LEENA CONSULTANCY LIMITED

DIRECTORS	**A. Unnikrishnan**
	Sanjay Johar
	Ashwin Damania
	Roselyn Chettiar
AUDITORS	**Nayan Parikh & Co.** **Chartered Accountants**
BANKERS	**Vijaya Bank**
REGISTERED OFFICE	**Rahejas,** **Corner of Main Avenue** **& V. P. Road,** **Santacruz (West),** **Mumbai - 400 054.**

LEENA CONSULTANCY LIMITED

(CIN: L74140MH1983PLC031034)

Regd. Off: Rahejas, Corner of Main Avenue & V. P. Road, Santacruz – West, Mumbai – 400 054
Phone No.: 022 – 6695 1111 Fax No.: 022 – 6694 2922
Website: www.leenaconsultancy.in Email: leenaconsultancy@yahoo.co.in

N O T I C E

Notice is hereby given that the Thirty Fifth Annual General Meeting of the members of Leena Consultancy Limited will be held on Friday, the 28th day of September, 2018 at 11.00 a.m. at Rahejas, Corner of Main Avenue & V. P. Road, Santacruz - West, Mumbai - 400 054, to transact the following business:

ORDINARY BUSINESS:

1) To receive, consider and adopt the Directors' Report and the Audited Profit and Loss Account for the year ended 31st March, 2018 and the Balance Sheet as at that date and the Auditors' Report thereon.

2) To appoint a Director in place of Mr. A. Unnikrishnan (DIN: 00007022) who retires by rotation and being eligible offers himself for re-appointment.

By Order of the Board

SANJAY JOHAR
Director

Mumbai
4th September, 2018

Contd...2

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND, AND ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies, if any, in order to be effective, must be received at the Company's Registered Office not later than 48 (Forty Eight) hours before the time fixed for holding the meeting. Proxies submitted on behalf of the companies, etc., must be supported by appropriate resolution/authority, as applicable. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days of notice in writing is given to the Company.
3. A person can act as a proxy on behalf of members not more than fifty members 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.
4. Corporate Members are requested to send a duly certified true copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
5. Any member proposing to seek any clarification on the accounts, is requested to send the queries to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to compile the relevant information to reply the same in the meeting.
6. The Register of the Members and the Share Transfer Books of the Company will remain closed from Friday, 21st September, 2018 to Friday, 28th September, 2018 (Both days inclusive).
7. Members/Proxies are requested to bring their copy of Annual Report and attendance slip to the meeting.
8. 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 and Sundays, during business hours up to the date of the Meeting.

9. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold in physical form are requested to write their folio number in the attendance slip.
10. In case of Joint Holders attending the meeting, the Member whose name appears as the First holder in the order of names as per the Register of Members of the Company will be entitled to vote.
11. Nomination facility for shares is available for Members.
12. Members who would like to receive notices, letters, annual reports, documents and any other correspondence by electronic mode are requested to register their email address with the Company.
13. The Company is providing facility for voting by electronic means and the business may be transacted through e-voting.
14. In compliance with the provisions of Section 108 and other applicable provisions of the Act, if any, the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (LODR) Regulations, 2015, the Members are provided with the facility to cast their vote electronically on all resolutions set forth in this Notice from a place other than the venue of the meeting ("remote e-voting").

    The Members, whose names appear in the Register of members / list of Beneficial Owners as on Friday, 21st September, 2018 ("cut-off date") are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may approach the Company / RTA for issuance of the User ID and password for exercising their right to vote by electronic means.

    The facility for voting through Ballot Paper will be made available at the AGM and Members attending the Meeting who have not already cast their vote by remote e-voting shall be eligible to vote at the Meeting.

    Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.

The Company has appointed Mr. Sushil Talathi from M/s. Sushil Talathi & Associates, Practicing Company Secretaries, Mumbai, as the Scrutinizer to scrutinize the entire e-voting process, in a fair and transparent manner.

Voting through electronic means

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM) ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The remote e-voting period commences on Tuesday, 25th September, 2018 at 10:00 a.m. and ends on Thursday, 27th September, 2018 at 5:00 p.m. During this period, members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

(i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

(iii) Click on Shareholder - Login

(iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select "EVEN" of **"Leena Consultancy Limited"**

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to sushil@cssushiltalathi.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

(i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (Remote e-voting Event Number): 109728

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 21st September, 2018.

X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 21st September, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or service@satellitecorporate.com

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XIII. Mr. Sushil Talathi of M/S. Sushil Talathi & Associates, Practicing Company Secretaries (Membership No. 8506 Certificate No. 9781) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "remote e-voting" or "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.leenaconsultancy.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

LEENA CONSULTANCY LIMITED

(CIN: L74140MH1983PLC031034)

Regd. Off: Rahejas, Corner of Main Avenue & V. P. Road, Santacruz – West, Mumbai – 400 054

Phone No.: 022 – 6695 1111 Fax No.: 022 – 6694 2922

Website: www.leenaconsultancy.in Email: leenaconsultancy@yahoo.co.in

Details of Director seeking re-appointment as required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015:

Mr. A. Unnikrishnan (DIN 00007022), age 62 years, is a Science Graduate from the University of Mumbai and is a Chartered Accountant. He has wide range of experience in financial and accounting matters. He is also a Director in various Companies which are in Cable Industry, Publishing and Investment Companies with more than 25 years of experience. He is a member of Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship Committee of the Company.

Mr. A. Unnikrishnan may be deemed to be concerned or interested to the extent of 200 equity shares held by him in the Company. He does not have any inter-se relation with any other Director or any employee of the Company.

LEENA CONSULTANCY LIMITED

CIN No: L74140MH1983PLC031034
Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone : 6695 1111 Fax : 6694 2922 Email: leenaconsultancy@yahoo.co.in,
Website: www.leenaconsultancy.in

DIRECTORS' REPORT

To The Members,
LEENA CONSULTANCY LIMITED
Mumbai.

The Directors are pleased to present the Thirty Fifth Annual Report of your Company together with the Audited Financial Statements and the Auditors' Report for the financial year ended 31st March, 2018.

FINANCIAL HIGHLIGHTS (Standalone)

Particulars	Amount in Rs. '000	Amount in Rs. '000
	2017 – 2018	**2016 – 2017**
Total Income for the year	229.76	253.93
Total Expenditure for the year	520.16	459.31
Profit/(Loss) for the year before Taxation	(290.40)	(205.38)
Less: Provision for Current Taxation	Nil	Nil
Less: Current Tax (relating to prior year)	Nil	2.65
Profit/Loss after taxation	(290.40)	(208.03)
Other comprehensive income		
Items that will not be reclassified to profit or loss		
Effect of gain/loss of measuring equity instruments through other comprehensive income	4.98	8.50
Income tax relating to items that will not be reclassified to profit or loss	Nil	Nil
Other comprehensive income	4.98	8.50
Total comprehensive income for the period	(285.42)	(199.53)
Add: Surplus in Profit & Loss account brought forward from previous year	875.66	1,075.19
Profit/Loss available for Appropriation	(285.42)	(199.53)
Less : Proposed Dividend	Nil	Nil
Less: Tax on Dividend distribution	Nil	Nil
Balance carried to the Balance Sheet	590.24	875.66

RESERVES:

In view of the loss for the year, the company has not transferred any amounts to Reserves for the financial year 2017-18.

DIVIDEND:

In view of the loss for the year, the Directors do not recommend any dividend for the year ended March 31, 2018.

FIXED DEPOSITS:

The Company has not accepted any deposits from public covered under section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the year under review.

INVESTOR EDUCATION AND PROTECTION FUND:

During the year, the Company has transferred a sum of Rs. 3,060/- to the Investor Education and Protection Fund in compliance with provisions of the Companies Act, 2013 which represents unclaimed dividend.

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES:

The company does not have any subsidiary, Associate or Joint venture companies.

DIRECTORS :

Mr. Sanjay Johar, Mr. Ashwin Damania, Mr. A. Unnikrishnan and Mrs. Roselyn Chettiar continue to be the Directors of the Company. There were no changes in the Directorships during the year. The Company has received declarations from all the Independent Directors under Section 149(6) of the Companies Act, 2013 confirming their independence vis-à-vis the Company.

DIRECTORS EVALUATION OF THE BOARD:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation during the year under review. Details of the same are given in the Report on Corporate Governance.

NUMBER OF MEETINGS OF THE BOARD :

The Board of Directors of the Company met five (5) times during the financial year 2017-18.
The details of the same are given in the Corporate Governance Report.

CIN No: L74140MH1983PLC031034
Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone: 6695 1111 Fax: 6694 2922 Email: leenaconsultancy@yahoo.co.in,
Website: www.leenaconsultancy.in

AUDIT COMMITTEE:

The Audit Committee was constituted pursuant to the provisions of Section 177 of the Companies Act, 2013. The composition of the Audit Committee is in conformity with the provisions of the said section. The Audit Committee comprises of:

1. Mr. Sanjay Johar - Chairman
2. Mr. Ashwin Damania - Member
3. Mr. A. Unnikrishnan - Member

The Audit Committee met four times during the year. Details of meetings are included in the Report on Corporate Governance.

NOMINATION & REMUNERATION COMMITTEE:

The Nomination & Remuneration Committee met once during the year. Details of meetings are included in the Report on Corporate Governance.

STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Committee was formed on 29th January, 2016 but during the financial year 2017-18, the Committee has not had a meeting. Details of the Stakeholders Relationship Committee are included in the Report on Corporate Governance.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has established a vigil mechanism by adopting a Whistle Blower Policy to report concerns about illegal or unethical practices, if any. The details of the Policy are explained in the Report on Corporate Governance.

PREVENTION OF SEXUAL HARASSMENT:

The Company offers equal employment opportunity and is committed to creating a healthy working environment that enables employees to work without fear of prejudice, gender bias and sexual harassment. The Company has also framed a policy on Prevention of Sexual Harassment of Women at workplace. As per the requirement of the Sexual harassment of Women at Workplace (Prevention, prohibition & Redressal) Act, 2013 and Rules made thereunder, the Company has constituted a Complaint Committee to inquire into complaints of sexual harassment and recommend appropriate action.
During the financial year 2017-18, no complaints were received.

CORPORATE SOCIAL RESPONSIBILITY:

The criteria for formulation of Corporate Social Responsibility policy and implementation thereof, are not applicable to the Company as the Company does not fulfil the criteria specified in Section 135(1).

LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186:

The Company has given an Inter Corporate Deposit of Rs. 14,00,000/- to H & R Johnson (India) - Tiles Division of Prism Johnson Limited. The said loan is within the limits prescribed under section 186 of the Act.

RELATED PARTY TRANSACTIONS:

There are no contracts or arrangements with Related Parties during the Financial Year 2017-18. Hence the provisions of Section 188(1) are not applicable to the Company.

