



ISS Enterprise Limited

Corporate Office: 6th Floor, 601, "Dakshana", Next to Raigad Bhavan, Sector-11,
CBD- Belapur, Navi Mumbai-400 614, Tel: (022) 61829500, Fax: (022)
61829547, Internet URL: [http:// www.isesec.com](http://www.isesec.com), Investor Grievance e-mail:
ig@iseindia.com
GST:27AAACI6011L1ZO

BOARD OF DIRECTORS

Mr. M.S.Raghavan, Chairman
Mr. Ashok Anopchand Lunia, Director
Mr. S.Gnanavel, Director
Mr. Manubhai K. Parekh, Director
Mr. Peter Markose, Director
Mr. Sanjay Sakariya, Director
Mr. Shrichand Pareek, Director
Mr. K.Sundaram, Director
Mr. S.Swaminathan, Director
Mr. Thomas Mathew, Director

SECRETARIAL AND LEGAL

Ms. Kanchan Surve, Asst.Manager – Secretarial, Legal & Compliance

STATUTORY AUDITORS

M/s. Chhajed Kedia & Associates, Chartered Accountants

BANKERS

HDFC Bank Limited
ICICI Bank Limited
Axis Bank Limited
IDBI Bank Limited
State Bank of India
Bank of Baroda
Citibank N.A.
South Indian Bank Limited

REGISTERED OFFICE

International Infotech Park,
5th Floor, Tower No.7
Vashi, Navi Mumbai – 400703

CORPORATE & CORRESPONDENCE OFFICE

6th Floor, 601, "Dakshna",
Next to Raigad Bhavan
Sector – 11, CBD Belapur,
Navi Mumbai - 400614

ISS Enterprise Limited

DIRECTORS' REPORT 2020-21

Dear Members,

The Directors are pleased to present the Twenty-Second Annual Report and the Company's audited financial statements for the Financial Year ended March 31, 2021.

1. Financial Performance:

The Company earned a total income of ₹ 789.81 lakhs during the year, compared to ₹ 778.28 lakhs during the previous year. Expenditure before depreciation, interest and tax during the year under review stood at ₹ 566.13 lakhs, compared to ₹ 609.46 lakhs during the preceding year. The Profit before exceptional item and tax for the year stood at Rs.139.43 lakhs as against Rs.32.83 lakhs for the corresponding period. During the year the company booked a one-time profit of Rs.288.71 lakhs by way of sale of shares of BSE Ltd. The Profit after Tax for the current year is (including one-time profit) Rs.395.83 lakhs as compared to Rs.5.17 lakhs.

The Comparative Statement of the Financials of the Company for the last Five Years:

PERFORMANCE AT A GLANCE					
(All figures Rs.in ₹ lakh)		Financial Performance **			
	20-21	19-20	18-19	17-18	16-17
Income					
Net Operational Income	307.43	287.74	346.32	449.82	327.83
Interest	296.13	323.64	358.08	348.85	262.16
Networking Recoveries	21.77	26.00	27.54	27.43	25.43
Annual Fees	9.65	9.75	11.70	12.40	12.55
Exceptional Items	288.71	0.00	0.00	0.00	0.00
Depository Business Income	121.87	87.07	83.23	98.58	91.31
Other Income	33.56	44.08	96.36	44.02	57.68
Total Income	1078.51	778.28	923.23	981.10	776.96
Expenditure					
Administration and Others Expenses	362.93	369.33	342.02	328.80	314.60
Employee Cost	203.20	240.13	271.78	265.61	321.87
Finance Cost	65.32	118.36	140.92	111.80	0.00
Depreciation / Amortization	18.92	17.63	5.62	3.90	5.88
Total Expenditure	650.37	745.45	760.34	710.11	642.35
Profit / (Loss) before Taxation	428.14	32.83	162.89	271.00	134.61
Excess(Short) Provisions of Taxes of earlier years	0.00	0.00	14.10	0.00	6.02
Provision for : Current Tax	(36.80)	0.00	(36.07)	(56.00)	(49.75)
Deferred Tax Expenses / Savings	4.49	(10.13)	(6.84)	(16.00)	8.34
Net Profit / (Loss) after Taxation	395.83	5.17	134.08	199.01	99.22

Note: ** Previous year amount have been re-grouped / re-classified and recast wherever necessary to confirm to current year's classifications.

