



Date: 29/05/2019

To,

Listing Compliance
BSE Ltd.
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Respected Sir/ Madam,

Ref: Scrip Code: 511557; Scrip Name: PROFINC
Sub: Outcome of the Board Meeting held today, i.e. on 29th May, 2019

Pursuant to Regulation 30 & 33 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. 29th May, 2019, considered and approved the Standalone and Consolidated Audited Financial Results for the Quarter and Year ended 31st March, 2019 and has noted the Auditors Report of the Auditors thereon.

The Directors have recommended a dividend of Rs. 0.10 per share (1%) on the equity shares subject to tax and approval of members in the ensuing AGM.

Kindly take the same on record.

Thanking You,

For PRO FIN CAPITAL SERVICES LTD


Anupam N. Gupta
Managing Director
DIN: 02294687





May 29, 2019

To,

Listing Compliances
BSE Ltd.,
P.J. Towers,
Fort,
Mumbai- 400 001

Scrip Code: 511557

Scrip Name: PROFINC:

Subject: Declaration in respect of Auditor's Report with un-modified opinion for the Audited Financial Results for the quarter and year ended March 31, 2019.

Dear Sir,

With reference to the Audited Financial Results of the Company for the quarter and year ended March 31, 2019 we hereby declare that the Statutory Auditor of the Company Mukesh Harjani, Chartered Accountants (M. No. 041899) have expressed an unmodified opinion in its report on Audited Financial Results of the Company for the Quarter and year ended March 31, 2019

Kindly take the above on record.

For PRO FIN CAPITAL SERVICES LTD


Anupam N. Gupta
Managing Director
DIN: 02294687



PRO FIN CAPITAL SERVICES LIMITED								
Regd. Office: 503, Western Edge II, Western Express Highway, Borivali (East), Mumbai - 400 068								
CIN L51909MH1991PLC250695			Website : www.profincapital.com		Email ID : profin.capital1@gmail.com			
Statement of Standalone/Consolidated audited Results for the Year Ended 31/03/2019								
							(Rs. in Lacs)	
Sl.No.	Particulars	31-03-2019	Quarter Ended 31-03-2018	9 months ended 31/12/2018	Standalone 31-03-2019	Year Ended 31-03-2018	Consolidated 31-03-2018	Consolidated 31-03-2019
	(Refer Notes Below)	(Unaudited)/ (Audited)	(Unaudited)/ (Audited)	(Unaudited)/ (Audited)	Audited	Audited	Audited	Audited
1	Income from Operations							
	(a) Net Sales / Income from operations	1966.09	722.02	2673.02	4639.11	2024.25	2113.06	4639.11
	(b) Other Operating Income	449.30	495.71	1080.70	1530.00	1105.00	1108.48	1530.00
2	Total Income from Operations (net)	2415.39	1217.73	3753.72	6169.11	3129.25	3221.54	6169.12
	Expenses							
	a) Cost of Materials consumed	0.00	0.00	0.00	0.00	0.00	0.00	
	b) Purchase of stock-in-trade	2585.90	1128.84	3340.55	5926.45	2671.00	2749.00	5826.45
	c) Changes in inventories of finished goods	-307.30	0.00	1.25	-306.05	0.00	0.00	-306.05
	d) Employee benefits expense	19.84	23.27	36.21	56.05	47.75	54.69	58.09
	e) Finance Costs	27.93	33.29	15.16	43.09	45.24	45.57	43.09
	f) Depreciation and amortisation expense	10.85	4.84	14.84	25.69	19.28	19.31	25.73
	g) Other expenses(any item exceeding 10% of the total expenditure to be shown)	57.28	39.90	92.76	150.04	124.56	130.29	148.60
	Total expense	2394.50	1229.94	3500.77	5895.27	2907.81	2998.86	5895.91
3	Profit / (Loss) from operations before tax	20.89	-12.21	252.95	273.84	221.44	222.68	273.21
4	Other Income	25.70	0.00	0.07	25.77	1.39	1.39	25.79
5	Profit / (Loss) before tax	46.59	-12.21	253.02	299.61	222.83	224.07	298.99
6	Tax Expenses							
	Current Tax	12.49	-47.04	70.89	83.38	61.33	61.65	83.37
7	Net Profit / (Loss) for the period from continuing Operations	34.10	34.83	182.13	216.23	161.50	162.42	215.62
8	Profit/ (Loss) from discontinuing operations	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Tax Expenses of discontinuing operations	0.00	0.00	0.00	0.00	0.00	0.00	0.00
9	Net Profit (+) / Loss (-) for the period (11-12)	34.10	34.83	182.13	216.23	161.50	162.42	215.62
10	Transfer & Appropriations	90.85	61.15	0.00	90.85	61.22	61.40	90.85
11	Share of Profit / (loss) of associates *	0.00	0.00	0.00	0.00	0.00	0.00	0.00
12	Minority Interest*	0.00	0.00	0.00	0.00	0.00	0.39	-0.29
	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15) *	-56.75	-26.32	182.13	125.38	100.28	100.83	125.06
13	Paid-up equity share capital (Face Value of the Share shall be indicated/be annualized)	706.69	706.69	706.69	706.69	706.69	706.69	706.69
14	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year annualized)	2022.67	1854.00	1911.85	2022.67	1854.02	1944.30	2112.61
15	Earnings Per Share (before extraordinary items) (of '___/- each) (not annualised):							
	(a) Basic	-0.80	-0.37	2.58	1.77	1.42	1.42	1.77
	(b) Diluted	-0.80	-0.37	2.58	1.77	1.42	1.42	1.77
16	19. Earnings Per Share (after extraordinary items) (of ' 10/- each) (not annualised):							
	(a) Basic	-0.80	-0.37	2.58	1.77	1.42	1.42	1.77
	(b) Diluted	-0.80	-0.37	2.58	1.77	1.42	1.42	1.77

