

**PANKAJ PIYUSH TRADE AND INVESTMENT  
LIMITED**



**35<sup>th</sup>  
ANNUAL REPORT**

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**2016-2017**

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## **Schedule of Annual General Meeting**

### **35<sup>th</sup> Annual General Meeting**

<b>DATE</b>	<b>27<sup>TH</sup> SEPTEMBER 2017</b>
<b>DAY</b>	<b>WEDNESDAY</b>
<b>TIME</b>	<b>09:00 AM</b>
<b>PLACE</b>	<b>Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi</b>
<b>BOOK CLOSURE</b>	<b>20<sup>TH</sup> SEPTEMBER 2017 TO 27<sup>TH</sup> SEPTEMBER 2017</b>

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

(As on 31<sup>st</sup> March 2017)

**Mr. Vinod kumar Bansal**  
(Managing Director)

**Mrs. Radha Aggarwal**  
(Independent Director)

**Mr. Harshit Agarwal**  
(Independent Director)

**Mr. Santosh Kumar**  
(Independent Director)

**Mrs. Shweta Gupta**  
(Director)

**Mr. Neeraj Kumar Singh**  
(Director)

**Mrs. Usha Sharma**  
Chief Financial Officer

**Mr. Deepak Kumar Das**  
Company Secretary & Compliance Officer

## STATUTORY AUDITORS

**M/s V.N Purohit & Co.**  
(Chartered Accountants)

## SECRETARIAL AUDITORS

**Mrs. Rachna Bhasin**  
(Practicing Company Secretary)

## REGISTERED ADDRESS

Office. No. 202, 2<sup>nd</sup> Floor, Kotla Village, Mayur Vihar, New Delhi-110091

## REGISTRAR AND TRANSFER AGENTS

**M/s SKYLINE FINANCIAL SERVICES PRIVATE LIMITED**  
D-153/A, OKHLA INDUSTRIAL AREA, PHASE-I  
NEW DELHI-110020

## **COMMITTEES OF BOARD OF DIRECTORS**

### **AUDIT COMMITTEE**

**Mr. Harshit Aggarwal**  
(Chairman & Independent Director)

**Mr. Santosh Kumar**  
(Independent Director)

**Mrs. Radha Aggarwal**  
(Independent Director)

### **NOMINATION & REMUNERATION COMMITTEE**

**Mr. Harshit Aggarwal**  
(Chairman & Independent Director)

**Mr. Santosh Kumar**  
(Independent Director)

**Mrs. Radha Aggarwal**  
(Independent Director)

### **STAKEHOLDERS RELATIONSHIP COMMITTEE**

**Mr. Harshit Aggarwal**  
(Chairman & Independent Director)

**Mr. Neeraj Kumar**  
(Executive Director)

**Mrs. Radha Aggarwal**  
(Independent Director)



**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**(CIN: L65990DL1982PLC256291)**

**Regd. Off.: Office. No. 202, 2<sup>nd</sup> Floor, Kotla Village, Mayur Vihar-110091**

Tel.: 011-23329654; E-mail ID: [info@pptinvestment.com](mailto:info@pptinvestment.com) ; Website: [www.pptinvestment.com](http://www.pptinvestment.com)

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**NOTICE OF 35<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that 35<sup>th</sup> Annual General Meeting of the members of Pankaj Piyush Trade and Investment Limited will be held at **Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi on Wednesday, 27<sup>th</sup> September 2017 at 09:00 am** to transact the following business:

**ORDINARY BUSINESS**

**Item No. 1: Adoption of Financial Statements**

To receive, consider and adopt the financial statement consisting of Balance Sheet for the year ended March 31, 2017 and the statement of Profit and Loss, Cash Flow Statement for the year ended on March 31, 2017 along with the reports of the Board of Directors and the Auditors thereon.

**Item No. 2: Appointment of Director liable to retire by rotation**

To appoint a Director in place of Mr. Neeraj Kumar Singh (DIN: 07452949) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment as a Director of the Company.

**Item No. 3: Re-Appointment of Auditor**

To ratify the Re-appointment of auditors of the Company, and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed there under, as amended from time to time, M/s V.N. Purohit & Co., Chartered Accountants (Firm's Registration No. 304040E), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 36th (Thirty Sixth) AGM of the Company to be held in the year 2018 (subject to ratification of their appointment at every AGM), at such remuneration as shall be fixed by the Board of Directors of the Company.

**SPECIAL BUSINESS:**

**4. REGULARISATION OF MR. SATISH KUMAR AS DIRECTOR (INDEPENDENT) OF THE COMPANY:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provision of Section 149, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2015 (including any statutory modification(s) or re enactment thereof for the time being in force) and pursuant to SEBI (LODR) Regulations, 2015,

Mr. Satish Kumar (DIN: 07774567), who was appointed as an Additional Director of the company by the Board of Directors with effect from 4<sup>th</sup> April, 2017 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Satish Kumar as a candidate for the office of Director of the Company, be and is hereby appointed as an Ordinary (Independent) Director of the Company for a period up to 4<sup>th</sup> April, 2021 not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps and actions for the purpose of making all such filings as may be required in relation to the aforesaid appointment and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.

#### **5. REGULARISATION OF MR. ABHIT MANOHAR AS DIRECTOR OF THE COMPANY:**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

“RESOLVED THAT Mr. Abhit Manohar (DIN: 07361352), who was appointed as an Additional Director with effect from 4<sup>th</sup> April, 2017 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and as per Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.”

#### **6. REGULARISATION OF MR. SANTOSH KUMAR KUSHAWAHA AS DIRECTOR OF THE COMPANY:**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

“RESOLVED THAT Mr. Santosh Kumar Kushawaha (DIN: 02994228), who was appointed as an Additional Director with effect from 31<sup>st</sup> August, 2017 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and as per Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.”

**PLACE: New Delhi**

**DATE: 31.08.2017**

By order of the Board  
**For Pankaj Piyush Trade and Investment Limited**  
Sd/-  
**Vinod Kumar Bansal**  
**Managing Director**  
**(DIN: 00243709)**

## **NOTES:**

### **1. EXPLANATORY STATEMENT**

An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts relating to the Business stated under item no. 4 to 6 is annexed hereto.

### **2. PROXY/AUTHORIZED REPRESENTATIVE**

(i) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY, TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of the members not exceeding 50 (Fifty) and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, a member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member.

The instrument appointing proxy (Proxy Form), in order to be effective must be deposited at the registered office of the company, not less than forty-eight (48) hours before the commencement of the annual general meeting (“AGM”). Proxy Form is enclosed with the Annual Report.

ii) A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, during the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, provided that not less than 3 days of notice in writing is to be given to the Company.

(iii) Corporate Members intending to send their authorised representatives to attend the AGM are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.

(iv) In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

### **3. BOOK CLOSURE**

Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 20<sup>th</sup> September, 2017 to Wednesday, 27<sup>th</sup> September, 2017 (both days inclusive).

### **4. CUT OFF DATE:**

(i) This Notice is being sent to all the members whose name appears as on 1<sup>st</sup> September 2017 in the register of members or beneficial owners as received from M/s Skyline Financial Services Private Limited, the Registrar and Transfer Agent of the Company.

(ii) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on 22<sup>nd</sup> September, 2017 (the “Cut- Off Date”) only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date.

## 5. COMMUNICATION TO MEMBERS

- (i) With a view to using natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the company to send communications electronically.
- (ii) The Annual Report 2016-2017 is being sent through electronic mode only to the members whose email addresses are registered with the Company/Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2016-2017 are being sent by the permitted mode.
- (iii) Members may also note that the Notice of the 35th AGM and the Annual Report 2016-2017 will be available on the company's website, [www.pptinvestment.com](http://www.pptinvestment.com). The Physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days, Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: [info@pptinvestment.com](mailto:info@pptinvestment.com).
- (iv) The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section-170 of the Companies Act, 2013 are open for inspection at the registered office of the Company on all working days except Saturdays and Sunday, between 11:00 a.m. to 1:00 p.m. and will also be available for inspection by the members at the Annual General Meeting.
- (v) The register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Companies Act, 2013, are open for inspection at the registered office of the Company on all working days except Saturdays and Sunday, between 11:00 a.m. to 1:00 p.m. and will also be available for inspection by the members at the Annual General Meeting.
- (vi) In case you have any query relating to the enclosed annual accounts you are requested to send the same to the Company Secretary at the Registered office of the Company or on email Id "info@pptinvestment.com", at least 10 days before the date of AGM so as to enable the management to keep the information ready.
- (vii) The Securities and Exchange Board of India (SEBI) vide circular ref no. MRD/DoP/CIR-05/2007 dated April 27, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed company in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company/ Register and Share Transfer Agent for registration of such transfer of shares.
- (viii) For convenience of the members and proper conduct of the meeting entry to the meeting venue will be regulated by attendance slip, which is enclosed with this Annual Report. Members are requested to sign at the place provided on the Attendance Slip along with a valid identity proof such as the PAN Card, Passport, Aadhar Card, Driving License etc and hand it over at the registration counter at the venue.
- (ix) Only bonafide members of the Company whose name 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 for attending the meeting.

(x) As a measure of economy, copies of Annual Reports will not be distributed at the venue of the Annual General Meeting. Members are, therefore, requested to bring their own copies of the Annual Reports to the meeting.

## **6. VOTING BY MEMBERS**

The voting for the agenda items as mentioned in the Notice shall be done in the following manner:

(i) Members may cast their votes through electronic means by using an electronic voting system from a place other than the venue of AGM (“Remote E-voting”) in the manner provided below during the e-voting period as mentioned below in Para 6(I)(C).

(ii) At the venue of AGM, voting shall be done through ballot papers (“Ballot Paper”) and the members attending AGM who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper.

(iii) A Member may participate in the AGM even after exercising his right to vote through Remote E-voting but shall not be allowed to vote again at the venue of the AGM. If a Member casts votes through Remote E-voting and also at the AGM, then voting done through Remote E-voting shall prevail and voting done at the AGM shall be treated as invalid.

### **(I) VOTING THROUGH ELECTRONIC MEANS**

In compliance with Section 108 of the Companies Act 2013 read with Rule 20 of Companies (Management and Administration) Rules 2015 as amended vide Companies (Management and Administration) Amendment Rules 2016 w.e.f. 19th March 2016 and Regulation 44 of the SEBI(LODR) Regulations, 2015 the Company is pleased to provide facility of Remote E-voting to all its Members, to enable them to cast their votes on all resolutions set forth in this Notice electronically and the business mentioned in the Notice may be transacted through e-voting. Remote E-voting is optional and not mandatory. The Company has engaged the services of Central Depository Services (India) Limited for the purpose of providing Remote E-voting facility to all its Members. The process and manner of Remote E-voting are as under:

(A) Instruction for e-voting by Members whose email ID’s are registered with the Company/Depository Participant(s)

(i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(ii) Click on Shareholders.

(iii) 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.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) 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.

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

	For Members holding shares in Demat Form and Physical Form
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> <p>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 in the PAN field. Sequence number is being sent separately.</p> <p>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. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
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>

(vii) After entering these details appropriately, click on “SUBMIT” tab.

(viii) Members holding shares in physical form will then directly reach 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.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant on which you choose to vote.

(xi) 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.

(xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xiii) 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.

(xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xviii) 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](mailto: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](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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.

### **(C) E-voting Period**

The Remote E-voting period commences on Saturday, September 23, 2017 (09:00 am) and ends on Tuesday, September 26, 2017 (05:00 pm). During the aforesaid period, Members of the company may opt to cast their votes through Remote E-voting. After September 26, 2017 (5:00 p.m.) the Remote E-voting facility will be blocked.

### **(D) User ID and Password for the members who became Members after dispatch of AGM notice:**

Persons who have acquired shares and became members of the Company after the dispatch of the notice of AGM but before the cut- off date of September 22, 2017, may obtain their user ID and password for e-voting from the Company's Registrar and Share Transfer Agent or CDSL.

### **(E) Queries in relation to E-voting:**

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](mailto:helpdesk.evoting@cdslindia.com)

## **(II) VOTING THROUGH BALLOT PAPER**

Members who have not exercised the option of Remote E-voting shall be entitled to participate and vote at the venue of the AGM on the date of the AGM. Voting at the venue of AGM shall be done through Ballot Papers and Members attending the AGM shall be able to exercise their voting rights at the meeting through Ballot Papers. After the agenda item has been discussed, the Chairman will instruct the Scrutinizer to initiate the process of voting on all the resolutions through Ballot Papers.

The Ballot Papers will be issued to the Shareholders / Proxy holders/ Authorized Representatives present at the AGM. The Shareholders may exercise their right of vote by tick marking as (√) against “FOR” or “AGAINST” as his/her choice may be, on the agenda item in the Ballot Paper and drop the same in the Ballot Box(es) kept at the meeting hall for this purpose.

## **7. SCRUTINIZER**

(i) Mr. Nakul Kumar, Company Secretary in practice (Membership No. 35669) having consented to act as a scrutinizer has been appointed as scrutinizer (“Scrutinizer”) for scrutinizing the voting process (Ballot Paper as well as Remote E-voting) in a fair and transparent manner.

(ii) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM by Ballot Papers and thereafter unblock the votes casted through e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall, within a period not exceeding two days from the conclusion of the AGM, prepare and present a consolidated report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorised by him in writing who shall countersign the same.

