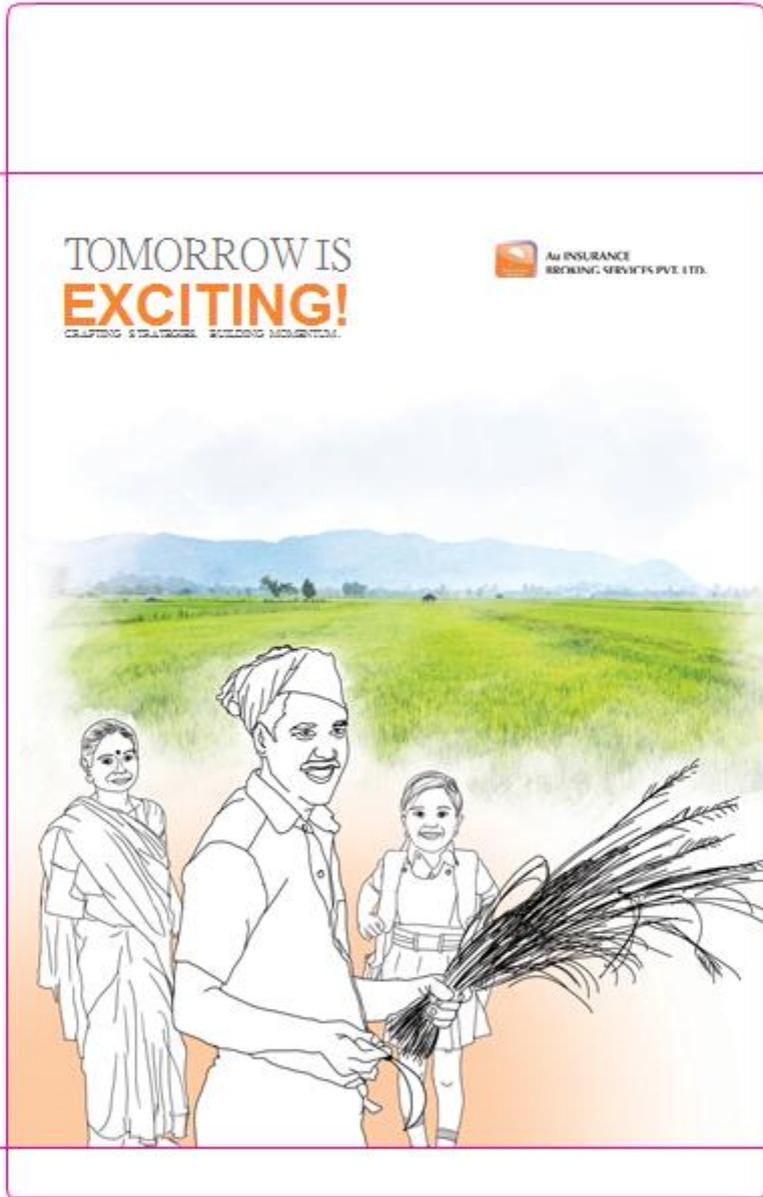


# TOMORROW IS EXCITING!

CRRAFTING STRATEGIES. BUILDING MOMENTUM.



If undelivered please return to:

 AA INSURANCE  
BROKING SERVICES PVT. LTD.  
CIN:U67200RJ2011OP10030778  
Registered office:  
3rd Floor, Malar Tower,  
Beside Gopabandha Park,  
Tyrn Road,  
Jaipur 302015  
Phone: 0141-4620001  
Website: www.aaibn.in

# INDIA'S INSURANCE SEGMENT IS EXPECTED TO GROW TO US\$ 280 BILLION BY FY 2020 AS A RESULT OF THE COUNTRY'S EXPANDING ECONOMY AND HIGHER PERSONAL DISPOSABLE INCOMES.

Besides, demographic factors such as the increasing middle class, young insurable population and rising awareness for protection and retirement planning will support the growth of India's insurance sector. Moreover, several government initiatives like Pradhan Mantri Suraksha Bima Yojna (PMSBY) and Pradhan Mantri Jeevan Jyoti Bima Yojana (PMJBY) are directed to bring more people under insurance cover.

Additionally, the government approved 49% Foreign Direct Investment(FDI) in the insurance sector and permitted certain companies to raise capital through Initial Public Offering(IPO). Also, the Union Budget 2017 increased the coverage under Pradhan Mantri Fasal Bima Yojna from 30% to 40%.

**The outcome: India's insurance penetration reached 3.4% in FY16 and is expected to cross 4% in FY17.**

The outcome showcases the insurance sector in India is still in its nascent stage with very low

penetration in the market. The stunted nature of the 'segment' can be attributed to inadequate customer awareness, low coverage in the rural areas, low product innovation and underdeveloped distribution channels. This low penetration offers humongous growth opportunities in India's insurance segment.

At Au Insurance, we are gearing to capitalise on the developing opportunity landscape. During FY17, we amplified our presence, growing at 27% y-o-y, reaching more people across five states. We leveraged technology to automate various processes and improved our turnaround time, while strengthening our marketing muscle. During the year under review, we served 4,66,705 customers with suitable insurance solutions to win their trust and confidence. The result was customer delight and more repeat business.

We recognise the prospects ahead and are determined to remain on the right side of emerging opportunities.

## Thus, we are crafting strategies and building momentum for an exciting tomorrow.



# Au Insurance at a Glance

AU INSURANCE BROKING SERVICES PRIVATE LIMITED IS A DIRECT INSURANCE BROKER, LICENSED BY INSURANCE REGULATORY AND DEVELOPMENT AUTHORITY OF INDIA(IRDAI) UNDER INSURANCE BROKERS REGULATIONS, 2002. OUR VISION IS TO FACILITATE TRANSPARENT AND RELIABLE INSURANCE BROKING SERVICES TOWARDS LIFE INSURANCE, GENERAL INSURANCE AND RISK MANAGEMENT SOLUTIONS.

We aim to deepen our presence by reaching the uninsured and underinsured population of India. We are integrating our insurance service verticals to make our risk management, claims assistance and claims consultancy services more **efficient**.

We differentiate ourselves by providing timely and best-in-class **insurance services**. Our **qualified** team is trained to help customers in taking informed decisions and minimising their risks by providing precise and comprehensive information.

## Vision

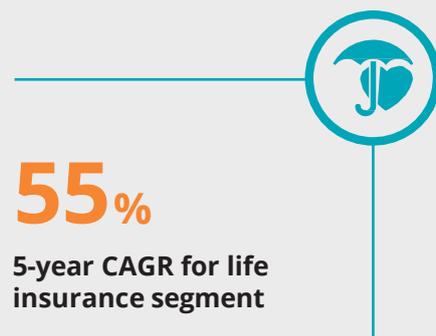
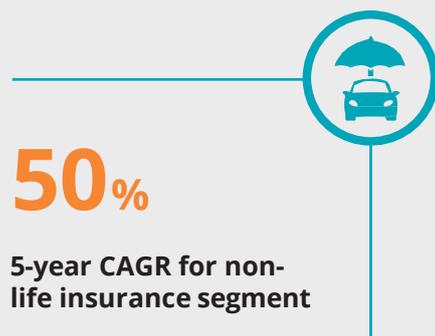
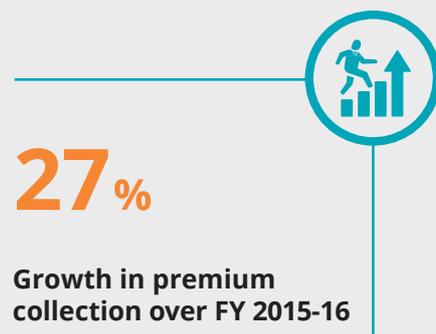
To be the most preferred Insurance Broking services with a nationwide presence to provide customised and speedy insurance solutions with trust and confidence to ensure customer delight and growth of the insurance industry.



## Mission

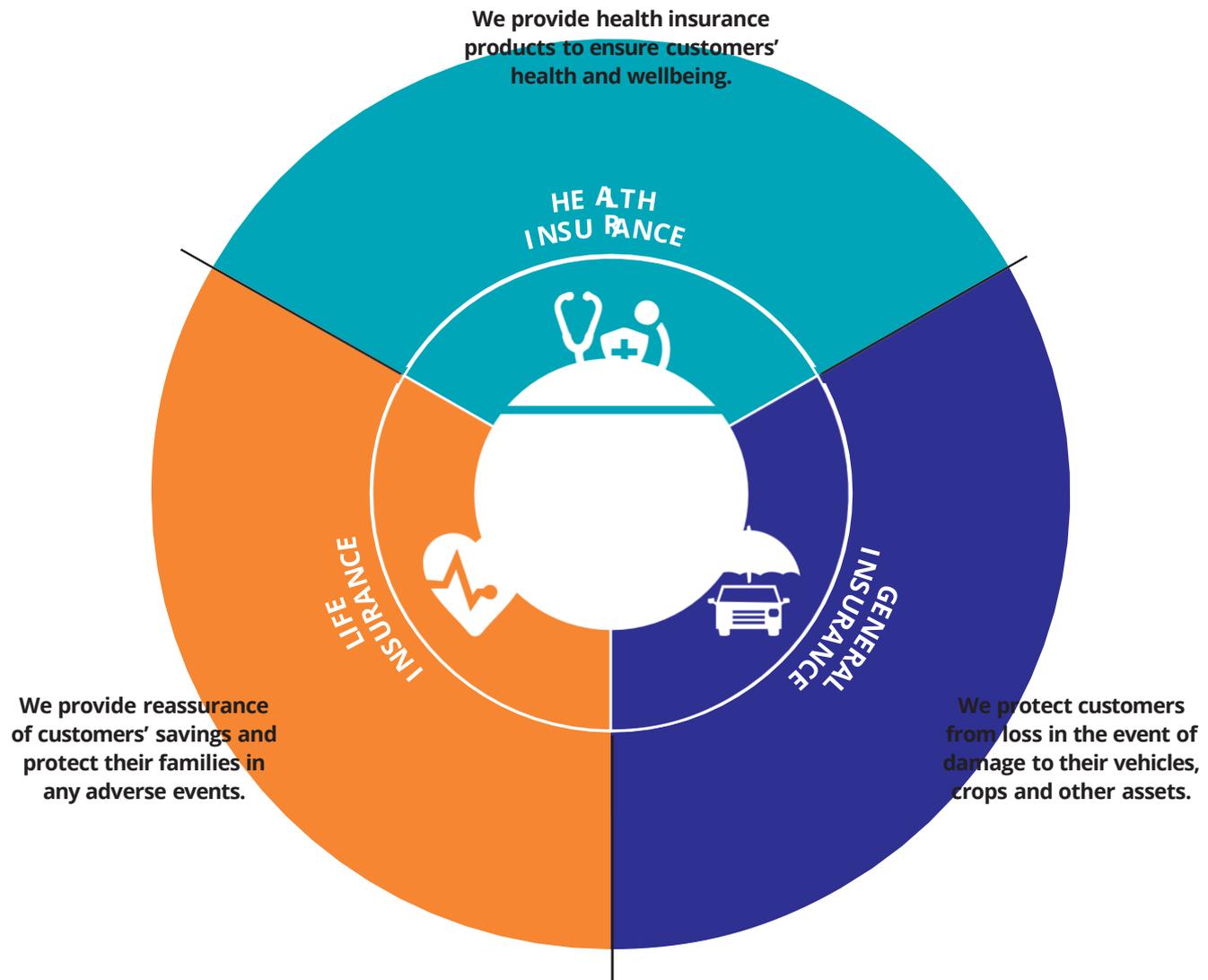
We strive to lead in providing trustworthy and best solutions to translate the financial and physical risks of our customers in insurance protection cover through skilled manpower. We endeavour to create strong and consistent value for our stakeholders and live up to the trust and confidence reposed in us.







## Our Value Driven Business Model



### CREATIVE SUSTAINABLE VALUE FOR ALL STAKEHOLDERS

#### OUR CUSTOMERS

Customers benefit from a range of innovative solutions to meet their evolving aspirations.

#### OUR PEOPLE

We provide opportunities to our people to achieve their potential in a diverse, collaborative and customer-focused culture.

#### OUR SOCIETY

We play a significant role in our communities, as a responsible corporate citizen.

