

Independent Auditors' Report

To the Directors of **Edelweiss Commodities Pte. Limited**

Report on the Financial Statements

We have audited the accompanying financial statements of **Edelweiss Commodities Pte. Limited** ('the Company'), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company. This responsibility also includes maintenance of adequate accounting records 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Standards on Auditing, which requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016, and its loss and its cash flows for the year ended on that date.

For NGS & Co. LLP Chartered Accountants

Firm Registration No. 119850W

R.P.Soni

Partner

Membership No. 104796

Place: Mumbai Date: 10 May 2016

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Balance Sheet

	Note	As at 31 March 2016	As at 31 March 2015
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2.1	613,009,840	613,009,840
Reserves and surplus	2.2	(15,194,168)	(716,064)
		597,815,672	612,293,776
Non-current liabilities			
Long-term provisions	2.3	268,000	138,000
Current liabilities			
Trade payables	2.4	14,730,012	154,089,012
Other current liabilities	2.5	38,026,751	5,014,802
Short-term provisions	2.6	56,000	31,000
TOTAL		650,896,435	771,566,590
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	2.7	599,615	596,359
Current assets			
Trade receivables	2.8	4,957,072	22,109,444
Cash and cash equivalents	2.9	25,059,165	35,654,947
Short term loans and advances	2.10	620,280,583	713,205,840
		650,296,820	770,970,231
TOTAL		650,896,435	771,566,590
Significant accounting policies and notes to the financial statements	1 & 2		

As per our report of even date attached.

For NGS & Co. LLP

Chartered Accountants

Firm's Registration No.: 119850W

Partner

Membership No.: 104796

Mumbai 10 May 2016

For and on behalf of the Board of Directors

Vishal Goradia

Director

Director

10 May 2016

Statement of Profit and Loss

(Currency: Indian rupees)

	Note	For the year ended 31 March 2016	For the year ended 31 March 2015
Revenue from operations			
Income from treasury operations	2.11	(37,041)	
Sale of commodities		13,608,000,150	169,131,773
Other income	2.12	25,737,926	3,878,110
Total revenue		13,633,701,035	173,009,883
EXPENSES			
Purchases of commodities		13,583,487,315	151,908,049
Employee benefit expenses	2.13	38,402,314	16,383,602
Finance costs	2.14	11,538,239	79,129
Depreciation expenses	2.7	335,924	272,158
Other expenses	2.15	14,415,347	4,477,015
Total expenses		13,648,179,139	173,119,953
Loss before tax		(14,478,104)	(110,070)
Tax expense		-	-
Loss for the year		(14,478,104)	(110,070)
Earnings per ordinary share (Face value of SGD 1 each) Basic and diluted	2.18	(1.14)	(0.02)
Significant accounting policies and notes to the financial statements	1&2		

As per our report of even date attached.

