

✓

TARRIF CINE & FINANCE LTD

THIRTIETH ANNUAL REPORT 2015-2016

TARRIF CINE & FINANCE LTD

DIRECTORS

SHRI BALKRISHNA BINANI
SHRI YASHWANT JAIN
SHRI SANJAY MUNDHRA
SHRI NAVRATAN DAMANI
SHRI HARISH V. SHENVI.
SHRI RAJENDRA CHOWDHRY
SMT SARLADEVI N.DAMANI.

AUDITORS

M/s. K.K.KHADARIA & CO.,
Chartered Accountants,
401-A, Pearl Arcade,
Opp. P. K. Jewellers,
Off J.P. Road,
Andheri - (W),
MUMBAI 400 058.

BANKERS

CENTRAL BANK OF INDIA
KOTAK MAHINDRA BANK

REGISTERED OFFICE

BINANI BHAVAN
28/30 ANANT WADI,
BHULESHWAR,
MUMBAI - 400 002.

TARRIF CINE & FINANCE LIMITED
CIN: U65990MH1985PLC035268

Registered Office:- 28/30, Anant Wadi Bhuleshwar, Mumbai - 400002. Tel No. 22014001, Fax: 22014003. Email id :- tarrifcinefin@yahoo.com, SEBI CODE NO. 512221

NOTICE

NOTICE is hereby given that the 31st Annual general meeting of the members of TARRIF CINE & FINANCE LIMITED will be held on Tuesday, 29th September 2016 at 4.00 P.M. at the registered office of the company situated at Binani Bhawan, Ground Floor, 28/30, Anant Wadi, Bhuleshwar, Mumbai-400002 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Directors and Auditors thereon; and
2. To appoint a Director in place of Mr. Harish Vaman Shenvi (DIN 00332699) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Balkrishna Binani (DIN 00175080) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT, pursuant to Section 139 and other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Audit & Auditors) Rules, 2014 framed there under, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), pursuant to the resolution passed by the members at the AGM held on September 29, 2014 the appointment of M/s. K K Khadaria & Co, Chartered Accountants (ICAI Firm Registration No. 105013W), as the Statutory Auditors of the Company to hold office till the conclusion of the AGM to be held in the calendar year 2019 be and is hereby ratified and that the board of directors be and is hereby authorised to fix the remuneration plus service tax, out-of pocket travelling and living expenses, etc., payable to them for the financial year ending March 31, 2017 as may be mutually agreed between the auditors and Board of Directors."

Place: Mumbai
Date: May 20, 2016
CIN: U65990MH1985PLC035268
E-mail: tarrifcinefin@yahoo.com
Reg. Office: Binani Bhawan, Ground Floor
28/30, Anant Wadi, Bhuleshwar,
Mumbai-400002.

By order of the Board of Directors



Balkrishna Binani
DIN: 00175080
Chairman

Notes:

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members 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 authorising their representative to attend and vote on their behalf at the Meeting.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
6. The Company has notified closure of Register of Members and Share Transfer Books from September 27, 2016 to September 29, 2016 (both days inclusive).
7. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a Green Initiative in Corporate Governance and allowed Companies to share documents with its shareholders through an electronic mode. Accordingly the Notice of Annual General Meeting shall be circulated in electronic Form to those shareholders who have registered their e-mail id with RTA.
8. Members/Proxies/authorised representatives are requested to bring their attendance slip along with their copy of annual report at the meeting.
9. The route map showing directions to reach the venue of Annual General Meeting is annexed.

Place: Mumbai
Date: May 20, 2016
CIN: U65990MH1985PLC035268
E-mail: tarrifcinefin@yahoo.com
Reg. Office: Binani Bhawan, Ground Floor
28/30, Anant Wadi, Bhuleshwar,
Mumbai- 400002.

By order of the Board of Directors



Balkrishna Binani
DIN: 00175080
Chairman



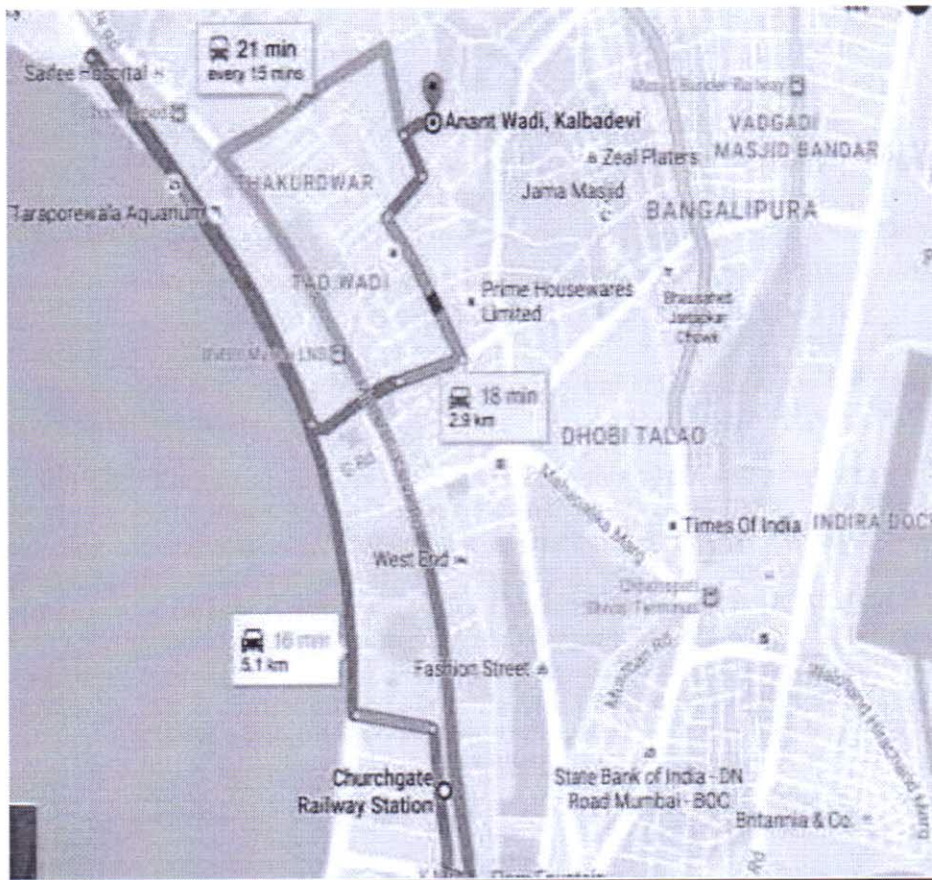
**ROUTE MAP OF THE VENUE OF THE
ANNUAL GENERAL MEETING OF THE COMPANY**

AGM Venue:

Binani Bhawan, Ground Floor
28/30, Anant Wadi,
Bhuleshwar, Mumbai- 400002.

Prominent Landmark:

Anant Wadi



DIRECTORS' REPORT

Dear Members,

We are pleased to present the Thirty-first Annual Report of the Company together with the audited statement of accounts for the year ended 31st March, 2016.

FINANCIAL RESULTS:

Particulars	2015-16	2014-15
Revenue from Operations	1,24,090	1,28,957
Other Income	1,63,362	4,10,238
Depreciation & amortization expense	Nil	Nil
Total Expenses	3,89,347	5,08,047
Profit before Tax and before Exceptional items	(1,01,895)	31,148
<u>Tax Expense:</u>		
Current Tax	Nil	Nil
Deferred Tax	Nil	Nil
Profit After Tax	(1,01,895)	31,148

DIVIDEND:

The Directors of your Company proposes to conserve its resources for future business expansion, hence do not recommend any dividend for the financial year 2015-2016.

WORKING:

Non- banking Finance Companies are facing stiff competition from the banks that have access to cheaper funds. The industrial environment of the country has improved and the share markets are also buoyant. Company is considering some other avenues to make the company more profitable.

TRANSFER TO RESERVES:

The Directors do not propose to transfer any amount to the reserves.

DIRECTORS:

Mr. Harish Vaman Shenvi & Mr. Balkrishna Binani who retires by rotation and being eligible, offers themselves for reappointment.

DECLARATION OF INDEPENDENT DIRECTORS:

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



DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to section 134 (3) (c) read with 134 (5) of the Companies Act, 2013, the Board of Directors of the Company hereby state and confirm that:

i) In the preparation of the Annual Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;

ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.

iii) The Directors had taken proper and sufficient care 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.

iv) The Directors had prepared the annual accounts on a going concern basis.

v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2015-16.

AUDITORS:

M/s. K. K. KHADARIA & CO., Chartered Accountants, who are the statutory auditors of the Company, hold office until the conclusion of the AGM to be held in 2019 and are eligible for re-appointment. Members of the Company at the AGM held on September 29, 2014 had approved the appointment of M/s. K. K. KHADARIA & CO., as the Statutory Auditors for a period of 5 financial years i.e. upto 31st March, 2019 As required by the provisions of the Companies Act, 2013, their appointment should be ratified by members each year at the AGM.

SECRETARIAL AUDITORS:

Section 204 of the Companies Act, 2013 inter-alia requires every listed company to annex with its Board's report, a Secretarial Audit Report given by a Company Secretary in practice, in the prescribed form.

The Board of Directors had appointed Mr. Shivhari Jalan, Practicing Company Secretaries as Secretarial Auditor to conduct Secretarial Audit of the Company for Financial Year 2015-16 and his report is annexed to this Board report.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS:

There were no qualifications, reservations or adverse remarks made by the Statutory Auditors of the Company.

The Observations given by Secretarial Auditor in his Secretarial Audit Report are self-explanatory



PARTICULARS OF EMPLOYEES:

The Company has no employee in the category specified under section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment of Managerial Personnel) Rules, 2014.

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

Provision of section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable to your Company since your company is not scheduled industry. During the year under review your Company neither earned nor spent any foreign exchange.

SHARE CAPITAL:

During the year under review, the Company has neither issued any class of shares nor there any buy-back of shares. Further, the Company does not have any stock option plan for employees.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The particulars of Investments have been disclosed in the financial statements. There are no Loans given and guarantees given by the Company as at 31.03.2016.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

There were no Transactions of sale, purchase or supply of materials; sale, disposal, purchase of property of any kind, leasing of property of any kind, availing or rendering of any services, appointment as agent, appointment to any office or place of profit, underwriting etc. with Related Parties within the meaning and scope of Section 188 of Companies Act, 2013. Thus the information pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is not applicable to the Company.

The Form AOC-2 pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is as per Annexure- I and is attached to this Report.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:

In terms of Section 178 of the Companies Act, 2013 the policy on Nomination and Remuneration of Directors, Key Managerial Personnel (KMP), Senior Management and other employees of the company has been formulated by the Nomination and Remuneration Committee of the Company and approved by the Board of Directors. This policy acts as a guideline for determining, inter-alia, qualifications, positive attributes and independence of a Directors, matter relating to the remunerations, appointment, removal and evaluation of performance of the Directors, Key Managerial Personnel, Senior Management and other employees.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE:

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 is applicable to the Company.



The Audit Committee has met 4 times during the year under review on 14/05/2015, 14/08/2015, 10/11/2015, 10/02/2016.

The Audit Committee Consists of Following Members as at 31st March, 2016

Sr. No	Name	Category of Membership
1.	Yashwant Rajmal Jain	Chairman
2.	Sanjay Gopallal Mundra	Member
3.	Rajendra Kumar Nandkishore Choudhary	Member

NOMINATION AND REMUNERATION COMMITTEE:

The Nomination And Remuneration Committee has met 1 time during the year under review on 14/05/2015.