## **8. DECLARATION OF RESULTS**

The Result of voting (Remote E-voting and the voting at the AGM) on the resolutions shall be declared within 2 days from the date of AGM by the Chairman or any person authorized by him for this purpose. The results declared along with the report of the Scrutiniser shall be placed on the website of the company i.e. [www.pptinvestment.com](http://www.pptinvestment.com) in the investor’s Info section and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com), immediately after the result is declared and simultaneously communicated to the Bombay Stock Exchange.

## **9. DEMATERIALIZATION**

Pursuant to the directions of the SEBI, trading in the shares of your Company is in compulsory dematerialized form. Members who have not yet got their shares de-materialized, are requested to opt for the same in their own interest and send their share certificates through Depository Participant(s) with whom they have opened the de-materialization account to the Company’s RTA.

**PLACE: New Delhi**

**DATE: 31.08.2017**

By order of the Board

**For Pankaj Piyush Trade and Investment Limited**

**Sd/-**

**Vinod Kumar Bansal**

**Managing Director**

**(DIN: 00243709)**

## STATEMENT ANNEXED TO NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

### Item No: 4

Mr. Satish Kumar was appointed as an additional Director (Independent) of the Company with effect from 4th April, 2017 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Satish Kumar holds office up to the date of this Annual General Meeting but is eligible for appointment as a Director.

The Company has received a notice in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of the Director. The Board recommends the passing of Ordinary Resolution as set out in the Item No. 4 of the Notice for the appointment of Mr. Satish Kumar as a Director (Independent).

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, except Mr. Satish Kumar in the resolution set out at Item No. 4.

### Item No: 5

Mr. Abhit Manohar was appointed as an additional Director of the Company with effect from 4th April, 2017 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Abhit Manohar Singh holds office up to the date of this Annual General Meeting but is eligible for appointment as a Director.

The Company has received a notice in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of the Director. The Board recommends the passing of Ordinary Resolution as set out in the Item No. 5 of the Notice for the appointment of Mr. Abhit Manohar as a Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, except Mr. Abhit Manohar in the resolution set out at Item No. 5.

### Item No: 6

Mr. Santosh kumar kushawaha was appointed as an additional Director of the Company with effect from 31<sup>st</sup> August 2017 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Santosh Kumar Kushawaha holds office up to the date of this Annual General Meeting but is eligible for appointment as a Director.

The Company has received a notice in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of the Director. The Board recommends the passing of Ordinary Resolution as set out in the Item No. 6 of the Notice for the appointment of Mr. Santosh Kumar Kushawaha as a Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, except Mr. Santosh Kumar Kushawaha in the resolution set out at Item No. 6.

Information required to be furnished under Reg. 36 of SEBI (LODR) Regulations, 2015 for Directors retired by rotation/Appointment of Director /Reappointment/ratifications:

<b>Name of Director</b>	Mr. Neeraj Kumar Singh
<b>Date of Birth</b>	03/08/1986
<b>Date of Appointment</b>	30/04/2016
<b>Qualification</b>	B.Com
<b>Expertise in Specific Functional Area</b>	Finance, Accounts and Taxation
<b>Executive &amp; Non-Executive Director</b>	Executive Director
<b>Promoter Group</b>	No
<b>Independent Director</b>	No
<b>Other Directorship</b>	-

<b>Name of Director</b>	Mr. Satish Kumar
<b>Date of Birth</b>	03/08/1986
<b>Date of Appointment</b>	04/04/2017
<b>Qualification</b>	B.Com
<b>Expertise in Specific Functional Area</b>	Finance, Accounts and Taxation
<b>Executive &amp; Non-Executive Director</b>	Independent Director
<b>Promoter Group</b>	No
<b>Independent Director</b>	Yes
<b>Other Directorship</b>	-

<b>Name of Director</b>	Mr. Abhit Manohar
<b>Date of Birth</b>	18/12/1981
<b>Date of Appointment</b>	04/04/2017
<b>Qualification</b>	B.Com
<b>Expertise in Specific Functional Area</b>	Finance, Accounts and Taxation
<b>Executive &amp; Non-Executive Director</b>	Executive Director
<b>Promoter Group</b>	No
<b>Independent Director</b>	No
<b>Other Directorship</b>	BON POST EXPRESS PRIVATE LIMITED

<b>Name of Director</b>	Mr. Santosh Kumar Kushwaha
<b>Date of Birth</b>	02/03/1987
<b>Date of Appointment</b>	31/08/2017
<b>Qualification</b>	M.B.A
<b>Expertise in Specific Functional Area</b>	Finance
<b>Executive &amp; Non-Executive Director</b>	Executive Director
<b>Promoter Group</b>	No
<b>Independent Director</b>	No
<b>Other Directorship</b>	RDS CORPORATE SERVICES PVT LIMITED ZOTILA PHARMACEUTICALS LIMITED SNP INFOSOLUTIONS LLP

## **DIRECTOR'S REPORT FOR THE FINANCIAL YEAR 2016-17**

**To,  
The Shareholders,**

The Directors have pleasure in presenting their 35<sup>th</sup> Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2017.

### **FINANCIAL RESULTS**

The Financial Results are stated as under:

<b>PARTICULARS</b>	<b>Financial Year Ended (In Rs.)</b>	
	<b>31<sup>st</sup> March 2017</b>	<b>31<sup>st</sup> March 2016</b>
Total Income	85,190,188	72,104,119
Total Expenditure	82,434,975	69,696,382
Profit/(Loss) before tax	2,755,214	3,206,503
Profit/(Loss) after tax	850,329	578,057
Paid-up Share Capital	24,000,000	24,000,000
Reserve and Surplus	243,763,196	241,819,311

### **STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK**

During the year under review, your company has earned profit after tax of **Rs. 8,50,329/-** during the current financial year as against **Rs. 578,057/-** earned during the previous financial year. Profit before tax is **Rs. 2,755,214/-** as compared to **Rs. 3,206,503/-** in previous year.

### **DIVIDEND**

To maintain the liquidity of funds, the Board of Directors has decided not to declare any dividend for this financial year 2016-2017. The Board assures you to present a much strong financial statements in coming years.

### **AMOUNT TRANSFERRED TO RESERVES**

No amount has been transferred in reserves during the current financial year.

### **CHANGES IN SHARE CAPITAL, IF ANY**

The paid up Equity Share Capital as on 31<sup>st</sup> March 2017 was **Rs. 40,00,000** . There have been no changes in the capital structure of the Company as no new shares were issued by the Company during the period under consideration.

### **DEPOSITS**

As on 31.03.2017, the company held no deposit in any form from anyone. There was no deposit held by the company as on 31.03.2017, which was overdue or unclaimed by the depositors. For the present the broad of directors have resolved not to accept any deposits from public.

## **CORPORATE GOVERNANCE**

As per the directions of SEBI and the BSE Ltd., accordingly the company has been adhering to the directions and guidelines as required. The report on the code of corporate governance is annexed separately in this Annual report.

## **CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo are as under:

### **a) Conservation of Energy:**

Since the company is not engaged in any manufacturing activity, issues relating to conservation of energy are not quite relevant to its functioning.

### **b) Technology Absorption:**

Since the company is not engaged in any manufacturing activity, issues relating to Technology Absorption are not quite relevant to its functioning.

### **c) Foreign Exchange Earnings/Outgo:**

Earnings	NIL
Outgo	NIL

## **PARTICULARS OF LOAN, GUARANTEE AND INVESTMENTS UNDER SECTION 186**

During the period under review, no loans and guarantees were provided by the Company under the provisions of Section 186 of Companies Act, 2013.

## **MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

Save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company has occurred between the end of the financial year of the Company- 31<sup>st</sup> March, 2017 till the date of this report.

## **RISK MANAGEMENT POLICY**

The Board of Directors of the Company are of the view that currently no significant risk factors are present which may threaten the existence of the company. During the year, your Directors have an adequate risk management infrastructure in place capable of addressing those risks. The company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Audit Committee and Board of Directors review these procedures periodically. The company's management systems, organizational structures, processes, standards, code of conduct and behavior together form a complete and effective Risk Management System (RMS).

## **DIRECTORS**

The Companies Act, 2013, provides for the appointment of independent directors. Sub-section (10) of Section 149 of the Companies Act, 2013 provides that independent directors shall hold office for a term of up to five consecutive years on the board of a company; and shall be eligible for re-appointment on passing a special resolution by the shareholders of the Company.

Further, according to Sub-section (11) of Section 149, no independent director shall be eligible for appointment for more than two consecutive terms of five years. Sub-section (13) states that the provisions of retirement by rotation as defined in Sub-sections (6) and (7) of Section 152 of the Act shall not apply to such independent directors.

## **BOARD EVALUATION**

Reg. 17 of SEBI (LODR) Regulations, 2015 mandates that the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The evaluation process has been explained in the corporate governance report section in this Annual Report. The Board approved the evaluation results as collated by the nomination and remuneration committee.

## **INDEPENDENT DIRECTORS MEETING**

During the year under review, the Independent Directors met on 17th January, 2017, interalia, to:

- a) Review the performance of Non Independent Directors, and the Board of Directors as a whole;
- b) Review the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- c) Assess the quality, content and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- d) All the Independent Directors were present at this meeting.

The Independent director authorized the Company Secretary of the Company to Act as Secretary to the Committee and to do all such deed and acts necessary for the calling, conducting of meeting, preparation of minutes and other formalities in consultancy with the chairman of the Committee.

The observations made by the Independent Directors have been adopted and put into force.

## **NUMBER OF MEETINGS OF THE BOARD**

The Board met **7(Seven)** times during the financial year, the details of which are given in the corporate governance report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

Date	No. of Directors	No. of Directors Present
30/04/2016	3	3
28/05/2016	6	6
01/08/2016	6	6
10/08/2016	6	6
02/09/2016	6	6
12/11/2016	6	6
13/02/2017	6	6

## **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. As on March 31, 2017, the Board consists of 6 members.

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Subsection (3) of Section 178 of the Companies Act, 2013, adopted by the Board, are stated in this Board report. We affirm that the remuneration paid to the directors is as per the terms laid out in the nomination and remuneration policy of the Company.

## **TRAINING OF INDEPENDENT DIRECTORS**

Every new independent director of the Board attended an orientation program. To familiarize the new inductees with the strategy, operations and functions of our Company, the executive directors / senior managerial personnel make presentations to the inductees about the Company's strategy, operations, product and service offerings, markets, software delivery, organization structure, finance, human resources, technology, quality, facilities and risk management.

The Company has organized the following workshops for the benefit of Directors and Independent Directors:

- (a) a program on how to review, verify and study the financial reports;
- (b) a program on Corporate Governance;
- (c) provisions under the Companies Act, 2013; and
- (d) SEBI Insider Trading Regulation, 2015.

Further, at the time of appointment of an independent director, the Company issues a formal letter of appointment outlining his/her role, functions, duties and responsibilities as a director.

## **COMMITTEES OF THE BOARD**

Currently, the Board has 3(three) committees: 1. Audit Committee, 2. Nomination and Remuneration Committee, 3. Stake Holders Relationship Committee.

A detailed note on the Board and its committees is provided under the corporate governance report section in this Annual Report.

## **DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

## **INDEPENDENT DIRECTORS DECLARATIONS**

In the opinion of the Board, the independent directors are, individually, person of integrity and possess relevant expertise and experience.

The Independent Directors under section 149(6) of the Companies Act, 2013 declared that:

1. They are not a promoter of the Company or its holding, subsidiary or associate company;
2. They are not directors in the company, its holding, subsidiary or associate company.
3. The independent Directors have/had no pecuniary relationship with company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
4. None of the relatives of the Independent Directors have or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two percent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
5. Independent Director, neither himself nor any of his relatives—  
 holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;

- is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—
- a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

### **DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3) (c) OF THE COMPANIES ACT, 2013**

The financial statements are prepared in accordance with the Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis.

GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act'), read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI).

There are no material departures from prescribed accounting standards in the adoption of these standards. The directors hereby confirm that:

1. In preparation of the annual accounts for the financial year ended March 31, 2017, the applicable accounting standards have been followed.
2. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
3. The directors have taken proper and sufficient care towards the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The directors have prepared the annual accounts on a going concern basis.
5. The directors have laid down internal financial controls, which are adequate and are operating effectively.
6. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

### **STATUTORY AUDITORS**

M/s V N Purohit & Co., Chartered Accountants, (Registration Number : 304040E) who are Statutory Auditors of the Company were appointed until the conclusion of 35th Annual General Meeting subject to ratification by the Members at every Annual General meeting.

The Board recommend the members for re-appointment of the Statutory Auditor for conducting audit of financial statements of the Company for financial year 2017-18. As required under the provisions of Section 139 of the Companies Act, 2013, the Company has obtained written confirmation from M/s V N Purohit & Co., Chartered Accountants that their appointment, if made, would be in conformity with the limits specified in the said Section.

### **AUDITOR'S REPORT**

The Auditors have not made any qualification to the financial statement. Their reports on relevant notes on accounts are self explanatory and do not call for any comments under section 134 of the companies Act, 2013.

## **SECRETARIAL AUDITOR**

Mrs. Rachna Bhasin, Practicing Company Secretaries was appointed to conduct the secretarial audit of the Company for the financial year 2016-17, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The secretarial audit report for FY 2016-17 forms part of the Annual Report and part of the Board's report as **Annexure -I**.

