



**Parsharti  
Investment Limited**

**28th ANNUAL REPORT 2019 - 2020**

# PARSHARTI INVESTMENT LIMITED

## BOARD OF DIRECTORS

Shri Devendra Kumar Goyal	Director
Shri Rameshwar Dayal Goyal	Wholetime Director
Shri Jitendra K. Panchal	Wholetime Director & CFO
Shri Amilesh Rai	Independent Director (Till 7.08. 2019)
Shri S Padmanabhan	Independent Director
Smt. Saroj Narasimhan	Independent Director
Shri D.K. Shah	Additional Director (w.e.f 30.10.2019)

## COMPANY SECRETARY & COMPLIANCE OFFICER

**Mohd Shakeel Kayamkhani** (From 15<sup>th</sup> February, 2020)

## AUDITORS

### **M/S. B.K.G. & Associates**

Chartered Accountants  
Mumbai

## BANKERS

Bombay Mercantile Co-Operative Bank Ltd.  
IDFC First Bank Ltd.

## REGISTERED OFFICE

3, National House, 1<sup>st</sup> Floor,  
27, Raghunath Dadaji Street,  
Fort, Mumbai – 400 001.  
Tel. No. : 022 - 2262 2675 / 2267 9029  
Fax No. : 022 - 4974 2005  
www.parshartiinvestment.com

## REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Private Limited  
C101, 247 Park, L.B.S.Marg  
Vikhroli (West), Mumbai- 400083  
Tel No : 022 - 4918 6270  
Fax No : 022 - 4918 6060

## CONTENTS

Notice	1 - 12
Directors' Report	13 - 28
Independent Auditors' Report	29 - 36
Balance Sheet	37
Statement of Profit & Loss	38
Cash Flow Statement	39
Statement of Change in Equity	40
Notes to Financial Statement	41 - 60

## **NOTICE OF ANNUAL GENERAL MEETING**

NOTICE is hereby given that the Twenty Eighth Annual General Meeting of the Parsharti Investment Limited will be held on Friday 7th August, 2020 at 3.30 pm (IST) through Video Conference (“VC”) / Other Audio Visual Means (“OAVM”) (“hereinafter referred to as “electronic mode”) to transact the following business:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2020 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri. Devendra Kumar Goyal (DIN: 00180212), who retires by rotation and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS**

3. **Appointment of Mr. D. K. Shah (DIN: 08584880) as an Independent director**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. D. K. Shah (DIN: 08584880), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act signifying his intention to propose Mr. D. K. Shah as a candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 30<sup>th</sup> October, 2019 upto 29<sup>th</sup> October, 2024.

4. **Re-appointment of Mr. S. Padmanabhan (DIN: 06971886) as an Independent Director**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘Act’), the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), as amended from time to time, Mr. S. Padmanabhan (DIN: 06971886), who was appointed as an Independent Director at the 23<sup>rd</sup> Annual General Meeting and who holds office up to 27<sup>th</sup> September, 2020, and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, based on the recommendations of the Nomination and Remuneration Committee, for a second term of four consecutive years commencing from 28<sup>th</sup> September, 2020 up to 27<sup>th</sup> September, 2024 not liable to retire by rotation.”

**5. Alteration of Main Object Clause of the Memorandum of Association of the Company:**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and rules made there under, including any modification or re-enactment thereof, and subject to the approval of the Registrar of Companies, Maharashtra, Mumbai (“ROC”) and/or of any other statutory or regulatory authorities, as may be necessary, consent of the members of the Company be and is hereby accorded for effecting the following alterations in the Clause III (Main Objects Clause) of the Memorandum of Association of the Company by insertion of certain clauses and re-numbering of clauses respectively in the following manner:-

- (i) The existing heading of Clause III (A) be substituted by the new heading titled as “THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION”.
- (ii) Further, Clause III (A) of the MOA be altered by insertion of following sub-clause(s) 2 after sub-clause 1:

To act as advisers and/or consultants on all matters relating to finance, investment, administration, management system of accounts, internal audit control system, taxation, secretarial work, project reporting and planning, financing from financial institutions and bankers, marketing distributing and to analyse, collect, examine, consider to formulate report and recommend on the means and/or methods for extending and /or developing and/or promoting and managing any type of commerce business or industry methods, techniques and procedures and to render above services to anyone.

**“RESOLVED FURTHER THAT** any of the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**6. Adoption of Object clause of Memorandum of Association as per provisions of Companies Act, 2013**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, consent of the members be and is hereby accorded for alteration in the Memorandum of Association of the Company, by merging appropriate and relevant objects of the Memorandum of Association, mentioned under Clause III (C) – ‘Other Objects’ with Clause III (B) – ‘The Objects Incidental or Ancillary to the attainment of the Main Objects’ and consequently changing the object numbering as may be appropriate.

**RESOLVED FURTHER THAT** in accordance with the Table A of the Schedule I of the Act, the Clause III (B) of the Memorandum of Association of the Company, be renamed as under:

“Clause III (B) – MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) are:”

**RESOLVED FURTHER THAT** the existing Clause III (C) titled “Other objects” of the Memorandum of Association of the Company be and is hereby deleted in its entirety.

**RESOLVED FURTHER THAT** the existing sub-clause 57 as appeared in the existing Clause III (C) titled “Other objects” of the Memorandum of Association of the Company be and is hereby deleted permanently.

**RESOLVED FURTHER THAT** any of the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

For & on behalf of the Board

Place : Mumbai  
Date: 22.06.2020

Mohd. Shakeel Kayamkhani  
Company Secretary & Compliance Officer

**Notes:-**

- 1) An explanatory Statement setting out details relating to the special business to be transacted at the Annual General meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto. The Board of Directors of the Company at its meeting held on 22<sup>nd</sup> June, 2020 considered that the special business under Item Nos. 3 to 6, being considered unavoidable, be transacted at the 28<sup>th</sup> AGM of the Company.
- 2) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its Circular No. 20 dated May 5, 2020 read with Circular No. 14 dated April 8, 2020 and Circular No. 17 dated April 13, 2020 (hereinafter collectively referred to as “MCA Circulars”) permitted the holding of Annual General Meeting through VC or OAVM without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual General Meeting of the Members of the Company is being held through VC/OAVM.
- 3) Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company, however, since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
- 4) Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution / Authorisation etc., authorising its representative to attend the Annual General Meeting through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer by email through their registered email address to narasimhan.b8@gmail.com with copies marked to the Company at investorPIL@rediffmail.com and to its RTA at instameet@linkintime.co.in
- 5) Registration of email ID and Bank Account details:  
In case the shareholder’s email ID is already registered with the Company/its Registrar & Share Transfer Agent “RTA”/Depositories, the log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/ Depositories and have not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

- (i) Kindly log in to the website of our RTA, Link Intime India Private Ltd., [www.linkintime.co.in](http://www.linkintime.co.in) under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR
- (ii) *In the case of Shares held in Demat mode:*

The shareholder may please contact the Depository Participant (“DP”) and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
- 6) The Notice of the Annual General Meeting along with the Annual Report for the financial year 2019-20 is being sent only by electronic mode to those Members whose email addresses are registered with the Company / Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated May 12, 2020. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2019-20 will also be available on the Company’s website [www.parshartiinvestment.com](http://www.parshartiinvestment.com) websites of the Stock Exchanges BSE Limited at [www.bseindia.com](http://www.bseindia.com) and website of RTA [www.linkintime.co.in](http://www.linkintime.co.in). Members can attend and participate in the Annual General Meeting through VC / OAVM facility only.
- 7) Members attending the meeting through VC / OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 8) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar and Share Transfer Agent.
- 9) Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM and explanatory statement on the date of AGM in electronic mode can send an email to [investorPIL@rediffmail.com](mailto:investorPIL@rediffmail.com)
- 10) Members of the Company holding shares either in physical form or in Dematerialised forms as on cut-off date i.e. 30<sup>th</sup> July, 2020 will be entitled to vote on the resolutions proposed in the Notice.
- 11) Members are requested to quote their Folio No. or DP ID/ Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
- 12) The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 31st July, 2020 to Friday, 7th August, 2020 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

Instructions for e-voting and joining the Annual General Meeting are as follows:

- 13) **INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:**
  - a. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Link Intime India Private Limited as the Agency to provide e-voting facility for voting through remote e-Voting, for participation in the 28<sup>th</sup> AGM through VC/OAVM Facility and e-Voting during the 28<sup>th</sup> AGM.
  - b. The Board of Directors of the Company has appointed Mr. B. Narasimhan proprietor of M/s BN & Associates, Company Secretaries as the Scrutinizer, to scrutinize the e-voting



and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

- c. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 30th July 2020.

**Instruction for Shareholders/ Members for e-voting Facility:**

The voting period begins on Tuesday, 4th August, 2020 at 09.00 a.m. (IST) and ends on Thursday, 06th August, 2020 at 5.00 p.m. (IST). The E-Voting module shall be disabled by Link Intime India Private Limited for voting thereafter. 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, i.e. 30<sup>th</sup> July, 2020 only shall be entitled to cast their vote either through remote e-voting or through E voting at the AGM.

❖ **Log-in to e-Voting website of Link Intime India Private Limited (LIPL)**

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on “Login” tab, available under ‘Shareholders’ section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.
4. Your User ID details are given below:
  - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
  - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
  - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

<b>For Shareholders holding shares in Demat Form or Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> <li>● Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.</li> </ul>
DOB / DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number (Last Four Digits) as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> <li>● Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (4-c).</li> </ul>

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

**If Shareholders holding shares in Demat Form or Physical Form have forgotten password:**

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address; Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

**NOTE:** The password is to be used by demat shareholders for voting on the resolutions placed by the company, in which they are a shareholder and eligible to vote.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

❖ **Cast your vote electronically**

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View “Event No” of the company, you choose to vote.
7. On the voting page, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’. You may also choose the option ‘Abstain’ and the shares held will not be counted under ‘Favour/Against’.

8. If you wish to view the entire Resolution details, click on the ‘View Resolutions’ File Link.
9. After selecting the appropriate option i.e. Favor/Against as desired and you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “YES”, else to change your vote, click on “NO” and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on “Print” option on the Voting page.

❖ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’.

They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.



- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions (“FAQs”) and Instavote e-Voting manual available at <https://instavote.linkintime.co.in> under Help section or write an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or Call us :- Tel : 022 - 49186000.
- Any person, who acquires shares of the Company and become member of the Company after sending the Notice of AGM through electronic mode and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at [helpdesk.enotices@linkintime.co.in](mailto:helpdesk.enotices@linkintime.co.in)
- The Scrutinizer shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer’s report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.
- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.parshartiinvestment.com](http://www.parshartiinvestment.com) after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be forwarded to the BSE Limited and the service provider Linkintime India Limited.

**Instructions for Shareholders/Members to Attend the Annual General Meeting through InstaMeet:**

Instructions for Shareholders/Members to attend the Annual General Meeting through InstaMeet (VC/OAVM) are as under:

1. Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors, Scrutinizer etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 1000 members only.

Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

1. Open the internet browser and launch the URL for InstaMeet <<<https://instameet.linkintime.co.in>>> and register with your following details:
  - a. DP ID / Client ID or Beneficiary ID or Folio No.: Enter your 16 digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the Company
  - b. PAN: Enter your 10 digit Permanent Account Number (PAN)
  - c. Mobile No.
  - d. Email ID
2. Click “Go to Meeting”

Note:

Shareholders/ Members are encouraged to join the Meeting through Tablets / Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call us: - Tel : ( 022-49186175 )

**Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:**

Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/ folio number, PAN, email id, mobile number at [investorPIL@rediffmail.com](mailto:investorPIL@rediffmail.com) from July 27, 2020(9.00 am IST) to July 29, 2020(5.00 pm IST) . Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.

Note: Shareholders/ Members may use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

**Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”.
2. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call us: - Tel: (022-49186175)

## **ANNEXURE TO NOTICE**

### **Explanatory Statement under Section 102 of the Companies Act, 2013**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice

#### **Item No. 3**

The Board of Directors at its meeting held on 30<sup>th</sup> October, 2019 appointed Mr. D. K. Shah (DIN 08584880) as an Additional Director in terms of provisions of Section 161(1) of the Companies Act, 2013. However, according to Section 161(1) of the Companies Act, 2013 read with the Articles of Association (AOA) of the Company, Mr. D. K. Shah holds office only upto the date of forthcoming Annual General Meeting of the Company but is eligible for appointment as a Director of the Company. The Company has received a notice(s) in writing from member(s) under Section 160 of the Companies Act, 2013 proposing the candidature for the office of Independent Director of the Company.

