total	449,289	-	449,289	441,149	-	-	441,149	8,140
	Previous Year	449,289	-	449,289	441,149	-	-	441,149	8,140



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

Notes forming part of Financial Statements

9 Non Current Investments

Particulars	As at 31st March, 2018	As at 31st March, 2017
	Amount in Rs.	Amount in Rs.
INVESTMENT (AT COST) :		
A . QUOTED EQUITY SHARES :		
Trade		
(1)131,000 (Previous Year: 131,000) Equity Shares of Mid East Portfolio Management Ltd (FV:Rs.10/-)	1,310,000	1,310,000
(Market Value Rs 2,62,000/- P.Y. 2016-17 Rs 276410/-)		
TOTAL	1,310,000	1,310,000
B . UNQUOTED SHARES :		
Trade		
(1) 149,000 (Previous Year: 149,000) 11% Cumulative Preference Shares of Mideast Portfolio Management Ltd (FV:Rs.100/-)	14,900,000	14,900,000
TOTAL	14,900,000	14,900,000
TOTAL (A + B)	16,210,000	16,210,000
AGGREGATE MARKET VALUE OF QUOTED INVESTMENTS	256,710	276,410

10 Long-term Loans and Advances

Particulars	As at 31st March, 2018	As at 31st March, 2017
	Amount in Rs.	Amount in Rs.
(Unsecured, Considered good)		
Loan to others	37,027,155	37,027,155
CGST	5,713	-
SGST	5,713	-
Total	37,038,580	37,027,155



**SUPRA PACIFIC
MANAGEMENT CONSULTANCY LIMITED**

CIN NO.: L74140MH1986PLC039547

Notes forming part of Financial Statements

11 Cash and Cash Equivalents

Particulars	As at 31st March, 2018	As at 31st March, 2017
	Amount in Rs.	Amount in Rs.
Balance with Banks	26,725	23,675
Cash on hand	54,128	9,673
Total	80,853	33,348

12 Other Current Assets

Particulars	As at 31st March, 2018	As at 31st March, 2017
	Amount in Rs.	Amount in Rs.
Listing Expense	-	2,898,000
Interest Receivable	11,181,624	6,624,418
Total	11,181,624	9,522,418



**SUPRA PACIFIC
MANAGEMENT CONSULTANCY LIMITED**

CIN NO.:L74140MH1986PLC039547

Notes forming part of Financial Statements

13 Employee Benefits Expenses

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
	Amount in Rs.	Amount in Rs.
Directors Remuneration	210,000	210,000
Salaries	-	612,350
Total	210,000	822,350

14 Other Expenses

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
	Amount in Rs.	Amount in Rs.
Listing Fees	287,500	230,000
Sundry Balance write off	2,898,000	-
Legal and Professional charges	27,205	10,545
Payment to Auditors (Refer Note No.16)	30,000	8,625
Computer Software & Maint charges	5,500	-
Postage, Telegram and Telephone Expenses	7,686	15,094
ROC Filing Fees	2,400	20,200
Bank charges	472	459
Interest on delayed payment of Maintenance Charges	650	949
Miscellaneous Charges	8,985	25,316
Advertisement charges	25,953	26,499
Demat Charges	123,785	133,587
Total	3,418,136	471,274



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

Notes forming part of Financial Statements

15 Managerial Remuneration:

Particulars	2017-2018	2016-2017
	Rs.	Rs.
Directors Remuneration	2,10,000	2,10,000
TOTAL	2,10,000	2,10,000

16 Payment to Auditors: -

Particulars	2017-2018	2016-2017
	Rs.	Rs.
Audit Fees	30,000	7,500
Service Tax	5,400	1,125
TOTAL	35,400	8,625

17 Earnings per Share

As per AS-20 "Earning Per Share", the Company's EPS is as under

(Amount in Rupees)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Net Profit after tax as Statement of Profit and Loss	3,78,910	28,38,644
Weighted average number of shares outstanding during the year	5,500,800	5,500,800
Basis and Diluted Earnings Per Share	0.07	0.52
Face Value Per Equity Share	10	10

18 Taxes on Income:

a. Component of Deferred Tax:

(Amount in Rs.)

Particulars	Year Ended 31st March, 2018	Year Ended 31st March, 2017
Deferred Tax Assets (DTA) (Related to Fixed assets)	4,015/-	4,763/-
Deferred Tax Assets (DTA) related to Loss	-	-
Net DTA at the end of the year	4,015/-	4,763/-
(Less) Net DTA at the beginning of the year	4,763/-	5,597/-
DTA generated/(reversed) during the year	(748)	(834)



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

- b. In the absence of reasonable/virtual certainty of future taxable profit, the company has not recognized Deferred Tax Assets in its books.

19 Related Party Disclosures:

19.1 The names of the related parties are as under:

Name of related parties	Nature of relation
<u>Key Management Personnel:</u>	
Kishor A. Shah	Chairman cum Managing Director
Jyoti K. Shah	Director
Harish Ramappa Kotian	Director
Sharad Laxman Kulkarni	Director
Nitin Sharad Phadke	Director

Above related parties have been identified by the management and relied upon by the auditors.