The Nomination and Remuneration Committee Consists of Following Members as at 31st March, 2016

Sr. No	Name	Category of Membership
1.	Yashwant Rajmal Jain	Chairman
2.	Sanjay Gopallal Mundra	Member
3.	Rajendra Kumar Nandkishore Choudhary	Member

STAKEHOLDER RELATIONSHIP COMMITTEE:

The Stakeholder Relationship Committee has met 1 time during the year under review on 14/05/2015.

The Stakeholder Relationship Committee Consists of Following Members as at 31st March, 2016

Sr. No	Name	Category of Membership
1.	Rajendra Kumar Nandkishore Choudhary	Chairman
2.	Sanjay Gopallal Mundra	Member
3.	Yashwant Rajmal Jain	Member

The committee has the following roles and responsibilities:

- 1) Resolve the grievances of security holders.
- 2) Monitors and reviews the performance and service standards of the Registrar and Share Transfer Agents of the Company
- 3) Provides continuous guidance to improve the service levels for investors.

ANNUAL RETURN:

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Annexure II and is attached to this Report.

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:

The Board of Directors duly met 4 (four) times respectively on 14.05.2015, 14.08.2015, 10.11.2015, 10.02.2016.



SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any Holding, Subsidiary, Associate and Joint Ventures.

FIXED DEPOSITS:

The Company has not accepted any deposits from public and there were no unclaimed deposits as on 31st march 2016 within the meaning of Section 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

RISK MANAGEMENT POLICY:

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment, along with the cost of treating risks and incorporates risk treatment plans in its strategy, business and operational plans.

Your Company, through its risk management process, strives to contain impact and likelihood of the risks within the risk appetite as agreed from time to time with the Board of Directors.

VIGIL MECHANISM:

The Company has established a vigil mechanism and oversees through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co employees and the Company.

INTERNAL AUDIT AND COMPLIANCE:

The Company conducts its internal audit and compliance functions within the parameters of regulatory framework which is well commensurate with the size, scale and complexity of operations. The internal controls and compliance functions are installed, evolved, reviewed, and upgraded periodically.

CORPORATE SOCIAL RESPONSIBILITY:

Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility policy) Rules, 2014, provisions relating to CSR Activities are not applicable to company.

BOARD EVALUATION:

The board of directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.



In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

COST AUDITORS:

Requirements of Cost Auditors are not applicable to the Company.

CORPORATE GOVERNANCE:

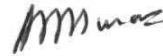
Clause 49 of Listing Agreement regarding Corporate Governance does not apply to your Company.

ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation and acknowledge with gratitude the support and co-operation extended by the customers, vendors and bankers for their continued support and all the employees of the Company for their dedication, co-operation and support towards the operations of the Company during the year.

Place: Mumbai
Date: 20th May, 2016

On behalf of the Board



BALKRISHNA BINANI
CHAIRMAN
DIN: 00175080



ANNEXURE- I TO THE DIRECTORS REPORT:

Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

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

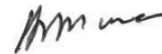
Sr No.	Name of Related Party	Nature of Relationship	Nature of Transactions	Date of Approval By The Board	Amount
N.A					

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

Sr No.	Name of Related Party	Nature of Relationship	Nature of Transactions	Date of Approval By The Board	Amount (Rs. In Cr)
N.A					

Place: Mumbai
Date: 20th May, 2016

On behalf of the Board



BALKRISHNA BINANI
CHAIRMAN
DIN: 00175080



Annexure-"II"

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2016

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

I. REGISTRATION AND OTHER DETAILS:

i) CIN: : U65990MH1985PLC035268
ii) Registration Date: : February 5, 1985
iii) Name of the Company : **TARRIF CINE & FINANCE LIMITED**
iv) Category / Sub - Category of the Company: : Company Limited By Shares/Indian Non- Government Company
v) Address of the Registered office and contact details: : Binani Bhawan, Ground Floor, 28/30, Anant Wadi, Bhuleshwar
Mumbai- 400002.
vi) Whether Listed Company (Yes / No) : Yes
vii) Name, Address and Contact details of registrar and Transfer Agent, If any : Big Share Services Pvt. Ltd E-
2/3, Ansa Industrial Estate, Saki Vihar Road, Andheri (east),

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	% to Total Turnover of the Company
1	Dividend Income	100.00
	Total	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :-

Sr. No.	Name of the Company	Address of the Company	CIN/GLN	Holding/Subsidiary/associate	% of shares held	Applicable Section
	Nil	Nil	Nil	Nil	Nil	Nil

IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTER(S)									
(1) Indian									
a) Individual/ HUF	-	84,407	84,407	34.45	-	84,407	84,407	34.45	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	58,600	-	58,600	23.92	58,600	-	58,600	23.92	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	58,600	84,407	1,43,007	58.37	58,600	84,407	1,43,007	58.37	-
(2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	58,600	84,407	1,43,007	58.37	58,600	84,407	1,43,007	58.37	-
B. PUBLIC SHAREHOLDING									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-

2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	78,343	78,343	31.98	-	78,343	78,343	31.98	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals/HUF	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	400	23,250	23,650	9.65	400.0	23,250	23,650	9.65	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	400	1,01,593	1,01,993	41.63	400.0	1,01,593	1,01,993	41.63	-
Total Public Shareholding (B) = (B)(1) + (B)(2)	400	1,01,593	1,01,993	41.63	400.0	1,01,593	1,01,993	41.63	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	59,000	1,86,000	2,45,000	100.00	59,000.0	1,86,000	2,45,000	100.00	-