# Our Spectrum of Offerings

## GENERAL INSURANCE



Individual	Commercial/ Industrial
Health Insurance	Property Insurance
PA Insurance	Liability Insurance
Motor Insurance	Group Health Insurance
Professional Indemnity Insurance	Group PA Insurance
Household/Shop Keepers/Office Package Insurance	Project Insurance

## LIFE INSURANCE



Individual	Commercial/ Industrial
Term Insurance	Group Term Insurance
Endowment Insurance	Gratuity and Leave
ULIP Base Product	Encashment Insurance
	Keyman Insurance

## SERVICES THAT WE OFFER



### RISK MANAGEMENT

- Understanding the requirements of varied customer groups
- Identifying and assessing associated risks
- Suggesting risk-mitigation measures
- Devising a cost-effective and an all-inclusive insurance plan

### CLAIMS MANAGEMENT

- Offering professional services to ensure timely and smooth claims settlement process
- Providing reliable information to guide customers in the process of claim processing

### RISK PLACEMENT

- Developing customised insurance and financial products that meet customer requirements
- Ensuring every customer is provided with the right coverage, along with timely renewal of policies



## Management Review



**DURING THE YEAR,  
OUR INCOME  
SURGED FROM  
` 1,164.42 LAKH  
IN FY 2015-16 TO  
` 1,374.49 LAKH  
IN FY 2016-17,  
REGISTERING A  
GROWTH OF 18%.**

### Dear Friends,

India's economy is on an exciting transformation journey. Wide-ranging government reforms are ushering in structural changes across all sectors of the economy.

India's insurance sector plays a pivotal role in channelising disposable incomes back into the economy. With more market players and growing opportunities, the industry is expected to grow exponentially in the coming decades. It has enormous potential to grow - as it accounts for less than 1.5% of the total insurance premium globally, despite having the world's second highest populated country.

The Union Budget 2016-17 has announced encouraging policies

to augment the sector's growth. The foreign direct investment (FDI) allowed for insurance sector has been raised up to 49% without prior approval, from the previous 26%. Moreover, for specific premium annuity policies, service tax has been decreased from 3.5% to 1.4%. Additionally, with its focus on financial inclusion, the Government is initiating measures to extend the reach of insurance companies across the social spectrum.

The Insurance Regulatory and Development Authority of India (IRDAI) has formed two committees to explore ways to promote e-commerce in the insurance sector. E-commerce in the industry can expedite insurance penetration and

drive financial inclusion. Besides, IRDAI intends to issue redesigned initial public offering (IPO) guidelines for insurance companies in India, which are looking to divest equity through the IPO route.

India's insurance industry is slated to gain momentum due to various positive influences - favourable government policies, growing customer awareness, rising per capita income and increasing population.

### Business performance

FY 2016-17 was an encouraging year for us. The number of policies issued in FY 2016-17 rose to 4,66,705 Lakh vis-à-vis 3,27,954 Lakh in FY 2015-16. The year witnessed a sharp increase in the collection of premium at 28,683 Lakh.

During the year, our income surged from ` 1,164.42 Lakh in FY 2015-16 to ` 1,374.49 Lakh in FY 2016-17, a growth of 18%. The net profit enhanced from ` 205.03 Lakh in FY 2015-16 to ` 272.88 Lakh in FY 2016-17, a 33% surge. Our customer base has grown significantly from 3,27,954 in FY 2015-16 to 4,66,705 in FY 2016-17.

### Strategies the propel us

We are reaching out to the underserved and unserved sections of society by leveraging technology. Automation across various processes is helping us penetrate faster and deeper across India with our products and services. Besides, our workforce has increased significantly; and we have equipped our team with automated technologies for more simplified and efficient operations.

Our skilled professionals provide data-backed information to help customers make swift and informed decisions. Over the years, maintaining enduring relationship with our customers has become one of our key strengths and we will continue on the same path for the future. Besides, our focus on integrity, ethics and values has helped us earn a good reputation and grow our market presence.

### Our people

Our workforce is a committed team working towards the actualisation of our objectives. We effectively train our people to interact with customers, and understand their needs to provide them with appropriate solutions. Our workforce contributes immensely towards expanding our market reach. We are enhancing our investments to sharpen their capabilities in line with changing market trends. At the same

### CROP INSURANCE SCHEME

Our crop insurance scheme will provide coverage for all crops, including cash crops and non-cash crops. This will ensure better connectivity with farmers and expand our network in rural and semi-urban areas. The crop insurance segment is envisaged to generate business at par with the general insurance segment in the next three years.

### SPECIFIC INITIATIVES TO CAPITALISE ON THIS OPPORTUNITY

- Hired experienced officials of public sector undertakings (PSUs)
- Imparted need-based training to members across all geographies
- Developing a sales force for our focused geographies

time, we are complying with industry-leading HR practices to attract, build and grow our talent pool.

Moreover, with the new IRDAI guidelines for point-of-sales (POS), we can easily recruit young executives and train them to generate more business.

### Way forward

We are strengthening our operations and working towards building a robust balance sheet. Our aim is to create a future-ready organisation and enhance stakeholder value. We

will continue to focus on spreading awareness and serving the unserved and underserved, by providing customers with the best coverage solutions. Besides, we are making sustained efforts to capitalise on best-in-class technology for a hassle-free experience.

I thank all our stakeholders for helping us build on our strong fundamentals; and seek continued support in harnessing unexplored opportunities.

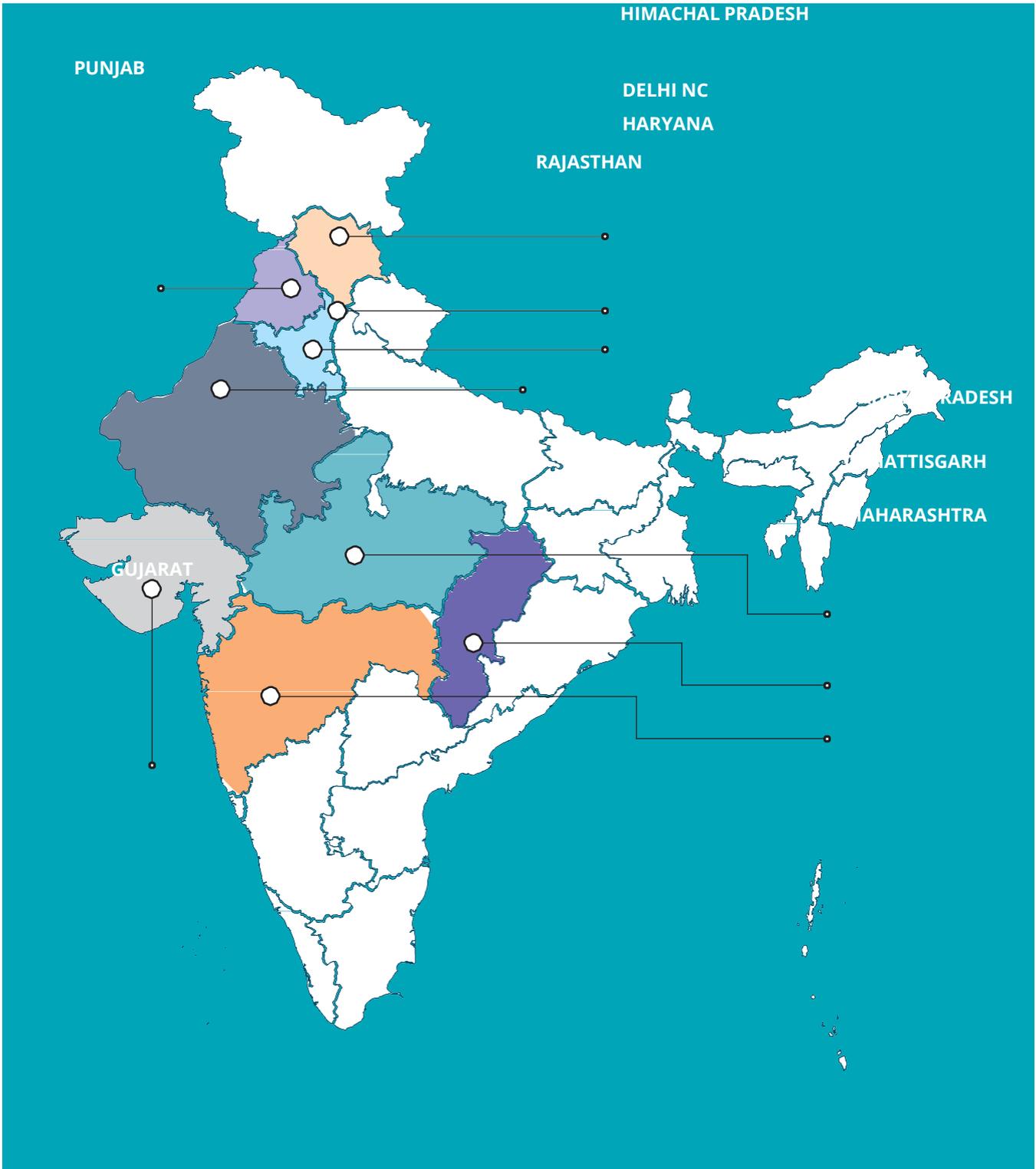
Regards

**Abhishek Tiwari**

Director, CEO & Principal Officer



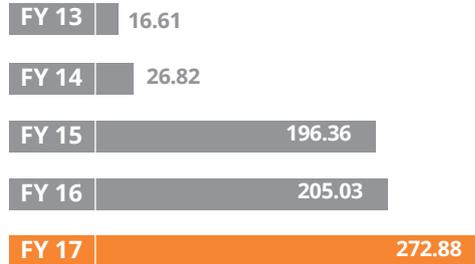
# Geographic Footprint



# Key Performance Indicators

## Net profit

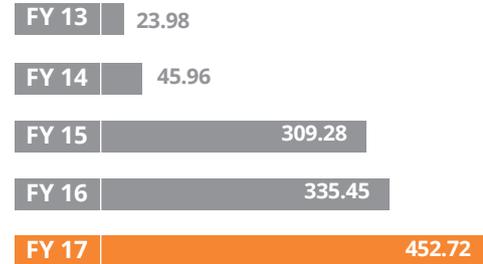
₹ in Lakh



33%  
y-o-y

## EBITDA

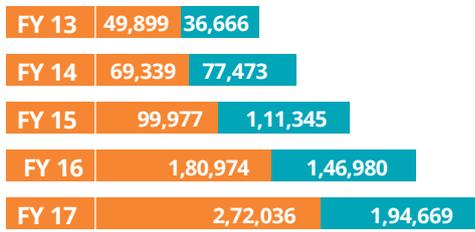
₹ in Lakh



35%  
y-o-y

## Policies issued

Nos.