The Board of Directors of the Company at their meeting held on 22<sup>nd</sup> June, 2020 based on the recommendations of the Nomination & Remuneration Committee, recommended for the approval of the Members by way of Ordinary resolution, the appointment of Mr D. K. Shah as an Independent Director of the Company, not liable to retire by rotation; in terms of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (including any statutory modification(s) or re-enactments(s) thereof for the time being in force), for a term of 5(five) consecutive years from 30<sup>th</sup> October, 2019 to 29<sup>th</sup> October, 2024.

The Company has received from Mr. D. K. Shah (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act (iii) Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16 and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('Listing Regulations') and (iv) Declaration that he has not been debarred from holding office of a Director by virtue of any Order passed by Securities and Exchange Board of India or any other such authority. The Company has received a notice(s) in writing from member(s) under Section 160 of the Companies Act, 2013 proposing the candidature for the office of Independent Director of the Company.

The Board of Directors state that the appointment of Mr. D. K. Shah would be in the interest of the Company and its Shareholders.

In the opinion of the Board, Mr. D. K. Shah fulfills the conditions specified in Sections 149, 152 and Schedule IV of the Companies Act, 2013, Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management of the Company.

Mr. D. K. Shah aged 64 years, a post Graduate, having expertise in accounts, finance and Investment Consultancy has around 40 years of experience.

Copy of draft letter of appointment of Independent Director setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company.

None of the Directors, key managerial personnel and/or their relative, except Mr. D. K. Shah is concerned or interested in the Resolution.

The Board recommends the Ordinary Resolution for approval by the Members.

**Item No. 4**

Re-appointment of Mr. S. Padmanabhan (DIN: 06971886) as an Independent Director for a second term four consecutive years, in terms of Section 149 of the Companies Act, 2013

Mr. S. Padmanabhan (DIN: 06971886) was appointed as a Director on the Board of the Company on 31<sup>st</sup> October, 2014. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mr. S. Padmanabhan was appointed as an Independent Director of the Company by the Shareholders of the Company at the at the 23<sup>rd</sup> Annual General Meeting held on 28th September, 2015 for a period of 5 years i.e. upto 27<sup>th</sup> September, 2020.

The Board on 22<sup>nd</sup>, June, 2020, based on the recommendations of the Nomination and Remuneration Committee, the performance evaluation reports and considering the continued association of Mr. S. Padmanabhan would be beneficial to the Company, proposed to re-appoint Mr. S. Padmanabhan as an Independent Director of the Company, not liable to retire by rotation, for a second term effective from 28<sup>th</sup> September, 2020 upto 27<sup>th</sup> September, 2024. Further, the Company has, in terms of Section 160(1) of the Act, received a notice in writing from a Member proposing the candidature of Mr. S. Padmanabhan for the office of Director.

The Company has received from Mr. S. Padmanabhan (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act (iii) Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16 and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('Listing Regulations') and (iv) Declaration that he has not been debarred from holding office of a Director by virtue of any Order passed by Securities and Exchange Board of India or any other such authority.

In terms of Section 149, 152 and other applicable provisions of the Act, read with Schedule IV of the Act and the Rules made thereunder, and in terms of the applicable provisions of the Listing Regulations, each as amended, the re-appointment of Mr. S. Padmanabhan as an Independent Director of the Company for a second term commencing 28<sup>th</sup> September, 2020 upto 27<sup>th</sup> September, 2024 is being placed before the Shareholders for their approval by way of a special resolution. Mr. Padmanabhan, once appointed, will not be liable to retire by rotation.

Mr. S Padmanabhan, aged 69 years, an ex-banker has worked as DGM with Union Bank of India, a nationalized Bank and has around 40 years of experience in Banking and Finance.

Copy of draft letter of appointment of Independent Director setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, financially or otherwise concerned or interested in the said Resolution except to the extent of their shareholding in the company, if any.

The Board of Directors recommends the Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members of the Company as a Special Resolution.

**Item No. 5**

Change of Main Object Clause of the Memorandum of Association of the Company

Your Board has to consider from time to time proposals for diversification into areas which would be profitable for the Company as part of diversification Plans. For this purpose, the object Clause of the Company, which is presently restricted in scope, requires to be comprehensive so as to cover a wide range of activities to enable your Company to consider embarking upon new projects and activities.

The alteration in the Main Objects Clause of the Memorandum of Association as set out in the Resolution is to facilitate diversification. This will enable the company to enlarge the area of operations and carry on

its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the company.

The “Main Object” clause of the Memorandum of Association of the Company is being amended by insertion of new sub-clause(s) 2 in the Clause III (A).

The Board at its meeting held on 22<sup>nd</sup> June, 2020 has approved alteration of the MOA of the Company and the Board now seek Members’ approval for the same.

Further in keeping with the amendments as introduced by the Companies Act 2013 the Main Objects clause of the Memorandum of Association of the Company, Clause III (A) is accordingly to be titled as ‘THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION’

The draft Copy of the Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during Business Hours till the date of AGM. The Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed resolution.

The Board recommends the Special Resolution set forth in Item No. 5 of the Notice for approval of the Members.

#### **Item No. 6**

Adoption of Memorandum of Association as per provisions of Companies Act, 2013

The Companies Act, 2013, has prescribed a new format of Memorandum of Association (“MOA”) for public companies limited by shares. Accordingly, with a view to align the existing MOA of the Company with Table A of the Schedule I of the Act and in accordance with Section 4 and 13 of the Act, it is proposed to alter the MOA of the Company by merging appropriate and relevant Objects under Clause III (C) – ‘Other Objects’ with Clause III (B) – ‘Objects Incidental or Ancillary to the attainment of the Main Objects’ and also to rename Clause III (B) of the Object Clause as MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) are: and numbering appropriately. This will result in the existing clause III (C)– Other objects of the Memorandum of Association of the Company to be deleted in its entirety.

The Board at its meeting held on 22<sup>nd</sup> June, 2020 has approved alteration of the MOA of the Company and the Board now seek Members’ approval for the same.

The draft Copy of the Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during Business Hours till the date of AGM. The Amendment shall be effective upon the registration of the Resolution with the Registrar of the Companies. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed resolution.

The Board recommends the Special Resolution set forth in Item No. 6 of the Notice for approval of the Members.

**LIST OF DIRECTORS SEEKING RE-APPOINTMENT  
AT THE ANNUAL GENERAL MEETING**

Name Of the Director	Mr. D.K.Goyal	Mr. D.K. Shah	Mr Sivaramakrishnan. Padmanabhan
Directors Identification No	00180212	08584880	06971886
Date of Birth	14.11.1954	12.01.1956	01.01.1951
Date of Appointment	10.9.1992	30.10.2019	7.8.2020
Qualification	B.Com, FCA	M.Com	M. Sc. (Maths), CAIIB
Expertise in specific functional areas	Accounting, Finance & Commercial matters.	Accounts, Finance & Investment	Banking and Finance
Terms & conditions of re-appointment	Promoter Director	As detailed in the Explanatory statement of Item No 3	As detailed in the Explanatory statement of Item No 4
Remuneration	Nil	Nil	Nil
List of Companies in which outside Directorship held as on 31.03.2020	Crest Capital Services Private Limited	Nil	Nil
Chairman/Member of the Committees of other Companies on which he/she is a Member as on 31.03.2020	Nil	Nil	Nil
Number of equity shares held in the company	4,35,622	Nil	200
Relationship between directors inter-se	Brother of R.D.Goyal	Not related to any of the Directors or KMPs	Not related to any of the Directors or KMPs
Number of Meetings of the Board attended during the year	Six	One	Six

For & on behalf of the Board

Place : Mumbai  
Date : 22.06.2020

Mohd. Shakeel Kayamkhani  
Company Secretary & Compliance Officer

**Registered Office:**  
3, National House, 1<sup>st</sup> Floor, 27,  
Raghunath Dadaji Street, Fort,  
Mumbai- 400001



## **DIRECTOR'S REPORT**

To the Members,

Your Directors are pleased to present the Twenty Eighth Annual Report and Audited Accounts for the financial year ended 31<sup>st</sup> March, 2020.

### **I. FINANCIAL RESULTS**

(Rs. in Lakhs)

	<b>Year Ended 31.03.2020</b>	<b>Year Ended 31.03.2019</b>
Revenue From Operations	19.75	51.80
Other Income	-	0.01
Total Income from Operations	19.75	51.81
EBIDTA	(25.73)	6.19
Less: Depreciation	-	-
Interest	-	-
Taxation		
- Current Tax	-	(0.79)
- Deferred Tax Asset	7.05	7.90
- MAT Credit Entitlement	6.08	-
Profit After Tax	(12.60)	13.30
Other Comprehensive Income (net of tax)	0.02	(0.74)
<b>Total Comprehensive Income for the year</b>	<b>(12.58)</b>	<b>12.56</b>

### **II. DIVIDEND**

In view of the losses, no dividend is recommended for the year under review.

### **III. PERFORMANCE REVIEW**

For the financial year under review the company has incurred a net loss of Rs. 12,58,105/- as against net profit Rs 12,56,167/- in previous year. Performance of the company is mainly affected because of sudden and prolonged down fall in the valuation of financial and other assets due to rampant spread of COVID-19 outbreak, across borders and geographies, the volatility in the capital market, lockdown announced by India government, slowdown in economy and stress on the banking and financial sectors.

There were no material changes and commitments affecting the financial position of the Company, between the end of the financial year and the date of this Report.

The Company's future results will depend on how fast the businesses, other commercial and economical activities come back on track.

### **IV. SUBSIDIARIES AND JOINT VENTURES**

The Company has no Subsidiary or Joint Venture.

### **V. RISK AND CONCERNS**

External environment remains uncertain and challenging. The outbreak of COVID-19 pandemic across the globe and in India and consequential nationwide lock down since March 24, 2020, has caused a significant decline and volatility in the global as well as Indian financial markets and slowdown in the economic activities. The industry growth is subdued for 2019-20 and to be negatively impacted in first half of 2020-21 due to effect of the lock down imposed due to COVID – 19. The

recovery of the underlying economy will be slow, and it will take around few quarters for normalcy to come back across sectors.

**VI. RISK MANAGEMENT POLICY**

The Company has in place a Risk Management Policy to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through risk response strategies and mitigating actions. All risks including investments are reviewed in the meetings of the Board of Directors. Risks related to operations; compliances & systems are reviewed in detail by the Audit Committee.

**VII. SEGMENT**

Company's business activities fall within a single primary business segment, covered under IND AS 108 on Operating Segments. The Company continues to mainly undertake business activities of providing advisory and consultancy services.

**VIII. INTERNAL CONTROL SYSTEMS AND ADEQUACY**

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. During the year, such control was tested and no reportable material weakness in the design or operation was observed

**IX. CAUTIONARY STATEMENT**

The statement in the Board Report and Management's Discussion & Analysis report reflects Company's objectives, expectations or predictions may be forward looking statement that involves risks and uncertainty. The company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new information, future events or otherwise. Actual results, performance, or achievements could differ materially from those expressed or implied in such forward-looking statements. Readers are cautioned not to place undue reliance on these forward looking statements that speak only of the expectations as on the date.

**X. EXTRACT OF THE ANNUAL RETURN**

The extract of the Annual Return as required under section 92 (3) of the Act in form MGT- 9 is annexed as Annexure 2.

**XI. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Shri. Devendra Kumar Goyal, DIN - 00180212, Director of the company retires by rotation at the forthcoming Annual General Meeting in accordance with the provisions of the Companies Act, 2013 and being eligible, offer himself for the re-appointment.

During the year under review Mr. D.K.Shah, DIN- 08584880 was appointed on 30<sup>th</sup> October, 2019 in the board meeting as the additional independent director, subject to the approval of the members in the ensuing Annual General Meeting.

His appointment as an Independent Directors of the Company proposed to hold office for a term of 5 (five) years from the date of forthcoming Annual General Meeting and that he shall not be liable to retire by rotation.

Mr Sivaramakrishnan. Padmanabhan, DIN-06971886 is proposed to be re-appointed as an Independent Director of the Company for a further term of 4 (four) years with effect from 28<sup>th</sup> September, 2020 upto and including 27<sup>th</sup> September, 2024, in terms of Section 149 and other applicable provisions of the Act and Rules made there under subject to the approval of the shareholders of the Company at the ensuing AGM of the Company and that he shall not be liable to retire by rotation.