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Ashok Sharma	1	0.00	-	1	0.00	-	-
2	Gopal Krishna Babulal Mangal	1	0.00	-	1	0.00	-	-
3	Kirtilal Ratanla Sakhala	1	0.00	-	1	0.00	-	-
4	Prahladrai Pareek	1	0.00	-	1	0.00	-	-
5	Prashant R Joshi	1	0.00	-	1	0.00	-	-
6	Seema S.N Bhasin	1	0.00	-	1	0.00	-	-
7	Shaji Varughese	1	0.00	-	1	0.00	-	-
8	Balkrishna Binani	5,000	2.04	-	5,000	2.04	-	-
9	Balkrishna Bhawanidas Binani	10,000	4.08	-	10,000	4.08	-	-
10	Balkrishna Bhawanidas Binani	38,400	15.67	-	38,400	15.67	-	-
11	Aparna Madhur Somani	10,000	4.08	-	10,000	4.08	-	-
12	Aniruddh Balkrishna Binani	21,000	8.57	-	21,000	8.57	-	-
13	The Binani Commercial Co. Pvt. Ltd	58,600	23.92	-	58,600	23.92	-	-
	Total	1,43,007	58.37	-	1,43,007	58.37	-	-

(iii) Change in Promoters' Shareholding (please specify, if there is no change) [For each of the Promoter]

S.no.	Name of Shareholder	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total Shares	No. of Shares	% of total Shares
1	-	01-Apr-15	At the beginning of the Year	During the Financial Year ended March 31, 2016 there has been no Change in Shareholding of the Promoters.			
		31-Mar-16	At the end of the Year				
2	-	01-Apr-15	At the beginning of the Year				
		31-Mar-16	At the end of the Year				
3	-	01-Apr-15	At the beginning of the Year				
		31-Mar-16	At the end of the Year				
4	-	01-Apr-15	At the beginning of the Year				
		31-Mar-16	At the end of the Year				

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

S.no.	Name of Shareholder	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total Shares	No. of Shares	% of total Shares
1	Pragdas Mathuradas (B) P Ltd	01-Apr-15	At the beginning of the Year	58,800	24.00		
		31-Mar-16	At the end of the Year	-	-	58,800	24.00
2	Pontiac Propeties (P) Ltd	01-Apr-15	At the beginning of the Year	19,543	7.98		
		31-Mar-16	At the end of the Year	-	-	19,543	7.98
3	Sharda Hemant Bhattar	01-Apr-15	At the beginning of the Year	7,000	2.86		
		31-Mar-16	At the end of the Year	-	-	7,000	2.86
4	Rajesh Kimar Rajratan Bagri	01-Apr-15	At the beginning of the Year	8,000	3.27		
		31-Mar-16	At the end of the Year	-	-	8,000	3.27
5	Saijan Mitand Poddar	01-Apr-15	At the beginning of the Year	600	0.24		
		31-Mar-16	At the end of the Year	-	-	600	0.24
6	Pramod Harialka	01-Apr-15	At the beginning of the Year	300	0.12		
		31-Mar-16	At the end of the Year	-	-	300	0.12
7	Ashok M Pandya	01-Apr-15	At the beginning of the Year	250	0.10		
		31-Mar-16	At the end of the Year	-	-	250	0.10
8	Kiran Keshav Daga	01-Apr-15	At the beginning of the Year	200	0.08		
		31-Mar-16	At the end of the Year	-	-	200	0.08
9	Devkinandan Deora	01-Apr-15	At the beginning of the Year	200	0.08		
		31-Mar-16	At the end of the Year	-	-	200	0.08
10	Manju Deora	01-Apr-15	At the beginning of the Year	200	0.08		
		31-Mar-16	At the end of the Year	-	-	200	0.08

(v) Shareholding of Directors and Key Managerial Personnel:

S.no.	Name of Shareholder	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total Shares	No. of Shares	% of total Shares
1	Navratan Bhairuratan Damani	01-Apr-15	At the beginning of the Year	-	-	-	-
		31-Mar-16	At the end of the Year	-	-	-	-
2	Balkrishna Binani	01-Apr-15	At the beginning of the Year	53,400	21.80	-	-
		31-Mar-16	At the end of the Year	-	-	53,400	21.80
3	Harish Vaman Shenvi	01-Apr-15	At the beginning of the Year	-	-	-	-
		31-Mar-16	At the end of the Year	-	-	-	-
4	Sarladevi Navratan Damani	01-Apr-15	At the beginning of the Year	-	-	-	-
		31-Mar-16	At the end of the Year	-	-	-	-
5	Yashwant Rajmal Jain	01-Apr-15	At the beginning of the Year	400	0.16	-	-
		31-Mar-16	At the end of the Year	-	-	400	0.16
6	Sanjay Gopallal Mundra	01-Apr-15	At the beginning of the Year	400	0.16	-	-
		31-Mar-16	At the end of the Year	-	-	400	0.16
7	Rajendra Kumar Nandkishore Choudhary	01-Apr-15	At the beginning of the Year	-	-	-	-
		31-Mar-16	At the end of the Year	-	-	-	-

V. **INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT**

Particulars	Secured Loans excluding deposits (Rs.)	Unsecured Loans (Rs.)	Deposits (Rs.)	Total Indebtedness (Rs.)
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

Sr. No.	Particulars	Name of MD/WTD/ Manager/Director				Total Amount
		----	----	----	----	
	Name of Director/KMP					
	Designation					
1)	Gross Salary	-	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	-	-	-	-	-
	(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	-	-	-	-	-
3)	Sweat Equity	-	-	-	-	-
4)	Commission	-	-	-	-	-
5)	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	The Company being a Private Company there is no ceiling for remuneration.				

B. Remuneration to other Directors:

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
		---	---	---	---	
1)	Independent Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2)	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial	-	-	-	-	-
	Overall Ceiling as per the Act	The Company being a Private Company there is no ceiling for remuneration.				

C. Remuneration to Key Managerial Personnel, other than MD/Manager/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1)	Gross Salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(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	-	-	-	-
3)	Sweat Equity	-	-	-	-
4)	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5)	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD/NCLT/Court]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.

