

LEENA CONSULTANCY LIMITED

DIRECTORS

A. Unnikrishnan

Sanjay Johar

Ashwin Damania

Roselyn Chettiar

**COMPANY SECRETARY
AND COMPLIANCE OFFICER**

Bhairavi Kadakia

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

NOTICE

Notice is hereby given that the Thirty Sixth Annual General Meeting of the members of Leena Consultancy Limited will be held on Tuesday, the 20th day of August, 2019 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 Audited Financial Statements of the Company as at March 31, 2019 together with the Reports of Board of Directors and Auditors thereon.
- 2) To appoint a Director in place of Mr. UNNIKRISHNAN ANCHERY (DIN: 00007022) Director, who retires at the 36th Annual General Meeting and, being eligible, offers himself for re-appointment.

By Order of the Board



SANJAY JOHAR
Director

17th May, 2019

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

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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 Tuesday, 13th August, 2019 to Tuesday, 20th August, 2019 (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.

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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").
15. Pursuant to SEBI Notification dated June 8, 2018, on Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 and amendments thereof, Listed Companies and their Registrars and Transfer Agents (RTAs) have been advised to ensure that shares which are lodged for transfer are mandatorily in dematerialized form with effect from April 1, 2019. The Shareholders holding shares in physical mode are advised to dematerialize their shares at the earliest in order to ensure smooth transfer of shares if they propose to do so in future. In case if the shareholders have any queries or need any assistance in regard to dematerialization, they are requested to contact the Company's Registrar and Transfer Agent - M/s. Satellite Corporate Services Private Limited or the Company at www.leenaconsultancy.in / investor@leenaconsultancy.in

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The Members, whose names appear in the Register of members / list of Beneficial Owners as on Tuesday, 13th August, 2019 ("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. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, 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).

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- 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 Saturday, 17th August, 2019 at 10:00 a.m. and ends on Monday, 19th August, 2019 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 13th August, 2019, 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.

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- (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] :

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

EVEN (Remote e-voting Event Number): 111123

(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 13th August, 2019.
- X. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and is holding shares as of the cut-off date i.e. 13th August, 2019, 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.

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- 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 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.

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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 100 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.

Directorship's in other Listed Companies: Innovassynth Investments Limited

Chairmanship/Membership of Board Committees in other Listed Companies : **

** Nomination and Remuneration Committee- Member

Stakeholders' Relationship Committee- Chairman

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***
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5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use 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

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DIRECTORS' REPORT

**To The Members,
LEENA CONSULTANCY LIMITED
Mumbai.**

The Directors are pleased to present the Thirty Sixth Annual Report of your Company together with the Audited Financial Statements and the Auditors' Report for the financial year ended 31st March, 2019.

FINANCIAL HIGHLIGHTS (Standalone)

Particulars	Amount in Rs. '000	Amount in Rs. '000
	2018-19	2017 – 2018
Total Income for the year	203.46	229.76
Total Expenditure for the year	704.58	520.16
Profit/(Loss) for the year before Taxation	(501.13)	(290.40)
Less: Provision for Current Taxation	NIL	Nil
Less: Current Tax (relating to prior year)	NIL	Nil
Profit/Loss after taxation	(501.13)	(290.40)
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	(6.03)	4.98
Income tax relating to items that will not be reclassified to profit or loss	NIL	Nil
Other comprehensive income	(6.03)	4.98
Total comprehensive income for the period	(507.15)	(285.42)
Add: Surplus in Profit & Loss account brought forward from previous year	590.24	875.66
Profit/Loss available for Appropriation	(507.15)	(285.42)
Less : Proposed Dividend	Nil	Nil
Less: Tax on Dividend distribution	Nil	Nil
Balance carried to the Balance Sheet	83.09	590.24

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RESERVES:

In view of the loss for the year, the company has not transferred any amounts to Reserves for the financial year 2018-19.

DIVIDEND:

In view of the loss for the year, the Directors do not recommend any dividend for the year ended March 31, 2019.

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. 3,120/- to the Investor Education and Protection Fund in compliance with provisions of the Companies Act, 2013 which represents unclaimed dividend for the financial year 2010-2011. The Company has also transferred 6400 equity shares which remained unclaimed for the financial year 2009-2010 in respect of shareholders whose dividends had remained unclaimed in compliance of the IEPF Rules.

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES:

Your Company has neither any Subsidiary nor Joint Venture nor Associate Company. During the year under review, none of the Companies have become or ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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. Mr. Suresh Pisharody and Mr. Ramesh Sanas have continued to be Chief Financial Officer and Manager of the Company respectively. During the year, the Company has appointed Mrs. Bhairavi C. Kadakia as Company Secretary and Compliance Officer of the Company w.e.f. 08.03.2019.

DECLARATION BY INDEPENDENT DIRECTORS UNDER SECTION 149 (6) OF COMPANIES ACT, 2013:

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.

RETIREMENT BY ROTATION:

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. A. Unnikrishnan is liable to retire at every Annual General Meeting and being eligible, offers himself for re-appointment.

Brief profile of the proposed appointee together with other disclosures in terms of Regulation 36 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are mentioned in the Notice which are part of this Annual Report.

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PERFORMANCE EVALUATION OF THE BOARD:

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.