DIRECTORS RESPONSIBILITY STATEMENT:

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31st March, 2018, the Board of Directors hereby confirms that:

a. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;

b. such accounting policies have been selected and applied consistently and the Directors 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 as at 31st March, 2018 and of the profit and loss of the Company for the year;

c. proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the annual accounts of the Company have been prepared on a going concern basis;

e. internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were 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;

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

a. As the Company does not have any manufacturing activities, particulars required to be disclosed with respect to the conservation of energy and technology absorption in terms of Section 134 of The Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are not applicable and hence not given.

b. During the year under review, the foreign exchange outgo / provision is Nil and the foreign exchange inflow is Nil (previous year Nil).

CIN No: L74140MH1983PLC031034
Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone : 6695 1111 Fax : 6694 2922 Email: leenaconsultancy@yahoo.co.in,
Website: www.leenaconsultancy.in

MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report for the year under review as stipulated under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this report.

CORPORATE GOVERNANCE:

The Company has taken the requisite steps to comply with the recommendations concerning Corporate Governance.
A separate section on Corporate Governance together with a certificate from the auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this Annual Report.

INTERNAL FINANCIAL CONTROL SYSTEMS:

The Company has established set of standards, processes and structure which enables it to implement adequate internal financial controls and that the same are operating effectively. The internal financial controls of the Company are commensurate with its size and the nature of its operations. The Company has well defined delegation of authority limits for approving revenue as well as expenditures.
Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work done by the Internal, Statutory and Secretarial Auditors and the reviews of the 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 2017-18.

AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. Nayan Parikh & Co., Chartered Accountants (Firm Registration No. 107023W), the Statutory Auditors of the Company have been appointed for a term of 5 years (i.e. from the conclusion of the Thirty Fourth Annual General Meeting until the conclusion of the Thirty Ninth Annual General Meeting).

QUALIFICATIONS OF AUDITORS:

The report given by the Auditors on the financial statements of the Company are a part of the Annual Report. There is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

SECRETARIAL AUDITOR:

The Company had appointed M/s. Zarna Sodagar & Co. to undertake the Secretarial Audit of the Company. The report of the Secretarial Auditor in Form MR – 3 is annexed herewith as Annexure I.

LEENA CONSULTANCY LIMITED

CIN No: L74140MH1983PLC031034

Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone: 6695 1111 Fax: 6694 2922 Email: leenaconsultancy@yahoo.co.in,
Website: www.leenaconsultancy.in

Board's explanation to the reservations / qualifications by the Secretarial Auditor:

1. Non-appointment of Company Secretary- KMP Category u/s 203 of the Companies Act, 2013: As the Members are aware the total net-worth of the Company is approximately Rs. 29.90 lakhs and gross income only Rs. 2.29 Lakhs. Due to the small size of the operations of the Company, despite best efforts, the Company was not able to find a suitable person for the post of CS, at a reasonable remuneration. The Board is hopeful of finding a suitable candidate soon.

   The Board would like to bring to the notice of the Members that Mrs. Roselyn Chettiar, Non-Executive, Independent Woman Director, is a qualified Company Secretary. She is already in employment in another Company but she is over-seeing all the Secretarial and Compliance work of the Company.

2. The Company has not noted the status of the Investor Complaints in the Minutes because during the year there were no Investor Complaints. This was done as per the Code of Conduct adopted by the Company.

ANNUAL RETURN:

The extract of the Annual Return in Form MGT – 9 is furnished in Annexure II attached to this Report.

GENERAL:

1. No significant and material orders were passed by the Regulators or courts or tribunals impacting the going concern status and Company's operations in future.

2. No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which the financial statements relate and the date of this report.

3. No fraud has been reported during the audit conducted by the Statutory Auditors, Internal Auditors, and Secretarial Auditors of the Company.

For and on behalf of Board of Directors of

LEENA CONSULTANCY LIMITED

Roselyn Chettiar	**Sanjay Johar**
Director	**Director**
DIN: 06716046	**DIN: 00007304**

Place: Mumbai
Date: 4 SEP 2018

Management Discussion and Analysis

Macroeconomic Review:

As we step away from the Financial Year 2017-18 and assess the current and future outlook the global economy grew by 3% during 2017 compared to 2.4% in the previous year. This is estimated to increase to 3.1% in the coming year before averaging out at 3% in 2019 and 2020.

The synchronised growth momentum in Advanced and Emerging Economics is likely to sustain going forward resulting in a further pick-up in global economic growth to 3.9% in 2018 and 2019. At 4.9% growth in 2018, the strong growth momentum in the Emerging Markets & Developing Economies is likely to sustain and improve marginally mainly due to robust performance of commodity exporting countries such as Brazil, South Africa, Saudi Arabic and an anticipated pick-up in growth in India.

Meanwhile China, recorded a growth of 6.9% in 2017, 0.2% higher than last year. This was attributed to a strong recovery of exports as well as continued fiscal support. However, GDP is expected to dip to 6.4% in the coming year and is expected to average out to 6.3% thereafter due to rising geopolitical tensions and concerns in the financial sector.

Opportunities and Threats:

Various factors affecting the business and economic environment may turn into an opportunity or challenge for the Company.

Outlook:

The latest Economic Survey of India, estimates a slowdown in GDP growth in comparison to previous years. The advance estimates released by the Central Statistics Office (CSO) anticipates GDP growth for 2017-18 to be 6.5%, compared to the 7.1% growth achieved in 2016-17. Growth for the first six months of the Financial Year was negatively impacted by the continuing tax effects of demonetization from November 2016 as well as to the economy adjusting to structural reform with the introduction of Goods and Services Tax (GST). This impacted exporters and small and medium enterprises, forcing companies to trim production and stocks, leading to decline in manufacturing activity. However, GST after the initial transition has stimulated economic growth as it transforms indirect taxes with the free flow of goods and services. It has also eliminated the cascading effects of indirect taxes.

Inflation continued to be moderate during the Financial year. The Consumer Price Index (CPI) inflation dropped to 3.3%, from April to December 2017, as compared to the 4.8% recorded during the same period last year. This decline could be attributed to lower food inflation, which hovered around 1% from April to December 2017. This is a significant decline as compared to the corresponding period in the previous year, where food inflation stood at 5.1%.

On the positive side, India remains the fastest growing major economy in the world. Inflation remained largely within the comfort zone of the RBI during the year with the Consumer Price Index (CPI) declining to 3.6% in 2017-18 against 4.5% in 2016-17, prompting the RBI to reduce policy interest rates by 25 bps during the year. However, with rising crude oil prices, anticipation of commodity prices firming up in the ensuing year and Core CPI steadily rising for the past several months, the scope for further reduction in interest rates seems limited. Foreign capital flows into the country remained robust leading to stability in the Indian Rupee and sustained buoyancy in the capital markets with the Sensex advancing by 11% in 2017-18 after a 17% rise in 2016-17.

Risks and Concerns:

The impact of macroeconomic variables such as a slowdown in the economic activity especially real estate, construction and infrastructure sector would have an adverse effect on the Company's performance. The Company evaluates the associated risks while making an investment decision.

Segment-wise Performance:

Since the Company's business activity falls within a single primary business segment and one geographical segment, the segment-wise information is not provided in the standalone financial statements.

Internal Control Systems and their adequacy:

The Company has satisfactory internal control system. The Company has an adequate system of internal controls to ensure accuracy of accounting records, compliance with the applicable laws & regulations.

Financial Performance with respect to Operational Performance:

Revenue from Operations showed a decrease of earnings from Rs. 2,53,924/- to Rs. 2,29,762/-.

Human Resources:

There has been no material development on the Human Resource front during the year. The Company had 2 employees as on March 31, 2018.

REPORT ON CORPORATE GOVERNANCE

Company's Philosophy on Corporate Governance:
The Company is committed to good corporate governance by maintaining a simple and transparent corporate structure, which promotes the long-term interests of stakeholders, strengthens Board and management accountability and helps built public trust in the Company. The Company and its Board of Directors firmly believe that strong governance is integral to creating value on a sustainable basis while considering the interest of other entities impacted by the Company.

Good governance is a continuing exercise and the Company reiterates its commitment to pursue the same in all aspects of its operations in the overall interest of all its stakeholders. The Board of Directors has established processes which provide a framework for the effective governance of the Company. The Directors and the employees have accepted a Code of Conduct that sets out the fundamental standards to be followed in all actions carried out on behalf of the Company.

In keeping with its commitment to good corporate governance which, it has always believed leads to efficiency and excellence in operations, the Company has adopted practices mandated by the regulations and established its procedures and systems in order to remain always compliant.

1. Board of Directors:

- (i) As on 31st March, 2018, the total strength of the Board is Four Directors, comprising of One Director in Non-Executive Non-Independent Category and Three Directors in Non-Executive Independent Category. The composition of the Board represents an optimal mix of professionalism, knowledge and experience in business, finance, law and corporate management which enables the Board to discharge its responsibilities prudently.
- (ii) During the year ended 31st March, 2018. Five Board meetings were held on the following dates: (1) 30/05/2017 (2) 28/07/2017 (3) 04/09/2017 (4) 10/11/2017 (5) 30/01/2018.
- (iii) None of the Directors of the Company are related to each other. Moreover none of the Directors of the Company is a member on more than ten Committees and Chairman of more than five Committees across all the public companies in which she / he is a director.
- (iv) None of the Directors serves as an Independent Director in more than seven listed companies.
- (v) None of the Independent Directors have any pecuniary relationship with the Company.
- (vi) None of the Directors have any inter-se relation among themselves and/or with any employee of the Company.

The following table gives details of Directorship, Category, attendance at Board Meetings and at the last Annual General Meeting and number of memberships of Board / Committees of various public companies:

Name of the Director	Category of Director-ship	DIN	Attend-ance at Board Meet-ings	Atten-dance at AGM	Number of Directorships held in Indian Public limited Companies (excluding Leena Consultancy Limited)	No. of Commi-ttee Member-ships as Member (including Leena Consult-ancy Limited)	No. of Commi-ttee Member-ships as Chairman (including Leena Consultancy Limited
Mr. A. Unnikrishnan	Non-Executive Non-Independ-ent Director	00007022	4	Yes	One	3	0
Mr. Sanjay Johar	Non-Executive Independent Director	00007304	4	Yes	None	0	3
Mr. Ashiwin Damania	Non-Executive Independent Director	01140989	5	Yes	None	3	0
Mrs. Roselyn Chettiar	Non-Executive Independent woman Director	06716046	5	Yes	None	0	0

Disclosures:

1) There are no penalties or strictures imposed on the Company by the Stock Exchange or SEBI or any statutory Authority on any matters related to capital markets.

2) The Board of Directors has established a vigil mechanism by adopting a Whistle Blower Policy for the Company which is available on the Company's website. No personnel has been denied access to the Audit Committee.

3) The Company has complied with the disclosures of corporate governance requirements specified in Regulations 17 to 27 and the relevant sub-regulation of Regulation 46 of SEBI (LODR).