The board will ensure and keep a check on compliance team and ensure that all compliances and filing of forms in future are done within the prescribed time period and no non-compliances or delayed compliances take place.

## **COST AUDITORS**

Appointment of Cost Auditor is not applicable to the Company. Hence, the company has not appointed any Cost Auditor.

## **PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

As per Sec 188(1) of the Companies Act, 2013 there is no transaction entered with the related party during the Financial Year 2016-17. Form AOC-2 is attached as **Annexure-III**.

## **DETAILS OF SUBSIDIARY, JOINT VENTURES & ASSOCIATES**

During the year under review, no company became or ceased to be a Subsidiary/Joint Venture/Associate of the Company.

## **DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE(PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

The company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of under Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013. For the F.Y 2016-17, no case of sexual harassment was pending at the beginning, no case was received during the year nor did any case stand pending at the closure of F.Y.

## **CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY**

We view responsible conduct as a necessary input for long term business success. We accept responsibility for our business, or employees and society. That is how we define our corporate responsibility. But as per Section 135 of Companies Act, 2013 your company is out of the preview of this responsibility.

## **CODE OF CONDUCT**

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company.

The Company believes in Zero Tolerance against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts. The Code has been posted on the Company's website **[www.pptinvestment.com](http://www.pptinvestment.com)**

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

## **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any, in staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The FRM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

## **PREVENTION OF INSIDER TRADING**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

## **EXTRACT OF ANNUAL RETURNS**

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of the annual return is annexed as **Annexure -II**.

1. The Paid up capital of the Company is Rs. 24000000- consisting of 400000 equity shares and 2000000 Preference Shares of face value of Re.10/- each.
2. The Board of Directors of the company as on March 31<sup>st</sup> 2017, consists of 5 Directors namely Mr. Vinod Kumar Bansal, Chairman & Managing Director, Neeraj Kumar Singh and Shweta Gupta, Executive Directors, Mrs. Usha Sharma, CFO and Mr. Harshit Aggarwal , Mr. Santosh Kumar Kushawaha and Mrs. Radha Aggarwal, Independent Directors of the Company.
3. The secured debt of the company is Nil.
4. The Promoters holding is consists of **60000** equity shares of Rs.10/- each amounting to **15%**.
5. There was no un-paid dividend during the year.

## **ACKNOWLEDGEMENT**

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees; support and co-operation extended by the valued business associates of the Company.

For and on behalf of the Board

**For PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**Date-31.08.2017**  
**Place-New Delhi**

Sd/-  
Vinod Kumar Bansal  
(Managing Director)  
DIN:-00243709

Sd/-  
Neeraj Kumar Singh  
(Director)  
DIN:-07452949

**ANNEXURE-I**  
**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31.03.2017**

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

To,  
The Members,  
**Pankaj Piyush Trade and Investment Limited**  
Office No. 202, 2<sup>nd</sup> floor,  
Kotla Village, Mayur Vihar  
New Delhi-110091

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Pankaj Piyush Trade and Investment Limited** (CIN: L65990DL1982PLC256291) (hereinafter called the '**Company**'). Secretarial Audit was conducted in a manner that provided me reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my 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, I hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2017 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Pankaj Piyush Trade and Investment Limited** for the financial year ended on 31<sup>st</sup> March, 2017, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; *(Not applicable to the company during the Audit Period)*

(f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *(Not applicable to the company during the Audit Period)*

(g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; *(Not applicable to the company during the Audit Period)*

(h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India.
2. The Listing Agreements/Regulations including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 entered into by the Company with Stock Exchange(s).

On the basis of information and satisfactory reply to our queries raised and representation provided by the Company and its officials, in my opinion, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines, Standards etc. mentioned above.

I further report that, the Compliance by the Company of applicable Financial laws like Direct and Indirect Tax Laws and Maintenance of Financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

In respect to the other applicable laws specifically applicable to the Company, I have relied on information / records / declaration produced/furnished by the Company during the course of our audit and the reporting is limited to the extent.

I further report the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under 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 at least seven days in advance, and there exist the system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions of the Board were unanimous and the same are captured and recorded as part of the minutes.

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

I further report that during the period there were no specific instances / events pursuant to the above referred laws, rules, regulations, guidelines, etc., having a major bearing on the Company's affairs.

**Sd/-**  
**Rachna Bhasin**  
**(Practicing Company Secretary)**  
**CP No.12592**  
**Membership No. 23539**

**Date: - 31<sup>st</sup> August 2017**  
**Place: - New Delhi**

***Note: This report is to be read with my letter of even date which is annexed as Annexure – 1 and forms an integral part of this report.***

**“ANNEXURE A”**

**To,  
The Member,  
M/s Pankaj Piyush Trade and Investment Limited  
Office No. 202, 2<sup>nd</sup> Floor,  
Kotla Village, Mayur Vihar,  
New Delhi-110091**

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

1. Maintenance of Secretarial records 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 as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the 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 compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the 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 efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Sd/-  
Rachna Bhasin  
(Practicing Company Secretary)**

**ACS: 23539  
CP: 12952**

**Place: New Delhi  
Date: 31 August, 2017**

## ANNEXURE-II

### Form No. MGT-9

#### EXTRACT OF ANNUAL RETURN as on the financial year ended on 31<sup>st</sup> March, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2015]

#### I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L65990DL1982PLC256291
ii.	Registration Date	29/05/1982
iii.	Name of the Company	Pankaj Piyush Trade and Investment Limited
iv.	Category/Sub-Category of the Company	Public Company Limited by Shares
v.	Address of the Registered office and contact details	Office No. 202, 2nd Floor Kotla Village, Mayur Vihar, Phase-1 Delhi -110091 Tel No. :08802410244 Email: info@pptinvestment.com Website: www.pptinvestment.com
vi.	Whether listed company	Yes (Listed on BSE Limited)
vii.	Name, Address and Contact details of Registrar and Transfer Agent	Contact Officer : Mr. Virender Rana Skyline Financial Services Private Limited D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020. Tel No.: +91-11- 26812682 Fax No.: +91-11-26812683 Email id: <a href="mailto:viren@skylinerta.com">viren@skylinerta.com</a> Website : <a href="http://www.skylinerta.com">www.skylinerta.com</a>

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

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-			
Sl. No.	Name and Description of main products / Services	NIC Code of the Product/ Service	% to total turnover of the company
1.	Sale of shares and Securities	651	72.66
2.	Interest Income	651	27.34

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name AND Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1.	NOT APPLICABLE				

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

##### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01/04/2016)				No. of Shares held at the end of the year (as on 31/03/2017)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
<i>1) Indian</i>									
a) Individual/ HUF	60000	0	60000	15	60000	0	60000	15	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
<b>Sub-total(A)(1):-</b>	<b>60000</b>	<b>0</b>	<b>60000</b>	<b>15</b>	<b>60000</b>	<b>0</b>	<b>60000</b>	<b>15</b>	<b>0</b>
<i>2) Foreign</i>									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	0
h) Other-Individuals	0	0	0	0	0	0	0	0	0
i) Bodies Corp.	0	0	0	0	0	0	0	0	0
j) Banks / FI	0	0	0	0	0	0	0	0	0
k) Any Other....	0	0	0	0	0	0	0	0	0
<b>Sub-total(A)(2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total shareholding of Promoter (A) =(A)(1)+(A)(2)</b>	<b>60000</b>	<b>0</b>	<b>60000</b>	<b>15</b>	<b>60000</b>	<b>0</b>	<b>60000</b>	<b>15</b>	<b>0</b>
<b>B. Public Shareholding</b>									
<i>1. Institutions</i>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total(B)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<i>2. Non Institutions</i>									
a) Bodies Corp.									
(i) Indian	13105	0	13105	3.03	13105	0	13105	3.03	0
(ii) Overseas	0	0	0	0	0	0	0	0	0
<b>) Individuals</b>									
(i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	281946	0	281946	70.49	281946	0	281946	70.49	0
(ii) Individual shareholders holding nominal share capital in									

excess of Rs 2 lakh	24500	0	24500	6.13	24500	0	24,500	6.13	0
<b>c) Others</b>									
(i) Hindu Undivided Family	14535	0	14535	3.63	14535	0	14535	3.63	0
(ii) NRI	5294	0	5294	1.32	5294	0	5294	1.32	0
(iii) Clearing Members	620	0	620	0.16	620	0	620	0.16	0
<b>Sub-total(B)(2)</b>	<b>340000</b>	<b>0</b>	<b>340000</b>	<b>85</b>	<b>340000</b>	<b>0</b>	<b>340000</b>	<b>85</b>	<b>0</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>340000</b>	<b>0</b>	<b>340000</b>	<b>85</b>	<b>340000</b>	<b>0</b>	<b>340000</b>	<b>85</b>	<b>0</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
<b>Grand Total(A+B+C)</b>	<b>400000</b>	<b>0</b>	<b>400000</b>	<b>100</b>	<b>400000</b>	<b>0</b>	<b>400000</b>	<b>100</b>	<b>0</b>

**ii. Shareholding of Promoters**

Sr. No	Shareholder's Name	Shareholding at the beginning of the year (as on 01/04/2016)			Shareholding at the end of the year (as on 31/03/2017)			% 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.	Vinod Kumar Bansal	60000	15.00	0	60000	15.00	0	0
	<b>Total</b>	60000	15.00	0	60000	15.00	0	0

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

Sr. no	Name	Shareholding at the beginning of the year (as on 01/04/2016)		Date	Increase/ Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-16 to 31-03-17)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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

Sr.No	Name of Shareholder	No of Shares At the Beginning of Year 01/04/2016 and End of The Year 31/03/2017	% To the Total Shares	Transaction Date	Increase /Decrease	Reason	Cumulative Shareholding Holding during the Period Between 01/04/2016 and 31/03/2017	% of Total Shares of the Company

1	DINESH GUPTA	24500	6.13	-	-	-	-	6.13
02	RENU MITTAL	10000	2.5	10/03/2017	-10000	Sale	0	0
				17/03/2017	10000	Purchase	10000	2.5
3	NIRMAL AGGARWAL	10000	2.5	-	-	-	-	2.5
4	ROSHAN LAL	10000	2.5	-	-	-	-	2.5
5	BABITA MITTAL	10000	2.5	10/02/2017	-10000	Sale	0	0
				17/02/2017	10000	Purchase	10000	2.5
6	RENU AGGARWAL	10000	2.5	03/03/2017	-10000	Sale	0	0
				10/03/2017	10000	Purchase	10000	2.5
7	AJAY RUPLAL GANVIR	5803	1.45	19/08/2016	459	Purchase	459	0.11
				26/08/2016	1396	Purchase	1855	0.46
				02/09/2016	1480	Purchase	3335	0.83
				07/10/2016	8	Purchase	3343	0.84
				14/10/2016	6	Purchase	3349	0.84
				21/10/2016	614	Purchase	3963	0.99
				11/11/2016	70	Purchase	4033	1.01
				09/12/2016	10	Purchase	4043	1.01
				16/12/2016	112	Purchase	4155	1.04
				23/12/2016	153	Purchase	4308	1.08
				30/12/2016	54	Purchase	4362	1.09
				13/01/2017	20	Purchase	4382	1.1
				20/01/2017	75	Purchase	4457	1.11
				27/01/2017	198	Purchase	4655	1.16
				03/02/2017	105	Purchase	4760	1.19
				10/02/2017	398	Purchase	5158	1.29

				17/02/2017	111	Purchase	5269	1.32
				03/03/2017	84	Purchase	5353	1.34
				10/03/2017	265	Purchase	5618	1.4
				24/03/2017	75	Purchase	5693	1.42
				31/03/2017	110	Purchase	5803	1.45
8	MAHAVIR PARASMAL HINGER	5382	1.35	16/12/2016	5382	Purchase	5382	1.35
9	RAMAKRISHNAN KALA	5000	1.25	-	-	-	-	-
10	RAJENDRA RAJARAM DHOLE	5000	1.25	22/07/2016	3132	Purchase	3132	0.78
				23/09/2016	1000	Purchase	4132	1.03
				07/10/2016	246	Purchase	4378	1.09
				25/11/2016	622	Purchase	5000	1.25

*iv. Shareholding of Directors and Key Managerial Personnel:*

Sr. no	Name	Shareholding at the beginning of the year (as on 01/04/2016)		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-16 to 31-03-17)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
<b>A.</b>	<b>Directors</b>							
1	VINOD KUMAR BANSAL	60000	15					
<b>B.</b>	<b>Key Managerial Personnel(KMP's)</b>	NIL						

## INDEBTEDNESS

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

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (As on 01.04.2016)				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid				
iii) Interest accrued but not				
Total(i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
- Addition	Nil	Nil	Nil	Nil
- Reduction				
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year (As on 31.03.2016)				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	Nil	Nil	Nil	Nil

## V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Mr. Vinod Kumar Bansal (Managing Director)				Total Amount
1.	Gross salary  (a)Salary as per provisions contained in section17(1) of the Income-tax Act,1961 (b)Value of perquisites u/s17(2) Income-tax Act,1961 (c)Profits in lieu of salary under section 17(3)Income- taxAct,1961	2,40,000	Nil	Nil	Nil	2,40,000
2.	Stock Option	Nil	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4.	Commission - as% of profit - others, specify...	Nil	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil	Nil
6.	Total(A)	2,40,000	Nil	Nil	Nil	2,40,000
	Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil

**B. Remuneration to other directors:**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u>					
	·Fee for attending board / committee meetings ·Commission ·Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total(1)	Nil	Nil	Nil	Nil	Nil
	<u>Other Non-Executive Directors</u>					
	• Fee for attending board / committee meetings • Commission • Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total(2)	Nil	Nil	Nil	Nil	Nil
	Total(B)=(1+2)	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil

**C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/ WTD**

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	240000	240000	4,80,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total</b>	Nil	2,40,000	2,40,000	4,80,000

## VI. 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)
A. Company					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Directors					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officers In Default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of the Board  
For **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

Sd/-  
Vinod Kumar Bansal  
(Managing Director)  
DIN:-00243709

Sd/-  
Neeraj Kumar Singh  
(Director)  
DIN:-07452949

Date- 31.08.2017  
Place- New Delhi

## Annexure-III

### Form AOC-2

**(Pursuant to Section 134 (3) (h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2015**

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

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/arrangement/transactions	Duration of the contracts / arrangement s/transaction	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any (Amount in Rs.)
VINOD KUMAR BANSAL	REMUNERATION	-	-	-	240000/-

Date: 31.08.2017  
Place: Mumbai

On Behalf of the Board of Director  
For Pankaj Piyush Trade and Investment Limited  
Sd/-  
Vinod Kumar Bansal  
(Managing Director)  
(DIN: 00243709)

## **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management of **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED** in its Analysis Report has highlighted the performance and outlook of the Company in order to comply with the requirement of Corporate Governance as laid down in SEBI (LODR) Regulations, 2015. However, investors and readers are cautioned that this discussion contains certain forward looking statements that involve risk and uncertainties.

