

# **Purshottam Investofin Limited**

**Annual Report 2019-20**

## **Registered Office :**

L-7, GREENPARK  
EXTENSION, NEW DELHI-  
110016

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**CORPORATE INFORMATION****BOARD OF DIRECTORS AS ON 31<sup>ST</sup> MARCH, 2020**

SAHIB SINGH GUSAIN (DIN: 00649786) –	Managing Director
PRAMOD KUMAR JAIN (DIN: 00112968) –	Whole Time Director
NITIN KUMAR PATNI (DIN: 08305842) –	Independent Director
RAJ KUMAR KEDIA (DIN: 08393960) –	Independent Director
SARBANI BHAGAT (DIN: 08196224) –	Independent Director

**CHIEF FINANCIAL OFFICER**

KESHAV KUMAR JHA

**COMPANY SECRETARY**

ANKIT GUPTA

**CORPORATE IDENTITY NUMBER (CIN)**

L65910DL1988PLC033799

**REGD. OFFICE & WORKS**

L-7, Menz. Floor, Green Park Extension  
Delhi-110016

**STATUTORY AUDITORS**

M/s STRG & Associates  
Chartered Accountants

**INTERNAL AUDITOR**

N G V R AND COMPANY LLP  
(Earlier Known as N G V R And COMPANY)

**SECRETARIAL AUDITORS**

M/s Kundan Agrawal & Associates  
Company Secretaries

**BANKERS**

AXIS BANK LTD.  
IDBI BANK LTD.

**REGISTRAR & SHARE TRANSFER AGENT**

MAS SERVICES LIMITED  
T-34, 2<sup>nd</sup> Floor, Okhla Industrial Area, Phase-II  
New Delhi-110020

**NOTICE**

NOTICE is hereby given that 31st Annual General Meeting of the members of Purshottam Investofin Limited will be held on Saturday, September 26, 2020 at 9.00 AM, through Video Conferencing (VC) or Other Audio Visual Means (OAVM), The venue of the meeting shall be deemed to be the Registered Office of the Company. The following business will be transacted at the meeting:-

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint Mr. Sahib Singh Gusain (DIN: 00649786), as Director who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:-

Re-appointment of Statutory Auditors of the Company:

**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. STRG & Associates, Chartered Accountants, (ICAI Firm Registration no. 014826N) be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for their second term from the conclusion this Annual General Meeting till the conclusion of 35<sup>th</sup> Annual General Meeting on such remuneration and applicable taxes, out of pocket expenses etc, as may be determined by the Audit Committee and Board of Directors of the Company.”

**SPECIAL BUSINESS:**

4. Regularization of Ms. Deepika Arora as Independent Director of Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and any other applicable law, Ms. Deepika Arora (DIN 08774487), a non- executive Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company w.e.f 29.06.2020 for five years, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

5. To authorization secure the borrowings U/s 180(1)(a) of the Companies, Act, 2013:

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

**RESOLVED THAT** in supersession of all the earlier resolutions passed in this regard and subject to Section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the shareholders of the company be and is hereby accorded, to the Board of Directors of the Company to pledge, mortgage, hypothecate and/or charge all or any part

of the movable or immovable properties of the Company, both present and future and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of Rs. 100 crores (Rupees Hundred Crores only) for the Company at any time.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution.”

#### 6. Approval/Ratification of Related Party Transaction

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 provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board), to ratify/approve all existing contracts/arrangements/ agreements/transactions and to enter into new/ further contracts/ arrangements/ agreements/ transactions (including any modifications, alterations, amendments or renewal thereto), in the ordinary course of business and on arm’s length basis with Plus Corporate Ventures Pvt Ltd (PCVPL) being ‘Related Parties’ within the meaning of the Act and the Listing Regulations, as more particularly enumerated in the explanatory statement to the Notice and on such terms and conditions as may be agreed between the Company and PCVPL.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and execute all such deeds, documents and writings, on an ongoing basis, as may be necessary, proper or expedient for the purpose of giving effect to the above resolution.”

#### 7. Consent of Members for increase in the limits applicable for making investments in Bodies Corporate.

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

**RESOLVED THAT** pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the investments so far made in bodies corporate along with the additional investments proposed to be made by the Company, from time to time, in future, shall not exceed a sum of 30 Crores (Rupees Thirty Crores only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.

Date: 16.07.2020  
Place: Delhi

By Order of the Board of Directors  
For Purshottam Investofin Limited  
Sd/-

Ankit Gupta  
Company Secretary  
Memb. No.: ACS 55201

Purshottam Investofin Ltd  
Regd. Office: L-7, Menz. Floor,  
Green Park Extension, Delhi-110016  
CIN: L65910DL1988PLC033799  
Email: [purshottaminvestofin@gmail.com](mailto:purshottaminvestofin@gmail.com)  
Tel: 011-46067801/02, Website: [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in)

Notes:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 and SEBI vide Circular dated 12<sup>th</sup> May, 2020 (collectively referred to as "Circulars") has permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Circulars, the AGM of the Company is being held through VC / OAVM.
2. Since, the AGM is being conducted through VC/OAVM, there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available and hence the proxy form is not annexed to this notice.
3. Corporate members intending to attend the AGM through authorised representatives are requested to send a scanned copy of duly certified copy of the board or governing body resolution authorising the representatives to attend and vote at the Annual General Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [cskundanagerawal@gmail.com](mailto:cskundanagerawal@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and [pil.cs0187@gmail.com](mailto:pil.cs0187@gmail.com) . Since, the Members are required to attend and participate in the AGM through VC/OAVM only therefore attendance slip and route map are not annexed to this notice.
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 is annexed. The Board of Directors have considered and decided to include the Item Nos. 4 to 7 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.
6. Additional information, pursuant to Regulation 36 (3), of the Listing Regulations, in respect of directors appointment/reappointment at the Annual General Meeting and Explanatory Statement as required under Section 102 of the Companies Act, 2013, in respect of special business under item numbers 04 to 07 of the Notice is appended hereto and forms part of this Notice.
7. a) The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 20<sup>th</sup> September, 2020 to Saturday, 26<sup>th</sup> September, 2020 (both days inclusive) for the purpose of the AGM.  
b) The remote e-voting period commences on Wednesday, September 23, 2020 (09:00 am) and ends on Friday, September 25, 2020 (05:00 pm). No e-voting shall be allowed beyond the said date and time. During this period

members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 19, 2020, may cast their vote by remote e-voting

8. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

9. Members holding shares in physical form are requested to intimate immediately to the Registrar & Share Transfer Agent of the Company, MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384 quoting registered Folio No. (a) details of their bank account/change in bank account, if any, and (b) change in their address, if any, with pin code number.

In case share are in demat form members are requested to update their bank detail with their depository participant.

As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from, 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form.

The 99.57 % of the capital are in dematerialised form and the balance holding 0.43% of the capital are in physical form. The shareholders having shares in physical form are requested to dematerialize the shares at the earliest.

10. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form nomination in the prescribed Form No. SH-13 duly filled to RTA at their office address mentioned in Note no. 9. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

11. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to company, on or before 18<sup>th</sup> September, 2020 at the email id of the Company i.e. [pil.cs0187@gmail.com](mailto:pil.cs0187@gmail.com)

12. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Share Transfer Agent, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrar and Share Transfer Agent, members are requested to quote their folio numbers or DP ID and Client ID for physical or electronic holdings respectively.

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and relevant documents referred to in this Notice of AGM and Explanatory Statement, will be available electronically for inspection by the Members during the AGM. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode on all working days till the date of this Annual General Meeting, basis the request being sent on the email id: [pil.cs0187@gmail.com](mailto:pil.cs0187@gmail.com).

14. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Company/Registrar.

15. Members who hold shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.

16. In compliance with the aforesaid Circulars, the Annual Report including audited financial statements for the financial year 2020 including notice of 31st AGM is being will be sent through electronic mode only to those members whose email addresses are registered with the Company / Depository Participant.

In case you have not registered your email id with depository or RTA you may registered your email id in following manner.

<b>Physical Holding</b>	Send a signed request to Registrar and Transfer Agents of the Company, MAS Services Limited at <a href="mailto:info@masserv.com">info@masserv.com</a> providing Folio number, Name of the shareholder, scanned copy of the share certificate (Front and Back), PAN( Self attested scanned copy of PAN Card), AADHAR ( Self attested scanned copy of Aadhar Card) for registering email address.
<b>Demat Holding</b>	Please contact your Depository Participant (DP) and register your email address as per the process advised by DP.

The Notice of AGM along with Annual Report for the financial year 2019-20, is available on the website of the Company at [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in) and on the website of Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).

17. **Voting through electronic means:** In compliance with the provisions of Regulation 44 of the Listing Regulations and Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 Company is offering e-voting facility to its members. Detailed procedure is given in the enclosed letter.

18. No gifts, gift coupons, or cash in lieu of gifts shall be distributed at the Meeting.

19. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Saturday, 19th day of September, 2020. Members are eligible to cast vote only if they are holding shares as on that date and a person who is not a member as on the cut off date should treat this notice for information purposes only.

20. Members of the Company who acquires shares after the sending of Notice by the Company and hold shares as on the cut-off date i.e. Saturday, 19th day of September, 2020, shall follow the same procedure for e-Voting as mentioned in Instruction for Remote E-voting, E-voting And Joining of AGM through Video Conferencing.

21. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories and Company's RTA as on the cut-off date only shall be entitled to avail the facility remote e-voting as well as voting at the AGM through VC/OAVM.

#### **INSTRUCTION FOR REMOTE EVOTING, EVOTING AND JOINING OF AGM THROUGH VIDEO CONFERENCING**

- i. The shareholders need to visit the e-voting website <http://www.evotingindia.com/>.
- ii. Click on "Shareholders" module.
- 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) Shareholders 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 e-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:

	<b>For Shareholders holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence/PAN number which is mentioned in email.</li> </ul>



Dividend Bank Details	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.
<b>OR</b>	
Date of Birth (DOB)	<ul style="list-style-type: none"> <li>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 (iii).</li> </ul>

- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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 also to be used by the demat holders for voting on resolutions of any other company for which they are eligible to vote, provided that the 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 shareholders holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN for the Purshottam Investofin Limited.
- 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 on which you have decided to vote, 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**". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**PROCESS FOR THOSE SHAREHOLDERS WHO WISH TO OBTAIN LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE BUT WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES:**

1. For Physical shareholders- Kindly send an email with a scanned request letter duly signed by 1st shareholder, scan copy of front and back of one share certificate, copy of PAN card and Aadhar card to [info@masserv.com](mailto:info@masserv.com)
2. For Demat shareholders - Kindly update your email id with your depository participant and send copy of client master to [info@masserv.com](mailto:info@masserv.com)

**INSTRUCTIONS FOR JOINING MEETING THROUGH VC:**

To join the meeting, the shareholders should log on to the e-voting website <http://www.evotingindia.com/> and login as explained above. After logging-in, kindly click on 'live streaming' tab and you will be redirected to 'cisco' website.

In the "Name" field - Put your USERID as informed in e-mail.

In the "last name" field - Enter your Name

In the "Email ID" field - Put your email ID

In the “Event password” field - Put the password as “cdsl@1234”

Click join now button.

Now screen will be displayed for downloading CISCO driver for VC. Please click on run temporary file download. Downloading of driver will be start open driver and click on run.

Event will start and you will be in the AGM through Video conferencing.

You can join meeting through laptop, tablet, and desktop. In case you want to join through mobile, you need to download the webex meet app from the respective play store.

#### PRE-REQUISITE FOR JOINING OF MEETING THROUGH DESKTOP OR LAPTOP:

##### 1. System requirement:

- ✓ Windows 7, 8 or 10
- ✓ I3
- ✓ Microphone, speaker
- ✓ Internet speed minimum 700 kbps
- ✓ Date and time of computer should be current date and time

#### PRE-REQUISITE FOR JOINING OF MEETING THROUGH MOBILE:

- ✓ Please download webex application from play store

**NOTE:** IT IS ADVISABLE TO LOGIN BEFOREHAND AT E-VOTING SYSTEM AS EXPLAINED IN E-VOTING INSTRUCTIONS ABOVE, TO BE FAMILIAR WITH THE PROCEDURE, SO THAT YOU DO NOT FACE ANY TROUBLE WHILE LOGGING-IN DURING THE AGM.

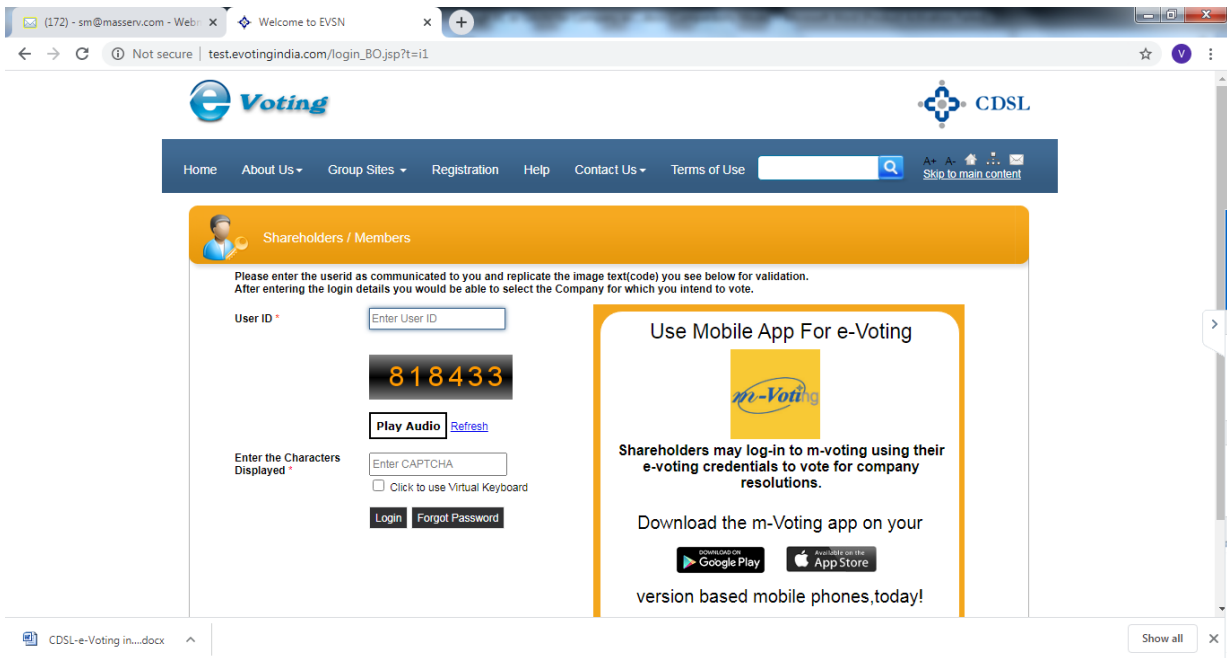
#### PROCEDURE FOR E-VOTING AND JOINING OF MEETING THROUGH VC

##### (EXPLAINED USING SCREENSHOTS):

- i. The shareholders should log on to the e-voting website <http://www.evotingindia.com/>. Below screen will be appear.

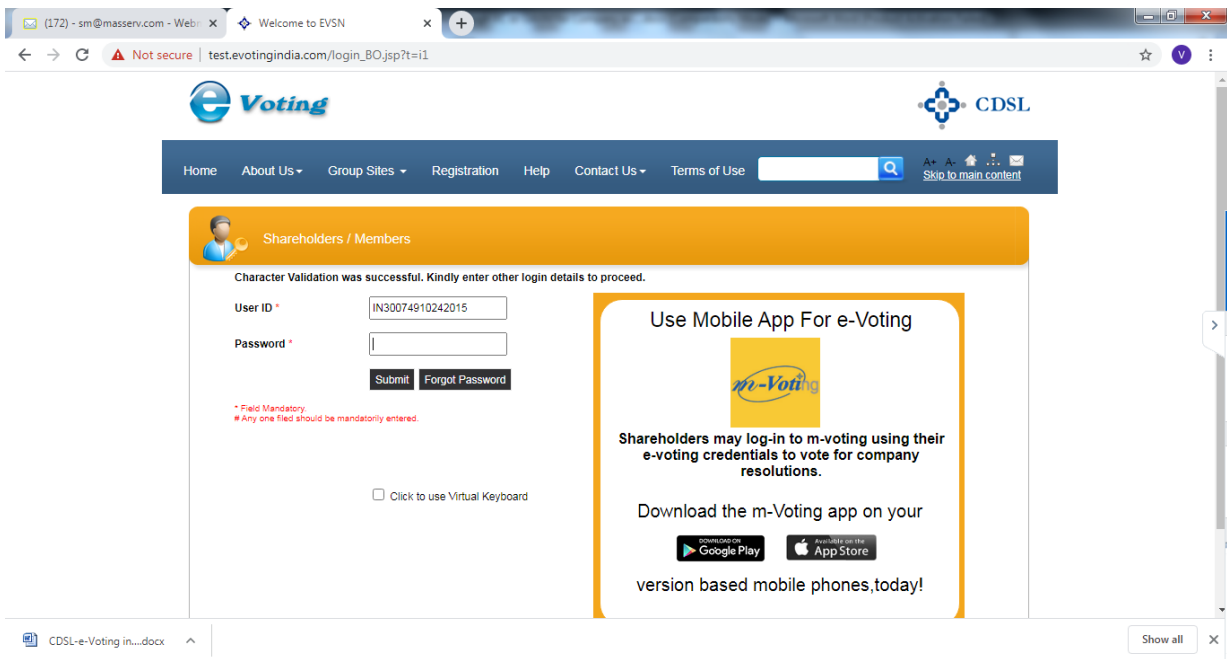


- ii. Press Shareholders/Members tab, after which the below screen will be appear.