2. Share Capital:

The paid up capital of the Company as at 31st March 2021 stood at Rs. 550 lakhs. There was no allotment of equity shares during the year under review.

3. Dividend:

The Board has decided not to declare any dividend for the financial year 2020-21 in view of certain developments, the need to undertake technology upgradation and other activities.

4. Reserves:

The Board of Directors has decided not to transfer any amount to General Reserves.

5. Brief Description of the Company's Working During The Year/State Of Company's Affairs:

OPERATIONAL HIGHLIGHTS

The company continues to be dependent on interest income as a major source of revenue. With interest rates declining, the overall income and profitability of the company continues to suffer. The Directors are of the view that investment in upgrading the technology, rationalization of operations, leveraging on group strengths, thrust on customer acquisitions and other corporate restructuring will only help the company maintain its competitiveness and improve the financial performance in the periods to come.

6. Change in the nature of business:

There was no change in the Business during the F.Y.2020-21.

The ISS Enterprise Limited (Erstwhile: ISE Securities & Services Ltd.) shall continue to provide Trading and DP facility as a Corporate Broker to the investors without any interruption. Your company does not trade on its own account i.e. Proprietary Trading. At the same time, it has not yet started soliciting direct clients for trading. Any person or entity can directly become Authorized Person, without requiring them to acquire membership of any Stock Exchange.

7. Technology And Systems :

Your company proposes to undertake a digital transformation project in terms of conduct of business and storage of data to give superior business experience to its Authorised Persons and clientele. As a part of this, the company is currently working on introducing eKYC replacing the traditional physical forms to open new accounts. The other key actions will be pursued once the situation improve post Covid-19.

8. Holding, Subsidiary, Associate and Joint Venture Companies:

The Company is wholly own subsidiary Company of Inter-Connected Enterprises Limited. The Company is neither having Joint Venture nor Associate Companies as on 31st March 2021.

9. Statutory Auditors

At 21st Annual General Meeting of the Company held on 19th November 2020, the Statutory Auditors M/s Chhajer Kedia & Associates, were appointed to hold office till the conclusion of the 25th Annual General Meeting and accordingly, they are entitled to hold the office till the conclusion of Twenty-fifth Annual General meeting of the company. . In view of the forgoing, the Board of Directors were authorized to fix the remuneration for the Auditors in consultation with the Auditors.

10. Auditors' Report:

Since there are no adverse comments, the explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the auditor are not applicable

11. Directors:

The Board of Directors as on the date of this Report consists of:

Sr. No.	Name of the Director	Status	Date of Appointment
1.	Mr. M.S.Raghavan	Chairman	February 17, 2021
2.	Mr. Ashok Anopchand Lunia	Director	August 10, 2016
3.	Mr. S.Gnanavel	Director	February 17, 2021
4.	Mr. Manubhai K. Parekh	Director	October 21, 2008
5.	Mr. Peter Markose	Director	August 10, 2016
6.	Mr. Sanjay Sakariya	Director	August 10, 2016
7.	Mr. Shrichand Pareek	Director	August 10, 2016
8.	Mr. K.Sundaram	Director	February 17, 2021
9.	Mr. S.Swaminathan	Director	February 17, 2021
10.	Mr. Thomas Mathew	Director	February 17, 2021

This year, the status of Directors liable to retire by rotation is as follows:

In line with the decision taken in the Board meeting held on 31st July 2021 the following Directors will retire by rotation :

- (a) Mr. Shrichand Pareek
- (b) Mr. Manubhai Pareek

The above retiring Directors, being eligible, are offering themselves for re-election at the ensuing Annual General Meeting. Mr. Sanjay Sakaria, the retiring Director is not seeking re-election.

