



**Parsharti  
Investment Limited**

**26<sup>th</sup> ANNUAL REPORT 2017 - 2018**

**PARSHARTI INVESTMENT LIMITED**

**BOARD OF DIRECTORS**

Shri. Devendra Kumar Goyal  
Shri. Rameshwar Dayal Goyal  
Shri. Jitendra K. Panchal  
Shri. Amilesh Rai  
Shri. S Padmanabhan  
Smt. Saroj Narasimhan

Chairman  
Director  
Independent Director  
Independent Director  
Independent Director  
Independent Director

**AUDITORS**

**M/S. B.K.G. & Associates**  
Chartered Accountants.  
Mumbai

**BANKERS**

Bombay Mercantile Co-Operative Bank Ltd.

**REGISTERED OFFICE.**

3, National House, 1st Floor,  
27, Raghunath Dadaji Street,  
Fort, Mumbai - 400 001.  
Tel. No. : 022-2262 2675/2267 9029  
Fax No. : 022-4974 2005  
[www.parshartiinvestment.com](http://www.parshartiinvestment.com)

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**NOTICE**

Notice is hereby given that the Twenty Sixth Annual General Meeting ("**AGM**") of the members of **Parsharti Investment Limited**, will be held on Wednesday, 01<sup>st</sup> August, 2018 at 10.00 a.m. at Office No. 1, D-31, Yogi Prasad CHSL., Yogi Nagar, Eksar road, Borivali (West), Mumbai - 400 091 to transact with or without modification(s), as may be permissible the following business :-

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Financial Statement of the Company for the year ended 31st March, 2018, including the Audited Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss for the year ended on that date and reports of the Boards of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Rameshwar Dayal Goyal (DIN 00184667), who retires by rotation, and being eligible, offers himself for reappointment.
3. To ratify the appointment of Auditors and to fix their remuneration and in this regard pass with or without modification(s), the following Resolution as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (Including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable provisions if any, the Company hereby ratifies the appointment of M/s.B.K.G & Associates, Chartered Accountants (Firm Registration No. 114852W) as the Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting till Conclusion of the 27<sup>th</sup> Annual General Meeting of the Company at such remuneration to be decided by the Board of Directors in consultation with the said Auditors."

**SPECIAL BUSINESS**

4. To consider and Approve Issue, Offer and Allotment of Equity Shares to Promoter / Promoter Group on Preferential Basis:

To consider and if deemed fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** in accordance with the provisions of sections 42 and 62 and other applicable provisions, if any, of the Company Act, 2013 ("Act") and the rules made there under, including amendments thereof, The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("**SEBI (ICDR) Regulations**") and the Rules/ Regulations/ Guidelines, if any, prescribed by Securities and Exchange Board of India, the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, and in terms of the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Stock Exchanges and other authorities, if any, and subject to consents, permissions and sanctions of all concerned authorities, if any, to the extent required and subject to conditions and modifications as prescribed or imposed while according such consents, which may be considered appropriate by the Board of Directors of the Company and/ or duly authorized committee thereof ("Board") in its absolute direction, the consent of the shareholders be and is hereby accorded to the Board of Directors of the Company to issue, offer and allot, up to 3,34,000 equity shares of Rs.10/- each of the Company for cash, to following person belonging to the Promoter / Promoter Group (hereinafter referred to as the "**Allottees**" / "**Entities**" / "**Proposed Allottees**" / "**Proposed Entities**") at a price of Rs 30/- (Rupees Thirty Only) per equity share including premium of Rs 20/- (Rupees Twenty Only) per equity share, aggregating to Rs 1,00,20,000 (Rupees One Crore Twenty Thousand only) or at a price not lower than the minimum price to be calculated in accordance with the SEBI (ICDR) Regulations and on such term and conditions as may be decided by the Board including the terms of issues and to accept any modifications as SEBI, Stock Exchanges or such other appropriate authorities may impose at the time of approvals and as agreed to by the Board without being required to seek any further consent or approval of the Company in general meeting:

S. No.	Name of Entities along with PAN & Address	Maximum Number of Equity Shares	Category
1	Ravindra Kumar Goyal PAN: - AFAPG8226M Address:- 403-404, Paradise Park, Tagore Road, Anil Mehta Marg, Near Sarala Hospital, Santacruz (W), Mumbai- 400054	30,000	Promoter Group
2	Devendra Kumar Babulal Goyal PAN: - AAFPG0141B Address:- 403-404, Paradise Park, Tagore Road, Anil Mehta Marg, Near Sarala Hospital, Santacruz (W), Mumbai- 400054	1,19,000	Promoter
3	Usha Devendra Goyal PAN: - AACPG5201B Address:- 403-404, Paradise Park, Tagore Road, Anil Mehta Marg, Near Sarala Hospital, Santacruz (W), Mumbai- 400054	1,25,000	Promoter
4	Pooja Pankaj Bansal PAN: - ADUPG9733B Address:- 505, Sur Veena Saaz Bldg, Near Videocon Tower, Thakur Complex, Kandivali East, Mumbai- 400101	60,000	Promoter Group
	<b>Total</b>	<b>3,34,000</b>	

**RESOLVED FURTHER THAT:**

- i. In accordance with the SEBI (ICDR) Regulations, the entities shall pay on or before the date of issue and allotment of Equity Shares, an amount equivalent to 100% of the total consideration payable towards the Equity Shares.
- ii. The equity shares to be allotted shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company. The Equity Shares shall rank paripassu with existing equity shares of the Company in all respects.
- iii. Equity shares allotted in the terms of this resolution shall be subject to lock -in as per provisions of SEBI (ICDR) Regulation.
- iv. The board be and is hereby authorized to seek listing and trading of the equity shares issued on the Stock Exchanges where the equity shares of the Company are listed.
- v. The Board be and is hereby authorized to accept and effect any conditions and modifications as may be required by the agencies involved in such issues including but not limited to SEBI , RBI, Stock Exchange and/ or such other appropriate authorities.
- vi. The Equity Shares shall be issued and allotted by the Company to entities within a periods of 15 days from the date of receipt of shareholder's approval for the preferential issue of Equity Shares, provided that where the allotment of said Equity Shares is pending on account of pendency of approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds matters and things as may in its absolute direction deem necessary, desirable and expedient for such purpose, including without limitation, to issue and allot equity shares, issue clarifications, effecting any modifications or changes to the forgoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements documents (including for appointment of agencies, intermediaries and advisors for the issue), in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any approval of the shareholders of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue allotment of equity shares and utilization proceeds of the equity shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive in all respects.

**RESOLVED FURTHER THAT** the Company do make an application to the National Securities Depository Limited (NSDL) and the Central Depository Services Limited (CDSL) for admission of new equity shares issued on preferential basis, as and when required.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred by above resolutions to any Director or to any Committee of Directors or any other executive(s)/ officer(s) of the Company or any other person as the Board at its discretion deem appropriate, to do all such acts, deeds, matters and things as also to execute such documents, writings, etc as may be necessary to give effect to the aforesaid resolution."

**Notes:-**

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act) in respect of the business under 4 of the Notice, is annexed hereto.
2. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.
3. Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.
4. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
7. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number/ demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
8. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to Link Intime India Private Limited or to the registered office of the Company immediately.
10. The Register of Members and Shares Transfer Books of the Company will remain closed from Tuesday 24<sup>th</sup> July, 2018 to Wednesday, 01<sup>st</sup> August, 2018 (both days inclusive).

**VOTING THROUGH ELECTRONIC MEANS**

In compliance with the provisions Section 108 of the Companies Act, 2013 and with Rule 20 of the Companies (Management and Administration) Rule, 2014, as amended from time to time and Regulation 44 of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide Members facility to exercise their votes through 'remote e-voting (e-voting from a place other than venue of the AGM) for all the resolutions detailed in the Notice of the 26th Annual General Meeting scheduled to be held on Wednesday, 01st August, 2018. The Company has engaged the services of CDSL, as the authorized agency to provide the e-voting as per instructions below:

The Company has appointed Mr. B. Narasimhan proprietor of M/s B. N. & Associates, Company Secretaries as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM (including voting through Ballot form) in fair and transparent manner.