NUMBER OF MEETINGS OF THE BOARD:

The Board of Directors of the Company met six (6) times during the financial year 2018-19 viz. on May 25, 2018, August 8, 2018, September 04, 2018, November 05, 2018, January 24, 2019 and March 08, 2019.

COMMITTEES OF THE BOARD:

The Company has several Committees which have been constituted in compliance with the requirements of the relevant provisions of applicable laws and statutes.

The Company has the following Committees of the Board comprising of Directors of the Company:

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 viz. May 25, 2018, August 8, 2018, November 05, 2018 and January 24, 2019.

NOMINATION & REMUNERATION COMMITTEE:

The Nomination & Remuneration Committee was constituted pursuant to the provisions of Section 178 of the Companies Act, 2013. The composition of the Nomination & Remuneration Committee is in conformity with the provisions of the said section. The Nomination & Remuneration Committee comprises of:

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

The Nomination & Remuneration Committee met once during the year i.e. on 8th March, 2019.

STAKEHOLDERS' RELATIONSHIP COMMITTEE:

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.

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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

During the financial year 2018-2019, 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, 2019, hence the Committee has not held any meeting during the year.

INDEPENDENT DIRECTORS MEETING:

Committee of Independent Directors comprises of Mr. Sanjay Johar (Chairman of Committee), Mr. Ashwin Damania (Member) and Mrs. Roselyn Chettiar (Member). During the year under review, the Independent Directors met on 24th January, 2019, *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.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors has formulated a Whistle Blower Policy to report genuine concerns or grievances. Protected disclosures can be made by a whistle blower through an e-mail, or telephone line or a letter to the Chairman of the Audit Committee or the Company Secretary of the Company or any member of the Audit committee. The Policy on vigil mechanism /whistle blower policy may be accessed on the Company's website.

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.

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.

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 Complaints Committee to inquire into complaints of sexual harassment and recommend appropriate action.

During the financial year 2018-19, no complaints were received.

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Website: www.leenaconsultancy.in

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 2018-19. 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, 2019, 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, 2019 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; and
- 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).

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.

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.

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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 2018-19.

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.

DEMATERIALIZATION OF SHARES

The Company's shares are listed on BSE Limited and the Company's Registrar and Share Transfer Agents have connectivity with National Securities Depository Ltd. The ISIN of the Company is INE778N01016. As on March 31, 2019, 2,23,200 equity shares representing 93% of the total shares have been dematerialized.

COMPANY'S WEBSITE

The Company has its website namely www.leenaconsultancy.in. The website provides detailed information about the Quarterly Results, Annual Reports and Shareholding patterns and various policies adopted by the Company are placed on the website of the Company and the same are updated periodically.

MEANS OF COMMUNICATION

The Company has designated investor@leenaconsultancy.in and leenaconsultancy@yahoo.co.in as email ids for the purpose of registering complaints by investors and displayed the same on the website of the Company.

SECRETARIAL AUDITOR:

The Company had appointed Mr. Jignesh Makwana. to undertake the Secretarial Audit of the Company. The report of the Secretarial Auditor in Form MR – 3 is annexed herewith as Annexure I.

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

1. 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. However, the Company has appointed Ms. Bhairavi C. Kadakia as Company Secretary and Compliance Officer w.e.f. 8th March, 2019.
2. The Company has generally complied with Secretarial Standards as applicable from time to time. This was done as per the Code of Conduct adopted by the Company
3. 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.

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REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor has reported to the Audit Committee, under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which needs to be mentioned in the Board's Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Your Company does not fall in the criteria mentioned under Section 135 of the Companies Act, 2013, for applicability of the provisions of Corporate Social Responsibility. Hence, your Company is not required to constitute CSR Committee and comply with other provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

RISK MANAGEMENT COMMITTEE:

The provisions of Regulation 21 of SEBI (LODR) Regulations, 2015 are not applicable to the Company. Hence this Committee has not been formed.

CORPORATE GOVERNANCE

As per SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the paid-up equity share capital of your Company is less than Rs. 10 crores and Net worth is less than Rs. 25 crores, hence as per Regulation 15(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Compliance with the provisions of Regulation 27 i.e Corporate Governance is not applicable to your Company.

SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

EXTRACT OF ANNUAL RETURN

The extract of the Annual Return in Form MGT-9 in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, is placed on the website of the Company – www.leenaconsultancy.in and also forming part of this report.

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ACKNOWLEDGEMENTS

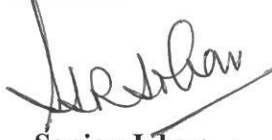
Your Directors wish to convey their gratitude and place on record their sincere appreciation of the assistance and co-operation that the Company has been receiving from its employees as well as from the Banks.

Your Directors would also like to thank the customers, suppliers and shareholders for their continued support and co-operation.