19.2 Details of Transactions :

(Amount in Rs.)

NATURE OF TRANSACTIONS	WITH KEY MANAGEMENT PERSONEL
1. Remuneration paid:	210,000 (210,000)

20 Segment Reporting :

The Company is engaged in financial activities and all activities of the company revolve around this business and the operations are mainly in India. As such there are no other reportable segments as defined by accounting standard 17 of Segment Reporting notified under The Companies Act, 2013.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

21 Details of dues to Micro and Small Enterprises as per MSMED Act, 2006:

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Principal Amount outstanding to suppliers under MSMED Act, 2006 beyond the appointed date	-	-
Interest accrued on the amount due to suppliers under MSMED Act on the above amount	-	-
Payment made to suppliers (Other than interest) beyond the appointed date during the year	-	-
Interest paid to suppliers under MSMED Act (other than Section 16)	-	-
Interest paid to suppliers under MSMED Act (Section 16)	-	-
Interest due and payable to suppliers under MSMED Act for payments already made.	-	-
Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED.	-	-
Total	-	-

22 Figures of the previous year have been regrouped and reclassified wherever necessary.

23 The amount in the Balance Sheet, and statement of Profit and Loss are rounded off to the nearest rupee.

Signature to Notes (1 to 23)

As per our attached report of even date.

For Agrawal Jain & Gupta
Chartered Accountants
Firm Registration No. 013538C

For and on Behalf of the Board
Supra Pacific Management Consultancy Ltd.

Sd/-
Narayan Swami
Partner
Membership No. 409759

Sd/-
Kishor A Shah
Managing Director

Sd/-
Jyoti K. Shah
Director & CFO

Place: Mumbai
Date: 28th May, 2018

Place: Mumbai
Date: 28th May, 2018



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED
Registered Office: 1/203, VISHAL COMPLEX, NARSING LANE, OFF. S.V. ROAD,
MALAD (WEST), MUMBAI – 400 064
Email Id: info@suprapacific.com, Website: www.suprapacific.com
TEL: 28240444\ 28216736

32nd ANNUAL GENERAL MEETING

ATTENDANCE SLIP

DATE	VENUE	TIME
Thursday, September 27, 2018	402, 4 th floor, Apollo complex, R.K. Singh marg, andheri (E), Mumbai- 400 069	10.00 a.m.

Name of the Member (s)/ Proxy:	
Address	
E-mail id	
Folio No./DP Id and Client Id	

I hereby certify that I am a Member/Proxy for the Member HoldingEquity shares.
I hereby record my presence at the 32nd Annual General Meeting of the Company.

Please ✓ in the box

Member

☐

Proxy

☐

.....
Name of Proxy in Block Letters

.....
(Signature of the Member/ Proxy attending)

Note:

Member/Proxy attending the Annual General Meeting (AGM) must bring his/her Attendance Slip which should be signed and deposited at the entrance of the Meeting Hall



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.: L74140MH1986PLC039547

SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED
Registered Office: 1/203, VISHAL COMPLEX, NARSING LANE, OFF. S.V. ROAD,
MALAD (WEST), MUMBAI – 400 064
Email Id: info@suprapacific.com, Website: www.suprapacific.com
TEL: 28240444\ 28216736

32nd ANNUAL GENERAL MEETING PROXY FORM (MGT-11)

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

Name of the Member (s)/ Representative:	
Registered Address	
E-mail id	
Folio No./DP Id and Client Id	

I/we, being the member(s) holdingNo. of Equity Shares of aforesaid mentioned
Company hereby appoint:

1	Name	
	Address	
	E-mail Id	
	Signature	

Or Failing him/ her

2	Name	
	Address	
	E-mail Id	
	Signature	

Or Failing him/ her

3	Name	
	Address	
	E-mail Id	
	Signature	



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty Second Annual General Meeting Of the Company to be held on Thursday, 27th September 2018 at 10.00 a.m. at corporate office of the company at 402, 4th floor, Apollo Complex, R.K. Singh Marg, Andheri (E), Mumbai- 400 069, Maharashtra, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	For	Against
Ordinary Business			
1	To receive, consider and adopt the Audited financial statements of the company for the year ended March 31, 2018 including the Audited Balance Sheet as at 31 st March, 2018, and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors' & the Auditors' thereon.		
2	To re-appoint a Director in place of Mr. Harish Kotian (DIN: 02725872) who retires by rotation and being eligible, offers herself for re-appointment.		
3	Appointment of M/s. Agrawal Jain & Gupta Chartered Accountants, Mumbai (Firm Registration No. 013538C)), as the statutory Auditors of the Company and authorize Board of Directors to fix their remuneration.		

Signed this.....day of, 2018

Member's Folio/DP ID and Client ID No.

Signature of Proxy holder(s)

Signature of Proxy holder(s)

Affix Rs.
1/-
Revenue
Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statements and Notes, please refer to the Notice of the 32nd Annual General Meeting of the Company.
3. It is optional to indicate your preference. If you leave the 'For' or "Against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/ she may deem appropriate.



SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

CIN NO.:L74140MH1986PLC039547