Smt. Saroj Narasimhan Independent Director's term is expiring on 27<sup>th</sup> September, 2020. She does not wish to continue beyond the present term. The Company expresses its appreciation for valuable contribution made by her during the tenure of her office.

The Company has received a declaration in terms of section 149(7) of the Act from all the Independent Directors confirming that they meet the criteria of Independence as provided in Section 149(6) of the Act and clause 49 of the Listing Agreement.

The Company has received declarations from all the Directors confirming that they are not disqualified/ debarred from being appointed/ reappointed as Director.

**Key Managerial Personnel**

In terms of Section 203 of the Act, the Company has the following Key Managerial Personnel :Mr. Rameshwar Dayal Goyal: Whole time Director , and Mr. Jitendra Kalyanji Panchal: Whole time Director and CFO, and Mr. Mohd Shakeel Kayamkhani Company Secretary and Compliance officer.

**XII. NUMBER OF MEETINGS OF THE BOARD**

During the year under review, the Board met six times on 18.04.19, 17.05.2019, 30.07.2019, 23.08.2019, 30.10.2019 and 30.01.2020.

**XIII. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134(3) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- i. That in the preparation of the accounts for the financial year ended 31<sup>st</sup> March, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit or loss of the Company for the year under review;
- iii. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. That the Directors have prepared the accounts for the financial year ended 31<sup>st</sup> March, 2020 on 'going concern' basis.
- v. That the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.
- vi. That the Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and are operating effectively.

**XIV. DECLARATION OF INDEPENDENCE**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under the Companies Act, 2013 and Regulation 16 of the SEBI (LODR) Regulations, 2015. The following are the Non-Executive Independent Directors of the Company:

- a) Mr. S Padmanabhan
- b) Mrs. Saroj Narasimhan
- c) Mr. D.K. Shah

**XV. CORPORATE GOVERNANCE**

This Clause is not applicable to the company since the paid up share capital of the Company is not exceeding Rs. 10.00 crores and Net worth not exceeding Rs. 25.00 crores, as on the last day of the financial year ended 31/03/2020.

**XVI. LISTING ON STOCK EXCHANGE**

The Company shares are listed on the Bombay Stock Exchange Limited BSE and the Company has paid the listing fees for the Financial Year 2020-21. The shares of the Company are traded at The Bombay Stock Exchange, (BSE) having nationwide terminals.

**XVII. PARTICULARS OF EMPLOYEES**

During the financial year, the Company had no employees on Company's rolls in receipt of remuneration attracting the provisions of section 197(12) of Companies Act, 2013 read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. There are no employees in the company except KMP whose remuneration is reported elsewhere in this report.

**XVIII. VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

In compliance with the provisions of Section 177 of the Act and the Listing Regulations, the Board of Directors of the Company has framed the "Whistle Blower Policy" as the vigil mechanism for Directors and the employees of the Company.

**XIX. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION ETC.**

The Board has nothing to report under this head as the Company is in the Financial Sector. However the company is taking adequate steps to see that the energy used by the company is the minimum under the given circumstances

**XX. DEPOSITS**

The Company has neither accepted nor renewed any deposits within the meaning of Section 73(1) of the Companies Act, 2013, and the rules made thereunder

**XXI. AUDITORS**

**1) Statutory Auditors**

M/s. B.K.G & Associates, Chartered Accountants (Firm Registration No.114852W), the Statutory Auditor of the company hold office for a term of five years beginning from the conclusion of the 25<sup>th</sup> AGM till the Conclusion of the 30<sup>th</sup> AGM.

Pursuant to the amendments made to Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017 effective from May 7,2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from the Statute. Hence the resolution seeking ratification of the Members for continuance of their appointment at this AGM is not being sought. There is no audit qualification, reservation or adverse remark for the year under review.

**2) Cost Auditors**

Appointment of Cost Auditors is not applicable to the Company.

**3) Secretarial Auditors**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed. M/s. Nitesh Ranga & Company, Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Auditor is annexed as Annexure 1.

The Secretarial Auditors have not made any adverse comments or given any qualification, reservation or adverse remarks of disclaimer in their Audit Report.

**XXII. RELATED PARTY TRANSACTIONS**

During the year under review there has been no materially significant Related Party Transactions having potential conflict with the interest of the Company.

Since all Related Party Transactions entered into by your Company were in the ordinary course of business and also on an arm's length basis therefore details required to be provided in the prescribed Form AOC - 2 is not applicable to the Company. Necessary disclosures required under the Ind AS 24 have been made in the Notes to Financial Statements.

**XXIII. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES:**

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013, wherever applicable, are given in the notes to financial statements

**XXIV. CORPORATE SOCIAL RESPONSIBILITY**

As per the provisions of Section 135 of the Companies Act, 2013 read along with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company is not required to form a Corporate Social Responsibility Committee.

**XXV. E-VOTING PLATFORM**

In compliance with provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020, respectively, issued by the Ministry of Corporate Affairs (“MCA Circulars”) read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 issued by the Securities and Exchange Board of India, your Company has engaged Linkintime India Private Limited for providing E-Voting services to set up an electronic platform to facilitate shareholders to cast votes through remote e-voting and also through e-voting system at the ensuing Annual General Meeting (scheduled to be held through Video Conferencing/ Other Audio Visual Means) on the business to be transacted at the said AGM. Detailed procedure is provided in the Notice convening the Annual General Meeting sent to the Shareholders.

**XXVI. REPORT ON MANAGEMENT DISCUSSION ANALYSIS**

As required under the listing agreement with stock Exchanges (“Listing Agreement”), Management discussion and analysis is annexed as Annexure 3.

**XXVII. AUDITORS REPORT**

There are no qualifications, reservations or adverse remarks or disclaimers made by the Auditors in their report on the Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2020.

**XXVIII. 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 (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 operations in future.
5. Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Woman at Workplace (Prevention, prohibition and Redressal) Act, 2013

**XXIX. ACKNOWLEDGEMENT**

Your Directors acknowledge with gratitude and wish to place on record their appreciation for the support and cooperation received by the Company from its Bankers, Share Holders and Employees and look forward to their continued support.

For & on behalf of the Board

**R.D. Goyal**  
**DIN 00184667**  
**(Wholetime Director)**

Place : Mumbai  
Date : 22.06.2020

**FORM NO. MR-3  
SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2020**

*[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,  
M/s. **Parsharti Investment Limited**  
[CIN: L65990MH1992PLC069958]  
3, National House, 1<sup>st</sup> Floor, 27,  
Raghunath Dadaji Street, Fort,  
Mumbai – 400 001

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by M/s. **Parsharti Investment Limited**, a Public Limited Company (hereinafter called **the Company**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31<sup>st</sup> March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the Audit Period);
- (v) The following regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (not applicable to the Company during the Audit period);
  - d) The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the Audit period);
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Audit period);



- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the Audit period); and
  - h) The Securities and Exchange Board of India (Buy back of Securities) Regulations, 1998; (Not applicable to the Company during the Audit period);
- (vi) The Company has identified the laws specifically applicable to the Company
- (a) Reserve Bank of India Act, 1934
  - (b) Income Tax Act, 1961 and other Indirect Tax laws;

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 Agreements entered into by the Company with Bombay Stock Exchange.

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

**I further report that**

The Board of Directors of the Company is duly constituted with Non-Executive Directors as well as Independent Directors.

The changes in the composition of the Board of Directors that took place during the review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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.

All decisions at Board Meeting and Committee Meeting are carried out unanimously as recorded in the minutes of the Board of Directors or Committees of the Board, as the case may be.

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

I further report that during the audit period the Company and its Directors have co-operated with us and have produced before us all the required forms information, clarifications, returns and other documents as required for the purpose of our audit

For M/s. **Nitesh Ranga & Company**  
Company Secretaries

Nitesh Kumar Ranga  
Proprietor  
ACS: 33166, COP:12819

**Date : 22nd June, 2020**  
**Place: Bikaner (Rajasthan)**

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.

To,  
The Members,  
**M/s.Parsharti Investment Limited**  
[CIN: L65990MH1992PLC069958]  
3, National House, 1<sup>st</sup> Floor, 27,  
Raghunath Dadaji Street, Fort,  
Mumbai – 400 001

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial record based on our audit.
2. I have followed the audit practices and processes 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 processes and practices, we followed provide are as on able basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For M/s. **Nitesh Ranga & Company**  
Company Secretaries

Nitesh Kumar Ranga  
Proprietor  
ACS: 33166, COP:12819

**Date :**22<sup>nd</sup>June, 2020  
**Place :** Bikaner (Rajasthan)

**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN  
As on financial year ended on 31.03.2020**

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	L65990MH1992PLC069958
2.	Registration Date	14/12/1992
3.	Name of the Company	Parsharti Investment Limited
4.	Category / Sub – category of the Company	Public Company Limited By Shares
5.	Address of the Registration office & contact details	3, National House, 1 <sup>st</sup> Floor, 27, Raghunath Dadaji Street, Fort, Mumbai – 400 001
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any	Link Intime India Private Limited C-101, 247 Park, L.B.S Marg, Vikhroli (W), Mumbai – 400 083.

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

Sr. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	INVESTMENT & FINANCIAL SERVICES	64990	100%

**III. PARTICULAR OF HOLDING, SUBSIDIARY AND ASSOCIATES COMPANIES**

Sr. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	“% of shares held	Applicable Section
1	N I L				

**IV. SHARE HOLDING PATTERN**

(Equity share capital breakup as percentage of total Equity)

**(i) Category-wise Share Holding**

Parsharti Investment Limited										
	Category of Shareholders	Shareholding at the beginning of the year 2019				Shareholding at the end of the year 2020				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A.</b>	<b>Promoters</b>									
<b>[1]</b>	<b>Indian</b>									
(a)	Individuals / HUF	1713187	0	1713187	51.03	1713187	0	1713187	51.03	0
(b)	Central Government / State Government(s)	0	0	0	0	0	0	0	0	0
(c)	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
(d)	Any Other (Specify) Bodies Corporate	246300	0	246300	7.34	246300	0	246300	7.34	0
	Sub Total (A)(1)	1959487	0	1959487	58.37	1959487	0	1959487	58.37	0
<b>[2]</b>	<b>Foreign</b>									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0	0	0	0	0	0
(b)	Government	0	0	0	0	0	0	0	0	0
(c)	Institutions	0	0	0	0	0	0	0	0	0
(d)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	Sub Total (A)(2)	0	0	0	0	0	0	0	0	0
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	1959487	0	1959487	58.37	1959487	0	1959487	58.37	0
<b>B.</b>	<b>Public Shareholding</b>									
<b>[1]</b>	<b>Institutions</b>									
(a)	Mutual Funds / UTI	0	0	0	0	0	0	0	0	0
(b)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(c)	Alternate Investment Funds	0	0	0	0	0	0	0	0	0
(d)	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
(e)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0
(f)	FI/Banks	0	0	0	0	0	0	0	0	0
(g)	Insurance Companies	0	0	0	0	0	0	0	0	0
(h)	PF/Pension Funds	0	0	0	0	0	0	0	0	0
(i)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	SubTotal (B)(1)	0	0	0	0	0	0	0	0	0
<b>[2]</b>	<b>Central Government/ State Government(s)/ President of India</b>									
	Sub Total (B)(2)	0	0	0	0	0	0	0	0	0
<b>[3]</b>	<b>Non-Institutions</b>									
(a)	<b>Individuals</b>									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	721657	380323	1101980	32.82	750307	368323	1118630	33.32	0.50
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	81898	61700	143598	4.28	81898	61700	143598	4.28	0

	Category of Shareholders	Shareholding at the beginning of the year 2019				Shareholding at the end of the year 2020				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(b)	NBFCs registered with RBI	0	0	0	0	0	0	0	0	0
(c)	Employee Trusts	0	0	0	0	0	0	0	0	0
(d)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)									
	Hindu Undivided Family	15171	0	15171	0.45	15071	0	15071	0.45	0
	Non Resident Indians (Non Repat)	0	0	0	0	0	0	0	0	0
	Other Directors Non Resident Indians (Repat)	2600	0	2600	0.08	2600	0	2600	0.08	0
	Clearing Member	24	0	24	0	24	0	24	0	0
	Bodies Corporate	16646	0	16646	0.49	2460	0	2460	0.07	-0.42
		24394	93400	117794	3.51	22030	93400	115430	3.44	-0.07
	Sub Total (B)(3)	862390	535423	1397813	41.63	874390	523423	1397813	41.63	0
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	862390	535423	1397813	41.63	874390	523423	1397813	41.63	0
	Total (A)+(B)	2821877	535423	3357300	100	2833877	523423	3357300	100	0
<b>C.</b>	Non Promoter – Non Public									
[1]	Custodian/DR Holder	0	0	0	0	0	0	0	0	0
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0	0	0	0	0	0
	Total (A)+(B)+(C)	2821877	535423	3357300	100	2833877	523423	3357300	100	0