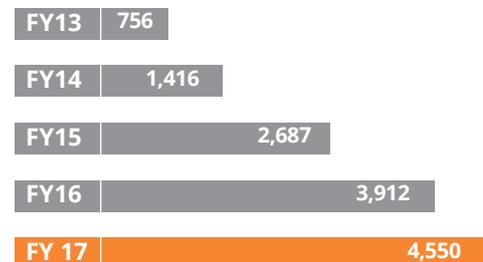


42%  
y-o-y

Crop & Other Insurance Motor

## Claims handled

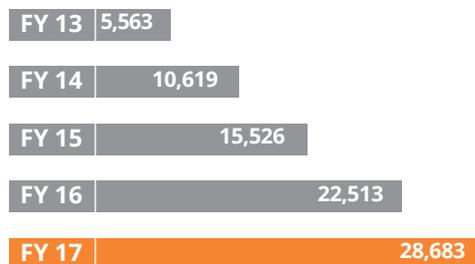
₹ in Lakh



16%  
y-o-y

## Premiums collected

₹ in Lakh



27%  
y-o-y

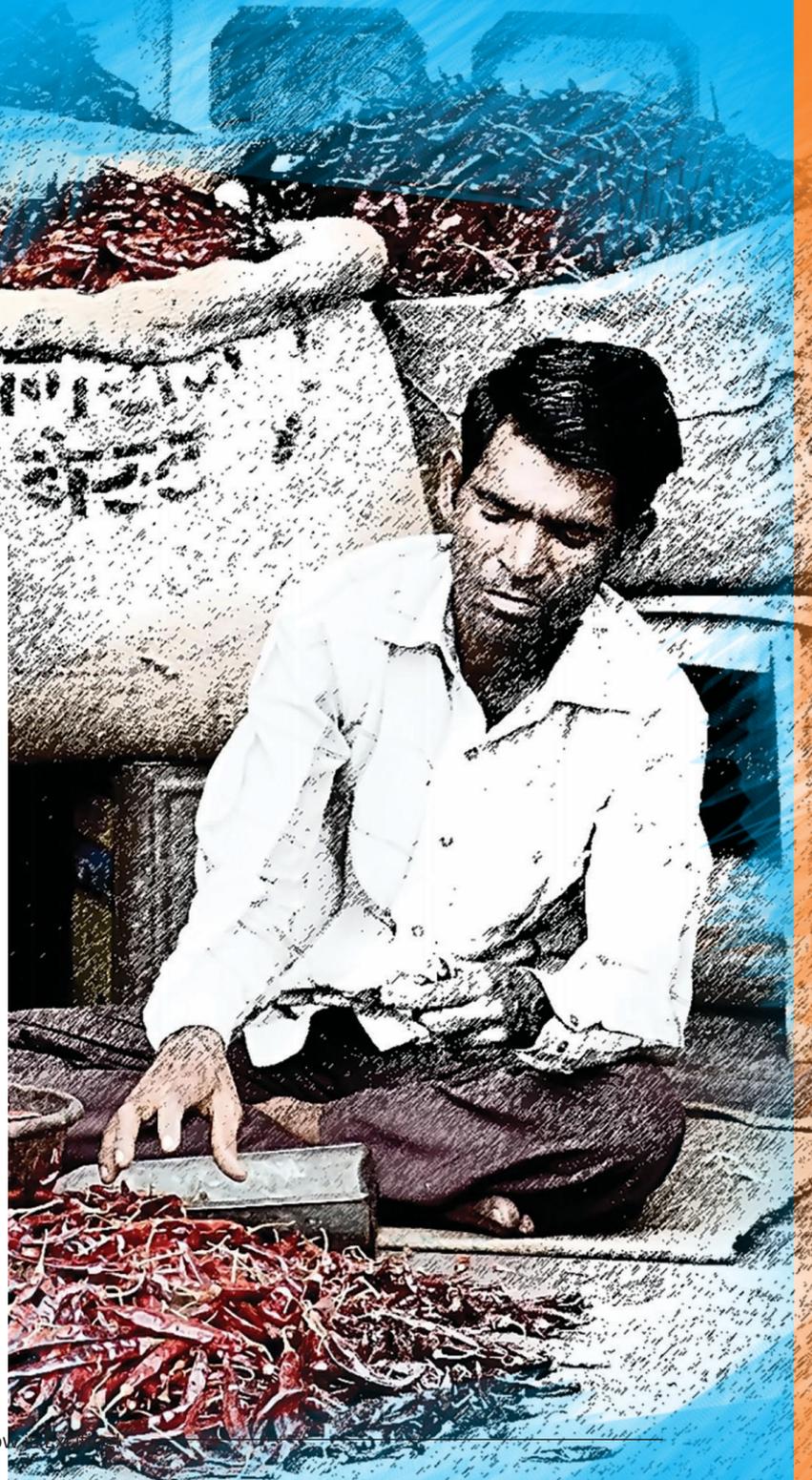


Au INSURANCE  
BROKING SERVICES PVT. LTD.

# REACHING THE UNDERSERVED

**The Government of India is formulating policies that will bolster India's insurance sector. We, at Au Insurance, aim to craft future-ready strategies and increase automation to widen and deepen our reach.**

Tomorrow



**It has always been our aim to serve the underserved and unserved customers. Thus, we have created a vast network to improve our reach in rural and semi-urban India. Moreover, the Insurance Regulatory and Development Authority of India (IRDAI) has issued new point-of-sale (POS) guidelines. These guidelines are catalysing deeper penetration of insurance products. Now, intermediaries are allowed to have point of sales under them, which has increased our reach manifold times.**

With significant increase in workforce and enhanced automation, we are designing special products and strengthening our distribution network in the underserved markets.

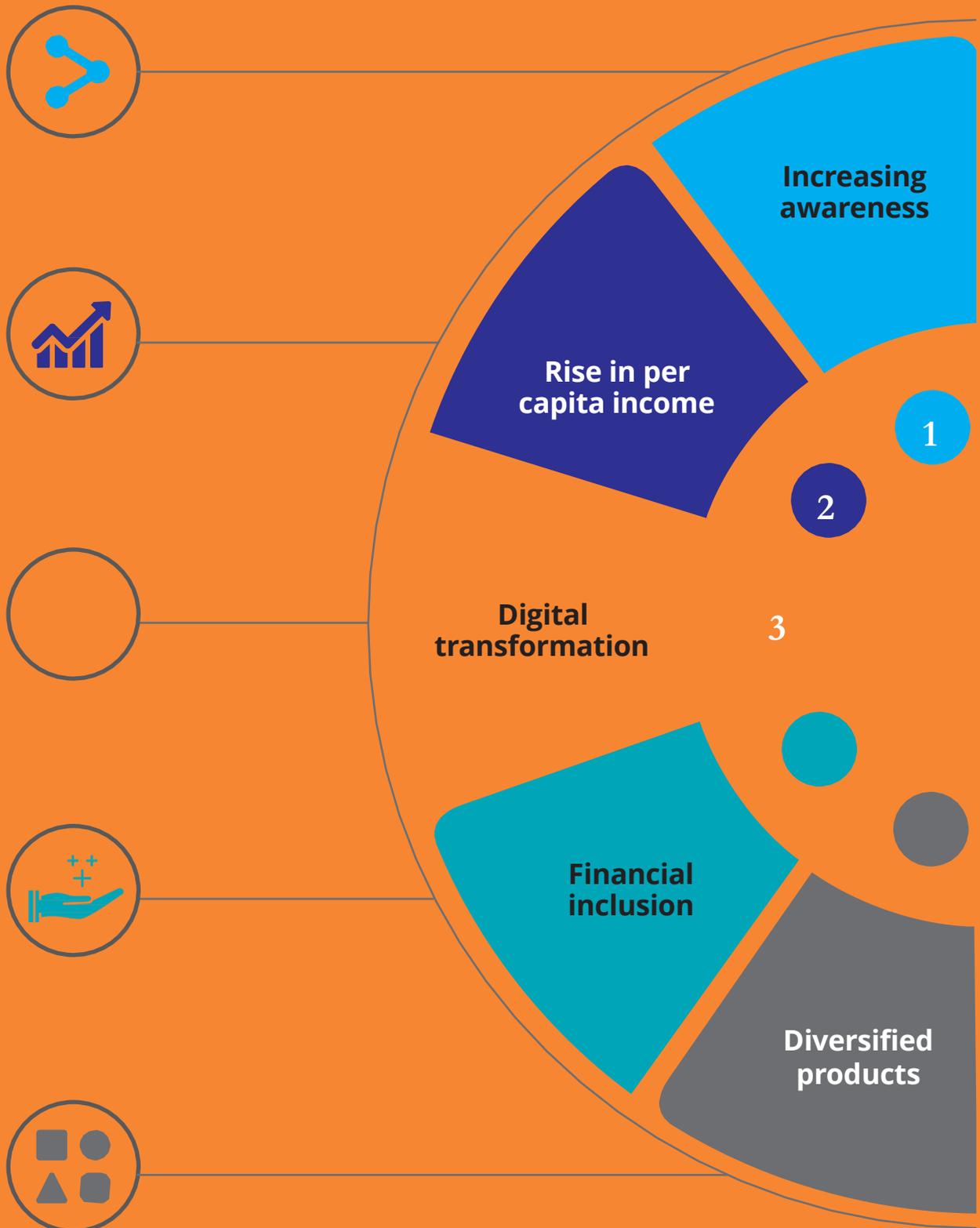
#### **EXPANDING THROUGH AUTOMATION**

- Simplify operations for trainers and point-of-sales executives, who reach out into existing and new markets
- Empower workforce to show and issue policies independently
- Facilitate easy access to statements issued and maintain track record of their policies
- Incorporate mobile-based or tablet-based applications and optimise operational costs





# Key Business Drivers



1

Increased focus on education and enhanced connectivity through social media is raising awareness among Indians. They are becoming more risk conscious and are approaching insurance brokers to provide them with appropriate risk solutions.

2

With the growth in India's economy, its per capita disposable income is on the rise leading to increased spending. People are inclining towards buying more policies and increasing their coverage. The insurance broking business is likely to improve with this development.

3

The introduction of mobile or tablet-based application for the feet-on-street is sure to optimise costs. Development of new technologies is driving the need to restructure the organisation based on an automated platform.

4

With the government's focus on financial inclusion, we are making people aware of the benefits of getting insured. At Au Insurance, we are trying to include more people from the underserved population in the ambit of insurance.

5

As the insurance segment is rapidly growing along with customer awareness, companies are providing various products to cater to different customer requirements. At Au Insurance, we suggest the best policies that cover our customers against various risks.



## Our Board



**Mr. Abhishek Tiwari, Director,  
CEO & Principal Officer**

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Mr. Abhishek Tiwari is a Chartered Accountant and a law graduate from Jaipur. He was appointed as Principal Officer of the Company from 16th September, 2015. He has 15 years of experience in the banking, financial services and insurance (BFSI) domain. Previously, he has served as Chief Operating Officer in Onicra Credit Rating Agency of India Ltd. and in several other roles throughout his prolonged stay at ICICI Bank.

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**Mr. Ajay Sankhla, Director**

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Mr. Ajay Sankhla is a Chartered Accountant by qualification at Jaipur. He is a practicing CA and has 22 years of experience in the field of financial services, credit assessment and so on.

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# **STATUTORY REPORTS AND FINANCIAL STATEMENTS**



# Director's Report

**To,  
The Shareholders  
Au INSURANCE BROKING SERVICES PRIVATE LIMITED**

Your Company's Directors are pleased to present the Eighth report on the business and operations together with the Audited Statement of Accounts and the Auditor's Report for the financial year ended 31st March, 2017.

## Financial summary or highlights/Performance of the Company

Particulars	(` In Lakh)	
	2016-17	2015-16
Total Income	<b>1,374.49</b>	<b>1,164.43</b>
Less: Total expenditure Before: Depreciation and Amortization Expenses:	923.52 37.68	830.29 24.10
Profit / (Loss) before tax	<b>413.28</b>	<b>310.05</b>
Less: Provision for taxations	140.40	105.02
Profit / (Loss) after tax	<b>272.88</b>	<b>205.03</b>

## Operations

The year under review represents Fifth year of your Company's insurance broking operations. Continuing its growth trajectory, the company during the Financial Year 2016-2017, achieved another important milestone of servicing 466,705 policies for both life and non-life customers with total premium collection of ` 28,683 Lakh (net off), resulting in growth in policies sold through AulBS and 27% growth in collection of premium, as compared to last year.

We continue to leverage technology in service processes to provide better services to our customers. The online platform is designed to enable structured processes, faster and enhanced customer experience. We focus to work with responsibility and sensitivity to ensure that customers are supported in the times of grief for claim settlements. This year, Company emphasized on providing advisory services to our customers which translated into reach to more customers & growth in business.

## Reach

Company has 9 branches in 5 different states of the country named Rajasthan, Gujarat, Maharashtra, Punjab and Madhya Pradesh.

Your company plans to open more branches in coming years for increasing its customer base.

## Auditors

M/s. S. R. BATLIBOI & Associates LLP, Chartered Accountants (Firm Registration No: 101049W), the Statutory Auditors of the Company will hold office until the conclusion of the tenth Annual General Meeting of the Company to be held in the year 2019 (subject to ratification of their appointment at every AGM). They have confirmed that their appointment, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013, and that, they are not disqualified for such appointment within the meaning of Section 141 of the Act. The necessary eligibility certificate prescribed under the said Section has been received from them.

Your Directors recommend their appointment as the Statutory Auditors of the Company.

## Extract of Annual Return in terms of sub-section (3) of section 92 of the Companies Act, 2013.

Form MGT-9 is attached to this report as Annexure-1.

## 8(Eight) meetings of the Board were held in the financial year 2016-2017.

The Board Members met 8 (Eight) times during the year under review on May 26, 2016, September 24, 2016, October 21, 2016, November 11, 2016, November 24, 2016, November 29, 2016, December 8, 2016 & January 11, 2017.

## Statement on declaration given by independent directors under sub-section (6) of section 149.

Not applicable

## Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178;

Since the provisions of section 178 are not applicable on the company, the disclosure is not required to be made.

## Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by auditors.

The notes on financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors Report does not contain any qualification, reservation or adverse remark.

**Particulars of loans, guarantees or investments under section 186 of the Companies Act, 2013.**

During the year under review, the company has not made any loan, not given guarantees in respect of any loan and has not made investments, pursuant to the provisions of Section 186 of the Companies Act, 2013.

**Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013,**

During the year under review, the company has not entered into any contracts or arrangements with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013.

**State of the Company's Affairs**

The Company in spite of the Indian economy grappling with sluggishness performed well in all crucial parameters and expects more growth in near future as the Insurance sector is expected to witness favourable growth opportunities, considering the current levels of penetration existing in India. Government of India through its slew of recent measures also helped in facilitation of insurance services. Further, changes in IRDAI Broker Regulations, 2013, also aimed at developing more favourable environment for insurance intermediaries like Au Insurance Broking.

**Amount proposed to be carried to reserves**

The company transferred an amount of `272.88 Lakh towards Reserves and Surplus during the year under review.

**Amount paid by way of dividend during the year**

The Board of Directors in its meeting held on November 29, 2016 had approved payment of interim dividend of ` 69/- per Equity Share (@ 690%) on 7,50,000 Equity Shares of the Company of face value of ` 10/- each fully paid-up aggregating to ` 5,17,50,000/- out of the accumulated balance of profits of the previous years and out of profits of current year of the company for the period ended October 31, 2016 on the equity shares to those shareholders whose names appear in the Register of Members of the company as on November 28, 2016.

**Material changes and commitments, affecting the financial position of the company.**

No material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company

to which the financial statements relate and the date of the report.