For NGS & Co. LLP

Chartered Accountants Firm's Registration No.: 119850W

Membership No.: 104796

Mumbai 10 May 2016 For and on behalf of the Board of Directors

Vishal Goradia

Director

Udit Sureka Director

10 May 2016

Cash Flow Statement

(Currency	•	Indian	runees'	١

		For the year ended 31 March 2016	For the year ended 31 March 2015
			51 a 01.2
A	Cash flow from operating activities		
	Loss before tax	(14,478,104)	(110,070)
	Adjustments for:		
	Depreciation expenses	335,924	272,158
	Provision for employee benefits	155,000	169,000
	Operating cash flow before working capital changes	(13,987,180)	331,088
	Add/(less): Adjustments for working capital changes		
	Decrease/ (increase) in trade receivables, loan and advances and other current assets	18,662,470	(23,687,510)
	(Decrease)/ increase in liabilities and provisions	(106,347,051)	158,817,238
	Net cash (used in) / generated from operating activities - A	(101,671,761)	135,460,816
В	Cash flow from investing activities		
	Purchase of fixed assets	(339,180)	(868,517)
	Decrease/ (increase) in unsecured loans given (net) (refer note 2 below)	91,415,159	(711,627,774)
	Net cash generated from / (used in) investing activities - B	91,075,979	(712,496,291)
C	Cash flow from financing activities		
	Proceeds from issue of share capital	-	564,566,090
	Repayment of short term borrowings (net) (refer note 2 below)	-	(300,499)
	Net cash generated from financing activities - C	-	564,265,591
	Net decrease in cash and cash equivalents (A+B+C)	(10,595,782)	(12,769,884)
	Cash and cash equivalents as at the beginning of the year	35,654,947	48,424,831
	Cash and cash equivalents as at the end of the year (refer note 1 below)	25,059,165	35,654,947
Note:			
1	Cash and cash equivalents include the following: (refer note 2.9) Cash		15.003
	Balances with banks:	-	15,993
	In current accounts	25,059,165	25 620 054
	Total of cash and cash equivalents	25,059,165	35,638,954 35,654,947
	rotal of easif and easif equivalents	23,037,103	33,034,947
2	Net figures have been reported on account of volume of transactions.		

As per our report of even date attached.

For NGS & Co. LLP

Chartered Accountants

Firm's Registration No.: 119850W

R. P. Soni Partner

Membership No.: 104796

Mumbai 10 May 2016 For and on behalf of the Board of Directors

Vishal Goradia

10 May 2016

Director

Udit Sureka Director

Notes to the financial statements

for the year ended 31 March 2016

(Currency: Indian rupees)

1. Significant accounting policies

1.1 Basis of preparation of financial statements

The accompanying financial statements are prepared and presented in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention, on the accrual basis of accounting, unless otherwise stated, and comply with the Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Companies Act, 2013 (to the extent notified), (hereinafter referred to as 'the Act') and the Schedule III to the Act. The financial statements are presented in Indian Rupees.

Foreign currency transactions are recorded at the rates of exchange prevailing on the date of the transaction. Exchange differences, if any, arising out of transactions settled during the year are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date. The exchange differences, if any, are recognised in the statement of profit and loss and related assets and liabilities are accordingly restated in the balance sheet.

1.2 Use of estimates

The preparation of the financial statements in conformity with the generally accepted accounting principles requires the management to make certain estimates and assumptions that affect the reported amounts of assets, liabilities, disclosure of contingent liabilities on date of the financial statements and reported amount of revenue and expenses during the reporting period. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as on the date of the financial statements. Actual results could differ from the estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

1.3 Current-non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it is expected to be realized in, or is intended for sale or consumption in, the company's normal operating cycle or it is held primarily for the purpose of being traded or it is expected to be realized within 12 months after the reporting date or it is cash or cash equivalent unless it is restricted from being exchanged or expected to be used to settle a liability for at least 12 months after the reporting date. Current assets include the current portion of non-current assets. All other assets are classified as non-current.

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian rupees)

1. Significant accounting policies (Continued)

1.3 Current-non-current classification (Continued)

Liabilities

A liability is classified as current when it is expected to be settled in the company's normal operating cycle or it is held primarily for the purpose of being traded or it is due to be settled within 12 months after the reporting date or the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. Current liabilities include current portion of non-current liabilities. All other liabilities are classified as non-current.

1.4 Revenue recognition

- Income from treasury operations comprises of profit/loss on commodities derivative instruments. Realised profit/ loss on closed positions of derivative instruments is recognised on final settlement on squaring-up of the contracts. Outstanding derivative contracts in the nature of forwards are measured at fair value as at the balance sheet date. Fair value is determined using quoted market prices in an actively traded market, for the instrument, wherever available, as the best evidence of fair value. In the absence of quoted market prices in an actively traded market, a valuation technique is used to determine the fair value. In most cases the valuation techniques use observable market data as input parameters in order to ensure reliability of the fair value measure.
- Interest income is recognised on accrual basis.
- Sale of commodity is recognised when all the significant risks and rewards have been passed to the buyer.
- Purchase and sale of bullion is recorded at the price which is fixed between the buyer and the seller
 at the future date including the contracts where the price is fixed subsequent to the balance sheet
 date. In case of unfixed purchase/ sale contracts as at the reporting date, the price is recorded at the
 market rate as on the reporting date.