Committees of the Board:

A. Audit Committee:

The Audit Committee of the Company is constituted pursuant to the provisions of the Companies Act, 2013 and the Listing Agreement with the BSE Limited, Mumbai. As on 31st March, 2018, the Audit Committee comprised of two Non-Executive Independent Directors viz.: Mr. Sanjay Johar and Mr. Ashwin Damania and one Non-Executive Non-Independent Director Mr. A. Unnikrishnan. All the members have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting and internal controls.

The Audit Committee has met four times during the year ended 31st March, 2018, on (1) 30/05/2017 (2) 28/07/2017 (3) 09/11/2017 (4) 30/01/2018 and all the four Audit Committee Meetings were attended by all the three Members of the Audit Committee.

The terms of reference of the Audit Committee cover the matters specified in Section 177 of the Companies Act, 2013 to include:

- The recommendation for appointment, remuneration and terms of appointment of auditors of the Company
- Review and monitor the Auditor's independence and performance and effectiveness of audit process
- Examination of the financial statements and the Auditors Report thereon
- Approval of the related party transactions, if any, entered into by the Company
- Evaluation of internal financial controls and risk management systems
- Scrutiny of inter-corporate loans and investments
- Valuation of undertakings or assets of the Company, wherever it is necessary
- Monitoring the end use of funds raised through public offers and related matters

The Terms of reference and powers of the Committee are also in accordance with the requirements of SEBI Regulations, 2015.

B. Nomination & Remuneration Committee:

As on 31st March, 2018, the Nomination & Remuneration Committee (NRC) comprises of three Non-Executive members of the Board viz.: Mr. Sanjay Johar, Chairman, Mr. A. Unnikrishnan and Mr. Ashwin Damania.

The Terms of Reference are as per the Companies Act, 2013 and SEBI Regulations, 2015 and, *inter alia,* include the following:

i) To identify persons who are qualified to become Directors and who may be appointed in the Senior Management and to lay down the criteria thereof;

ii) To recommend to the Board, appointment of Directors and Senior Management Personnel and their removal;
iii) To evaluate the individual Directors performance;
iv) Formulate the criteria for determining the qualification, positive attribute and independence of the Directors
v) Recommend to the Board, policy relating to the remuneration for Directors, Key Managerial Personnel and other employees; and
vi) Devising a Policy on Board diversity

During the financial year ended 31st March, 2018, one meeting of the NRC was held on 6th February, 2018. All the Members of the Committee were present at the meeting.

C. Stakeholders Relationship Committee:

The Committee oversees redressal of shareholders' grievances pertaining to transfer of shares, non-receipt of dividend and non-receipt of annual reports.

Composition and Attendance:
The Stakeholders Relationship Committee of the Company comprises of three directors. Mr. Sanjay Johar, Non-Executive Independent Director is the Chairman of this Committee and the other two Directors are Mr. A. Unnikrishnan, Non-Executive, Non-Independent Director and Mr. Ashwin Damania, Non-Executive Independent Director.

During the financial year 2017-2018, no complaints were received from shareholders. Moreover there were no complaints pending in the beginning of the financial year and none were pending at the close of the financial year 31st March, 2018, hence the Committee has not held any meeting during the year.

D. Independent Directors Meeting:
During the year under review, the Independent Directors met on 30th January, 2018, *inter alia,* to discuss:

1) Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole.
2) Evaluation of the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

E. Performance Evaluation:

In accordance with the provisions of the Companies Act, 2013 and SEBI LODR and the Policy framed by the Board for Performance Evaluation, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. The performance evaluation of the Chairman and the Non-independent Directors was carried out by the Independent Directors.

A structured questionnaire was prepared covering various aspects such as attendance at the meetings, participation and contribution, team work, discussions at the Board/Committee Meetings, understanding of the business of the Company, strategy and quality of decision making, etc. The Directors expressed their satisfaction with the evaluation process.

F. Remuneration to directors:

The Non-executive Directors shall be entitled to receive remuneration by way of sitting fees and reimbursement of expenses. Non-executive directors are paid Rs. 250/- per meeting as sitting fees and Rs. 300/- as conveyance expenses. The total sitting fees and conveyance expenses paid during the year are as under:

	Amount	Amount
Name of the directors	**Directors Fees**	**Conveyance Expenses**
Mr. Sanjay Johar	1,000	1,200
Mr. A. Unnikrishnan	1,000	1,200
Mr. Ashwin Damania	1,250	1,500
Mrs. Roselyn Chettiar	1,250	1,500

G. Corporate Social Responsibility Committee:

The provisions of Section 135 of the Companies Act, 2013 with regard to Corporate Social Responsibility are not applicable to the Company.

H. Risk Management Committee:

The provisions of SEBI (LODR) Regulations, 2015 are not applicable to the Company. Hence this Committee has not been formed.

I. Major Policies adopted by the Company:

1) Whistle Blower Policy / Vigil Mechanism:

In accordance with the provisions of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014, every listed Company is required to have a Vigil Mechanism for the Directors and employees to report their genuine concerns and grievances. Keeping these provisions in mind, the Company has put in place a Whistle Blower Policy. The Audit Committee of Directors is entrusted with the responsibility to oversee the Vigil Mechanism. During the year, no personnel was denied access to the Audit Committee.

2) Policy on Preservation of Documents:

In accordance with Regulation 9 of SEBI (LODR) Regulations, 2015 the Company has framed a Policy on preservation of documents approved by the Board of Directors of the Company. The Policy is intended to define preservation of documents and to provide guidance to the Executives and employees working in the Company to make decisions that may have an impact on the operations of the Company. It not only covers the various aspects on preservation of the documents, but also the safe disposal/destruction of the documents.

3) Insider Trading Code:

In compliance with the SEBI Regulations on prohibition of insider trading, the Company has adopted the Code of Conduct for Prevention of Insider Trading in securities of the Company, to regulate, monitor and report trading by insiders, designated Persons and such other persons to whom this Code is applicable.

CFO & Manager Certification

Pursuant to the provisions of Regulations 17 of the SEBI (LODR), the Manager and the CFO of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statements and other matters, related to internal controls for the year ended 31st March, 2018.

Management discussion and Analysis:

The Management Discussion and Analysis is a part of the Annual Report and is annexed separately.

LEENA CONSULTANCY LIMITED

CIN No: L74140MH1983PLC031034
Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone: 6695 1111 Fax: 6694 2922 Email: leenaconsultancy@yahoo.co.in.
Website: www.leenaconsultancy.in

ANNUAL GENERAL MEETINGS OF THE COMPANY:

Particulars of the last three Annual General Meetings are given below:

AGM	Year ended	Venue	Date of AGM	Time
32nd	31/03/2015	Rahejas, Corner of Main Avenue & V. P. Road, Santacruz – West, Mumbai – 400 054	**24th September, 2015**	3:00 P.M.
33rd	31/03/2016	Rahejas, Corner of Main Avenue & V. P. Road, Santacruz – West, Mumbai – 400 054	**27th September, 2016**	11:00 A.M.
34th	31/03/2017	Rahejas, Corner of Main Avenue & V. P. Road, Santacruz – West, Mumbai – 400 054	**28th September, 2017**	11:00 A.M.

SPECIAL RESOLUTIONS:

No Special Resolutions were passed at any of the last three Annual General Meetings held.

POSTAL BALLOT:

No Resolution requiring postal ballot was placed before the last three Annual General Meetings. No resolution requiring postal ballot is being proposed at the ensuing Annual General Meeting.

MEANS OF COMMUNICATION:

Quarterly Results and Audited Financial Results are generally published in following newspapers:

The Free Press Journal (English)
Navshakti (Marathi)

The Company's website at www.leenaconsultancy.in is regularly updated with the financial results.

GENERAL SHAREHOLDER INFORMATION:

The 35th Annual General Meeting is proposed to be held for the Financial year 1st April, 2017 to 31st March, 2018 as per details given below.

LEENA CONSULTANCY LIMITED

CIN No: L74140MH1983PLC031034

Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone: 6695 1111 Fax: 6694 2922 Email: leenaconsultancy@yahoo.co.in,
Website: www.leenaconsultancy.in

ANNUAL GENERAL MEETING FOR FINANCIAL YEAR 2017-2018:

Date	:	Friday, 28th September, 2018
Venue	:	At the Registered Office of the Company at Rahejas, Corner of Main Avenue & V. P. Road Santacruz – West, Mumbai – 400 054
Time	:	11:00 A.M.
Dates of Book Closure	:	**Friday, 21st September, 2018** to **Friday, 28th September, 2018**
Last date of receipt of Proxy Forms	:	26th September, 2018 (before 11: a.m.)

TENTATIVE FINANCIAL CALENDAR FOR 2018-2019:

First Quarterly Results	:	August, 2018
Second Quarterly Results / Half Yearly Results	:	October, 2018
Third Quarterly Results	:	January, 2019
Annual Results for the year ended on 31st March, 2019	:	May, 2019
Annual General Meeting for the year ending 31st March, 2019	:	September, 2019

UNCLAIMED DIVIDEND:

Section 205A of the Companies Act, 1956, as amended from time to time and/or relevant corresponding provisions of the Companies Act, 2013 once notified, mandates that companies transfer dividend that has been unclaimed for a period of seven years from the Unpaid Dividend account to the Investor Education & Protection Fund (IEPF). In accordance with the following schedule, the dividend for the years mentioned as follows, if unclaimed within a period of seven years, will be transferred to IEPF:

Details of Unclaimed Dividend as on 31st March, 2018:

Year	Bank Account No.	Date of Declaration of Dividend	Due Date for transfer to IEPF
2011	501700301000319	22/09/2011	29/10/2018
2012	501700301000368	27/09/2012	03/11/2019
2013	501700301000394	05/08/2013	12/09/2020
2014	501700301000441	02/09/2014	09/10/2021
2015	501700301000482	24/09/2015	31/10/2022

REGISTRAR AND TRANSFER AGENT:

The Company has engaged the services of **Satellite Corporate Services Private Limited**, Unit No. 49, Building No. 13 – AB, 2nd Floor, Samhita Commercial Co-Op Society Limited, Off Andheri Kurla Road, MTNL Lane, Sakinaka, Andheri – East, Mumbai – 400072, a SEBI registered body as its Registrar and Share Transfer Agent for processing transfers, sub-division, consolidation etc. Since trading in Company's shares can now be done only in dematerialized form, request for demat and remat should be sent directly to the Registrar through concerned Depository Participants.

Book Closure Dates:
From Friday, 21st September, 2018 to Friday, 28th September, 2018, both days inclusive.

LISTING OF EQUITY SHARES ON STOCK EXCHANGE AND STOCK CODE / SYMBOL:

ISIN: **INE778N01016**

The Equity shares of the Company are listed on the BSE Limited, at Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001, with Stock Code: 509046

The Listing fees for the year 2018-19 have been paid to the BSE Limited, Mumbai.