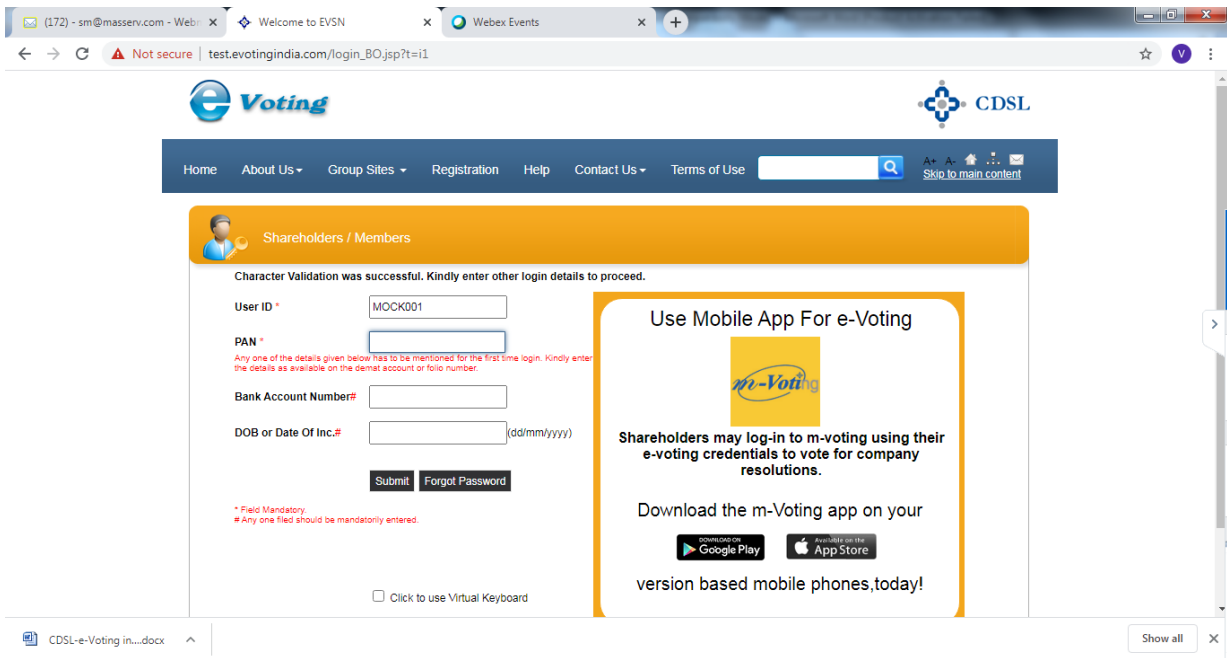


iii. Enter user id as mentioned in your invite email, or read point number (iii) as given above.

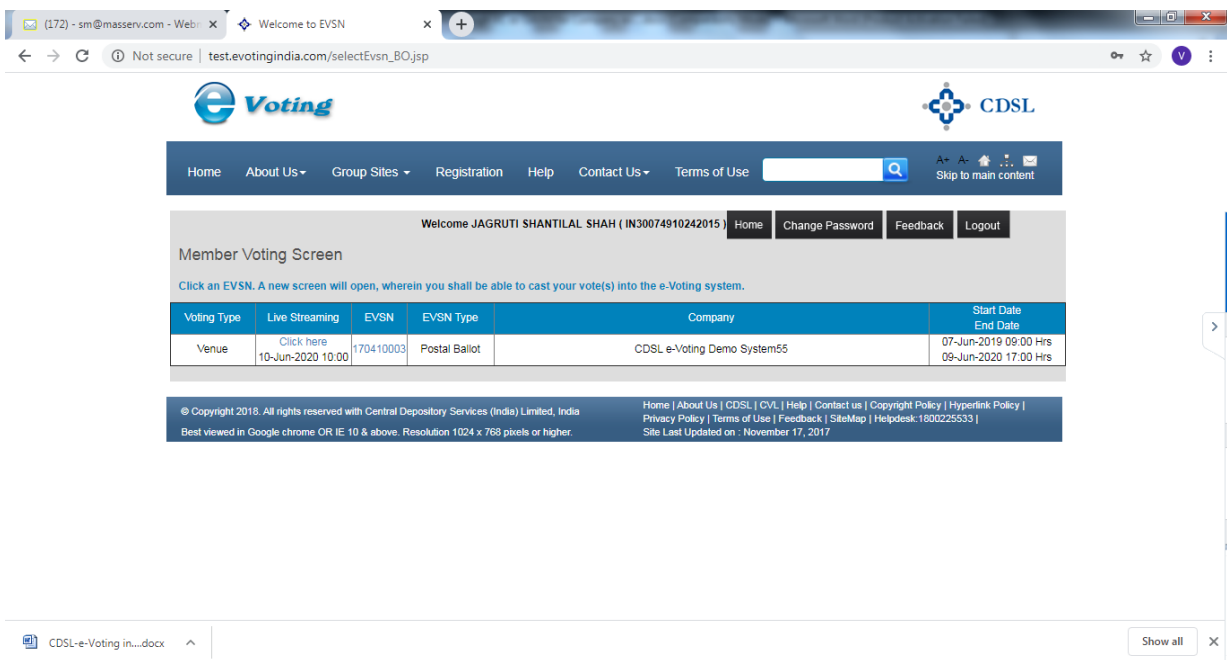
Since you are a registered user, below screen will be appear. Enter your existing CDSL password in password field.



iv. In case you are 1st time user of CDSL e-voting system, then below screen will be appear.



v. Enter your PAN and bank detail/DOB or follow instruction as given point number (vi) above or mentioned in invite email; then below screen will be appear.

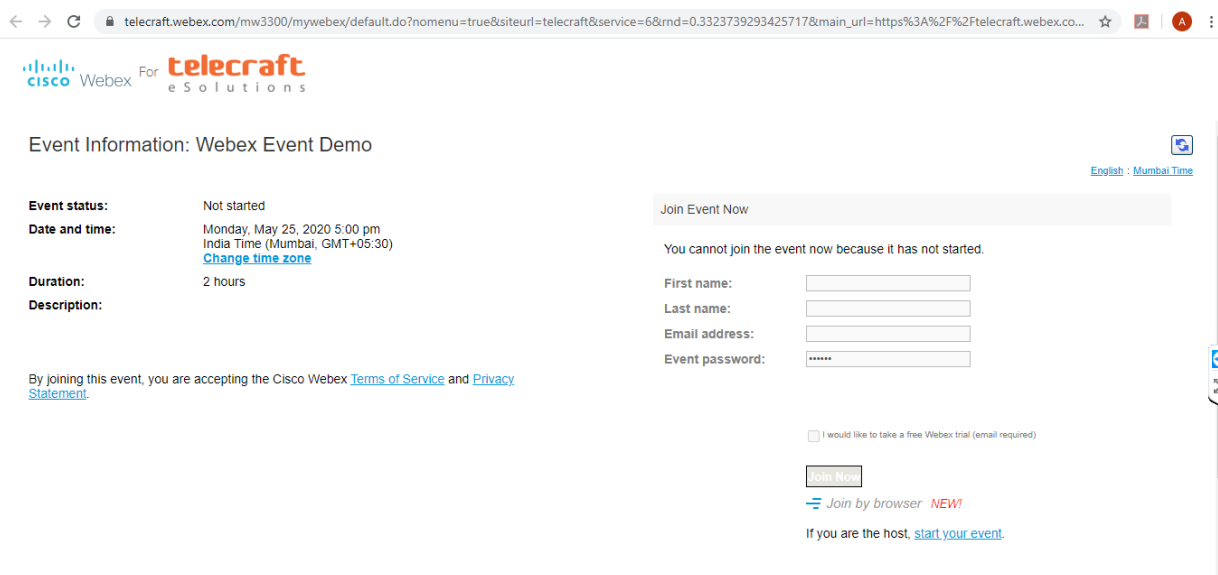


vi. For e-voting, press EVSN number given in EVSN column; and for joining AGM through video conferencing, click on “Click here” tab under the live streaming column.

E-voting screen will be shown as below, where you can cast your vote and press submit button given at the bottom of the screen.



Screen for login into Video Conferencing is shown below:



**Fill the details as:**

In the “Name” field - Enter your USERID as given in email

In the “last name” field - Enter your Name

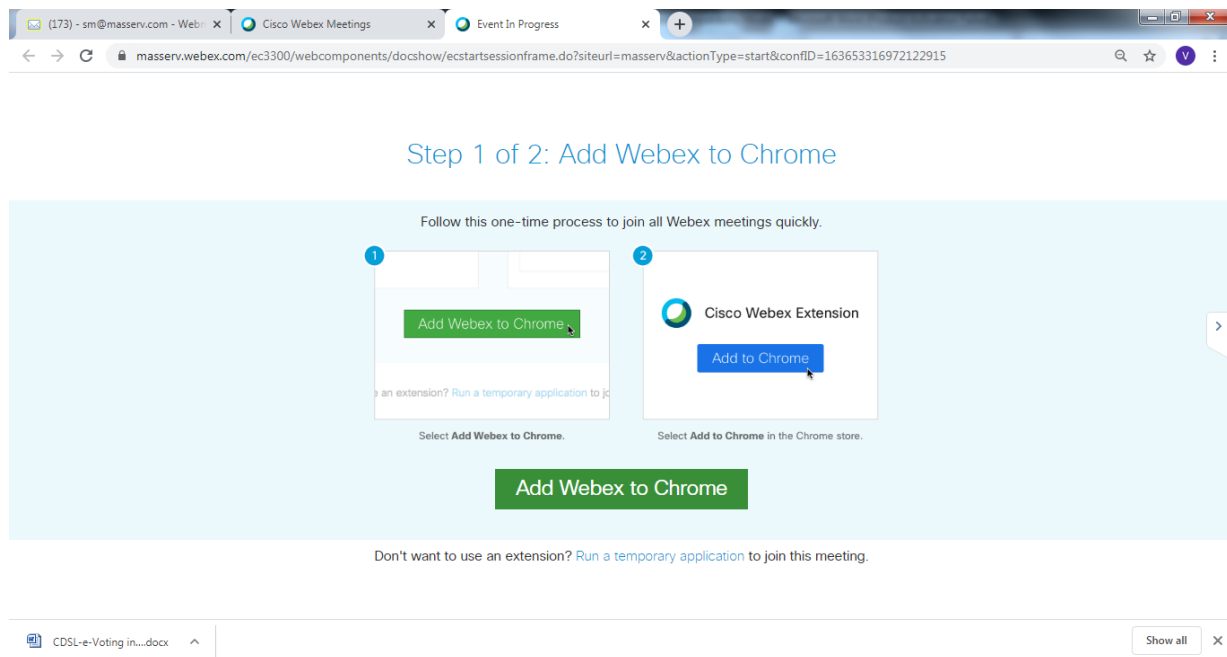
In the “Email ID” field - Put your email ID

In the “Event password” field - Put the password as “cdsl@1234”

Click join now button.

You can join meeting through laptop, tablet, and desktop. In case you want to join through mobile, you need to download the webex meet app from the respective play store.

vii. Once you click on ‘Join now’ tab, the following screen will be appear:



- viii. Now, Kindly click on 'Run a temporary application', after which a Webex driver will get downloaded. After downloading webex driver, run the application and you will be directed to the AGM.

#### DECLARATION OF RESULTS

- Mr. Kundan Agrawal, a Practicing Company Secretary (Membership No. FCS 7631), Proprietor, M/s. Kundan Agrawal & Associates has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- The results shall be declared not later than forty-eight hours from conclusion of the meeting by posting the same on the website of the Company ([www.purshottaminvestofin.in](http://www.purshottaminvestofin.in)), and by filing with the BSE Ltd. It shall also be displayed on the Notice Board at the Registered Office of the Company.
- Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Meeting i.e. 26-09-2020.

#### Details of the Director seeking appointment / re-appointment at the forthcoming Annual General Meeting

[Pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

#### Item No.: 2

Name of Director	Mr. Sahib Singh Gusain
Date of Birth	14.10.1972
Date of first appointment on the Board	13.08.2018
DIN	00649786

Nationality	Indian
Qualifications	Graduate
Brief Resume and Expertise in specific Functional areas	He has more than 15 years of experience in the field of trading, accounting, financing, investments. He is expert in understanding and delivering business concepts in flashy and never forgettable manner. He has adopted the good planning methods and executing aggressive strategies to achieve business goals.
Terms and Conditions of Appointment / Re-appointment	As per the Resolution at Item No. 2 of the 31st Annual General Meeting
No. of Board Meetings attended	All Board meeting attended during the year 2019-20
List of Directorships held in other Public Ltd. Companies.	NIL
Chairman / Membership of the Committees of the Boards of other Public Companies in which he is Director	Nil
No. of Shares held	Nil
Relationship with any Director of the Company	No
Remuneration	8.4 lac P.A.

### EXPLANATORY STATEMENT

The following Explanatory Statement in terms of Section 102 of the Companies Act, 2013 ("Act") is annexed to and forms part of the Notice convening the 31<sup>st</sup> Annual General Meeting:

#### Item No.: 3

M/s. STRG & Associates, Chartered Accountants, (ICAI Firm Registration no. 014826N) were appointed as Statutory Auditors of the Company by the Members at the Extra-Ordinary General Meeting held on 30th March 2015 to fill the casual vacancy and appointed for 5 years in Annual General Meeting held on 1st September, 2015 till the conclusion of 31st AGM of the Company. Accordingly, their present term gets completed on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014.

The present remuneration of M/s. STRG & Associates for conducting the audit is Rs. 1.1 Lac (exclusive of applicable taxes thereon and out of pocket expenses) for audit of accounts of the Company for the financial year ended 31st March, 2020 and for conducting quarterly Limited Review during the financial year 2019-20.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the re-appointment of M/s. STRG & Associates, Chartered Accountants, (ICAI Firm Registration no. 014826N) as the Auditors of the Company till the conclusion of the 35th AGM to be held in the year 2024 on such remuneration and applicable taxes, out of pocket expenses etc, as may be determined by the Audit Committee and Board of Directors of the Company.

M/s. STRG & Associates, statutory auditors have conducted the statutory audit of the company from FY 2014-15 to FY 2019-20 and their performance was found to be satisfactory. Before recommending their re-appointment, the Committee considered various parameters like audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s. STRG & Associates to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

M/s. STRG & Associates have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution. This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board of Directors recommends the Ordinary resolution set out in Item no. 3 for your approval.

#### Item No.: 4

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Deepika Arora aged 31 as an Additional, Independent Director on the Board of the Company under Section 161 of the Companies Act, 2013 with effect from 29<sup>th</sup> June, 2020. Pursuant to the provision of Section 161 of the Companies Act, 2013, being an Additional Director, Ms. Deepika Arora will hold office up to the date of this Annual General Meeting and is eligible to be appointed as an Independent Director of the Company. Ms. Deepika Arora is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Independent Director.

Based on the recommendation of the Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, it is proposed to appoint Ms. Deepika Arora as an Independent Director for a term of 5 (five) consecutive years w.e.f. 29.06.2020. The Company has received declaration from her stating that she meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She has also given her consent to continue to act as Independent Director of the Company, if so appointed by the members. In the opinion of the Board, Ms. Deepika Arora fulfills the conditions for appointment as an Independent Director specified in the Companies Act, 2013, rules made thereunder and Listing Regulations. Ms. Deepika Arora is independent to the management. Her brief profile is given below.

Particulars	Details
Name	Deepika Arora
Nationality	Indian
Qualification	Graduate
Category	Independent
DIN	08774487
Date of Birth	17.12.1988
Date of Appointment	29.06.2020
Number of Board Meetings attended during the year	1/1 (Appointed on the Board of the Company w.e.f. 29.06.2020).
Expertise in Specific functional area & Justification of appointment	Experience: She has approx. 3years of experience in the field of Accounts and Finance.
Relationship between Director inter-se	No
No. of equity shares held in the Company	NIL
List of other Companies in which directorship are held (excluding Foreign Companies & Section 8 Companies)	-
Chairman / Membership of the Committees of the Boards of other Public Companies in which he is Director	Nil
Terms and conditions of appointment	Terms and Conditions of appointment are mentioned in draft letter of appointment.

The Board of Directors Recommends the ordinary Resolution set out in Item no. 4 for your approval.

#### Item No. 5



Keeping in view the Purshottam Investofin Ltd existing and future financial requirements to support its business operations, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons as may be considered fit.

In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting by a special resolution, which authorisation is also proposed not to exceed Rs. 100 Crore.

Hence, the Special Resolution at Item No.5 of the Notice is being proposed, since the same exceeds the limits provided under Section 180(1)(a) of the Act. The Directors recommend the Special Resolution as set out at Item No. 5 of the accompanying Notice, for members' approval.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution mentioned at item no. 5 of the notice.

#### Item No.6

Pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors and prior approval of the members by way of ordinary resolution, in case certain transactions with related parties exceeds such sum as is specified in the said Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

However, pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), approval of the members through ordinary resolution is required for all material related party transactions, even if they are entered into in the ordinary course of business and on arm's length basis. For this purpose, a transaction is considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a Financial Year exceed 10% of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company.

All the Related Party Transactions entered into by the Company are on arm's length basis and in the ordinary course of business and approval of the Audit Committee / Board is obtained, wherever required. The Company has existing arrangements with Plus Corporate Ventures Pvt Ltd.(Plus), which is in the ordinary course of business and at arm's length basis. However, the estimated value of transaction (existing and proposed) is likely to exceed 10% (in respect of arrangements with Plus) of the annual consolidated turnover of the Company for the financial year ended on March 31, 2020 and exceed the materiality threshold as prescribed under Regulation 23 of the Listing Regulations. Thus, these transactions would require the approval of the Members by way of Ordinary Resolution. Both the above entities are 'Related Party' as per definition under Section 2(76) of the Companies Act, 2013.

Approval of the Members is sought to ratify/approve all existing contracts/arrangements/ agreements/transactions with the aforesaid party. Further, the approval is also sought to enable the Board for entering into new/further contracts/ arrangements/ agreements/ transactions (including any modifications, alterations, amendments or renewal thereto) with the aforesaid parties subject to the limits mentioned in the table below:

S.No.	Name of Related Party	Nature of Relationship	Nature of transaction	Amount
1.	Plus Corporate Ventures Pvt Ltd.	Entities under common Directorship	Financing/Loan	Not Exceeding 4 cr.

Regulation 23 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that all entities falling under the definition of related parties shall not vote to approve an

y related party transaction, irrespective of whether the entity is a party to the transaction or not. Therefore, none of the related party will vote on the above Resolution.

The Board considers that the proposed arrangements with the related parties, are in the ordinary course of business .Except Mr. Pramod Kumar Jain who holds directorship and shareholding in above mentioned related party and Mr. Sahib Singh Gusain who holds directorship, none of the Directors and Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Ordinary Resolution as set out in Item No.6 of this Notice for approval of the Members.

**Item No. 7**

The Company has been making investments in bodies corporate from time to time, in compliance with the applicable provisions of the Act.

The provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended to date, provides that no company is permitted to, directly or indirectly acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more. Further, the said Section provides that where the acquisition as provided under Section 186(2) of the Act, exceeds the limits specified therein, prior approval of Members by means of a Special Resolution is required to be passed at a general meeting.

The Company, being a non-banking financial company registered with the RBI and engaged in the business of giving loans, is exempt from complying with the provisions of section 186 of the Act in respect of loans and guarantees hence resolution is passing only for investment purpose only.

In view of the above and considering the long term business plans of the Company, which requires the Company to make investments in bodies corporate, from time to time, prior approval of the Members is being sought for enhancing the said limits. Hence, the Special Resolution at Item No.7 of the Notice, notwithstanding the fact that the same exceeds the limits provided under Section 186 of the Act.

The Directors recommend the Special Resolution as set out at Item No. 7 of the accompanying Notice, for Members' approval.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution.