### **GLOBAL OVERVIEW**

Over all the global economy has witnessed slow growth. Slow growth isn't just a problem for industrialized economies. Emerging economies are finding it increasingly difficult to maintain the pace of economic expansion they've recorded over the past decade.

In some countries, authorities have been able to assuage investors, although that may only be a temporary respite, the IMF said. India's central bank's boosted rates to contain inflation and allowed the rupee to depreciate to spur exports. If lawmakers don't deliver on promised changes to make the economy more competitive, however, investor confidence there may sour again.

The International Monetary Fund trimmed its outlook for global economic growth, as anemic output in Europe and Japan hobble the recovery and emerging markets struggle with rising borrowing costs.

The fund forecast that the world economy will expand 5.2% this year. That marked a slight downgrade from its 4.2% estimate in January, but would be stronger than last year's 3% expansion. It comes amid a darker outlook for key emerging markets such as Russia, Brazil and South Africa, despite healthier recoveries in the U.S., Germany and the U.K.

### **INDIAN INDUSTRIAL OVERVIEW**

The weakening of the rupee has also boosted garment-manufacturing companies. Interestingly, the recovery in the US and European markets will continue to help garment-manufacturing companies. But it is companies who are into production of raw materials, especially yarn besides production and export of garments which have recorded a higher growth in revenues..

A large number of textiles exporters are facing a huge financial crunch due to substantial delay in getting duty drawback since the last five months from all the major ports. Drawback claims remain pending since September 2013 despite persistent follow up efforts made by the exporters, thereby, adversely affecting cash flows.

### **OPPORTUNITIES, THREATS & RISKS**

The company is mainly exposed to market risk, interest risk, credit risk. However, prudent business and risk management practices followed by the company over the years helps it to manage normal industry risk factors which includes economic/business cycle, fluctuations in the stock prices in the market besides the interest rate volatility. However, the company hopes to improve its performance on the strength of its long experience and its strong emphasis on the fundamentals.

### **RISKS AND CONCERNS**

Our revenues and expenses are difficult to predict and can vary significantly from period to period, which could cause decline in our performance.. An economic slowdown or other factors that affect the economic health of the country may affect our business. Our net income may get reduced if Government of India slashes the subsidies given. Changes in the policies of the Government of India or political instability could delay the further liberalization of Indian economy, which could impact our business prospects. Our client contracts are often conditioned on our performance, which, if unsatisfactory, could result in lesser revenues.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has developed adequate internal control system commensurate to its size and business to ensure that all assets are safeguarded and protected against any loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly. The internal audit report reviewed by the Management together with the Audit Committee of the Board. The Company has a strong Management Information System as a part of Control Mechanism. In an interdependent, fast-moving world, organizations are increasingly confronted by risks that are complex in nature and global in consequence. Such risks can be difficult to anticipate and respond to, even for the most seasoned business leaders. The audit committee reviews the performance of the audit and compliance functions, the effectiveness of controls and compliances with regulatory guidelines and gives such directions to the management as considered appropriate. The company has framed a compliance policy to effectively monitor and supervise the compliance functions in accordance with statutory requirements.

## **FINANCIAL PERFORMANCE**

During the year under review, your company has earned profit after tax of **Rs. 850,329/-** during the current financial year as against **Rs. 578,057/-** earned during the previous financial year. Profit before tax is **Rs. 2,755,214/-** as compared to **Rs. 3,206,503/-** in previous year.

## **HUMAN RESOURCES / INDUSTRIAL RELATIONS**

Human resource is the most vital factor to achieve the goals of any organization. Being a progressive organization **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED** firmly believes in the strength of its most vital asset. The company recognizes the importance of human value and ensures that encouragement both moral and financial is extended to each individual for motivating them to perform to the maximum capacity. The company industrial relations are cordial and satisfactory during the year under review.

## **CAUTIONARY STATEMENT**

Certain statements in this report may be forward looking and are stated as may be required by applicable laws and regulations. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of future performance and outlook. The company does not undertake to update these statements.

## **ACKNOWLEDGEMENT**

Your directors take this opportunity to place on record their appreciation to all employees for their hard work, spirited efforts, dedication and loyalty to the company which helped the company for maintaining its growth. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of the investors, vendors, dealers, business associates and employees in an ensuring an excellent all around operational performance.

**FOR AND ON BEHALF OF THE BOARD  
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**PLACE: NEW DELHI  
DATE: 31/08/2017**

**Sd/-  
Vinod Kumar Bansal  
Managing Director  
(DIN : 00243709)**

# **CORPORATE GOVERNANCE REPORT**

(Pursuant to SEBI (LODR) Regulations, 2015 with the Stock Exchanges)

## **1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:**

The Company's Philosophy on Code of Governance envisages attainment of highest level of transparency, accountability, empowerment and ethical business conduct across all facts of its operations. The Company aspires to be a responsible partner acting with integrity towards its shareholders, customers, employees, the government and its business associates. The company conducts its affairs with a blend of the following aspects in their required proportions:

- Prudence
- Transparency
- Accountability
- Impartial treatment for all shareholders
- Operating under the purview of the statute
- Ethical practices
- Shareholder's wealth maximization

## **2. COMPOSITION OF BOARD:**

The Company has adequate composition of Board of Directors along with Women Director as on 31<sup>st</sup> March 2017.

<b>SR. NO.</b>	<b>NAME OF DIRECTORS</b>	<b>CATEGORY</b>
1	Mr. Vinod Kumar Bansal	Chairman cum Managing Director
2	Mr. Neeraj Kumar Singh	Executive Director
3	Mr. Shweta Gupta	Executive Director
4	Mr. Harshit Aggarwal	Independent Director
5	Mr. Santosh Kumar Kushawaha	Independent Director
6	Mrs. Radha Aggarwal	Independent Director

## **3. MEETINGS AND ATTENDANCE DURING THE YEAR**

Attendance of Directors at the Meeting of Board of Directors for the Financial Year 2016-2017.

The Company has conducted 7 Board Meetings during the year on **30<sup>th</sup> April, 2016, 28<sup>th</sup> May 2016, 1<sup>st</sup> August 2016, 10<sup>th</sup> August 2015, 02<sup>nd</sup> September 2016, 12<sup>th</sup> November 2016, 13<sup>th</sup> February 2017.**

The Details of Board of Directors Meeting Held during the Financial Year 2016- 2017:

<b>Date</b>	<b>No. of Directors</b>	<b>No. of Directors Present</b>
30/04/2016	3	3
28/05/2016	6	6
01/08/2016	6	6
10/08/2016	6	6
02/09/2016	6	6
12/11/2016	6	6
13/02/2017	6	6

#### 4. INFORMATION SUPPLIED TO THE BOARD

The Board members are given agenda papers along with necessary documents and information in advance of each meeting of the Board and Committees. In addition to the regular business items, the following are regularly placed before the Board to the extent applicable:-

- Quarterly and Half yearly Results of the company
- Minutes of the Audit Committee and other Committee meetings
- Details of Agreements entered into by the company
- Particulars of non-compliances of any statutory or Listing requirement

#### 5. MINUTES OF THE BOARD MEETING

The minutes of the proceedings of every Board and all committee meetings are prepared and approved/initialed by the Chairman within 30 days from the conclusion of the respective meeting.

#### 6. CODE OF ETHICS

The company has prescribed a code of ethics for its Directors and senior management personnel. A declaration by Executive Director to the effect that all the Directors and the senior management personnel have complied with the Code of Ethics laid down for this purpose for the year 2016-17 is given below-

##### Declaration-Code of Conduct

This is to confirm that the Board of Directors has laid down a code of conduct for all Directors and senior management personnel of the company. It is further confirmed that all the Directors and senior management personnel of the company have duly complied with the Company's Code of Conduct during the financial year 2016-17 as required under Regulation 26(3) of SEBI (LODR) Regulations, 2015 with the Stock Exchanges.

#### COMMITTEES OF THE BOARD

The Company has 3(three) committees viz: 1. Audit Committee, 2. Nomination and Remuneration Committee, 3. Stake Holders Relationship Committee.

The decisions relating to the constitution of committees, appointment of members and fixing of terms of service for committee members are taken by the Board of Directors.

#### 1. AUDIT COMMITTEE

The term of reference of this committee cover the matter specified for Audit Committee under Regulation 18 of SEBI (LODR) Regulations, 2015. The current Audit Committee of the Company comprises three Directors, who possess knowledge of the corporate finance & accounts.

The constitution of the Audit Committee as on 31<sup>st</sup> March 2017 is as follows:-

Name of Directors	Designation	Nature of Directorship
Mr. Harshit Aggarwal	Chairman	Independent Director
Mr. Santosh Kumar	Member	Independent Director
Mr. Radha Aggarwal	Member	Independent Director

#### MEETINGS AND ATTENDANCE

During the financial year ended 31st March, 2016, 5(Five) Audit Committee Meetings were held during the year i.e. 05 April 2016, 14<sup>th</sup> July 2016, 10<sup>th</sup> August 2016, 12<sup>th</sup> November 2016, 13<sup>th</sup> February 2017.

## 2. NOMINATION AND REMUNERATION COMMITTEE

The objective of Nomination and Remuneration Committee is to assess the remuneration payable to our Managing Director/Whole Time Directors; sitting fee payable to our Non Executive Directors; remuneration policy covering policies on remuneration payable to our senior executives.

The constitution of the Nomination and Remuneration Committee is as follows:-

Name of Directors	Designation	Nature of Directorship
Mr. Harshit Aggarwal	Chairman	Independent Director
Mr. Santosh Kumar	Member	Independent Director
Mr. Radha Aggarwal	Member	Independent Director

### ROLE OF THE COMMITTEE:

The role of Nomination and Remuneration Committee is as follows:

- 1) determining/recommending the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board;
- 2) determining/recommending the criteria for qualifications, positive attributes and independence of Directors;
- 3) identifying candidates who are qualified to become Directors and who may be appointed in Senior Management and recommending to the Board their appointment and removal;
- 4) reviewing and determining all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonus, stock options, pension, etc;
- 5) reviewing and determining fixed component and performance linked incentives for Directors along with the performance criteria;
- 6) determining policy on service contracts, notice period, severance fees for Directors and Senior Management;
- 7) evaluating performance of each Director and performance of the Board as a whole;

### 3. STAKE HOLDERS RELATIONSHIP COMMITTEE:

The Committee deals with various matters relating to the transmission of shares, issue of duplicate share certificates, approving the split and consolidation requests and other matters including Shareholder's Complaints and Grievance.

The Present Stake Holders Relationship Committee consists of:

Name of Directors	Designation	Nature of Directorship
Mr. Harshit Aggarwal	Chairman	Independent Director
Mr. Neeraj Kumar Singh	Member	Executive Director
Mr. Radha Aggarwal	Member	Independent Director

### DISCLOSURES:

#### RELATED PARTY TRANSACTIONS:-

Disclosures on materially significant related party transactions i.e. transactions of the Company material in nature, with its Promoters, Directors, Management, their relatives etc. that may have potential conflict with the interest of the Company at large. None of the transaction with any of the related parties was in conflict with the interest of the Company.

## ANNUAL GENERAL MEETINGS:

The Details of Annual General Meetings of the Last three years are as follows:

Financial Year	Date	Time	Location
2015-2016	30/09/2016	1:30 P.M	Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi
2014-2015	28/09/2015	12:00 P.M.	314, R.G. Mall, Opposite Dharmkunj Appartment, Sector-9, Rohini, New Delhi-110085
2013-2014	18/07/2014	12:00 P.M.	314, R.G. Mall, Opposite Dharmkunj Appartment, Sector-9, Rohini, New Delhi-110085

Whether Special Resolutions were put through postal ballot last year: **No**

Are votes proposed to be conducted through postal ballot this year: **No**

## MEANS OF COMMUNICATION:

(a) Quarterly results:

The quarterly, half-yearly and yearly financial results are sent to /uploaded on the website of Bombay Stock Exchange immediately after the Board approves the same. The quarterly results , Half-yearly and Yearly financial results were published in English daily "Financial chronicle (English)" and a Hindi daily "Naya India" as is required under the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with the Stock Exchanges.