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

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

Kindly note that members can opt for only one form of voting i.e. either by Ballot Forms or through remote e-voting. If members are opting for remote e-voting then they should not vote by Ballot Forms and vice-versa.

However, in case of Members casting their vote both by Ballot Form and remote e-voting, then voting done through remote e-voting shall prevail and voting done by Physical Ballot shall be treated as invalid.

**The instructions for members for voting electronically are as under:-**

**In case of members receiving e-mail:**

- (i) The voting period begins on Saturday, 28th July, 2018 (9:00 A.M.) and ends on Tuesday, 31st July, 2018 (5:00 P.M.) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, 24th July, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iv) Click on Shareholders
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/ mail) in the PAN Field.</li> <li>● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</p>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for Parsharti Investment Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non - Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- (xx) A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to helpdesk.evoting@cdslindia.com.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- (B) The voting period begins on Saturday, 28th July, 2018 (9:00 A.M.) and ends on Tuesday, 31st July, 2018 (5:00 P.M.) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 24<sup>th</sup> July, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to helpdesk.evoting@cdslindia.com.

**General Instructions**

1. The Voting rights of shareholders shall be in proportion to their shares of paid-up equity share capital of the Company as on the cut-off date of Tuesday, 24<sup>th</sup> July, 2018.
2. A copy of this notice has been placed on the website of the company and the website of CDSL.
3. Mr. B Narasimhan Proprietor B.N. & Associates Practising Company Secretary (CP No.10440) has been appointed as the Scrutinizer for conducting the e-voting process and voting by physical ballot at the venue of the AGM in a fair and transparent manner.
4. The Scrutinizer shall after the voting at the venue of the AGM is complete, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a combined Scrutinizer's Report of the remote e-voting and voting by ballot at the meeting of the votes cast in favour or against, if any, and submit it forthwith to the Chairman.
5. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.parshartiinvestment.com](http://www.parshartiinvestment.com) and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.

For & on behalf of the Board

Place : Mumbai  
Date : 30<sup>th</sup> May, 2018

**D.K.Goyal**  
**DIN 00180212**  
**(Chairman)**



**ANNEXURE TO NOTICE**

**Explanatory Statement under Section 102(1) 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.4**

The Company proposes to issue and allot up to 3,34,000 Equity Shares to the entities being a part of Promoter / Promoter Group of the Company on a preferential basis. The disclosures in accordance with Companies Act, 2013 and the other disclosures as per the SEBI (ICDR) Regulations and other applicable provisions of law, in relation to the Special resolution set out in accompanying Notice are as follows:

**1. Object of the Preferential issue:**

In terms of the Regulatory Framework for Non Banking Financial Institution Company (**NBFC**) read with the notifications issued by the Reserve Bank of India (**RBI**), the required net owned funds (**Networth**) for an NBFC to commence or carry on the business of NBFC should be Rs. 200.00 lakhs.

As on March 31<sup>st</sup> 2018 the networth of our company is Rs. 111.22 lakhs. In order to meet the above mentioned RBI criteria, our Company proposes to issue 3,34,000 equity shares at a price of Rs. 30/- per share aggregating to Rs.100.20 lakhs under the preferential issue, thereby enhancing the networth to Rs. 211.42 lakhs.

**2. Total number of securities to be issued**

The Company proposes to issue and allot 3,34,000 equity shares to Promoter / Promoter Group entities viz; Ravindra Kumar Goyal, Devendra Kumar Babulal Goyal, Usha Devendra Goyal and Pooja Pankaj Bansal.

**3. Proposal or Intention of the promoters, directors or key management personnel to subscribe to the offer:**

The Promoter / Promoter Group entities as mentioned in point 2 above have vide their letter dated May 25th, 2018 addressed to the Company given their intention to subscribe to the proposed preferential issue.

Except the Promoter / Promoter Group entities as mentioned in point 2 above, none of the other Promoters, Directors, Key Managerial Personnel of the Company are subscribing to the Offer.

**4. The shareholding pattern before and after the preferential issue is given below:**

Sr. No.	Particulars	Pre-Preferential Issue		Post-Preferential Issue	
		No. of shares	%	No. of shares	%
(A)	Shareholding of Promoter and Promoter Group				
1	Indian				
(a)	Individual/HUF	13,79,187	45.63	17,13,187	51.03
(b)	Bodies Corporate	2,46,300	8.14	2,46,300	7.33
	<b>Sub- Total (A)(1)</b>				
2	Foreign Promoters				
(a)	Individual	0	0	0	0
(b)	Bodies Corporate	0	0	0	0
	<b>Sub-Total (A)(2)</b>				
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>16,25,487</b>	<b>53.77</b>	<b>19,59,487</b>	<b>58.36</b>
(B)	Non - Promoters' holding				
1	Institutional Investors	0	0	0	0
	<b>Sub-Total (B)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
2	Non-institutional Investors				
(a)	Private Bodies Corporate	1,27,323	4.21	1,27,323	3.79
(b)	Directors and Relatives	2,600	0.09	2,600	0.08
(c)	Indian Public	12,33,219	40.79	12,33,219	36.74
(d)	HUFs	15,171	0.50	15,171	0.45
(e)	Others (Including NRIs)	19,500	0.64	19,500	0.58
	<b>Sub-Total (B)(2)</b>	<b>13,97,813</b>	<b>46.23</b>	<b>13,97,813</b>	<b>41.64</b>
	<b>Total Shareholding of Non - Promoters' group (B)= (B)(1)+(B)(2)</b>	<b>13,97,813</b>	<b>46.23</b>	<b>13,97,813</b>	<b>41.64</b>
	<b>GRAND TOTAL (A)+(B)</b>	<b>30,23,300</b>	<b>100.00</b>	<b>33,57,300</b>	<b>100.00</b>

**5. Proposed time within which the Preferential issue shall be completed:**

The allotment of equity shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where allotment is pending on account of pendency of any approval from any regulatory authority/ body, the allotment shall be completed by the Company within a period of 15 days from the date of receipt of such approvals.

**6. Relevant Date:**

The "Relevant Date" for determining the minimum price for the preferential issue of the equity shares shall be July 2<sup>nd</sup> 2018 being the date 30 days prior to proposed date of Annual General Meeting.

**7. Pricing of the issue:**

As on the date of this notice, the equity shares of the Company are not frequently traded as defined in terms of Regulation 71(A) of SEBI (ICDR) Regulations. Accordingly, the proposed issue price has been determined considering the provisions of Regulation 76A of SEBI (ICDR) Regulations.

A valuation report dated May 30<sup>th</sup>, 2018 has been obtained from M/s. B.K.G. & Associates, being an independent chartered accountant (Firm Registration No- 114852 (W) having an experience of 30 years, where the book value of equity shares, comparable trading multiples & such other parameters as specified under Regulation 76A of SEBI (ICDR) Regulations have been taken into consideration. Based on the same, the fair value of the equity shares has been determined at Rs.9.10 per equity share.

The Company proposes to allot the equity shares at a price of Rs.30.00 per equity share (which is higher than fair value as certified by M/s. B.K.G. & Associates) to the Promoter / Promoter group entities who have consented to subscribe to the equity shares at the said price.

However, the information relating to the frequency in trading (whether frequently or infrequently as on the relevant date i.e July 02<sup>nd</sup>, 2018) would be tabled at the AGM. In case the same is found to be frequently traded as defined, the detailed information relating to pricing will be placed before the AGM.