1.5 Fixed assets and depreciation

Tangible fixed assets

Fixed assets are stated at cost less accumulated depreciation. The cost of fixed assets comprises purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Depreciation is provided on a written down value basis from the date the asset is ready to use or put to use whichever is earlier. In respect of assets sold, depreciation is provided up to the date of disposal.



Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian rupees)

1. Significant accounting policies (Continued)

1.5 Fixed assets and depreciation (Continued)

The Company has evaluated the useful lives of the respective fixed assets which are as follows:

Nature of assets	Useful life
Office Equipments	5 years
Computers	3 years

1.6 Impairment of assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired based on internal/external factors. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs, is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of the depreciable historical cost.

1.7 Inventories

The commodity stocks are valued at weighted average cost or net realisable value, whichever is lower.

1.8 Earnings per share

The Company reports basic and diluted earnings per share in accordance with Accounting Standard 20 - Earnings Per Share notified under section 133 of the Companies Act 2013, read together with rule 7 of the Companies (Accounts) Rules, 2014. Basic earnings per share is computed by dividing the net profit after tax attributable to the ordinary shareholders for the year by the weighted average number of ordinary shares outstanding during the period.

Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue ordinary shares were exercised or converted during the year. Diluted earnings per share is computed by dividing the net profit after tax attributable to the ordinary shareholders for the year by weighted average number of ordinary shares considered for deriving basic earnings per share and weighted average number of ordinary shares that could have been issued upon conversion of all potential ordinary shares.



Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian rupees)

1. Significant accounting policies (Continued)

1.9 Provisions and contingencies

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognised in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, the asset and related income are recognised in the period in which the change occurs.

1.10 Employee benefits

The accounting policy followed by the Company in respect of its employee benefit schemes in accordance with Accounting Standard 15 (revised 2005) is set out below:

Compensated Absences

The eligible employees of the Company are permitted to carry forward certain number of their annual leave entitlement to subsequent years, subject to a ceiling. The Company recognises the charge to the statement of profit and loss and corresponding liability on account of such non-vesting accumulated leave entitlement as per IAS 19 and AS 15 –Accounting for employee benefits, based on a valuation by an independent actuary.

The obligation is measured at present values of estimated future cash flows. The discounted rates used for determining the present value are based on the market yields on government securities as at the balance sheet date.

Actuarial gains and losses are recognised immediately in the statement of profit and loss.

ACCOUNTING

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Notes to the financial statements (Continued)

		As at	As at
	TO THE CONTRACT OF THE CONTRAC	31 March 2016	31 March 2015
2.1	Share capital		
(a)	Authorised :		
	12,724,304 (Previous year: 12,724,304) ordinary shares of SGD 1 each	613,009,840	613,009,840
(b)	Issued, subscribed and paid up:		
	12,724,304 (Previous year: 12,724,304) ordinary shares of SGD 1 each	613,009,840	613,009,840
		613,009,840	613,009,840

	31 Marc	ch 2016	31 March 2	015
	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	12,724,304	613,009,840	1,013,250	48,443,750
Issued during the year		-	11,711,054	564,566,090
Outstanding at the end of the year	12,724,304	613,009,840	12,724,304	613,009,840

(d) Shares held by holding / ultimate holding company and / or their subsidiaries / associates:

	31 Ma	rch 2016	31 March	2015
	Number of shares	Percentage Shareholding	Number of shares	Percentage Shareholding
Ordinary shares				
EFSL Comtrade Limited, the holding company	12,724,304	100%	12,724,304	100%

(e) Details of shareholders holding more than 5% shares in the Company:

	31 Ma	rch 2016	31 March	2015
	Number of shares	Percentage Shareholding	Number of shares	Percentage Shareholding
Ordinary shares				
EFSL Comtrade Limited, the holding company	12,724,304	100%	12,724,304	100%

(f) Terms/rights attached to ordinary shares

The Company has only one class of shares referred to as ordinary shares, having a par value of SGD 1 each. Each holder of ordinary shares is entitled to one vote per share held.