**(ii) Shareholding of Promoter**

	Shareholder's Name	Shareholding at the beginning of the year 2019			Shareholding at the end of the year 2020			% change in shareholding during the year
		No. of Share	% of total shares of the company	% of Shares Pledged/encumbered to total shares	No. of Share	% of total shares of the company	% of Shares Pledged/encumbered to total shares	
1	DEVENDRA KUMAR BABULAL GOYAL	385521	11.48	0	435622	12.98	0	1.49
2	RAVINDRA KUMAR GOYAL	320997	9.56	0	320997	9.56	0	0
3	USHA DEVENDRA GOYAL	275400	8.20	0	275400	8.20	0	0
4	DHANANJAY FINANCIAL SERVICES PRIVATE LIMITED	246200	7.33	0	246200	7.33	0	0
5	POOJA PANKAJ BANSAL	212726	6.34	0	212726	6.34	0	0
6	NITU MOHAN GOYAL	156600	4.66	0	156600	4.66	0	0
7	HITSHARAN BABULAL GOYAL	150500	4.48	0	150500	4.48	0	0

	Shareholder's Name	Shareholding at the beginning of the year 2019			Shareholding at the end of the year 2020			% change in shareholding during the year
		No. of Share	% of total shares of the company	% of Shares Pledged/encumbered to total shares	No. of Share	% of total shares of the company	% of Shares Pledged/encumbered to total shares	
8	RADHA HITSHARAN GOYAL	150000	4.47	0	150000	4.47	0	0
9	BABULAL MISTRILAL GOYAL	50101	1.49	0	0	0	0	-1.49
10	V K GOYAL HUF	5000	0.15	0	5000	0.15	0	0
11	RAMESHWAR DAYAL GOYAL HUF	4500	0.13	0	4500	0.13	0	0
12	MOHAN GOYAL	1300	0.04	0	1300	0.04	0	0
13	D K GOYAL HUF	542	0.02	0	542	0.02	0	0
14	CREST CAPITAL SERVICES PVT LTD	100	0	0	100	0	0	0
	Total	1959487	58.37	0	1959487	58.37	0	0

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

	Name & Type of Transaction	Shareholding at the beginning of the year 2019		Transactions during the year		Cumulative Shareholding at the end of the year – 2020	
		No. of Shares	% of total shares of the company	Date of Transaction	No. of Shares	No. of Shares	% of total shares of the company
1	DEVENDRA KUMAR BABULAL GOYAL	385521	11.48			385521	11.48
	Transfer			10 Jan 2020	50101	435622	12.98
	AT THE END OF THE YEAR					435622	12.98
2	RAVINDRA DEVENDRA GOYAL	320997	9.56			320997	9.56
	AT THE END OF THE YEAR					320997	9.56
3	USHA DEVENDRA GOYAL	275400	8.20			275400	8.20
	AT THE END OF THE YEAR					275400	8.20
4	DHANANJAY FINANCIAL SERVICES PRIVATE LIMITED	246200	7.33			246200	7.33
	AT THE END OF THE YEAR					246200	7.33
5	POOJA PANKAJ BANSAL	212726	6.34			212726	6.34
	AT THE END OF THE YEAR					212726	6.34
6	NITU MOHAN GOYAL	156600	4.66			156600	4.66
	AT THE END OF THE YEAR					156600	4.66
7	HITSHARAN BABULAL GOYAL	150500	4.48			150500	4.48
	AT THE END OF THE YEAR					150500	4.48
8	RADHA HITSHARAN GOYAL	150000	4.47			150000	4.47
	AT THE END OF THE YEAR					150000	4.47
9	V K GOYAL HUF	5000	0.15			5000	0.15
	AT THE END OF THE YEAR					5000	0.15
10	RAMESHWAR DAYAL GOYAL	4500	0.13			4500	0.13
	AT THE END OF THE YEAR					4500	0.13
11	MOHAN GOYAL	1300	0.04			1300	0.04
	AT THE END OF THE YEAR					1300	0.04
12	D K GOYAL HUF	542	0.02			542	0.02
	AT THE END OF THE YEAR					542	0.02
13	CREST CAPITAL SERVICES PVT LTD	100	0			100	0
	AT THE END OF THE YEAR	100	0			100	0
14	BABULAL MISTRILAL GOYAL	50101	1.49			50101	1.49
	Transfer			3 Jan 2020	(50101)	0	0
	AT THE END OF THE YEAR					0	0



(iv) **Shareholding Pattern of Top Ten Shareholders**

(Other than Directors, Promoters and Holders of GDRs and ADRs):

	Name & Type of Transaction	Shareholding at the beginning of the year 2019		Transactions during the year		Cumulative Shareholding at the end of the year – 2020	
		No. of Shares	% of total shares of the company	Date of Transaction	No. of Shares	No. of Shares	% of total shares of the company
1	INNOVATIVE PRINT- FORMS LTD	91900	2.74			91900	2.74
	AT THE END OF THE YEAR					91900	2.74
2	DEEPAK NYALCHAND ABHANI	25000	0.74			25000	0.74
	AT THE END OF THE YEAR					25000	0.74
3	DILIPKUMAR R PATEL	22900	0.68			22900	0.68
	AT THE END OF THE YEAR					22900	0.68
4	SUSHAMA CHAUDHARY	20000	0.60			20000	0.60
	AT THE END OF THE YEAR					20000	0.60
5	VIJAY PANDURANG SONDKAR	15800	0.47			15800	0.47
	AT THE END OF THE YEAR					15800	0.47
6	BHAGWAN GULAB WADHWANI	14598	0.43			14598	0.43
	AT THE END OF THE YEAR					14598	0.43
7	UPSURGE INVESTMENT & FINANCE LTD	12980	0.39			12980	0.39
	AT THE END OF THE YEAR					12980	0.39
8	MAHESH MANSUKHLAL CHOKSEY	12100	0.36			12100	0.36
	AT THE END OF THE YEAR					12100	0.36
9	TARUN KUMAR SHARMA	12000	0.36			12000	0.36
	AT THE END OF THE YEAR					12000	0.36
10	CHANDRAKANT G MEHTA	11000	0.33			11000	0.33
	AT THE END OF THE YEAR					11000	0.33
11	JAINAM SHARE CONSULTANTS PVT LTD	12880	0.38			12880	0.38
	Transfer			07 Jun 2019	(500)	12380	0.37
	Transfer			27 Sep 2019	(11230)	1150	0.03
	Transfer			18 Oct 2019	(150)	1000	0.03
	Transfer			01 Nov 2019	(1000)	0	0
	AT THE END OF THE YEAR					0	0

**V. INDEBTEDNESS**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebted at the beginning of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>				
<b>Change in Indebtedness during the financial year</b>				
* Addition				
*Reduction				
Net Change				
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	-	-	-	-

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

SN	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount (₹.)
		R. D. Goyal	J. K. Panchal	
	Name	Whole Time Director	Whole Time Director & CFO	
	Designation			
1	Gross salary	1,82,125	1,82,125	3,64,250
	(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)	1,82,125	1,82,125	3,64,250
	Ceiling as per the Act	-	-	-

**B. Remuneration to other Directors**

SN	Particulars of Remuneration	Name of Directors			Total Amount (₹.)
1	Independence Directors	-	-	-	-
	Fee for attending board committee meetings Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B) + (1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-
2	Other Non - Executive Directors	-	-	-	-
	Fee for attending board committee meetings Commission Others,	-	-	-	-
	please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

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

SN	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (₹.)
				Mohd Shakeel Kayamkhani	
	Designation	CEO	CFO	Company Secretary & Compliance officer	
1	Gross salary	-	-	45,000	45,000
	(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	-	-	45,000	45,000

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

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

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **Trends and developments:**

Your company has incurred a loss of **Rs. 12,58,105/-** during the financial year under review against a profit of **Rs. 12, 56,167/-** in previous year. Performance of the company is mainly affected because of sudden and prolonged down fall in the valuation of financial and other assets due to rampant spread of COVID-19 outbreak, across borders and geographies, the volatility in the capital market, lockdown announced by India government, slowdown in economy and stress on the banking and financial sectors.

The Company's future results will depend on how fast the businesses, other commercial and economical activities come back on track. Your company is constantly trying various avenues of business viz. financial / management consultancy which will improve the performance of your company besides Strategic Investment.

### **Finance**

Your Company has not availed any credit facility. It has consistently been able to meet its financial needs through internal accruals and available its Own Funds.

### **Internal Audit and Control System**

The company has adequate internal audit and control system. Internal auditors comprising of professional firm of Chartered Accountants have been entrusted the job to conduct regular internal audit and report to the management any lapses, if any.

### **Transition of Indian Accounting Standards**

The Company has prepared financial statements for the year ended March 31, 2020, in accordance with Ind AS for the first time. The Company has adopted Ind AS notified under Section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 from April 1, 2019 and the effective date of transition is April 1, 2018.

In preparing these financial statements, the Company's opening balance sheet was prepared as at April 1, 2018 i.e. the transition date to Ind AS for the Company. Accordingly, the impact of transition has been recorded in the opening reserves as at April 1, 2018. The corresponding figures presented in these results have been prepared on the basis of the previously published results under previous GAAP for the relevant periods, duly re-stated according to Ind AS. These Ind AS adjustments have been audited by the statutory auditors.

Detailed explanations capturing areas of differences and reconciliations from previous GAAP to Ind AS have been provided in the Notes to Accounts which form a part of the financial statements.

### **Risk and concerns:**

External environment remains uncertain and challenging. The outbreak of COVID-19 pandemic across the globe and in India and consequential nationwide lock down since March 24, 2020, has caused a significant decline and volatility in the global as well as Indian financial markets and slowdown in the economic activities. The industry growth is subdued for FY 2019-20 and to be negatively impacted in first half of FY 2020-21 due to effect of the lock down imposed due to COVID – 19. The recovery of the underlying economy will be slow, and it will take around few quarters for normalcy to come back across sectors

For and on behalf of the board

**R. D. Goyal**  
**DIN 00184667**  
**Whole time Director**

Place: Mumbai  
Date: 22.06.2020

## **Independent Auditor's Report**

**To  
The Members,  
Parsharti Investment Limited  
Mumbai**

### **Report on the Audit of Ind AS Financial Statements**

#### **Opinion**

We have audited the accompanying Ind AS financial statements of Parsharti Investment Limited (The Company), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (Including Other Comprehensive Income), the Cash Flow Statement, the Statement of Changes in Equity and Notes to the Ind AS Financial Statement for the year then ended including a summary of significant accounting policies and other explanatory information (Hereinafter referred to as the "Ind AS Financial Statement").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS 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 accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at March 31, 2020, and its Loss (including other Comprehensives income its Cash Flows and changes in equity for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143 (10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS 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 ethical requirements that are relevant to our audit of the Ind AS Financial Statements under the provisions of the Act and the Rules there-under, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of the Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Ind AS 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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

<b>Key Audit Matters</b>	<b>How our audit Addressed the Key Audit Matter</b>
Transition to Ind AS Accounting Framework (As described in the Note 2 of the Ind AS Financial Statement	
The Ind AS Financial statements are the first financial statements the Company has prepared in accordance with Ind AS. For periods upto and including the year ended March 31,2019, the Company prepared its financial statements	Our Audit procedures included considering the processes laid down by the management to implement such transition combined with the procedures performed as follows:

<p>in accordance with accounting standards notified under section 133 of the Companies Act, 2013, read together with Rule 7 of The Companies (Accounts) Rules, 2014 (Indian GAAP or Previous GAAP. Accordingly for transition to Ind AS the Company has prepared Ind AS Financial Statements which Comply with Ind AS applicable for periods ending on March 31<sup>st</sup> 2020, together with the comparative periods data as at and for the year ended March 31, 2019. In preparing these Ind AS Financial Statements, The Company's opening balance sheet was prepared as at April 1, 2018, the Company's date of transition to Ind AS.</p> <p>Transition has involved significant change in the Company's policies and processes for financial reporting, including generation of supportable information and applying estimates to inter alia determine impact of Ind AS on Accounting.</p> <p>In view of the material impact and complexity of implementation of the Ind AS Framework and significance of the various disclosures, the transition to Ind AS was of particular importance to our audit as any error could lead to material misstatement in the preparation and presentation of the Ind AS Financial Statements.</p>	<p>-We obtained management's assessment of applicability of various accounting standards under Ind AS and their impact on the Company's financial statements and read/assessed the nature of the Ind AS adjustments based on the applicable Ind AS and previous period accounting policies prepared in accordance with IGAAP.</p> <p>-We tested the exemptions taken by the Company for the first time adoption of Ind AS described in the Financial Statements.</p> <p>-We tested the details of Ind AS adjustments carried out by the Company as described in the reconciliation of equity as at the transition date and comparative year end date reported under erstwhile Indian GAAP to Ind AS and reconciliation of the statement of profit and loss for the Comparative year end date reported under erstwhile Indian GAAP to Ind AS.</p> <p>-performed test of details by inspection of records, documents and policies to assess the Ind AS Adjustment.</p>
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**Information other than the Financial Statements and Auditor's Report thereon**

The Company's Board of Directors is responsible for the other information. The Other information comprises the information included in Management Discussion and Analysis, Board's Report including Annexures in the Board Report and Shareholder information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If based on the work we have performed, we concluded 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 Director is responsible for the matters stated in Section 134(5) of The Companies Act, 2013 ("The Act"), with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), Loss (financial performance) (Including Other Comprehensive Income) and changes in the Equity and cash flows of the Company in accordance with the Accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015, as amended. This responsibility also includes the 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 judgment 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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 operation, or has no realistic alternative but to do so.