For Tarrif Cine And Finance Limited

Place: Mumbai
Date: May 20, 2016



Chairman
Balkrishn Binani
DIN:00175080



Form AOC-1
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies
(Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of
subsidiaries/associate companies/joint ventures**

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sr. No.	Particulars	Details
1	Name of Subsidiary	NIL
2	Reporting period for the subsidiary concerned, if different from the holding	
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	
4	Share capital	
5	Reserves & surplus	
6	Total assets	
7	Total Liabilities	
8	Investments	
9	Turnover	
10	Profit before taxation	
11	Provision for taxation	
12	Profit after taxation	
13	Proposed Dividend	
14	% of shareholding	

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sr. No.	Particulars	Details
	Name of associates/Joint Ventures	NIL
1	Latest audited Balance Sheet Date	
2	Shares of Associate/Joint Ventures held by the company on the year end	
a)	No.	
b)	Amount of Investment in Associates/Joint Venture	
c)	Extend of Holding%	
3	Description of how there is significant influence	
4	Reason why the associate/joint venture is not consolidated	
5	Net worth attributable to shareholding as per latest audited Balance Sheet	
6	Profit/Loss for the year	
i.	Considered in Consolidation	
ii.	Not Considered in Consolidation	

- Names of associates or joint ventures which are yet to commence operations
- Names of associates or joint ventures which have been liquidated or sold during the year.

Place : Mumbai
Date: May 20, 2016

For Tarrif Cine And Finance Limited

Balkrishna Binani
Chairman
Balkrishna Binani
DIN:00175080



SHIV HARI JALAN
B.COM., F.C.A., F.C.S.
COMPANY SECRETARY

104, MAHAVIR BUILDING, 44/46, POPATWADI LANE, KALBADEVI, MUMBAI-2.
Telephone: 22075834, 22075835, Mobile: 9869035834, email: shivharijalancs@gmail.com

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2016
[Pursuant to section 204(1) of the Companies Act, 2013 and rule
No.9 of the Companies (Appointment and Remuneration Personnel)
Rules, 2014]

To,
The Members,
Tarrif Cine & Finance Limited
Binani Bhawan, Ground Floor,
28/30, Anant Wadi,
Bhuleshwar,
Mumbai- 400002.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Tarrif Cine & Finance Limited** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;



- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 w.e.f. 24.08.2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the company during the period under review)
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 / Securities and exchange board of India (Share based employee benefits) Regulations, 2014 notified on 28.10.2014; (Not applicable to the company during the period under review)
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the period under review)
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the company during the period under review)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the company during the period under review) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the company during the period under review).
- (vi) The company has identified the Reserve Bank of India Act, 1934 with regard to Non-Banking Finance Company (NBFC), the other applicable law as specifically applicable to the company.

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

- (i) Secretarial Standards (SS-1 & SS-2) issued by The Institute of Company Secretaries of India w.e.f. 01.07.2015
- (ii) The Listing Agreements entered into by the Company with BSE Limited and Listing Obligations and Disclosure Requirements Regulations 2015 w.e.f. 01.12.2015;

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



I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views if any are captured and recorded as part of the minutes.

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

I further report that during the audit period the company had no specific actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Place: Mumbai

Date: 20.05.2016




SHIV HARI JALAN
COMPANY SECRETARY
FCS No: 5703
C.P.NO: 4226

This report is to be read with my letter of even date which is annexed as Annexure 'A' and forms an integral part of this report.

SHIV HARI JALAN
B.COM., F.C.A., F.C.S.
COMPANY SECRETARY

104, MAHAVIR BUILDING, 44/46, POPATWADI LANE, KALBADEVI, MUMBAI-2.
Telephone: 22075834, 22075835, Mobile: 9869035834, email: shivharijalancs@gmail.com

To,
The Members,
Tarrif Cine & Finance Limited
28/30, Anant Wadi,
Bhuleshwar,
Mumbai- 400002.

'Annexure A'

My Report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of provision of Corporate and other applicable laws, rules, regulations, standard is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of Company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

Place: Mumbai

Date: 20.05.2016



Shiv Hari Jalan
SHIV HARI JALAN
COMPANY SECRETARY
FCS No: 5703
C.P.NO.: 4226

K K KHADARIA & Co

CHARTERED ACCOUNTANTS

Office : 401 - A, Pearl Arcade, Opp. P. K. Jewellers, Off J. P. Road, Andheri (W), Mumbai - 400 058.
Tel. : 022 - 26778155, 26797750, 26783178 • Telefax : 022 - 26781187

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF TARRIF CINE & FINANCE LIMITED

Report on the Financial Statements

1. We have audited the accompanying financial statements of Tarrif Cine & Finance Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. 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 and the Order under Section 143(11) of the Act.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 113(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

7. 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

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

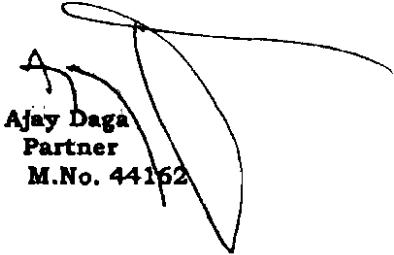
Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143(3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure "B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. The Company does not have any pending litigation which would impact its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts as at 31st March, 2016.



- iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education & Protection Fund by the Company.