**Conservation Of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

In view of the nature of activities being carried out by the Company, provisions of Section 134 (3) (m) of the Companies Act, 2013, read with its applicable rules are not applicable to the Company.

Further, during the year under review, company does not have any Foreign Exchange Earnings and there was no outgo under Foreign Exchange either.

**Development and implementation of a risk management policy for the company including identification therein of elements of risk.**

Company has risk management framework which commensurate with size and nature of business of the company.

**Details about the policy developed and implemented by the company on corporate social responsibility initiatives taken during the year;**

The provisions pertaining to CSR were not applicable on the company, during the period under review.

**Change in Nature of Business**

During the period under review, the company has not changed its nature of business.

**Details of Directors or Key Managerial Personnel who were appointed or have resigned during the year**

Sr. No.	Name	Designation	DIN	Remarks
1	Mr. Sanjay Agarwal	Director	00009526	Resigned (Ceased on December 8, 2016)
2	Mr. Uttam Tibrewal	Director	01024940	Resigned (Ceased on December 8, 2016)
3	Mr. Ajay Sankhla	Additional Director	00214775	Appointment (Appointed on November 11, 2016)



## Director's Report (Contd.)

### **The names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year.**

The requirement is not applicable on the company, as the company has no subsidiary, joint venture or associate company.

### **Default in repayment of deposits or payment of interest thereon during the year**

- (a) At the beginning of the year: NIL
- (b) Maximum during the year: NIL
- (c) At the end of the year: NIL

### **Details of deposits not in compliance with the requirements of Chapter V of the Companies Act, 2013.**

The company has not taken deposits during the period under review.

### **Details of significant and material orders passed by the regulators or courts or tribunals.**

During the year under review, no significant and material orders have been passed by the regulators or courts or tribunals, impacting the going concern status and company's operations in future.

### **Internal Control over Financials Reporting.**

Companies Act, 2013 has introduced a reasonably advanced reporting concept for auditor's i.e. Internal Control over Financials Reporting (ICOFR). Auditors of the company are required to report on adequacy of financials records, authorisation of transaction and safeguarding of assets of the company prepared under Section 143.

Company have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the 2013 Act, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities

### **Public Deposits and Loans / Advances**

During the period under review, your Company has not accepted any deposits from the public or its employees within the meaning of Section 73 of the Companies Act, 2013, and the rules there under.

### **Accounting Policies**

The Company has followed accounting policies generally accepted in India in preparation of the Balance Sheet, Statement of Profit & Loss and Cash Flow for the year 2016-17 and there were no changes in accounting policies made during the year.

### **Composition of Corporate Social Responsibility Committee**

The provisions were not applicable on the company, during the period under review.

### **Composition of Audit Committee**

The provisions were not applicable on the company, during the period under review.

### **Composition of Remuneration Committee**

The provisions were not applicable on the company, during the period under review.

### **Information under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**

The Company has constituted an Internal Compliant Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year no complaint was filed before the said Committee.

### **Re-appointment of Independent Director under section 149(10) of the Companies Act, 2013.**

The Company being private limited company, provisions were not applicable on the company, during the period under review.

### **Statement containing salient features of financial statements of subsidiaries as per first proviso to sub-section (3) of section 129 of the Companies Act, 2013.**

The provisions were not applicable on the company, during the period under review.

### **Reservation and qualification on Secretarial Report – As section 204 of the Companies Act, 2013 is not applicable on the company.**

The provisions were not applicable on the company, during the period under review.

**Formal annual evaluation by the Board of its own performance and that of committees and individual director as per clause (p) of sub section 3 of section 134 of the Companies**

**Act, 2013.**

The provisions were not applicable on the company, during the period under review.

**Revision of financial statements or Board's report under section 131 of the Companies**

**Act, 2013.**

The Company has not revised its financial statements or its Board's report during the period under review.

**Policy on remuneration to Directors, Key Managerial Personnel and Senior Management, pursuant to Section 178 of the Companies**

**Act, 2013.**

The provisions were not applicable on the company, during the period under review.

**Establishment of Vigil Mechanism**

The provisions relating to establishment of Vigil Mechanism were not applicable on the company, during the period under review.

**Policy developed and implemented by the company on Corporate Social Responsibility initiatives taken during the year.**

The provisions were not applicable on the company, during the period under review.

**Receipt of remuneration by the Managing or Whole Time Director from receiving remuneration or commission from the holding company or subsidiary company of the company.**

There were no Directors nominated as Managing or Whole Time Director and the provisions were not applicable on the company, during the period under review.

**Disclosures of Employees pursuant to sub rule 2 & 3 of Rule 5 of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, as in force**

S. No.	Name of Employee	Remuneration received (Amount in `)	Designation	Nature of employment (Contractual/ Otherwise)	Qualifications and experience of the employee;	Date of commencement of employment	The age of such employee	The last employment held by such employee before joining the company	The percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) above; and	Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA



## Director's Report (Contd.)

### Management discussion and analysis

A detailed business review on the operations and financial position of the Company is appended in the Management Discussion and Analysis Section of the Annual Report.

### Compliance with IRDAI Guidelines

The Company has complied with all applicable regulations, guidelines and Circulars issued from time to time by Insurance Regulatory and Development Authority of India (IRDAI) as applicable to a direct Insurance broker company.

### Director's Responsibility Statement:

In pursuance of section 134 (5) of the Companies Act, 2013, read with its applicable rules, the Directors confirm that, to the best of their knowledge and belief:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) that such accounting policies as mentioned in the accounts have been selected and applied consistently, and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017, and of the profit and loss of the Company for the year ended on that date;
- (c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- (d) the annual accounts have been prepared on a 'going concern' basis.
- (e) the internal financial controls to be followed by the company have been laid down and that such internal financial controls are adequate and are operating effectively.
- (f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### Acknowledgment

Your Directors would like to express their sincere appreciation of the cooperation and assistance received from shareholders, bankers Employees, Senior Management, Regulatory bodies and other business constituents during the year under review.

For and on behalf of the Board of Directors

### **Au INSURANCE BROKING SERVICES PRIVATE LIMITED**

**Abhishek Tiwari**

Director

Din No: 03410007

**Ajay Sankhla**

Additional Director

Din No: 00214775

Date: August 28,

2017 Place: JAIPUR

**FORM NO. MGT-9**

Annexure-1

**EXTRACT OF ANNUAL RETURN**

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

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

**I. REGISTRATION AND OTHER DETAILS**

CIN	U67200RJ2010PTC030778
Registration Date	19th January, 2010
Name of the Company	Au INSURANCE BROKING SERVICES PRIVATE LIMITED
Category	Company limited by shares
Sub-Category of the Company	Indian Non-Government Company
Address of the Registered office and contact Details	3 <sup>rd</sup> floor, Maker Tower, Beside Gopalpura Pulia, Tonk Road, Jaipur -302015, Rajasthan
Whether listed company	NO
Name, Address and Contact details of Registrar and Transfer Agent	NA

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sr. No.	Name and description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1.	Rendering Insurance Broking and Advisory Services in both life and general insurance segments.	6619	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY :**

Sr. No.	Name and address of the company	CIN/GLN	Holdings/Subsidiary/ Associate	% of shares held	Applicable section
1	-	-	-	-	-

**IV. SHARE HOLDING PATTERN ( Equity share capital breakup as percentage of Total equity )****i. Category wise shareholding**

Category of Share holders	No. of Shares held at the beginning of the year			% of Total Shares	No. of Shares held at the end of the year			% of Total Shares	% of Change During
	Demat	Physical	Total		Demat	Physical	Total		
a) Individuals / HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	0	195000	195000	26.00%	0	749900	749900	99.99%	73.99%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(1)</b>	<b>0</b>	<b>195000</b>	<b>195000</b>	<b>26.00%</b>	<b>0</b>	<b>749900</b>	<b>749900</b>	<b>99.99%</b>	<b>73.99%</b>
<b>(2) Foreign</b>	-	-	-	-	-	-	-	-	-
a) NRIs –Individuals	-	-	-	-	-	-	-	-	-
b) Other –Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-



## Annexure-1

Category of Share holders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change During
	Demat	Physical	Total	% of Total Share s	Demat	Physical	Total	% of Total Share s	
	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>0</b>	<b>195000</b>	<b>195000</b>	<b>26.00%</b>	<b>0</b>	<b>749900</b>	<b>749900</b>	<b>99.99%</b>	<b>73.99%</b>
<b>B. Public Shareholding</b>	-	-	-	-	-	-	-	-	-
<b>1. Institutions</b>	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Trust	-	-	-	-	-	-	-	-	-
<b>Sub-total(B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>	<b>0.00%</b>
<b>2. Non Institutions</b>	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individual	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ` 1 Lakh	-	-	-	-	-	100	100	0.01%	0.01%
ii) Individual shareholders holding nominal share capital in excess of ` 1 Lakh	0	555000	555000	74.00%	0	-	-	-	(74.00%)
c) Other (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	<b>0</b>	<b>555000</b>	<b>555000</b>	<b>74.00%</b>	<b>100</b>	<b>100</b>	<b>00.01%</b>	<b>00.01%</b>	<b>(73.99%)</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>c. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>750000</b>	<b>750000</b>	<b>750000</b>	<b>100.00%</b>	<b>0</b>	<b>750000</b>	<b>750000</b>	<b>100.00%</b>	<b>0.00%</b>

## Annexure-1

**(ii) Shareholding of Promoters**

S. No	Share Holder's Name	Shareholding at the beginning of the year			Share Holding at the end of 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	<b>Sanjay Agarwal</b> The shares are held in	100	0.01%	0.00%	0	0.00%	0.00%
2	the beneficial interest of Au FINANCIERS (INDIA) LTD. u/s 187C of the Companies Act, 1956 <b>Uttam Tibrewal</b>	100	0.01%	0.00%	0	0.00%	0.00%
3	The shares are held in the beneficial interest of Au FINANCIERS (INDIA) LTD. u/s 187C of the Companies Act, 1956 <b>Au FINANCIERS (INDIA) LIMITED</b>	194,800	25.8%	0.00%	0	0.00%	0.00%
<b>Total</b>		<b>195,000</b>	<b>26.00%</b>	<b>0.00%</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>

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

Sr. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	At the beginning	195,000	26.00%	195,000	26.00%
2	of the year	-	-	-	-
3	Add: Less: At the End of the year	195,000 0	26.00% 0.00%	195,000 0	26.00% 0.00%

**(iv) Shareholding pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	At the beginning of the year	-	-	-	-
2	Add:	-	-	749,900	99.99%
3	Less:	-	-	-	-
<b>At the End of the year</b>		<b>-</b>	<b>-</b>	<b>749,900</b>	<b>99.99%</b>

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sr. No	For Each of the Director and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Sanjay Agarwal ( Director)	555,000	74.00%	555,000	74.00%
	Increase / Decrease during the year at the end of the year	(555,000)	(74.00%)	(555,000)	(74.00%)
2	Uttam Tibrewal (Director)	0	0.00%	0	0.00%
	Increase / Decrease during the year at the end of the year	-	0.00%	-	-
		0	0.00%	0	0.00%



## Annexure-1

### v. Indebtedness of the Company including interest outstanding/accrued but not due for payment

(' In Lakh)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Indebtedness	Total
Indebtedness at the beginning of the financial year	7.91	NIL	NIL		
i) Principal Amount	NIL	NIL	NIL		NIL
ii) Interest due but not paid	NIL	NIL	NIL		NIL
iii) Interest accrued but not due	NIL	NIL	NIL		NIL
Changes in Indebtedness during the financial year	NIL	NIL	NIL		NIL
Addition	NIL	NIL	NIL		NIL
Repayment	2.92	NIL	NIL		2.92
Indebtedness at the end of the financial year	NIL	NIL	NIL		NIL
i) Principal Amount	4.99	NIL	NIL		4.99
ii) Interest due but not paid	NIL	NIL	NIL		NIL
iii) Interest accrued but not due	NIL	NIL	NIL		NIL

## VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manger	Total Amount
1.	Gross salary	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961		
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission	NIL	NIL
	o as % of profit		
	o others specify		
5	Others please specify	NIL	NIL
	<b>Total (A)</b>	<b>NIL</b>	<b>NIL</b>
	Ceiling as per the Act	NIL	NIL

### B. Remuneration to other directors:

(KMP's remuneration are separately shown under point C)

Sl. No	Particulars of Remuneration	Name of Directors	Total amount
1.	Independent Directors		
	o For attending board committee meetings	<b>NIL</b>	
	o Commission		
	o Others, Please specify		
	<b>Total (1)</b>		
2.	Other Non-Executive Directors	NIL	
	o Fee for attending board committee meetings		
	o Commission		
	o Others, Please specify		
	<b>Total (2)</b>	<b>NIL</b>	
	<b>Total (B)=(1)+(2)</b>	<b>NIL</b>	
	<b>Total managerial remuneration</b>	<b>NIL</b>	
	Overall ceiling as per the Act	NIL	

## Annexure-1

**C. Remuneration to Key Managerial Personnel other than Md/Manager/Wtd**

( In Lakh)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Director & CEO (Mr. Abhishek Tiwari)	Company Secretary	Additional Director (Mr. Ajay Sankhla)	
	contained in Section 17(1) of the income tax act,1961				
	(b) Value of perquisites u/s 17(2) Income tax act,1961	NIL	NA	NIL	NIL
	(c) Profits in lieu of salary u/s 17(3) Income tax Act,1961	NIL	NA	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission -as a % of profit -others, specify	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
	<b>Total ( in Lakh)</b>	<b>44.00</b>	<b>NIL</b>	<b>NIL</b>	<b>44.00</b>

**VII) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

There were neither any Penalties levied on the Company nor any punishment was granted and no compounding of offences was carried out during the year.