**8. The class or classes of persons to whom the allotment is proposed to be made:**

The securities will be issued and allotted to Promoter / Promoter Group as indicated under point no 9 herein below.

**9. Identity of the proposed entities and percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the Company, consequent to the Preferential Issue:**

The proposed entities include individual forming the part of Promoter / Promoter Group category. The details of the same are as follows.

SN.	Name of Proposed entities(s)	Instrument	Pre Preferential holding		Proposed Preferential allotment	Post Preferential holding		Name of Ultimate Beneficial owner
			No. of Shares	%	No. of Shares	No. of Shares	%	
1	Ravindra Kumar Goyal	Equity shares	2,90,997	9.63	30,000	3,20,997	9.56	Not Applicable
2	Devendra Kumar Babulal Goyal	Equity shares	2,66,521	8.82	1,19,000	3,85,521	11.48	Not Applicable
3	Usha Devendra Goyal	Equity shares	1,50,400	4.97	1,25,000	2,75,400	8.20	Not Applicable
4.	Pooja Pankaj Bansal	Equity shares	1,52,726	5.05	60,000	2,12,726	6.34	Not Applicable
	<b>TOTAL</b>				<b>3,34,000</b>			

**10. Change in control, if any, in the Company that would occur consequent to the preferential offer:**

The proposed preferential allotment would not result in any change in the control over your company. There will not be any change in the management control or constitution of the Board of Directors subsequent to the allotment of equity shares on preferential basis.

**11. Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:**

No allotment(s) has been made on preferential basis from the beginning of the year to date of issuance of this notice.

**12. Lock in:**

- i) The equity shares being allotted to the proposed entities will be subject to "Lock-in" for a period of 3 years from the date of trading approval, as provided in the SEBI (ICDR) Regulations.
- ii) The entire pre-preferential allotment shareholding of the above entities shall be locked-in from the relevant date up to a period of six months from the date of trading approval as per Regulation 78(6) of the SEBI (ICDR) Regulations.

**13. Auditor' Certificate:**

The certificate from M/s. B.K.G. & Associates, Chartered Accountants, (Firm Reg No- 114852 (W) being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements of Chapter VII of the SEBI (ICDR) Regulations shall be available for inspection at the registered office of the Company up to the date of declaration of results.

**14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:**

Not applicable

**15. Undertaking by the Company for the re-computation of price:**

Not applicable, since the equity shares of the Company are listed at stock exchange for more than Six (6) months from the relevant date. Further, the Price is being fixed in accordance with Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 prior to the allotment of equity shares.

Except the proposed allottees viz Ravindra Kumar Goyal, Devendra Kumar Babulal Goyal, Usha Devendra Goyal and Pooja Pankaj Bansal and Rameshwar Dayal Goyal (who is a relative of all four proposed allottees), no Directors and Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

**16. Other disclosures:**

- Neither the Company nor any of its Promoters or Directors are willful defaulter.
- The Proposed Promoter / Promoter Group entities have not sold any equity shares during the six months preceding the Relevant Date

As it is proposed to issue equity shares on preferential allotment basis, the approval of the shareholders by way of a Special Resolution is required in terms of the applicable provisions of the Companies Act, 2013 and the SEBI (ICDR) Regulations. The Board of Directors of the Company believes that the proposed issue is in the best interest of the Company and its members and therefore recommends the Special Resolution for your approval.

For & on behalf of the Board

Place: Mumbai

Date: 30<sup>th</sup> May, 2018

**D.K.Goyal**  
**DIN 00180212**  
**(Chairman)**

**Registered Office**

3, National House, 1st Floor,  
27, Raghunath Dadaji Street,  
Fort, Mumbai - 400 001

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

Name Of the Director	Rameshwar Dayal Goyal
Directors Identification No	00184667
Date of Birth	08.04.1963
Qualification	B.Com , F.C.A.
Expertise in specific functional areas	Accounting, Finance & commercial matters.
List of Companies in which outside Directorship held as on 31.03.2018	1. Parmeshwar Paper Products Private Ltd 2. Parmeshwar Labels Private Ltd 3. Parmeshwar Stock Consultants Private Ltd
Chairman/Member of the Committees of other Companies on which he/she is a Member as on 31.03.2018	Nil
Number of equity shares held in the company	0

**DIRECTORS' REPORT**

To the Members,

Your Directors are pleased to present the Twenty Sixth Annual Report and Audited Accounts for the financial year ended 31st March, 2018.

**I. FINANCIAL RESULTS** (Rs. In Lakhs)

	Year Ended 31.03.2018	Year Ended 31.03.2017
Revenue From Operations	61.97	32.65
Other Income	-	-
Total Income from Operations	61.97	32.65
EBIDTA	4.70	5.99
Less: Depreciation	-	0.03
Interest	-	0.28
Taxation	0.82	1.07
Profit After Tax	3.88	4.61

**II. DIVIDEND**

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

**III. PERFORMANCE REVIEW**

For the financial year under review the company has attained a net profit of Rs. 3,87,807/- as against net profit Rs. 4,61,451/- in previous year. Despite volatility in the capital market and global outlook, the company is able to make a marginal profit during the year under operations.

**IV. PREFERENTIAL ISSUE**

As on March 31, 2018 the networth of our company is Rs. 111.22 lakhs. In order to meet the RBI criteria, your Company proposes to issue 3,34,000 equity shares at a price of Rs. 30/- per share including premium of Rs 20/-per equity share, aggregating to Rs.100.20 lakhs under the preferential issue to Promoter/Promoter group, thereby enhancing the networth to Rs. 211.42 lakhs.

Necessary Resolution is sent through notice for approval of the members in ensuing AGM.

**V. SUBSIDIARIES AND JOINT VENTURES**

The Company has no Subsidiary or Joint Venture.

**VI. RISK AND CONCERNS**

Company's performance is closely linked to Indian Capital Market & risks associated with market operations. The value of company's investments may be affected generally by factors affecting capital markets, such as price and volume volatility, interest rates, currency exchange rates, foreign investment, changes in government policy, political economic or other developments and the overall economic scenario. Company believes that the long term growth stories of India remains intact though there would be several short term upheavals like weakening of global sentiments, balance of payment and interest rates etc. Though these are softening in recent times and are expected to continue with the same trend, which would augurs well for the country. Our performance in the next fiscal year 2018-19 is subject to some of these factors on the Indian Capital Market.

**VII. 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.

**VIII. SEGMENT**

The primary segment of the company is investment in capital market & allied services.

**IX. 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.

**X. 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.

**XI. DIRECTORS**

Shri. Rameshwar Dayal Goyal, DIN - 00184667, 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.

**XII. 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 2018-19. The shares of the Company are traded at The Bombay Stock Exchange, (BSE) having nationwide terminals.

**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 31st March, 2018, 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 31st March, 2018 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. 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 31/03/2018.

**XV. 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.

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

In compliance with the provisions of Section 177(9) 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.

**XVII. 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

**XVIII. DEPOSITS**

The Company has not accepted any deposit during the current financial year.

**XIX. 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 25th AGM till the Conclusion of the 30th AGM, subject to them ratifying the said appointment at every AGM.

The company has received a confirmation from M/s B.K.G. & Associates, Chartered Accountants, to the effect that their appointment, if made, at the ensuing AGM would be in terms of section 139 and 141 of the Companies Act, 2013 and rules made thereunder. The board proposes to the member to ratify the said appointment of M/s B.K.G. & Associates, Chartered Accountants.

**2) Cost Auditors**

Being a finance Company it is not applicable.

**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. Kayamkhani & Associates, 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.

**XX. INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such control was tested and no reportable material weakness in the design or operation was observed.

**XXI. RELATED PARTY TRANSACTIONS**

There are materially no related party transactions made by the Company during the year.