Date: 16.07.2020  
Place: Delhi

By Order of the Board of Directors  
For Purshottam Investofin Limited  
Sd/-

Ankit Gupta  
Company Secretary  
Memb No.: ACS 55201

Purshottam Investofin Ltd  
Regd. Office: L-7, Menz. Floor,  
Green Park Extension, Delhi-110016  
CIN: L65910DL1988PLC033799  
Email: [purshottaminvestofin@gmail.com](mailto:purshottaminvestofin@gmail.com)  
Tel: 011-46067801/02, Website: [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in)

## DIRECTORS' REPORT

To the Members,

Your Directors are pleased to present the 31<sup>st</sup> Annual Report of your Company, along with Audited Financial Statements for the year ended 31<sup>st</sup> March, 2020.

### Circulation of Annual Reports in electronic form

In view of the prevailing COVID-19 situation and consequent lockdown across the country, the Ministry of Corporate Affairs (MCA) has exempted companies from circulation of physical copies of Annual Report for FY2020.

Accordingly, the Annual Report of the Company for FY2020 is being sent only by email to the members, and all other persons/entities entitled to receive the same.

This Annual Report, along with other documents, is also available on the Company's website at <https://www.purshottaminvestofin.in>

**Financial Results, operations/state of affair of your Company for the year are summarized below:**

In Lacs

Particulars	2019-2020	2018-2019
Revenue From Operation & Other Income	1299.16	2,352.46
Profit before exceptional item and taxation	30.50	31.08
Less :-		
Exceptional Items	0.12	-
Taxes	7.74	8.09
Net Profit after tax	22.64	23.00
Other Comprehensive Income (Net)	(7.69)	3.49
Total Comprehensive Income	14.94	26.49
Earning Per Share	0.36	0.37

### Corporate Highlights

During the year under review, the total income is 1299.16 lakh (previous year: 2352.46 lakh). The profit before exceptional item and taxation is 30.50 lakh (previous year: 31.08 lakh) and the net profit after tax is 22.64 lakh (previous year: 23.00 lakh).

### Subsidiaries/Joint Ventures/Associate Companies

The Company does not have any subsidiary, Joint Ventures and Associate Company.

### Transfer to reserves

Pursuant to the RBI Directions, non-banking financial companies (NBFCs) are required to transfer a sum not less than 20 per cent of its net profit every year to reserve fund before declaration of any dividend. Accordingly, the Company has transferred a sum of Rs. 6.07 lacs to reserve fund.

### Dividend

In view of current and expected foreseeable growth opportunities, the Board intends to retain the financial resources of the Company and therefore, finds it prudent not to propose any dividend for the year under reporting.

### Extract of Annual Return

As per the requirements of Section 92(3) of the Act and rules framed thereunder, the Extract of the Annual Return for financial year 2019 - 20 is given in ANNEXURE - A in the prescribed Form No. MGT-9, which is a part of this report and is also hosted on the Company's website and can be accessed at [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in)

**Share Capital**

The paid-up Equity Share Capital as on 31 March 2020 was Rs. 628.36 Lacs. During the year under review, the Company has not issued any shares. The Company has not issued shares with differential voting rights. It has neither issued employee stock options nor sweat equity shares and does not have any scheme to fund its employees to purchase the shares of the Company. The shareholding of directors has been provided in report of Corporate Governance and form part of this report.

**Employee Stock Option Plan (ESOP)**

The Company did not issue any employee stock options / equity shares during the financial year under review, under the Employee Stock Option Scheme.

**Deposits**

During the year under review, your Company has not taken any public deposits.

**Particulars of Loans, Guarantee and Investments**

The Company, being a non-banking financial company registered with the RBI and engaged in the business of giving loans, is exempt from complying with the provisions of section 186 of the Act w.r.t. loans. Accordingly, the disclosures of the loans given as required under the aforesaid section have not been made in this Report.

Investments form part of the notes to the financial statements provided in this Annual Report.

**Related Party Transactions**

All contracts/arrangement/transactions entered by the Company during FY2020 with related parties were in compliance with the applicable provisions of the Act and SEBI Listing Regulations. Requisite approval of the Audit Committee was obtained for all related party transactions.

All related party transactions entered during FY2020 were on arm's length basis and in the ordinary course of business of the Company under the Act. Details of which provide in Financial statements.

The Company has adopted a Related Party Transactions Policy. The policy, as approved by the Board, is uploaded on the Company's website at the web link: <https://www.purshottaminvestofin.in/codenpolicies.html>

Form AOC-2 is marked as Annexure-C. Details of the transactions with Related Parties are also provided in the accompanying financial statements.

**Risk Management Policy**

The Company has adopted a Risk Management Policy in accordance with the provisions of the Act and the Listing Regulations. It establishes various levels of accountability and overview within the Company, while vesting identified managers with responsibility for each significant risk.

The Company has laid down procedures to inform the Audit Committee as well as the Board of Directors about risk assessment and management procedures and status.

The risk management process consists of risk identification and assessment; risk measurement, mitigation and monitoring; and risk reporting.

**Directors and key managerial personnel (KMP)****A. Change in Directorate**

Mr. Suraj Chokhani, Chairman & Independent Director resign w.e.f 07<sup>th</sup> November, 2019 (Close of Business Hours) from the Board of Directors of the company due to occupation at their business and there is no other material reason other than mention their resignation letter.

In the last AGM, the designation of Mr. Nitin Kumar Patni (DIN: 08305842) and Mr. Raj Kumar Kedia (DIN: 08393960) has been changed from Additional, Independent Director to Independent Director. As per the provisions of Companies Act, 2013 they will not be liable to retire by rotation.

In the Last AGM, the designation of Mr. Sahib Singh Gusain (DIN: 00649786) has been change from Whole Time Director to Managing Director of the Company.

Ms. Deepika Arora (DIN: 08774487) have been appointed as Additional, Independent Director w.e.f. 29.06.2020 by the Board. They hold office of the Additional Director up to the date of ensuing A.G.M. The Company has received candidature notice under Section 160 of Act from Ms. Deepika Arora for appointment as Independent Director of the company. The board have expressed their satisfaction with regard to integrity, expertise and experience of Ms. Deepika Arora.

#### **B. Directors liable to retire by rotation**

Sahib Singh Gusain, Managing Director (DIN: 00649786) retires by rotation at the ensuing AGM, being eligible, offers himself for re-appointment. Necessary details for re-appointment as required under the Act and the SEBI Listing Regulations is given in the notice of 31st AGM.

#### **C. Key Managerial Personnel**

Mr. Yashpal Singh resigned and Mr. Keshav Kumar Jha appointed as Chief Financial Officer of the Company w.e.f. 07<sup>th</sup> November, 2019.

#### **Board and Committee Meetings**

Details of the composition of the Board and its Committees and of the Meetings held and attendance of the Directors at such Meetings, are provided in the Corporate Governance Report. The intervening gap between the Meetings was within the prescribed period.

#### **Directors' Responsibility Statement**

In compliance of section 134(5) of the Act, the directors state that:

- a) In the preparation of the annual financial statements for the year under reporting, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at reporting date and of the profit of the company for the year ended on that date;
- c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The annual financial statements have been prepared on a going concern basis;
- e) Proper internal financial controls were in place and the financial controls were adequate and operating effectively; and
- f) Proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

#### **Declaration by independent directors**

All the Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 (6) of the Act, as amended, and the provisions of the Listing Regulations. In the opinion of the Board, they

fulfill the conditions of independence as specified in the Act and the Rules made there under and are independent of the management.

#### **Policy on appointment and remuneration of Directors**

The Nomination & Remuneration Policy of the Company is in place and is attached as Annexure – D to this Report.

#### **Annual Evaluation of Board Performance and Performance of its Committees and of Directors**

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

The Board's functioning was evaluated on various aspects, including *inter alia* degree of fulfillment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

#### **Reporting of Frauds**

During the year under review, neither the Statutory Auditor nor the Secretarial Auditor have reported to the Audit Committee/ Board or Central Government any instances of material fraud in the Company by its officers or employees under section 143(12) of the Companies Act, 2013 and the rules made thereunder.

#### **Secretarial Standards**

Secretarial Standards Pursuant to the provisions of Section 118 of the Companies Act, 2013, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Companies Secretaries of India.

#### **Corporate Governance and Management Discussion & Analysis Report**

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate Annexures, together with the Certificate from M/s Kundan Agrawal & Associates, Company Secretary in Practice in compliance with the requirements of Corporate Governance as stipulated in Regulation 27 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 and of the Listing Agreement.

#### **Vigil Mechanism / Whistle Blower Policy**

The company has a vigil mechanism named 'Whistle Blower Policy' to deal with instances of fraud and mismanagement, if any. The details of the said policy is posted on the website of the company at <https://www.purshottaminvestofin.in/codenpolicies.html>

The Company affirms that no personnel has been denied access to the Audit Committee.

#### **Anti-Sexual Harassment Policy**

The Company has not received any complaint of sexual harassment during the financial year under reporting, as required under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

#### **Code for Prevention of Insider Trading**

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations 2015, the Company has adopted a Code for Prevention of Insider Trading. The objective of the code is to restrict an insider from dealing in the shares of the company either directly or indirectly when in possession of unpublished price sensitive information and also to restrict communication of such information. The code is applicable to directors and designated employees/ persons associated with the company. The code enumerates the procedure to be followed for dealing in the shares of the company and periodic disclosures to be made. It also restricts the insiders from dealing in the company's shares during the period when the 'Trading Window' is announced closed. The company secretary has been designated as the Compliance Officer.

The details of the said code are posted on the website of the company at <https://www.purshottaminvestofin.in/codenpolicies.html>

### **Internal Controls Systems and Adequacy**

The Company's internal audit systems are geared towards ensuring adequate internal controls commensurate with the size and needs of the business, with the objective of efficient conduct of operations through adherence to the Company's policies, identifying areas of improvement, evaluating the reliability of Financial Statements, ensuring compliances with applicable laws and regulations and safeguarding of assets from unauthorized use.

Details of the internal controls system are given in the Management Discussion and Analysis Report, which forms part of the Directors' Report.

### **Auditors and Audit**

#### **i) Statutory Auditors**

The Members at the 26<sup>th</sup> AGM of the Company held on September 1<sup>st</sup> 2015, had appointed M/s. STRG & Associates, Chartered Accountants, (ICAI Firm Registration no. 014826C) as the Statutory Auditor of the Company to hold office up to the conclusion of 31<sup>st</sup> AGM of the Company.

There are no qualifications, reservations or adverse remarks made by M/s STRG & Associates, Chartered Accountants, as Statutory Auditors of the Company, in their report for the financial year ended March 31, 2020. The Statutory Auditors have not reported any incident of fraud to the Audit Committee or to the Board of Directors under section 143(12) of the Act during the Year under review.

The Board, on the recommendation of the Audit Committee, recommended for the approval of the Members, the re-appointment of M/s. STRG & Associates, Chartered Accountants, as the Auditors of the Company from the conclusion of the ensuing 31st AGM till the conclusion of the 35th AGM. On the recommendation of the Audit Committee, the Board also recommended for the approval of the Members, the remuneration of STRG plus applicable taxes, out-of-pocket expenses etc., as may be determined by the Audit Committee and Board of Directors of the Company. Appropriate resolution seeking your approval to the appointment and remuneration of STRG as the Statutory Auditors is appearing in the Notice convening the 31st AGM of the Company.

M/s. STRG & Associates have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

#### **ii) Secretarial Audit**

In accordance with the provisions of Section 204 of the Act and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the company had appointed Kundan Agrawal & Associates, Company Secretaries, Delhi, to undertake the Secretarial Audit of the company. The Secretarial Audit report is annexed herewith as Annexure-E. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

#### **iii) Cost Auditor**

The provision of maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to the company as the company is Non-Banking Financing Company.

#### **iv) Internal Auditor**

Based on the recommendation of Audit Committee, the Board has approved the re-appointment of M/s. N G V R & Company LLP (earlier known as N G V R AND COMPANY) as Internal Auditors of the Company for the financial year 2020-2021.

### **Nature of Business**

There is no change in the nature of business during the period under review.

**Increase In Borrowing Powers**

During FY2019-20, pursuant to section 180(1)(c) of the Act, the Company increased the limit of the borrowing powers of the Board of Directors upto Rs 100 crore, to meet its growing business needs.

**Material Changes and Commitments**

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

**Corporate Social Responsibility**

The provisions of the Act relating to Corporate Social Responsibility are not applicable. Nevertheless, the Company shall continue its endeavor to fulfill its responsibility towards society.

**RBI Norms**

The Company has complied with all the necessary applicable prudential norms of RBI being NBFC during the year under review.

**Significant and Material Orders passed by the Regulators or Courts**

No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

**Industrial Relations**

During the year, the industrial relations at all the works of the Company were cordial.

**Investor Relations**

Your Company always endeavors to keep the time of response to shareholders request/ grievance at the minimum. Priority is accorded to address all the issues raised by the shareholders and provide them a satisfactory reply at the earliest possible time. The Shareholders Grievances Committee of the Board meets periodically and reviews the status of the Shareholders Grievances.

**Personnel**

Industrial relations: The industrial relations during the period under review generally remained cordial at all the plants of the Company. Particulars of employees: The information required under Section 197 (12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 with any amendments thereto, is annexed as Annexure-B.

**Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134 (3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 with any amendments thereto, is given as under:

	Current Year 2019-20	Previous Year 2018-19
Energy Conservation	NIL	NIL
Technology Absorption	NIL	NIL
Foreign Exchange Earnings and Outgoing	NIL	NIL

**Acknowledgments**



The Directors sincerely acknowledge the trust and confidence that has been placed by the employees, shareholders and investors in the Company. The Directors are thankful to all the employees and the officers of the Company, for their dedication, support and co-operation.

On behalf of the Board of Directors  
For Purshottam Investofin Limited

Sd/-  
Sahib Singh Gusain  
Managing Director  
DIN: 00649786

Sd/-  
Pramod Kumar Jain  
Whole Time Director  
DIN: 00112968

Place: New Delhi  
Date: 16.07.2020

Annexure-A

## FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2020

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

1.	CIN	L65910DL1988PLC033799
2.	Registration Date	04/11/1988
3.	Name of the Company	PURSHOTTAM INVESTOFIN LIMITED
4.	Category/Sub-category of the Company	Company Limited By Shares. Indian Non-Government Company, NBFC
5.	Address of the Registered office & contact details	L-7, Menz. Floor, Green Park Extension Delhi South Delhi - 110016 IN Ph: 011-46067801 Website: <a href="http://www.pursottaminvestofin.in">www.pursottaminvestofin.in</a> E-mail: <a href="mailto:pursottaminvestofin@gmail.com">pursottaminvestofin@gmail.com</a>
6.	Whether listed company	Yes (BSE Ltd.)
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Mas Services Limited T-34, 2nd Floor, Okhla Phase-II New Delhi-110020 Phones: 011-26387281 Fax: 011-26387384

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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Trading in Securities	64990	78.28
2	Lending of loans	64920	21.72

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	-	-	-	-	-
2	-	-	-	-	-
3	-	-	-	-	-

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

i) Category-wise Share Holding

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(b)	Central Government / State Government(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(c)	Financial Institutions / Banks	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(d)	Any Other (Specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Bodies Corporate	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (A)(1)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(b)	Government	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(c)	Institutions	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(d)	Foreign Portfolio Investor	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(e)	Any Other (Specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (A)(2)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(B)	Public Shareholding									
[1]	Institutions	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(a)	Mutual Funds / UTI									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(b)	Venture Capital Funds									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(c)	Alternate Investment Funds									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(d)	Foreign Venture Capital Investors									
		315000	NIL	315000	5.01	315000	NIL	315000	5.01	NIL
(e)	Foreign Portfolio Investor									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(f)	Financial Institutions / Banks									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(g)	Insurance Companies									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(h)	Provident Funds/ Pension Funds									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(i)	Any Other (Specify)									
		315000	NIL	315000	5.01	315000	NIL	315000	5.01	NIL
	Sub Total (B)(1)									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
[2]	Central Government/ State Government(s)/ President of India									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	IEPF authority									
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (B)(2)									
[3]	Non-Institutions									
(a)	Individuals	2596050	26690	2622740	41.74	2371650	26690	2398340	38.17	(3.57)
(i)	Individual shareholders holding nominal share capital up to Rs. 2 lakhs.	146887	26690	173577	2.76	176303	26690	202993	3.23	0.47
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs	2449163	NIL	2449163	38.98	2195347	NIL	2195347	34.94	(4.04)

(b)	NBFCs registered with RBI	48980	NIL	48980	0.78	NIL	NIL	NIL	NIL	(0.78)
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(c)	Employee Trusts									
(d)	Overseas Depositories(holding DRs) (balancing figure)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(e)	Any Other (Specify)	3296030	825	3296855	52.47	3569410	825	3570235	56.82	4.35
	Trusts	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Hindu Undivided Family	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Non Resident Indians (Non Repat)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Non Resident Indians (Repat)	7500	NIL	7500	0.12	7500	NIL	7500	0.12	NIL
	Overseas Bodies Corporates	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Clearing Member	30072	NIL	30072	0.48	150000	NIL	150000	2.39	1.91
	Bodies Corporate	3258458	825	3259283	51.87	3411910	825	3412735	54.31	2.44
	Sub Total (B)(3)	5941060	27515	5968575	94.99	5941060	27515	5968575	94.99	NIL
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	6256060	27515	6283575	100	6256060	27515	6283575	100	NIL
	Total (A)+(B)	6256060	27515	6283575	100	6256060	27515	6283575	100	NIL
		NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total (A)+(B)+(C)	6256060	27515	6283575	100	6256060	27515	6283575	100	NIL

ii.) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	
-	-	-	-	-	-	-	-	-

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

S.N	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>Pravin Santlal Jain</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Transfer	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
2.	<b>Ritika Garg</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Transfer	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
3.	<b>Bharat Bhushan Bansal</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Transfer	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
4.	<b>Vandana Jain</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Transfer	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
5.	<b>Neeraj Kumar Jain</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Transfer	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
6.	<b>Poonam Pravinchandra Jain</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Transfer	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL

7.	<b>Mamta Aggarwal</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Transfer	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL

iv) Share holding Pattern of top ten Shareholders:

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the End of the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Peeyush Kumar Aggarwal HUF 03.05.2019 21270sh Sale 10.05.2019 134062sh Sale	1522000	24.22	1366668	21.75
2.	Plus Corporate Ventures Pvt Ltd 01.11.2019 10sh Sale 22.11.2019 5sh sale 29.11.2019 1sh sale 06.12.2019 110sh sale	1246761	19.84	1246635	19.84
3.	Broadband Pacenet India Private Limited 18.10.2019 694986sh Buy 01.11.2019 407101sh Buy	NIL	NIL	1102087	17.54
4.	Shreyans Logistics Pvt Ltd 11.10.2019 694986sh Sale 25.10.2019 407101sh Sale	1102087	17.54	NIL	NIL
5.	Geeta Agarwal .	333058	5.3	333058	5.3
6.	Capston Capital Partners	315000	5.01	315000	5.01
7.	Poshika Financial Ecosystem Private Limited	216973	3.45	216973	3.45
8.	Madan Lal Jain	167426	2.66	167426	2.66
9.	Pranteek Distributors Pvt Ltd	161400	2.57	161400	2.57
10.	Ashish Begwani 03.01.2020 150000sh.	150000	2.39	-	-
11.	Shikha Setia 06.03.2020 150000sh	150000	2.39	-	-
12.	Indianivesh Shares And Securities Pvt. Ltd. 27.03.2020 150000	Nil	Nil	150000	2.39
13.	Edelweiss Custodial Securities Ltd. 10.01.2020 150000sh 13.03.2020 150000sh Buy 27.03.2020 150000sh Sale	Nil	Nil	150000	2.39

Note: The above information is based on the weekly beneficiary position received from depositories and calculated based on PAN details of shareholders.