**For K K Khadaria & Co
Chartered Accountants
Firm Regn No: 105013W**

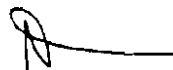

**Ajay Daga
Partner
M.No. 44162**

**Place : Mumbai
Dated : 20th May, 2016**

**ANNEXURE "A" TO INDEPENDENT AUDITORS' REPORT
(Referred to in paragraph (9) of our Report of even date)**

1. The Company does not have any fixed assets and hence reporting under clause 3(i)(a), (i)(b) & (i)(c) of the said order are not applicable to the Company.
2. As explained to us, inventory of shares & debentures in custody of the Company have been physically verified by the management at reasonable intervals. For shares held with the custodian and depository participant & for units of mutual funds, statement from them has been obtained on a regular basis. In our opinion, the frequency of verification is reasonable. No discrepancies have been noticed on reconciliation of physical inventories and those held with custodian & depository participant with the book records.
3. As informed to us, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of Clause 3(iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
4. In our opinion and according to the information and explanations given to us, the provisions of section 185 of the Act are not applicable to the Company. The Company has complied with the provisions of section 186 of the Act to the extent applicable.
5. The Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the Rules framed thereunder to the extent notified.
6. Reporting under clause 3(vi) of the Order is not applicable as the Company's business activities are not covered by the Companies (Cost Records and Audit) Rules, 2014.
7. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has been regular in depositing undisputed statutory dues applicable to it.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of Income Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty & Value Added Tax that have not been deposited with the appropriate authorities on account of any dispute.
8. The Company has not taken any loans or borrowings from any financial institution or bank or Government nor has it issued any debentures as at balance sheet date. Accordingly, the provisions of clause 3(viii) of the Order are not applicable to the Company.
9. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the Company.
10. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.



11. The Company has neither paid nor provided for any managerial remuneration. Accordingly, the provisions of clause 3(xi) of the Order are not applicable to the Company.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company.
13. The Company has not entered into any transactions with related parties during the financial year as defined under section 188 of the Act. Accordingly, the provisions of clause 3(xiii) of the order are not applicable to the Company.
14. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company.
15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.
15. On examination of relevant records and according to the information and explanations given to us, the Company is required to be registered under section 45-IA of Reserve Bank of India Act, 1934 and holds a valid certificate of registration under the same.

Place : Mumbai
Dated : 20th May, 2016

**For K K KHADARIA & CO
CHARTERED ACCOUNTANTS
(FIRM REGN. NO. 105013W)**

**AJAY DAGA
PARTNER
M No. 44162**

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 10(f) of the Independent Auditor's Report of even date to the members of Tarrif Cine & Finance Limited on the financial statements for the year ended 31st March, 2016

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

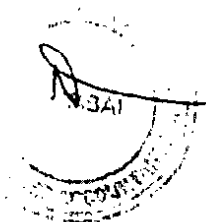
1. We have audited the internal financial controls over financial reporting Tarrif Cine & Finance Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Standards on Auditing prescribed under section 143(10) of Act and the Guidance Note, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Meaning of Internal Financial Controls over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

Place : Mumbai
Dated : 30th May, 2016

**For K K KHADARIA & CO
CHARTERED ACCOUNTANTS
(FIRM REGN. NO. 105013W)**


**AJAY DAGA MUMBAI
PARTNER
M No. 44162**

TARRIF CINE & FINANCE LIMITED

BALANCE SHEET AS AT 31st MARCH, 2016

	Note	As At 31.03.2016 Amt (Rs.)	As At 31.03.2015 Amt (Rs.)
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	24,50,000	24,50,000
Reserves and Surplus	3	64,24,733	65,26,628
		<u>88,74,733</u>	<u>89,76,628</u>
Current Liabilities			
Other Current Liabilities	4	1,08,645	2,31,353
Short-term Provisions	5	8,74,670	8,74,670
		<u>9,83,315</u>	<u>11,06,023</u>
TOTAL		<u>98,58,048</u>	<u>1,00,82,651</u>
ASSETS			
Non-current Assets			
Non-current Investments	6	55,61,524	56,84,722
Long-term Loans and Advances	7	22,815	22,816
		<u>55,84,339</u>	<u>57,07,538</u>
Current Assets			
Inventories	8	26,94,942	26,94,942
Cash and Bank Balances	9	7,04,098	6,10,501
Short-term Loans & Advances	10	8,74,670	8,74,670
Other Current Assets	11	NIL	1,95,000
		<u>42,73,710</u>	<u>43,75,113</u>
TOTAL		<u>98,58,048</u>	<u>1,00,82,651</u>

Summary of Significant Accounting Policies

1

The accompanying notes form an integral part of the Financial Statements.

As per our report of even date

For K K KHADARIA & CO
CHARTERED ACCOUNTANTS

AJAY DAGA
Partner
Place : Mumbai
Dated : 20th May, 2016

For and on behalf of the board

Balkrishna Binani
Director
00175080

Rajendra Choudhary
Director
03060168



TARRIF CINE & FINANCE LIMITED

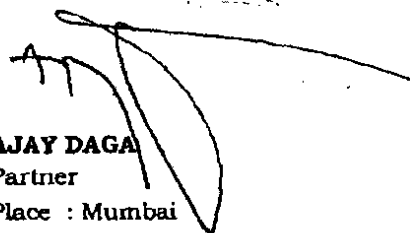
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

	Note	Year ended 31.03.2016 Amt (Rs.)	Year ended 31.03.2015 Amt (Rs.)
Revenue			
Revenue from Operations	12	1,24,090	1,28,957
Other Income	13	1,63,362	4,10,238
Total Revenue		2,87,452	5,39,195
Expenses			
Changes-in-Inventories	14	NIL	NIL
Employee Benefits Expenses	15	NIL	2,12,816
Other Expenses	16	3,89,347	2,95,231
Total Expenses		3,89,347	5,08,047
Profit/(Loss) Before Tax		(1,01,895)	31,148
Tax Expense:			
- Current Tax		NIL	NIL
Profit/(Loss) For The Year		(1,01,895)	31,148
Earnings per equity share of face value of Rs.10/-each			
Basic and Diluted (Rs.)	20	(0.42)	0.13

Summary of Significant Accounting Policies 1

The accompanying notes form an integral part of the Financial Statements.