**XXII. 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



**XXIII. RISK MANAGEMENT POLICY:**

The Company has a risk management policy, which from time to time, is reviewed by the Audit Committee of Directors as well as by the Board of Directors. The Policy is reviewed quarterly by assessing the threats and opportunities that will impact the objectives set for the Company as a whole. The Policy is designed to provide the categorization of risk into threat and its cause, impact, treatment and control measures.

**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. EXTRACT OF THE ANNUAL RETURN**

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

**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 31st March, 2018

**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, shareholders and employees and look forward to their continued support.

For & on behalf of the Board

Place : Mumbai  
Date : 30<sup>th</sup> May, 2018

**D.K.Goyal  
DIN 00180212  
(Chairman)**

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> March, 2018

[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,  
**PARSHARTI INVESTMENT LIMITED**  
[CIN: L65990MH1992PLC069958]  
3, NATIONAL HOUSE, 1ST FLOOR, 27,  
RAGHUNATH DADAJI STREET, FORT,  
MUMBAI - 400 001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **PARSHARTI INVESTMENT LIMITED**, a Non Banking Financial 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, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2018 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:

We 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, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under 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 (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (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 (Buyback 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;
  - (c) Shop & Establishment Act;

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.

We further report that

The Board of Director 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.

We further report that as section 203 of the Companies Act, 2013 the Company have not appointed any Key Managerial Personnel. However, as per the explanation given to us the Company has not appointed Company Secretary as the Company's Share Capital is less than Rs. 5.00 Cr.

We 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.

We 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 and on behalf of

**M.S. KAYAMKHANI & ASSOCIATES**  
Company Secretaries

Dated : 30<sup>th</sup> May, 2018  
Place : Mumbai

**MOHD SHAKEEL KAYAMKHANI**  
Proprietor  
ACS: 27495, COP: 11607

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.

'Annexure A'

To,  
The Members,  
**M/S. PARSHARTI INVESTMENT LIMITED**  
[CIN: L65990MH1992PLC069958]  
3, NATIONAL HOUSE, 1ST FLOOR, 27,  
RAGHUNATH DADAJI STREET, FORT,  
MUMBAI - 400 001

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes 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 a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained 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 and on behalf of  
M.S. KAYAMKHANI & ASSOCIATES  
Company Secretaries**

**Dated : 30<sup>th</sup> May, 2018  
Place : Mumbai**

**MOHD SHAKEEL KAYAMKHANI  
Proprietor  
ACS: 27495, COP: 11607**

FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN  
As on financial year ended on 31.03.2018

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

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	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, 1ST 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**

S. 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. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NIL				

**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 2017				Shareholding at the end of the year 2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>[1] Indian</b>									
(a) Individuals / HUF	1375885	0	1375885	45.51	1379187	0	1379187	45.62	0.11
(b) Central Government / State Government(s)	0	0	0	0	0	0	0	0	0
© Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
(d) Any Other (Specify)									
Bodies Corporate	246300	0	246300	8.15	246300	0	246300	8.15	0
Sub Total (A)(1)	1622185	0	1622185	53.66	1625487	0	1625487	53.77	0.11
<b>[2] 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
© 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)									
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)	1622185	0	1622185	53.66	1625487	0	1625487	53.77	0.11
<b>B. Public Shareholding</b>									
<b>[1] 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
© 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)									
(h) Insurance Companies 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

Category of Shareholders	Shareholding at the beginning of the year 2017				Shareholding at the end of the year 2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
[2] Central Government/ State Government(s)/ President of India Sub Total (B)(2)	0	0	0	0	0	0	0	0	0
[3] Non-Institutions									
(a) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh.	675094	393898	1068992	35.36	755196	430123	1185319	39.21	3.85
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	84854	61700	146554	4.85	25000	22900	47900	1.58	-3.27
(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 Non Resident Indians (Non Repat)	15151	0	15151	0.50	15171	0	15171	0.50	0.00
Other Directors Non Resident Indians (Repat)	500	0	500	0.02	0	0	0	0	-0.02
Clearing Member	2600	0	2600	0.09	2600	0	2600	0.09	0
Bodies Corporate	24	0	24	0	24	0	24	0	0
Sub Total (B)(3)	22830	0	22830	0.76	19476	0	19476	0.64	-0.12
Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	51064	93400	144464	4.78	33923	93400	127323	4.21	-0.57
Total (A)+(B)	852117	548998	1401115	46.34	851390	546423	1397813	46.23	0.11
C. Non Promoter-Non Public									
[1] Custodian/DR Holder	852117	548998	1401115	46.34	851390	546423	1397813	46.23	0.11
[2] Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	2474302	548998	3023300	100	2476877	546423	3023300	100	0
Total (A)+(B)+(C)	0	0	0	0	0	0	0	0	0



(ii) Shareholding of Promoter

SN.	Shareholder's Name	Shareholding at the beginning of the year - 2017			Shareholding at the end of the year - 2018			% change in Share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	RAVINDRA KUMAR GOYAL	290997	9.63	0.00	290997	9.63	0.00	0.00
2	DEVENDRA KUMAR BABULAL GOYAL	266521	8.82	0.00	266521	8.82	0.00	0.00
3	DHANANJAY FINANCIAL SERVICES PVT. LTD	246200	8.14	0.00	246200	8.14	0.00	0.00
4	NITU MOHAN GOYAL	156600	5.18	0.00	156600	5.18	0.00	0.00
5	HITSHARAN BABULAL GOYAL	150500	4.98	0.00	150500	4.98	0.00	0.00
6	USHA DEVENDRA GOYAL	150400	4.97	0.00	150400	4.97	0.00	0.00
7	RADHA HITSHARAN GOYAL	150000	4.96	0.00	150000	4.96	0.00	0.00
8	POOJA PANKAJ BANSAL	149467	4.94	0.00	152726	5.05	0.00	0.11
9	BABULAL MISTRILAL GOYAL	50101	1.66	0.00	50101	1.66	0.00	0.00
10	V K GOYAL HUF	5000	0.17	0.00	5000	0.17	0.00	0.00
11	RAMESHWAR DAYAL GOYAL HUF	4500	0.15	0.00	4500	0.15	0.00	0.00
12	MOHAN GOYAL	1300	0.04	0.00	1300	0.04	0.00	0.00
13	CREST CAPITAL SERVICES PVT LTD	100	0.00	0.00	100	0.00	0.00	0.00
14	D K GOYAL HUF	499	0.02	0.00	542	0.02	0.00	0.00
	Total	1622185	53.66	0.00	1625487	53.77	0.00	0.11

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

SN.	Name & Type of Transaction	Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding during the year - 2018	
		No. of shares	% of total shares of the Company	Date of Transactions	No. of shares	No. of shares	% of total shares of the Company
1	RAVINDRA DEVENDRA GOYAL AT THE END OF THE YEAR	290997	9.63			290997	9.63
2	DEVENDRA KUMAR BABULAL GOYAL AT THE END OF THE YEAR	266521	8.82			266521	8.82
3	DHANANJAY FINANCIAL SERVICES PVT. LTD. AT THE END OF THE YEAR	246200	8.14			246200	8.14
4	NITU MOHAN GOYAL AT THE END OF THE YEAR	156600	5.18			156600	5.18
5	HITSHARAN BABULAL GOYAL AT THE END OF THE YEAR	150500	4.98			150500	4.98
6	USHA DEVENDRA GOYAL AT THE END OF THE YEAR	150400	4.97			150400	4.97
7	RADHA HITSHARAN GOYAL AT THE END OF THE YEAR	150000	4.96			150000	4.96
8	POOJA PANKAJ BANSAL Transfer	149467	4.94	14 Apr 2017	62	149529	4.95
	Transfer			21 Apr 2017	120	149649	4.95