In the event of liquidation of the Company, the holders of ordinary shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of ordinary shares held by the shareholders.

2.2 Reserves and surplus

Deficit in the statement of profit and loss Opening balance Add: Loss for the year Closing balance

(716,064)	(605,994)
(14,478,104)	(110,070)
(15,194,168)	(716,064)
(15,194,168)	(716,064)



Notes to the financial statements (Continued)

		As at	As at
		31 March 2016	31 March 2015
2.3	Long-term provisions		
	Provision for employee benefits		
	Compensated leave absences	268,000	138,000
		268,000	138,000
2.4	Trade payables		
	Trade payables	14,730,012	154,089,012
	(includes sundry creditors and provision for expenses)		
		14,730,012	154,089,012
2.5	Other current liabilities		
	Other payables		
	Accrued salaries and benefits	11,688,443	5,000,000
	Withholding taxes, service tax and other taxes payable	-	14,802
	Advances from customers	26,338,308	-
		38,026,751	5,014,802
2.6	Short-term provisions		
	Provision for employee benefits		
	Compensated leave absences	56,000	31,000
		56,000	31,000



Notes to the financial statements (Continued)

(Currency: Indian rupees)

2.7 Fixed assets

		Gross block	block			Depre	Depreciation		Net	Net block
Description of assets	As at 1 April 2015	As at 1 April Additions during 2015 the year	Deductions / adjustments during the year	As at 31 March 2016	As at 1 April 2015	As at 31 March As at 1 April Charge for the 2016 year	Deductions / adjustments during the year	As at 31 March 2016	As at 31 March As at 31 March 2016 2015	As at 31 March 2015
Tangible assets										
Office equipment	758,611	52,476	•	811,087	228,474	238,172	. •	466,646	344,441	530,137
Computers	109,906	286,704	•	396,610	43,684	97,752	1	141,436	255,174	66,222
Total	868,517	339,180		1,207,697	272,158	335,924		608,082	599,615	596,359
Previous year	,	868,517	1	868,517		272,158	ı	272,158	596,359	



Notes to the financial statements (Continued)

		As at 31 March 2016	As at31 March 2015
2.8	Trade receivables		
	(Unsecured, considered good)		
	Other debts (outstanding for a period not exceeding six months)	4,957,072	22,109,444
		4,957,072	22,109,444
2.9	Cash and cash equivalents		
	Cash in hand	-	15,993
	Balances with banks - in current accounts	25,059,165	35,638,954
	- in current accounts	23,035,103	33,036,934
		25,059,165	35,654,947
2.10	Short-term loans and advances (Unsecured, considered good)		
	Loans and advances to related parties Other loans and advances	620,212,615	711,627,774
	Deposits- others	12,298	11,385
	Prepaid expenses	35,158	127,983
	Loans and advances to employees	-	1,182,564
	Vendor advances	20,512	256,134



620,280,583

713,205,840

Notes to the financial statements (Continued)

(Currency:	Indian rupees)	

		For the year ended 31 March 2016	For the year ended 31 March 2015
2.11	Income from treasury operations		
	Loss on trading in commodity derivative instruments (net)	(37,041)	-
		(37,041)	_
.12	Other income		
	Gain due to foreign exchange movement on trade Interest income - others	25,724,028 13,898	3,878,110
		25,737,926	3,878,110
.13	Employee benefit expenses		
	Salaries and wages	37,523,546	16,148,996
	Staff welfare expenses	878,768	234,606
		38,402,314	16,383,602
2.14	Finance costs		
	Finance and bank charges	11,538,239	79,129
		11,538,239	79,129
.15	Other expenses		
	Advertisement and business promotion	227,101	-
	Auditors' remuneration (Refer note below)	593,621	-
	Communication	436,149	295,301
	Computer expenses Legal and professional fees	52,840 4,916,474	42,819
	Membership and subscription fee	4,910,474	2,336,751 2,597
	Office expenses	126,987	97,544
	Postage and courier	271,801	72,415
	Printing and stationery	8,490	22,560
	Rates and taxes	168,532	159,869
	Rent (Refer note 2.20)	470,241	-
	Repairs and maintenance - others	176,858	_
	Stamp duty	-	9,014
	Transportation charges	5,915,478	-
	Travelling and conveyance	1,008,209	1,438,145
		14,415,347	4,477,015
	Note:		
	Auditors' remuneration:		
	As auditor	593,621	