During the period April 01, 2020 to March 31, 2021, the following Board Meetings were held:

Board Meeting No.	Date
144	July 16, 2020
145	November 03, 2020
146	December 07, 2020
147	February 17, 2021

12. Details of Attendance of the Directors in the Board Meetings:

During the period April 01, 2020 to March 31, 2021, the Board of Directors met 4 times. The attendance record of the Directors at each Board Meeting, and at the last Annual General Meeting held on November 19, 2020 is given below:

Sr. No.	Name of Director and Status	No. of Board Meetings held during their tenure	No. of Board Meetings attended	Status at 21st AGM
1	Mr. M.S.Raghavan (Appointed on 17.02.2021 as Additional Director in 147 th B.M)	1	1	Not Applicable
2	Mr. S.Gnanavel (Appointed on 17.02.2021 as Additional Director in 147 th B.M)	1	1	Not Applicable
3	Mr. K.Sundaram (Appointed on 17.02.2021 as Additional Director in 147 th B.M)	1	1	Not Applicable
4	Mr. S.Swaminathan (Appointed on 17.02.2021 as Additional Director in 147 th B.M)	1	1	Not Applicable
5	Mr. Thomas Mathew (Appointed on 17.02.2021 as Additional Director in 147 th B.M)	1	1	Not Applicable
6	Mr. Manubhai K. Parekh	4	2	Present through video conference from Mumbai
7	Mr. Ashok Anopchand Lunia	4	4	Chairman, Present at the venue of the meeting
8	Mr. Peter Markose	4	4	Present through video conference from Kochi
9	Mr. Sanjay Sakariya	4	4	Present through video conference from Bangalore
10	Mr. Shrichand Pareek	4	4	Present through video conference from Guwahati

The Company has complied with the applicable Secretarial Standards, viz., SS-1 and SS-2, as issued by the Institute of Company Secretaries of India, from time to time.

13. General Body Meetings:

Location and dates of the last three Annual General Meetings (AGMs):

The last three Annual General Meetings i.e., 19th, 20th and 21st Meetings of the Company were held on the following dates

19 th AGM	September 18, 2018 (At Hotel Abbott, Vashi, Navi Mumbai)
20 th AGM	September 12, 2019 (At the Corporate Office of the Company)
21 st AGM	November 19, 2020 (At the Corporate Office of the Company)

14. Audit Committee:

As per the provisions contained under the Companies Act 2013, to be read with Companies (Meetings of Board its powers) Rules 2014, provisions relating to constitution of Audit committee are not applicable to the company. However as a good Corporate Governance measure, the company has constituted an Audit Committee to examine and approve the Accounts.

15. Managerial Remuneration:

None of the Board members are drawing any Remuneration from the Company, except sitting fees for attending the Board meetings.

16. Risk management policy:

The Company has implemented Risk Management policy and there is no threat with regard to Existence of the Company, as company has set up internal control systems commensurate with the size and nature of business. These systems ensure optimum use of resources and compliance with multiple regulatory authorities. The Company is also being guided by the internal auditors in constantly upgrading the control procedures and systems. The Internal Auditors review the adequacy of the internal control procedures. The company is guided by the Board and Board reviews the adequacy of the internal control procedures.