LEENA CONSULTANCY LIMITED

CIN No: L74140MH1983PLC031034
Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone: 6695 1111 Fax: 6694 2922 Email: leenaconsultancy@yahoo.co.in,
Website: www.leenaconsultancy.in

Nomination Facility:
Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital & Debentures) Rules, 2014, nomination facility is available to the shareholders. This facility is mainly useful for shareholders holding shares in single name. In cases where the shares are held in joint names, the nomination will be effective only in the event of death of all the joint holders. Shareholders who are holding shares in single name are advised to avail this facility, to avoid the expensive and long drawn process of transmission by law.

Investor holding shares in physical form may obtain nomination form (Form SH-13) from the Registrar and Share Transfer Agent of the Company. However, if the shares are held in dematerialized form, the nomination has to be intimated to your Depository Participant directly, as per the format prescribed by them.

Shareholding Pattern of the Company as on 31st March, 2018

Sr. No.	Category	No. of Shares	% of total Issued Shares
1.	Promoter Holding	1,79,400	74.75
2.	Foreign Institutional Investors	0	0
3.	Non-Resident Individuals	0	0
4.	Mutual Funds	0	0
5.	Financial Institutions	0	0
6.	Insurance Companies & Banks	0	0
7.	Public – Individuals	59,700	24.875
8.	Public – Bodies Corporate	900	0.375
9.	Directors & their relatives	0	0
	Total	**240000**	**100**

Distribution of shareholding as on 31st March, 2018

Shares holding of Nominal Value of	No. of Shareholders	Shareholders as a % of the of the total	Total Shareholding held in Physical Form (Rs.)	Total Shareholding held in Demat Form (Rs.)	Total (Rs.)	% to Total
Upto 2,500	237	94.80	237000	7000	244000	10.167
2501 – 5000	1	0.40	-	3000	3000	0.125
5001 – 10000	0	0	0	0	0	0
10001 - 20000	0	0	0	0	0	0
20001 – 30000	1	0.40	21500	0	21500	0.896
30001 – 40000	0	0	0	0	0	0
40001 – 50000	0	0	0	0	0	0
50001 – 100000	5	2.00	203500	142000	345500	14.396
100001 & Above	6	2.4		1786000	1786000	74.417
TOTAL	250	100.00	462000	1938000	2400000	100.00

LEENA CONSULTANCY LIMITED

CIN No: L74140MH1983PLC031034
Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone: 6695 1111 Fax: 6694 2922 Email: leenaconsultancy@yahoo.co.in.
Website: www.leenaconsultancy.in

Outstanding GDR's / ADR's/ Warrants or any convertible instruments, conversion date and likely impact on equity:
The Company has not issued any GDR's, ADR's, Warrants or any other convertible instruments.

Address for correspondence:
The Company's registered office is situated at Rahejas, Corner of Main Avenue & V. P. Road, Santacruz – West, Mumbai – 400054

Contact Person: Mr. Sanjay Johar
Director & Compliance Officer
Contact Nos.: 022 – 61454166 Fax: 022 – 66942922

For investor grievances shareholders may send an email to: investor@leenaconsultancy.in

DECLARATION:

As provided under Schedule V(D) of SEBI(LODR) Regulations, 2015, we confirm that the Board Members and the KMP's have confirmed with the Code of Conduct for the year ended 31st March, 2018.

For LEENA CONSULTANCY LIMITED

Roselyn Chettiar	**Sanjay Johar**
Director	**Director**
DIN: 06716046	**DIN: 00007304**

Place: Mumbai
Date: 4 SEP 2018

NAYAN PARIKH & CO.
(REGISTERED)
CHARTERED ACCOUNTANTS
OFFICE NO. 9, 2ND FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.
PHONE : (91-22) 2640 0358, 2640 0359

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Shareholders,
Leena Consultancy Limited

INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

1. This certificate is issued in accordance with our terms of engagement with Leena Consultancy Limited ('the Company').

2. We have examined the compliance of conditions of Corporate Governance by the Company, for the financial year ended on March 31 2018, as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D & E of Schedule V of Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

MANAGEMENT'S RESPONSIBILITY

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance on internal control and procedures to ensure the compliance with conditions of Corporate Governance stipulated in Listing Regulations.

AUDITOR'S RESPONSIBILITY

4. Our responsibility was limited to examining procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

5. We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

6. We have carried out the examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India (ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

NAYAN PARIKH & CO. MUMBAI ★ Chartered Accountants ★

OPINION

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Listing Regulations during the year ended March 31, 2018.

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

For Nayan Parikh & Co.
Chartered Accountants
Firm Registration No: 107023W

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K. Y. Narayana
Partner
Membership No: 060639

Place: Mumbai
Date: September 04, 2018

Certification by Chief Financial Officer (CFO) & Manager

The Board of Directors
Leena Consultancy Limited
Rahejas,
Corner of Main Avenue & V. P. Road
Santacruz - West
Mumbai – 400 054

We, Ramesh Sanas, Manager and Suresh Pisharody, CFO of Leena Consultancy Limited certify to the Board in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that we have reviewed the Financial statement and cash flow statement of the Company for the financial year ended 31st March 2018.

1. To the best of our knowledge and belief, we certify that:
   a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations; and
   c) there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

2. For the purposes of financial reporting, we accept the responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, and further state that there were no deficiencies in the design or operation of such internal controls.

3. We do further certify that there has been:
   a) no significant changes in internal controls over financial reporting during the year;
   b) no significant changes in accounting policies during the year; and
   c) no instances of fraud, of which we are aware during the period.

Ramesh Sanas
Manager

Suresh Pisharody
CFO

Place: Mumbai
Date: 4 SEP 2018

LEENA CONSULTANCY LIMITED
CIN No: L74140MH1983PLC031034
Rahejas, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai – 400 054.
Phone : 6695 1111 Fax : 6694 2922 Email: leenaconsultancy@yahoo.co.in,
Website: www.leenaconsultancy.in

Annual Declaration under Regulation34 (3) read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

DECLARATION

As required under Regulation 34(3) read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Board members and Senior Executives of the Company have complied with Code of Ethics of the Company for the year ended March 31, 2018.

For LEENA CONSULTANCY LIMITED

Roselyn Chettiar	**Sanjay Johar**
Director	**Director**
DIN: 06716046	**DIN: 00007304**

Place: Mumbai
Date: 4 SEP 2018

ZARNA SODAGAR & Co.
Practising Company Secretary & LL.B
1st floor, Paras Building, Daftary, Malad (E)Mumbai-400002
Email:trushnajhaveries@gmail.com, Watsapp (Chat,Audio and Video) on:9892184422

FORM No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

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

To,

The Members,

LEENA CONSULTANCY LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Leena Consultancy Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of Leena Consultancy Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018 *generally* complied with statutory provisions listed hereunder and also that the Company *has to the extent* required complied with Board processes and compliance mechanism, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by – Leena Consultancy Limited for the financial year ended on 31st March, 2018 according to the provisions of:

31

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) 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

(v) Other laws applicable to the Company as per the representation given by the Company.

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

(i) Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings.

(ii) The Listing Agreement entered into by the Company with BSE Limited.

During the period under review and subject to the explanations given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above subject to the following observations:

(1) The Company is expected to appoint a Company Secretary (KMP) in the near future.

(2) Secretarial Standards have been generally complied with.

(3) Nil investor grievance complaints have been filed by the Company with the exchange and therefore *it is not noted* in minutes book of the Committee/Board .

We further report that

ZARNA SODAGAR
CP:16687
MEM. No.
49546
PCS

The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review .

Notice is given to all directors to schedule the Board Meeting, 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.

Board decisions are carried out with the assenting views of the Directors.

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.

There were no major events during the year under review.

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

For Zarna Sodagar & Co.

Zarna

Place: Mumbai
Date:
04 SEP 2018

Zarna Sodagar
Proprietor
Practising Company Secretary
FCS No: 9546 CP No: 16687

ZARNA SODAGAR * PCS * CP:16687 MEM. No. 9546

33

'Annexure A'

To,

The Members

LEENA CONSULTANCY LIMITED

Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained Management representation about the Compliance of laws, rules and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our 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 the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Zarna Sodagar & Co.

Zarna Sodagar
Proprietor
Practising Company Secretary
FCS No: 9546 CP No: 16687

Place: Mumbai
Date:

04 SEP 2018

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2018

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

I REGISTRATION & OTHER DETAILS:

1	CIN	L74140MH1983PLC031034
2	Registration Date	06-10-1983
3	Name of the Company	LEENA CONSULTANCY LIMITED
4	Category/Sub-category of the Company	Public Limited Company by Shares
5	Address of the Registered office & contact details	Rahejas, Corner of Main Avenue & V. P. Road, Santacruz - West, Mumbai - 400 054
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any	Satellite Corporate Services Pvt Ltd, B-302, Sony Apartments, Off. St. Jude High School, Off. Andheri Kurla Road, Jarimari, Sakinaka, Mumbai- 400 072. Phone No. 022 28520461

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Interest Income	809	58.38
2	Interest From Bank	809	41.62

III Particulars of the Holding, Subsidiary & Associate Companies —NIL—

Sr. No	Name & Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1					
2					
3	.		.		

IV SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
Category-wise Share Holding

	Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	% Change during the year
A	Promoter s									
1	Indian									
	a) Individual/ HUF	400	100	500	0.21	400	100	500	0.21	-
	b) Central Govt	0		0	-			0	-	-
	c) State Govt(s)	0		0	-			0	-	-
	d) Bodies Corp.	1,78,900	0	1,78,900	74.54	1,78,900	0	1,78,900	74.54	-
	e) Banks / FI	0		0	-			0	-	-
	f) Any other	0		0	-			0	-	-
	Sub-total (A) (1):-	1,79,300	100	1,79,400	74.75	1,79,300	100	1,79,400	74.75	0
2	Foreign									
	a) NRIs - Individuals			0				0		
	b) Other - Individuals			0				0		
	c) Bodies Corp.			0				0		
	d) Banks / FI			0				0		
	f) Any other			0				0		
	Sub-total (A) (2):-	0	0	0	-	0	0	0	-	0
	Total shareholding of Promoter (A) = (A)(1)+(A)+(2)	1,79,300	100	1,79,400	74.75	1,79,300	100	1,79,400	74.75	0
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) FIIs									
	h) Foreign Venture Capital Funds									
	i) Others (specify) Individual									
	Sub-total (B)(1):-	0	0	0	-	0	0	0	-	0

2	Non-Institutions									
a)	Bodies Corp.									
	i) Indian	300	600	900	0.38	300	600	900	0.38	
	ii) Overseas									
b)	Individuals									
	i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	14,200	45,400	59,600	24.83	14,200	45,400	59,600	24.83	
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c)	Others (specify)									
	Non Resident Indians									
	Overseas Corporate Bodies									
	Foreign Nationals									
	Clearing Members									
	Hindu Undivided Families	0	100	100	0.04	0	100	100	0.04	
	Foreign Bodies - D R									
	Sub-total (B)(2):-	14,500	46,100	60,600	25.25	14,500	46,100	60,600	25.25	0
	Total Public Shareholding (B)=(B)(1)+ (B)(2)	14,500	46,100	60,600	25.25	14,500	46,100	60,600	25.25	0
c)	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
	Grand Total (A+B+C)	1,93,800	46,200	2,40,000	100.00	1,93,800	46,200	2,40,000	100.00	0