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Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian rupees)

2.16 Segment reporting:

The Company has operated only in one business segment during the year viz. capital based business comprising of trading in physical commodities. Therefore, the Company has only one reportable business segment, the results of which are disclosed in the financial statements. Further, there are no geographical segments. Hence, no disclosures are required under Accounting Standard 17 on Segment Reporting.

2.17 Disclosure as required by Accounting Standard 18 – "Related Party Disclosure" as prescribed under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014:

Sr. No	Particulars	Relationship	
A	Names of related parties by whom control is exercised		
	EFSL Comtrade Limited	Holding company	
	Edel Commodities Limited	Holding company of EFSL Comtrade Limited (Till 7 September 2014)	
	Edelweiss Commodities Services	Holding company of	
	Limited	Edel Commodities Limited	
		EFSL Comtrade Limited (w.e.f. 8 September 2014)	
	Edelweiss Financial Services Limited	Ultimate holding company	
В	Fellow subsidiaries with whom the company has transaction:		
	Aster Commodities DMCC		
	EC Global Limited		
	Edelweiss International (Singapore) Pte. Limited		
	Edelweiss Alternative Asset Advisors Pte. Limited		
	Edelweiss Securities Limited		
	Edel Commodities Limited		
C	Key Management Personnel		
	Vishal Rajendra Goradia		
	Udit Sureka		
	Deepak Kumar Agarwal (till 30 November 2015)		
	Navin Jashan Amarnani (till 15 September 2014)		



Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian rupees)

2.18 Earnings per share:

In accordance with Accounting Standard 20 on Earnings Per Share prescribed by Companies (Accounting Standards) Rules, 2014, the computation of earnings per share is set out below:

	Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
a) b)	Shareholders earnings (as per statement of profit and loss) Calculation of weighted average number of ordinary shares of SGD 1 each:	(14,478,104)	(110,070)
	 Number of shares at the beginning of the year Shares issued during the year Total number of ordinary shares outstanding at the end of the year 	12,724,304	1,013,250 11,711,054 12,724,304
	Weighted average number of ordinary shares outstanding during the year (based on the date of issue of shares)	12,724,304	6,204,035
c)	Basic and diluted earnings per share (in rupees) (a/b)	(1.14)	(0.02)

The basic and diluted earnings per share are the same as there is no dilutive/ potential ordinary shares issued.

2.19 Contingent liabilities and capital commitment

The Company has no contingent liabilities and capital commitment as at balance sheet date (Previous year Rs. Nil).

2.20 Cost sharing

Edelweiss International (Singapore) Pte. Limited, being the group company incurs common rent expenditure which is for the benefit of the Company. This cost so expended is reimbursed by the Company on the basis of area occupied. Accordingly, and as identified by the management, the expenditure head in note 2.15 in the statement of the profit and loss are inclusive of the reimbursements.

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian rupees)

2.21 Details of purchases, sales and inventory:

Commodities:

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Type of Commodities	Bullion	Agricultural Products
Opening stock	-	-
Purchases	13,583,487,315	151,908,050
Sales	13,608,000,150	169,131,773
Closing stock	-	-
Profit on sale of commodities	24,512,835	17,223,723

As per our report of even date attached.

For NGS & Co. LLP

Chartered Accountants

Firm's Registration No. 119850W

R. P. Soni

Partner

Membership No. 104796

For and on behalf of the Board of Directors

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10 May 2016

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