17. Directors' Responsibility Statement:

Pursuant to Section 134 of the Companies Act, 2013, the Directors State that:

- (a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (b) Appropriate accounting policies have been selected and applied consistently and have 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 March 31, 2021, and of the profit and loss of the company for the year ended March 31, 2021;
- (c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the companies act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The annual accounts have been prepared on a going concern basis;
- (e) Proper internal financial controls related to Financial Statements were followed by the company and such internal financial controls are adequate and were operating effectively;
- (f) Proper Systems are devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. Adequacy Of Internal Financial Control:

Within the meaning of the explanation to Section 134(5) (e) of the Companies Act, 2013, for the year ended March 31, 2021, the Board is of the opinion that the Company has sound IFC commensurate with the nature and size of its business operations and operating effectively and no material weakness exists. The Company has a process in place to continuously monitor the same and identify gaps, if any, and implement new and/or improved controls wherever the effect of such gaps would have a material effect on the company's operations.

19. Disclosures of Particulars of Contracts/Arrangements with Related Parties:

All transactions entered into with the related party i.e. holding company Inter-Connected Enterprises Limited with regard to payment of interest @ 11.50% p.a. on loan amounting to ₹ 430 lakhs for working capital requirement is at arm's length. The original amount of loan borrowed was ₹ 700 lakhs vide Board approval dated June 16, 2017. During the F.Y. 2018-2019 loan amount of ₹ 270 lakhs has been repaid to holding company vide Board approval dated November 15, 2018. The same has been disclosed in the Directors' Report pertaining to that year. The form AOC-2, pursuant to Section 134 (3) (h) of the Companies Act, 2013, read with rule 8(2) of the Companies (Accounts) Rules, 2014 is set out as **Annexure B**.

20. Particulars of loans, guarantees or investments:

The Company has duly complied with the provisions of Section 186 of the Companies Act, 2013, with respect to the investments made by the Company

The Company has not granted any loans, given guarantees or extended any security during the financial year.

21. Other Disclosure Requirements:

Other disclosures required to be made in this report pursuant to provisions contained in section 134, of the Companies act 2013, have not been made as same are not applicable to the company.

22. Annual Return

The annual return for the year 2021 shall be available on upon holding of the ensuing Annual General Meeting, since, in terms of section 92(1) read with Rule 11(1) of the Companies (Management and Administration) Rules, 2014, the annual return in Form No. MGT-7 can be prepared only after the said Annual General Meeting.

23. Deposits:

The Company has not accepted any deposits from the public, during the year under review.

24. Particulars of Monies accepted from Director of the Company:

The Company has not accepted monies from Directors of the Company during the financial year 2020-21.

25. Extract of Annual Return:

The extract of annual return as provided under section 92(3) of the Act, in the prescribed form MGT-9 is attached as "**Annexure A**" to this Report.

26. Material orders:

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

27. Conservation of Energy, Technology Absorption & Foreign Exchange Earnings outgo:

A. Details of Conservation of Energy: NIL

- (i) Steps taken or impact on conservation of energy
- (ii) Steps taken by the company for utilizing alternate sources of energy
- (iii) Capital investment on energy conservation equipment

B. Technology Absorption:

- (i) Efforts made towards technology absorption: NIL
- (ii) Benefits derived like as a result of the above efforts: NIL
- (iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year): NIL
 - (a) Details of technology imported: NIL
 - (b) Year of import: NIL
 - (c) Whether the technology been fully absorbed: NIL
 - (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: NIL
- (iv) Expenditure incurred on Research and Development:
The Company has not any incurred any cost towards undertaking R&D Activity during the period under review.

C. Foreign Exchange Earnings and Outgo: NIL

Foreign Exchange earned in terms of actual inflows during the year: Nil
Foreign Exchange outgo during the year in terms of actual outflows: Nil

28. Fraud reported by Auditor:

The Auditor has not reported any fraud under Section 143(12).

29. Corporate Social Responsibility:

Corporate Social Responsibility is not applicable to the Company for the financial year 2019-20.

30. Maintenance of cost records and applicability of Cost Audit:

The Company is not required to maintain cost records as provided under sub-section (1) of Section 148 of the Companies Act, 2013. Hence, the provisions of Cost Audit are not applicable to the Company.

31. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has in place, an Anti Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2020-21.