**For and on behalf of Board of Directors of
LEENA CONSULTANCY LIMITED**



Roselyn Chettiar
Director
DIN: 06716046



Sanjay Johar
Director
DIN: 00007304

Registered Office:

Rahejas, Corner of Main Avenue & V P Road, Santacruz (W), Mumbai, Maharashtra, 400054

CIN: L74140MH1983PLC031034

Tel. : 022 - 66951111

Fax : 022 - 66942922

Email : investor@leenaconsultancy.in

Website : www.leenaconsultancy.in

Dated: 17.05.2019

LEENA CONSULTANCY LIMITED

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Management Discussion and Analysis

Macroeconomic Review:

The economy appeared to grow at a steady, albeit slightly slower, pace in January–March, with survey data for the private-sector pointing to strong growth throughout the period. This comes after economic growth slowed in 2nd half of financial year 2018-2019. Activity softened amid an increase in trade tensions and tariff hikes between the United States and China, a decline in business confidence, a tightening of financial conditions, and higher policy uncertainty across many economies. In recent days, the main political parties released their general election manifestos.

Economic momentum is expected to remain steady this fiscal year, which started in April 2018. Robust government spending should support growth, as should looser monetary policy and greater political certainty following the elections. However, weak public finances and global trade protectionism both weigh on prospects. Panelists expect GDP growth of 7.2% in FY 2019, which is down 0.1 percentage points from last month's estimate, and 7.3% in FY 2020.

The RBI cut its benchmark policy rate in February and changed the policy stance to "neutral" from "calibrated tightening". Inflation measures have steadily declined since the middle of 2018. Non-performing assets declined to 10.8 per cent in September 2018 from a peak of 11.5 per cent in March 2018. The central bank expects this ratio to improve further to 10.3 per cent in March 2019.

India will continue to remain the world's fastest-growing large economy in 2019 as well as in 2020, much ahead of China.

Opportunities and Threats:

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

Outlook:

The Indian economy appears to have slowed down in 2018-19 due to lower private consumption, tepid growth in fixed investment and muted exports. However, India continues to remain the fastest growing major economy and is projected to grow faster in the coming years.

The Central Statistics Office (CSO), which released the national account data for the third quarter, had in February revised the growth estimate for 2018-19 fiscal to seven percent from 7.2 percent. The seven percent growth is the lowest in five years.

On the external front, current account deficit as a ratio to GDP is set to fall in Q4 (January-March) of 2018-19, which will limit the leakage of growth impulse from the economy. The fiscal deficit of the central government has been gliding down to the Fiscal Responsibility and Budget Management (FRBM) target.

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.

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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. 2,29,762/- to Rs. 2,03,459/-.

Human Resources:

There has been no material development on the Human Resource front during the year. The Company had 3 employees as on March 31, 2019.

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 2019.

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: 17 MAY 2019

LEENA CONSULTANCY LIMITED

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Website: www.leenaconsultancy.in

Annual Declaration under Regulation 34 (3) read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

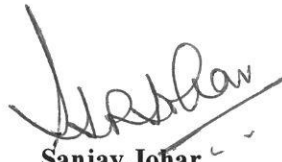
DECLARATION

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, 2019.

For LEENA CONSULTANCY LIMITED



Roselyn Chettiar
Director
DIN: 06716046

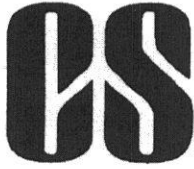


Sanjay Johar
Director
DIN: 00007304

Place: Mumbai

Date:

17 MAY 2019



CS Jignesh Makwana

Practicing Company Secretary

B/6, Rajesh Patel Chawl, Orlem Tank Road
Shankar Lane, Malad West
Mumbai – 400 064

Tel: 022 4970 4800

E: csjmakwana@gmail.com

Form No. MR-3

SECRETARIAL AUDIT REPORT

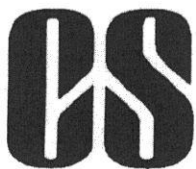
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2019

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

To,
The Members,
LEENA CONSULTANCY LIMITED

I 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 me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2019, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:



CS Jignesh Makwana

Practicing Company Secretary

B/6, Rajesh Patel Chawl, Orlem Tank Road
Shankar Lane, Malad West
Mumbai - 400 064

Tel: 022 4970 4800

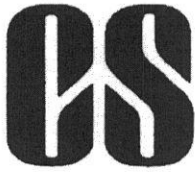
E: csjmakwana@gmail.com

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2019 according to the provisions of:

- (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.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited.



CS Jignesh Makwana

Practicing Company Secretary

B/6, Rajesh Patel Chawl, Orlem Tank Road
Shankar Lane, Malad West
Mumbai – 400 064

Tel: 022 4970 4800

E: csjmakwana@gmail.com

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, Standards, etc. mentioned above subject to the following observation:

(i) There was no Compliance officer/Company Secretary in the Company till appointment of Ms. Bhairavi Chirag Kadakia as a Company Secretary with effect from 8 March 2019.

(ii) Secretarial Standards have been generally complied with.

(iii) 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.

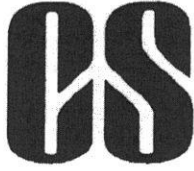
I further report that

The compliances by the Company of applicable financial laws like Direct and Indirect tax laws **have not been reviewed in this** Audit since the same are subject to review by Statutory Financial Audit.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors as applicable.

Adequate notice is given to all directors to schedule the Board Meetings, were sent as per the compliance of the Companies Act, 2013, 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.

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



CS Jignesh Makwana

Practicing Company Secretary

B/6, Rajesh Patel Chawl, Orlem Tank Road
Shankar Lane, Malad West
Mumbai - 400 064

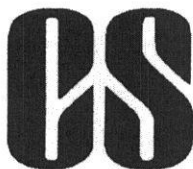
Tel: 022 4970 4800
E: csjmakwana@gmail.com

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.