SN.	Name & Type of Transaction	Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding during the year - 2018	
		No. of shares	% of total shares of the Company	Date of Transactions	No. of shares	No. of shares	% of total shares of the Company
	Transfer			28Apr 2017	156	149805	4.96
	Transfer			05 May 2017	50	149855	4.96
	Transfer			12 May 2017	123	149978	4.96
	Transfer			19 May 2017	269	150247	4.97
	Transfer			26 May 2017	90	150337	4.97
	Transfer			02 Jun 2017	60	150397	4.97
	Transfer			09 Jun 2017	83	150480	4.98
	Transfer			16 Jun 2017	151	150631	4.98
	Transfer			23 Jun 2017	45	150676	4.98
	Transfer			30 Jun 2017	17	150693	4.98
	Transfer			07 Jul 2017	249	150942	4.99
	Transfer			14 Jul 2017	121	151063	5.00
	Transfer			21 Jul 2017	251	151314	5.00
	Transfer			28 Jul 2017	497	151811	5.02
	Transfer			04 Aug 2017	915	152726	5.05
	AT THE END OF THE YEAR					152726	5.05
9	BABULAL MISTRILAL GOYAL AT THE END OF THE YEAR	50101	1.66			50101	1.66
10	V K GOYAL HUF AT THE END OF THE YEAR	5000	0.17			5000	0.17
11	RAMESHWAR DAYAL GOYAL AT THE END OF THE YEAR	4500	0.15			4500	0.15
12	MOHAN GOYAL AT THE END OF THE YEAR	1300	0.04			1300	0.04
13	D K GOYAL HUF Transfer	499	0.02	16 Jun 2017	43	499	0.02
	AT THE END OF THE YEAR					542	0.02
14	CREST CAPITAL SERVICES PVT LTD AT THE END OF THE YEAR	100	0.00			100	0.00
		100	0.00			100	0.00

(iv) Shareholding Pattern of Top Ten Shareholders  
(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN.	Name & Type of Transaction	Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding during the year - 2018	
		No. of shares	% of total shares of the Company	Date of Transactions	No. of shares	No. of shares	% of total shares of the Company
1	INNOVATIVE PRINT-FORMS LTD AT THE END OF THE YEAR	91900	3.04			91900	3.04
2	LALITA JAIN	27754	0.92			27754	0.92
	Transfer			18 Aug 2017	(299)	27455	0.91
	Transfer			25 Aug 2017	(6620)	20835	0.69
	Transfer			01 Sep 2017	(4053)	16782	0.56
	Transfer			08 Sep 2017	(3600)	13182	0.44
	Transfer			15 Sep 2017	(340)	12842	0.42
	Transfer			22 Sep 2017	(4)	12838	0.42
	Transfer			27 Oct 2017	(1250)	11588	0.38
	Transfer			05 Jan 2018	(500)	11088	0.37
	Transfer			12 Jan 2018	(4000)	7088	0.23
	Transfer			19 Jan 2018	(811)	6277	0.21
	Transfer			02 Feb 2018	(803)	5474	0.18
	Transfer			23 Feb 2018	(200)	5274	0.17
	Transfer			02 Mar 2018	(100)	5174	0.17
	Transfer			16 Mar 2018	(1900)	3274	0.11
	AT THE END OF THE YEAR					3274	0.11
3	DEEPAK NYALCHAND ABHANI AT THE END OF THE YEAR	25000	0.83			25000	0.83
4	DILIPKUMAR R PATEL AT THE END OF THE YEAR	22900	0.76			22900	0.76
5	SUSHAMA CHAUDHARY AT THE END OF THE YEAR	20000	0.66			20000	0.66
6	VIJAY PANDURANG SONDKAR AT THE END OF THE YEAR	15800	0.52			15800	0.52
7	UPSURGE INVESTMENT & FINANCE LTD AT THE END OF THE YEAR	12980	0.43			12980	0.43
8	MAHESH MANSUKHLAL CHOKSEY AT THE END OF THE YEAR	12100	0.40			12100	0.40
9	TARUN KUMAR SHARMA AT THE END OF THE YEAR	12000	0.40			12000	0.40
10	CHANDRAKANT G MEHTA AT THE END OF THE YEAR	11000	0.36			11000	0.36
11	BHAGWAN GULAB WADHWANI	0	0				
	Transfer			01 Sep 2017	9323	9323	0.31
	Transfer			08 Sep 2017	5275	14598	0.48
	AT THE END OF THE YEAR					14598	0.48
12	JAINAM SHARE CONSULTANTS PVT LTD	10411	0.34				
	Transfer			19 Jan 2018	2100	2100	0.41
	AT THE END OF THE YEAR					12511	0.41

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
Indebtedness 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	-	-	-	-
Indebtedness at the end 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>	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rs./Lakhs)
	Name			
	Designation			
1	Gross salary			
	(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)	-	-	-
	Ceiling as per the Act			

**B. Remuneration to other Directors**

SN.	Particulars of Remuneration	Name of Directors			Total Amount (Rs./Lakhs)
1	Independent 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 (Rs./Lakhs)
	Name				
	Designation	CEO	CFO	CS	
1	Gross salary	-	-	-	-
	(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	-	-	-	-

**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 Compounding			NIL		
<b>B. DIRECTORS</b>					
Penalty Punishment Compounding			NIL		
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty Punishment Compounding			NIL		

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

**Annexure 3**

**Trends and developments:**

Your company has registered a profit of Rs. 3,87,807/- during the financial year under review against a profit of Rs. 4, 61,451/- in previous year. Your company is constantly trying alternate avenues of business viz. financial / management consultancy which will improve the performance of your company besides Strategic Investment. The company expects current year to be better mainly because Indian economy is expected to grow further and inclusion of more services in the portfolio of the company.

**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.

**Risk and concerns:**

Your company being an Investment / Finance Company is primarily exposed to various risks relating to financing which includes the volatile stock market, interest rate risk, and change in government policies liquidity risk and last but not least is the competition risk.

For and on behalf of the board

Place : Mumbai  
Date : 30<sup>th</sup> May, 2018

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

**Independent Auditor's Report**

To  
The Members,  
Parsharti Investment Limited  
Mumbai.

**Report on the Financial Statements**

We have audited the accompanying financial statements of **PARSHARTI INVESTMENT LIMITED**, which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under, and the order under Section 143(11) of the Act.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2018;
- b) in the case of the Profit and Loss Account, of the profit for the year ended on that date;
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e. On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any outstanding long-term contracts including derivative contracts as at March 31, 2018 for which there were any material foreseeable losses; and
    - iii. As at March 31, 2018 there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**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 : 30<sup>th</sup> May 2018



**'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>, 2018.**

On the basis of such checks as were considered appropriate and according to the information and explanations given to us during the course of audit, we state that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) Fixed assets have been physically verified by the management during the year. The frequency of verification is considered reasonable, having regards to the size of the company and the nature of its asset. No material discrepancies were identified on such verification.
- (c) 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.
- (ii) The Inventory has been physically verified during the year by the management at reasonable intervals. No discrepancies were noticed on such verification.
- (iii) According to the information and explanation to us, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, in respect of loans, investment, grantees, securities the provision of section 185 and 186 of the Companies Act of 2013 have been complied with.
- (v) No deposits within the meaning of Sections 73 to 76 of the Act and rules framed there under have been accepted by the Company. Hence, the provisions of clause (v) of the Paragraph 3 of the Order are not applicable to the Company.
- (vi) To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under section 148 (1) of the Act in respect of activities undertaken by the Company during the year.
- (vii) (a) According to the books of account and records as produced and examined by us in accordance with the generally accepted auditing practices in India, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of provident fund, employees state insurance, income tax, wealth tax, service tax, sales tax, customs duty, excise duty, value added tax, cess and other statutory dues applicable to the Company with appropriate authorities. According to the information and explanation given to us, no undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.
- (b) On the basis of our examination of the documents and records, the company does not have any disputed statutory liabilities.
- (viii) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to the financial institution or bank or debenture holders.