(b) Newspapers wherein normally published: Yes

(c) Any Website, wherein displayed: Yes ( [www.pptinvestment.com](http://www.pptinvestment.com) )

## GENERAL SHAREHOLDER INFORMATION

<b>Annual General Meeting Date</b>	27 <sup>th</sup> September, 2017 at 09:00 A.M.
<b>Venue</b>	<b>Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi</b>
<b>Financial Year</b>	1 <sup>ST</sup> April 2016- 31 <sup>st</sup> March 2017
<b>Book closure date</b>	20 <sup>th</sup> Sept. 2017 (Wednesday) to 27 <sup>th</sup> Sept. 2017 (Wednesday), both days inclusive for payment of dividend & Bonus (If Any)
<b>Listing on Stock Exchange</b>	BSE Ltd.
<b>Stock Code</b>	506122
<b>ISIN</b>	INE820M01018
<b>Depositories</b>	<b>National Securities Depositories Limited</b> Trade World, 4 <sup>th</sup> Floor, Kamala Mill Compound, Lower Parel, Mumbai-13.  <b>Central Depositories Services Limited</b> P.J.Towers,28thFloor,DalalStreet Mumbai-23

**(f) Registrar and Transfer Agent:**

**M/s Skyline Financial Services Pvt. Ltd.**  
D-153 A, 1<sup>st</sup> Floor, Okhla Industrial Area,  
Phase-I, New Delhi- 110020.  
Tel.: 011-26812682/83, 011-64732681 to 88  
Email: [admin@skylinerta.com](mailto:admin@skylinerta.com)

**(g) Share Transfer Systems**

The Shares received for transfer in physical mode are registered and returned within a period of 15 Days from the date of receipts if the documents are clear in all respect.

**(h) Dematerialization of shares and liquidity:** 400000 shares (100%)

The company has entered into an agreement with M/s Skyline Financial Services Pvt. Ltd. as Registrar and Transfer Agents

**(i) Investor Correspondence:**

For any assistance regarding share transfers, transmission, change of address, non-receipt of annual report and any other query relating to the shares of the Company. Please write to **M/s Skyline Financial Services Pvt. Ltd., D-153 A, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020.**

**(j) Outstanding ADRs / GDRs:**

The company has not issued any ADRs / GDRs.

**Market Price Data and Shareholding Pattern as on 31st March, 2017:**

**1) Market Price Data :**

**Period: 01-Apr-2016 to 31-Mar-2017**

All Prices in ₹

Month	Open	High	Low	Close	No. of Shares	No. of Trades	Total Turnover	Deliverable Quantity	% Deli. Qty to Traded Qty	* Spread	
										H-L	C-O
Apr 16	67.10	82.10	51.80	78.00	1,60,549	1,227	1,00,63,077	1,35,384	84.33	30.30	10.90
May 16	74.10	74.10	54.60	54.60	10,514	148	6,16,492	10,514	100.00	19.50	-19.50
Jun 16	51.90	62.20	40.00	42.50	1,08,508	1,449	55,47,209	90,024	82.97	22.20	-9.40
Jul 16	41.00	54.00	40.00	45.90	60,190	795	28,99,122	52,927	87.93	14.00	4.90
Aug 16	48.10	49.00	42.15	45.55	38,775	579	17,60,291	30,822	79.49	6.85	-2.55
Sep 16	45.85	63.30	43.55	51.30	63,698	663	37,17,979	57,287	89.94	19.75	5.45
Oct 16	51.00	58.50	47.50	55.15	28,197	412	14,97,252	22,994	81.55	11.00	4.15
Nov 16	57.75	63.45	44.05	54.95	11,452	400	6,09,169	8,962	78.26	19.40	-2.80
Dec 16	55.00	56.00	44.00	49.85	14,267	397	7,28,024	12,098	84.80	12.00	-5.15

Jan 17	58.00	60.00	45.60	53.00	11,223	307	5,95,825	8,682	77.36	14.40	-5.00
Feb 17	50.05	56.00	44.10	52.30	10,787	220	5,62,789	8,581	79.55	11.90	2.25
Mar 17	52.00	55.50	45.15	51.00	11,162	213	5,75,506	8,921	79.92	10.35	-1.00

(2) Shareholding Pattern as on 31<sup>st</sup> March, 2017:

Sr. No.	Category	No. of shares	% (Percentage)
1.	Promoters	60,000	15%
2.	Private Body Corporate, Indian Public and others	3,60,000	85%
	<b>Total</b>	<b>40,00,000</b>	<b>100.00</b>

(o) Address for Communication:

The Company's Registered Office is situated at -

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

Office No. 202, 2nd Floor, Kotla Village, Mayur Vihar, Phase - 1 ,New Delhi ,110091

**E-Mail Id-** info@pptinvestment.com

Any Correspondence by the shareholders should be addressed either to Registered Office at above address or Registrar/Share Transfer Agents.

FOR AND ON BEHALF OF THE BOARD,  
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Sd/-

Vinod Kumar Bansal

Managing Director

(DIN : 00243709)

PLACE: NEW DELHI

DATE : 31/08/2017

## CFO CERTIFICATE

I, Usha Sharma, Chief Finance Officer of Pankaj Piyush Trade and Investment Limited to the best of my knowledge and belief certify that:

1. I have reviewed the balance sheet and profit and loss account, and all its schedules and notes to accounts, as well as the cash flow statement.
2. Based on my knowledge, information and belief, these statements do not contain any untrue statement of a material fact or omit to state a material fact that might be misleading with respect to the statements made.
3. Based on my knowledge, information and belief, the financial statements and other financial information included in this report present a true and fair view of the company's affairs for the period presented in this report and are in compliance with the existing accounting standards, applicable laws and regulations.
4. To the best of my knowledge, information and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the Company's Code of Conduct.
5. I am responsible for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting.
6. I have disclosed, based on my most recent evaluation, wherever applicable, to the Company's Auditors and the Audit Committee of the Company's Board of Directors all significant deficiencies in the design or operation of internal controls, if any, of which they are aware and the steps taken or proposed to be to rectify the deficiencies;

I have indicated to the Auditors and the Audit Committee:

- a) Significant changes in the Company's internal control over the financial reporting during the year;
- b) All significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements;
- c) Any fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal control system over financial reporting.

**FOR AND ON BEHALF OF THE BOARD,  
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**PLACE: New Delhi  
DATE: 31.08.2017**

**Sd/-  
Usha Sharma  
Chief Financial Officer**

## CERTIFICATE OF CORPORATE GOVERNANCE REPORT

**To,  
The Member,  
M/s Pankaj Piyush Trade and Investment Limited  
Office No. 202, 2<sup>nd</sup> floor,  
Kotla Village, Mayur Vihar  
New Delhi-110091**

We have examined the compliance of conditions of the Corporate Governance by Pankaj Piyush trade and Investment Limited, for the year ended March 31, 2017 as stipulated under Regulation 17 to 27 and 46(2)(b) to (i) of the SEBI (LODR) Regulations, 2015 with the Stock Exchange(s).

The Compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the Compliance conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to explanation given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future validity of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Date: 31/08/2017  
Place: New Delhi**

**Sd/-  
Rachna Bhasin  
Practising Company Secretary  
Membership No: 23539**

**DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT**

To,  
The Members of  
Pankaj Piyush Trade and Investment Limited

Pursuant to Regulation 26(3) of the SEBI (LODR) Regulations, 2015 entered into with the Stock Exchanges, I hereby confirm that all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management as approved by the Board for the financial year ended 31st March, 2017.

**FOR AND ON BEHALF OF THE BOARD,  
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**Sd/-**

**PLACE: New Delhi  
DATE : 31/08/2017**

**Vinod Kumar Bansal  
Managing Director  
(DIN : 00243709)**

## INDEPENDENT AUDITOR'S REPORT

To the Members of

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**Report on Financial Statements**

We have audited the accompanying financial statements of **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**, which comprise the Balance Sheet as at 31<sup>st</sup> March, 2017 and the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of 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 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these 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.

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 but not for the purpose of expressing an opinion on whether the Company has in place the adequate internal financial control system over financial reporting and the operating effectiveness of such controls.

An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the 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 the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India:

- i. In case of the Balance Sheet, of the **state of affairs** of the company as at 31<sup>st</sup> March 2017;
- ii. In case of Statement of Profit and Loss, of the **profit** for the year ended on that date; and
- iii. In case of 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), as amended, 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 said Order.
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 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) The observation of financial transactions does not reveal any matter which has any adverse effect on the functioning of the Company.
- g) With respect to adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure- B**.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 in its financial statements;
  - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses. However, company does not enter into any long-term contracts including derivative during the specified period;
  - iii) The Company is not required to transfer any amount to the Investor Education and Protection Fund.
  - iv) The company had provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the company.

Signed for the purpose of identification

**FOR V.N. PUROHIT & CO.**  
**Chartered Accountants**  
Firm Regn. No. 304040E

**O.P. Pareek**  
Partner  
Membership No. 014238

New Delhi, the 29<sup>th</sup> day of May 2017

## ANNEXURE- A TO THE AUDITOR'S REPORT

The Annexure referred to in Paragraph 1 under the heading of “Report on other Legal and Regulatory Requirements” of our report of even date to the members of **Pankaj Piyush Trade and Investment Limited** (the Company) for the year ended on 31<sup>st</sup> March 2017.

- (i) (a) As per information and explanation given to us, the Company is maintaining proper records showing full disclosures of the fixed assets;  
  
(b) As per information and explanation given to us, physical verification of fixed assets has been conducted once in a year by the management and no material discrepancies were noticed during the course of verification;  
  
(c) According to information and explanation given to us, the title deeds of the immovable properties are held in the name of the company;
- (ii) As per information and explanation given to us, physical verification of inventory has been conducted once in a year by the management and no material discrepancies were noticed during the course of verification;
- (iii) According to information and explanations given to us, the Company has not granted unsecured loans to parties covered in register maintained under section 189 of the Companies Act, 2013 and hence provisions of this sub- clause are not applicable;
- (iv) According to information and explanations given to us, the Company has complied with the provisions of Section 185 of the Companies Act, 2013. *However, the company has not passed special resolution of members in respect of loans, investments, guarantees and security given above the limit as prescribed under section 186 of the Companies Act, 2013 and accordingly has not complied with such provisions;*
- (v) According to information and explanations given to us, the Company has not accepted public deposits and the provision of section 73 to 76 or other relevant provisions of the Companies Act, 2013 and rules framed thereunder are not applicable to the Company;
- (vi) According to information and explanations given to us, the Company is not liable to maintain cost records as prescribed under section 148(1) of the Companies Act, 2013;
- (vii) (a) According to information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including income-tax and any other applicable statutory dues to the appropriate authorities and there are no outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable;

- (b) According to information and explanations given to us, there are no outstanding statutory dues on the part of Company which is not deposited on account of dispute;
- (viii) According to information and explanations given to us, the company has not obtained any loans and borrowings from any financial institution, bank, government or dues to debenture holders, and hence question of default of repayment does not arise;
- (ix) According to information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer. The Company has not taken any term loans and hence question of its utilization does not arise;
- (x) According to information and explanations given to us, there is no noticed or unreported fraud on or by the Company during the year under audit;
- (xi) According to information and explanations given to us, the Company has paid managerial remuneration in accordance with applicable provisions of the Companies Act, 2013;
- (xii) As per information, the Company is not a Nidhi Company, hence provisions of sub- clause (xii) of the Paragraph 3 of the Order are not applicable;
- (xiii) According to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 wherever applicable and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards;
- (xiv) According to information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review;
- (xv) According to information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with him;
- (xvi) According to information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

Signed for the purpose of identification

**FOR V.N. PUROHIT & CO.**  
**Chartered Accountants**  
Firm Regn. No. 304040E

**O.P. Pareek**  
Partner  
Membership No. 014238

New Delhi, the 29<sup>th</sup> day of May 2017

## ANNEXURE- B TO THE AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **Pankaj Piyush Trade and Investment Limited** (the Company) as on 31<sup>st</sup> March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for the 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 controls stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting 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 risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidences we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that: -

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and the receipt and expenditures of the Company are being only in accordance with authorisations of management and directors of the Company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised 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 could not be detected. Also, projections of any evaluation of the internal financial control over financial reporting to future periods are subject to the risk that the internal financial controls 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 aspects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2017, based on "the internal financial controls over financial reporting criteria 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 V.N. PUROHIT & CO.**  
**Chartered Accountants**  
Firm Regn. No. 304040E

**O.P. Pareek**  
Partner  
Membership No. 014238  
*New Delhi, the 29<sup>th</sup> day of May 2017*

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

CIN- L65990DL1982PLC256291

BALANCE SHEET AS ON 31ST MARCH, 2017

Particulars	Notes	31st March 2017 (Rupees)	31st March 2016 (Rupees)
<b><u>EQUITY AND LIABILITIES</u></b>			
<b>Shareholders' fund</b>			
Share Capital	3	24,000,000	24,000,000
Reserves and surplus	4	243,763,196	241,819,311
<b>Current liabilities</b>			
Trade Payables	5	19,734,088	-
Other Current Liabilities	6	355,375	423,386
<b>Total</b>		<b>287,852,659</b>	<b>266,242,697</b>
<b><u>ASSETS</u></b>			
<b>Non-Current Assets</b>			
Fixed Assets			
Tangible Assets	7	3,702,674	3,904,027
Non-Current Investment	8	99,850	-
Deferred Tax Assets (net)	9	125,030	66,298
Other Non- Current Assets	10	15,200	15,200
<b>Current Assets</b>			
Current Investments	11	-	500,000
Inventories	12	18,379,709	14,907,425
Trade Receivables	13	19,650,823	-
Cash and Cash Equivalents	14	6,493,417	6,644,586
Short Term Loans and Advances	15	239,135,957	240,205,161
Other current assets	16	250,000	-
<b>Total</b>		<b>287,852,659</b>	<b>266,242,697</b>

Summary of significant accounting polices 2

The accompanying notes are an integral part of the financial statements.