As per our report of even date
For **K K KHADARIA & CO**
CHARTERED ACCOUNTANTS


AJAY DAGA
Partner
Place : Mumbai
Dated : 20th May, 2016

For and on behalf of the board


**Balkrishna
Binani**
Director
00175080


**Rajendra
Choudhary**
Director
03060168



TARRIF CINE & FINANCE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	As At 31.03.2016 Amt (Rs.)	As At 31.03.2015 Amt (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES :		
a) NET PROFIT/(LOSS) BEFORE TAX AND EXTRAORDINARY ITEM	(1,01,895)	31,148
ADJUSTMENTS FOR:		
Dividend Received	(1,24,090)	(1,28,957)
Gain on sale of Investments in flats	(1,63,362)	(2,98,238)
b) OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANG	(3,89,347)	(3,96,047)
ADJUSTMENTS FOR:		
Increase /(Decrease) in Other Current Liabilities	(1,22,708)	62,161
Increase /(Decrease) in Short-term Provision	NIL	(2,413)
(Increase)/ Decrease in Inventories	NIL	NIL
(Increase)/Decrease in Other Current Assets	1,95,000	(1,47,000)
CASH GENERATED FROM OPERATIONS	(3,17,055)	(4,83,299)
Income Tax Paid	NIL	NIL
NET CASH FROM/(USED IN) OPERATING ACTIVITIES	(3,17,055)	(4,83,299)
B. CASH FLOW FROM INVESTING ACTIVITIES:		
(Purchases)/Sale of Investments (net)	2,86,560	6,34,300
Dividend Received	1,24,090	1,28,957
NET CASH FROM/(USED IN) INVESTING ACTIVITIES	4,10,650	7,63,257
C. CASH FLOW FROM FINANCIAL ACTIVITIES	NIL	NIL
NET CASH FROM/(USED IN) FINANCIAL ACTIVITIES	NIL	NIL
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	93,595	2,79,958
CASH AND CASH EQUIVALENTS AS AT 1.4.2015 (OPENING BALANCE)	6,10,501	3,30,543
CASH AND CASH EQUIVALENTS AS AT 31.3.2016 (CLOSING BALANCE)	7,04,096	6,10,501

1. The above cash flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard -3 on Cash Flow Statement issued by The Institute of Chartered Accountants of India.

2. Previous Year's figure have been regrouped, rearranged, wherever necessary, to correspond with the current year's classification/disclosure.

As per our Report of even date

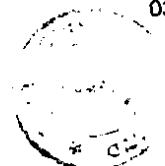
For K K KHADARIA & CO
CHARTERED ACCOUNTANTS

AJAY DAGA
PARTNER
PLACE : MUMBAI
Dated : 20th May, 2016

For and on behalf of the board

**Balkrishna
Binani**
Director
00175080

**Rajendra
Choudhary**
Director
03060168



TARRIF CINE & FINANCE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

	As At 31.03.2016 Amt (Rs.)	As At 31.03.2015 Amt (Rs.)
(2) Share Capital		
Authorised :		
250000 (P.Y. 250000) Equity Shares of Rs. 10/- each	25,00,000	25,00,000
Issued, Subscribed and Paid-up:		
245000 (P.Y. 245000) Equity Shares of Rs. 10/- each fully paid-up	24,50,000	24,50,000
	<u>24,50,000</u>	<u>24,50,000</u>

- a. The number of shares and amount outstanding at the beginning and at the end of the reporting year is the same.
- b. The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity share is entitled to same right based on the number of shares held.
- c. Shares in the Company held by each shareholders holding more than 5% shares:

No. of Shareholders each holding more than 5% of the share capital	No. of Shares Held Percentage of holding	No. of Shares Held Percentage of holding
Six shareholders (P.Y. Six shareholders)	189543 77.36%	189543 77.36%

(3) Reserves & Surplus

a. General Reserve (Opening & Closing Balance)	1,43,515	1,43,515
b. Special Reserve (Opening & Closing Balance)	10,53,124	10,53,124
c. Surplus in Statement of Profit and Loss Opening Balance	53,29,989	52,98,841
Add: Net Profit/(Loss) for the current year	(1,01,895)	31,148
	<u>52,28,094</u>	<u>53,29,989</u>
Closing Balance	<u>64,24,733</u>	<u>65,26,628</u>

(4) Other Current Liabilities

Statutory dues	3,150	5,250
Other Payables *	70,009	1,64,103
Unpaid Dividend	35,486	62,000
	<u>1,08,645</u>	<u>2,31,353</u>

* Based on information so far available with the Company, there are no dues payable to MSME as defined in the Micro, Small and Medium Enterprises Development Act, 2006.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