No. of Complaints received: NIL
No. of Complaints disposed off : NIL

32. Events subsequent to the date of financial statements:

There were no material changes or commitments affecting the financial position of the Company, which have occurred between the end of the financial year of the Company, to which the financial statements relate, and the date of this report.

33. Acknowledgements

We would like to place on record our deep appreciation to our Shareholders, Customers, and Business Partners, Vendors, Bankers, and Regulatory authorities. Finally, we appreciate and value the contributions made by all our employees making ISS Enterprise Ltd what it is.

**By the order of the Board
For ISS Enterprise Limited**

**M.S.Raghavan
Chairman
DIN 05236790**

**Place: Chennai
Date: 31st July 2021**

ANNEXURE A
EXTRACT OF ANNUAL RETURN

As on the financial year ended 31.03.2021
[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

FORM NO. MGT – 9

I. REGISTRATION AND OTHER DETAILS

i.	CIN	U67100MH2000PLC123707
ii.	Registration Date	January 18, 2000 (Original Date of Incorporation.) January 30, 2018 (as per new Certificate of Incorporation pursuant to change in name of the company).
iii.	Name of the Company	ISS Enterprise Limited (Erstwhile: ISE Securities & Services Limited).
iv.	Category / Sub-Category of the Company	Public Limited Company (Limited by Shares).
v.	Address of the Registered office and contact details	International Infotech Park, Tower No.7, 5 th Floor, Sector-30, Vashi Navi Mumbai—400703. Contact No. 022-27812056. Email ID: helpdesk@iseindia.com Website: www.isecsec.com.
vi.	Whether listed company	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited. 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai-400059. Contact Number: 022-62638200.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company: -

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Stock Broking, Equity, Equity Derivatives, Currency Derivatives.	9971	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SR No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1.	Inter-Connected Enterprises Limited.	U74999MH2005PLC157556	Holding Company	100%	Section 2(87) of the Companies Act 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/HUF	--	10	10	0.01	--	10	10	0.01		
b) Central Govt. or State Govt.										
c) Bodies Corporate	54,99,990	--	54,99,990	99.99	54,99,990	--	54,99,990	99.99	NIL	NIL
d) Bank/FI										
e) Any other										
SUB TOTAL:(A) (1)	54,99,990	10	55,00,000	100	54,99,990	10	55,00,000	100	NIL	NIL
(2) Foreign										
a) NRI- Individuals										
b) Other Individuals										
c) Bodies Corp.										
d) Banks/FI										
e) Any other...										
SUB TOTAL (A) (2)										
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	54,99,990	10	55,00,000	100%	54,99,990	10	55,00,000	100%	NIL	NIL
B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds										
b) Banks/FI										
c) Central govt										
d) State Govt.										
e) Venture Capital Fund										
f) Insurance Companies										
g) FIIS										
h) Foreign Venture Capital Funds										
i) Others (specify)										
SUB TOTAL (B)(1):										
(2) Non Institutions										

a) Bodies corporate											
i) Indian											
ii) Overseas											
b) Individuals											
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs											
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs											
c) Others (specify)											
SUB TOTAL (B)(2):											
Total Public Shareholding (B)= (B)(1)+(B)(2)											
C. Shares held by Custodian for GDRs & ADRs											
Grand Total (A+B+C)	54,99,990	10	55,00,000	100%	54,99,990	10	55,00,000	100%	NIL	NIL	

ii) Shareholding of Promoters –

SR No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Inter Connected Enterprises Ltd. (Erstwhile: Inter Connected Stock Exchange of India Limited.)	54,99,990	99.9999%	NIL	54,99,990	99.9999%	NIL	NIL
2	Mr. Ashok Anopchand Lunia*	3	0.00005%	NIL	3	0.00005%	NIL	NIL
3	Mr. Peter Markose*	3	0.00005%	NIL	3	0.00005%	NIL	NIL
4	Mr. Sivaraman K.M.*	1	-	NIL	1	-	NIL	NIL
5	Mr. Sanjay	1	-	NIL	1	-	NIL	NIL