**IN TERMS OF OUR REPORT ATTACHED  
FOR V.N. PUROHIT & CO.  
Chartered Accountants  
Firm Regn. No. 304040E**

**For and on behalf of the Board of Directors of  
Pankaj Piyush Trade and Investment Limited**

Sd/-  
O.P. Pareek  
Partner  
Membership No. 014238

Sd/-  
Vinod Kumar Bansal  
Managing Director  
DIN -00243709

Sd/-  
Shweta Gupta  
Director  
DIN- 7452923

New Delhi, the 29th day of May 2017

Sd/-  
Usha Sharma  
CFO  
PAN: BRFPS1323F

Sd/-  
Deepak Kumar Das  
Company Secretary  
M.No.-A42712

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

CIN- L65990DL1982PLC256291

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2017

Particulars	Notes	From 1st April 2016 to 31st March 2017 (Rupees)	From 1st April 2015 to 31st March 2016 (Rupees)
<b>A. CONTINUING OPERATIONS</b>			
<b>Income</b>			
Revenue from operations	17	84,458,348	72,104,119
Other Income	18	731,840	798,765
<b>Total Revenue (I)</b>		<b>85,190,188</b>	<b>72,902,884</b>
<b>Expenses</b>			
Purchases of stock in trade	19	78,431,071	67,176,322
Changes in inventories	20	(3,472,285)	(5,655,748)
Employee benefit expenses	21	3,420,731	4,704,874
Finance cost	22	228,341	-
Depreciation	7	201,353	264,967
Other administrative expenses	23	3,625,764	3,205,966
<b>Total (II)</b>		<b>82,434,975</b>	<b>69,696,382</b>
<b>Profit/ (loss) before tax ( I - II)</b>		<b>2,755,214</b>	<b>3,206,503</b>
<b>Tax expenses</b>			
Current Tax		909,061	650,000
Deferred tax		(58,732)	(71,943)
<b>Total Tax Expenses</b>		<b>850,329</b>	<b>578,057</b>
<b>Profit/ (loss) for the year after tax</b>		<b>1,904,884</b>	<b>2,628,446</b>
Less: amount transfer to reserves		-	-
<b>Profit available for dividend distribution</b>		<b>1,904,884</b>	<b>2,628,446</b>
Less: proposed dividend on equity		-	-
Less: provision for dividend distribution tax		-	-
<b>Net profit transfer to appropriation</b>		<b>1,904,885</b>	<b>2,628,446</b>
<b>Earning per share (EPS)</b>			
[nominal value of share Rs. 10/-]			
Basic		4.76	6.57
Diluted		4.76	6.57
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the financial statements.

**IN TERMS OF OUR REPORT ATTACHED  
FOR V.N. PUROHIT & CO.  
Chartered Accountants  
Firm Regn. No. 304040E**

**For and on behalf of the Board of Directors of  
Pankaj Piyush Trade and Investment Limited**

Sd/-  
O.P. Pareek  
Partner  
Membership No. 014238

Sd/-  
Vinod Kumar Bansal  
Managing Director  
DIN -00243709

Sd/-  
Shweta Gupta  
Director  
DIN- 7452923

New Delhi, the 29th day of May 2017

Sd/-  
Usha Sharma  
CFO  
PAN: BRFPS1323F

Sd/-  
Deepak Kumar Das  
Company Secretary  
M.No.-A42712

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

CIN- L65990DL1982PLC256291

CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2017

	For the year ended 31st March 2017 (Rupees)	For the year ended 31st March 2016 (Rupees)
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit before tax and after extra- ordinary items (As per profit & loss account)	2,755,214	3,206,503
Adjustments for items not included		
Add: Depreciation	201,353	264,967
Operating Profit before working capital changes	2,956,567	3,471,470
<u>Working capital adjustments: -</u>		
(Increase)/ decrease in current loans and advances	763,446	822,237
(Increase)/ decrease in Trade receivables	(19,650,823)	83,532
(Increase)/ decrease in inventories	(3,472,285)	(5,655,748)
Increase/ (decrease) in current liabilities	(68,011)	63,942
Increase/ (decrease) in Trade Payables	19,734,088	
(Increase)/ decrease in Other current assets	250,000	-
Cash generated from operations	512,982	(1,214,567)
Direct Taxes Paid	(564,302)	(243,935)
<b>Net cash flow from operating activities (A)</b>	<b>(51,320)</b>	<b>(1,458,502)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of investments	(99,850)	(500,000)
<b>Net cash flow from investing activities (B)</b>	<b>(99,850)</b>	<b>(500,000)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES (C )</b>		
	-	-
<b>Net cash flow during the year (A + B + C)</b>	<b>(151,170)</b>	<b>(1,958,502)</b>
Add: Opening cash and cash equivalents	6,644,586	8,603,088
<b>Closing cash and cash equivalents</b>	<b>6,493,417</b>	<b>6,644,586</b>
<b>Components of cash and cash equivalents</b>		
Cash in hand	32,934	221,370
Deposit with banks in current accounts	6,460,483	6,423,216
<b>Toal cash and cash equivalents (note 14)</b>	<b>6,493,417</b>	<b>6,644,586</b>

The accompanying notes are an integral part of the financial statements.

IN TERMS OF OUR REPORT ATTACHED  
FOR V.N. PUROHIT & CO.  
Chartered Accountants  
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of  
Pankaj Piyush Trade and Investment Limited

Sd/-  
O.P. Pareek  
Partner  
Membership No. 014238

Sd/-  
Vinod Kumar Bansal  
Managing Director  
DIN -00243709

Sd/-  
Shweta Gupta  
Director  
DIN- 7452923

New Delhi, the 29th day of May 2017

Sd/-  
Usha Sharma  
CFO  
PAN: BRFPS1323F

Sd/-  
Deepak Kumar Das  
Company Secretary  
M.No.-A42712

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

CIN- L65990DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2016 TO 31ST MARCH 2017

3. Share capital	As at 31st March 2017 (Rupees)	As at 31st March 2016 (Rupees)
<b>Authorised shares</b>		
1,90,00,000 (31 March 2016: 1,90,00,000) Equity Shares of Rs.10/- each	190,000,000	190,000,000
20,00,000 (31 March 2016: 20,00,000) Preference Shares of Rs.10/- each	20,000,000	20,000,000
	<u>210,000,000</u>	<u>210,000,000</u>
<b>Issued, subscribed and fully paid- up shares</b>		
4,00,000 (31 March 2016: 4,00,000) Equity Shares of Rs.10/-each fully paid up	4,000,000	4,000,000
20,00,000 (31 March 2016: 20,00,000) 6% Non-Cumulative Compulsory Redeemable Preference Shares of Rs.10/- each fully paidup	20,000,000	20,000,000
<b>Total issued, subscribed and fully paid- up share capital</b>	<u>24,000,000</u>	<u>24,000,000</u>

**a. Reconciliation of Shares outstanding at the beginning and at the end of reporting period**

	As at 31st March 2017		As at 31st March 2016	
	No.	(Rupees)	No.	(Rupees)
Share Capital at the beginning of the period	2,400,000	24,000,000	2,400,000	24,000,000
Issued during the period				
<b>Outstanding at the end of the period</b>	<u>2,400,000</u>	<u>24,000,000</u>	<u>2,400,000</u>	<u>24,000,000</u>

**b. Terms and rights attached to equity shares**

The company has issued only one class of equity share having a par value of Rs. 10 per share. Each holder of equity shares is entitled to vote per share. The company declares and pays dividend if any, in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

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 the preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholder.

**c. Terms and rights attached to preference shares**

The company has issued 6% non- cumulative, non- convertible preference share of Rs. 10 each at a premium of Rs. 90 each which are compulsorily redeemable after 20 years from the date of issue.

The preference shares are having put and call option which can be exercised by the investor or company respectively at any time before expiry of 20 years but not earlier than expiry of 3 years from the date of issue with a minimum notice period of 3 months.

**d. Details of shareholders holding more than 5% shares in the company**

	As at 31st March 2017		As at 31st March 2016	
	Nos.	% holding	Nos.	% holding
Sh. Vinod Kumar Bansal	60,000	15.00%	60,000	15.00%
Sh. Dinesh Gupta	24,500	6.13%	24,500	6.13%

4. Reserves and surplus	As at 31st March 2017 (Rupees)		As at 31st March 2016 (Rupees)	
<b>Securities premium account</b>				
Opening balance	180,000,000		180,000,000	
Add/ Less: Utilized/ transfer during the period	-		-	
		180,000,000		180,000,000
<b>Capital reserve</b>				
Opening balance	245,669,488		245,669,488	
Add/ Less: Utilized/ transfer during the period	-		-	
		245,669,488		245,669,488
<b>General reserve</b>				
Opening balance	560,000		560,000	
Less: Utilized/ transfer during the period	-		-	
		560,000		560,000
<b>Surplus/ (deficit) in statement of profit &amp; loss</b>				
Balance as per last financial statements	(184,410,177)		(187,108,689)	
Add: Profit/ (loss) for the year	1,904,885		2,628,446	
Add/ (Less): Income tax adjusted for earlier years	39,001		70,066	
<b>Net (deficit) in statement of profit and loss</b>		<u>(182,466,291)</u>		<u>(184,410,177)</u>
		<u>243,763,196</u>		<u>241,819,311</u>

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

CIN- L65990DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2016 TO 31ST MARCH 2017

	As at 31st March 2017 (Rupees)	As at 31st March 2016 (Rupees)
<b>5. Trade Payables</b>		
Creditors for Goods	19,734,088	-
	<b>19,734,088</b>	-
<b>6. Other Current Liabilities</b>		
Audit Fee Payable	36,750	22,900
Salary & Bonus Payable	310,925	385,600
Sundry Creditors for expenses	4,200	13,586
TDS Payable	3,500	1,300
	<b>355,375</b>	<b>423,386</b>
<b>8 Non-Current Investment</b>		
<u>Investments in unquoted equity shares (at cost)</u>		
50,000 (31st March 2016: Nil) Equity Shares of Rs. 1 each fully paid in E Tricks Enterprises Private Limited	50,000	-
4,985 (31st March 2016: Nil) Equity Shares of Rs. 10 each fully paid in Tia Enterprises Private Limited	49,850	-
	<b>99,850</b>	-
<b>9 Deferred tax assets (net)</b>		
Tax effect on account of WDV of Fixed Assets under Companies Act with Income Tax Act	125,030	66,298
	<b>125,030</b>	<b>66,298</b>
<b>10 Other Non- Current Assets</b>		
Security Deposits	15,200	15,200
	<b>15,200</b>	<b>15,200</b>
<b>11 Current Investment</b>		
Nil (31st March 2016: 25,000) Equity Shares of Rs. 10 each fully paid in Jagtarni Enterprises Private Limited	-	250,000
Nil (31st March 2016: 25,000) Equity Shares of Rs. 10 each fully paid in Rithvik Dealers Limited	-	250,000
	-	<b>500,000</b>
<b>12. Inventories</b>		
<u>In Bonds &amp; Debentures, Quoted (At cost)</u>		
NIL (31 March 2016: 26) Bonds of 8% HP Infrastructure Dev Board-11-07-16 having face value of Rs. 1,00,000 each	-	1,043,847
<u>In Equity Shares, Quoted (At lower of cost or market value)</u>		
NIL (31 March 2016: 5) Bonds of 12.75% Religare Finvest Ltd 2017 having face value of Rs. 10,00,000 each	-	5,403,320
28,000 (31 March 2016: 20,000) Equity shares of Agi Infra Limited having face value of Rs. 10 each	3,180,412	1,508,258
NIL (31 March 2016: 3,16,000) Equity shares of Vakson Automobile Ltd having face value of Rs. 10 each	-	6,952,000
1,00,000 (31 March 2016: NIL) Equity shares of Aayaman Capital Markets Limited having face value of Rs. 10 each	1,563,229	-
14,400 (31 March 2016: NIL) Equity shares of Bajaj Healthcare Limited having face value of Rs. 10 each	2,454,049	-
13,62,000 (31 March 2016: NIL) Equity shares of Stellar Capital Service Limited having face value of Rs. 10 each	11,182,020	-
	<b>18,379,709</b>	<b>14,907,425</b>

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

CIN- L65990DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2016 TO 31ST MARCH 2017