[illegible]



**MUKESH HARJANI
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INDEPENDENT AUDITORS' REPORT

TO,

THE MEMBERS OF PRO FIN CAPITAL SERVICES LTD

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **PRO FIN CAPITAL SERVICES LTD** ("the Company"), which comprise the Balance Sheet as at 31/03/2019, the Statement of Profit and Loss, the cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers



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internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31/03/2019, and its **Profit and its cash flows** for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Companies Act, 2013. We give in the Annexure A statements on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.

As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the **cash flow statement** dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31/03/2019 taken on record by the Board of Directors, none of the directors is disqualified as 31/03/2019 from being appointed as a director in terms of Section 164 (2) of the Act.



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- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Date : 29/05/2019
Place : Mumbai

FOR HARJANI & ASSOCIATES
(Chartered Accountants)
Reg No. :00041899

MUKESH HARJANI
Proprietor
M.No. : 041899

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"Annexure B" to the Independent Auditor's Report of even date on the Standalone Financial Statements of PRO FIN CAPITAL SERVICES LTD Company limited

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

We have audited the internal financial controls over financial reporting of PRO FIN CAPITAL SERVICES LTD Company Limited ("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 control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on



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Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and operating effectiveness of internal control based on the assessed risk. The procedures selected depend upon on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting



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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 issues by the Institute of Chartered Accountants of India.

Date : 29/05/2019
Place : Mumbai

FOR HARJANI & ASSOCIATES
(Chartered Accountants)
Reg No. :00041899

MUKESH HARJANI
Proprietor
M.No. : 041899



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INDEPENDENT AUDITORS' REPORT

TO,

THE MEMBERS OF PRO FIN CAPITAL SERVICES LTD

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of **PRO FIN CAPITAL SERVICES LTD** ("the Company"), which comprise the Balance Sheet as at **31/03/2019**, the Statement of Profit and Loss, the **cash flow statement** for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers



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internal financial control relevant to the Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the consolidated financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31/03/2019, and its Profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Companies Act, 2013. We give in the Annexure A statements on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.

As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the cash flow statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31/03/2019 taken on record by the Board of Directors, none of the directors is disqualified as 31/03/2019 from being appointed as a director in terms of Section 164 (2) of the Act.