V) Shareholding of Directors and Key Managerial Personnel:

S.No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year.	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>Sahib Singh Gusain Managing Director</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil

	At the end of the year	Nil	Nil	Nil	Nil
<b>2.</b>	<b>Pramod Kumar Jain Whole Time Director</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
<b>3.</b>	<b>Nitin Kumar Patni Independent Director</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
<b>4.</b>	<b>Raj Kumar Kedia Independent Director</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
<b>5.</b>	<b>Sarbani Bhagat Independent Director</b>	Nil	Nil	Nil	Nil
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
<b>6.</b>	<b>Ankit Gupta Company Secretary</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
<b>7.</b>	<b>Keshav Kumar Jha Chief Financial Officer</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

Note:

- \* Suraj Kumar Chokhani Ceased from the position of Chairman & Independent Director & Yashpal Singh (CFO) Ceased from the position of Key Managerial Personnel during the year and not hold any shares in the beginning and at the end of the year.
- \* Ms. Deepika Arora appointed w.e.f 29.06.2020 as an Additional, Independent Director and not hold any shares in the company.



vi) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment:

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	35,45,677	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>35,45,677</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	NIL	NIL	NIL	NIL
* Reduction	11,18,376	NIL	NIL	NIL
<b>Net Change</b>	<b>11,18,376</b>	<b>-</b>	<b>NIL</b>	<b>-</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	24,27,301	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>24,27,301</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

vii) **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

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

SN.	Particulars of Remuneration	Mr. Sahib Singh Gusain	Mr. Pramod Kumar Jain	Total Amount
	Designation	Managing Director	Wholetime Director	(Rs`)
1	Gross salary	8,40,000	12,00,000	20,40,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total (A)	8,40,000	12,00,000	20,40,000
	Ceiling as per the Act	84,00,000	84,00,000	1,68,00,000

## B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
						( )
1	Independent Directors	Mr. Suraj Chokhani	Mr. Nitin Kumar Patni	Mr. Raj Kumar Kedia	Ms. Sarbani Bhagat	
	Fee for attending board / committee meetings	NIL				
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors					
	Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name	Yashpal Singh*	Keshav Kumar Jha*	Ankit Gupta	( )
	Designation	CFO	CFO	Company Secretary	
1	Gross salary	182000	162926	360000	704926
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
	Commission	-	-	-	-
4	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	182000	162926	360000	704926

\*Yashpal Singh Resign and Keshav Kumar Jha appointed w.e.f 07.11.2019

## viii) PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

## Annexure – B

**[Pursuant to Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

1. The ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year and;
2. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary, or Manager, if any, in the financial year:

Name of Director	Category	Ratio to Median	% increase in Remuneration
Mr. Sahib Singh Gusain	Managing Director	2.69:1	None
Mr. Pramod Kumar Jain	Whole-time Director	3.84:1	None*
Mr. Nitin Kumar Patni	Independent Director	-	None
Mr. Raj Kumar Kedia	Independent Director	-	None
Ms. Sarbani Bhagat	Independent Director	-	None
Mr. Ankit Gupta	Company Secretary	1.15:1	15.5%*
Mr. Keshav Kumar Jha	CFO	1:1	None

\*In previous year(2018-19) Mr. Jain appointed in between the year and get 6 lac remuneration for the part of the year and during the year(2019-20) he gets 12 lac salary hence no change in monthly salary.

In previous year(2018-19) Mr. Ankit Gupta appointed in during the FY 2018-19 and get 1 lac remuneration for part of the year and during the year(2019-20) he get 3.6 lac salary hence 15.5% change in monthly salary. Ratio to median is determined on monthly salary basis.

3. The percentage monthly increase in the median remuneration of employees in the financial year: 0%

4. The number of permanent employees on the rolls of Company as at reporting date: 7

5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The percentage increase in the salaries of employees other than the managerial personnel in the last financial year is 23.21%. whereas, there is no increase in the salaries of the KMP except Mr. Ankit Gupta. The increment given to each individual employee is based on the Key Managerial Personnel employees' education, potential, experience as also their performance and contribution to the Company's progress over a period of time and also the industrial standards in India.

6. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

It is affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees, adopted by the Company.

**[Pursuant to Rule 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

None of the employees' remuneration exceeds the limit specified.

**Annexure-C**

**Form AOC-2**

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

This form pertains to the disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

**Details of contracts or arrangements or transactions not at arm's length basis**

There were no contracts or arrangements or transactions entered during the year ended March 31, 2020, which were not at arm's length basis.

**Detail of material contracts or arrangements or transactions at arm's length basis**

There were no material contracts or arrangements or transactions entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013. However, the Company has entered into transactions with related parties at arm's Length basis, the details of which are given in the notes to Financial Statements.

On behalf of the Board of Directors  
For Purshottam Investofin Limited

Sd/-	Sd/-
Sahib Singh Gusain	Pramod Kumar Jain
Managing Director	Whole Time Director
DIN: 00649786	DIN: 00112968

Place: New Delhi  
Date: 16.07.2020

## Annexure-D

## Nomination and Remuneration Policy

**Objective**

The key objectives of the Policy are as follows: a. To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a Director (Executive / Non-Executive) and recommend to the Board of Directors of the Company (the "Board"), policies relating to the remuneration (payable in whatever form) of the Directors, Key Managerial Personnel and other employees. b. To formulate criteria for evaluation of the members of the Board and provide necessary report to the Board for further evaluation of the Board. c. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations. d. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage. e. To devise a Policy on Board Diversity. f. To develop a succession plan for the Board and to regularly review the plan. g. To determine whether to extend or continue the term of appointment of the Independent Director(s), on the basis of the report of performance evaluation of Independent Directors.

**Definitions**

- a. "Act" means the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time.  
 b. "Board" means the Board of Directors of the Company.  
 c. "Directors" shall mean Directors of the Company.  
 d. "Key Managerial Personnel" or "KMP" means: in relation to a Company as defined sub-section 51 of Section 2 of the Companies Act, 2013, means and includes: (i) the Chief Executive Officer or the Managing Director or the manager; (ii) the Company Secretary; (iii) the Whole-Time Director; (iv) the Chief Financial Officer; (v) such other officer, not more than one level below the directors who is in wholtime employment, designated as key managerial personnel by the Board; and (vi) such other officer as may be prescribed.  
 e. "Senior Management" shall mean officers/personnel of the listed entity who are members of its core management team excluding board of directors and normally this shall comprise all members of management one level below the chief executive officer/managing director/whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include Company Secretary and Chief Financial Officer. f. "Independent Director" means a director referred to in Section 149(6) of the Act.

**Appointment and removal of Directors, KMPs and Senior Management**

- a. Appointment criteria and qualifications: i. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or Senior Management and recommend to the Board his / her appointment. ii. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has the discretion to decide whether qualifications, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position. iii. The Company shall not recommend or appoint or continue the employment of any person as the Managing Director, Whole-time director or Manager within the meaning of the Act, who has attained the age of 70 (seventy) years. Provided that the appointment of such a person who has attained the age of 70 (seventy) years shall be made with the approval of the Shareholders by passing a special resolution, based on the explanatory statement annexed to the notice for the Meeting of the Shareholders for such motion indicating the justification for appointment or extension of appointment beyond the age of 70 (seventy) years.  
 b. Term: The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding 5 (five) years at a time. No reappointment shall be made earlier than 1 (one) year before the expiry of term.  
 c. Independent Director: i. An Independent Director shall hold office for a term up to 5 (five) consecutive years on the Board and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's Report. ii. No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of 3 (three) years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of 3 (three) years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. iii. At the time of appointment of Independent Director(s) it should be ensured that number of Boards on which such Independent Director serves is restricted to 7 (seven) listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act or the SEBI Listing Regulations.  
 d. Evaluation: The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management at regular intervals (yearly).  
 The evaluation of performance of the Board, its Committees and Individual Directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.  
 The evaluation of independent directors shall be done by the entire board of directors which shall include – (a) performance of the directors; and (b) fulfilment of the independence criteria as specified in these regulations and their Independence from the management: Provided that in the above evaluation, the directors who are subject to evaluation shall not participate.

e. Removal: Due to reasons for any disqualification mentioned in the Act or under any other applicable law, rules and regulations, thereunder, the Committee may recommend, to the Board with reasons to be recorded in writing, removal of a Director, KMP or Senior Management, subject to the provisions and compliance of the said Act, such other applicable law, rules and regulations.

f. Retirement: The Directors, KMP and Senior Management shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

g. Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management: i. The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the Shareholders of the Company and Central Government, wherever required. ii. The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down as per the provisions of the Act. iii. Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director or as laid down as per the provisions of the Act.

h. Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management: The remuneration/ compensation/ commission etc. to be paid to Whole-time / Executive / Managing Director, KMP and Senior Management shall be governed as per provisions of the Companies Act, 2013 and Rules made there under or any other enactment for the time-being in force.

i. Remuneration to Non- Executive / Independent Director: The non-executive Independent /Non-Independent Director may receive remuneration/ compensation/ commission as per the provisions of the Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/limits as provided under the Companies Act, 2013 and Rules made there under or any other enactment for the time being in force.

**Membership:** a) The Committee shall comprise of at least (3) Directors, all of whom shall be non-executive Directors and at least half shall be Independent Directors. b) The Board shall reconstitute the Committee as and when required to comply with the provisions of the Act and the SEBI Listing Regulations. c) The quorum for the Meeting of the Nomination and Remuneration Committee shall either be two members or one third of the total strength of the Committee, whichever is higher (including at least one independent director in attendance). d) Membership of the Committee shall be disclosed in the Annual Report. e) Term of the Committee shall be continued unless terminated by the Board of Directors.

**Chairperson:** a) Chairperson of the Committee shall be an Independent Director. b) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee. c) In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson. d) Chairman of the Nomination and Remuneration Committee meeting could be present at the annual general meeting or may nominate some other member to answer the shareholders' queries.

**Frequency of Meetings:** The Nomination and Remuneration Committee shall meet at least once a year.

**Committee members' interests:** a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated. b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

**Secretary:** The Company Secretary of the Company shall act as Secretary of the Committee.

**Duties of the Nomination & Remuneration Committee Duties with respect to Nomination:** The duties of the Committee in relation to nomination matters include: 1) Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness; 2) Ensuring that on appointment to the Board, Independent Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act; 3) Identifying and recommending Directors who are to be put forward for retirement by rotation; 4) Determining the appropriate size, diversity and composition of the Board; 5) Setting a formal and transparent procedure for selecting new Directors for appointment to the Board; 6) Developing a succession plan for the Board and Senior Management and regularly reviewing the plan; 7) Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective; 8) Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract; 9) Delegating any of its powers to one or more of its members or the Secretary of the Committee; 10) Recommend any necessary changes to the Board; and 11) Considering any other matters, as may be requested by the Board.

**Duties with respect to Remuneration:** The duties of the Committee in relation to remuneration matters include: 1) to consider and determine the remuneration policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board. 2) to recommend and approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance

between fixed and variable pay reflecting short and long term performance objectives appropriate to the working of the Company. 3) to delegate any of its powers to one or more of its members or the Secretary of the Committee. 4) to consider any other matters as may be requested by the Board.

**Minutes of Committee Meeting:** Proceedings of all Meetings must be minuted and signed by the Chairperson of the Committee at the subsequent Meeting. Minutes of the Committee Meetings will be tabled at the subsequent Board and Committee Meeting.

**Deviations from this Policy:** Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

Annexure-E

Form No. MR-3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To  
The Members  
**M/s PURSHOTTAM INVESTOFIN LIMITED**  
**(CIN: L65910DL1988PLC033799)**  
L-7, Menz. Floor, Green Park Extension  
New Delhi - 110016

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

We report that:

- a) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) 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 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. We have not verified the correctness and appropriateness of the financial records and Books of the Company.
- c) Where ever required, we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc. The compliance of the provisions of the Corporate and other applicable laws, rules, regulations, standards is the responsibility of management.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2020 ('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.

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): —
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)



Regulations, 2011;

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) Indian Stamp Act, 1899;
  - (vii) Indian Contract Act, 1872;
  - (viii) Income Tax Act, 1961 and indirect tax laws;
  - (ix) Applicable Labour Laws; and
  - (x) Rules, regulations and guidelines issued by the Reserve Bank of India as are applicable to Non-Deposit taking Non-Banking Financial Companies; which are specifically applicable to the Company.
  - (xi) Other applicable Laws;

Having regard to the compliance system prevailing in the Company and on the basis of presentation and Reports made by Compliance Auditors of the Company, we further report that the Company has adequate system to ensure the compliance of the other applicable laws specifically to the Company.

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

- Secretarial Standards issued by The Institute of Company Secretaries of India.
- Listing Agreements with Stock Exchange in India.

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

We further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-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 generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions at Board Meetings and Committee Meetings are carried out by majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. But further adherence to the rules and provisions of the act for drafting of minutes and registers will be appreciated.

We further report that based on the information received and records maintained 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.

**For Kundan Agrawal & Associates  
Company Secretaries  
FRN: S2009DE113700**

**Place: Ghaziabad  
Date: 16.07.2020**

**Sd/-  
Kundan Agrawal  
Company Secretary  
Membership No.:- 7631  
C.P. No. 8325  
UDIN: F007631B000464285**

## Report on Corporate Governance

Pursuant to Regulation 34 read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance as follows:

A Good Corporate Governance is a system by which Companies are directed and controlled by the management in the best interest of the stakeholders and others. Corporate Governance ensures fairness transparency and integrity of the Management. Corporate Governance is a way of life, rather than a mere legal compulsion. It further inspires and strengthens investor's confidence and commitment to the Companies. The Company has been practicing the principles of Good Corporate Governance over the years.

The mission is to provide sustainable advanced solution and service to our customers, long term partnership with its investors, maximizing value to our stakeholders, clients, suppliers and its employees.

### The Company's philosophy on Code of Governance

The Company's Board of Directors' responsibility is to govern the affairs of the Company for achievement of business success and the enhancement of long-term stakeholders value with the highest standards of integrity and ethics. The Company's Board also considers the interests of other constituencies including the Company's employees, customers, suppliers and the communities in which it does business. The Company strives to set and achieve high standards of Corporate Governance. "Endeavor to maximization of long-term shareholders wealth" is the edifice on which the Corporate Governance initiative of Valiant is built on. The Company is of the view that transparency in management, best board practices and empowerment of shareholders are essential for maximizing shareholders value.

### Board of Directors

The primary functions of Board of Directors include:

- **Strategic and Operational planning** — Reviewing, understanding and approving Purshottam's long-term strategic plans and annual operating plans and monitoring the implementation and execution of those plans.
- **Financial reporting** — Reviewing, understanding and approving Purshottam's financial statements and reports and overseeing the establishment and maintenance of controls, process and procedures to promote accuracy, integrity and clarity in financial and other disclosures.
- **Governance, compliance and risk management** — Overseeing the establishment and maintenance of Purshottam's governance and compliance processes and procedures to promote the conduct of Purshottam's business with the highest standards of responsibility, ethics and integrity.

The policy of the Company is to have an optimum combination of Executive and Non-Executive Directors, to ensure the independent functioning of the Board.

The Board of Directors met four times on 28.05.2019, 13.08.2019, 07.11.2019 and 13.02.2020 during the financial year 2019-2020.

Details of the composition of the Board, category of the Directors and their attendance at Board Meetings and last Annual General Meeting (AGM), number of other directorships / other committee memberships held during the financial year 2019-2020, are given below:

Name	Category	No. of Board Meetings Attended during the year	No. of other directorship in other Indian and overseas companies
Mr. Sahib Singh Gusain	Managing Director	4	9

Mr. Pramod Kumar Jain	Executive Director		4	9
Ms. Sarbani Bhagat	Independent Director	Non-Executive	3	3
Mr. Nitin Kumar Patni	Independent Director	Non-Executive	4	-
Mr. Raj Kumar Kedia	Independent Director	Non-Executive	1	-

Mr. Suraj Kumar Chokhani, Chairman & Independent Director, resign from 07.11.2019 and attended 3 Board Meeting in F.Y. 2019-20.

Mr. Pramod Kumar Jain, Mr. Sahib Singh Gusain and Mr. Nitin Kumar Patni had attended the last AGM.

None of the directors holds any directorship in any other public listed company. All above disclosed 'other directorships' are being held in the other unlisted companies with no further committee membership liable to be reported.

The Board confirms that the Independent Directors fulfil the conditions specified in the Listing Regulations and that they are Independent of the management.

The docs relating to agenda is circulated before the meeting to the Board members, along with comprehensive background information on the items in the agenda to enable the Board to arrive at appropriate decisions. The information as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") is made available to the Board. The Board also reviews the declarations made by the Managing Director and Chief Financial Officer regarding compliance with all applicable laws, on a quarterly basis.

#### **Skills / Expertise / Competencies of the Board of Directors**

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

- i) Knowledge on Company's businesses, policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Company operates
- ii) Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company
- iii) Business strategy, corporate governance, administration, decision making,
- iv) Financial and management skills
- v) Technical / professional skills and specialized knowledge in relation to Company's business.

#### **Separate Meeting of Independent Directors**

A separate meeting of Independent Directors of the Company, without the attendance of Non-Independent Directors and members of management, was held on 07<sup>th</sup> November, 2019, as required under Schedule IV to the Companies Act, 2013 ("the Act) and the Listing Regulations. All Independent Directors have attended the meeting held on 07.11.2019. Mr. Nitin Kumar Patni chaired the Meeting.