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Rajan Raheja	200	0.08	0	200	0.08	0	-
2	Rajan Beharilal Raheja	100	0.04	0	100	0.04	0	-
3	Akshay Raheja	100	0.04	0	100	0.04	0	-
4	Viren Raheja	100	0.04	0	100	0.04	0	-
5	Ameeta Grihnirman Private Ltd	100	0.04	0	100	0.04	0	-
6	Bellvne Construction Pvt Ltd	100	0.04	0	100	0.04	0	-
7	Manali Investment & Finance Pvt Ltd	23,000	9.58	0	23,000	9.58	0	-
8	Prerana Builders Pvt Ltd	100	0.04	0	100	0.04	0	-
9	Shiraz Realtors Pvt Ltd	30,000	12.50	0	30,000	12.50	0	-
10	Gstaad Trading Co. Pvt Ltd	35,600	14.83	0	35,600	14.83	0	-
11	Levina Contractors & Developers Pvt Ltd	30,000	12.50	0	30,000	12.50	0	-
12	Bloomingdale Trading Co Pvt Ltd	30,000	12.50	0	30,000	12.50	0	-
13	Villa-Capri Developers Pvt Ltd	30,000	12.50	0	30,000	12.50	0	-
	Total	1,79,400	74.75	0	1,79,400	74.75	0	-

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

SN	Particulars	Date of change	Shareholding at the beginning of the year		Change	Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
	At the beginning of the year		1,79,400	74.75	-	1,79,400	74.75
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)						
	At the end of the year		1,79,400	74.75	-	1,79,400	74.75

D) **Shareholding Pattern of top ten Shareholders:**
(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Date	Shareholding at the beginning of the year		Change	Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1	Bharat J. Patel		7,500	3.13	-	7,500	3.13
2	Ruchit B Patel		7,500	3.13	-	7,500	3.13
3	Minal B Patel		7,500	3.13	-	7,500	3.13
4	Vimal R. Shah		6,700	2.79		6,700	2.79
5	Hardik B Patel		5,350	2.23	-	5,350	2.23
6	Hardik B Patel		2,150	0.90	-	2,150	0.90
7	Raghunandan Capital Pvt Ltd		300	0.13	-	300	0.13
8	Nayan Shah		200	0.08	-	200	0.08
9	M M Agrawal		200	0.08	-	200	0.08
10	P L Wankhede		200	0.08	-	200	0.08

E) **Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of Directors and Key Managerial Personnel:	Date	Shareholding at the beginning of the year		Change	Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1	A Unnikrishnan		100	0.04	-	100	0.04
2	Ashwin Damania		100	0.04	-	100	0.04
3	Sanjay Johar		-	-	-	-	-
4	Roselyn Chettiar		-	-	-	-	-
5	Suresh Pisharody		200	0.08	-	200	0.08
	Total of all Directors/KMP at the end of the year		400	0.17	-	400	0.17

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment. **NIL**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
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				
* Addition				
* Reduction				
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 **NIL**

SN	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Ramesh Sanas (Manager)	----	---	---	
1	Gross salary	NIL				NIL
	(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 (A)	NIL				NIL
	Ceiling as per the Act					

B Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
1	**Independent Directors**	Sanjay Johar		Ashwin Damania	Roselyn Chettiar	
	Fee for attending board committee meetings	1,000.00		1,250.00	1,250 00	3,500.00
	Commission	-		-	-	-
	Others, please specify (Conveyance)	1,200 00		1,500.00	1,500.00	4,200.00
	Total (1)	2,200 00		2.750.00	2,750.00	7,700.00
2	**Other Non-Executive Directors**		A Unnikrishnan			
	Fee for attending board committee meetings		1,000.00			1,000 00
	Commission		-			-
	Others, please specify (Conveyance)		1,200 00			1,200.00
	Total (2)		2,200 00			2,200.00
	Total (B)=(1+2)	2,200 00	2,200 00	2,750.00	2,750.00	9,900 00
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD NIL

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Name			Suresh Pisharody	
	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			Nil	Nil
2	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			Nil	Nil
3	Stock Option			Nil	Nil
4	Sweat Equity			Nil	Nil
	Commission			Nil	Nil
	- as % of profit			Nil	Nil
5	others, specify...			Nil	Nil
	Others, please specify			Nil	Nil
	Total			Nil	Nil

VII PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

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

For and on behalf of the Board of Directors of
LEENA CONSULTANCY LTD

Roselyn Chettiar — **Director** — **DIN: 06716046**

Sanjay Johar — **Director** — **DIN: 00007304**

MUMBAI
Dated : 4 SEP 2018

NAYAN PARIKH & CO.
(REGISTERED)
CHARTERED ACCOUNTANTS
OFFICE NO. 9, 2ND FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.
PHONE : (91-22) 2640 0358, 2640 0359

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF LEENA CONSULTANCY LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **LEENA CONSULTANCY LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "the standalone financial statements").

Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") specified under Section 133 of the Act, read with relevant rules issued thereunder and the relevant provisions of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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 standalone 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 relevant rules issued thereunder.

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable pronouncements issued by the Institute of Chartered Accountants of India ("ICAI").. Those Standards and pronouncement require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone 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 standalone 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 standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs of the Company as at March 31, 2018, and its loss (including other comprehensive income) and its cash flows and the changes in equity 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 section 143(11) of the Act, we give in the "Annexure A" statement on the matters specified in paragraph 3 and 4 of the said 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 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 (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of

NAYAN PARIKH & CO. MUMBAI ★ Chartered Accountants ★

Changes in Equity dealt with by this report are in agreement with the books of accounts.

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules made thereunder and relevant provisions of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 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 with reference to financial statements of the Company and the operating effectiveness of such controls, we give our separate report in "Annexure B"; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. the Company has no pending litigations.

ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. there were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Nayan Parikh & Co.
Chartered Accountants
(Firm Registration No. 107023W)

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K.Y.Narayana
Partner
(Membership No. 060639)

Mumbai
Dated: 25 MAY 2018

"Annexure A" - referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our report on even date, to the members of the Company on the standalone financial statements for the year ended March 31, 2018

i. (a) & (b) The Company does not have any fixed assets and hence clause 3 (i) (a) and (b) of the order is not applicable.

(c) According to the information and explanations given to us the Company does not hold any immovable properties, so this clause is not applicable;

ii. According to the information and explanations given to us the Company does not hold any inventory, so this clause is not applicable;

iii. The Company has not granted any loans, secured or unsecured to Company, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Act and hence clause 3 (iii) of the Order is not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to loans and investments made;

v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public and therefore, the provisions contained in sections 73 to 76 or any other relevant provisions of the Act and Rules framed there under are not applicable to the Company. We have been informed that no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal;

vi. The provisions of clause (vi) of paragraph 3 of the Order relating to maintenance of cost records are not applicable;

vii. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees state insurance, income-tax, goods and service tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities;

NAYAN PARIKH & CO. ★ MUMBAI ★ Chartered Accountants

According to the information and explanations given to us no undisputed amount payable in respect of outstanding statutory dues were in arrears as at March 31, 2018 for a period of more than six months from the date they became payable;

(b) According to the information and explanations given to us, there are no outstanding disputed dues payable by the Company in case of income tax, goods and service tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues as on March 31, 2018;

viii. The Company has neither raised any loans from banks and financial Institutions nor issued any debentures, therefore the provisions of paragraph 3 (viii) of the Order regarding default in repayment of dues to banks and debenture holders are not applicable to the Company.

ix. In our opinion, and according to the information the company has not taken any term loans and therefore clause (ix) of paragraph 3 of the Order is not applicable and the Company did not raise any money by way of initial public offer or further public offer or debt instrument;

x. During the course of our examination of the books and records of the Company carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year;

xi. The Company has not paid or provided any managerial remuneration and hence clause 3 (xi) of the Order is not applicable.;

xii. In our opinion and according to the information and explanations given to us, the Company is not Nidhi Company. Accordingly, clause (xii) of paragraph 3 of the Order is not applicable;

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards;

xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placements of shares or partly convertible debentures during the year;

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause (xv) of paragraph 3 of the Order is not applicable;

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934;

For Nayan Parikh & Co.
Chartered Accountants
(Firm Registration No. 107023W)

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K.Y.Narayana
Partner
(Membership No. 060639)

Mumbai
Dated: 25 MAY 2018

"Annexure B" to the Auditor's Report

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

We have audited the internal financial controls with reference to financial statement of **LEENA CONSULTANCY LIMITED** ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements 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 ("Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over Financial Reporting (the "Guidance Note") the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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 with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

NAYAN PARIKH & CO. ★ MUMBAI ★ Chartered Accountants

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statements 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 standalone 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 with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

NAYAN PARIKH & CO.
MUMBAI
Chartered Accountants

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2018, based on the internal control with reference to financial statements 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 ICAI.

For Nayan Parikh & Co.
Chartered Accountants
(Firm Registration No.107023W)

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K.Y.Narayana
Partner
(Membership No. 060639)

Mumbai
Dated: 25 MAY 2018

Leena Consultancy Limited
CIN: L74140MH1983PLC031034
Standalone Balance Sheet as at March 31, 2018
All amounts are in Rs. '000 unless otherwise stated

	Notes	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
ASSETS				
Non-current assets				
Financial assets				
Investments	2.01	53 95	48 98	40.48
Total non-current assets		**53.95**	**48.98**	**40.48**
Current Assets				
Financial Assets				
Cash and cash equivalents	2 02	354 51	439.10	157.56
Bank balance other than above	2.02	1,216.95	1,422.68	1,622.68
Loans	2.03	1,400.00	1,400.00	1,500.00
Other financial assets	2.04	-	-	144.97
Current tax assets (Net)	2.05	22.86	25.04	62.64
Total current assets		**2,994.32**	**3,286.82**	**3,487.85**
Total Assets		**3,048.27**	**3,335.80**	**3,528.33**
EQUITY AND LIABILITIES				
Equity				
Equity Share capital	2.06	2,400.00	2,400.00	2,400.00
Other Equity	2.07	590.24	875.66	1,075.19
Total equity		2,990.24	3,275.66	3,475.19
Current liabilities				
Financial Liabilities				
Trade payables	2.08	0.60	40.13	30.46
Other financial liabilities	2.09	16.95	20.01	22.68
Other current liabilities	2.10	40.48	-	-
Total current liabilities		**58.03**	**60.14**	**53.14**
Total equity and liabilities		**3,048.27**	**3,335.80**	**3,528.33**
Summary of significant accounting policies	1			

Refer accompanying notes. These notes are an integral part of the financial statements.