<b>13. Trade Receivable</b>	<b>As at 31st March 2017</b>	<b>As at 31st March 2016</b>
	<b>(Rupees)</b>	<b>(Rupees)</b>
Outstanding for a period exceeding 6 months	-	-
Other receivables	19,650,823	-
	<b>19,650,823</b>	<b>-</b>
<b>14. Cash and cash equivalents</b>	<b>As at 31st March 2017</b>	<b>As at 31st March 2016</b>
	<b>(Rupees)</b>	<b>(Rupees)</b>
Cash in hand (as Certified)	32,934	221,370
Balances with banks in Current Account	6,394,093	6,361,391
Balance in FDR	66,390	61,825
	<b>6,493,417</b>	<b>6,644,586</b>
<b>15. Short term Loan and Advances</b>	<b>As at 31st March 2017</b>	<b>As at 31st March 2016</b>
	<b>(Rupees)</b>	<b>(Rupees)</b>
(Unsecured, considered good)		
Loan & Advances recoverable in cash or kind	236,753,662	237,517,108
Advance Income Tax (Net of Provision)	2,382,295	2,688,053
	<b>239,135,957</b>	<b>240,205,161</b>
<b>16. Other current assets</b>	<b>As at 31st March 2017</b>	<b>As at 31st March 2016</b>
	<b>(Rupees)</b>	<b>(Rupees)</b>
Receivable against sale of Investments	250,000	-
	<b>250,000</b>	<b>-</b>
<b>17. Revenue from operations</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>31st March 2017</b>	<b>31st March 2016</b>
	<b>(Rupees)</b>	<b>(Rupees)</b>
Sale of Shares and Securities	19,807,292	52,391,254
Sale of Fabrics	44,790,175	-
Interest income	19,860,881	19,712,865
	<b>84,458,348</b>	<b>72,104,119</b>
<b>18. Other Income</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>31st March 2017</b>	<b>31st March 2016</b>
	<b>(Rupees)</b>	<b>(Rupees)</b>
Profit from sale of Mutual Fund Units	4,003	667,365
Interest on Income tax refund	90,337	131,400
Interest on Bonds	637,500	-
	<b>731,840</b>	<b>798,765</b>
<b>19. Purchase of trade goods</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>31st March 2017</b>	<b>31st March 2016</b>
	<b>(Rupees)</b>	<b>(Rupees)</b>
Purchase of Shares and Securities	27,766,983	67,176,322
Purchase of Fabrics	50,664,088	-
	<b>78,431,071</b>	<b>67,176,322</b>
<b>20. Changes in inventories</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>31st March 2017</b>	<b>31st March 2016</b>
	<b>(Rupees)</b>	<b>(Rupees)</b>
<u>Inventories at the beginning of the year</u>		
Stock in trade (Shares and Securities)	14,907,425	9,251,677
	<b>14,907,425</b>	<b>9,251,677</b>
<u>Inventories at the end of the year</u>		
Stock in trade (Shares and Securities)	18,379,709	14,907,425
	<b>18,379,709</b>	<b>14,907,425</b>
	<b>(3,472,285)</b>	<b>(5,655,748)</b>

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED****CIN- L65990DL1982PLC256291**

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2016 TO 31ST MARCH 2017

	For the year ended 31st March 2017 (Rupees)	For the year ended 31st March 2016 (Rupees)
<b>21. Employee benefit expenses</b>		
Salaries and wages	2,748,315	3,723,568
Bonus to staff	266,548	345,658
Staff welfare expenses	165,868	395,648
Director Remuneration (Note no - 31)	240,000	240,000
	<u>3,420,731</u>	<u>4,704,874</u>
<b>22. Finance Cost</b>		
Bank Charges	633	-
Interest paid	227,708	-
	<u>228,341</u>	<u>-</u>
<b>23. Other administrative expenses</b>		
Advertisement & Publication Expenses	35,358	33,059
Auditors Remuneration (Note No - 30)	47,246	28,038
Bad Debts	-	59,178
Business Promotion	409,000	903,770
Conveyance Expenses	242,138	469,500
Commission Paid	2,167,750	-
Demat charges	472	2,661
Festival Expenses	18,640	16,450
Electricity & Water Charges	13,890	72,450
Fee & Subscriptions	258,405	276,043
Interest not recovered	105,492	-
Miscellaneous Expenses	100	328
News Paper, Books & Periodicals	14,129	11,177
Postage, Courier, Fax & Telegrams	34,591	49,561
Printing and Stationery	109,583	118,788
Professional Charges	38,646	375,262
Repair & Maintenance	8,461	281,996
Telephone & Mobile Expenses	109,178	83,569
Tours & Travelling Expenses	8,660	414,596
Website Expenses	4,025	9,540
	<u>3,625,764</u>	<u>3,205,965</u>

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

CIN- L65990DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2016 TO 31ST MARCH 2017

**Note - 7 (Fixed Assets)**

*(Amount in Rupees)*

Tangible assets	LIFE	GROSS BLOCK				DEPRECIATION			NET BLOCK	
		Balance as at 1 April, 2016	Additions	Adjusted in sales	Balance as at 31 March, 2017	Balance as at 1 April, 2016	Depreciation during the year	Balance as at 31 March, 2017	W.D.V. as on 31.03.17	W.D.V. as on 31.03.2016
<b>I. Tangible Assets</b>										
(a) Computers	3	425,800	-	-	425,800	404,510	-	404,510	21,290	21,290
(b) Furniture and Fixtures	10	45,840	-	-	45,840	27,344	5,016	32,360	13,480	18,496
(c) Business Premises	60	4,071,100	-	-	4,071,100	206,859	196,337	403,196	3,667,904	3,864,241
<b>Total</b>		4,542,740		-	4,542,740	638,713	201,353	840,066	3,702,674	3,904,027
<b>Previous year</b>		4,542,740		-	4,542,740	373,746	264,967	638,713	3,904,027	4,168,994

IN TERMS OF OUR REPORT ATTACHED

FOR V.N. PUROHIT & CO.

Chartered Accountants

Firm Regn. No. 304040E

Sd/-

O.P. Pareek

Partner

Membership No. 014238

New Delhi, the 29th day of May 2017

For and on behalf of the Board of Directors of  
Pankaj Piyush Trade and Investment Limited

Sd/-

Vinod Kumar Bansal

Managing Director

DIN -00243709

Sd/-

Shweta Gupta

Director

DIN- 7452923

Sd/-

Usha Sharma

CFO

PAN: BRFPS1323F

Sd/-

Deepak Kumar Das

Company Secretary

M.No.-A42712

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**  
**CIN- L65990DL1982PLC256291**

Primary Segment Information: -

	31st March 2017 (Rs.)	31st March 2016 (Rs.)
<b>Segment Revenue</b>		
Trading in Shares & Securities	19,807,292	52,391,254
Trading in Fabrics	44,790,175	-
Financing of Loans	19,860,881	19,712,865
Unallocable	731,840	798,765
<b>Total Revenue</b>	<b>85,190,188</b>	<b>72,902,884</b>
<b>Segment Results</b>		
<b>(Profit/ loss before interest and taxes)</b>		
Trading in Shares & Securities	(4,487,406)	(9,129,320)
Trading in Fabrics	(5,873,913)	-
Financing of Loans	19,755,389	19,712,865
Unallocable	-	-
Less: Interest	227,708	-
Less: <b>Other unallocable expenditure (net)</b>	<b>(6,866,564)</b>	<b>(7,377,042)</b>
Add: <b>Other unallocable income</b>	<b>-</b>	<b>-</b>
<b>Total Profit Before Taxes</b>	<b>2,755,214</b>	<b>3,206,503</b>
<b>Capital Employed</b>		
<b>(Segment Assets - Segment Liabilities)</b>		
Trading in Shares & Securities	18,379,709	14,907,425
Trading in Fabrics	(83,265)	-
Financing of Loans	236,753,662	237,517,108
Unallocable	12,713,090	13,394,778
<b>Total</b>	<b>267,763,196</b>	<b>265,819,311</b>

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**  
CIN- L65990DL1982PLC256291

Annexure - 2

**DEPRECIATION CHART FOR THE YEAR ENDED 31.03.2017**

PARTICULARS	RATE OF DEP.	GROSS BLOCK AS ON 01.04.2016	ADDITION BEFORE 180 DAYS	ADDITION AFTER 180 DAYS	GROSS BLOCK AS ON 31.03.2017	DEPRECIATION	NET BLOCK AS ON 31.03.2017
Office Premises	0%	4,071,100	-	-	4,071,100	-	4,071,100
Computers	60%	19,076	-	-	19,076	11,446	7,630
Furniture & Fittings	10%	31,747	-	-	31,747	3,175	28,572
<b>TOTAL</b>		4,121,923	-	-	4,121,923	14,621	4,107,302

**FOR V.N. PUROHIT & CO.**  
Chartered Accountants  
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of  
Pankaj Piyush Trade and Investment Limited

Sd/-  
O.P. Pareek  
Partner  
Membership No. 014238

Sd/-  
Vinod Kumar Bansal  
Managing Director  
DIN -00243709

Sd/-  
Shweta Gupta  
Director  
DIN- 7452923

New Delhi, the 29th day of May 2017

Sd/-  
Usha Sharma  
CFO  
PAN: BRFPS1323F

Sd/-  
Deepak Kumar Das  
Company Secretary  
M.No.-A42712

DEPRECIATION CHART FOR F. Y. 2016-17

Date of Purchase	Particular	Original Cost (Rs)	Dep charged upto 31.03.2016	WDV as on 01.04.2016	Addition During the Year	Life as per Co. Act, 2013	Life Used till 31/03/2016	Remaining Life	Salvaged value	Depreciable amount over whole life	Excess Dep. (Already charged)	Rate of Dep.	Dep for the year 2016-17	Adjusted with Retained Earning	WDV as on 31st Mar 2017
<b>(A) Office Equipments</b>															
23.03.2013	Computer	425800	404510	21290	0	3	3	0	21290	404510	0	0.00%	0	0	21290.00
<b>(B) Furniture and Fixtures</b>															
05.11.2012	Furniture &	45840	27344	18496	0	10	3.4	6.6	2292	43548	0	27.12%	5016	0	13480.00
<b>(C) Buildings</b>															
04.01.2015	Property	4071100	206859	3864241	0	60	3.55	56.45	203555	3867545	0	5.08%	196337	0	3667904.00
<b>Total</b>		<b>4542740</b>											<b>201353</b>	<b>0</b>	<b>3702674</b>

## **1. Basis of preparation of Financial Statement**

The Financial Statements 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 in all material respect with the accounting standards notified under the Companies ( Accounting standards) Rule, 2006, (as amended) and the relevant provision of the companies Act, 2013. The Financial Statements have been prepared on the accrual basis and under the historical cost convention.

## **2. Summary of significant accounting policies :**

### **a. Use of estimates**

The preparation of Financial Statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current event and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period.

### **b. Fixed Assets**

Fixed assets are carried at the cost of acquisition or construction less accumulated depreciation. The cost of fixed assets includes non-refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets.

### **c. Depreciation on Fixed Assets**

Depreciation on fixed assets is provided on the Written Down Value (WDV) Method. Depreciation is provided based on useful life of the asset as prescribed in Schedule II to the Companies Act 2013.

### **d. Revenue Recognition**

Having regards to the size, nature and level of operation of the business, the company is applying accrual basis of accounting for recognition of income earned and expenses incurred in the normal course of business.

### **e. Investments**

Current investments are carried at lower of cost and quoted/ fair value, computed category-wise. Non Current investments are stated at cost. Provision for diminution in the value of Non Current investments is made only if such a decline is other than temporary.

### **f. Inventories**

Inventories include investments in shares of other companies. The company classified such investments as inventory and valuation of them has been made at lower of cost or market value.

**g. Taxes on Income**

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period.

Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognized if there is virtual certainty that sufficient future taxable income will be available to realize the same.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

**h. Provisions**

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resource embodying economic benefits will be require to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are review at the end of each reporting date and adjusted to reflect the current best estimates.

**i. Earnings Per Share**

Basic Earnings per Share has been calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted Earnings per Share has been computed by dividing the net profit after tax by the weighted average no. of equity shares considered for deriving basic Earnings per Share and also the weighted average no. of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**  
**CIN- L65990DL1982PLC256291**  
**NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS**

24. There is no Micro, Small and Medium Enterprises as defined under Micro, Small & Medium Enterprises Development Act, 2006 to which Company owes dues which are outstanding for a period more than 45 days as on Balance Sheet Date. The said information regarding Micro, Small and Medium Enterprises has been determined on the basis of information availed with the Company and has been duly relied by the auditors of the Company.
25. In the opinion of the management, the current assets, loans and advances have a realizable value in the ordinary course of business is not less than the amount at which they are stated in the Balance Sheet.
26. Balance shown under head Sundry Debtors, Creditors, Loans and Advances are subject to confirmation.