#### **Certificate**

The Company has received a certificate dated 29<sup>th</sup> June, 2020 from Shri Kundan Agrawal, Company Secretary in Practice (FCS 7631, CP No. 8325) that none of the directors on the Board of Purshottam Investofin Limited has been debarred or disqualified from being appointed or continuing as directors of the Companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority. (Annexure-G)

#### **Familiarization programs**

The details of familiarization programs imparted to independent directors, is uploaded on the Company's website at the web link:

[https://www.purshottaminvestofin.in/other\\_disclosures.html](https://www.purshottaminvestofin.in/other_disclosures.html)

### Evaluation of Board Performance and Performance of its Committees and of Directors

The criteria of evaluation have been adequately explained in Directors' report.

#### Audit Committee

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling the Board's oversight responsibilities, an independent Audit Committee has been constituted.

The powers, roles and terms of reference of the Audit Committee cover the areas as specified under the Listing Regulations and the Act, 2013 besides other terms as may be referred by the Board. The functions of the Audit Committee include reviewing the Company's financial reporting process, disclosure norms, internal control systems, accounting policies and practices as well as quarterly / half-yearly / yearly financial statements. It approves the appointment of Chief Financial Officer, recommends appointment of Statutory Auditors, fixes audit fees and reviews matters required to be included in the Directors' Responsibility Statements, review of employees' remuneration packages and its financial implications, disclosures of related party transactions (if any), internal control systems, scope for observations of the auditors and adequacy of the internal audit function.

The members of the Audit Committee met four times on 28.05.2019, 13.08.2019, 07.11.2019 and 13.02.2020 during the financial year 2019-2020.

Details of the composition of the Audit Committee and their attendance at Audit Committee meetings are given below:

Name	Category	Meetings Attended
Mr. Nitin Kumar Patni	Chairman	4
Mr. Suraj Chokhani*	Member	3
Mr. Sahib Singh Gusain	Member	4
Ms. Sarbani Bhagat*	Member	1

\*Mr Suraj Chokhani resign and Ms Sarbani Bhagat appointed as member of this committee w.e.f. 07.11.2019 (close of business hours)

#### Stakeholder Relationship Committee

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations, read with Section 178 of the Act.

During the year, 4(Four) Stakeholders Relationship Committee Meeting was held as on 28.05.2019, 13.08.2019, 07.11.2019 and 13.02.2020.

The necessary quorum was present in the meeting.

The composition of Stakeholders Relationship Committee meeting and number of Stakeholders Relationship Committee meetings attended by the Members during the year is given below:

Name of the Directors	Category	No. of Meetings attended
Mr. Nitin Kumar Patni	Chairman-Independent Director	04

**Mr. Sahib Singh Gusain** Member-Executive Director 04

**Mr. Pramod Kumar Jain** Member- Executive Director 04

### **Terms of Reference**

- a) To consider and resolve the grievances of Security holders of the Company.
- b) To approve applications for transfer, transmission, transposition of shares and mutation of share certificates including issue of duplicate certificates, split, sub-division or consolidation of certificates and to deal with all related matters.
- c) To look into and redress the Shareholders / investors grievances relating to:
  - i. Transfer of shares;
  - ii. Non-receipt of dividends;
  - iii. Non-receipt of annual reports; and
  - iv. Any other complaint concerning the Shareholders / investors
- d) The Committee will oversee the performance of the Registrars and Share Transfer Agents of the Company.
- e) Such other matters as may be required, from time to time, by any statutory or regulatory authority to be attended by the Committee;
- f) Consider other matters, as from time to time be referred to it by the Board

### **Details of No. of Shareholders complaint received, No. of Complaints not solved to the satisfaction of shareholders and No. of pending complaints**

S. No.	Nature of Complaints	Received	Resolved	Pending
1	Non-receipt of Dividend Warrants in respect of Shares	NIL	NIL	NIL
2	Non- receipt of Annual Report	NIL	NIL	NIL
3	Non-receipt of Bonus Shares	NIL	NIL	NIL

### **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act.

During the year, 1 (One) Nomination and Remuneration Committee Meetings were held on 07.11.2019.

Name of the Directors	Category	No. of Meetings attended
<b>Mr. Nitin Kumar Patni</b>	Chairman-Independent Director	01
<b>Ms. Sarbani Bhagat</b>	Member- Independent Director	01
<b>Mr. Suraj Chokhani</b>	Member- Independent Director	01

The broad terms of reference of the committee:

1. Evaluate the performance including extension of contract, of executive directors (EDs). The NRC would set the performance measures of EDs and evaluate their performance annually.

2. Recommend the remuneration for the EDs based on evaluation.
3. Evaluate the performance including extension of the employment of senior management (one level below the EDs).
4. Recommend the remuneration of the senior management based on the evaluation.
5. Evaluate the need for EDs and recommend their appointment.
6. Identify all critical positions in the company among the EDs and senior management and review progress of succession plans.
7. Recommend to the Board the policy relating to the remuneration of directors and key management personnel.
8. Lay down criteria for selecting new non-executive directors (NEDs) based on the requirements of the organization.
9. Carry out evaluation of the performance of the NEDs and defining the system for linking remuneration of NEDs to evaluation.
10. Review succession plan for those NED positions that are likely to be vacant during the year.
11. Review and approve the Code of Conduct for the company.
12. Review and approve the disclosures of the committee in the annual report.
13. Devise a policy relating to human resources, including diversity.
14. Review and modify these terms of reference on a need basis.
15. Any other matter as may be assigned by the Board of Directors.

#### **MD and CFO Certification**

The MD and CFO have certified, in terms of the regulation 17(8) of Listing Regulations, to the Board that the financial statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards.

#### **Code of Conduct**

All Board of Directors and senior management personnel have affirmed their respective annual compliance with the provisions of the Code of Conduct for the financial year ended March 31, 2020 laid down by the Board to govern the conduct of Directors and senior management of the Company by certain fundamental business principles, ethics, values, policies and procedures within the applicable laws, rules and regulations.

#### **Remuneration Policy**

The Remuneration Policy has been adequately explained in Directors' report.

#### **Details of Remuneration Paid to Directors**

The remuneration of Executive Directors is decided by the Board based on the recommendations of the Remuneration Committee as per remuneration policy, within the ceiling fixed by the shareholders.

(in Rs.)

<b>Name</b>	<b>Category</b>	<b>Annual Salary</b>	<b>Directors' Fees paid</b>
Mr. Sahib Singh Gusain	Managing Director	8,40,000	Nil
Mr. Pramod Kumar Jain	Executive Director	12,00,000	Nil
Ms. Sarbani Bhagat	Independent Non- Executive Director	Nil	Nil

Mr. Suraj Chokhani*	Independent Non- Executive Director	Nil	Nil
Mr. Nitin Kumar Patni	Independent Non-Executive Director	Nil	Nil
Mr. Raj Kumar Kedia	Independent Non-Executive Director	Nil	Nil

\*Suraj Chokhani, Chairman & Independent Director, resigned w.e.f. 07.11.2019 (close of business hours)

The Company has not paid any allowance, perquisite commission etc. to its Executive Directors. Further, no stock options have been allotted to any Director(s) during the financial year under consideration.

For any termination of contract, the applicable notice period is one month for all Executive Directors.

The Service contract with Mr. Pramod Kumar Jain and Sahib Singh Gusain is upto 12<sup>th</sup> August, 2021.

The Company has no other pecuniary relationship or transactions with Non-Executive Directors.

As on March 31<sup>st</sup> 2020, none of Non-Executive Independent Directors holds any share in the Company.

#### Directors Inter-se Relations

There is no inter-se relationship between Directors of the Company.

#### General Body Meeting

The details of Annual General Meetings held in the last 3 years are as under:

Particulars	Date and time	Venue
AGM for F.Y 2018-19	September 30 <sup>th</sup> 2019 at 10.00 a.m.	No.-33B, Radhey Mohan Drive, Village Fatehpur Beri New Delhi-110074
AGM for F.Y 2017-18	September 29 <sup>th</sup> 2018 at 10.00 a.m.	No.-33B, Radhey Mohan Drive, Village Fatehpur Beri New Delhi-110074
AGM for F.Y 2016-17	September 28 <sup>th</sup> 2017 at 10.00 a.m.	Vihara Innovation Campus, D-57, 100 Feet Rd., Pocket D, Dr. Ambedkar Colony, Chhattarpur, Delhi-110074

All resolutions moved at the last AGM were passed by means of electronic and physical voting by the requisite majority of members.

#### Special Resolution(s)

- i. Two Special Resolutions were passed by the shareholders at the Annual General Meeting held on September 28, 2017 of the Company. 1) To authorize the Board of Directors to raise funds through Qualified Institutional Placement (QIP), Convertible Bonds, Equity Shares through depository receipts of an amount not exceeding Rs. 100 Crore 2) To amend the existing clause V of Memorandum of Association of the Company.

Two Special Resolutions were passed by the shareholders at the Annual General Meeting held on September 30<sup>th</sup>, 2019 of the Company. 1) Change In Designation Of MR. SAHIB SINGH GUSAIN (DIN: 00649786) From "Whole Time Director" To "Managing Director" Of Company. 2) Increase in The Borrowing Limits for an aggregate amount not exceeding Rs. 100.00 Crores (Rupees Hundred Crores only).

As on the date of this report, no special resolution is proposed to be conducted through postal ballot.



## Means of Communications

The Unaudited/Audited Financial Results and other relevant notices regarding Book Closure and date of AGM have been published in a Hindi Newspaper and an English Newspaper. The results were sent to the Stock Exchange on quarterly basis. Details of publication of Financial Results are given below:

PERIOD	NAME OF NEWSPAPER
<b>Audited Financial Results for the year ended 31.03.2020</b>	Financial Express (English) Jansatta (Hindi)
<b>Unaudited Financial Results for the Quarter ended on 31.12.2019</b>	Financial Express (English) Jansatta (Hindi)
<b>Unaudited Financial Results for the Quarter ended on 30.09.2019</b>	Financial Express (English) Jansatta (Hindi)
<b>Unaudited Financial Results for the Quarter ended on 30.06.2019</b>	Financial Express (English) Jansatta (Hindi)

In addition to the above, the Company's quarterly, half-yearly and annual audited financial results and other statutory filings are also available on [www.bseindia.com](http://www.bseindia.com) and the web portal of the Company at [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in)

Official news releases and presentations, if any, made to Institutional Investors and Analysts are posted on the Company's website.

## Shareholders' Information

<b>1. Annual General Meeting Day :</b>	Saturday
<b>Date :</b>	September 26th 2020
<b>Time :</b>	09:00 A.M.
<b>Venue/Mode :</b>	The Company is conducting meeting through video conferencing ('VC')/other audio visual means ('OAVM') pursuant to the MCA circular. For details please refer to the Notice of AGM.
<b>2. Financial Year</b>	1 <sup>st</sup> day of April to 31 <sup>st</sup> day of March for each year.
<b>3. Date of Book Closure:</b>	Sunday, 20 <sup>th</sup> September, 2020 to Saturday, 26 <sup>th</sup> September, 2020 (both days inclusive)
<b>4. Dividend</b>	In view of current and expected foreseeable growth opportunities, the Board intends to retain the financial resources of the Company and therefore, finds it prudent not to propose any dividend for the year under reporting.

**5. Listing on Stock Exchange**

Bombay Stock Exchange

Listing fee for the aforesaid Stock Exchange have already been paid for the financial year 2019-20.

Annual custodian charges of Depository have also been paid to NSDL and CDSL for the financial year ended March 31, 2020.

**6. Stock Code**

Bombay Stock Exchange: 538647  
Demat ISIN Number in NSDL & CDSL: INE729C01020

**1. Share transfer system:**

All matters connected with share transfer, transmission is handled by the Registrar & Transfer Agent. Transfers are generally processed within 15 days of lodgement.

**8. Registrar & Share Transfer Agent**

MAS Services Ltd.  
T-34, 2nd Floor,  
Okhla Industrial Area, Phase-II,  
New Delhi – 110020  
Telephone no. +91-11-2638-7281

**9. Outstanding Warrants GDRs/ADRs, and Convertible Bonds, Conversion date and likely impact on equity**

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments.

**10. Plant Location**

Not Applicable

**11. Address for Correspondence**

Same as Registered Office

**12. Compliance Officer**

Mr. Ankit Gupta

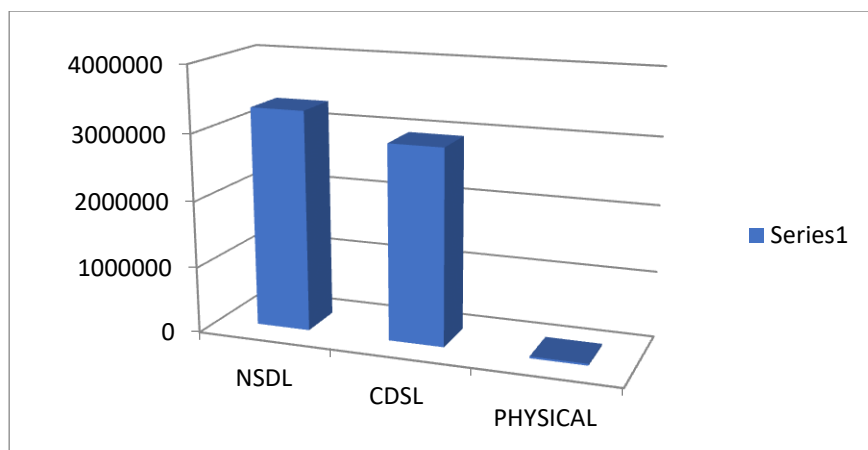
Ministry of Corporate Affairs vide its circulars dated 8 April 2020, 13 April 2020 and 5 May 2020 have provided option to companies to conduct Annual General Meeting (AGM) during calendar year 2020 through "VC or OAVM" and send financial statements (including boards' report, auditors' report and other documents to be attached therewith) through email only.

Accordingly, the Annual report of the Company for FY2020 along with the Notice convening the 31st AGM is being sent only by email to the members, and all other persons/entities entitled to receive the same. The instructions for participating in the 31<sup>st</sup> AGM through VC or OAVM have been provided in the Notice. The Notice can be accessed on the Company's website at [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in) and on website of the stock exchange.

**Dematerialization of Shares**

6256060 Equity Shares of the Company are dematerialized. 3317295 Shares with NSDL and remaining 2938765 Shares with CDSL. The ISIN with NSDL and CDSL is INE729C01020.

As on 31<sup>st</sup> March, 2020



#### Distribution of shareholding (as on 31<sup>st</sup> March 2020)

Sr. No.	No. of equity Shares held	No. of Shareholders	% of total Shareholders	No. of total Shares held	Shareholding in % age
1	1-500	709	89.98	38575	0.61
2	501-1000	18	2.28	15745	0.26
3	1001-2000	7	0.89	10178	0.17
4	2001-3000	6	0.76	15404	0.24
5	3001-4000	4	0.51	13943	0.22
6	4001-5000	6	0.76	27731	0.44
7	5001-10000	6	0.76	40445	0.64
8	10001 & above	32	4.06	6121554	97.42
	Total	788	100.00	62,83,575	100.00

#### Market Price Data: High / Low during each month in financial year 2019-2020\*

Month	Purshottam' market price		BSE Sensex	
	High	Low	High	Low
Apr-19	10.34	9.85	39,487.45	38,460.25
May-19	10	7.96	40,124.96	36,956.10
Jun-19	10.39	8.45	40,312.07	38,870.96

Jul-19	10.90	10.90	40,032.41	37,128.26
Aug-19	11.40	10.36	37,807.55	36,102.35
Sep-19	15.21	11.96	39,441.12	35,987.80
Oct-19	15.95	23.10	40,392.22	37,415.83
Nov-19	24.25	13.35	41,163.79	40,014.23
Dec-19	12.69	8.73	41,809.96	40,135.37
Jan-20	8.56	8.25	42,273.87	40,476.55
Feb-20	8.25	8.25	41,709.30	38,219.97
Mar-20	8.66	8.66	39,083.17	25,638.90

\*Data Source – official website of Bombay Stock Exchange [www.bseindia.com](http://www.bseindia.com)

#### Shareholding Pattern (as on 31<sup>st</sup> March 2020)\*

Categories	No. of Shares	Shareholding in %
Promoter and Promoter' Group	-	-
Mutual Funds	-	-
Bodies Corporate	3412735	54.32
Indian Public (Individuals & HUF)	2398340	38.17
Foreign shareholding (NRIs / OCBs / FIIs/FPI)	315000	5.01
Others (Clearing Member/NRIs)	157500	2.50
<b>Total</b>	<b>6283575</b>	<b>100.00</b>

Note:

\* The Company has issued only one class of shares / securities i.e., fully paid-up equity shares.

#### Other Disclosures:

##### a) Disclosure on materially significant related party transactions

No transactions of a material nature have been entered into by the Company with its promoters, Directors, or the management or relatives etc. that may have potential conflict of interest of the Company. However, the management furnishes the details of related party transactions on quarterly basis before the Audit Committee/ Board of Directors meetings. The particulars of transactions between the Company and the related parties for the year ended March 31, 2020, are disclosed in the notes to the accounts in this Annual Report. None of these transactions are likely to have any conflict with the Company's interest.

##### b) Details of non - compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on the matter related to capital markets, during the last three years.

Purshottam Investofin Limited has complied with all the requirement of regulatory authorities. No penalties/strictures were imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on the matter related to capital markets, during the last three years except for non-appointment of company secretary under reg 6(1) of Rs.90,860 in FY 2018-19. Company has replied to the letter of BSE and the correspondence with BSE is still under progress regarding the penalty.

- c) Details of compliance with mandatory requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and adoption of the non- mandatory requirements of Regulation 27(1) of the Listing Regulations.

The Company is complying with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Company has adopted only one discretionary requirements as specified in Part E of Schedule II of SEBI LODR i.e. reporting of Internal Auditor directly to the audit committee.

- d) Disclosure with respect to demat suspense account/ unclaimed suspense account: Not applicable.
- e) Material Subsidiaries:  
During the year under review, the Company does not have any material subsidiaries.
- f) No funds have been raised through preferential allotment or qualified institutions placement.
- g) Total fee of Statutory Auditor for all services rendered in F.Y 2019-20 is 1,29,800 incl. GST.
- h) Particulars of Directors seeking appointment/reappointment at the ensuing Annual General Meeting have been provided in the Notice of the Annual General Meeting.
- i) The business activities of the Company are not directly exposed to any commodity price risks and accordingly, the Company did not enter in any commodity hedging activities.
- j) The Company has not received any complaint of sexual harassment under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 during the financial year under reporting.
- k) The disclosures of the compliance with corporate governance requirements specified in regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of the SEBI (LODR) Regulations, 2015.

The Company is in compliance with corporate governance requirements specified in regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of the SEBI (LODR) Regulations, 2015 and the compliance certificate is annexed to the report as Annexure-F

- l) During the period under review, the board has accepted all mandatory recommendation of committees.
- m) The Company has complied with all the applicable Accounting Standards.
- n) Certain information and disclosures under the Act, 2013 and Listing Regulations, have been provided either in Directors' Report or in Management Discussion Analysis or in other section of this report. The same can be referred for any further requisite information.