As per our report of even date
For Nayan Parikh & Co
Chartered Accountants

For and on behalf of the Board of Directors

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K.Y. Narayana
Partner
Membership No.060639

Sanjay Johar
Director
DIN: 00007304

Roselyn Chettiar
Director
DIN. 06716046

Suresh Pisharody
CFO

Place: MUMBAI
Date: 25 MAY 2018

Place: MUMBAI
Date: 25 MAY 2018

Leena Consultancy Limited
CIN: L74140MH1983PLC031034
Standalone Statement of Profit & Loss for the year ended March 31, 2018
All amounts are in Rs. '000 unless otherwise stated

	Notes	Year ended March 31, 2018	Year ended March 31, 2017
Revenue from operations	3.01	229.76	253.93
Total Income		**229.76**	**253.93**
Expenses			
Other expenses	3.02	520.16	459.31
Total Expenses		520.16	459.31
Profit / (loss) before tax		**-290.40**	**-205.38**
Tax expenses			
Current tax		-	-
Current tax (relating to prior years)		-	2.65
Deferred tax		-	-
		-	**2.65**
Profit/ (loss) for the period		**-290.40**	**-208.03**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Effect of gain/loss of measuring equity instruments through other comprehensive income		4.98	8.50
Income tax relating to items that will not be reclassified to profit or loss		-	-
Other comprehensive income		4.98	8.50
Total comprehensive income for the period		**-285.42**	**-199.53**
Earnings per equity share			
Basic/ Diluted (in Rs.)	4.01	-1.21	-0.87
Significant accounting policies	1		

Refer accompanying notes. These notes are an integral part of the financial statements.

As per our report of even date
For Nayan Parikh & Co
Chartered Accountants

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K.Y. Narayana
Partner
Membership No.060639

Place: MUMBAI
Date: 25 MAY 2018

For and on behalf of the Board of Directors

Sanjay Johar
Director
DIN: 00007304

Roselyn Chettiar
Director
DIN: 06716046

Suresh Pisharody
CFO

Place: MUMBAI
Date: 25 MAY 2018

Leena Consultancy Limited
CIN: L74140MH1983PLC031034
Cash Flow Statement for the year ended March 31, 2018

	Year ended March 31, 2018	2017
Profit Before Tax	(290.40)	(208.03)
Non-cash Adjustment to Profit Before Tax:		
Interest income classified as investing cash flows	(133.00)	(133.17)
	(423.40)	(341.20)
Change in operating assets and liabilities :		
Increase/(decrease) in trade payables	(39.53)	9.67
Decrease/(increase) in other financial assets	-	144.97
Increase/(decrease) in other financial liabilities	(3.06)	(2.68)
Increase/(decrease) in other current liabilities	40.48	-
Cash generated from operations	(425.51)	(189.23)
Direct taxes paid (net of refunds)	(2.17)	(37.6)
Net cash flow from/(used in) operating activities (A)	(423.34)	(151.63)
Cash flow from investing activities		
Repayment of inter corporate deposit	-	100.00
Interest received	133.00	133.17
Net cash flow from/(used in) investing activities (B)	133.00	233.17
Cash flows from financing activities		
Dividends paid to equity shareholders	5.73	-
Net cash flow from/(used in) in financing activities (C)	5.73	-
Net increase/(decrease) in cash and cash equivalents (A+B+ C)	(284.61)	81.54
Cash and cash equivalents at the beginning of the year	1,839.10	1,757.56
Cash and cash equivalents at the end of the year	**1,554.51**	**1,839.10**
Reconciliation of cash and cash equivalents as per the cash flow statement :		
Cash and cash equivalents	354.51	439.10
Other than above	1,200.00	1,400.00
Balance as per the cash flow statement :	**1,554.51**	**1,839.10**

Significant accounting policies 1

Note: Above statement has been prepared by using Indirect method as per Ind AS -7 on statement of cash flows.

As per our report of even date
For Nayan Parikh & Co
Chartered Accountants

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K.Y. Narayana
Partner
Membership No.060639

Place: MUMBAI
Date: 25 MAY 2018

For and on behalf of the Board of Directors

Sanjay Johar
Director
DIN: 00007304

Roselyn Chettiar
Director
DIN: 06716046

Suresh Pisharody
CFO

Place: MUMBAI
Date: 25 MAY 2018

Leena Consultancy Limited
CIN: L74140MH1983PLC031034
Statement of changes in equity for the year ended as on March 31, 2018
All amounts are in Rs. '000 unless otherwise stated

A Equity share capital

Particualrs	Amount
Balance at April 1, 2016	2,400.00
Changes in equity share capital during the year	-
Balance at March 31, 2017	**2,400.00**
Changes in equity share capital during the year	-
Balance at March 31, 2018	**2,400.00**

B Other Equity

Particualrs	Reserves and surplus	Other Comprehensive income	Total
	Retained earning	Net gain arising on equity instrument measured at FVTOCI	
Balance at April 1, 2016	1,039.72	35.48	1075.19
(Loss) for the year	(208.03)	-	(208.03)
Net gain arising on equity instrument measured at FVTOCI		8.50	8.50
Balance at March 31, 2017	831.69	43.98	875.66
(Loss) for the year	(290.40)	0.00	(290.40)
Net gain arising on equity instrument measured at FVTOCI	-	4.98	4.98
Balance at March 31, 2018	**541.29**	**48.95**	**590.24**

As per our report of even date
For Nayan Parikh & Co
Chartered Accountants

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K.Y. Narayana
Partner
Membership No.060639

Place: MUMBAI
Date: 25 MAY 2018

For and on behalf of the Board of Directors

Sanjay Johar
Director
DIN: 00007304

Roselyn Chettiar
Director
DIN: 06716046

Suresh Pisharody
CFO

Place: MUMBAI
Date: 25 MAY 2018

Background
Leena Consultancy Limited is a company limited by shares domiciled in India and incorporated under the provisions of the Companies Act, 1956
Authorization of standalone financial statements
The standalone financial statements were authorized for issue in accordance with a resolution of the directors on May 25, 2018.

Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the presentation of these standalone financial statements.

1.01 BASIS OF PREPARATION

(i) **Compliance with Ind AS :**
The standalone financial statements comply in all material aspects with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), and relevant rules issued thereunder . In accordance with proviso to the Rule 4A of the Companies (Accounts) Rules, 2014, the terms used in these financial statements are in accordance with the definitions and other requirements specified in the applicable Accounting standards.
The standalone financial statements upto year ended March 31, 2017 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.
These standalone financial statements are the first standalone financial statements of the Company under Ind AS. Refer note 4.08 for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows

(ii) **Historical cost convention :**
The standalone financial statements have been prepared on a historical cost basis, except certain financial assets and liabilities is measured at fair value.

1.02 ROUNDING OF AMOUNTS
All amounts disclosed in the standalone financial statements and notes have been rounded off to the nearest thousands, except where otherwise indicated.

1.03 CURRENT VERSUS NON-CURRENT CLASSIFICATION

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset as current if it is:
i) Expected to be realized or intended to sold or consumed in normal operating cycle,
ii) Held primarily for the purpose of trading,
iii) Expected to be realized within twelve months after the reporting period, or
iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
All other assets are classified as non-current.
A liability is current when:
i) It is expected to be settled in normal operating cycle,
ii) It is held primarily for the purpose of trading,
iii) It is due to be settled within twelve months after the reporting period, or
iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
The Company classifies all other liabilities as non-current
Deferred tax assets and liabilities are classified as non-current assets and liabilities.
All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle. Based on the nature of operations, the Company has ascertained its operating cycle as twelve months for the purpose of current - non-current classification of assets and liabilities.

1.04 USE OF JUDGEMENTS, ESTIMATES & ASSUMPTIONS
While preparing standalone financial statements in conformity with Ind AS, the management makes certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the statement of financial position date and the reported amount of income and expenses for the reporting period. Financial reporting results rely on our estimate of the effect of certain matters that are inherently uncertain. Future events rarely develop exactly as forecast and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions. The management continually evaluate these estimates and assumptions based on the most recently available information.
Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the standalone financial statements are as below:
Key sources of estimation uncertainty
i) Financial instruments: (Refer note 4.06)

1.05 CASH AND CASH EQUIVALENTS

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

1.06 FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognized when a Company becomes a party to the contractual provisions of the instruments.
Initial Recognition and Measurement – Financial Assets and Financial Liabilities
Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.
Classification and Subsequent Measurement: Financial Assets
The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income ("FVTOCI") or fair value through profit or loss ("FVTPL") on the basis of following:
- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset.

Amortized Cost:
A financial asset is classified and measured at amortized cost if both of the following conditions are met:
- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

FVTOCI:
A financial asset is classified and measured at FVTOCI if both of the following conditions are met:
- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

FVTPL:
A financial asset is classified and measured at FVTPL unless it is measured at amortized cost or at FVTOCI.
All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

Impairment of Financial Assets :
The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Classification and Subsequent measurement: Financial Liabilities
The Company's financial liabilities include trade payables and other financial liabilities.

Financial Liabilities at FVTPL:
Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL. Gains or losses on financial liabilities held for trading are recognized in the Statement of Profit and Loss.

Other Financial Liabilities:
Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortized cost using the effective interest method.
The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period
The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of Financial Assets and Financial Liabilities:
The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred. If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.
A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires

1.07 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions are recognized when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.
Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a current pre-tax rate. The increase in the provision due to the passage of time is recognized as interest expense.
Contingent liabilities are disclosed in the case of:
• a present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
• a present obligation arising from the past events, when no reliable estimate is possible;
• a possible obligation arising from past events, unless the probability of outflow of resources is remote.
Contingent Assets is disclosed when inflow of economic benefits is probable.

1.08 REVENUE RECOGNITION

Interest
Interest income from debt instrument is recognied using the effective interest rate method.