The Board of Directors of the Company are also responsible for overseeing the financial reporting process of the Company.

#### **Auditor's Responsibilities for the Audit of the Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Ind AS Financial statements as whole are free from material misstatement, whether due to fraud or errors 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 Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or errors 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 Ind AS financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgement, maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or errors, 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 the internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for explaining 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 our auditor's report to the related disclosures in the Ind AS financial statements, or if such disclosures are inadequate to modify our opinion. Our conclusions are based on the audit evidence obtained upto the date of audit report. However future conditions or events may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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 deficiency 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 safeguard.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in audit of Ind AS 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 about public disclosures about the matters 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 matters specified in paragraphs 3 and 4 of the Order.
2. Further to our comment in Annexure 'A' 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 purpose 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 Ind AS financial statements dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid Ind AS Financial Statement comply with the Ind AS specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended.
  - e. On the basis of written representation received from the directors, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, from being appointed as a director in terms of Section 164(2) of the Act.
  - f. We have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31<sup>st</sup> March 2020 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date and our report as per **Annexure B** expressed an unmodified opinion;
  - 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 explanation given to us:
    - i. The Company does not have any pending litigation as at 31<sup>st</sup> March, 2020 which would impact its financial position.
    - ii. The Company did not have any long term contracts including derivative contracts as at 31<sup>st</sup> March 2020.
    - iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Company during the year ended on 31<sup>st</sup> March 2020.

#### **FOR BKG & ASSOCIATES**

Chartered Accountants  
Firm Reg. No.: 114852W

CA. B.K. Gupta  
(Partner)  
M. No.: 040889  
UDIN:20040889AAAADV7158

Place : Mumbai  
Date : 22<sup>nd</sup> June, 2020

**Annexure A to the Independent Auditors' Report**

(Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our report to the Members of Parsharti Investment Limited ('the Company') for the year ended March 31<sup>st</sup>, 2020)

1. In respect of its Fixed Assets:
  - (i) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
  - (ii) As explained to us, all the Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification. The frequency of physical verification is reasonable having regard to the size of the Company and nature of its business.
  - (iii) As the company does not have any immovable properties, Clause (i)(c) of the Paragraph 3 of the Order is not applicable to the Company.
2. In our opinion, the management has conducted physical verification of inventory at reasonable intervals during the year. As per the information given no material discrepancies were noticed on such verification.
3. According to the Information and explanations given to us, The Company has not granted any loans to bodies corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act') hence clause 3(iii) is not applicable
4. In our opinion and according to the information and explanation given to us In respect of Loans, investment, guarantees and securities the provisions of section 185 and 186 of the Companies Act 2013 have been complied with.
5. The company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Act and The Companies (Acceptance of Deposits) Rules,2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
6. The Central Government of India has not prescribed the maintenance of cost records under sub-section 1 of section 148 of the Companies Act.
7.
  - a) According to the information and explanations given to us and records of the company examined by us The company has generally been regular in depositing liability towards undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Value added Tax, GST cess and other material statutory due, as applicable, with the appropriate authorities. According to the information and explanations given to us and records of the company examined by us there are no dues of income tax or wealth tax or service tax or duty of customs or duty of excise or value added tax, GST or cess which were in arrears as at 31-03-2020 for a period of more than six months from the day they become payable.
  - b) On the basis of our examination of the documents and records, the company does not have any disputed statutory liabilities.
8. The Company does not have any loans or borrowings from any Banks, Financial Institutions, Government and debenture holders during the year and accordingly the clause is not applicable to the Company.
9. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly provisions of Clause 3(ix) of the Order are not applicable to the Company.
10. No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.

11. As required by Section 197(16) of the Act ,we report that the company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under Section 197 read with Schedule V to the Act.
12. The Company is not a Nidhi Company. Hence reporting under clause (Xii) of the CARO 2016 Order are not applicable.
13. In our opinion all the transactions with the related parties are in compliance with section 177 and 188 of the Act, where applicable, and the requisite details have been disclosed in the Ind AS financial statement etc. as required by the Ind. AS ( Refer Note 25 to Ind AS financial statements).
14. The Company has not made any Preferential /private placement of shares or private placement of fully or partly convertible debentures during the year under review. Accordingly provisions of clause 3(ivx) of the order are not applicable.
15. In our opinion, The Company has not entered into any non-cash transactions with the directors or persons connected with them covered under section 192 of the Act.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**FOR BKG & ASSOCIATES**

Chartered Accountants  
Firm Reg. No.: 114852W

CA. B. K. Gupta  
(Partner)  
M. No.: 040889  
UDIN : 20040889AAAADV7158

Place : Mumbai  
Date : 22<sup>nd</sup> June, 2020

**ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT of even date to the Members of Parsharti Investment Limited on the Ind AS Financial statement for the year ended 31<sup>st</sup> March, 2020**

**Independent Auditor’s report on the Internal Financial Controls under clause(i) of Sub-section 3 of Section 143 of The Companies Act,2013 (The” Act”)**

In conjunction with our audit of the Ind As financial Statements of Parsharti Investment Ltd ( The Company ) as at and for the year ended on March 31,2020, we have audited the internal financial Controls over financial reporting (IFCoFR) of the Company as of 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 the internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial reporting (The “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.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting (IFCoFR) based on our audit. We conducted our audit in accordance with the Standards on auditing ,issued by the ICAI and deemed to be prescribed under section 143(10) of the Act , to the extent applicable to an audit of IFCoFR and Guidance Note 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 IFCoFR were 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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 IFCoFR.

**Meaning of Internal Financial Controls Over Financial Reporting**

A company’s IFCoFR 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 the Generally Accepted Accounting Principles. A company’s IFCoFR includes those policies and procedures that:(i) pertain to the maintenance of records that, in reasonable details, accurately and fairly reflect the transaction and dispositions of the assets of the company; (ii) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with the 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 (iii) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or dispositions 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 IFCoFR, 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 IFCoFR to future periods are subject to the risk that the IFCoFR 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, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2020, 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 issued by the ICAI.

**FOR BKG & ASSOCIATES**

Chartered Accountants

Firm Reg. No.: 114852W

CA. B.K. Gupta

(Partner)

M. No.: 040889

UDIN:20040889AAAADV7158

Place : Mumbai

Date : 22<sup>nd</sup> June, 2020



**Balance Sheet as at 31st March, 2020**

Particulars	Note No	As at 31-Mar-20	As at 31-Mar-19	As at 1-April-18
		₹.	₹.	₹.
<b>ASSETS</b>				
<b>1. Non-Current assets</b>				
(a) Property, Plant and Equipments	3	1	1	1
(b) Financial Assets				
(i) Non Current Investment	4	486,308	484,149	567,112
(c) Deferred tax assets (net)	19	1,503,651	799,110	-
(d) MAT Credit Entitlement		608,226	-	-
(f) Other non-current assets		-	-	-
<b>Total Non-current assets</b>		<b>2,598,186</b>	<b>1,283,260</b>	<b>567,113</b>
<b>2. Current Assets</b>				
(a) Inventories	5	7,490,734	11,019,832	9,138,259
(b) Financial Assets				
(i) Trade receivables		-	-	-
(ii) Cash and cash equivalents	6A	941,223	688,919	818,085
(iii) Bank Balance other than above	6B	9,206,533	8,710,000	10,000
(iv) Loans	7	159,894	187,200	584,000
(v) Other Financial Assets	8	429,065	276,825	383
(c) Other current assets	9	415,156	263,092	37,311
<b>Total Current Assets</b>		<b>18,642,605</b>	<b>21,145,868</b>	<b>10,588,038</b>
<b>TOTAL ASSETS</b>		<b>21,240,791</b>	<b>22,429,128</b>	<b>11,155,151</b>
<b>EQUITY AND LIABILITIES</b>				
<b>EQUITY</b>				
(a) Equity Share Capital	10	33,573,000	33,573,000	30,233,000
(b) Other Equity	11	(12,427,247)	(11,169,143)	(19,105,310)
<b>Total Equity</b>		<b>21,145,753</b>	<b>22,403,857</b>	<b>11,127,690</b>
<b>LIABILITIES</b>				
<b>Non-Current Liabilities</b>				
(a) Financial Liabilities		-	-	-
(i) Long Term Borrowings		-	-	-
(ii) Deferred Tax Liabilities (Net)		-	-	-
(b) Long Term Provisions		-	-	-
<b>Total Non-Current Liabilities</b>		<b>-</b>	<b>-</b>	<b>-</b>
<b>Current Liabilities</b>				
<b>(a) Financial Liabilities</b>				
(i) Short-term borrowings		-	-	-
(ii) Trade and Other Payables		-	-	-
(iii) Other Financial Liabilities		-	-	-
(b) Other Current Liabilities	12	95,038	24,811	26,000
(c) Short Term Provisions	13	-	460	1,461
<b>Total Current Liabilities</b>		<b>95,038</b>	<b>25,271</b>	<b>27,461</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>21,240,791</b>	<b>22,429,128</b>	<b>11,155,151</b>

Significant Accounting Policies and Notes to Accounts 1-29

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

**For M/s B. K. G. & Associates**

Chartered Accountants.

Firm Reg. No.: 114852 (W)

CA B. K. Gupta

Partner

Membership No. : 040889

Place: Mumbai

Date : 22nd June, 2020

**For and on behalf of the Board**

D. K. Goyal  
Director  
(DIN : 00180212)

R. D.Goyal  
Whole Time Director  
(DIN : 00184667)

J. K. Panchal  
Whole Time Director  
& Chief Financial Officer  
(DIN : 00180386)

CS Mohd. Shakeel. Kayamkhani  
Company Secretary &  
Compliance officer

**Statement of Profit and Loss for the Year ended 31st March, 2020**

Particulars	Note No	2019-20	2018-19
		₹.	₹.
<b>ASSETS</b>			
1 <u>Income:</u>			
a. Revenue from operations	14	1,975,419	5,180,095
b. Other Income	15	460	1,841
<b>Total Revenue (a+b)</b>		<b>1,975,879</b>	<b>5,181,936</b>
2 <u>Expenses:</u>			
a. Purchase of Stock-in-Trade		26,003	5,356,555
b. Changes in inventories	16	3,529,098	(1,881,573)
c. Employee benefit expense	17	412,380	139,935
d. Financial costs		-	-
e. Depreciation and amortization expense		-	-
f. Other expenses	18	581,428	948,233
<b>Total Expenses</b>		<b>4,548,909</b>	<b>4,563,150</b>
3 Profit before tax from Ordinary Activities (1-2)		<b>(2,573,030)</b>	<b>618,786</b>
4 Exceptional Items		-	-
5 Profit before tax (3-4)		<b>(2,573,030)</b>	<b>618,786</b>
6 Tax expense:			
(1) Current tax	19	-	78,766
(2) Deferred Tax		704,765	790,482
(3) MAT Credit Entitlement		608,226	-
7 Profit after tax (5-6)		<b>(1,260,039)</b>	<b>1,330,502</b>
8 <b>Other Comprehensive Income / Loss (OCI)</b>			
A (I) Items that will not be reclassified to profit or (loss)			
a) Equity Instruments through other comprehensive income		<b>1,934</b>	<b>(74,335)</b>
<b>Sub-total (A)</b>		<b>1,934</b>	<b>(74,335)</b>
B (I) Items that will be reclassified to profit or loss			
<b>Sub-total (B)</b>		-	-
<b>Other Comprehensive Income / Loss (OCI) (A+B)</b>		<b>1,934</b>	<b>(74,335)</b>
9 Total Comprehensive Income for the Period (7+8)		<b>(1,258,105)</b>	<b>1,256,167</b>
10 Earning per equity share:			
(1) Basic		<b>(0.37)</b>	<b>0.37</b>
(2) Diluted		<b>(0.37)</b>	<b>0.37</b>

Significant Accounting Policies and Notes to Accounts

1 - 29

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

**For M/s B. K. G. & Associates**

Chartered Accountants.