- (ix) The Company has not raised any money by way of public issue or further public offer and term loans during the year. Hence, the provisions of clause (ix) of the Paragraph 3 of the Order are not applicable to the Company.
- (x) During the course of our examination of the books of account and records of the company carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.
- (xi) According to the information and explanations given to us, the company has not paid any managerial remuneration during the year.
- (xii) The Company is not a Nidhi Company. Hence, the provisions of clause (xii) of the Paragraph 3 of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to us, there is no transaction with related parties as specified in section 177 and 188 of the Companies Act, 2013.
- (xiv) According to the information and explanation given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The Company is a Non-Banking Financial Company duly registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**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: 30<sup>th</sup> May, 2018

**'ANNEXURE B' TO THE INDEPENDENT AUDITORS' REPORT**

**REFERRED TO IN PARAGRAPH 2(f) 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>, 2018.**

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

We have audited the internal financial controls over financial reporting of PARSHARTI INVESTMENT LIMITED ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by the Institute of Chartered Accountants of India and specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in

accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**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: 30<sup>th</sup> May, 2018

**Balance Sheet as at 31<sup>st</sup> March, 2018**

Particulars	Note No.	2017-18 (₹)	2016-17 (₹)
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	1	30,233,000	30,233,000
(b) Reserves and Surplus	2	(19,110,726)	(19,498,533)
(c) Money received against share warrants			
(2) Share application money pending allotment			
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings	3	-	-
(b) Trade payables			
(c) Other current liabilities	4	26,000	410,090
(d) Short-term provisions	5	191,006	113,137
<b>Total</b>		<b>11,339,280</b>	<b>11,257,694</b>
<b>II.Assets</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	6	1	1
(ii) Intangible assets			
(iii) Capital work-in-progress			
(iv) Intangible assets under development			
(b) Non-current investments	7	561,851	460,664
(c) Deferred tax assets (net)			
(d) Long term loans and advances			
(e) Other non-current assets			
<b>(2) Current assets</b>			
(a) Current investments			
(b) Inventories	8	9,138,104	7,802,439
(c) Trade receivables	9	-	-
(d) Cash and cash equivalents	10	828,085	624,253
(e) Short-term loans and advances	11	584,000	2,271,383
(f) Other current assets	12	227,240	98,954
<b>Total</b>		<b>11,339,280</b>	<b>11,257,694</b>

**NOTES TO ACCOUNTS**

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 : 30th May, 2018

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**D.K. Goyal**

(DIN : 00180212)

Chairman

**R.D. Goyal**

(DIN : 00184667)

Director

**Amilesh Rai**

(DIN : 00180419)

Director

**Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2018**

	Particulars	Note No.	2017-18 (₹)	2016-17 (₹)
I.	Revenue from operations	13	6,196,591	3,265,914
II.	Other Income			
III.	Total Revenue (I +II)		<b>6,196,591</b>	<b>3,265,914</b>
IV.	Expenses:			
	Cost of materials consumed		-	-
	Purchase of Stock-in-Trade		6,473,013	2,736,448
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	14	(1,335,665)	(544,572)
	Employee benefit expense	15	51,364	26,394
	Financial costs	16	-	27,567
	Depreciation and amortization expense	17	-	2,735
	Other expenses	18	537,613	442,754
	Provision For Standard Reserve		-	5,700
	<b>Total Expenses</b>		<b>5,726,325</b>	<b>2,697,026</b>
V.	Profit before exceptional and extraordinary items and tax (III- IV)		<b>470,266</b>	<b>568,888</b>
VI.	Exceptional Items		-	-
VII.	Profit before tax (V- VI)		<b>470,266</b>	<b>568,888</b>
VIII.	Tax expense:			
	(1) Current tax		82,109	107,437
	(2) Tax for earlier year		350	-
IX.	Profit(Loss) for the Year (VII - VIII)		<b>387,807</b>	<b>461,451</b>
X.	Earning per equity share:			
	(1) Basic		<b>0.13</b>	<b>0.15</b>
	(2) Diluted		<b>0.13</b>	<b>0.15</b>

**NOTES TO ACCOUNTS**

18

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 : 30th May, 2018

**D.K. Goyal**

(DIN : 00180212)

**Chairman**

**R.D. Goyal Director**

(DIN : 00184667)

**Director**

**Amilesh Rai**

(DIN : 00180419)

**Director**

**CASH FLOW STATEMENT PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT**

	For the year ended 31.3.2018 (₹)	For the year ended 31.3.2017 (₹)
<b>A Cash Flow from Operating Activities</b>		
Net Profit / (Loss) Before Tax & Extraordinary Items	470,266	568,888
Adjustment for :		
Depreciaton	-	2,735
Dividend Received	(40,379)	(13,342)
Interest Income	50,346	(236,163)
Interest Expenses & Financial Charges	-	27,567
<b>Operating Profit / (Loss) Before Working Capital Charges</b>	<b>480,234</b>	<b>349,685</b>
Adjustment for :		
Trade & Other Receivables	-	-
Inventories	(1,335,665)	(544,572)
Loans & Advances	1,559,097	425,037
Other Current Liabilities	(384,090)	321,132
Short Term Provision	77,869	(236,863)
<b>Cash Generated from Operations</b>	<b>397,445</b>	<b>314,419</b>
Income Tax	(82,109)	(107,437)
Provision for tax for earlier year	(350.00)	-
<b>Net Cash from Operating Activities - (A)</b>	<b>314,986</b>	<b>206,982</b>
<b>B Cash Flow from Investing Activities :</b>		
Sale of Investement	(101,187)	1
Profit on sale of Investment	-	-
Dividend Income	(40,379)	(13,342)
Purchase of investment	-	-
<b>Net Cash from Investing Activities - (B)</b>	<b>(60,808)</b>	<b>(13,343)</b>
<b>C Cash Flow from Financing Activities</b>		
Sale of Machinery	-	-
Interest Expenses & Financial Charges	-	(27,567)
Interest Received	(50,346)	236,163
<b>Net Cash from in Financing Activities - (C)</b>	<b>(50,346)</b>	<b>208,596</b>
<b>Net Increase in Cash &amp; Cash Equivalents - (A+B+C)</b>	<b>203,832</b>	<b>428,921</b>
<b>Cash &amp; Cash Equivalents as at the beginning</b>	<b>624,254</b>	<b>195,332</b>
<b>Cash &amp; Cash Equivalents as at the end</b>	<b>828,086</b>	<b>624,254</b>

**NOTES TO ACCOUNTS**

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 : 30<sup>th</sup> May, 2018

18

**D.K. Goyal**

(DIN : 00180212)

**Chairman**

**R.D. Goyal**

(DIN : 00184667)

**Director**

**Amilesh Rai**

(DIN : 00180419)

**Director**

**Notes Forming Part of the Balance Sheet as at 31<sup>st</sup> March, 2018**

**Note : 1 Share Capital**

Particulars	2017-18		2016-17	
	Number	(₹)	Number	(₹)
<b>AUTHORIZED CAPITAL</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	5,000,000	50,000,000
<b>ISSUED , SUBSCRIBED &amp; PAID UP CAPITAL</b>				
Equity Shares of Rs.10/- each, Fully paid up	3,023,300	30,233,000	3,023,300	30,233,000
<b>Total</b>	<b>3,023,300</b>	<b>30,233,000</b>	<b>3,023,300</b>	<b>30,233,000</b>

**Note : 1.1 Reconciliation of the number of shares outstanding at the beginning and at the end of year**

Particulars	2017-18		2016-17	
	Number	(₹)	Number	(₹)
Shares Outstanding at the beginning of the year	3,023,300	30,233,000	3,023,300	30,233,000
Add: Shares Issued during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares Outstanding at the end of the year	3,023,300	30,233,000	3,023,300	30,233,000

**Note : 1.2 Disclosure of shareholders holding more than 5% of the aggregate shares in the company**

Sr.No.	Particulars	2017-18		2016-17	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Ravindra K. Goyal	290,997	9.63	290,997	9.63
2	Devendra Kumar Goyal	266,521	8.82	266,521	8.82
3	Dhananjay Financial Services P. Ltd	246,200	8.14	246,200	8.14
4	Nitu Goyal	156,600	5.18	156,600	5.18
5	Pooja Pankaj Bansal	152,726	5.05	149,467	4.94

**Note : 1.3**

The company has only one Class of Equity shares having par value of ` 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.