Type	Section of the Companies Act	Brief description	Details of penalty / punishment / compounding fees imposed	Authority { RD/ NCLT/COURT }	Appeal made, if any
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>Directors</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>Other officers in default</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-



# MANAGEMENT DISCUSSION AND ANALYSIS

## Indian economy

Amid a sluggish global economic landscape, India emerged with a robust GDP of 7.1%. This growth was fuelled by macro-economic factors, such as increased consumption, low inflation and interest rates, fiscal stability and balanced currency and bold government reforms.

India's informal economy was disarmed for a short phase in FY 2016-17, owing to demonetisation of the country's two highest-value currency notes. However, demonetisation is expected to have a beneficial long-term impact on the economy, including reduced corruption, channelisation of savings, and enhanced digitalisation and formalisation of the economy.

Another much-awaited economic reform is the implementation of the Goods and Services Tax (GST), in July 2017. GST is designed to transform India's fragmented indirect taxation system into a unified framework that will eventually convert India into a desegregated unified market. GST is expected to enhance transparency and digitalisation in the economy.

Going forward, India's economy is predicted to grow at 7.4% in FY 2017-18 owing to favourable monsoons, streamlined banking access, urbanisation and increased foreign direct investments, among others. Moreover, Government initiatives like Digital India, Make in India, Skill India, and so on will improve infrastructure and promote domestic manufacturing, enabling India's growth.

## Sector-wise GDP growth

Sectors	2014-15	2015-16	2016-17
Agriculture and food management	1.1	1.1	4.1
Industry	5.9	7.4	5.2
Services	9.1	8.9	8.8

Source: CSO

## Indian insurance industry

India's insurance market is the world's 15th largest insurance market - in terms of premium volume. And thus, India's insurance sector offers huge business opportunities with its current size of USD 60 billion. India's insurance industry has 53 companies, of which 24 provide life insurance services and the other 29 are non-life insurers.

(Source: Introduction doc)

Stronger group businesses favoured India's divergent premium growth. Individual single premiums received in 2016 were around USD 1.02 billion, compared to USD 0.16 billion in 2015, registering over 500% growth. (Source: IBEF presentation April 2017) India's insurance sector grew at about 23% between October 2016 and February 2017. A robust economy and higher private sector investments in the sector are likely to facilitate growth of India's insurance industry.

Despite being the second most populous country, India has low insurance penetration, primarily due to scant coverage beyond urban landscape and lack of customer awareness. Currently, India accounts for less than 1.5% of the world's total insurance premiums and about 2% of the world's life insurance premiums.

## Government initiatives

### The Union Budget 2017-18 is expected to propel the insurance sector:

- Huge subsidies have been offered on premiums of Pradhan Mantri Fasal Bima Yojana (PMFBY). As a result, the number of beneficiaries are likely to rise to 50% in the next two years from the present 20%. A sum of USD 1.35 billion has been allocated under PMFBY for crop insurance in 2017-18.
- The Cabinet has approved the public listing of five Government-owned general insurance companies, reducing the Government's stake to 75% from 100%. It is expected to bring higher levels of transparency and accountability, and meet fund requirements for these companies.
- The Insurance Regulatory and Development Authority of India (IRDAI) has allowed insurers to invest up to 10% in additional tier 1 (AT1) bonds that are issued by banks to augment their tier 1 capital. Moreover, this will allow banks to expand their pool of eligible investors.
- The IRDAI (Obligations of Insurers to Rural and Social Sectors) Regulations, 2015 imposes obligations on insurers to provide insurance cover to rural and economically weaker sections of society.
- With the strengthening of the Government's Digital India campaign, it is expected to improve insurance penetration across rural India, as people begin to buy policies online.

- IRDAI has issued new point of sales (POS) guidelines, wherein any individual who have graduated 10th standard is eligible to become a POS. This increased strength of workforce guideline will generate more business and boost penetration of insurance products.

### Key strategies adopted by insurance sector

Cost optimisation	Differentiation
Industry players are introducing innovative, low-cost products and are banking on information technology (IT) to automate various processes and cut costs, without affecting quality of service. From October 2016, IRDAI has mandated having an E-insurance (electronic insurance) account to purchase insurance policies.	Companies are trying to differentiate themselves by providing a spectrum of products with innovative features to stand out in the market and gain better share.
Focus	Insurance (Amendment) Law 2015
Insurance companies are offering differentiated products under one service line to remain focused and efficient.	The Insurance Law (Amendment) Bill, 2015, raised the foreign investment cap in the sector from 26% to 49%.

### Growth drivers

- Emergence of new distribution channels:** New distribution channels like bancassurance, online distribution and non-banking financial companies (NBFCs) have widened the reach of insurance and reduced its cost. Firms have tied up with local NGOs to target lucrative rural markets, thereby driving penetration.
- Rising income:** The number of middle-class households is estimated to increase over fourfold to 148 million by 2030 from 32 million in 2010. Rising per

capita income and rural income will lead to increased spending on medical and healthcare services.

- Growing market share of private players:** As the Government relaxes norms for private players in the insurance sector, the industry is likely to benefit. Moreover, in FY 2016-17, the total premium in the industry for life insurance and non-life insurance divisions increased by 29.6% and 41.2%, respectively indicating healthy growth of the sector.

- Launch of innovative products:** The launch of innovative products, such as Unit Linked Insurance Plans (ULIPs) has elevated the life insurance sector. Customisation of traditional products to meet specific needs of Indian consumers will make the industry customer-specific and help gain loyalty.

- Higher incidence of chronic lifestyle diseases:** Lifestyle diseases are set to account for a greater part of the healthcare market. This will make consumers more cautious towards their health and safety coverage, resulting in more people buying insurance.

- Digital transformation:** New technologies are helping insurers to optimise costs and are driving the need to restructure the insurance sector.

### General insurance

The general insurance (GI) business in India is growing at a healthy rate of 17% and is currently a ` 1,27,546.74 crore (USD 19.13 billion) premium per annum industry. The GI sector is largely centred around the two-wheeler insurance segment and received a premium income of ` 105.25 billion during FY 2016-17, recording a 12% growth.

The core performance objectives for the industry are:

- Provide universal access and adequate coverage of needs
- Return value to shareholders
- Deliver superior consumer experience and build loyalty

(Source: India General Insurance Vision 2025)

Due to under-penetration of GI, there is headroom for the industry to grow and reach deeper into the markets and build a strong network. To further strengthen the industry,

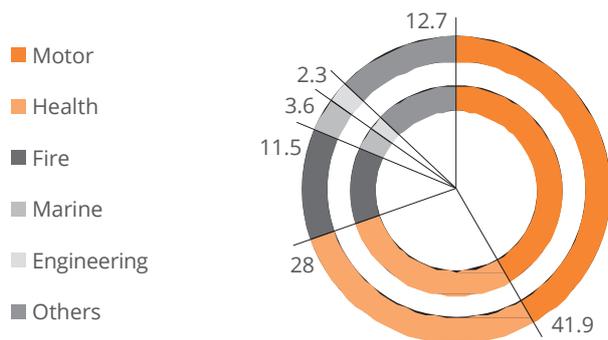


## Management discussion and analysis (Contd.)

the Government announced its plans to divest USD 1.63 billion worth of stakes in Public Sector Undertaking (PSU) GI companies.

(Source: IBEF April 2017)

### Breakup of non-life insurance market in India (FY17<sup>(1)</sup>) (%)



#### Life insurance

In FY 2016, India's gross premium written for life insurance sector stood at USD 54.58 billion. In November 2016, total growth in life insurance premium was around USD 2.38 billion, compared to USD 1.12 billion in November 2015, witnessing growth of 113%. For the same period, the individual single premium grew by USD 995 million, vis-à-vis USD 164.06 million in 2015, recording a rise of over 500%.

During the first half of the financial year 2016-17, the life insurance industry reported 20% growth in overall Annual Premium Equivalent (APE). The key player, Life Insurance Corporation (LIC), accounted for 72.61% of India's insurance market.

The life insurance sector is projected to collect over USD 160 billion in the next 10 years. Despite multiple challenges, the industry has the potential to grow 2 to 2.5 times by 2020, bolstered by long-term trends and fundamentals underlying household savings.

(Source: IBEF presentation April 2017)

#### Health insurance

Increasing health awareness and disposable incomes among Indians, rise in non-communicable diseases and growing population are contributing to India's health insurance industry. At USD 2.95 billion (till November

2016), the health segment seized 23.63% share in gross direct premiums earned in India.

Lifestyle diseases are set to account for a greater part of the healthcare market. But only 1.5 to 2% of the total healthcare expenditure in India is currently covered by insurance providers, which unfolds a plethora of opportunities for the health insurance sector.

The growth drivers for health insurance sector are:

- Government-sponsored initiatives, such as Rashtriya Swasth Bima Yojna (RSBY) and Employees' State Insurance Corporation (ESIC) are likely to increase public awareness
- Educating people about benefits of health insurance, along with providing incentives and free check-ups, will increase penetration
- Introduction of health insurance portability is expected to augment the orderly growth of the health insurance sector
- Government-sponsored programmes are likely to provide coverage to nearly 380 million people by 2020, giving a major boost to the business

#### Industry outlook

The country's insurance market is expected to quadruple in size over the next 10 years and is slated to cross USD 280 billion by 2020. Private insurance coverage is estimated to grow by nearly 15% annually till 2020.

India's insurable population is likely to touch 750 million in 2020, with life expectancy reaching 74 years. Furthermore, people are likely to divest 35% of their total savings in life insurance by the end of this decade, compared to 26% in 2009-10.

Low penetration of insurance and projected growth of India's economy are the major expansion opportunities for the sector. Demographic factors, such as growing middle class, young insurable population, mounting awareness of the need for protection and retirement planning will act as catalysts for the promising future of India's life insurance sector.

**Au Insurance Broking Services Overview**

Au Insurance was incorporated in Rajasthan under Insurance Brokers Regulations, 2002, as a direct insurance broker by IRDA. The Company is committed to provide transparent and reliable insurance broking services for all types of life insurance, general insurance and risk management solutions.

It is dedicated to facilitate informed solutions. The Company functions with the objective to cater to the un-

insured and under-insured masses of India, bridging the gap in the present insurance services verticals like risk management, claims assistance and claims consultancy.

Au Insurance is committed to provide authentic, timely and well-judged information and insurance services to customers, which sets it apart. The Company has a team of qualified professionals dedicated to provide accurate and comprehensive information that would help customers in making informed decision and alleviate their risks.

**Strengths that drive us**





# Independent Auditor's Report

## To the Members of Au Insurance Broking Services Private Limited

### Report on the Financial Statements

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

### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with 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 and the Companies (Accounting Standards) Amendment Rules, 2016. 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 the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 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 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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2017, its profit, and its cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

- (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016;
- (e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act;
- (f) This report does not include Report on the internal financial controls under clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the 'Report on internal financial controls'), since in our opinion and according to the information and explanation given to us, the said report on internal financial controls is not applicable to the Company basis the exemption available to the Company under MCA notification no. G.S.R. 583(E) dated June 13, 2017, read with corrigendum dated July 13, 2017 on reporting on internal financial controls over financial reporting.
- (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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. As per books of accounts of the Company and as represented by the management of the Company, the Company did not have cash balance as on November 8, 2016 and December 30, 2016 and had no cash dealings during this period. – Refer Note 31 to the financial statements.
3. We report that, as required by regulation 29(6) of the Insurance Regulatory and Development Authority (Insurance Brokers) Regulations, 2013 ("IRDA Regulation"), the Company has obtained certificates from an independent Chartered Accountant confirming compliance with various regulation of the IRDA Regulations with specific reference to regulation 9, 11, 12, 13 and 25 for the year ended March 31, 2017. Based on said certificates, we confirm that the Company has complied with various regulations for the year ended March 31, 2017 as mentioned in these certificates. For the purpose of our reporting, we have relied on above mentioned certificates obtained by the Company and have not performed any additional procedures in this regard.