Firm Reg. No.: 114852 (W)

CA B. K. Gupta

Partner

Membership No. : 040889

Place: Mumbai

Date : 22nd June, 2020

**For and on behalf of the Board**

D. K. Goyal

Director

(DIN : 00180212)

R. D.Goyal

Whole Time Director

(DIN : 00184667)

J. K. Panchal

Whole Time Director

& Chief Financial Officer  
(DIN : 00180386)

CS Mohd. Shakeel. Kayamkhani

Company Secretary &

Compliance officer

**Statement of Cashflow for the year ended 31st March, 2020**

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
	₹.	₹.
<b>A Cash Flow from Operating Activities</b>		
Net Profit / (Loss) Before Tax & Extraordinary Items	(2,573,030)	618,786
Adjustment for :		
Depreciaton	-	-
Interest Income	-	-
Interest Expenses & Financial Charges	-	-
<b>Cash Generated from operations Before Working</b>		
<b>Capital Changes</b>	<b>(2,573,030)</b>	<b>618,786</b>
Adjustment for :		
Trade & Other Receivables	-	-
Inventories	3,529,098	(1,881,573)
Loans & Advances	27,306	396,800
Other Financial Assets	(152,240)	(276,442)
Other current assets	(152,064)	(225,781)
Other Current Liabilities	70,227	(1,189)
Short Term Provision	(460)	(1,001)
<b>Cash Generated from Operations</b>	<b>748,837</b>	<b>(1,370,400)</b>
Income Tax	-	(78,766)
Provision for tax for earlier year	-	-
<b>Net Cash Flow from/(used in) Operating Activities - (A)</b>	<b>748,837</b>	<b>(1,449,166)</b>
<b>B Cash Flow from Investing Activities :</b>		
Sale of Investment	-	-
Profit on sale of Investment	-	-
Sale of investment	-	-
<b>Net Cash from/(used in) Investing Activities - (B)</b>	<b>-</b>	<b>-</b>
<b>C Cash Flow from Financing Activities</b>		
Preferential Issue of Shares	-	10,020,000
Sale of Machinery	-	-
Interest Expenses & Financial Charges	-	-
<b>Net Cash from/(used in) Financing Activities - (C)</b>	<b>-</b>	<b>10,020,000</b>
<b>Net Increase in Cash &amp; Cash Equivalents - (A+B+C)</b>	<b>748,837</b>	<b>8,570,834</b>
<b>Cash &amp; Cash Equivalents as at the beginning</b>	<b>9,398,919</b>	<b>828,085</b>
<b>Cash &amp; Cash Equivalents as at the end</b>	<b>10,147,756</b>	<b>9,398,919</b>

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

**For M/s B. K. G. & Associates**

Chatered Accountants.

Firm Reg. No.: 114852 (W)

CA B. K. Gupta

Partner

Membership No. : 040889

Place: Mumbai

Date : 22nd June, 2020

**For and on behalf of the Board**

D. K. Goyal  
Director  
(DIN : 00180212)

R. D.Goyal  
Whole Time Director  
(DIN : 00184667)

J. K. Panchal  
Whole Time Director  
& Chief Financial Officer  
(DIN : 00180386)

CS Mohd. Shakeel. Kayamkhani  
Company Secretary &  
Compliance officer

**Statement of changes in equity for the year ended 31st March, 2020**

**a. Equity share capital**

Particulars	As at April 1, 2018	Movement During the Year	As at March 31, 2019	Movement During the Year	As at March 31, 2020
	₹	₹	₹	₹	₹
Equity shares	30,233,000	3,340,000	33,573,000	-	33,573,000
<b>Total</b>	<b>30,233,000</b>	<b>3,340,000</b>	<b>33,573,000</b>	<b>-</b>	<b>33,573,000</b>

**b. Other Equity**

Particulars	Reserves & Surplus			Other Comprehensive Income	Total
	Reserve fund	Securities premium	Retained earnings	Equity instrument through other comprehensive income	
	₹	₹	₹	₹	
<b>Balance as at April 1, 2018</b>	<b>169,851</b>	-	<b>(19,280,422)</b>	<b>5,261</b>	<b>(19,105,310)</b>
Profit / (loss) for the year			1,330,502		<b>1,330,502</b>
Equity Instrument through other Comprehensive Income, net of tax				(74,335)	<b>(74,335)</b>
Received during the year		6,680,000			<b>6,680,000</b>
Transferred during the year*	241,596	-	(241,596)	-	-
<b>Balance as at March 31, 2019</b>	<b>411,447</b>	<b>6,680,000</b>	<b>(18,191,516)</b>	<b>(69,074)</b>	<b>(11,169,143)</b>
Profit / (loss) for the year			(1,260,039)	1,934	<b>(1,258,105)</b>
Transferred to reserve fund	<b>(411,447)</b>	-			<b>(411,447)</b>
Transferred from reserve fund			<b>411,447</b>		<b>411,447</b>
<b>Balance as at March 31, 2020</b>	<b>-</b>	<b>6,680,000</b>	<b>(19,040,108)</b>	<b>(67,140)</b>	<b>(12,427,247)</b>

\* As required by Section 45-IC of Reserve Bank of India Act, 1934

As per our report of even date attached

**For M/s B. K. G. & Associates**

Chartered Accountants.

Firm Reg. No.: 114852 (W)

CA B. K. Gupta

Partner

Membership No. : 040889

Place: Mumbai

Date : 22nd June, 2020

**For and on behalf of the Board**

D. K. Goyal  
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Company Secretary &  
Compliance officer

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**1. Significant Accounting Policies.**

**General Information**

Parsharti Investment Limited is a public limited company incorporated on 14th December, 1992 and has its registered office at 3, National House, 1st Floor, 27 Raghunath Dadaji Street, Fort, Mumbai 400 001. Its equity shares are listed on the Bombay Stock Exchange Limited in India. The Company is in the business of providing advisory and consultancy services Earlier, The Company was registered as NBFC on 26<sup>th</sup> May, 1998 under section 45IA of Reserve Bank of India Act, 1934 and the same is cancelled by RBI order dated 21<sup>st</sup> August, 2018 which was later on upheld by Appellate Authority vide their letter dated 9<sup>th</sup> June, 2019. Accordingly, The Company has complied with requirement of cancellation of Registration stipulated by RBI)

**2. (a) Statement of Compliance**

Financial statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended.

Accordingly, the Company has prepared the financial statements which comprise of Balance Sheet, Statement of Profit & Loss, the Statement of cash flows, the statement of changes in equity and accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements").

For all periods up to and including the year ended March 31, 2019, the Company prepared its financial statements in accordance with requirements of the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP"). These are the first Ind AS financial statements of the Company. The date of transition to Ind AS is April 1, 2018. Refer note 2(d) (xiv) below for the details of first-time adoption exemptions and exceptions availed by the Company.

**(b) Use of Estimates and Judgements**

The preparation of the financial statements requires that the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

**(c) Basis of preparation of financial statements:**

The financial statements of the company have been prepared on an accrual basis and under historical cost convention except for certain financial instruments measured at fair value at the end of each reporting year as explained in the accounting policies below:

**(d) Significant accounting policies:**

**i. Financial Instrument**

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument.

**A. Financial assets- Initial recognition and measurement:**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

**B. Subsequent measurement:**

- a. at amortised cost
- b. at fair value through profit or loss (FVTPL)
- c. at fair value through other comprehensive income (FVTOCI)

**Financial Assets at amortised cost:**

A financial asset is measured at amortised cost, if it is held under the hold to collect business model i.e. held with an objective of holding the assets to collect contractual cash flows and the contractual cash flows are solely payments of principal and interest on the principal outstanding. Amortised cost is calculated using the effective interest rate (“EIR”) method by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. On derecognition, gain or loss, if any, is recognised to Statement of Profit and Loss.

**Financial Assets at Fair Value through Statement of Profit and Loss (FVTPL) / Other comprehensive income (FVTOCI):**

All investments in scope of Ind AS 109 are measured at fair value. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the Other Comprehensive Income. There is no recycling of the amounts from Other Comprehensive Income (OCI) to Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

**Equity Instruments:**

All investments in equity instruments classified under financial assets are subsequently measured at fair value. Equity instruments which are held for trading are measured at FVTPL.

For all other equity instruments, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOC Ior FVTPL. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument shall be recognised in Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in the OCI. Amounts recognised in Other Comprehensive Income (OCI) are not subsequently transferred to Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised in Statement of Profit and Loss.

**C. De-recognition of financial assets**

The Company de-recognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers



nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

#### **D. Impairment of financial assets**

The Company recognises a loss allowance for Expected Credit Losses (ECL) on financial assets that are measured at amortised cost and at FVTOCI. The credit loss is difference between all contractual cash flows that are due to an entity in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. This is assessed on an individual or collective basis after considering all reasonable and supportable including that which is forward-looking.

The Company's trade receivables or contract revenue receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall, being simplified approach for recognition of impairment loss allowance.

Under simplified approach, the Company does not track changes in credit risk. Rather it recognises impairment loss allowance based on the lifetime ECL at each reporting date right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables.

The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

For financial assets other than trade receivables, the Company recognises 12- months expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. If, in a subsequent period, credit quality of the instrument improves such that there is no longer significant increase in credit risks since initial recognition, then the Company reverts to recognising impairment loss allowance based on 12 months ECL. The impairment losses and reversals are recognised in Statement of Profit and Loss. For equity instruments and financial assets measured at FVTPL, there is no requirement for impairment testing.

#### **E. Effective interest method**

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (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 debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the 'Other income' line item.

**ii. Financial liabilities and equity instruments:**

**a. Classification as debt or equity**

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**b. Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

**c. Initial recognition and measurement of financial liabilities :**

Financial liabilities are recognised initially at fair value net of transaction costs for all financial liabilities not carried at fair value through profit or loss. Fees of recurring nature are directly recognised in profit or loss.

**d. Subsequent measurement of financial liabilities :**

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**e. Derecognition of financial liabilities :**

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

**iii. Offsetting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**iv. Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal of the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

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

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 -Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. The Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations. At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be measured or re-assessed as per the accounting policies of the Company. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents. The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable. For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**v. Reclassification of financial assets**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

<b>Original classification</b>	<b>Revised classification</b>	<b>Accounting treatment</b>
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in Statement of Profit and Loss.
FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised Cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.

<b>Original classification</b>	<b>Revised classification</b>	<b>Accounting treatment</b>
FVTOCI	Amortised Cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to Statement of Profit and Loss at the reclassification date.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**vi. Property, plant and equipment**

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Costs include freight, import duties, non-refundable purchase taxes and other expenses directly attributable to the acquisition of the asset. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

**vii. Depreciation and amortisation**

Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using straight-line method as per the useful lives and residual value prescribed in Schedule II to the Act as under.

Class of Property, plant and equipment	Useful life
Office equipment	5 Years

The estimated useful lives, residual value and depreciation/amortisation method are reviewed annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

**viii. Impairment of Property, plant and equipment**

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable

amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

Any reversal of the previously recognised impairment loss is limited to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

**ix. Revenue Recognition**

Revenue is recognised when it is earned and no significant uncertainty exists as to its realisation or collection. Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated rebates and other similar allowances.