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.

CS Jignesh Makwana
Practicing Company Secretary
Mem No.: F9920
COP: 13928

Date: 17th May, 2019
Place: Mumbai



CS Jignesh Makwana

Practicing Company Secretary

B/6, Rajesh Patel Chawl, Orlem Tank Road
Shankar Lane, Malad West
Mumbai - 400 064

Tel: 022 4970 4800

E: csjmakwana@gmail.com

'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 of 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.

CS Jignesh Makwana
Practicing Company Secretary

Mem No.: F9920

COP: 13928

Date: 17th May, 2019 / Place: Mumbai

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2019

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, Unit No. 49, Bldg. No. 13-A-B, 2nd Floor, Samhita Commercial Co-op Soc. Ltd. Off Andheri Kurla Road, MTNL lane, 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
	NIL	NIL	NIL

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-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoter s									
1	Indian									
	a) Individual/ HUF	500	-	500	0.21	500	-	500	0.21	-
	b) Central Govt	0		0	-			0	-	-
	c) State Govt(s)	0		0	-			0	-	-
	d) Bodies Corp.	178,900	0	178,900	74.54	178,900	0	178,900	74.54	-
	e) Banks / FI	0		0	-			0	-	-
	f) Any other	0		0	-			0	-	-
	Sub-total (A) (1):-	179,400	-	179,400	74.75	179,400	-	179,400	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) =	179,400	-	179,400	74.75	179,400	-	179,400	74.75	0
	(A)(1)+(A)(2)									
B	Public Shareholding									
1	Institutions									
	a) Mutual Funds									
	b) Banks / FI									
	c) Central Govt									
	d) State Govt(s)									
	e) Venture Capital Funds									
	f) Insurance Companies									
	g) FIs									
	h) Foreign Venture Capital Funds									
	i) Others (specify) 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	400	700	0.29
	ii) Overseas								
b)	Individuals								
	i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	14,200	45,400	59,600	24.83	37,100	16,300	53,400	22.25
	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
	IEPF	0	0	0	-	6400	0	6400	2.67
	Foreign Bodies - D R								
	Sub-total (B)(2):-	14,500	46,100	60,600	25.25	43,800	16,800	60,600	25.25
	Total Public Shareholding (B)=(B)(1)+ (B)(2)	14,500	46,100	60,600	25.25	43,800	16,800	60,600	25.25
c)	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0
	Grand Total (A+B+C)	193,900	46,100	240,000	100.00	223,200	16,800	240,000	100.00

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 Gnihirman 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	Lavina 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	179,400	74.75	0	179,400	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		179,400	74.75	-	179,400	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		179,400	74.75	-	179,400	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	Minal Bharat Patel with Bharat J. Patel		7,500	3.13	-	15,000	6.25
2	Bharat J. Patel with Minal J. Patel		7,500	3.13	-	-	0.00
3	Hardik Bharat Patel		2,150	0.90	-	9,650	4.02
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	Raghunandan Capital Private Limited		300	0.13	-	300	0.13
7	Nayan Shah		200	0.08	-	200	0.08
8	M M Agrawal		200	0.08	-	200	0.08
9	P L Wankhede		200	0.08	-	200	0.08
10	Satyawan Jadhav		200	0.08	-	200	0.08
11	Laxman Kalap		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
6	Ramesh Sanas		-	-	-	-	-
	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)	
	Gross salary	NIL	NIL
1	(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
	Independent Directors	Sanjay Johar	Ashwin Damania	Roselyn Chettiar	
1	Fee for attending board committee meetings	1,500.00	1,500.00	1,500.00	4,500.00
	Commission	-	-	-	-
	Others, please specify (Conveyance)	1,800.00	1,800.00	1,800.00	5,400.00
	Total (1)	3,300.00	3,300.00	3,300.00	9,900.00
	Other Non-Executive Directors	A. Unnikrishnan			
2	Fee for attending board committee meetings	1,500.00			1,500.00
	Commission	-			-
	Others, please specify (Conveyance)	1,800.00			1,800.00
	Total (2)	3,300.00			3,300.00
	Total (B)=(1+2)	3,300.00	3,300.00	3,300.00	13,200.00
	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
	Name	Bhairavi Kadakia	Suresh Pisharody	
1	Gross salary	20000	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	20000	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	Nil	Nil
2	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	Nil	Nil
3	Stock Option	0	Nil	Nil
4	Sweat Equity	0	Nil	Nil
	Commission	0	Nil	Nil
	- as % of profit	0	Nil	Nil
5	others, specify...	0	Nil	Nil
	Others, please specify	0	Nil	Nil
	Total	20000	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 : 17th May, 2019

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 Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Leena Consultancy Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow for the year ended on that date and notes to financial statements including summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Inds AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019 and its loss and total comprehensive income, changes in equity and its cash flow for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statement in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of standalone financial statement under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.



Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

Other Information

The Company's Board of Directors is responsible for the preparation of the Other Information. The Other Information comprises of the Board's Report including Annexures to Boards's Report, , Corporate Governance and Shareholder's Informartion, (but does not include the standalone financial statements and our auditor's report thereon). Our opinion on the standalone financial statements does not cover the Other Information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, 2, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



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", a statement on the matter specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, based on our audit 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 and the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; Our report express an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial control over financial reporting
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

The Company has not paid or provided any managerial remuneration and hence reporting requirements under section 197 (16) of the Act is not applicable.



h) 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 litigation;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Nayan Parikh & Co.