	Sakariya*							
6	Mr. Shrichand Pareek*	1	-	NIL	1	-	NIL	NIL
7	Mr. Rajeeb Ranjan Kumar*	1	-	NIL	1	-	NIL	NIL
	Total	55,00,000	100		55,00,000	100		

* Nominee of Inter-Connected Enterprises Limited

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

SR. No.		Shareholding at the beginning of the Year		Cumulative Share holding 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				
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year	NO CHANGE DURING THE YEAR			

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs) - **Not applicable**

SR. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	At the beginning of the year				
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year (or on the date of separation, if separated during the year)				

v) Shareholding of Directors and Key Managerial Personnel - **NIL**

SR. No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year				
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year				

V. INDEBTEDNESS:

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

(Rs. in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount		430. 00	--	430. 00
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)		430. 00		430. 00
Change in Indebtedness during the financial year				
Addition	--	--	--	--
Reduction		--	--	--
Net Change		--	--	--
Indebtedness at the end of the financial year				
i) Principal Amount	--	430. 00	--	430. 00
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	430. 00		430. 00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

B. Remuneration to other Directors: Not Applicable

1. Independent Directors

Particulars of Remuneration	Name of Director					Amount (Rs. in lacs)
	M.S.Raghavan					---
	S.Gnanavel					---
	Manubhai Pareek					0.20
Fee for attending Board/Committee Meetings						
-Commission						
- Others, please Specify						
Total (B)(1)						0.20

2. Other Non Executive Directors

Particulars of Remuneration	Name of Director		Total Amount ₹ in lacs
Fee for attending Board Meetings	Mr. Ashok Lunia		0.40
	Mr. Peter Markose		0.40
	Mr. Sanjay Sakaria		0.40
	Mr. Shrichand Pareek		0.40
	Mr. K.Sundaram		0.10
	Mr. S.Swaminathan		0.10
	Mr. Thomas Mathew		0.10
	Total(B) (2)		1.90
-Commission			NIL
- Others, please Specify			NIL
Total (B)(2)			1.90
Total (B)= (B)(1)+ (B)(2)			2.10

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

C.	REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / MANAGER /WTD					
Sr. No.	Particulars of Remuneration	Key Managerial Personnel				Total
1	Gross Salary	CEO	Company Secretary	CFO	Total	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.					
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission as % of profit					

5	others, specify					
	Total					

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					

**By the order of the Board
For ISS Enterprise Limited
(Signed as per Board resolution passed on July 31, 2021)**

**M.S.Raghavan
Chairman
DIN: 05236790**

**Place: Chennai
Date: 31ST July 2021**

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any
- (e) Justification for entering into such contracts or arrangements or transactions
- (f) Date of approval by the Board
- (g) Amount paid as advances, if any:
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

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

(a) Name(s) of the related party and nature of relationship: **Inter –Connected Enterprises Limited (Erstwhile: Inter-connected Stock Exchange of India Limited) Holding Company.**

(b) Nature of contracts/arrangements/transactions: **Payment of interest @ 11.50% P.A. on loan of ₹ 430 lakhs remaining outstanding out of original loan amount of ₹ 700.00 lakhs, which was obtained for working capital requirement in the F.Y. 2017-2018.**

(c) Duration of the contracts / arrangements/transactions: **No specific duration. The loan can be repaid in part or in full at any point of time with the consent of both lender and borrower.**

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

₹ 430 lakhs (₹ Four Crores Thirty Lakhs only) at the Interest @ 11.50% P.A.

(e) Date(s) of approval by the Board, if any: **June 16, 2017.**

(f) Amount paid as advances, if any: **N.A.**

**By the order of the Board
For ISS Enterprise Limited**

**M.S.Raghavan
Chairman
DIN: 05236790**

**Place: Chennai
Date: 31st July 2021**