Revenue from sale of services are recognized when the services are rendered.

Sale of securities is recognised when the significant risks and rewards ownership of the securities have been transacted through recognised stock exchange.

Dividend income from investments is recognised when the shareholder's right to receive payment has been established.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the interest rate applicable.

**x. Taxation:**

Income tax expense represents the sum of the tax currently payable and deferred tax. Income tax expense is recognised in the Statement of Profit and Loss except to the extent it relates to items directly recognised in equity or in other comprehensive income.

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance Sheet date.

The tax effect of the timing differences that results between taxable income and accounting income and are capable of reversal in one or more subsequent periods are recorded as a deferred tax asset or a deferred tax liability. They are measured using the substantively enacted tax rates and tax laws as on balance sheet date. Deferred tax assets are recognized only when there is a reasonable certainty that sufficient future taxable income will be available against which they will be realized. Where there is a carry forward losses or unabsorbed depreciation, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence of availability of taxable income against which such deferred tax asset can be realized in future.

Minimum Alternate Tax ('MAT') credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset the said asset is created by way of credit to the statement of profit and loss and included in deferred



tax assets. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

**xi. EARNINGS PER SHARE**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after-income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- Weighted average number of equity shares that would have been outstanding assuming the conversion of all the dilutive potential equity.

**xii. PROVISIONS & CONTINGENT LIABILITIES**

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources or an obligation for which the future outcome cannot be ascertained with reasonable certainty. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

**xiii CASH AND CASH EQUIVALENTS:**

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value.

**xiv. First-time adoption of Ind AS:**

**a. Overall principle**

The Company has prepared the opening Balance Sheet as per Ind AS as on 01st April, 2018 (the transition date) by,

- recognising all assets and liabilities whose recognition is required by Ind AS,
- not recognising items of assets or liabilities which are not permitted by Ind AS,
- by reclassifying items from previous GAAP to Ind AS as required under Ind AS,
- applying Ind AS in measurement of recognised assets and liabilities.

However, this principle is subject to certain exceptions and certain optional exemptions availed by the Company as detailed below. Since, the financial statements are the first financial statements, the first-time adoption – mandatory exceptions and optional exemptions have been explained in detail.

**b. Mandatory exceptions and optional exemptions**

In the course of applying the policies outlined in all notes under section 2 above, the Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.



The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period, if the revision affects current and future period.

i) Deemed cost for property, plant and equipment and intangible assets:

The Company has elected to continue with the carrying value of all of its plant and equipment recognised as of 1st April, 2018 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

ii) Classification and measurement of financial assets:

The Company has classified the financial assets in accordance with Ind AS 101 on the basis of facts and circumstances that exist at the date of transition to Ind AS.

iii) Derecognition of financial assets and liabilities:

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after 1st April, 2018 (the transition date).

iv) Impairment of financial assets:

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date.

Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

Notes to the financial Statements as at and for the year ended 31st March, 2020

**Note : 3 Property, Plant and Equipments**

Particulars	Office equipment ₹.
Gross carrying value as on April 1, 2019	244,820
Additions during the year	-
<b>Gross carrying value as on March 31, 2020</b>	<b>244,820</b>
Accumulated depreciation as on April 1, 2019	244,819
Depreciation for the year	-
<b>Accumulated depreciation as on March 31, 2020</b>	<b>244,819</b>
<b>Carrying value as on March 31, 2020</b>	<b>1</b>

Particulars	Office equipment ₹.
Gross carrying value as on April 1, 2018	244,820
Additions during the year	-
<b>Gross carrying value as on March 31, 2019</b>	<b>244,820</b>
Accumulated depreciation as on April 1, 2018	244,819
Depreciation for the year	-
<b>Accumulated depreciation as on March 31, 2019</b>	<b>244,819</b>
<b>Carrying value as on March 31, 2019</b>	<b>1</b>

**Note : 4 Non Current Investment**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-19	As at 1-April-18	As at 31-Mar-20	As at 31-Mar-19	As at 1-April-18
		Quantity	Quantity	Quantity	₹.	₹.	₹.
A	Investment in Equity Instrument (Fair Value through Other Comprehensive Income) Quoted and Fully Paid Equity Shares						
1	Bosch Limited	11	11	11	156,041	197,132	199,507
2	MRF Ltd	5	5	5	324,167	280,917	361,505
	<b>Total (A)</b>				<b>480,208</b>	<b>478,049</b>	<b>561,012</b>
B	Unquoted and Fully Paid Equity Shares						
1	Bombay Mercantile bank	300	300	300	6,100	6,100	6,100
	<b>Total (B)</b>				<b>6,100</b>	<b>6,100</b>	<b>6,100</b>
	<b>Total (A+B)</b>				<b>486,308</b>	<b>484,149</b>	<b>567,112</b>

Aggregate Value of Quoted Investment and market value thereof

Book Value	555,751	555,751	555,751
Market Value	480,208	478,049	561,012

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**Note : 5 Inventories**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-20	As at 1-April-18
		₹.	₹.	₹.
1	Stock-in-Trade (securities)	7,490,734	11,019,832	9,138,259
	<b>Total</b>	<b>7,490,734</b>	<b>11,019,832</b>	<b>9,138,259</b>

**Note: 6 Cash & Cash Equivalent**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-20	As at 1-April-18
		₹.	₹.	₹.
A	<b><u>Cash-in-Hand</u></b>			
	Cash Balance	82,718	40,821	1,623
	With Schedule Bank in Current accounts	<b>858,505</b>	<b>648,098</b>	<b>816,462</b>
	<b>Sub Total (A)</b>	<b>941,223</b>	<b>688,919</b>	<b>818,085</b>
B	<b><u>Bank Balance Other Than Above</u></b>			
	Fixed Deposit	<b>9,206,533</b>	<b>8,710,000</b>	<b>10,000</b>
	<b>Sub Total (B)</b>	<b>9,206,533</b>	<b>8,710,000</b>	<b>10,000</b>
	<b>Total [ A + B ]</b>	<b>10,147,756</b>	<b>9,398,919</b>	<b>828,085</b>

**Note : 7 Loans**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-20	As at 1-April-18
		₹.	₹.	₹.
(i)	<b>Loans to related Parties</b>			
(ii)	<b>Other Loans</b> (Unsecured Considered good)	159,894	187,200	584,000
	<b>Total</b>	<b>159,894</b>	<b>187,200</b>	<b>584,000</b>

**Note : 8 Other Financial Assets**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-20	As at 1-April-18
		₹.	₹.	₹.
	Interest Accrued and due on Fixed Deposits	429,065	276,825	383
	<b>Total</b>	<b>429,065</b>	<b>276,825</b>	<b>383</b>

**Note : 9 Other Current Assets**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-20	As at 1-April-18
		₹.	₹.	₹.
1	Income Tax Asset ( net of Provisions)	411,807	258,874	27,842
2	GST Input tax credit	3,349	4,218	9,469
	<b>Total</b>	<b>415,156</b>	<b>263,092</b>	<b>37,311</b>

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**Note : 10 Equity Share Capital**

Particulars	As at 31st March, 2020		As at 31st March, 2019		As at 1st April, 2018	
	Number	₹.	Number	₹.	Number	₹.
<b><u>AUTHORIZED CAPITAL</u></b> Equity Shares of Rs. 10/- each.	5,000,000	50,000,000	5,000,000	50,000,000	5,000,000	50,000,000
	<b>5,000,000</b>	<b>50,000,000</b>	<b>5,000,000</b>	<b>50,000,000</b>	<b>5,000,000</b>	<b>50,000,000</b>
<b><u>ISSUED, SUBSCRIBED &amp; PAID UP CAPITAL</u></b> Equity Shares of Rs. 10/- each, Fully paid up	3,357,300	33,573,000	3,357,300	33,573,000	3,023,300	30,233,000
<b>Total</b>	<b>3,357,300</b>	<b>33,573,000</b>	<b>3,357,300</b>	<b>33,573,000</b>	<b>3,023,300</b>	<b>30,233,000</b>

**Note : 10.1 Reconciliation of the number of shares outstanding at the beginning and at the end of quarter**

Particulars	As at 31st March, 2020		As at 31st March, 2019		As at 1st April, 2018	
	Number	₹.	Number	₹.	Number	₹.
Shares Outstanding at the beginning of the quarter	3,357,300	33,573,000	3,023,300	30,233,000	3,023,300	30,233,000
Add: Shares Issued during the quarter	-	-	334,000	3,340,000	-	-
Less: Shares bought back during the quarter	-	-	-	-	-	-
Shares Outstanding at the end of the quarter	<b>3,357,300</b>	<b>33,573,000</b>	<b>3,357,300</b>	<b>33,573,000</b>	<b>3,023,300</b>	<b>30,233,000</b>

**Note : 10.2**

The company has only one Class of Equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. 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. The distribution will be in proportion to the number of equity shares held by each shareholder.

**Note : 10.3 Disclosure of shareholders holding more than 5% of the aggregate shares in the company**

Sr. No.	Particulars	As at 31st March, 2020		As at 31st March, 2019		As at 1st April, 2018	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Ravindra K. Goyal	320,997	9.56	320,997	9.56	290,997	9.63
2	Devendra Kumar Goyal	435,622	12.98	385,521	11.48	266,521	8.82
3	Dhananjay Financial Services P. Ltd	246,200	7.33	246,200	7.33	246,200	8.14
4	Usha Devendra Goyal	275,400	8.20	275,400	8.20	150,400	4.97
5	Pooja Pankaj Bansal	212,726	6.34	212,726	6.34	152,726	5.05
6	Nitu Goyal	156,600	4.66	156,600	4.66	156,600	5.18

The Company has not allotted any equity shares as fully paid up without payment being received in cash or as Bonus Shares or Bought back any equity shares.

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**Note : 11 Other Equity**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-19	As at 1-April-18
		₹.	₹.	₹.
1	Securities premium	6,680,000	6,680,000	-
2	Surplus (Profit & Loss Account)	(19,040,108)	(18,191,516)	(19,280,422)
3	Reserve Fund (As required by Section 45-IC of Reserve bank of India Act, 1934):	-	411,447	169,851
4	Other Comprehensive Income	(67,140)	(69,074)	5261
	<b>Total</b>	<b>(12,427,247)</b>	<b>(11,169,143)</b>	<b>(19,105,310)</b>

Note: Since Company has ceased to be NBFC under RBI. An amount of ₹ 411,447 Reserve fund as required by Section 45-IC of Reserve Bank of India, 1934 has been transferred to Reserves

**Note : 12 Other Current Liabilities**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-19	As at 1-April-18
		₹.	₹.	₹.
1	Statutory Dues	10,446	4,811	-
2	Others	84,592	20,000	26,000
	<b>Total</b>	<b>95,038</b>	<b>24,811</b>	<b>26,000</b>

**Note :13 Short term Provision**

Sr. No	Particulars	As at 31-Mar-20	As at 31-Mar-19	As at 1-April-18
		₹.	₹.	₹.
1	Provision for Std. Assets	-	460	1,461
	<b>Total</b>	<b>-</b>	<b>460</b>	<b>1,461</b>

**Note : 14 Revenue from operations**

Sr. No	Particulars	2019 - 20	2018 - 19
		₹.	₹.
1	Sale of Securities	341,293	2,252,752
2	Interest on Fixed Deposits	710,064	307,082
3	Consultancy Fees	820,000	2,570,000
4	Dividend	86,502	44,769
5	Other Operating Income	17,560	5,492
	<b>Total</b>	<b>1,975,419</b>	<b>5,180,095</b>

**Note: 15 Other Income**

Sr. No	Particulars	2019 - 20	2018 - 19
		₹.	₹.
1	Reversal of Provision for standard reserve	460	1,000
2	Interest received on IT refund	-	841
	<b>Total</b>	<b>460</b>	<b>1,841</b>

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**Note : 16 Change in Inventories**

<b>Sr. No</b>	<b>Particulars</b>	<b>2019 - 20</b>	<b>2018 - 19</b>
		₹.	₹.
1	Inventories at the beginning of the year	11,019,832	9,138,259
2	Inventories at the end of the year	7,490,734	11,019,832
	<b>Total</b>	<b>3,529,098</b>	<b>(1,881,573)</b>