Chartered Accountants

Firm Registration No. 107023W



K. Y. Narayana

Partner

Membership No. 060639

Mumbai

Dated May 17, 2019

Annexure A to the Independent Auditor's Report

Referred to in paragraph 1 under "Report on Other Legal & Regulatory Requirements" of our report on even date to the members of the Company on standalone financial statements for the year ended March 31, 2019:

- (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 explanation 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 Companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act during the year;
 - (a) Since the company has not given any loan during the year, so the provision of sub- clause (a) of clause (iii) of paragraph 3 of the Order is not applicable;
 - (b) According to the information and explanation given to us, no repayment schedule has been specified for the outstanding balance amount of the loan given by the company in the earlier periods and accordingly, the question of regularity in repayment of principal amount does not arise;
 - (c) There are no overdue amounts in respect of such loan;
- (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 explanation given to us, the Company has not accepted deposits from the public and therefore, the provisions sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under are not applicable to the Company. We have been informed by the management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in this regard;
- (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, duty of customs, cess and other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities;

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, 2019 for a period of more than six months from the date they became payable;

- (b) According to the information and explanation given to us, there are no outstanding disputed dues payable by the Company in case of income tax, goods and service tax or cess and any other statutory dues as on March 31, 2019.

- (viii) The Company has neither raised any loan from Banks, Financial Institution nor issued any debentures, therefore provision of paragraph 3(viii) of the Order regarding default in repayment of dues to banks, financial institution and debenture holders are not applicable to the Company;

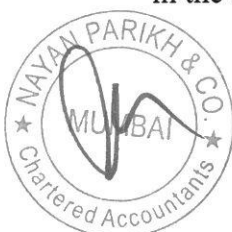
- (ix) In our opinion, and according to the information the company has not taken any term loans and therefore clause (ix) of paragraph 3 of the Order is not applicable and the Company did not raise any money by way of initial public offer or further public offer or debt instrument;

- (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 information and explanation given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable to the Company;

- (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, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year, Accordingly, paragraph 3 (xiv) of the Order is not applicable to the Company.
- (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; and
- (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



[Handwritten Signature]

K. Y. Narayana

Partner

Membership No. 060639

Mumbai

Dated May 17, 2019

Annexure B to the Independent Auditor's Report

Report on the Internal Financial Controls under section 143(3)(i) of the Act

We have audited the internal financial controls with reference to financial statements of the Company as of March 31, 2019 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 controls 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 and the Standards on Auditing specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by 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.

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 controls 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 controls 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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone 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 controls 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.



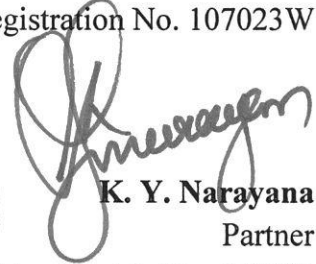
Opinion

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, 2019 based on the internal controls with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note.

For Nayan Parikh & Co.

Chartered Accountants

Firm Registration No. 107023W



K. Y. Narayana

Partner

Membership No. 060639

Mumbai

Dated May 17, 2019

Leena Consultancy Limited
CIN: L74140MH1983PLC031034

Standalone Balance Sheet as at March 31, 2019

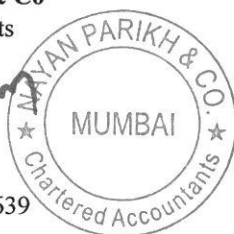
All amounts are in Rs. '000 unless otherwise stated

	Notes	Yearly 31.03.2019	Yearly 31.3.2018
ASSETS			
Non-current assets			
Financial assets			
Investments	2.01	47.93	53.95
Total non-current assets		47.93	53.95
Current Assets			
Financial Assets			
Cash and cash equivalents	2.02	142.72	354.51
Bank balance other than above	2.02	1,013.83	1,216.95
Loans	2.03	1,300.00	1,400.00
Current tax assets (Net)	2.04	43.18	22.86
Total current assets		2,499.73	2,994.32
Total Assets		2,547.66	3,048.27
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	2.05	2,400.00	2,400.00
Other Equity	2.06	83.09	590.25
Total equity		2,483.09	2,990.25
Current liabilities			
Financial Liabilities			
Trade payables			
Total outstanding dues of Micro & Small Ent.			
Other than Micro & Small Enterprises		1.94	0.60
Other financial liabilities	2.07	13.83	16.95
Other current liabilities	2.08	48.80	40.48
Total current liabilities		64.57	58.03
Total equity and liabilities		2,547.66	3,048.27
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

K.M. Narayana
Partner
Membership No.060639



For and on behalf of the Board of Directors

Sanjay Johar
Director
DIN: 00007304

Roselyn Chettiar
Director
DIN: 06716046

Suresh Pisharody
CFO

Bhairavi Kadakia
Company Secretary

Place: **17 MAY 2019**
Date:

Place: **MUMBAI**
Date: **17 MAY 2019**

Leena Consultancy Limited

CIN: L74140MH1983PLC031034

Standalone Statement of Profit & Loss for the period ended March 31, 2019

All amounts are in Rs. '000 unless otherwise stated

	Notes	Yearly	
		31.03.2019	31.3.2018
Revenue from operations	3.01	203.46	229.76
Total Income		203.46	229.76
Expenses			
Other expenses	3.02	704.58	520.16
Total Expenses		704.58	520.16
Profit / (loss) before tax		(501.13)	(290.40)
Tax expenses			
Current tax		-	-
Deferred tax		-	-
Profit/ (loss) for the period		(501.13)	(290.40)
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		(6.03)	4.98
Income tax relating to above		-	-
Other comprehensive income		(6.03)	4.98
Total comprehensive income for the period		(507.15)	(285.42)
Earnings per equity share			
Basic/ Diluted (in Rs.)	4.01	(2.09)	(1.21)

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

K.V. Narayana

Partner

Membership No.060639



For and on behalf of the Board of Directors

Sanjay Johar

Director

DIN: 00007304

Suresh Pisharody

CFO

Roselyn Chettiar

Director

DIN: 06716046

Bhairavi Kadakia

Company Secretary

Place:

MUMBAI

Date:

17 MAY 2019

Place:

MUMBAI

Date:

17 MAY 2019

Leena Consultancy Limited

CIN: L74140MH1983PLC031034

Statement of changes in equity for the year ended as on March 31, 2019

All amounts are in Rs. '000 unless otherwise stated

A Equity share capital

Particulars	Amount
Balance at April 1, 2018	2,400.00
Changes in equity share capital during the year	-
Balance at March 31, 2019	2,400.00

B Other Equity

Particulars	Reserves and surplus	Other Comprehensive income	Total
	Retained earning	Net gain arising on equity instrument measured at FVTOCI	
Balance at April 1, 2017	831.69	43.98	875.67
(Loss) for the year	(290.40)	-	(290.40)
Net gain arising on equity instrument measured at FVTOCI	-	4.98	4.98
Balance at March 31, 2018	541.29	48.96	590.25
(Loss) for the period ended 31.03.2019	(501.13)	0.00	(501.13)
Net/gain (loss) arising on equity instrument measured at FVTOCI	-	(6.03)	(6.03)
Balance at March 31, 2019	40.16	42.93	83.09

As per our report of even date

For Nayan Parikh & Co

Chartered Accountants

K. Y. Narayana

Partner

Membership No.060639



For and on behalf of the Board of Directors

Sanjay Johar

Director

DIN: 00007304

Roselyn Chettiar

Director

DIN: 06716046

Suresh Pisharody

CFO

Bhairavi Kadakia

Company Secretary

Place:

Date:

MUMBAI

17 MAY 2019

Place:

Date:

MUMBAI

17 MAY 2019

Cash Flow Statement for the year ended March 31, 2019

	Year ended March 31,	
	2019	2018
Profit Before Tax	(501.13)	(290.40)
Non-cash Adjustment to Profit Before Tax:		
Interest income classified as investing cash flows	(123.50)	(133.00)
	(624.63)	(423.40)
Change in operating assets and liabilities :		
Increase/(decrease) in trade payables	1.35	(39.53)
Increase/(decrease) in other Financial liabilities	(3.12)	(3.06)
Increase/(decrease) in other current liabilities	8.32	40.48
Cash generated from operations	(618.08)	(425.51)
Direct taxes paid (net of refunds)	20.32	(2.17)
Net cash flow from/(used in) operating activities (A)	(638.40)	(423.34)
Cash flow from investing activities		
Repayment of inter corporate deposit	100.00	-
Interest received	123.50	133.00
Net cash flow from/(used in) investing activities (B)	223.50	133.00
Cash flows from financing activities		
Dividends transferred to IEPF	3.12	5.73
Net cash flow from/(used in) in financing activities (C)	3.12	5.73
Net increase/(decrease) in cash and cash equivalents (A+B+ C)	(411.79)	(284.61)
Cash and cash equivalents at the beginning of the year	1,554.51	1,839.10
Cash and cash equivalents at the end of the year	1,142.72	1,554.51
Reconciliation of cash and cash equivalents as per the cash flow statement :		
Cash and cash equivalents	142.72	354.51
Other than above	1,000.00	1,200.00
Balance as per the cash flow statement :	1,142.72	1,554.51

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

K.Y. Narayana
Partner
Membership No.060639



For and on behalf of the Board of Directors

Sanjay Johar
Director
DIN: 00007304

Roselyn Chettiar
Director
DIN: 06716046

Suresh Pisharody
CFO

Bhairavi Kadakia
Company Secretary

Place:
Date:

MUMBAI
17 MAY 2019

Place:
Date:

MUMBAI
17 MAY 2019

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 17, 2019.

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.

(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 recognized 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.