For **S.R. BATLIBOI & ASSOCIATES LLP**

ICAI Firm's Registration Number:  
101049W/E300004

Chartered Accountants  
per **Amit Kabra**

Partner

Jaipur  
August 28, 2017

Membership Number: 094533



## **Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date**

### **Re: Au Insurance Broking Services Private Limited**

- |  |  |
|--|--|
| <p>(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.</p> <p>(b) Fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.</p> <p>(c) According to the information and explanations given by the management, there are no immovable properties included in fixed assets of the Company and accordingly the requirements under clause 3(i)(c) of the Order are not applicable to the Company.</p> | <p>(vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under section 148(1) of the Act, for the services of the Company.</p>  |
| <p>(ii) The Company's business does not involve inventories and, accordingly, the requirements under clause 3(ii) of the Order are not applicable to the Company and hence not commented upon.</p>   | <p>(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.</p> <p>According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.</p> |
| <p>(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.</p>   | <p>(b) According to the information and explanations given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, customs duty, excise duty, value added tax and cess which have not been deposited on account of any dispute.</p>  |
| <p>(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Act are applicable and hence not commented upon.</p>  | <p>(viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of dues to a bank. The Company did not have any outstanding in respect of a financial institution or debenture holders or government during the year.</p>   |
| <p>(v) The Company has not accepted any deposits from the public.</p>  | <p>(ix) According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans hence reporting under clause (ix) of the Order is not applicable to the Company and hence not commented upon.</p>   |

- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the provisions of section 197, read with Schedule V of the Act, are not applicable to the Company and hence reporting requirement under clause 3(xi) of the Order is not applicable and, not commented upon.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence, reporting requirements under clause 3(xiv) of the Order are not applicable to the Company and, not commented upon.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S.R. BATLIBOI & ASSOCIATES LLP**

ICAI Firm's Registration Number:  
101049W/E300004

Chartered Accountants

per **Amit Kabra**

Partner

Membership Number: 094533

Jaipur

August 28, 2017



# Balance Sheet

as at March 31, 2017

	Note No.	(In `)	
		As at March 31, 2017	As at March 31, 2016
<b>Equity and liabilities</b>			
<b>Shareholder's funds</b>	3	75,00,000	75,00,000
Share capital			
Reserves & surplus	4	90,82,359	4,40,79,200
<b>Non-current liabilities</b>		<b>1,65,82,359</b>	<b>5,15,79,200</b>
Long-term borrowings	5	1,75,109	4,99,018
Other Long-term liabilities	6	1,56,472	1,56,472
Long-term provisions	7	36,65,455	29,13,631
<b>Current liabilities</b>		<b>39,97,036</b>	<b>35,69,121</b>
Other current liabilities	8	1,35,39,692	1,50,20,957
Short-term provisions	9	12,71,881	1,11,164
<b>TOTAL</b>		<b>3,53,90,968</b>	<b>7,02,80,442</b>
<b>Assets</b>			
<b>Non-current assets</b>			
Fixed assets			
Property, Plant and Equipment	10	41,59,521	41,45,172
Intangible assets	11	5,77,546	2,60,306
Deferred tax assets (net)	12	14,30,510	10,20,810
Long-term loans and advances	13	9,05,560	6,88,060
Other non-current assets	14	15,00,000	15,00,000
<b>Current assets</b>		<b>85,73,137</b>	<b>76,14,348</b>
Current investments	15	72,79,224	3,44,93,987
Trade Receivable	16	11,13,754	44,63,834
Cash & bank balances	17	63,64,832	53,73,295
Short-term loans and advances	18	24,73,588	43,05,030
Other current assets	19	95,86,433	1,40,29,948
<b>TOTAL</b>		<b>2,68,17,831</b>	<b>6,26,66,094</b>
<b>Summary of significant accounting policies</b>	2.1	<b>3,53,90,968</b>	<b>7,02,80,442</b>

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**For S.R. BATLIBOI & ASSOCIATES LLP**  
ICAI Firm Registration No.  
101049W/E300004 Chartered Accountants

**per Amit Kabra**  
Partner  
Membership No. 094533

Place: Jaipur  
Date: August 28, 2017

**For and on behalf of the Board of Directors**  
**Au Insurance Broking Services Private Limited**

**Abhishek Tiwari**  
(Director)  
DIN- 03410007

**Ajay Sankhla**  
(Additional Director)  
DIN- 00214775

Place: Jaipur  
Date: August 28, 2017

## Statement of Profit and Loss

for the year ended March 31, 2017

	Note No.	Year ended March 31, 2017	Year ended March 31, 2016
(In `)			
<b>Income</b>			
Revenue from operations	20	13,24,43,593	11,44,31,834
Other income	21	50,05,453	20,11,552
<b>Total income (i)</b>		<b>13,74,49,046</b>	<b>11,64,43,386</b>
<b>Expenses</b>	22	7,32,44,754	6,51,02,408
Employee benefit expenses			
Finance costs	23	1,74,835	1,30,238
Operative & other expenses	24	1,89,32,625	1,77,95,862
Depreciation and amortization expense		37,68,417	24,10,321
<b>Total expenses (ii)</b>		<b>9,61,20,631</b>	<b>8,54,38,829</b>
<b>Profit before tax (iii) = (i)-(ii)</b>		<b>4,13,28,415</b>	<b>3,10,04,557</b>
<b>Tax expenses:</b>			
Current tax	25	1,40,98,796	1,08,23,777
Deferred tax	25	(4,09,700)	(4,28,940)
Adjustment of tax relating to earlier period		3,51,060	1,06,684
<b>Total tax expenses (iv)</b>		<b>1,40,40,156</b>	<b>1,05,01,521</b>
<b>Profit after tax (iii)-(iv)</b>		<b>2,72,88,259</b>	<b>2,05,03,036</b>
<b>Earnings per equity share</b>	26		
Basic (`)		36.38	27.34
Diluted (`)		36.38	27.34
Nominal value per share (`)		10.00	10.00
<b>Summary of significant accounting policies</b>	2.1		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**For S.R. BATLIBOI & ASSOCIATES LLP**

ICAI Firm Registration No.

101049W/E300004 Chartered Accountants

**per Amit Kabra**

Partner

Membership No. 094533

Place: Jaipur

Date: August 28, 2017

**For and on behalf of the Board of Directors**

**Au Insurance Broking Services Private Limited**

**Abhishek Tiwari**

(Director)

DIN- 03410007

Place: Jaipur

Date: August 28, 2017

**Ajay Sankhla**

(Additional Director)

DIN- 00214775



# Cash Flow Statement

for the year ended March 31, 2017

	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
<b>Cash flow from operating activities</b>	4,13,28,415	3,10,04,557
<b>Net profit before tax as per statement of profit and loss</b>		
<b>Add/ (Less) :</b>		
Depreciation and amortization expense	37,68,417	24,10,321
Interest on fixed deposit	(2,50,721)	(2,63,658)
Profit on sale of investments	(46,30,137)	(15,23,730)
Finance cost	1,74,835	1,30,238
Interest on Income Tax Refund	(1,24,595)	(2,08,510)
<b>Operating profit before working capital changes</b>	<b>4,02,66,214</b>	<b>3,15,49,218</b>
<b>Movement in working capital:</b>		
(Increase) / decrease in long term loans and advances	(2,17,500)	(2,69,560)
(Increase) / decrease in short term loans and advances	(1,92,614)	(72,235)
(Increase) / decrease in Trade Receivable	33,50,080	(40,45,859)
(Increase) / decrease in other current assets	44,43,515	(59,09,656)
Increase / (decrease) in long term provisions	7,51,824	10,10,893
Increase / (decrease) in other current liabilities	(15,13,422)	46,95,496
Increase / (decrease) in short term provisions	1,127	66,23,010
<b>Cash generated from/ (used in) operations</b>	<b>4,68,89,224</b>	<b>2,40,93,966</b>
Direct taxes paid	(1,11,41,614)	(89,54,715)
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>3,57,47,610</b>	<b>1,51,39,251</b>
<b>Cash flows from investing activities</b>		
<b>Inflow (outflow) on account of :</b>		
Purchase of fixed assets	(41,00,006)	(34,13,740)
Purchase of investments	(14,77,50,000)	(9,93,00,000)
Sale of investments	17,95,94,900	9,09,76,606
Interest on fixed deposits	2,50,721	2,63,658
<b>Net cash flow from/ (used in) investing activities (B)</b>	<b>2,79,95,615</b>	<b>(1,14,73,476)</b>
<b>Cash flows from financing activities :</b>		
Finance cost	(1,74,835)	(1,30,238)
Repayment of Borrowings	(2,91,752)	(2,62,787)
Interim Dividend distributed	(5,17,50,000)	-
Dividend Distribution Tax paid	(1,05,35,100)	-

# Cash Flow Statement

for the year ended March 31, 2017

	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
<b>Net cash flow from/ (used in) in financing activities (C)</b>	<b>(6,27,51,687)</b>	<b>(3,93,025)</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>9,91,537</b>	<b>32,72,750</b>
Cash and cash equivalents as at the beginning of the year	53,73,295	21,00,545
<b>Cash and cash equivalents at the end of the year</b>	<b>63,64,832</b>	<b>53,73,295</b>
<b>Components of cash and cash equivalents</b>		
Cash on hand	-	-
Balance with banks		
In current accounts	48,64,832	38,73,295
In deposit account	15,00,000	15,00,000
	63,64,832	53,73,295
<b>Total cash and cash equivalents</b>	<b>2.1</b>	
Summary of significant accounting policies		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**For S.R. BATLIBOI & ASSOCIATES LLP**

ICAI Firm Registration No.

101049W/E300004 Chartered Accountants

**per Amit Kabra**

Partner

Membership No. 094533

Place: Jaipur

Date: August 28, 2017

**For and on behalf of the Board of Directors**

**Au Insurance Broking Services Private Limited**

**Abhishek Tiwari**

(Director)

DIN- 03410007

Place: Jaipur

Date: August 28, 2017

**Ajay Sankhla**

(Additional Director)

DIN- 00214775



# Notes to the financial statements

for the year ended 31 March 2017

## Significant accounting policies:

### 1 Corporate information

Au Insurance Broking Services Private Limited ('the Company') is a private limited Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company has been set up to act as a broker for insurance products and has received a Direct Insurance Broker's license from the Insurance Regulatory and Development Authority ('IRDA').

### 2 Basis of preparation

The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention.

#### 2.1 Summary of significant accounting policies

##### (a) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

##### (b) Change of Estimates

There is no change in estimates

##### (c) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to

the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized.

##### Brokerage

Revenue in respect of brokerage on insurance policies sold is accounted on the basis of statement received from insurance company and excludes service tax recovered.

##### Insurance Advisory Fees

Revenue in respect of Insurance advisory fees is recognised on completion of services rendered to the clients.

##### Income from Deposits

Interest income from deposit with banks and other financial institution is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

##### Income from investments

Capital Gain is recognized as income when right to receive the payment is established by the date of balance sheet.

##### (d) Property, Plant and Equipment/ Intangible Fixed Assets, Depreciation/ Amortisation and Impairment

###### (i) Property, Plant and Equipment

Fixed assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price and any attributable cost of bringing the asset to its working condition for the intended use.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

## Notes to the financial statements

for the year ended 31 March 2017

Depreciation on Property, Plant and Equipment :-

Depreciation on fixed assets is provided on written down value method at the rates and manner prescribed under the Schedule II to the Companies Act, 2013

All fixed assets individually costing ` 5,000/- or less are fully depreciated in the year of installation/purchase.

Depreciation on assets acquired/sold during the year is recognised on a pro-rata basis to the statement of profit and loss till the date of acquisition/sale.

### (ii) Intangible assets

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The Company uses a rebuttable presumption that the useful life of an intangible asset will not exceed four years from the date when the asset is available for use. If the persuasive evidence exists to the affect that useful life of an intangible asset exceeds four years, the Company amortizes the intangible asset over the best estimate of its useful life. Such intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

### (iii) Impairment of assets

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/ external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets, net selling price and value in use. In assessing value in use, the estimated future

cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

### (e) Taxes on Income

Tax expense consists of current tax and deferred tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that



# Notes to the financial statements

for the year ended 31 March 2017

sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

**(f) Earning per share (EPS)**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

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 shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**(g) Investment**

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

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminutions in value is

made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**(h) Retirement and other employee benefits**

**(i) Defined Contribution Plans**

The provident fund and employee state insurance are defined contribution plans and the contribution to the same are charged to the statement of profit and loss during the year ended the year in which services are rendered.

**(ii) Defined Benefit Plans**

Gratuity is a defined benefit obligation and is provided for at the year end on the basis of an actuarial valuation using the Projected Unit Credit method. Actuarial gains and losses are recognized in the statement of profit and loss as and when incurred.

**(iii) Compensated absences**

Compensated absences are considered as a long-term employee benefit and is provided for based on an actuarial valuation using Projected Unit Credit method. Actuarial gains and losses are recognized in the statement of profit and loss when incurred.