**Note : 17 Employment Benefit Expenses**

<b>Sr. No</b>	<b>Particulars</b>	<b>2019 - 20</b>	<b>2018 - 19</b>
		₹.	₹.
1	Salaries	409,250	135,000
2	Staff Welfare	3,130	4,935
	<b>Total</b>	<b>412,380</b>	<b>139,935</b>

**Note : 18 Other Expenses**

<b>Sr. No</b>	<b>Particulars</b>	<b>2019 - 20</b>	<b>2018 - 19</b>
		₹.	₹.
1	Telephone Expenses	4,535	4,942
2	Printing & Stationary	18,900	22,000
3	Courier charges	23,400	24,080
4	Listing fees	300,000	430,000
5	Registrar & transfer Fees	64,264	72,480
6	Advertisement Expenses	13,320	10,185
7	Travelling & Conveyance	4,235	7,945
8	Auditors' Remuneration	35,000	20,000
9	Legal & professional fees	60,800	263,800
10	Miscellaneous Expenses	56,974	92,801
	<b>Total</b>	<b>581,428</b>	<b>948,233</b>



**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**Note : 19 Income Tax**

**A Tax expense recognised in the statement of Profit and Loss:**

Particulars	2019 - 20 (₹)	2018 - 19 (₹)
Current Tax	-	78,766

**B A reconciliation of income tax expense applicable to accounting profit before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as under:**

Particulars	2019 - 20 (₹)	2018 - 19 (₹)
Profit before tax	(2,573,030)	618,786
Enacted tax rate in India*	-	19.24%
	-	119,054
Disallowances		
Effects of exempt income	-	(8,614)
Effects on income not chargeble to tax	-	373
Reversal of provisions	-	(192)
Others	-	(31,855)
<b>Total</b>	-	78,766
Effective tax rate	NA	12.73%

\*( Minimum Alternate Tax)

**The movement in deferred tax assets/ liabilities during the year ended March 31, 2020**

	As at 1st April, 2018	Credit/ charge in Statement of Profit & Loss or through OCI	As at 31st March, 2019
	₹.	₹.	₹.
<b>Deferred Tax Asset / Liabilities</b>			
DTA on Carry forward loss from business		833,632	833,632
DTA on Depreciation		(102)	(102)
DTA on Investments		(43,048)	(43,048)
DTA on Inventories		8,628	8,628
<b>Total ( Net Deferred Tax Assets)</b>	-	<b>799,110</b>	<b>799,110</b>

	As at 1st April, 2019	Credit/ (charge) in Statement of Profit & Loss	As at 31st March, 2020
	₹.	₹.	₹.
<b>Deferred Tax Asset / Liabilities</b>			
Carry forward loss from business	833,632	704,403	1,538,035
Depreciation	(102)	(87)	(189)
Investments	(43,048)	225	(42,823)
Inventories	8,628	-	8,628
<b>Total</b>	<b>799,110</b>	<b>704,541</b>	<b>1,503,651</b>
MAT Credit Entitlement			608,226

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

The carrying amounts and fair values of financial instruments by category are as follows:

**Note 20: Financial Instruments**

**A. Categories of Financial Instruments**

Particulars	As at 31st March, 2020		As at 31st March, 2019		As at April 1, 2018	
	Carrying Values	Fair Value	Carrying Values	Fair Value	Carrying Values	Fair Value
	₹.	₹.	₹.	₹.	₹.	₹.
<b>Financial assets</b>						
<b>Measured at amortised cost:</b>						
Cash and cash equivalents	941,223	941,223	688,919	688,919	818,085	818,085
Bank Balance other than above	9,206,533	9,206,533	8,710,000	8,710,000	10,000	10,000
Loans	159,894	159,894	187,200	187,200	584,000	584,000
Other financial assets	429,065	429,065	276,825	276,825	383	383
Sub-total (A)	10,736,715	10,736,715	9,862,944	9,862,944	1,412,468	1,412,468
<b>Measured at fair value through other comprehensive income:</b>						
Investments	486,308	486,308	484,149	484,149	567,112	567,112
Sub-total (B)	486,308	486,308	484,149	484,149	567,112	567,112
<b>Total Financial assets (A+B)</b>	<b>11,223,023</b>	<b>11,223,023</b>	<b>10,347,093</b>	<b>10,347,093</b>	<b>1,979,580</b>	<b>1,979,580</b>
<b>Financial liabilities</b>	-	-	-	-	-	-

The carrying amount of cash and cash equivalents, other financial assets, other financial liabilities and trade payable are considered to be the same as their fair values due to their short term nature.

The management consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values

**Note 21 - Capital Management & Risk Management Strategy**

**A. Capital risk management**

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and maintain an optimal capital structure to reduce the cost of capital. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations.

The Company monitors Capital on the basis of following Debt Equity Ratio:

Particulars	As at 31-Mar-20	As at 31-Mar-19	As at 1-April-18
	₹.	₹.	₹.
<b>Net Debt</b>	-	-	-
Total Equity	21,145,753	22,403,857	11,127,690
<b>Total Debt to Total Equity</b>	-	-	-

Company believes in conservative leverage policy. Its debt equity ratio is lower than the industry average.

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**B. Risk management framework**

Board of Directors of the Company has developed and monitoring the Company's risk management policies. The Company has in place a Risk Management Policy to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through risk response strategies and mitigating actions.

**C. Financial risk management**

The Company is exposed to market risk, credit risk and liquidity risk which may adversely impact the fair value of it financial instruments. The Company's financial risk management policy is set and governed by overall direction of Board of Directors of the Company.

**The risk management policies aim to mitigate the following risks arising from the financial instruments**

**i. Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. Such changes in the values of financial instrument may result from changes in the interest rates and other market changes.

**ii. Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk as the Company does not have borrowings as at the respective reporting date.

**iii. Credit risk management**

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counter parties to mitigating the risk of financial loss from defaults. The Company maintains its cash & cash equivalents and deposits with banks having good reputation and high quality credit rating.

**iv. Liquidity Risk**

The Company needs to ensure that all times, it meets its payment obligations on time. The Company is debt free and has adequate liquidity, to meet its exigencies. These measures are considered by the management adequate to ensure that the Company is not exposed to any liquidity risk.

**v. Foreign currency risk management**

The Company's functional currency is Indian Rupees (INR). The Company does not have any foreign currency exposures.

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**Note 22 : First time adoption Ind AS Reconciliation**

**A Reconciliation of Equity as previously reported under Previous GAAP and that computed under Ind AS**

Particulars	Note No	As at 31-Mar-19	As at 1-April-18
		₹.	₹.
Total equity as per IGAAP		22,350,254	11,122,274
<b>Adjustment/ Impact : Gain/Loss</b>			
Valuation of Inventories at Fair value through Profit & Loss Ac	iii	122,677	155
		22,472,931	11,122,429
Other Comprehensive Income (net of tax)	i,ii	(69,074)	5,261
<b>Total equity as per INDAS</b>		<b>22,403,857</b>	<b>11,127,690</b>

**B Reconciliation between financial results as previously reported under Previous GAAP and that computed under Ind AS**

Particulars	Note No	2018-19
		₹.
Profit for year under previous GAAP		1,207,980
Fair Valuation of Inventory through Profit & Loss Ac	iii	165,570
Deferred Tax	iv	(43,048)
Fair Valuation of Investments	i	(74,335)
<b>Profit for the year under INDAS</b>		<b>1,256,167</b>

**(i) Fair valuation of investments:**

Equity investments have been measured at fair value through Other Comprehensive Income.

The difference between the fair value and previous GAAP carrying value on transition date has been recognized as an adjustment to opening retained earnings.

**(ii) Other comprehensive income:**

Under IND AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the statement of profit and loss as 'other comprehensive income' includes fair value gain or losses on FVTOCI equity instruments. The concept of other comprehensive income did not exist under previous GAAP

**(iii) Fair Valuation of Inventories**

Stock in Shares held for trading in inventories are valued at fair value. The difference between the fair value and previous GAAP carrying value on transition date has been recognized as an adjustment to opening retained earnings.

**(iv) Deferred tax as per balance sheet approach:**

Under previous GAAP, deferred tax was accounted using the income statement approach, on the timing differences between the taxable profit and accounting profits for the period. Under Ind AS, deferred tax is recognized following balance sheet approach on the temporary differences between the carrying amount of asset or liability in the balance sheet and its tax base. In addition, various transitional adjustments has also lead to recognition of deferred taxes on new temporary differences.

**Notes to the financial Statements as at and for the year ended 31st March, 2020**

**C. Statement of cash flows:**

The transition from Previous GAAP to IND AS has not had a material impact on the statement of cash flows.

**Effects of Ind AS adoption on Cash Flow Statement on 31st March, 2019**

Particulars	Amount as per previous IGAAP	IndAS Adjustment	Amount as per INDAS
	₹.	₹.	₹.
Net Cash from Operating Activities	(1,801,858)	-	(1,449,166)
Net Cash from Investing Activities	44,769	-	-
Net Cash from in Financing Activities	10,327,923	-	10,020,000
<b>Net Increase in Cash &amp; Cash Equivalents</b>	<b>8,570,834</b>		<b>8,570,834</b>

**Note 23: Earning per Share**

Particulars	As at March 31, 2020	As at March 31, 2019
<b>Profit for the year (As per Statement of Profit and Loss) (₹ )</b>	<b>(1,258,105)</b>	<b>1,256,167</b>
<b>Weighted average number of shares for calculating EPS</b>	<b>3357300</b>	<b>3357300</b>
<b>Earnings Per Share (Basic and Diluted) (Nominal value - Rs. 10 per share) (₹)</b>	<b>(0.37)</b>	<b>0.37</b>

**Note 24: Auditor Remuneration Includes:**

Particulars	2019-20	2018-19
	₹.	₹.
Statutory Audit fees	35,000	20,000
In other capacity	-	10,000
<b>Manage</b>	<b>35,000</b>	<b>30,000</b>

**Note 25: Disclosure on Related Party Transactions:**

Names of related parties and description of relationship and nature of transactions:

**Key Managerial Personnel**

Mr. R.D.Goyal - Whole Time Director (brother of Mr. D.K.Goyal, Director)

Mr. J.K Panchal - Whole Time Director & CFO

Mr. Mohd Shakeel Kayamkhani- Company Secretary & Compliance Officer

	Mr. R.D.Goyal		Mr. J.K Panchal	
	Director		Director	
	₹.	₹.	₹.	₹.
<b>Nature of Transactions</b>	<b>2019-20</b>	<b>2018-19</b>	<b>2019-20</b>	<b>2018-19</b>
Managerial Remuneration paid	181,125	-	181,125	-
Outstanding at year end	-	-	-	-

	Others	
	₹.	₹.
<b>Nature of Transactions</b>	<b>2019-20</b>	<b>2018-19</b>
Managerial Remuneration paid	45,000	135,000
Outstanding at year end	20,000	-

**Note 26:**

As Company's business activities fall within a single primary business segment, the disclosure requirements of Ind AS 108 are not applicable

**Note 27:**

The outbreak of COVID-19 pandemic across the globe and in India and consequential nationwide lock down since March 24, 2020, has caused a significant decline and volatility in the global as well as Indian financial markets and slowdown in the economic activities.

The Company has evaluated the impact of this pandemic on its business operations and based on its review and current indicators of future economic conditions, there is no significant impact on operations except for fair valuation of financial assets and inventories that are classified as Level 1 and Level 2 which has got impacted due to substantial fall in the market price of quoted shares in view of volatility in the stock markets.

**Note 28:**

The additional information pursuant to Schedule III to the Companies Act, 2013 are either Nil or Not Applicable.

Since the Company has ceased to be NBFC as such surplus fund if any of the business is being parked in bank deposits, interest thereon is credited to the Profit & Loss account as part of business income.

**Note 29:**

Previous year figures have been reclassified/regrouped, wherever necessary, to conform to current year's classification.

As per our report of even date attached

**For M/s B. K. G. & Associates**

Chartered Accountants.

Firm Reg. No.: 114852 (W)

CA B. K. Gupta

Partner

Membership No. : 040889

Place: Mumbai

Date : 22nd June, 2020

**For and on behalf of the Board**

D. K. Goyal

Director

(DIN : 00180212)

R. D.Goyal

Whole Time Director

(DIN : 00184667)

J. K. Panchal

Whole Time Director

& Chief Financial Officer

(DIN : 00180386)

CS Mohd. Shakeel. Kayamkhani

Company Secretary &

Compliance officer

**Parsharti Investment Limited**

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27, Raghunath Dadaji Street,  
Fort, Mumbai