Leena Consultancy Limited
Notes to Standalone Financial Statements for the period ended March 31, 2019

All amounts are in Rs. '000 unless otherwise stated

2.01 Non-current Investments

	31.03.2019		31.3.2018	
	Qty	Amount	Qty	Amount
Investments in Equity Instruments (fully paid-up)				
Quoted (measured at FVTOCI)				
Investment in Prism Johnson Ltd (formerly known as Prism Cement Limited)	500	47.93	500	53.95
Total non - current investments	500	47.93	500	53.95
			Yearly	Yearly
			31.03.2019	31.3.2018
Aggregate book value of quoted investments			47.93	53.95
Aggregate market value of quoted investments			47.93	53.95
Aggregate fair value of investments designated at FVTOCI			47.93	53.95

2.02 Cash and Bank Balances

	Yearly	
	31.03.2019	31.3.2018
Cash and cash equivalent		
Balances with banks:		
On current accounts	142.25	354.42
Cash on hand	0.47	0.09
	142.72	354.51
Bank balances other than above		
Unpaid Dividend	13.83	16.95
Deposits with original maturity for more than 3 months but less than 12 months	1000.00	1200.00
	1,013.83	1,216.95
Total	1,156.55	1,571.46

2.03 Loans

	Yearly	
	31.03.2019	31.3.2018
Inter corporate deposit	1,300.00	1,400.00
Total	1,300.00	1,400.00



Leena Consultancy Limited
Notes to Standalone Financial Statements for the period ended March 31, 2019
All amounts are in Rs. '000 unless otherwise stated

2.04 Current tax assets (net)	Yearly 31.03.2019	Yearly 31.3.2018
Current tax assets		
Tax deducted at source	43.18	22.86
	<u>43.18</u>	<u>22.86</u>

2.05 Share capital	Yearly 31.03.2019	Yearly 31.3.2018
Authorised share capital :		
2,40,000 (March 31, 2018: 2,40,000) equity shares of Rs.10 each	2400.00	2400.00
	<u>2,400.00</u>	<u>2,400.00</u>
Issued, subscribed and paid up :		
2,40,000 (March 31, 2018: 2,40,000) equity shares of Rs.10 each	2,400.00	2,400.00
Total issued, subscribed and fully paid-up share capital	<u>2,400.00</u>	<u>2,400.00</u>

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

Equity shares	31.03.2019		31.3.2018	
	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
Outstanding at the end of the period	<u>2,40,000</u>	<u>2,400.00</u>	<u>2,40,000</u>	<u>2,400.00</u>

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	31.03.2019		31.3.2018	
	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
Shiraz Realtors Pvt Ltd	30,000	12.50	30,000	12.50
Gstaad Trading Co. Pvt Ltd	35,600	14.83	35,600	14.83
Lavina Contractors & Developers Pvt Ltd	30,000	12.50	30,000	12.50
Bloomingdale Trading Co. Pvt Ltd	30,000	12.50	30,000	12.50
Villa-Capri Developers Pvt Ltd	30,000	12.50	30,000	12.50
Minal Patel	15,000	6.25	15,000	6.25
Hardik Patel	15,000	6.25		
	<u>2,08,600</u>	<u>86.91</u>	<u>1,93,600</u>	<u>80.66</u>

2.06 Other equity	Yearly 31.03.2019	Yearly 31.3.2018
Retained earnings	40.16	541.29
Other comprehensive income (Equity instrument measured as at FVTOCI)	42.93	48.96
	<u>83.09</u>	<u>590.25</u>

Description 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 distributions paid to shareholders.

Leena Consultancy Limited

Notes to Standalone Financial Statements for the period ended March 31, 2019

All amounts are in Rs. '000 unless otherwise stated

2.07 Other financial liabilities	Yearly	Yearly
	31.03.2019	31.3.2018
Unclaimed Dividends	13.83	16.95
	<u>13.83</u>	<u>16.95</u>

2.08 Other liabilities	Yearly	Yearly
	31.03.2019	31.3.2018
Outstanding expenses	48.80	40.48
	<u>48.80</u>	<u>40.48</u>



Leena Consultancy Limited**Notes to Standalone Financial Statements for the period ended March 31, 2019**

All amounts are in Rs. '000 unless otherwise stated

3.01 Revenue from operations	Yearly	Yearly
	31.03.2019	31.3.2018
Other operating revenue		
Interest from fixed deposit	79.71	95.64
Dividend Income	0.25	-
Interest from income tax refund	-	1.12
Interest from inter corporate deposit	123.50	133.00
Revenue from operations	203.46	229.76

3.02 Other Expenses	Yearly	Yearly
	31.03.2019	31.3.2018
Audit fees	33.00	33.00
Rates & Taxes	91.40	20.42
Conveyance	7.20	5.40
Listing and Filing fees	254.04	296.83
Directors fees	6.00	4.50
Advertisement, Sales promotion and Other marketing expenses	59.80	41.45
Legal and professional fees	122.52	106.28
Fees and subscription	88.10	-
Salary	20.00	-
Agency Commission	10.55	5.51
Bank Charges	3.88	2.82
Miscellaneous Expenses	8.08	3.95
	704.58	520.16

Payment to Auditors

As auditor:

Audit fees	15.00	15.00
Limited Review	18.00	18.00
	33.00	33.00



4.01 Earnings Per Share (EPS)	Year ended March 31,	
	31.3.19	31.3.18
Basic/ diluted earnings per share :		
Attributable to equity holders of the Company	(501.13)	(290.40)
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 :	(2.09)	(1.21)
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 safeguard its ability to continue as going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to maximise shareholder value.