On behalf of the Board of Directors  
For Purshottam Investofin Limited

Sd/-	Sd/-
Sahib Singh Gusain	Pramod Kumar Jain
Managing Director	Whole Time Director
DIN: 00649786	DIN: 00112968

Place: New Delhi  
Date: 16.07.2020

Annexure-F

**PRACTISING COMPANY SECRETARIES' CERTIFICATE ON  
CORPORATE GOVERNANCE**

**To,  
The Members  
PURSHOTTAM INVESTOFIN LIMITED  
CIN: L65910DL1988PLC033799  
L-7, Menz. Floor, Green Park Extension,  
Delhi-110016**

- 1) We have examined the compliance of the conditions of Corporate Governance by Purshottam Investofin Limited ('the Company') for the year ended on March 31, 2020, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub- regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").
- 2) The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
- 3) In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2020.
- 4) We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Kundan Agrawal & Associates  
Company Secretaries  
FRN: S2009DE113700  
Sd/  
Kundan Agrawal  
Company Secretary  
Membership No.:- 7631  
C.P. No. 8325  
UDIN: F007631B000464307**

**Date: 16.07.2020  
Place: Ghaziabad**

Annexure-G

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
**(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

**To,**  
**The Members of**  
**PurshottamInvestofin Limited**  
**L-7, Menz. Floor, Green Park Extension,**  
**Delhi-110016**

We Kundan Agrawal & Associates, Company Secretaries have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s Purshottam Investofin Limited** having CIN L65910DL1988PLC033799 and having registered office at L-7, Menz, Floor, Green Park Extension, Delhi-110016 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal ([www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

<b>Sr. No.</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Date of appointment in Company</b>
1.	Mr. Sahib Singh Gusain	00649786	13.08.2018
2.	Mr. Pramod Kumar Jain	00112968	13.08.2018
3.	Mr. Nitin Kumar Patni	08305842	17.12.2018
4.	Mr. Raj Kumar Kedia	08393960	23.03.2019
5.	Ms. Sarbani Bhagat	08196224	13.08.2018

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Kundan Agrawal & Associates**  
**Company Secretaries**  
**FRN: S2009DE113700**  
**Sd/-**  
**Kundan Agrawal**  
**Company Secretary**  
**C.P. No. 8325**  
**M.No-F7631**  
**UDIN- F007631B000394908**

**Place: Delhi**  
**Date: 29/06/2020**

**COMPLIANCE CERTIFICATE UNDER REGULATION 17(8) OF SEBI(LODR) REGULATIONS, 2015****And****DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL  
WITH THE COMPANY'S CODE OF CONDUCT****The Board of Directors  
Purshottam Investofin Limited**

We the undersigned certify to the Board that:

A. We have reviewed financial statements and the cash flow statement for the year ended March 31,2020 and that to the best of our knowledge and belief:

- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (2) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee:-

- (1) significant changes in internal control over financial reporting during the year;
- (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (3) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

E. We further declare that all Board members and senior management personnel have affirmed compliance with the code of Conduct, as applicable to them for the year ended 31<sup>st</sup> March, 2020.

Sd/-

**Sahib Singh Gusain  
Managing Director  
DIN: 00649786**

Sd/-

**Keshav Kumar Jha  
Chief Financial Officer  
PAN: AZBPJ6322N****Date: 29.06.2020**



## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **1. Overview**

Non-banking financial companies (NBFCs) form an integral part of the Indian financial system. They play an important role in nation building and financial inclusion by complementing the banking sector in reaching out credit to the unbanked segments of society, especially to the micro, small and medium enterprises (MSMEs), which form the cradle of entrepreneurship and innovation. NBFCs' ground level understanding of their customers' profile and their credit needs give them an edge, as does their ability to innovate and customise products as per their clients' needs. This makes them the perfect conduit for delivering credit to the unbanked and SMEs. However, NBFCs operate under certain regulatory constraints, which put them at a disadvantage position vis-à-vis banks. While there has been a regulatory convergence between banks and NBFCs on the asset side, on the liability side, NBFCs still do not enjoy a level playing field. This needs to be addressed to help NBFCs realise their full potential and thereby perform their duties with greater efficiency.

### **Industry Structure and Developments**

India has a diversified financial sector undergoing rapid expansion, both in terms of strong growth of existing financial services firms and new entities entering the market. The sector comprises of commercial banks, insurance companies, non-banking financial companies, co-operatives, pension funds, mutual funds and other smaller financial entities.

So far, Non-banking Finance Companies NBFC(s) have scripted a great success story. Their contribution to the economy has grown in leaps and bounds. In terms of financial assets, NBFC(s) have recorded a healthy growth. With the ongoing stress in the public sector banks due to mounting of bad debts, their appetite to lend (especially in rural areas) is deteriorating.

### **Opportunities**

NBFCs have served the unbanked customers by pioneering into retail asset-backed lending, lending against securities and microfinance. Following variables in the external environment may be seen as opportunities for the Company:

- NBFCs aspire to emerge as a one-stop shop for all financial services
- The sector has witnessed moderate consolidation activities in recent years, a trend expected to continue in the near future
- New banking license-related guidelines issued by RBI place NBFCs ahead in competition for licenses owing largely to their rural network
- New RBI guidelines on NBFCs with regard to capital requirements, provisioning norms & enhanced disclosure requirements are expected to benefit the sector in the long run.

### **Challenges**

Competitive rivalry between big players is intense in the industry

- Financial services companies often compete on the basis of offering lower financing rates, higher deposit rates and investment services;
- Stringent regulatory norms prevent new entrants;
- Customers prefer to invest their money with a reputed financial services company offering a wide range of services;
- Low bargaining power of suppliers as the industry is highly regulated by RBI;
- Medium bargaining power of customers. Although customers do not have much bargaining power, they can easily switch to another company based on the terms and quality of services provided.

### **STRENGTH:**

The existing management has a strong technical, finance and administrative expertise in various industries and corporate sectors including the business of the Company.

**Internal Control Systems and their adequacy**

Given the magnitude and nature of its business, the Company has maintained sound and commercial practice with an effective internal control system. The system ensures that all transactions are authorized, recorded and reported correctly to safeguard the assets of the Company and protect them from any loss due to unauthorized use or disposition. The adequate internal information system is in place to ensure proper information flow for the decision-making process. The Company also has well-established processes and clearly defined roles and responsibilities for people at various levels. The control mechanism also involves well documented policies, authorization guidelines commensurate with the level of responsibility and standard operating procedures specific to the respective businesses, adherence to which is strictly ensured. Internal audit is carried out frequently to create awareness and to take corrective actions on the respective units or areas, which need rectification.

**Outlook, risks and concerns**

This section lists forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these statements as a result of certain factors. Our Outlook, risks and Concerns inter-alia as follows:

1. Our revenues and expenses are difficult to predict and can vary significantly from period to period.
2. Our success depends in large part upon our management team and key personnel, and our ability to attract and retain them.

**Covid-19 Pandemic**

The Corona Virus (Covid-19) Pandemic has contributed to a significant decline and volatility in global and Indian markets, and significant decrease in economic activity. On March 24, 2020 the Government of India announced a nation-wide lockdown till April 14, 2020, which was extended till May 31, 2020 through subsequent announcements, to control the spread of the virus. From 1<sup>st</sup> June onwards, further relaxations in lockdown has been granted across the country, which has helped the company employees to contact the borrowers. This has led to significant disruption and dislocations for individuals and businesses, impacting the company's regular operations including lending and collection activities due to inability of employees to physically reach borrowers.

**Segment-wise or product-wise performance.**

During the year 2019-20, interest income is 21.72% (Previous year: 11.05%) and 78.28% turnover comes from trading in securities (Previous year: 88.87%).

**Exchange Rate Fluctuation**

The functional currency of your Company is the Indian rupee.

**Human Resources**

The Company regards its human resources as amongst its most valuable assets and proactively reviews policies and processes by creating a work environment that encourages initiative, provides challenges and opportunities and recognizes the performance and potential of its employees attracting and retaining the best manpower available by providing high degree of motivation.

Your Company believes in trust, transparency & teamwork to improve employees productivity at all levels.

**Discussion on Financial Performance With Respect To Operational Performance**

The financial statements have been prepared in accordance with the requirements of the Companies Act, 2013 and applicable accounting standards issued by the Institute of Chartered Accountants of India. The details of the financial performance of the Company are appearing in the Balance Sheet, Profit & Loss Accounts and other financial statements forming part of this annual report.

**Significant Change in Financial Ratios**

Based on the reported financial statements, following are the key financial ratios with respective variations:

Particular	31.03.2020 (%)	31.03.2019 (%)
Inventory Turnover Ratio	13.86	19.78
Current Ratio	724.34	206.36
Debt Equity Ratio	0.82	1.20
Operating Profit Margin	3.09	2.58
Net Profit Margin	1.74	0.98
Return on Net Worth	0.76	0.78
Interest Coverage Ratio	8.51	11.24
Net Interest Margin	10.40	9.82

The several ratios presented under 'Key Ratios', following ratios have declined by more than 25% over the previous year:

Inventory Turnover ratio by 29.92% , Debt Equity Ratio by 31.67% (decline due to repayment of loan EMI).

### Disclosures

During the year the Company has not entered into any transaction of material nature with its promoters, the directors or the management, their subsidiaries or relatives etc that may have potential conflict with the interest of the Company at large.

All details of transaction covered under related party transaction are given in the notes to account.

### Cautionary Statement

The management discussion and analysis report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this management discussion and analysis report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.

### 2. Disclosure of Accounting Treatment

The Company has prepared their annual financial results for the year ended March 31, 2020 in accordance with the applicable Indian Accounting Standards (Ind AS).

On behalf of the Board

For **Purshottam Investofin Limited**

Sd/-

Sd/-

**Sahib Singh Gusain**  
**Managing Director**  
**DIN: 00649786**

**Pramod Kumar Jain**  
**Whole Time Director**  
**DIN: 00112968**

Place: Delhi  
Date: 16.07.2020

**INDEPENDENT AUDITOR'S REPORT****TO THE MEMBERS OF PURSHOTTAM INVESTOFIN LIMITED****Report on the Audit of the Standalone Financial Statements****Opinion**

We have audited the accompanying standalone financial statements of **Purshottam Investofin Limited ("the Company")**, which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and loss, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matter
<b>Transition to Ind AS accounting framework</b>	
<p>The company has adopted Ind AS from 1 April 2018 with an effective date of 1 April 2017 for such transition. For periods up to and including the year ended 31.03.2018, the company had prepared and presented its financial statements in accordance with the erstwhile generally accepted accounting principles in India (Indian GAAP). To give effect of the transition to Ind AS, these financial statements for the year ended 31 March 2019, together with the comparative financial information for the previous year ended 31 March 2018 and the transition date Balance Sheet as at 1 April 2017 have been prepared under Ind AS.</p> <p>The Transition has involved significant change in the Company's policies and process for financial reporting, including generation of supportable information and</p>	<p>Read the Ind AS impact assessment performed by the management and the result changes made to the accounting policies considering the requirements of the new framework.</p> <p>Evaluated the exemptions and exceptions allowed by the Ind AS and applied by the Management in applying the first time adoption principles of the Ind AS 101 in respect of fair valuation of assets and liabilities as at transition date.</p> <p>Tested the accounting adjustments posted as at the transition date and in respect of the previous year to convert the financial information reported under erstwhile Indian GAAP to Ind AS.</p>

<p>applying estimates to inter alia determine impact of Ind AS on accounting and disclosure requirements prescribed under extant Reserve Bank of India (RBI) directions.</p> <p>In view of the complexity involved, Ind AS transition and the preparation of financial statements subsequent to the transition date have been area of key focus in our audit.</p>	<p>Tested the disclosures prescribed under Ind AS.</p>
<p><b>Revenue Recognition</b></p>	
<p>The total expected cash flows of the instrument over the life of the instrument must be substantially based on the profit or loss, change in the recognized net assets or fair value of the recognized and un recognized net assets of the entity over the life of the instrument. Profit or loss and the change in the recognized net assets shall be measured in accordance with relevant accounting principles generally accepted in India.</p> <p>We believe that Revenue from sale of shares /Securities because of its significance to profits, the high volume of revenue transactions associated with trading of securities and the judgment required in recognizing revenue from sale of securities.</p>	<p>Our procedures included, amongst others, data analysis of the expected flows of revenue transactions and performing testing over transactions that deviated from our expectations.</p>

### **Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and

estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit 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 including Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standard specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
 

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
  - 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations, if any, on its financial position in its standalone financial statements.
    - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the company for the financial year ended March 31, 2020.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For STRG & Associates

Chartered Accountants

FRN : 014826N

Sd/-

CA Sanjeev Tandon

M No. 094634

UDIN :- 20094634AAAAAR3956

Place New Delhi

Date 29.06.2020



## **“Annexure A” to the Auditors’ Report**

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

We have audited the internal financial controls over financial reporting of **Purshottam Investofin Limited** (“the Company”) as of 31st March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control

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

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

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For STRG & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN: 014826N**

Sd/-  
**CA Sanjeev Tandon  
Partner  
M. No.: 094634**

**Place: New Delhi  
Date: 29.06.2020**

**“Annexure B” to the Auditors’ Report**

The Annexure referred to in our report to the members of **Purshottam Investofin Limited (the Company)** for the year ended on 31<sup>ST</sup> March, 2020. We report that:

1. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.  
  
c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company does not own any immovable property.
2. The company holds inventory of shares. As explained to us, the management has conducted physical verification of inventories where the shares were held in physical form. Where shares were held in Dematerialized form they were verified from the Demat account at reasonable intervals during the year. No material discrepancies were noticed on physical verification.
3. The Company has not granted unsecured loan to companies, firms or other parties covered in the register maintained under Section 189 of the Act.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended).
6. To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company’s products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
7. (a) According to the information and explanation given to us and based on our examination of records of the company. the company is generally regular in depositing undisputed statutory dues including provident fund, employees’ state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.  
  
(b) According to the information & explanations given to us There are no amount of sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax and cess that have not been deposited with the appropriate authorities on account of any dispute.  
  
(c) According to the information’s and explanations given to us there are no amount which was required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.
8. In our opinion, the Company has not defaulted in repayment of dues to any financial institution or a bank or to debenture-holders during the year.

9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
10. No fraud on or by the Company has been noticed or reported during the period covered by our audit.
11. The managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provision of Section 197 read with schedule V to the Act during the year.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The company is registered under section 45 IA of the Reserve Bank of India Act, 1934.

**For STRG & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN: 014826N**

**Place: New Delhi  
Date: 29.06.2020**

Sd/-  
**CA Sanjeev Tandon  
Partner  
M. No: 094634**

**M/S Purshottam Investofin Limited****Significant Accounting Policies and Notes to Accounts****1. BACKGROUND**

**M/s Purshottam Investofin Limited** ("The Company") was incorporated in India on **04<sup>th</sup> day of November 1988** under the company's act 1956. The company is registered with Reserve Bank of India (RBI) as a Non-Banking Financial Company vide certificate No.B-14-01044 dated 14<sup>th</sup> May 2003. The company is primarily engaged in the business of NBFC (Non-Accepting Public Deposits) activities.

**2. SIGNIFICANT ACCOUNTING POLICIES****a. Basis of preparation of financial statements**

The financial statements for the year ended 31.03.2020 have been prepared and presented in accordance with Indian accounting standards (Ind AS) as notified by MCA vide notification G.S.R. 365(E) Dated 30.03.2016 with comparative for previous years ending 31.03.2019 & 31.03.2018 to facilitate the comparison of current year financials with those of previous years. The effect of conversion of financials based on Companies Accounting Standards Rules 2006 to Ind AS has been recognized and disclosed in the financials in a manner so that the effect of conversion is perceived on current year's assets/liabilities and /or income /expenses

Previous year figures have been regrouped/ rearranged, wherever necessary to make them comparable with figures of current year.

**b. Use of estimates**

The preparation of financial statements in conformity with the Indian GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Any change in the accounting estimates is recognized prospectively in the current and future periods.

**c. Revenue Recognition**

Revenue is recognized on accrual basis

**d. Expenses Recognition**

Expenses are recognized on accrual basis.

**e. Fixed assets****Tangible Assets**

Fixed assets (if any) are stated at cost of acquisition less accumulated depreciation and impairment losses, if any. The cost of fixed assets comprises purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

**Intangible Assets**

Company is not having any intangible assets during the year 2019-20.

**f. Depreciation**

Depreciation is provided on a written down value on the basis useful life specified in Schedule II to the Companies Act, 2013. Depreciation is charged on a pro-rata basis for assets purchased/ sold during the year. Depreciation is charged from the date the asset is ready to use or put to use, whichever is earlier. In respect of assets sold, depreciation is provided up to the date of disposal.

**g. Investments**

Non Current Investments are stated at Net Realizable Value. No Current Investment are held by the Company.

**h. Inventories**

Inventories are valued at the Net Realizable Value. Cost of inventories comprises all cost of purchase, and other costs incurred in acquiring the inventories. Further the inventories are valued on FIFO basis.

**i. Income Tax Expense**

Provision for Income tax expense is determined as the amount of tax payable in respect of taxable income for the year and in accordance with the Income-tax Act, 1961.

**j. Deferred Tax**

The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the Balance Sheet date.

**k. Employee Benefits:**

Company has not made any Provision for liability of future payment of gratuity in the current year and has not obtained actuarial valuation report.

Further, no provision has been made for leave encashment benefits, as the company does not have a policy of encashing leaves of employees.

**l. Leases**

Lease rentals in respect of operating lease arrangements are recognized as an expense in the profit & loss account on accrual basis.

**m. Earnings per share**

The earnings considered in ascertaining the Company's earnings per equity share comprises the net profit after tax. The number of shares used in computing basic & diluted EPS is the weighted average number of equity shares outstanding during the year.

**n. Provisions & Contingencies**

A provision is recognized when the company has a present obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and reliable estimate can be made of the amount of the obligation.

**o. Foreign exchange transactions**

There are no foreign exchange transactions during the year.