**(i) Operating Leases**

Leases where the lessor effectively retains, substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

**(j) Cash and cash equivalent**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and fixed deposits placed with bank.

## Notes to the financial statements

for the year ended 31 March 2017

### 3 Share capital

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
<b>Authorized shares</b>		
750,000 (PY 750,000) Equity shares of ` 10/- each	75,00,000	75,00,000
	<b>75,00,000</b>	<b>75,00,000</b>
<b>Issued, subscribed and fully paid up shares</b>		
750,000 (PY 750,000) Equity shares of ` 10/- each	75,00,000	75,00,000
	<b>75,00,000</b>	<b>75,00,000</b>

(i) **Reconciliation of the number of equity shares outstanding and the amount of share capital as at March 31, 2017 and March 31, 2016 :**

Particulars	As at March 31, 2017		As at March 31, 2016	
	No. of Shares	Amount	No. of Shares	Amount
Equity shares at the beginning of the year	7,50,000	75,00,000	7,50,000	75,00,000
Add: Equity shares issued during the year	-	-	-	-
<b>Equity shares outstanding at the end of the year</b>	<b>7,50,000</b>	<b>75,00,000</b>	<b>7,50,000</b>	<b>75,00,000</b>

(ii) **The detail of shareholders holding more than Five Percent of Equity shares as at March 31, 2017 and March 31, 2016 :**

Name of the shareholder	As at March 31, 2017		As at March 31, 2016	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Sanjay Agarwal	-	-	5,55,100	74.01
Au Financiers (India) Ltd.	-	-	1,94,800	25.97
Shrenik Advisors Private Limited	7,49,900	99.99	-	-
	<b>7,49,900</b>	<b>99.99</b>	<b>7,49,900</b>	<b>99.98</b>

(iii) **Terms /rights attached to equity shares**

The company has only one class of equity shares having a par value of ` 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.



# Notes to the financial statements

for the year ended 31 March 2017

## 4 Reserves & surplus

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
<b>Surplus</b>		
Balance as per last Balance Sheet	4,40,79,200	2,35,76,164
Less: Interim Dividend distributed during the year	(5,17,50,000)	-
Less: Dividend Distribution Tax paid during the year	(1,05,35,100)	-
Add: Net profit after tax transferred from Statement of Profit and Loss	2,72,88,259	2,05,03,036
	<b>90,82,359</b>	<b>4,40,79,200</b>

## 5 Long-term borrowings

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
Vehicle loan from Bank	1,75,109	4,99,018
	<b>1,75,109</b>	<b>4,99,018</b>

## 6 Other long-term liabilities

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
Security deposit from employees for vehicles provided	1,56,472	1,56,472
	<b>1,56,472</b>	<b>1,56,472</b>

## 7 Long-term provisions

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
Provision for employee benefits		
Gratuity	29,08,584	21,81,676
Leave encashment	7,56,871	7,31,955
	<b>36,65,455</b>	<b>29,13,631</b>

## 8 Other current liabilities

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
Current Maturity of long term borrowing	3,23,910	2,91,753
Statutory liabilities	9,46,905	10,95,893
Employee benefits payable	87,74,458	88,15,517
Expenses payable	20,25,862	36,10,861
Others Payable	14,68,557	12,06,933
	<b>1,35,39,692</b>	<b>1,50,20,957</b>

## Notes to the financial statements

for the year ended 31 March 2017

### 9 Short-term provision

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
Provision for employee benefit		
Gratuity	1,02,101	98,451
Leave encashment	10,190	12,713
Income tax (Net of advance taxes/tds)	11,59,590	-
	<b>12,71,881</b>	<b>1,11,164</b>

### 10 Fixed assets - Property, Plant and Equipment

Property, Plant and Equipment	(In `)				
	Computers and printers	Furniture and fixtures	Office equip- ments	Vehicle	Total
<b>Cost</b>					55,53,348
<b>As at April 1, 2015</b>	32,13,502	8,18,652	1,90,927	13,30,267	
Addition during the year	26,95,764	5,73,876	44,100	-	33,13,740
Disposals	-	-	-	-	-
<b>As at March 31, 2016</b>	<b>59,09,266</b>	<b>13,92,528</b>	<b>2,35,027</b>	<b>13,30,267</b>	<b>88,67,088</b>
Additions	23,99,317	7,67,125	4,30,857	-	35,97,299
Disposals	-	-	-	-	-
<b>As at March 31, 2017</b>	<b>83,08,583</b>	<b>21,59,653</b>	<b>6,65,884</b>	<b>13,30,267</b>	<b>1,24,64,387</b>
<b>Depreciation</b>			99,642	2,60,684	24,27,419
<b>As at April 1, 2015</b>	18,69,625	1,97,468			
Charge during the year	16,53,239	2,49,035	58,145	3,34,078	22,94,497
Disposals	-	-	-	-	-
<b>As at March 31, 2016</b>	<b>35,22,864</b>	<b>4,46,503</b>	<b>1,57,787</b>	<b>5,94,762</b>	<b>47,21,916</b>
Charge for the year	26,15,681	5,82,918	1,54,620	2,29,731	35,82,950
Disposals	-	-	-	-	-
<b>As at March 31, 2017</b>	<b>61,38,545</b>	<b>10,29,421</b>	<b>3,12,407</b>	<b>8,24,493</b>	<b>83,04,866</b>
<b>Net Block</b>					
<b>As at March 31, 2016</b>	<b>23,86,402</b>	<b>9,46,025</b>	<b>77,240</b>	<b>7,35,505</b>	<b>41,45,172</b>
<b>As at March 31, 2017</b>	<b>21,70,038</b>	<b>11,30,232</b>	<b>3,53,477</b>	<b>5,05,774</b>	<b>41,59,521</b>



# Notes to the financial statements

for the year ended 31 March 2017

## 11 Fixed assets - Intangible assets

(In `)

Intangible assets	Software	Total
<b>Cost</b>		
<b>As at April 1, 2015</b>		
Addition during the year	5,50,000	5,50,000
Disposals	1,00,000	1,00,000
<b>As at March 31, 2016</b>	<b>6,50,000</b>	<b>6,50,000</b>
Additions	5,02,707	5,02,707
Disposals	-	-
<b>As at March 31, 2017</b>	<b>11,52,707</b>	<b>11,52,707</b>
<b>Depreciation</b>		
<b>As at April 1, 2015</b>		
Charge during the year	2,73,870	2,73,870
Disposals	1,15,824	1,15,824
<b>As at March 31, 2016</b>	<b>3,89,694</b>	<b>3,89,694</b>
Charge for the year	1,85,467	1,85,467
Disposals	-	-
<b>As at March 31, 2017</b>	<b>5,75,161</b>	<b>5,75,161</b>
<b>Net Block</b>		
<b>As at March 31, 2016</b>	<b>2,60,306</b>	<b>2,60,306</b>
<b>As at March 31, 2017</b>	<b>5,77,546</b>	<b>5,77,546</b>

## 12 Deferred tax assets (net)

(In `)

Particulars	As at March 31, 2017	As at March 31, 2016
<b>Deferred tax assets</b>	12,49,030	10,00,090
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis		
Impact of difference between tax depreciation and depreciation charged for financial reporting	1,81,480	20,720
<b>Gross deferred tax asset</b>	<b>14,30,510</b>	<b>10,20,810</b>
<b>Deferred tax liability</b>	-	-
Impact of difference between tax depreciation and depreciation charged for financial reporting		
<b>Gross deferred tax liability</b>	-	-
	<b>14,30,510</b>	<b>10,20,810</b>

## 13 Long term loans and advances

(In `)

Particulars	As at March 31, 2017	As at March 31, 2016
<b>Unsecured considered good</b>	9,05,560	6,88,060
Security deposit		
	<b>9,05,560</b>	<b>6,88,060</b>

# Notes to the financial statements

for the year ended 31 March 2017

## 14 Other non-current assets

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
Deposits with banks under term deposits (lien marked to IRDA) (note no.17)	15,00,000	15,00,000
	<b>15,00,000</b>	<b>15,00,000</b>

## 15 Current investment

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
<b>Unquoted Non-trade investments (valued at cost unless stated otherwise)</b>		
Investment in mutual fund	72,79,224	3,44,93,987
	<b>72,79,224</b>	<b>3,44,93,987</b>
<b>Aggregate value of quoted investments</b>		
Cost	72,79,224	3,44,93,987
Market value	<b>77,32,191</b>	<b>3,51,51,301</b>

## 16 Trade Receivable

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
<b>Trade Receivables</b>		
<b>Unsecured, considered good</b>		
Greater than 6 months	-	-
Less than 6 months	11,13,754	44,63,834
	<b>11,13,754</b>	<b>44,63,834</b>

## 17 Cash and cash equivalents

Particulars	As at March 31, 2017		As at March 31, 2016	
	Current	Non-Current	Current	Non-Current
<b>Cash and cash equivalents</b>				
Cash in hand	-	-	-	-
Balance with banks				
In current accounts	48,64,832	-	38,73,295	-
<b>Other bank balances</b>				
Deposit with original maturity of more than 12 months	-	15,00,000	-	15,00,000
Deposit with original maturity of more than 3 months but less than 12 months	15,00,000	-	15,00,000	-
Amount disclosed under the head "Other non-current assets (note no.14)		(15,00,000)		(15,00,000)
	<b>63,64,832</b>	<b>-</b>	<b>53,73,295</b>	<b>-</b>



# Notes to the financial statements

for the year ended 31 March 2017

## 18 Short term loans and advances

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
<b>Unsecured, considered good</b>		
<b>Others loans &amp; advances</b>		
Advance to staff	2,73,967	1,92,837
Prepaid expenses	2,83,098	4,80,368
Direct taxes refunds to be received	-	-
Other recoverable in cash or kind	11,84,454	16,07,769
Other Advances	7,32,069	-
Advance tax/TDS (Net of Provision)	-	20,24,055
	<b>24,73,588</b>	<b>43,05,030</b>

## 19 Other current assets

Particulars	(In `)	
	As at March 31, 2017	As at March 31, 2016
Unbilled Revenue	93,22,254	1,39,00,091
Interest accrued but not due on fixed deposit	2,64,179	1,29,857
	<b>95,86,433</b>	<b>1,40,29,948</b>

## 20 Revenue from operations

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Brokerage income	9,02,36,862	7,44,03,053
Insurance advisory income	4,22,06,731	4,00,28,781
	<b>13,24,43,593</b>	<b>11,44,31,834</b>

## 21 Other income

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Interest from fixed deposits with banks	2,50,721	2,63,658
Profit on sale of investment	46,30,137	15,23,729
Interest others	1,24,595	2,24,165
	<b>50,05,453</b>	<b>20,11,552</b>

# Notes to the financial statements

for the year ended 31 March 2017

## 22 Employee benefits expenses

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Salaries and other benefits	6,47,87,816	5,81,08,272
Directors Remuneration	44,00,298	23,30,629
Contribution to provident and other funds	26,21,785	27,53,529
Gratuity and leave availment expenses	7,72,796	13,47,324
Staff welfare expenses	6,62,059	5,62,654
	<b>7,32,44,754</b>	<b>6,51,02,408</b>

### 22.1 Details of employees benefits

#### a) Defined contribution plan

##### Provident fund

The Company makes Provident Fund contributions to a defined contribution retirement benefit plans for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to the Provident Fund Commissioner to fund the benefits.

The Company recognized ` 21,10,732 (P.Y. 18,50,312 ) for provident fund contributions in the statement of profit and loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

#### b) Defined benefit plans

##### Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed at least five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The company has not created any fund for payment of gratuity.

The following table sets out the disclosures as required by revised Accounting Standard 15 for Gratuity

### Statement of profit and loss

#### Net employee benefit expense recognized in the employee cost

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Current service cost	8,36,388	9,79,867
Interest cost on benefit obligation	1,82,410	1,19,278
Expected return on plan assets	-	-
Net actuarial (gain)/loss recognized in the year	(2,88,240)	(60,538)
<b>Net benefit expense</b>	<b>7,30,558</b>	<b>10,38,607</b>



## Notes to the financial statements

for the year ended 31 March 2017

### Balance sheet Benefit asset/liability

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Present value of defined benefit obligation	30,10,685	22,80,127
Fair value of plan assets	-	-
<b>Plan asset / (liability)</b>	<b>30,10,685</b>	<b>22,80,127</b>

### Changes in the present value of the defined benefit obligation are as follows:

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Opening defined benefit obligation	22,80,127	15,39,077
Current service cost	8,36,388	9,79,867
Benefit paid during the year	-	(2,97,557)
Interest cost	1,82,410	1,19,278
Actuarial (gain)/loss on obligation	(2,88,240)	(60,538)
<b>Closing defined benefit obligation</b>	<b>30,10,685</b>	<b>22,80,127</b>

The principal assumptions used in determining gratuity benefit obligations for the company's plans are shown below:

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Discount rate	7.50%	8.00%
Salary escalation rate	8.00%	7.50%
Withdrawal rate		
upto age 30	5.00%	5.00%
age 31-40	3.00%	3.00%
age 41-50	2.00%	2.00%
age 51 & above	1.00%	1.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

### Amounts for the current and previous years are as follows:

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Defined benefit obligation	30,10,685	30,21,177
Plan assets	-	-
Surplus / (deficit)	30,10,685	30,21,177
Experience adjustments on plan liabilities	(2,88,240)	(60,538)
Experience adjustments on plan assets	-	-

## Notes to the financial statements

for the year ended 31 March 2017

### c) Other Benefits

The Company has provided for compensatory leaves which can be availed and not encashed as per policy of the company as present value obligation of the benefit at related current service cost measured using the Projected Unit Credit Method on the basis of an actuarial valuation. The Company has made provision of ₹ 22,393 in Current year.