1.09 EARNINGS 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 is adjusted for after income tax effect of interest and other financing cost associated with dilutive potential equity shares and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.10 FIRST TIME ADOPTION - MANDATORY EXCEPTIONS, OPTIONAL EXEMPTIONS

Overall principle
The Company has prepared the opening standalone balance sheet as per Ind AS as of the transition date by
- recognizing all assets and liabilities whose recognition is required by Ind AS,
- not recognizing items of assets or liabilities which are not permitted by Ind AS,
- by reclassifying items from previous GAAP to Ind AS as required under Ind AS, and
- applying Ind AS in measurement of recognized assets and liabilities

Leena Consultancy Limited
Notes to Standalone Financial Statements for the year ended March 31, 2018
All amounts are in Rs '000 unless otherwise stated

2.01 Non-current Investments

	As at March 31,				As at April 01,	
	2018		2017		2016	
	Qty	Amount	Qty	Amount	Qty	Amount
Investments in Equity Instruments (fully paid-up)						
Quoted (designated at FVTOCI)						
Investment in Prism Johnson Ltd (formerly known as Prism Cement Limited)	500	53.95	500	48.98	500	40.48
Total non - current investments	**500**	**53.95**	**500**	**48.98**	**500**	**40.48**

	As at March 31,		As at April 01,
	2018	2017	2016
Aggregate book value of quoted investments	53 95	48 98	40.48
Aggregate market value of quoted investments	53.95	48.98	40.48
Aggregate fair value of investments designated at FVTOCI	53.95	48.98	40.48

2.02 Cash and Bank Balances

	As at March 31,		As at April 01,
	2018	2017	2016
Cash and cash equivalent			
Balances with banks.			
On current accounts	354.42	439.01	157.37
Cash on hand	0.09	0.09	0.19
	354.51	**439.10**	**157.56**
Bank balances other than above			
Unpaid Dividend	16.95	22.68	22.68
Deposits with original maturity for more than 3 months but less than 12 months	1200.00	1400.00	1600.00
	1,216.95	**1,422.68**	**1,622.68**
Total	**1,571.46**	**1,861.78**	**1,780.24**

2.03 Loans

	As at March 31,		As at April 01,
	2018	2017	2016
Inter corporate deposit	1,400.00	1,400.00	1,500.00
Total	1,400.00	1,400.00	1,500.00

-

2.04 Other financial assets

	As at March 31,		As at April 01,
	2018	2017	2016
Accrued Interest On Deposits with Bank	-	-	135.68
Accrued Interest On Inter Corporate Deposit	-	-	9.29
Total	-	-	**144.97**

All amounts are in Rs. '000 unless otherwise stated

2.05	Current tax assets (net)	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	Current tax assets			
	Taxes Paid	22 86	25.04	62.64
		22.86	**25.04**	**62.64**

2.06	Share capital	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	Authorised share capital :			
	2,40,000 (March 31, 2017: 2,40,000 and April 01, 2016: 2,40,000) equity shares of Rs 10 each	2400.00	2400 00	2400 00
		2,400.00	2,400.00	2,400.00
	Issued, subscribed and paid up :			
	2,40,000 (March 31, 2017: 2,40,000 and April 01, 2016: 2,40,000) equity shares of Rs 10 each	2400 00	2,400 00	2,400 00
	Total issued, subscribed and fully paid-up share capital	2,400.00	2,400.00	2,400.00

a. Reconciliation of shares outstanding as at the beginning and at the end of the reporting period:

Equity shares	As at March 31,				As at April 01,	
	2018		2017		2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	2,40,000	2,400.00	2,40,000	2,400 00	2,40,000	2,400.00
Outstanding at the end of the period	2,40,000	2,400.00	2,40,000	2,400 00	2,40,000	2,400 00

b. Rights, preference and restrictions attached to shares:

Equity Shares

The company has only one class of equity shares having a par value of Rs.10 per share Each holder of equity shares is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of Interim Dividend.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts in proportion to the number of equity shares held by the share holders.

c. Details of share holders holding more than 5% shares in the company

Name of shareholders	As at March 31,				As at April 01,	
	2018		2017		2016	
	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding
Equity shares of Rs. 10 each fully paid						
Manali Investment & Finance Pvt Ltd.	23,000	9.58	23,000	9.58	23,000	9 58
Shiraz Realtors Pvt Ltd	30,000	12.50	30,000	12 50	30,000	12 50
Gstaad Trading Co. Pvt Ltd	35,600	14 83	35,600	14.83	35,600	14 83
Lavina Contractors & Developers Pvt Ltd	30,000	12 50	30,000	12 50	30,000	12 50
Bloomingdale Trading Co. Pvt Ltd	30,000	12.50	30,000	12.50	30,000	12 50
Villa-Capri Developers Pvt Ltd	30,000	12.50	30,000	12.50	30,000	12 50
	1,78,600	**74.41**	**1,78,600**	**74.41**	**1,78,600**	**74.41**

2.07	Other equity	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	Retained earnings	541.29	831 69	1,039.72
	Other comprehensive income (Equity instrument measured as at FVTOCI)	48 95	43 98	35.48
		590.24	**875.66**	**1,075.19**

Descripition of the nature and purpose of reserve within equity

Retained Earning:

Retained earnings are the profits that the Company has incurred till date, less any transfers to general reserve, dividend or other distrubutions paid to shareholders

All amounts are in Rs. '000 unless otherwise stated

2.08 Trade payables	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Total outstanding dues of Micro & Small Enterprises	-	-	-
Total outstanding dues of Creditors other than Micro & Small Enterprises	0.60	40 13	30 46
	0.60	40.13	30.46

According to the information available with the management, on the basis of intimation received from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the Company has amounts due to micro and small enterprises under the said Act as at March 31, 2018 as follows .

	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
a) Principal amount due and remaining unpaid			
b) Interest due on above and the unaid interest	-	-	-
c) Interest paid	-	-	-
d) Amount of interest due and payable for the period of delay;	-	-	-
e) Amount of interest accrued and remaining unpaid as at year en	-	-	-
f) Amount of further remaining due and payable in the succeeding year	-	-	-
	-	-	-

2.09 Other financial liabilities	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Unclaimed Dividends	16.95	20.01	22.68
	16.95	20.01	22.68

2.10 Other liabilities	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Outstanding expenses	40 48	-	-
	40.48	-	-

Leena Consultancy Limited

Notes to Standalone Financial Statements for the year ended March 31, 2018

All amounts are in Rs. '000 unless otherwise stated

3.01	**Revenue from operations**	**Year ended March 31,**	
		2018	**2017**
	Other operating revenue		
	Interest from fixed deposit	95.64	117.21
	Interest from income tax refund	1.12	3.55
	Interest from inter corporate deposit	133.00	133.17
	Revenue from operations	**229.76**	**253.93**

3.02	**Other Expenses**	**Year ended March 31,**	
		2018	**2017**
	Audit fees	33.00	23.00
	Rates & Taxes	20.42	0.71
	Conveynace	5.40	5.70
	Listing and Filing fees	296.83	233.56
	Directors fees	4.50	4.75
	Advertisement, Sales promotion and Other marketing expenses	41.45	47.87
	Legal and professional fees	106.28	111.04
	Fees and subscription	-	20.05
	Commission	5.51	-
	Bank Charges	2.82	2.73
	Miscellaneous Expenses	3.95	9.90
		520.16	459.31
	Payment to Auditors		
	As auditor:		
	Audit fees	15.00	23.00
	Limited Review	18.00	-
		33.00	23.00

All amounts are in Rs. '000 unless otherwise stated

4.01 Earnings Per Share (EPS)	Year ended March 31,	
	2018	2017
Basic/ diluted earnings per share :		
Attributable to equity holders of the Company	(290.40)	(208.03)
Nominal value of ordinary shares	10.00	10.00
Reconciliation of earnings used in calculating earnings per share :		
Basic/diluted earnings per share		
Loss attributable to equity holders of the company used in calculating basic earnings per share :	(1.21)	(0.87)
Weighted average number of shares used as the denominator :		
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	2,40,000	2,40,000

4.02 Capital management

The Company's objectives when managing capital are to safegard its abilty to conitue as going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital strucutre to maximise shareholder value.

For the purose of Company's capital management, capital includes capital and all other equity reserves In order to maintian or achieve a capital strucutre that maximise the shareholder value, the Company reinvest capital into business based on long term plans. As at March 31, 2018, the Company has only one class of equity shares and no debts Hence, there are no externally imposed capital requirements.

4.03 Contingent liabilities and capital commitments	As at March 31,		As at April 01,
	2018	2017	2016
Claims against the Company not acknowledged as debts:	-	-	-
Capital and other commitments	-	-	-

4.04 Related party disclosures
List of related parties
Names of related parties and related party relationship where control exist

i) Under the Control of the Company Nil

There are neither any no transaction nor any balances with any of the above parties

4.05 Segment Reporting
The Company has single business segment, therefore, in the context of Ind AS 108 on "disclosure of segment information" is not applicable.

4.06 Financial Instruments

(i) Methods & assumption used to estmates the fair value
The fair values of the financial assets and liabilities are included at the amount at which the instruments can be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

a) The carrying amounts of cash and cash equivalents, inter corporate deposits, trade payables, other financial assets and other financial liabilities are considered to be the same as their fair values, due to their short-term nature.

b) For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

All amounts are in Rs '000 unless otherwise stated

(ii) Categoriesof financial instruments

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 unadjusted quoted prices in active markets for identical assets or liabilities,

Level 2, directly or indirectly observable market inputs, other than level 1 inputs, and

Level 3 inputs which are not based on observable market data

Particulars	**As at March 31, 2018**		**As at March 31, 2017**		**As at April 01, 2016**	
	Carrying values	**Fair value**	**Carrying values**	**Fair value**	**Carrying values**	**Fair value**
Financial Assets						
Measured at amortised cost						
Cash and bank balances	1571.46	1571.46	1861.78	1861.78	1780.24	1780.24
Loans	1400 00	1400.00	1400 00	1400 00	1500 00	1500.00
Other Financial assets	-	-	-	-	144.97	144.97
Total (A)	2971.46	2971.46	3261 78	3261.78	3425.21	3425.21
Measured at fair value through other comprehensive						
Investment in equity instruments of other	53 95	53 95	48 98	48 98	40.48	40.48
Total (B)	53 95	53 95	48 98	48 98	40 48	40.48
Total financial assets (A+B)	**3025.41**	**3025.41**	**3310.76**	**3310.76**	**3465.69**	**3465.69**
Financial liabilities						
Measured at amortised cost						
Trade payables	0.60	0.60	40.13	40.13	30.46	30.46
Other financial liabilities	16 95	16 95	20.01	20.01	22.68	22 68
Total financial liabilities	**17.55**	**17.55**	**60.14**	**60.14**	**53.14**	**53.14**

(iii) Level wise disclosure of financial instruments

Particulars	**As at March 31, 2018**	**As at March 31, 2017**	**As at April 01, 2016**	**Level**	**Valuation techniques and key points**
Investment in equity instruments of other companies	53 95	48 98	40.48	1	Market value

4.07 Financial Risk Management

Risk management is an integral part of the business practices of the Company. The risk management policy is set by the Board of Directors. The Company's activities expose it to credit risk, liquidity risk and market risk. These key business risks and their mitigation are considered in day to day working of the Company.

a) Credit risk

Credit risk arises from the possibility that the counterparty will cause financial loss to the Company by failing to discharge its obligation as agreed. The Company's exposure to credit risk arises mainly from the loans given and balances with banks which are managed in accordance with the Company policy.

b) Liquidity risk

Liquidity risk is risk that the Company will encounter difficulty in meeting obligation associated with financial liabilities that are settled by delivering cash or another financial assets. The Company's principal sources of liquidity are cash and cash equivalent and cash flows that is generated from operations. The Company has consistently generated sufficient cash flows from its operations and believes that these cash flows along with its current cash and cash equivalent are sufficient to meet its financial obligations as and when they due fall Accordingly, liquidity risk is perceived to be low.