**Notes Forming Part of the Balance Sheet as at 31<sup>st</sup> March, 2018**

**Note : 2 Reserve & Surplus**

<b>Sr. No.</b>	<b>Particulars</b>	<b>2017-18 (₹)</b>	<b>2016-17 (₹)</b>
1	Surplus (Profit & Loss Account)	(19,590,823)	(19,959,984)
2	Profit/ (Loss) during the year 387807		
	Less: Transferred to Reserve Fund (77561)	310,246	369,161
3	Reserve Fund (As required by Section 45-IC of Reserve bank of India Act, 1934):		
	Balance as at the Beginning of the year	92,290	-
	Add: Current year transfer from statement in profit & loss	77,561	92,290.00
	Balance as at the end of the year	<b>169,851</b>	<b>92,290.00</b>
	<b>Total</b>	<b>(19,110,726)</b>	<b>(19,498,533)</b>

**Note : 3 Short Term Borrowings**

<b>Sr. No.</b>	<b>Particulars</b>	<b>2017-18 (₹)</b>	<b>2016-17 (₹)</b>
1	Bank OD against F.D	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>

**Note : 4 Other Current Liabilities**

<b>Sr. No.</b>	<b>Particulars</b>	<b>2017-18 (₹)</b>	<b>2016-17 (₹)</b>
1	Auditor Remuneration Payable	20,000	10,000
2	Sushil Financial Services Pvt. Ltd.	-	388,340
3	Baxi Shah & Associates	6,000	6,000
4	CDSL Ltd	-	5,750
	<b>Total</b>	<b>26,000</b>	<b>410,090</b>

**Note : 5 Short Term Provision**

<b>Sr. No.</b>	<b>Particulars</b>	<b>2017-18 (₹)</b>	<b>2016-17 (₹)</b>
1	Provision for Income Tax for AY 2018-19	82,109	-
2	Provision for Income Tax for AY 2017-18	107,437	107,437
3	Provision for Std. Assets	1,460	5,700
	<b>Total</b>	<b>191,006</b>	<b>113,137</b>

Notes 6  
Fixed Assets  
Notes Forming Part of the Balance Sheet as at 31<sup>st</sup> March, 2018

Sr. No.	Particulars	Rate	Gross Block			Depreciaton			Net Block			
			Value at the beginning ₹	Addition during the year ₹	Deducton during the year ₹	Value at the end ₹	Value at the beginning ₹	Addition during the year ₹	Deducton during the year ₹	WDV as on 31.03.2018 ₹	WDV as on 31.03.2017 ₹	
I	Tangible Assets											
1	Office Equipment	4.75	244,820	-	-	244,820		244,819	-		1	1
	<b>TOTAL (Current Year)</b>		244,820	-	-	244,820		244,819	-		1	1
	<b>Total (Previous year)</b>		244,820	-	-	244,820	242,084	2,735	-	244,819	1	2,736

Note : 7 Non Current Investment

Sr. No	Particulars	2017-18 Quantity	2016-17 Quantity	2017-18 ₹	2016-17 ₹
	<b>Investment in Equity Instrument</b>				
	<b>Unquoted and Fully Paid Equity Shares</b>				
	Bombay Mercantile	300	300	6100	6100
	<b>Total (A)</b>			<b>6,100</b>	<b>6,100</b>
	Quoted and Fully Paid Equity Shares				
	Bajaj Hindustan	-	200	-	38185
	Bosch Limited	11	8	199584	40441
	Dhanlaxmi Bank	-	1,000	0	165437
	Emco Ltd	-	1,000	0	93166
	MRF Ltd	5	5	356167	30787
	New Delhi Television	-	500	-	86548
	<b>Total (B)</b>			<b>555751</b>	<b>454564</b>
	<b>Total (A+B)</b>			<b>561,851</b>	<b>460,664</b>

Aggregate Value of Quoted Investment  
At Cost 555,751 454,564  
at Market Value 561,012 580,316

Notes Forming Part of the Balance Sheet as at 31<sup>st</sup> March, 2018

**Note : 8 Inventories**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	Stock-in-Trade	9,138,104	7,802,439
	<b>Total</b>	<b>9,138,104</b>	<b>7,802,439</b>

**Note : 9 Trade Receivables**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	Unsecured Outstanding for a period more than six months from the date they are due for payment Considered Good Considered Doubtful	- - - -	- - - -
	Less: Provision for Doubtful Debts	-	-
	<b>Sub Total (A)</b>	-	-
2	<b>Other Debts: Considered Good (B)</b>	-	-
	<b>Total</b>	-	-

**Note: 10 Cash & Cash Equivalent**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	<b>Cash-in-Hand</b> Cash Balance <b>Sub Total (A)</b>	1,623 <b>1,623</b>	83,768 <b>83,768</b>
2	<b>Bank Balance</b> With Schedule Bank in Current accounts- Bombay Mercantile Bank With Schedule Bank in Fixed Deposit	816,462 10,000	488,990 51,496
	<b>Sub Total (B)</b>	<b>826,462</b>	<b>540,486</b>
	<b>Total [ A + B ]</b>	<b>828,085</b>	<b>624,253</b>

**Note : 11 Short Terms Loans and Advances**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	Loans & Advances to related parties a) Secured, Considered Good : b) Unsecured, Considered Good : c) Doubtful	- - -	- - -
2	Others d) Secured, Considered Good:	584,000	2,271,383
	<b>Total</b>	<b>584,000</b>	<b>2,271,383</b>

**Note : 12 Other Current Assets**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	Interest Receivable on FDR	383	25,304
2	T.D.S Receivable AY 2017-18	73,650	73,650
3	Self Assessment tax AY 2017-18	40,000	-
4	T.D.S Receivable AY 2018-19	53,738	-
5	Advance Tax AY 2018-19	50,000	-
6	GST Input Tax Credit	9,469	-
	<b>Total</b>	<b>227,240</b>	<b>98,954</b>

**Notes Forming Part of the Statement of Profit & Loss for the year ended 31st March 2018**

**Note : 13 Revenue from operations**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	Sale of Securities	5,464,722	2,481,409
2	Interest on loan	47,834	236,163
3	FDR int recd	2,512	-
4	Long Term Capital Gain	116,905	-
5	Dividend	40,379	13,342
6	Consultancy Fees	520,000	535,000
7	Reversal of Provision for standard reserve	4,240	-
	<b>Total</b>	<b>6,196,591</b>	<b>3,265,914</b>

**Note : 14 Change in Inventories**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	Opening Stock	7,802,439	7,257,867
2	Less: Closing Stock	9,138,104	7,802,439
	<b>Total</b>	<b>(1,335,665)</b>	<b>(544,572)</b>

**Note :15 Employee Benefit Expenses**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	Salaries	48,000	25,354
2	Staff Welfare	3,364	1,040
	<b>Total</b>	<b>51,364</b>	<b>26,394</b>

**Note :16 Financial Cost**

Sr. No.	Particulars	2017-18 ₹	2016-17 ₹
1	Interest on Bank Overdraft		337
2	Interest on income tax		27,230
	<b>Total</b>	<b>-</b>	<b>27,567</b>

**Note : 17 Depreciation & Amortised Cost**

<b>Sr. No</b>	<b>Particulars</b>	<b>2017-18 ₹</b>	<b>2016-17 ₹</b>
1	Depreciation		2,735
	<b>Total</b>		<b>2,735</b>

**Note : 18 Other Expenses**

<b>Sr. No.</b>	<b>Particulars</b>	<b>2017-18 ₹</b>	<b>2016-17 ₹</b>
1	Bank Charges & Commission	852	1,546
2	Telephone Expenses	5,300	1,544
3	Printing & Stationary	23,220	25,350
4	Courier charges	27,538	25,819
5	Listing fees	287,500	229,000
6	Registrar & transfer Fees	37,642	50,524
7	Advertisement Expenses	10,092	9,840
8	Travelling & Conveyance	19,128	7,080
9	Auditors' Remuneration	20,000	10,000
10	Legal & professional fees	69,900	36,900
11	Miscellaneous Expenses	36,441	45,150
	<b>Total</b>	<b>537,613</b>	<b>442,754</b>

**SCHEDULE - 18: NOTES TO ACCOUNTS:**

**1 Significant Accounting Policies Followed:**

**a) Basis of Preparation of Financial Statement**

The financial statement of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply with all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention.