For the purpose of Company's capital management, capital includes capital and all other equity reserves. In order to maintain or achieve a capital structure that maximise the shareholder value, the Company reinvest capital into business based on long term plans. As at March 31, 2019, 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,	
	31.3.19	31.3.18
Claims against the Company not acknowledged as debts:	-	-
Capital and other commitments	-	-

4.04 Related party disclosures

i) Under the Control of the Company Nil

ii) Listed of related parties

a) Names of related parties and related party relationship where control exist

Nature of Relationship	Name of Related Parties
i) Key managerial personnel	Sanjay Johar - Director Roselyn Chettiar- Director A. Unnikrishnan- Director Ashwin Damania- Director Suresh Pisharody -CFO Bhairavi Kadakia - Company Secretary Ramesh Sanas - Manager

b) Details of Transactions

	Key Managerial personal		Entities where the key managerial personnel have significant influence/control		Total Amount	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Expenses						
Remuneration						
Bhairavi Kadakia	20.00	-	-	-	20.00	-
Directors sitting Fees						
Sanjay Johar	1.50	1.00	-	-	1.50	1.00
Roselyn Chettiar	1.50	1.25	-	-	1.50	1.25
A. Unnikrishnan	1.50	1.00	-	-	1.50	1.00
Ashwin Damania	1.50	1.25	-	-	1.50	1.25
Total expenses payable	26.00	4.50	-	-	6.00	4.50

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 estimates 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:

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

(ii) Categories of 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 31.3.2019		As at 31.3.2018	
	Carrying	Fair value	Carrying values	Fair value
Financial Assets				
Measured at amortised cost				
Cash and bank balances	1156.55	1156.55	1571.46	1571.46
Loans	1300.00	1300.00	1400.00	1400.00
Total (A)	2456.55	2456.55	2971.46	2971.46
Measured at fair value through other comprehensive				
Investment in equity instruments of other	47.93	47.93	53.95	53.95
Total (B)	47.93	47.93	53.95	53.95
Total financial assets (A+B)	2504.48	2504.48	3025.41	3025.41
Financial liabilities				
Measured at amortised cost				
Trade payables	1.94	1.94	0.60	0.60
Other financial liabilities	13.83	13.83	16.95	16.95
Total financial liabilities	15.77	15.77	17.55	17.55

(iii) Level wise disclosure of financial instruments

Particulars	As at March 31,		Level	Valuation techniques and key points
	31.03.2019	31.3.2018		
Investment in equity instruments of other companies	47.93	53.95	1	Market value

4.07 Financial Risk Management

The Company's activities does not expose it to any financial risk except for liquidity risk as stated below.

Liquidity risk

Liquidity risk is defined as the risk that the company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management monitors rolling forecasts of the group's liquidity position and cash and cash equivalents on the basis of expected cash flows.

Maturities of financial liabilities

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

As at March 31, 2019

	less than 1 year	1 to 5 year	Total
Non- Derivatives			
Trade payables	1.94	-	1.94
Other financial liabilities	13.83	-	13.83
Total	15.77	-	15.77
Derivatives (net settled)			
	-	-	-
Total	15.77	-	15.77

As at March 31, 2018

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

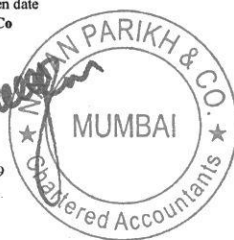
C) Market risk

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 any exposure to foreign currency transactions.

4.08 Previous years figures have been regrouped wherever necessary.

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

K.Y. Narayana
Partner
Membership No.060639



Place:
Date:

MUMBAI
17 MAY 2019

For and on behalf of the Board of Directors

Sanjay Johar
Director
DIN: 00007304

Roselyn Chettiar
Director
DIN: 06716046

Surish Pisharody
CFO

Bhairavi Kadakia
Company Secretary

Place:
Date:

MUMBAI
17 MAY 2019

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.leanaconsultancy.in Email: leanaconsultancy@yahoo.co.in

Dear Shareholder,

Sub: Notice for the 36th Annual General Meeting of the Members of Leena Consultancy Limited to be held on Tuesday, 20th August, 2019 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 36th Annual Report for the year 2018-2019 containing the Financial Statements for the year 2018-19 and Notice convening the Annual General Meeting to be held on Tuesday, 20th August, 2019 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 13th August, 2019, to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice convening the 36th 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 **Saturday, 17th August, 2019 at 10.00 AM and ends on Monday, 19th August, 2019 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: **111123**

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.leanaconsultancy.in

Email Id: investor@leanaconsultancy.in & leanaconsultancy@yahoo.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]

**36th Annual General Meeting of Leena Consultancy Limited on Tuesday,
20th August, 2019 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 **Tuesday** the **20th** day of **August, 2019** 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	Against	Abstain
1.	Adoption of Audited Financial Statements for the year ended 31 st March, 2019			
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			

Signed this _____ day of _____, 2019

Affix
Revenue
Stamp

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.leenac consultancy.in Email: leenac consultancy@yahoo.co.in

ATTENDANCE SLIP (To be presented at the entrance)

**36th Annual General Meeting on Tuesday, 20th August, 2019 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.

Raheja Buildings, Main Avenue, Vithal Das Nagar Housing Colony, Vithaldas Nagar, Santacr... <https://www.google.co.in/maps/dir/19.0770845,72.8332188/Santacruz+Station/@19.08065...>

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