**3. RELATED PARTY TRANSACTIONS**

Related party disclosures as required under Accounting Standard (AS) – 18 “Related party Disclosures”, notified by the Government in the Companies (Accounting Standard) Rules 2006, are given in a separate annexure attached herewith:

**Related parties with nature of relationship are given below:**

Description of Relationship	Name of Related Party
Key Managerial Personnel	Sahib Singh Gisain (Appointed on 13.08.2018) Pramod Kumar Jain (Appointed on 13.08.2018) Yash Pal Singh (Appointed on 23.03.2019 Resigned on 07.11.2019) Keshav Kumar Jha(Appointed as CFO on 07.11.2019) Ankit Gupta (Appointed as Company Secretary on 17.12.2018)
Directors	Nitin Kuamr Patni (Appointed on17.12.2018) Sarbani Bhagat(Appointed on 13.08.2018) Raj Kumar Kedia (Appointed on 23.03.2019) Suraj Chokhani (Resigned on 07.11.2019)
Relative of KMP with whom transactions have been undertaken:	Vinita Jain
Entities over which key Management Personnel or relatives of Key Management Personel having common directorship with whom transactions have been undertaken:	Beatle Trading Private Limited Marubhumi Dealers Private Limited Plus Corporate Ventures Private Limited

**Transaction with Related parties**

	For the year ended 31 <sup>st</sup> March 2020	For the year ended 31 <sup>st</sup> March 2019
<b>I. Entities over which key Management Personnel or relatives of Key Management Personel having common directorship with whom transactions have been undertaken:</b>		
- <b>Beatle Trading Private Limited</b>		
- Loan Taken	10,00,000/-	NIL
- Loan Repaid	10,00,000/-	NIL

- Loan Given	NIL	10,00,000/-
- Repayment Received	NIL	10,00,000/-
<b>Plus Corporate Ventures Pvt Limited</b>		
- Loan Taken	50,60,000/-	1,30,06,429/-
- Loan Repaid	50,60,000/-	1,30,06,429/-
- Loan Given	24,03,200/-	2,93,571/-
- Repayment Received	3,60,000/-	2,93,571/-
- Reimbursement of Expenses	38,400/-	NIL
- Interest Charged	39,091/-	NIL
- Rent Paid	2,40,000/-	NIL
- Advance for property	50,00,000/-	NIL
<b>Marubhumi Dealers Private Limited</b>		
- Loan Given	NIL	2,00,000/-
- Repayment Received	NIL	2,00,000/-
<b>II. Transaction with Key Management Personnel</b>		
<u>Sarita Aggarwal</u>		
- Salary	NIL	2,62,668/-
<u>Deepender Singh Negi</u>		
- Salary	NIL	2,56,000/-
<u>Ankit Gupta</u>		
- Salary	3,60,000/-	1,00,645/-
<u>Yashpal Singh</u>		
- Salary	1,82,000/-	77,161/-
<u>Keshav Kuamr Jha</u>		
- Salary	1,62,926/-	NIL
<u>Sahib Singh Gusain</u>		
- Salary	8,40,000/-	5,25,000/-
<u>Pramod Kumar Jain</u>		
- Salary	12,00,000/-	6,00,000/-
- Imprest Account	NIL	2,00,000/-
- Amount Received	NIL	2,00,000/-
<b>III Transaction with Relatives Key Management Personnel</b>		
- Vinita Jain		
Loan Opening Balance	NIL	81,54,329/-
Loan given	NIL	29,50,000/-
Interest Charges	NIL	10,45,671/-
Loans Repayment and Interest Received	NIL	1,21,50,000/-
Balance Outstanding	NIL	NIL
Salary	5,50,000/-	NIL

**Balances outstanding with the Related parties**

Particulars	As on 31 <sup>st</sup> March 2020	As on 31 <sup>st</sup> March 2019
<b>I. Key Management Personnel</b>		



<u>Ankit Gupta</u>		
- Salary Outstanding	NIL	26,000/-
<u>Yashpal Singh</u>		
- Salary Outstanding	NIL	26,000/-
<u>Keshav Kumar Jha</u>		
- Salary Outstanding	27,120/-	NIL
<u>Sahib Singh Gusain</u>		
- Salary Outstanding	NIL	68,000/-
<u>Pramod Kumar Jain</u>		
- Salary Outstanding	NIL	NIL
<b>II Entities over which key Management Personnel or relatives of Key Management Personnel having common directorship with whom transactions have been undertaken:</b>		
Plus Corporate Ventures Private Limited (Net Balance Shown after adjusting the amount of reimbursement of expenses, interest income,)	20,58,382/-	NIL

For **STRG & ASSOCIATES**

For and on behalf of Board of Directors of

Chartered Accountants

**Purshottam Investofin Limited**

FRN: 014826N

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
<b>Sanjeev Tandon</b>	<b>Sahib Singh Gusain</b>	<b>Pramod Kumar Jain</b>	<b>Ankit Gupta</b>	<b>Keshav Kumar Jha</b>
<b>Partner</b>	Managing Director	W.T.Director	Company Secretary	CFO
<b>M. No.:</b> 094634	<b>DIN :</b> 00649786	<b>DIN:</b> 00112968	<b>PAN:</b> BKKPG9743D	<b>PAN:</b> AZBPJ6322N
<b>UDIN:-</b> 20094634AAAAAR3956				
<b>Place:</b> New Delhi				
<b>Date:</b> 29.06.2020				

**Purshottam Investofin Limited****Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016****Balance Sheet as at March 31, 2020**

S.No	Description	Note No.	Figures at the end of Current reporting period(Rs.)	Figures at the end of Previous reporting period(Rs.)	Figures at the beginning of Previous reporting period(Rs.)
			As on 31.03.2020	As on 31.03.2019	As on 01.04.2018
	<b>Assets</b>				
<b>I</b>	<b><u>Non Current Assets</u></b>				
	Fixed Assets	<u>BS-A</u>	2,797,778	3,985,337	5,807,297
	Non Current Investments	<u>BS-B</u>	8,525,294	9,294,407	8,945,172
	Long Term Loans & Advances	<u>BS-C</u>	266,285,755	268,910,403	253,626,758
	Deferred Tax Assets	<u>BS-D</u>	323,693	198,405	-
	Other Non Current Assets	-	-	-	-
<b>II</b>	<b><u>Current Assets</u></b>				
	Current Investments		-	-	-
	Closing Stock	<u>BS-E</u>	6,291,399	21,746,095	55,695,066
	Trade Receivables	<u>BS-F</u>	7,393,928	-	3,320
	Cash & Cash Equivalents	<u>BS-G</u>	496,370	3,944,150	2,397,792
	Short Term Loans & Advances	<u>BS-H</u>	3,601,506	3,923,695	2,683,599
	Other Current Assets	<u>BS-I</u>	5,359,368	81,862	-
	<b>Total (I + II)</b>		<b>301,075,091</b>	<b>312,084,354</b>	<b>329,159,004</b>
	<b><u>EQUITIES &amp; LIABILITIES</u></b>				
<b>III</b>	<b><u>Shareholders Funds</u></b>				
	Capital	<u>BS-J</u>	62,835,750	62,835,750	62,835,750
	Reserve & Surplus	<u>BS-K</u>	233,834,259	232,339,858	229,690,638
<b>IV</b>	<b><u>Non Current Liabilities</u></b>				
	Long Term Borrowings	<u>BS-L</u>	1,210,073	2,518,129	3,545,677
	Long Term Provisions		-	-	-
	Deferred Tax Liability	<u>BS-M</u>	-	-	51,287
<b>V</b>	<b><u>Current Liabilities</u></b>				
	Short Term Borrowings	<u>BS-N</u>	1,217,228	1,027,548	1,027,548
	Trade Payables	<u>BS-O</u>	686,342	11,752,781	30,686,790
	Other Current Liabilities	<u>BS-P</u>	380,808	540,927	633,486
	Short Term Provisions	<u>BS-Q</u>	910,630	1,069,361	687,828
	<b>Total (III + IV + V)</b>		<b>301,075,091</b>	<b>312,084,354</b>	<b>329,159,004</b>

For **STRG & ASSOCIATES**

Chartered Accountants

FRN: 014826N

Sd/-

**Sanjeev Tandon****Partner****M. No.:** 094634**UDIN:-** 20094634AAAAAR3956**Place:** New Delhi **Date:** 29.06.2020

Sd/-

**Sahib Singh Gusain**

Managing Director

DIN :00649786

Sd/-

**Pramod Kumar Jain**

W.T.Director

DIN:00112968

Sd/-

**Ankit Gupta**

Company Secretary

PAN: BKKPG9743D

Sd/-

**Keshav Kumar Jha**

CFO

PAN:AZBPJ6322N

**Purshottam Investofin Limited****Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016****Statement of Profit & Loss Account for the period ended March 31, 2020**

S.No	Particulars	Note No.	Figures for the current reporting period (Rs.)	Figures for the Previous reporting period (Rs.)
			As on 31.03.2020	As on 31.03.2019
<b>I</b>	<b>Revenue</b>			
	Revenue from Operations	PL-A	129,257,471	221,814,463
	Other Income	PL-B	658,606	13,432,156
<b>Total (I)</b>			<b>129,916,077</b>	<b>235,246,619</b>
<b>II</b>	<b>Expenses</b>			
	Purchase in capital Market		98,848,744	186,647,861
	Change in inventory of stock-in-trade		15,454,696	33,948,971
	Employee Benefit Expenses	PL-C	4,824,198	4,019,851
	Finance Cost	PL-D	979,213	2,956,707
	Depreciation and Amortization Expenses	PL-E	1,252,825	1,821,962
	Other Administrative Expenses	PL-F	5,506,242	2,742,310
<b>Total (II)</b>			<b>126,865,918</b>	<b>232,137,662</b>
<b>III</b>	<b>Profit before Exceptional and Extraordinary Items and Tax (I - II)</b>		<b>3,050,159</b>	<b>3,108,957</b>
	<b>IV</b>	Exceptional Items/Prior Period Items	12,000	-
<b>V</b>	<b>Profit before Extraordinary Items and Tax (III - IV)</b>		<b>3,038,159</b>	<b>3,108,957</b>
<b>VI</b>	Extraordinary Items		-	-
<b>VII</b>	<b>Profit before Tax (V - VI)</b>		<b>3,038,159</b>	<b>3,108,957</b>
<b>VIII</b>	Tax Expenses			
	Current Tax		899,932	1,058,663
	Deferred Tax		125,288	249,692
<b>IX</b>	<b>Profit(Loss) for the Period (VII - VIII)</b>		<b>2,263,515</b>	<b>2,299,986</b>
<b>X</b>	<b>Other Comprehensive Income</b>			
	A(i) Items that will not be reclassified to profit & loss		(769,113)	349,235
	A(i) Income tax relating to items that will not be reclassified to profit & loss		-	-
	B(i) items that will be reclassified to profit & loss		-	-
	A(i) Income tax relating to items that will be reclassified to profit & loss		-	-
	<b>XI</b>	<b>Total other comprehensive Income (A(I-II)+ B(I-II))</b>		<b>(769,113)</b>

<b>XII</b>	<b>Total other copenhensive Income (IX+XI)</b>		1,494,403	2,649,221
<b>XIII</b>	<b>Earning Per Equity Shares</b>			
	<b>Basic</b>		0.36	0.37
	<b>Diluted</b>		0.36	0.37

For **STRG & ASSOCIATES**  
Chartered Accountants  
FRN: 014826N

For and on behalf of Board of Directors of  
**Purshottam Investofin Limited**

Sd/-

Sd/-

Sd/-

Sd/-

Sd/-

**Sanjeev Tandon****Sahib Singh Gusain**  
Managing Director**Pramod Kumar Jain**

W.T.Director

**Ankit Gupta**

Company Secretary

**Keshav Kumar Jha**

CFO

**M. No.:** 094634

DIN :00649786

DIN:00112968

PAN: BKKPG9743D

PAN:AZBPJ6322N

**UDIN:-** 20094634AAAAAR3956**Place:** New Delhi**Date:** 29.06.2020

Purshottam Investofin Limited					
Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016					
CASH FLOW STATEMENT					
FOR THE PERIOD APRIL 01, 2019 TO MARCH 31, 2020					
S.No.	Particulars	Amount (Rs.)		Amount (Rs.)	
I.	CASH FLOW FROM OPERATING ACTIVITIES	For the year ended 31.03.2020		For the year ended 31.03.2019	
	Net Profit before Tax		3,038,159		3,108,957
	Add:- Depreciation	1,252,825		1,821,962	
	Less:- Profit on sale of Fixed Assets	-		-	
			1,252,825		1,821,962
	Adjustments(if any)		-		-
	<b>Operating Profit before Working Capital Changes</b>		<b>4,290,984</b>		<b>4,930,919</b>
	<b>Adjustments for:</b>				
	Increase/(Decrease) in Other Current Liabilities & Provisions	(318,850)		288,974	
	(Increase)/Decrease in Trade Payable	(11,066,438)		(18,934,010)	
	Increase/(Decrease) in Other Current Assets	(5,277,506)		(81,862)	
	(Increase)/Decrease in Short Term Loans & Advances	322,189		(1,240,097)	
	(Increase)/Decrease in Receivables	(7,393,928)		3,320	
	(Increase)/Decrease in stock in hand	15,454,696	(8,279,837)	33,948,971	13,985,296
	<b>Cash Generated from Operations</b>		<b>(3,988,852)</b>		<b>18,916,215</b>
	Income Tax		899,932		1,058,663
	<b>Net Cash flow Generated from Operating Activities (A)</b>		<b>(4,888,784)</b>		<b>17,857,552</b>
II.	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>				
	Long Term Loans & Advances Given	2,624,648		(15,283,645)	
	Sale of Fixed Assets	-		-	
	Purchase of Fixed Assets	(65,266)	2,559,382	-	(15,283,645)
	<b>Net Cash Flow Generated from Investing Activities (B)</b>		<b>2,559,382</b>		<b>(15,283,645)</b>
III.	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>				
	Short Term Borrowings	189,680		-	
	Long Term Borrowings	(1,308,056)	(1,118,376)	(1,027,548)	(1,027,548)
	<b>Net Cash Flow Generated from Financing Activities (C)</b>		<b>(1,118,376)</b>		<b>(1,027,548)</b>
IV.	<b>Net increase in Cash &amp; Cash Equivalents ( A - B - C )</b>		<b>(3,447,779)</b>		<b>1,546,358</b>
	Cash and Cash equivalents as on 1st April, 2019		3,944,150		2,397,792
	<b>Cash and Cash equivalents as on 31st March, 2020</b>		<b>496,370</b>		<b>3,944,150</b>
V.	<b>Cash &amp; Cash equivalents as stated in Balance Sheet</b>				

Cash in Hand	390,972	284,097
Cash at Bank and Cheques In Hand	105,399	3,660,053
<b>Cash &amp; Cash equivalents as stated in Balance Sheet</b>	<b>496,370</b>	<b>3,944,150</b>

For **STRG & ASSOCIATES**  
Chartered Accountants  
FRN: 014826N

For and on behalf of Board of Directors of  
**Purshottam Investofin Limited**

Sd/-

Sd/-

Sd/-

Sd/-

Sd/-

**Sanjeev Tandon**  
**Partner**

**Sahib Singh Gusain**  
Managing Director

**Pramod Kumar Jain**  
W.T. Director  
DIN:00112968

**Ankit Gupta**  
Company Secretary  
PAN: BKKPG9743D

**Keshav Kumar Jha**  
CFO  
PAN:AZBPJ6322N

**UDIN:- 20094634AAAAAR3956**

**Place: New Delhi**

**Date: 29.06.2020**

**Purshottam Investofin Limited****Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016****Notes to and forming Part of Balance Sheet as at March 31, 2020**

Note No.	Particulars		Figures at the end of current reporting period	Figures at the end of Previous reporting period	Figures at the beginning of Previous reporting period(Rs.)	
			As on 31.03.2020	As on 31.03.2019	As on 01.04.2018	
<b>BS-J</b>	<b>Share Capital:</b>					
	Authorized: 1,71,00,000 equity shares of Rs. 10/- each (Last Year 1,71,00,000 Equity Shares of Rs 10/- each)		171,000,000	171,000,000	171,000,000	
	Issued, Subscribed and Paid up: Shares at the beginning of Accounting Period 62,83,575 Equity Shares of Rs 10/- each (Last Year 62,83,575 Equity Shares)		62,835,750	62,835,750	62,835,750	
	Addition during the Year NIL Equity Shares of Rs 10/- each (Last Year Nil Equity Shares)		-	-	-	
	Shares at the end of Accounting Period 62,83,575 Equity Shares of Rs 10/- each (Last Year 62,83,575 Equity Shares)		<b>62,835,750</b>	<b>62,835,750</b>	<b>62,835,750</b>	
<b>BS-J- (i)</b>	<b>Terms/Rights attached to Equity Shares</b> The company had only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares in entitled to one vote per share. In the event of liquidation of company, the holders of equity shares will be entitled to receive remaining assets of company after distribution of all preferential amounts. The distribution will be in proportion of the number of equity shares held by the share holders.					
<b>BS-J- (ii)</b>	<b>Shareholders holding more than 5% shares in the company along with number of shares.</b>					
			<b>As on 31.03.2020</b>		<b>As on 31.03.2019</b>	
	<b>Name</b>	<b>No. of shares</b>	<b>% of shares</b>	<b>No. of shares</b>	<b>% of shares</b>	
	Peeyush Kumar Aggarwal huf	1,366,668	21.75	1,522,000	24.22	
	Plus Corporate ventures Pvt Ltd	1,246,635	19.84	1,246,761	19.84	
	Shreyans Logistics Private Limited	-	-	1,102,087	17.54	
	Broadband Pacenet India Pvt Ltd	1,102,087	17.54	-	-	

	Geeta Aggarwal	333,058	5.30	333,058	5.30
	Capston Capital Partners	315,000	5.01	315,000	5.01
			<b>As on 31.03.2020</b>	<b>As on 31.03.2019</b>	<b>As on 01.04.2018</b>
<b>BS-K</b>	<b>Reserve &amp; Surplus</b>				
	Provision For Standard Assets				
	At the beginning of Accounting Period		5,159,337	4,487,061	3,852,994
	Addition during the year		(4,493,623)	672,276	634,067
	<b>At the end of Accounting Period (I)</b>		<b>665,714</b>	<b>5,159,337</b>	<b>4,487,061</b>
	Statutory Reserve				
	At the beginning of Accounting Period		2,188,326	1,566,535	1,004,318
	Addition during the year		607,632	621,791	562,217
	<b>At the end of Accounting Period (II)</b>		<b>2,795,956</b>	<b>2,188,326</b>	<b>1,566,535</b>
	Security Premium Account				
	At the beginning of Accounting Period		236,663,358	236,663,358	236,663,358
	Addition during the year		-	-	-
	<b>At the end of Accounting Period (III)</b>		<b>236,663,358</b>	<b>236,663,358</b>	<b>236,663,358</b>
	FCD Forfeiture Reserve				
	At the beginning of Accounting Period		2,343,800	2,343,800	2,343,800
	Addition during the year		-	-	-
	<b>At the end of Accounting Period (IV)</b>		<b>2,343,800</b>	<b>2,343,800</b>	<b>2,343,800</b>
	Share Forfeiture Reserve				
	At the beginning of Accounting Period		1,206,500	1,206,500	1,206,500
	Addition during the year		-	-	-
	<b>At the end of Accounting Period (V)</b>		<b>1,206,500</b>	<b>1,206,500</b>	<b>1,206,500</b>
	Profit & Loss Account				
	At the beginning of Accounting Period		(9,990,315)	(10,996,234)	(11,887,669)
	Addition during the year		2,263,515	2,299,986	2,087,719
	Transfer to Provision for Standard Assets		4,493,623	(672,276)	(634,067)
	Transfer to Statutory Reserve		(607,632)	(621,791)	(562,217)
	<b>At the end of Accounting Period (VI)</b>		<b>(3,840,809)</b>	<b>(9,990,315)</b>	<b>(10,996,234)</b>
	Other Comprehensive Income				
	At the beginning of Accounting Period		(5,231,147)	(5,580,382)	(5,580,382)
	Addition during the year		(769,113)	349,235	-