	As At 31.03.2016 Amt (Rs.)	As At 31.03.2015 Amt (Rs.)
(5) Short-term Provisions		
Provision for Doubtful Assets	8,74,670	8,74,670
	<u>8,74,670</u>	<u>8,74,670</u>
(6) Non-current Investments		
<u>Non-trade Investments</u>		
<u>Quoted</u>		
<u>In Equity Shares</u>		
138(138) Eq. Sh. of Rs.10/- each of Hindalco	13,248	13,248
12(12) Eq. Sh. of Rs. 10/- each of Reliance Industries Ltd.	6,000	6,000
2(2) Eq. Sh. of Rs. 10/- each of Aditya Birla Nuvo Ltd.	1,586	1,586
183(183)Eq. Sh. of Rs. 10/-each of Power Finance Corporation Ltd.	15,555	15,555
953(953) Eq. Sh. of Rs. 10/- each of Indian Bank	86,723	86,723
	<u>1,23,112</u>	<u>1,23,112</u>
<u>Unquoted</u>		
<u>In Units of Mutual Funds</u>		
126835(112214) Units of BSL Income Plus Qtr. Dividend Reinvestment	15,08,768	14,14,569
32856(29328) Units of ICICI Prudential Short-term Plan Dividend Reinvest.	3,89,161	3,69,920
2246 (2246) Units of HDFC Equity Fund - Growth	5,00,000	5,00,000
48371(48371) Units of HDFC MF Monthly Income Plan-Long-term Growth	10,00,000	10,00,000
24607(24607) Units of Kotak Life Select Focus Fund - Growth Plan	2,00,000	2,00,000
6668(6668) Units of Reliance Diversified Power Sector Fund-Retail Growth	5,00,000	5,00,000
20000 (20000) Units of Reliance Equity Fund -Growth Plan	2,00,000	2,00,000
56447(56447) Units of Birla Sun Life Dynamic Bond Fund Retail- Growth	10,00,000	10,00,000
	<u>52,97,929</u>	<u>51,84,489</u>
<u>In Immovable Properties</u>		
Flat at Valsad, Gujarat	NIL	2,36,638
	<u>NIL</u>	<u>2,36,638</u>
<u>In Bullion</u>		
24.56 (24.56) Kg. of Silver Utensils	1,40,483	1,40,483
	<u>1,40,483</u>	<u>1,40,483</u>
Total Non-current Investments	<u>55,61,524</u>	<u>56,84,722</u>
Aggregate Book Value of Quoted Investments	<u>1,23,112</u>	<u>1,23,112</u>
Market Value of Quoted Investments	<u>1,57,550</u>	<u>2,45,779</u>
Aggregate Book Value of Unquoted Investments	<u>52,97,929</u>	<u>51,84,489</u>
Aggregate Book Value of Immovable Properties	<u>NIL</u>	<u>2,36,638</u>
Aggregate Book Value of Bullion	<u>1,40,483</u>	<u>1,40,483</u>



TARRIF CINE & FINANCE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

	As At 31.03.2016 Amt (Rs.)	As At 31.03.2015 Amt (Rs.)
(7) Long-term Loans & Advances		
Other Loans & Advances		
-- MAT credit entitlement	22,815	22,816
	<u>22,815</u>	<u>22,816</u>
(8) Inventories		
Stock in trade		
--Equity Shares	26,94,942	26,94,942
	<u>26,94,942</u>	<u>26,94,942</u>
(9) Cash & Bank Balances		
Cash & Cash Equivalents		
--Cash on Hand	3,632	3,632
--Balance with Bank		
in Current Account	6,42,817	5,24,937
Other Bank Balances		
--in Unpaid Dividend Accounts	57,648	81,932
	<u>7,04,098</u>	<u>6,10,501</u>
(10) Short-term Loans & Advances		
(Unsecured, considered doubtful)		
Bill Discounting	8,74,670	8,74,670
	<u>8,74,670</u>	<u>8,74,670</u>
(11) Other Current Assets		
Other receivables	NIL	1,95,000
	<u>NIL</u>	<u>1,95,000</u>
	For The Year Ended 31.03.2016 Amt (Rs.)	For The Year Ended 31.03.2015 Amt (Rs.)
(12) Revenue From Operations		
Dividend Income		
- On Current Investments	8,974	10,872
- On Non-current Investments	1,15,116	1,18,085
	<u>1,24,090</u>	<u>1,28,957</u>
(13) Other Income		
Rent Received	NIL	1,12,000
Gain on sale of Investments in Flats	1,63,362	2,98,238
	<u>1,63,362</u>	<u>4,10,238</u>
(14) Changes-in-Inventories		
Stock at commencement	26,94,942	26,94,942
Stock at close	26,94,942	26,94,942
	<u>NIL</u>	<u>NIL</u>

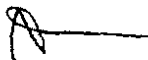
[Handwritten signature]

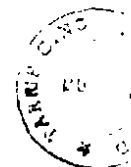


TARRIF CINE & FINANCE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

	For The Year Ended 31.03.2016 Amt (Rs.)	For The Year Ended 31.03.2015 Amt (Rs.)
(15) Employee Benefits Expenses		
Salary	NIL	2,12,816
	<u>NIL</u>	<u>2,12,816</u>
(16) Other Expenses		
Advertisement	37,556	34,713
Auditors' Remuneration		
- Audit Fees	22,900	22,472
- Income Tax Matters	2,850	NIL
- Certification Work	10,305	10,113
- Company Law Matters	NIL	26,405
Listing Fees	2,24,748	1,12,360
Filing Fees	3,000	11,500
Depository & Registrar Charges	46,530	38,793
Profession Tax	7,500	NIL
Miscellaneous Expenses	33,958	38,875
	<u>3,89,347</u>	<u>2,95,231</u>





TARRIF CINE & FINANCE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

(17) Deferred Tax Asset

Deferred Tax Asset on account of carried forward losses is not recognised as there is no virtual certainty of its realisation.

(18) Segment Reporting

The Company is engaged solely in investment activity during the year and all activities of the Company revolve around this activity. As such there are no reportable segment as defined by Accounting Standard-17 on Segment Reporting issued by the Institute of Chartered Accountants of India.

(19) There were no transactions and outstanding year end balance with related parties during the year.

(20) Earnings Per Share (EPS)

	<u>2015-2016</u>	<u>2014-2015</u>
i) Weighted Average Number of Equity Shares outstanding during the year	245000	245000
ii) Net Profit/(Loss) after tax available for Equity Shareholders (Rs.)	(101895/-)	31148/-
iii) Basic and Diluted Earnings Per Share (Rs.)	(0.42)	0.13
iv) Nominal Value Per Share (Rs.)	10/-	10/-

The Company does not have any outstanding dilutive potential equity shares.

(21) Previous year figures

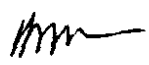
Previous Year's figures have been regrouped/reclassified, wherever necessary, to correspond with the current year's classification/disclosures.


As per our report of even date
For **K K KHADARIA & CO**
CHARTERED ACCOUNTANTS

AJAY DAGA
PARTNER
PLACE : MUMBAI

Dated : 20th May, 2016

For and on behalf of the board


Balkrishna
Binani
Director
00175080


Rajendra
Choudhary
Director
03060168