### 23 Finance cost

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Interest paid	1,67,369	1,24,652
Bank charges	7,466	5,586
	<b>1,74,835</b>	<b>1,30,238</b>

### 24 Other expenses

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Business promotion expenses	2,24,021	1,13,217
Computer repair & maintenance	6,36,801	5,87,024
Contest expenses	-	16,281
Contract expenses	28,213	57,700
Electricity & Water expenses	5,32,011	5,17,395
Fee and subscription	1,15,000	1,16,500
Insurance expenses	7,81,039	4,53,133
Legal & professional fees	2,63,504	1,59,600
Office & general expenses	7,42,427	2,13,299
Postage & courier expenses	4,57,356	3,56,291
Printing & stationery	7,59,660	8,03,270
Rates & Taxes	3,19,143	67,160
Rent (note no. 24.1)	34,37,075	27,48,040
Repair & maintenance	4,55,552	1,84,205
Swachh Bharat Cess	71,299	6,797
Telephone & communication expenses	10,64,410	7,01,861
Tours & travels	83,48,318	97,54,031
Training & seminar expenses	1,09,312	43,972
Website expenses	11,411	8,000
Penalty	48,025	2,00,000
Balance W/off	28,048	1,88,086
<b>Auditor's remuneration</b>		
-Audit fees	4,50,000	4,50,000
-Tax audit fees	50,000	50,000
	<b>1,89,32,625</b>	<b>1,77,95,862</b>



## Notes to the financial statements

for the year ended 31 March 2017

**24.1** The Company's significant leasing arrangements in terms of Accounting Standard 19 on Leases are in respect of operating leases for premises. These leasing arrangements, which are cancellable generally, range between 11 months and 36 months and are usually renewable by mutual consent on mutually agreeable terms.

### 25 Tax expenses

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Current tax	1,40,98,796	1,08,23,777
Deferred tax	(4,09,700)	(4,28,940)
	<b>1,36,89,096</b>	<b>1,03,94,837</b>

### 26 Earning per share

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Following reflects the profit and share data used in basic EPS computations:		
<b>Basic and diluted</b>		
Weighted average number of equity shares outstanding during the year ended 31 March 2017 (Nos.)	7,50,000	7,50,000
Net profit for calculation of basic EPS (`)	2,72,88,259	2,05,03,036
<b>Basic and diluted earning per share (In `)</b>	36.38	27.34
<b>Diluted</b>		
Diluted number of equity shares	7,50,000	7,50,000
Net profit for calculation of basic DEPS	2,72,88,259	2,05,03,036
<b>Diluted earning per share</b>	36.38	27.34
<b>Face value of equity shares (In `)</b>	10	10

**27** The Company is a Small and Medium Sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 1956. Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.

### 28 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The company has initiated the process of inviting information from its vendors regarding their status under Micro Small and Medium Enterprise Development Act, 2006. As per the information/confirmations available with the Company, there are no dues or principal amounts payable to any supplier who are registered under the MSMED Act, 2006 as on the date of balance sheet.

### 29 Contingent Liabilities and Commitments

- (a) Contingent Liabilities as at March 31, 2017 is ` Nil (Previous Year ` Nil)
- (b) Commitments as at March 31, 2017 is ` Nil (Previous Year. Nil)

# Notes to the financial statements

for the year ended 31 March 2017

## 30 Related party disclosures

### Names of related parties and related party relationship

#### Related party with whom transactions have taken place during the year

1. Holding Company  
Au Small Finance Bank Limited. (formerly known as Au Financiers (India) Limited). (up to December 8, 2016)
2. Enterprises under significant influence of the key management personnel  
Aavas Financiers Limited (formerly known as Au Housing Finance Limited) (up to December 8, 2016)
3. Key management personnel  
Mr. Sanjay Agarwal , Director (up to December 8, 2016)  
Mr. Uttam Tibrewal , Director (up to December 8, 2016) Mr. Abhishek Tiwari , Director  
Mr. Ajay Sankhla , Additional Director (w.e.f. November 11, 2016)

#### a. Remuneration to key managerial personnel

Particulars	(In `)	
	Year ended March 31, 2017	Year ended March 31, 2016
Mr. Ashok Kumar Goyal, Director	Salary and bonus	-
Mr. Abhishek Tiwari, Director	Salary and bonus	21,84,120
	44,00,298	1,58,727

Note: The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the company as a whole.

\*Mr. Ashok kumar Goyal, has resigned w.e.f. September 30, 2015

\*Mr Abhishek Tiwari has joined as director w.e.f. March 16, 2016

#### b. Other Transaction

Name of related party	Nature of related transactions party	Nature	Year ended March 31, 2017				Year ended March 31, 2016			
			Amount received	Amount paid	Balance receivable	Balance payable	Amount received	Amount paid	Balance receivable	Balance payable
Au Small Finance Bank Limited. (formerly known as Au Financiers (India) Limited)	Holding Company	Reimbursement of expenses	7,25,506	-	-	-	9,07,107	-	-	
Au Small Finance Bank Limited. (formerly known as Au Financiers (India) Limited)	Holding Company	Reimbursement of statutory payments	-	13,27,099	-	-	-	46,36,482	-	



## Notes to the financial statements

for the year ended 31 March 2017

- 31** Details of Specified Bank Notes (SBN) held and transacted by the Company during the period from November 8, 2016 to December 30, 2016

Particulars	SBNs	Other denomi- tion notes	Total
Closing cash in hand as on 8-11-2016 (+) Permitted receipts	-	-	-
(-) Permitted payments	-	-	-
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30-12-2016	-	-	-

### 32 Previous year figures

Previous year figures have been regrouped / reclassified, where necessary, to conform in this year's classification.

#### For and on behalf of the Board of Directors

Au Insurance Broking Services Private Limited

#### Abhishek Tiwari

(Director)

DIN- 03410007

#### Ajay Sankhla

(Additional Director)

DIN- 00214775

Place: Jaipur

Date: August 28, 2017

## Notice of Annual General Meeting

Notice is hereby given that the Eighth Annual General Meeting of the members of Au INSURANCE BROKING SERVICES PRIVATE LIMITED will be held on Thursday, the 21st day of September 2017 at the registered office of the company at 3rd floor, Maker Tower, Beside Gopalpura Pulia, Tonk Road, Jaipur-302015 at 10.30 AM, to transact the following business:

### ORDINARY BUSINESS

1. To Consider and Adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and
2. **To ratify the appointment of the statutory auditors of the company**

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

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), as may be applicable, and pursuant to the resolution passed by the shareholders in the 5th Annual General Meeting of the Company held on 06th August, 2014, the appointment of M/s. S. R. Batliboi & Associates LLP., Chartered Accountants (Firm Registration No. 101049W) as Statutory Auditors of the Company to hold office till the conclusion of the 10th Annual General Meeting of Company to be held in the calendar year 2019, be and is hereby ratified (for the financial year 2017-18) and that the Board of Directors be and is hereby authorised to fix the remuneration,

excluding applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit, payable to them for the financial year 2017-18, in consultation with the Auditors.”

### 3. Regularization of Appointment of Additional Director

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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. AJAY SANKHLA (DIN: 00214775), who was appointed as an Additional Director on November 11, 2016 pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Director of the Company.

**RESOLVED FURTHER THAT** Board of Directors of the company be and is hereby authorized to take all such steps and approvals as may be required for making appointment of Mr. Ajay Sankhla as Director and to file necessary particulars/forms with Ministry of Corporate Affairs.”

PLACE: JAIPUR  
DATE: August 28, 2017

**BY THE ORDER OF THE BOARD  
FOR Au INSURANCE BROKING SERVICES PRIVATE LIMITED**

Sd/-  
**ABHISHEK TIWARI**  
DIRECTOR  
DIN: 03410007



**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED AT THE REGISTERED/CORPORATE OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.  
  
Pursuant to the provisions of the Companies Act, 2013 and the underlying rules viz. Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. APPOINTMENT OF AUTHORISED REPRESENTATIVES  
Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. SHAREHOLDER QUERIES  
In case you have any query relating to the enclosed Financial Statements or about the operations of the Company, you are requested to send the same to the undersigned at the Registered Office of the Company at least seven (7) days before the date of Annual General Meeting so that the information can be made available at the meeting.
4. Members/proxies should bring the attendance slip duly filled in for attending the Meeting.
5. Members are requested to write their folio number in the attendance slip and hand it over at the entrance of the meeting hall.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The register of Contracts Arrangements in which the Directors are interested, maintained under section 189 of Companies Act, 2013 will be available for inspection by the members at the AGM.
8. The Register of Directors' Shareholding are open for inspection at the Registered Office of the Company on all working days from 10 AM to 5 PM upto the date of Annual General Meeting.
9. The Notice of Annual General Meeting and the copies of audited financial statements, Board's report, auditors' report, etc. will also be displayed on the website [www.auins.in](http://www.auins.in) of the Company and the other requirements as applicable will be duly complied with. Electronic copy of the Annual Report and Notice of Annual General Meeting for the financial year 2016-17 is being sent to all the members whose email IDs are registered with the Company 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 and the notice along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the undersigned at [abhishek.tiwari@auins.in](mailto:abhishek.tiwari@auins.in)

PLACE: JAIPUR  
DATE: August 28, 2017

**BY THE ORDER OF THE BOARD  
FOR Au INSURANCE BROKING SERVICES PRIVATE LIMITED**

Sd/-  
**ABHISHEK TIWARI**  
DIRECTOR  
DIN: 03410007

## Attendance Slip

**Au INSURANCE BROKING SERVICES PRIVATE LIMITED**  
**CIN: U67200RJ2010PTC030778**

**Registered Office: 3rd floor, Maker Tower, Beside Gopalpura Pulia, Tonk Road, Jaipur- 302015**

I hereby record my presence at the ANNUAL GENERAL MEETING of Au INSURANCE BROKING SERVICES PRIVATE LIMITED Thursday, the 21st day of September 2017 at 10.30 AM at the registered office of the Company at 3rd floor, Maker Tower, Beside Gopalpura Pulia, Tonk Road, Jaipur- 302015

Name: .....

Ref. Folio/D.P & Client ID No. ....

SIGNATURE OF THE ATTENDING MEMBER/PROXY                      No. of Shares held .....

**Notes:**

1. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over at the entrance duly signed.
2. Shareholder/Proxy holder desiring to attend the meeting should bring his/her copy of the Notice for reference at the meeting.



**Au INSURANCE  
BROKING SERVICES PVT. LTD.**

Form No. MGT-11  
**Proxy Form**

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

**CIN: U67200RJ2010PTC030778**

Name of the Company : **Au INSURANCE BROKING SERVICES PRIVATE LIMITED**  
Registered office : 3rd floor, Maker Tower, Beside Gopalpura Pulia, Tonk Road, Jaipur- 302015 (Rajasthan)

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

I/We, being the member(s) of Au INSURANCE BROKING SERVICES PRIVATE LIMITED, holding \_\_\_\_\_ shares of the above named company, hereby appoint

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_ Signature \_\_\_\_\_, or failing him
2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_ Signature \_\_\_\_\_, or failing him
3. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_ Signature \_\_\_\_\_, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting/Extraordinary General Meeting of the company, to be held on Thursday, the 21st day of September 2017, at 10.30 AM at the registered office of the Company at 3rd floor, Maker Tower, Beside Gopalpura Pulia, Tonk Road, Jaipur- 302015 (Rajasthan) and at any adjournment thereof in respect of such resolutions as are indicated below:-

**Resolution No.:1**

To Consider and Adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon.

**Resolution No.:2**

To ratify the appointment of the statutory auditors of the company.

**Resolution No.:3**

Regularization of Appointment of Additional Director

Signed this \_\_\_\_\_, day of \_\_\_\_\_, 2017

Signature of shareholder

Signature of Proxy Holder(s)

Affix  
Revenue  
Stamp

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company addressed to the "Authorised Person", not later than 48 hours before the commencement of the Meeting.
2. A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.