	At the end of Accounting Period (VII)		(6,000,260)	(5,231,147)	(5,580,382)
	<b>Total</b>		<b>233,834,259</b>	<b>232,339,858</b>	<b>229,690,638</b>
<b>BS-L</b>	<b>Long Term Borrowing</b>				
	Car Loan (Secured against Hypothecation of Car)		1,210,073	2,518,129	3,545,677
	<b>Total</b>		<b>1,210,073</b>	<b>2,518,129</b>	<b>3,545,677</b>
<b>BS-M</b>	<b>Deferred Tax Liability</b>				
	Deferred Tax Liability		-	-	51,287
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>51,287</b>
<b>BS-N</b>	<b>Short Term Borrowing</b>				
	Car Loan (Secured against Hypothecation of Car)		1,217,228	1,027,548	1,027,548
	<b>Total</b>		<b>1,217,228</b>	<b>1,027,548</b>	<b>1,027,548</b>
<b>BS-O</b>	<b>Trade Payables</b>				
	Msme Creditors		-	-	-
	Creditors Other Than Msme		686,342	11,752,781	30,686,790
	<b>Total</b>		<b>686,342</b>	<b>11,752,781</b>	<b>30,686,790</b>
<b>BS-P</b>	<b>Other Current Liabilities</b>				
	Msme Creditors for Expenses		118,800	-	-
	Other Than Msme Creditors for Expenses		208,500	448,406	476,264
	Advances against Projects/Services		(369)	1,003	-
	TDS Payable		53,877	91,518	157,222
	<b>Total</b>		<b>380,808</b>	<b>540,927</b>	<b>633,486</b>
<b>BS-Q</b>	<b>Short Term Provisions</b>				
	Provisions for gratuity		10,698	10,698	10,698
	Provision for income tax		899,932	1,058,663	677,130
	<b>Total</b>		<b>910,630</b>	<b>1,069,361</b>	<b>687,828</b>

<b>BS-B</b>	<b><u>Non Current Investments</u></b>				
	<u>Quoted</u>				
	Investment in Equity Shares, Fully paid up				
	Aadhaar Venture India Ltd.		960,412	960,412	960,412
	19,60,025 Shares				
	Pine Animation Ltd			-	-
	25,000 Shares				
	Progressive Finlease Ltd (Equity Shares)		7,564,882	8,333,995	7,984,760
	7,50,000 Shares				
	<u>Unquoted</u>				
	Investment in Preference Shares, Fully paid up				
	- in Subsidiaries		-	-	-
	- in others		-	-	-
	<b>Total</b>		<b>8,525,294</b>	<b>9,294,407</b>	<b>8,945,172</b>
	<b>Market value of Quoted Investment</b>		<b>*960412</b>	<b>*960412</b>	<b>*960412</b>
	<b>*Market value of Quoted Investment does not include value of Pine Animation Ltd and Progressive Finlease Limited due to no trading in these scrips</b>				
<b>BS-C</b>	<b><u>Long Term Loans &amp; Advances</u></b> (Unsecured considered Good unless otherwise stated)		266,285,755	268,910,403	253,626,758
	<b>Total</b>		<b>266,285,755</b>	<b>268,910,403</b>	<b>253,626,758</b>
<b>BS-D</b>	<b><u>Deffered Tax Assets</u></b>				
	Deferred Tax Assets		323,693	198,405	-
	<b>Total</b>		<b>323,693</b>	<b>198,405</b>	<b>-</b>
<b>BS-E</b>	<b><u>Closing Stock</u></b>				
	Equity Shares		6,291,399	21,746,095	55,695,066
	<b>Total</b>		<b>6,291,399</b>	<b>21,746,095</b>	<b>55,695,066</b>

<b>BS-F</b>	<b>Trade Receivables</b>				
	Debts outstanding for a period less than six month from the date they are due (Considered Good)		7,393,928	-	3,320
	Over Six Months		-	-	-
	<b>Total</b>		<b>7,393,928</b>	<b>-</b>	<b>3,320</b>
<b>BS-G</b>	<b>Cash &amp; Cash Equivalents</b>				
	Balance with Scheduled Banks		105,399	3,660,053	1,484,719
	Cash in Hand		390,972	284,097	913,073
	<b>Total</b>		<b>496,370</b>	<b>3,944,150</b>	<b>2,397,792</b>
<b>BS-H</b>	<b>Short Term Loans &amp; Advances</b>				
	Staff Advance		28,473	33,500	28,500
	TDS,TCS & Income Tax Refund Due		3,573,033	3,890,195	2,655,099
	<b>Total</b>		<b>3,601,506</b>	<b>3,923,695</b>	<b>2,683,599</b>
<b>BS-I</b>	<b>Other Current Assets</b>				
	Prepaid expenses		67,620	81,862	-
	Gst Input		11,748	-	-
	Advance For Property		5,280,000	-	-
	<b>Total</b>		<b>5,359,368</b>	<b>81,862</b>	<b>-</b>

For **STRG & ASSOCIATES**

Chartered Accountants

FRN: 014826N

Sd/-

Sd/-

Sd/-

Sd/-

Sd/-

**Sanjeev Tandon****Partner****M. No.:** 094634**UDIN:-** 20094634AAAAAR3956**Place:** New Delhi**Date:** 29.06.2020**Sahib Singh Gusain**

Managing Director

DIN :00649786

**Pramod Kumar Jain**

W.T.Director

DIN:00112968

**Ankit Gupta**

Company Secretary

PAN: BKKPG9743D

**Keshav Kumar Jha**

CFO

PAN:AZBPJ6322N

**Purshottam Investofin Limited****Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016****Notes to and forming Part of Statement of Profit & Loss for the year ended March 31, 2020**

<b>Note No.</b>	<b>Particulars</b>		<b>Figures for the current reporting period (Rs.)</b>	<b>Figures for the Previous reporting period (Rs.)</b>
			<b>As on 31.03.2020</b>	<b>As on 31.03.2019</b>
<b>PL-A</b>	<b><u>Revenue from Operations</u></b>			
	- Interest Income		28,079,557	26,017,367
	- Sale in Stock Market		101,177,914	195,797,096
	<b>Total</b>		<b>129,257,471</b>	<b>221,814,463</b>
<b>PL-B</b>	<b><u>Other Income</u></b>			
	Dividend Income		471,948	423,156
	Interest on Income Tax Refund		147,876	-
	Profit on sale of fixed assets		-	-
	Liability No Longer Required		-	-
	Other Income		38,782	13,009,000
	<b>Total</b>		<b>658,606</b>	<b>13,432,156</b>
<b>PL-C</b>	<b><u>Employee Benefit Expenses</u></b>			
	Employee Salary		4,665,678	4,014,474
	Staff Welfare		158,520	5,377
	<b>Total</b>		<b>4,824,198</b>	<b>4,019,851</b>
<b>PL-D</b>	<b><u>Financial Cost</u></b>			
	Bank Charges		1,966	5,071
	Interest on Car Loan		258,480	349,308
	Financial Charges		718,767	2,602,328
	<b>Total</b>		<b>979,213</b>	<b>2,956,707</b>
<b>PL-E</b>	<b><u>Depreciation &amp; Amortization Expenses</u></b>			

	Depreciation		1,252,825	1,821,962
	<b>Total</b>		<b>1,252,825</b>	<b>1,821,962</b>
<b>PL-F</b>	<b><u>Other Administrative Expenses</u></b>			
	Advertisement Expenses		23,008	40,333
	Baddebts		2,324,141	-
	Car Running & Maint. Exp		473,131	121,158
	Car Insurance		92,101	12,396
	CDSL Fees		26,550	26,550
	Conveyance Expenses		5,900	48,090
	DMAT Charges		57,871	3,882
	Electricity Charges		166,220	-
	Future & Options		989,165	1,810,409
	Interest on Delayed Payment of TDS		1,710	555
	Membership Fee		103,456	5,900
	Misc Expenses		9,668	300
	NSDL Fees		-	23,169
	Office Expenses		12,956	-
	Payment to Auditors		141,800	129,800
	Postage & Courier		13,784	5,467
	Printing & Stationery		22,590	14,302
	Professional Expenses		46,245	90,693
	Rent expense		240,000	-
	Repair & Maintenance		5,250	-
	ROC Filing Fees		7,800	40,510
	Server Maintenance Exp		7,000	73,358
	Software Development Exp		19,620	-
	Short & Excess		10,475	439
	Stock exchange Fees		354,000	295,000
	Tds Late Fees		800	-
	Trade mark charges		18,900	-
	Travelling Expenses		188,821	-
	Telephone & Internet Expenses		63,502	-
	Water Expenses		29,607	-
	Website Expense		50,172	-
	<b>Total</b>		<b>5,506,242</b>	<b>2,742,310</b>
	<b><u>Notes to accounts &amp; Other Disclosures</u></b>		<b><u>Year Ended March 31, 2020</u></b>	<b><u>Year Ended March 31, 2019</u></b>
1 (a)	<b><u>Contingent Liabilities</u></b>		NIL	NIL

1 (b)	<u>Capital Commitments</u>	NIL	NIL
1 (c)	<u>Other Commitments</u>	NIL	NIL
2	<u>Detail of Remuneration to Auditor</u>		
	For Audit Fees		
	Internal Audit	12,000	-
	Statutory Audit Fees	90,860	90,860
	Tax Audit Fees	38,940	38,940
	For Reimbursement of Expenses	NIL	NIL
3	<u>Value of Import on CIF Basis</u>	NIL	NIL
4	<u>Earning/Expenditure in Foreign Currency</u>	NIL	NIL
5	<u>Earning Per Share</u>	0.36	0.37
	<b>Particulars</b>	<b>As on 31st March , 2020</b>	<b>As on 31st March , 2019</b>
	Net Profit/(Loss) after tax (in Rs)	2,263,515	2,299,986
	Weighted Average No. of Equity Shares	6,283,575	6,283,575
	Earning Per Share (in Rs)	0.36	0.37
	Nominal Value per equity share (in Rs)	10	10
6	<u>Amount due to Micro, Small and medium Enterprises</u> The Amount of Rs. 1,18,800/- due to Micro and Small Scale Business Enterprises to whom the company overdues, which are outstanding for more than 45 days as at 31st March, 2020. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. Therefore, the prescribed disclosures for liability of interest on overdue payment have not been given.		
7	In the opinion of the management of the company, the current assets and loans & advances have realization value in the ordinary course at least equal to the figures stated in the balance sheet and provisions for all known liabilities have been made.		
8	In the absence of any permanent diminution in the Long Term investments, the Long Term investments are stated at cost.		
9	<u>Previous Year Figures</u> Figures of the previous year have been regrouped /reclassified wherever considered necessary to confirm to current year classification.		

For **STRG & ASSOCIATES**

Chartered Accountants

FRN: 014826N

Sd/-

Sd/-

For and on behalf of Board of Directors of

**Purshottam Investofin Limited**

Sd/-

Sd/-

Sd/-

**Sanjeev Tandon**

Partner

M. No.: 094634

UDIN:- 20094634AAAAAR3956

Place: New Delhi

Date: 29.06.2020

**Sahib Singh Gusain**

Managing Director

DIN :00649786

**Pramod Kumar Jain**

W.T.Director

DIN:00112968

**Ankit Gupta**

Company Secretary

PAN: BKKPG9743D

**Keshav Kumar Jha**

CFO

PAN:AZBPJ6322N

## Purshottam Investofin Limited

Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016

BS-A	Fixed Assets Tangible & Intangible Assets						Closing Balance
		Opening Balance	Addition	Deletion	Sale		
	Gross Block						
	Car (BMW)	5,895,200	-	-	-		5,895,200
	Laptop	146,419	-	-	-		146,419
	Office Equipment	99,000	-	-	-		99,000
	Printer	-	12,373	-	-		12,373
	Air Purifier	-	32,203	-	-		32,203
	CCTV Camera	-	20,690	-	-		20,690
<b>Total</b>		<b>6,140,619</b>	<b>65,266</b>	-	-		<b>6,205,885</b>
<b>Total of the Previous Year</b>		<b>6,140,619</b>	-	-	-		<b>6,140,619</b>
	Depreciation Block					<u>Depreciation W/o</u>	
	Car (BMW)	2,011,041	1,213,023	-	-		3,224,063
	Laptop	122,502	14,168	-	-		136,671
	Office Equipment	21,739	13,984	-	-		35,723
	Printer	-	2,840	-	-		2,840
	Air Purifier	-	5,473	-	-		5,473
	CCTV Camera	-	3,338	-	-		3,338
<b>Total</b>		<b>2,155,282</b>	<b>1,252,825</b>	-	-		<b>3,408,107</b>
<b>Total of the Previous Year</b>		-	-	-	-		-
	<b>Net Block</b>	<u>Current Year</u>	-	<u>Previous Year</u>	-		<u>Preceeding Last Year</u>
	Car (BMW)	2,671,137	-	3884159	-		5,648,043
	Laptop	9,748	-	23916.19	-		64,918
	Office Equipment	63,277	-	77261.31	-		94,336
	Printer	9,533	-	-	-		-
	Air Purifier	26,731	-	-	-		-
	CCTV Camera	17,352	-	-	-		-
<b>Total</b>		<b>2,797,778</b>		<b>3,985,337</b>			<b>5,807,297</b>

**DEPRECIATION ALLOWABLE AS PER INCOME TAX ACT FOR THE YEAR ENDED 31ST  
MARCH 2020**

ASSETS	OPENING WDV (RS.) AS ON 01-04-19	ADDITIONS DURING		SALES DURING THE YEAR	TOTAL	DEPRECIATION FOR F.Y. 19-20	CLOSING WDV (RS.) AS ON 31-03-20
		BEFORE 30-09-2019	AFTER 30-09-2019				
<b>BLOCK OF 40%</b>							
LAPTOP	44,338	-	-	-	44,338	17,735	26,603
PRINTER	-	-	12,373	-	12,373	2,475	9,898
<b>BLOCK OF 15%</b>							
CAR	4,626,256	-	-	-	4,626,256	693,938	3,932,318
MOBILE PHONE	77,839	-	-	-	77,839	11,676	66,163
AIR PURIFIER	-	-	32,203	-	32,203	2,415	29,788
CCTV CAMERA	-	-	20,690	-	20,690	1,552	19,138
<b>TOTAL</b>	<b>4,748,432</b>	<b>-</b>	<b>65,266</b>	<b>-</b>	<b>4,760,805</b>	<b>729,791</b>	<b>4,083,908</b>

For **STRG & ASSOCIATES**  
Chartered Accountants  
FRN: 014826N

Sd/-

Sd/-

Sd/-

Sd/-

Sd/-

For and on behalf of Board of Directors of  
**Purshottam Investofin Limited**

**Sanjeev Tandon**   **Sahib Singh Gusain**   **Pramod Kumar Jain**   **Ankit Gupta**   **Keshav Kumar Jha**  
Partner   Managing Director   W.T.Director   Company Secretary   CFO  
M. No.: 094634   DIN :00649786   DIN:00112968   PAN: BKKPG9743D   PAN:AZBPJ6322N  
UDIN:- 20094634AAAAAR3956  
Place: New Delhi  
Date: 29.06.2020



**Purshottam Investofin Limited**

**Regd. Office: L-7, Menz Floor, Green Park Extn., New  
Delhi - 110016**

CALCULATION OF DEFERRED TAX AS ON 31ST MARCH 2020	For the year Ended 31.03.2020	For the year Ended 31.03.2019	For the year Ended 31.03.2018
	Amount	Amount	Amount
W.D.V OF FIXED ASSETS AS PER COMPANIES ACT	2,797,778	3,985,337	5,807,298
LESS:W.D.V OF FIXED ASSETS AS PER I.T. ACT	4,083,908	4,748,432	5,608,125
DIFFERENCE	1,286,129	763,096	199,173
DEFERRED TAX (LIABILITY)/ASSET AS ON 31.03.2020	323,693	198,405	(51,287)
DEFERRED TAX (LIABILITY)/ASSET AS ON 31.03.2019	198,405	(51,287)	5,050
DEFERRED TAX (LIABILITY)/ASSET CREATED FOR THE YEAR	125,288	249,692	(46,237)

Provision for Standard Assets	31.03.2020	31.03.2019	31.03.2018
Long Term Advance excl security	266,285,755	268,910,403	253,626,758
Short Term Advances	-	-	-
Total	266,285,755	268,910,403	253,626,758
<b>Provison @ 0.25%</b>	<b>665,714</b>	<b>672,276</b>	<b>634,067</b>
<b>Statutory Reserves</b>			
Profit Before Tax	3,038,159	3,108,957	2,811,086
<b>Provision @ 20%</b>	<b>607,632</b>	<b>621,791</b>	<b>562,217</b>

To  
**Mas Services Limited**  
**T-34, 2nd Floor, Okhla Phase-II**  
**New Delhi-110020**

**Unit: Purshottam Investofin Ltd.**

**UPDATION OF SHAREHOLDER INFORMATION FOR PHYSICAL HOLDINGS**

I/ We request you to record the following information against my/our Folio No.:

General Information:

Folio No.	
Name of the sole/first Shareholder	
Father's/Mother's/Spouse's Name	
Address (Registered Office address in case Member is a Body Corporate)	
E-mail ID	
PAN*	
CIN/Registration No.* (applicable to Corporate Shareholders)	
Occupation	
Residential Status	
Nationality	
In case member is a minor, name of the guardian	
Tel No. with STD Code	
Mobile No	

\*Self attested copy of the document(s) enclosed

**Bank Details:**

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.:*	
Name of the Bank:	
Bank Branch Address:	

\* A blank cancelled cheque is enclosed to enable verification of bank details

I/We hereby declare that the particulars given above are correct and complete. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/We understand that the above details shall be maintained by you till I/We hold the securities under the above mentioned Folio No.

\_\_\_\_\_  
 Signature of Sole/ First holder

Place:

Date:

Encl. :

Notes :

- 1) Scanned copy of the above form, duly completed along with the necessary documents, can also be sent to us on the following e-mail IDs : [info@masserv.com](mailto:info@masserv.com) or [purshottaminvestofin@gmail.com](mailto:purshottaminvestofin@gmail.com)
- 2) Members holding Shares in demat form are requested to submit the Updation Form to their respective Depository Participant.