**b) Use of Estimates**

The preparation of the financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenue and expenses during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**c) Accounting of Income/Expenditure**

All Income/Expenditure items having a material bearing on the financial statements are recognized on accrual basis, unless otherwise stated.

**d) All the assets and liabilities have been classified as current or non-current as per schedule III to the Companies Act 2013**

Normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013. Based on the nature of business operations, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

**e) Fixed Assets**

Fixed Assets have been carried at historical cost less accumulated depreciation.

**f) Depreciation**

Depreciation on assets is provided by the Straight Line Method (SLM) as per the provisions of Part B of Schedule II of the Companies Act, 2013.

**g) Investments**

Long Term Investments have been shown at cost price.

**h) Stock in Trade**

Stock in Trade is valued at cost or Market value whichever is lower

**2 Auditor Remuneration Includes:**

Particulars	2017-18 ₹	2016-17 ₹
Statutory Audit fees	20,000.00	10,000.00
Tax Audit fees	-	-
In other capacity	-	-
<b>Total</b>	<b>20,000.00</b>	<b>10,000.00</b>

- 3** No deferred tax assets is recognized in pursuance to Para 17 of the Accounting Standard 22 "Accounting for taxes on income" issued by the Institute of Chartered Accountants of India, for unabsorbed depreciation and carry forward of losses of earlier years. The company is not certain that sufficient future taxable income will be available against which such deferred tax assets could be realized.

**4 Earnings Per Share**

Particulars	2017-18	2016-17
Profit After Tax	₹ 387,807	₹ 461,451
Weighted Average Number of Equity Shares	3,023,300	3,023,300
Nominal Value per share in `	₹ 10	₹ 10
Basic and Diluted Earning Per Share in `	₹ 0.13	₹ 0.15

- 5** There is no Related party Transaction made during the financial year as required by Accounting Standard 18, "Related party Disclosures", prescribed by the Companies(Accounting Standard) Rules, 2006.

- 6** The additional information pursuant to Schedule III of Companies Act, 2013 are either Nil or Not Applicable.

**As per our report of even date attached.**

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

Chartered Accountants.

Firm Reg. No.: 14852 (W)

**CA B K Gupta**

Partner

Membership No. : 040889

PLACE : MUMBAI

DATE : 30<sup>th</sup> May, 2018

**D.K. Goyal**

(DIN : 00180212)

Chairman

**R.D. Goyal**

(DIN : 00184667)

Director

**Amilesh Rai**

(DIN : 00180419)

Director

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## PARSHARTI INVESTMENT LIMITED

Regd. Office: 3, National House, 1st Floor, 27, Raghunath Dadaji Street, Fort, Mumbai - 400001  
CIN: - L65990MH1992PLC069958

### PROXY FORM

[Pursuant to Section 105(6) of the companies Act, 2013 and Rule 19(3) of the companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
Email ID.	
Folio No. / Client ID.	
DP ID	

I / We, being the Member(s) of \_\_\_\_\_ Shares of the above name company, hereby appoint:

1. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_  
Address: \_\_\_\_\_  
Signature: \_\_\_\_\_ or failing him;
2. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_  
Address: \_\_\_\_\_  
Signature: \_\_\_\_\_ or failing him;
3. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_  
Address: \_\_\_\_\_  
Signature: \_\_\_\_\_ or failing him;

As my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company, to be held on Wednesday, 01st August, 2018 at 10.00 a.m. at Office No. 1, D-31, Yogi Prasad CHSL., Yogi Nagar, Eksar road, Borivali (West), Mumbai - 400 091 and / or at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolutions	Optional*	
		For	Against
	<b>Ordinary Business</b> <b>Ordinary Resolution</b>		
1.	To receive, consider & adopt the Audited financial statements of the company for the year ended 31st March, 2018 including Audited Balance Sheet as at 31st March, 2018, the statement of Profit & Loss and Cash Flow Statement for the year ended on that date and reports of the Board of Director and Auditors thereon.		
2.	To Re-appointment of Shri. Rameshwar Dayal Goyal (DIN 184667), who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Ratification of appointment of M/s. B.K.G & Associates, Chartered Accountants (Firm Registration No.114852W) as Auditors and fixing their remuneration.		
	<b>Special Business</b> <b>Special Resolution</b>		
4.	Preferential issue to the entities of Promoters & Promoters group		

Signed this ..... day of ..... 2018

Signature of Member

Signature of Proxy Holder(s)

**Notes:**

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
- (2) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of 26th Annual General Meeting.
- (3) \*It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he / she thinks appropriate.

**PARSHARTI INVESTMENT LIMITED**

**CIN L65990MH1992PLC069958**

Regd. Office: 3, National House, 1st Floor, 27,  
Raghunath Dadaji Street, Fort, Mumbai - 400001  
Tel No. 91-22-22622675 Fax: 91-22-22664216  
Website: www.parshartiinvestment.com

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. Joint shareholders may obtain additional attendance slips on request. (Folio Nos., DP ID\*, Client ID\* & Name of Shareholder/ Joint holders/ Proxy in BLOCK LETTERS to be furnished below):

Folio No./DP ID* and Client ID*	
Name & Address of Shareholder	
Name of Joint Holders	
No. of Shares	

I hereby record my presence at the 26th Annual General Meeting of the Company to be held on Wednesday, 01st August, 2018 at 10.00 a.m. at Office No. 1, D-31, Yogi Prasad CHSL., Yogi Nagar, Eksar road, Borivali (West), Mumbai - 400 091.

SIGNATURE OF THE  
SHAREHOLDER \_\_\_\_\_

NOTES:

1. Shareholders/Proxy holders are requested to bring the attendance slip with them when they come to the Meeting and handover it over at the gate after affixing their signature on it.
2. Shareholders are requested to advise, indicating their folio Nos., DP ID\*, Client ID\*, the change in their address, if any, to the Registrar & Share Transfer Agents, at Link Intime India Pvt. Ltd, C 101, 247 Park, L.B.S Marg, Vikhroli (W), Mumbai - 400 083.

\*Applicable for investors holding shares in Electronic (Demat) form.

**ELECTRONIC VOTING PARTICULARS**

Electronic Voting Sequence Number (EVSN)	User ID	Password/PIN
180628007		

Note: The Company is pleased to offer the option of remote e-voting facility to the Members. The business, as set out in the Notice of the Annual General Meeting (AGM), may be transacted by remote e-voting. Members desiring to exercise remote e-voting option may refer to the detailed procedure on electronic voting provided in the Notice of the AGM.

To.

If undelivered, please return to:

**Parsharti Investment Limited**  
3, National House, 1st Floor,  
27, Raghunath Dadaji Street,  
Fort, Mumbai - 400 001.