All amounts are in Rs. '000 unless otherwise stated

Maturities of financial liabiltiies

The table below provides details regarding the remaining contractual maturities of financial liabiltilies at the reporting date based on contractual undiscounted payments

As at March 31, 2018	less than 1 year	1 to 5 year	Total
Non- Derivatives			
Trade payables	0.60	-	0.60
Other financial liabilities	16.95	-	16.95
Total	17.55	-	17.55
Derivatives (net settled)	-	-	-
Total	**17.55**	-	**17.55**
As at March 31, 2017			
Non- Derivatives			
Trade payables	40.13	-	40.13
Other financial liabilities	20.01	-	20.01
Total	60.14	-	60.14
Derivatives (net settled)	-	-	-
Total	**60.14**	-	**60.14**
As at April 01, 2016			
Non- Derivatives			
Trade payables	30.46	-	30.46
Other financial liabilities	22.68	-	22.68
Total	53.14	-	53.14
Derivatives (net settled)	-	-	-
Total	**53.14**	-	**53.14**

C) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices The Company has insignificant exposure to market risks as it is debt free as at end of the reporting period and does not have nay exposure to foreign curreeny transections

4.08 First fime Ind AS adoption reconciliation

		March 31, 2017 (end of last period presented under GAAP)			April 01, 2016 (date of transition)		
Reconciliation between previous GAAP and Ind AS as at March 31, 2016	**Notes to first-time adoption**	**Previous GAAP ***	**Adjustments**	**As per Ind AS balance sheet**	**Previous GAAP ***	**Adjustments**	**As per Ind AS balance sheet**
ASSETS							
Non Current Assets							
Financial Assets							
Investments	1	5.00	43.98	48.98	5.00	35.48	40.48
Total non-current assets		5.00	43.98	48.98	5.00	35.48	40.48
Current Assets							
Financial Assets							
Investments							
Trade Receivables							
Cash and cash equivalents		1,861.78	-	1,861.78	1780.24	-	1780.24
Loans		1,400.00	-	1,400.00	1500.00	-	1500.00
Other financial assets		-	-	-	144.97	-	144.97
Current tax assets (Net)		25.04	-	25.04	62.64	-	62.64
Total current assets		3286.82	-	3286.82	3487.85	-	3487.85
Total assets		**3291.82**	**43.98**	**3335.80**	**3492.85**	**35.48**	**3528.33**

All amounts are in Rs. '000 unless otherwise stated

EQUITY AND LIABILITIES

Equity							
Equity Share capital		2400 00	-	2400.00	2400.00	-	2400 00
Other Equity	1	831.68	43 98	875.66	1039 72	35.47	1075 19
Total equity		3231.68	43.98	3275.66	3439 72	35.47	3475 19
Liabilities							
Current liabilities							
Financial Liabilities							
Trade payables		40 13		40.13	30.46		30.46
Other financial liabilities		20.01	-	20 01	22 67	-	22 68
Total current liabilities		60.14	-	60 14	53.13	-	53.14
Total equity and liabilities		**3291.82**	**43.98**	**3335.80**	**3492.85**	**35.47**	**3528.33**

All amounts are in Rs '000 unless otherwise stated

* *The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note.*

Reconciliation of total comprehensive income for the year ended March 31, 2017	Notes to first-time adoption	Previous GAAP *	Adjustments	Ind AS
Continuing operations				
Revenue from operations		253 93	-	253.93
Total Income		253 93	-	253.93
Expenses				
Other expenses		459 31	-	459.31
Total Expenses		459 31		459.31
Profit / (loss) before tax		(205 38)		(205.38)
Tax expenses				
Current tax		2 65	-	2 65
Total tax expense		2 65		2 65
Profit/ (loss) for the period		(208.03)		(208 03)
Other comprehensive income	1		8 50	8 50
Total comprehensive income				(199.53)

* *The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note.*

Reconciliation of total equity as at March 31, 2017and April 1, 2016	Notes to first-time adoption	March 31, 2017	April 1, 2016
Total equity (shareholder's funds) as per previous GAAP		**831.68**	**1039.72**
Adjustments :			
Fair valuation of investments	1	43.97	35.48
Total adjustments		**43.97**	**35.48**
Total equity as per Ind AS		**875.66**	**1075.19**

Reconciliation of total comprehensive income for the year ended March 31, 2017	Notes to first-time adoption	March 31, 2017
Profit after tax as per previous GAAP		(208 03)
Adjustments		-
Profit after tax as per Ind AS		(208.03)
Other comprehensive income	1	8.50
Total comprehensive income as per Ind AS		(199 53)

Leena Consultancy Limited
Notes to Standalone Financial Statements for the year ended March 31, 2018
All amounts are in Rs '000 unless otherwise stated

Impact of Ind AS adoption on the Standalone statements of cash flows for the year ended March 31, 2017	Notes	Previous GAAP	Adjustments	Ind AS
Net cash flow from operating activities		(151.63)		(151.63)
Net cash flow from investing activities		233.17		233.17
Net cash flows from financing activities		-		-
Net increase/(decrease) in cash and cash equivalents		81.54	-	81.54
Cash and cash equivalents as at April 1, 2016		1757.56		1,757.56
Effect of exchange rate changes on cash & cash equivalents		-		-
Cash and cash equivalents as at March 31, 2017		1839.10	-	1839.10

Foot notes for Ind AS Adjustment

1 Non current investment- Investment in equity instruments
Under IGAAP, non current invesmtent in equity instruments of other company were measured at cost less provision for dimmuition (other than temporary) Under Ind AS, the Company, has recognised such invesmtent at FVTOCI through irrecovable option. On the date of transition to Ind AS, the difference between the fair value of non current invesmtent as per Ind AS and their corresponding amount as per financial statements prepared under previous GAAP, has resulted in increase in the carrying value of this investment which has been recognised directly in opening retained earnings.

As per our report of even date
For Nayan Parikh & Co
Chartered Accountants

NAYAN PARIKH & CO. MUMBAI Chartered Accountants

K.Y. Narayana
Partner
Membership No.060639

Place: MUMBAI
Date: 25 MAY 2018

For and on behalf of the Board of Directors

Sanjay Johar — Director — DIN. 00007304
Roselyn Chettiar — Director — DIN: 06716046

Suresh Pisharody
CFO

Place: MUMBAI
Date: 25 MAY 2018

LEENA CONSULTANCY LIMITED

(CIN: L74140MH1983PLC031034)

Regd. Off: Rahejas, Corner of Main Avenue & V. P. Road, Santacruz – West, Mumbai – 400 054

Phone No.: 022 – 6695 1111 Fax No.: 022 – 6694 2922

Website: www.leenaconsultancy.in Email: leenaconsultancy@yahoo.co.in

Dear Shareholder,

Sub: Notice for the 35th Annual General Meeting of the Members of Leena Consultancy Limited to be held on Friday, 28th September, 2018 at 11.00 AM at Rahejas, Corner of Main Avenue & V. P. Road, Santacruz - West, Mumbai - 400 054.

Pursuant to Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules 2014 and also in continuation of the 'Green Initiative' of the Company, the Notice of the aforesaid Meeting is being served through electronic mode to your email address registered with your Depository Participant(s) / Registrar and Transfer Agent of the Company, M/s. Satellite Corporate Services Private Limited, as the case may be.

In this regard, please find enclosed herewith the 35th Annual Report for the year 2017-2018 containing the Financial Statements for the year 2017-18 and Notice convening the Annual General Meeting to be held on Friday, 28th September, 2018 at 11.00 a.m.

Further, in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing the facility to its Members holding shares in physical or dematerialized form as on the cut-off date, being 21st September, 2018, to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice convening the 35th Annual General Meeting of the Company as mentioned above. The Company has obtained the e-voting services of National Securities Depository Services Limited.

The e-voting portal opens for voting on **Tuesday, 25th September, 2018 at 10.00 AM and ends on Thursday, 27th September, 2018 at 5.00 P.M.** Please accord your assent/dissent by accessing the website: https://evoting.nsdl.com and logging-in by using your user ID and password. Kindly refer the E-voting instructions which are attached to the Notice. The EVEN (E-Voting Event Number) of the Company is: **109728**

For any queries please refer the details given below:

Mr. Sanjay Johar
Director & Compliance Officer
Leena Consultancy Limited
Rahejas, Corner of Main Avenue & V. P. Road
Santacruz – West, Mumbai – 400 054
Phone no.: + 91 - 22- 6695 1111 Fax no. + 91 - 22 – 6694 2922
Website: www.leenaconsultancy.in
Email Id: investor@leenaconsultancy.in & leenaconsultancy@yahoo.co.in

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/
Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sushil@cssushiltalathi.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

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]

35th Annual General Meeting of Leena Consultancy Limited on Friday, 28th September, 2018 at 11:00 a.m.

CIN	: L74140MH1983PLC031034
Name of the Company	: **Leena Consultancy Limited**
Registered office	: Rahejas, Corner of Main Avenue & V. P. Road, Santacruz - West, Mumbai – 400 054

Name of the member (s):

Registered address:

E-mail Id:

Folio No/Client Id:

DP ID:

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

1. Name: **Mr./Ms.** E-mail Id:

   Address:

   Signature: ____________________________, or failing him

2. Name: **Mr./Ms.** E-mail Id:

   Address:

   Signature: ____________________________, or failing him

3. Name: **Mr./Ms.** E-mail Id:

   Address:

   Signature: ____________________________

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on **Friday** the **28th** day of **September, 2018** at **11:00** **AM** at the registered office of the Company at Mumbai, and any adjournment thereof in respect of such resolutions as are indicated below:

Contd….2

Resolution No.	Particulars	Voting		
		For	Again-st	Absta-in
1.	Adoption of Audited Financial Statements for the year ended 31st March, 2018			
2.	To appoint a Director in the place of Mr. A. Unnikrishnan (DIN: 00007022) who retires by rotation and being eligible offers himself for re-appointment			

Affix
Revenue
Stamp

Signed this ______day of _________________, **2018**

Signature of Member: ______________________ Signature of Proxy: ____________________

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

LEENA CONSULTANCY LIMITED

(CIN: L74140MH1983PLC031034)

Regd. Off: Rahejas, Corner of Main Avenue & V. P. Road, Santacruz – West, Mumbai – 400 054

Phone No.: 022 – 6695 1111 Fax No.: 022 – 6694 2922

Website: www.leenaconsultancy.in Email: leenaconsultancy@yahoo.co.in

ATTENDANCE SLIP
(To be presented at the entrance)

35th Annual General Meeting on Friday, 28th September, 2018 at 11:00 a.m. at Rahejas, Corner of Main Avenue & V. P. Road, Santacruz –West, Mumbai-400054

Folio No. / DPID No.: ____________________________

Client ID: ____________________________________

Name of the Member:__________________________ Signature: ______________________

Name of the Proxy-holder:______________________ Signature: ______________________

Note:

1. Only Member / Proxy-Holder can attend the Meeting.
2. Member / Proxy-Holder should bring his / her copy of the Annual Report for reference at the Meeting.

Google Maps Raheja Buildings, Main Avenue, Vithal Das Nagar Housing Colony, Vithaldas Nagar, Santacruz West, Mumbai, Maharashtra 400054 to Santacruz Station

Drive 1.4 km, 7 min