**27. Disclosure of Specified Bank Notes**

	Specified Bank Notes	Other Denomination Notes	Total
Closing Cash in Hand as on 08/11/2016	Nil	9,79,454	9,79,454
Add: Permitted Receipts	Nil	Nil	Nil
Less: Permitted Payments	Nil	3,08,230	3,08,230
Less: Amount Deposited in Banks	Nil	Nil	Nil
Closing Cash in Hand as on 30/12/2016	Nil	6,71,224	6,71,224

**28. Related party disclosures/ transactions**

Related Parties covered:-

(i)	Key Management Personnel	Mr. Vinod Kumar Bansal (Managing Director) Ms. Seema Mangal (Past Director) Ms. Renu Bansal (Past Director) Ms. Shweta Gupta (Director) Mr. Neeraj Kumar Singh (Director) Mr. Harshit Agarwal (Director) Ms. Usha Sharma (CFO) Mr. Santosh Kumar Kushawaha (Director) Mr. Deepak Kumar Das (Company Secretary)
(ii)	Relatives of Key Management Personnel	None
(iii)	Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives	None

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**  
**CIN- L65990DL1982PLC256291**  
**NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS**

Transaction with related parties:-

Transaction with	Nature of Transaction	31/03/2017 (Rs.)	31/03/2016 (Rs.)
Mr. Vinod Kumar Bansal	Remuneration	2,40,000	2,40,000
Ms. Usha Sharma	Salary	2,40,000	2,04,380
Mr. Deepak Kumar Das	Salary	2,40,000	Nil

**29. Segment Information:**

(a) The Company has identified two reportable segments viz., trading in shares and securities and advancing of loans after taking into account the nature of product and services and the differing risk and returns on such products and services. The accounting policies adopted for segment reporting are in line with the accounting policy of the company with following additional policies for segment reporting: -

- (i) Revenue and expenses have been identified to a segment on the basis of relation to operating activities of the segment. Revenue and Expenses relates to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as “Un-allocable”.
- (ii) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as “Un-allocable”.

(b) Primary Segment information: -

	31st March 2017 (Rs.)	31st March 2016 (Rs.)
<b>Segment Revenue</b>		
Trading in Shares & Securities	1,98,07,292	5,23,91,254
Trading in Fabrics	4,47,90,175	-
Financing of Loans	1,98,60,881	1,97,12,865
Unallocable	7,31,840	7,98,765
<b>Total Revenue</b>	<b>8,51,90,188</b>	<b>7,29,02,884</b>
<b>Segment Results</b>		
(Profit/ loss before interest and taxes)		
Trading in Shares & Securities	(44,87,406)	(91,29,320)
Trading in Fabrics	(58,73,913)	-
Financing of Loans	1,97,55,389	1,97,12,865
Unallocable	-	-

Less:Interest	2,27,708	-
Less:Other unallocable expenditure (net)	(68,66,564)	(73,77,042)
Add:Other unallocable income	-	-
<b>Total Profit Before Taxes</b>	<b>27,55,214</b>	<b>32,06,503</b>
<b>Capital Employed</b>		
(Segment Assets - Segment Liabilities)		
Trading in Shares & Securities	1,83,79,709	1,49,07,425
Trading in Fabrics	(83,265)	-
Financing of Loans	23,67,53,662	23,75,17,108
Unallocable	1,27,13,090	1,33,94,778
<b>Total</b>	<b>26,77,63,196</b>	<b>26,58,19,311</b>

(c) The Reportable segment of “Trading in Share and Securities” includes trading in Quoted Equity Shares, Mutual Funds, Bonds, Futures and Options, Currency, Fabrics, Financing of loans etc.

(d) Secondary Segment information: -

The Company does not have secondary segment division in respect of reportable segments.

30. Break- up of Payments made to Statutory Auditors (Including Service Tax) is disclosed as under: -

Particulars	31/03/2017(Rs.)	31/03/2016 (Rs.)
For Statutory Audit (including Tax Audit)	40,250	22,900
In respect of Certification	6,996	5,138
<b>TOTAL</b>	<b>47,246</b>	<b>28,038</b>

31. Payment made to Director is disclosed as under: -

Transaction with	Nature of Transaction	31/03/2017 (Rs.)	31/03/2016 (Rs.)
Mr. Vinod Kumar Bansal	Remuneration	2,40,000	2,40,000

32.	31/03/2017 (Rs.)	31/03/2016 (Rs.)
Earnings/ Remittances in Foreign Currency	Nil	Nil

33.	31/03/2017 (Rs.)	31/03/2016 (Rs.)
Contingent liability provided for	Nil	Nil

**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**  
**CIN- L65990DL1982PLC256291**  
**NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS**

35. Previous Year's Figures have been re- arranged or re- grouped wherever considered necessary.
36. Figures have been rounded off to the nearest rupees.
37. Figures in brackets indicate negative (-) figures.

Signed for the purpose of Identification

**FOR V.N. PUROHIT & CO.**  
**Chartered Accountants**  
**Firm Regn. 304040E**

**Sd/-**  
**O.P. Pareek**  
**Partner**  
**Membership No. 014238**

**New Delhi, the 29<sup>th</sup> day of May 2017**

**For and on behalf of Board of Directors of**  
**Pankaj Piyush Trade and Investment Limited**

**Sd/-**  
**Vinod Kumar Bansal**  
**Managing Director**  
**DIN:00243709**

**Sd/-**  
**Shweta Gupta**  
**Director**  
**DIN :7452923**

**Sd-**  
**Usha Sharma**  
**CFO**  
**PAN:BRFPS1323F**

**Sd/-**  
**Deepak Kumar Das**  
**Company Secretary**  
**M.No.-A42712**



**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**(CIN: L65990DL1982PLC256291)**

**Regd. Off.: Office. No. 202, 2<sup>nd</sup> Floor, Kotla Village, Mayur Vihar-110091**

Tel.: 011-23329654; E-mail ID: info@pptinvestment.com ; Website: www.pptinvestment.com

**ATTENDANCE SLIP**

**(To be handed over at the entrance of the meeting hall)**

**35<sup>th</sup> ANNUAL GENERAL MEETING – SEPTEMBER 27, 2017**

<b>Members' Name and Address details</b>	
--	--

<b>Reg. Folio No.</b>	
<b>DP &amp; Client No.</b>	
<b>No. of Shares Held</b>	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 35<sup>th</sup> Annual General Meeting of the Company at Navkar Tirth Atisey, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi at 09.00 a.m. on Wednesday, the 27<sup>th</sup> September, 2017.

Member's Name: \_\_\_\_\_ Proxy's Name: \_\_\_\_\_

Member's/Proxy's Signature \_\_\_\_\_

**ELECTRONIC VOTING PARTICULARS**

<b>Electronic Voting Sequence Number (EVSN)</b>	<b>User id</b>	<b>Password</b>
	Please use existing user id and password	

Note: Please refer to the instruction printed under the Notes to the Notice of the 35<sup>th</sup> Annual General Meeting. The E-voting period starts **Saturday, 23-09-2017 at 9:00 am IST** and ends on **Tuesday 26-09-2017 at 5:00 pm IST**. The E-Voting portal shall be disabled by NSDL immediately after 5:00 pm IST on 26-09-2017



**PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**(CIN: L65990DL1982PLC256291)**

**Regd. Off.: Office. No. 202, 2<sup>nd</sup> Floor, Kotla Village, Mayur Vihar-110091**

Tel.: 011-23329654; E-mail ID: info@pptinvestment.com; Website: www.pptinvestment.com

**Form No. MGT-11 Proxy form**

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

Name :	E-mail 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 35<sup>th</sup> Annual General Meeting of the company, to be held on Friday, the 27<sup>th</sup> day of September, 2017 at 09:00 A.M. at Navkar Tirth Atisey, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	I /we assent to the Resolution (FOR)	I /we dissent to the Resolution (AGAINST)
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2017		
2.	To appoint a Director in place of Mr. Neeraj Kumar Singh (DIN: 07452949) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment as a Director of the Company.		
3.	To Ratify the appointment of auditors of the Company and to fix their Remuneration		
4.	Regularisation of Mr. Satish Kumar As Director (Independent) of the Company		
5.	Regularisation of Mr. Abhit Manohar As Director Of The Company		
6.	Regularisation of Mr. Santosh Kumar kushawaha As Director Of The Company		

\* Applicable for investors holding shares in Electronic

form. Signed this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_\_

Affix  
Revenue  
Stamps

Signature of Shareholder      Signature of Proxy holder

Signature of the shareholder  
across Revenue Stamp

**Note:**

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company.

**ELECTRONIC VOTING PARTICULARS**

EVEN (Remote E -Voting Event Number)	USER ID	PASSWORD

Notes: 1) Each equity share of the Company carries one vote.

2) Please read carefully the instructions printed overleaf before exercising the vote

### Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

**Name of the Company: PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**  
**Registered Office: Office No. 202, 2nd Floor, Kotla Village, Mayur Vihar, Phase - 1 ,New Delhi-110091**  
**CIN: L65990DL1982PLC256291**

#### **BALLOT PAPER**

S No	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

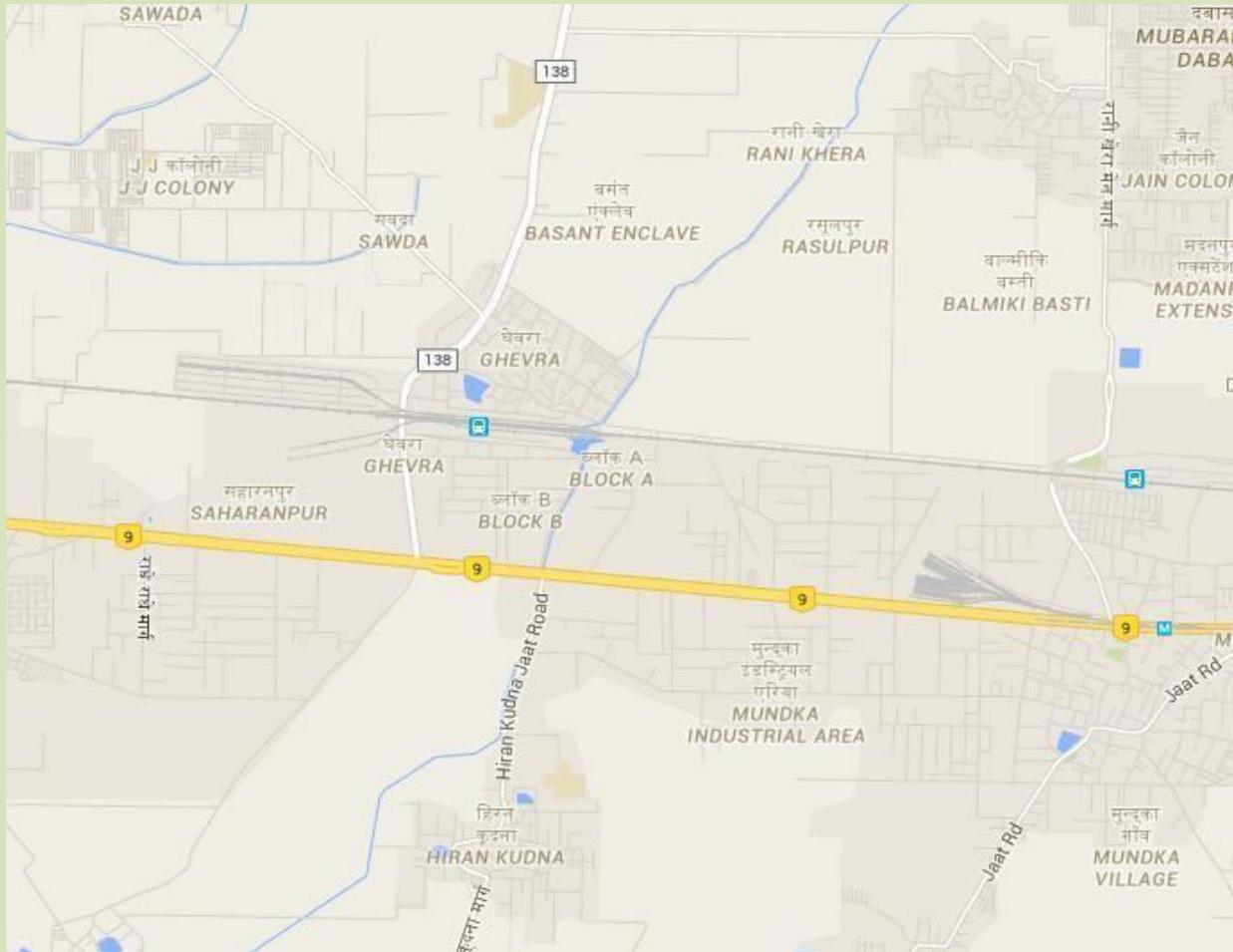
No.	Item No.	Type of Resolution	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2017	ORDINARY RESOLUTION			
2	To appoint a Director in place of Mr. Neeraj Kumar Singh (DIN: 07452949) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment as a Director of the Company.	ORDINARY RESOLUTION			
3	To Ratify the appointment of auditors of the Company and to fix their Remuneration	ORDINARY RESOLUTION			
4	Regularisation of Mr. Satish Kumar As Director (Independent) of the Company	ORDINARY RESOLUTION			
5	Regularisation of Mr. Abhit Manohar As Director Of The Company	ORDINARY RESOLUTION			
6	Regularisation of Mr. Santosh Kumar kushawaha As Director Of The Company	ORDINARY RESOLUTION			

Place:

Date:

(Signature of the shareholder)

## ROAD MAP FOR VENUE OF THE 35<sup>TH</sup> AGM



### VENUE OF AGM

Navkar Tirth Atisey, Village Neewal, Near Mahaviday Kestra,  
Ghevra More, Rohtak Road, Delhi