



Purshottam Investofin Limited

Annual Report 2021-22

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CORPORATE INFORMATION**BOARD OF DIRECTORS AS ON 31ST MARCH, 2022**

SAHIB SINGH GUSAIN	Managing Director
PRAMOD KUMAR JAIN	Whole Time Director & CFO
NITIN KUMAR PATNI	Independent Director
RAJENDRA PRASAD CHAUHAN	Independent Director
MOHITA PATREE	Independent Director

SECRETARY

ANKIT GUPTA

CORPORATE IDENTITY NUMBER (CIN)

L65910DL1988PLC033799

REGD. OFFICE & WORKS

L-7, Menz. Floor, Green Park Extension
Delhi-110016
Email: purshottaminvestofin@gmail.com
Pil.cs0187@gmail.com

STATUTORY AUDITORS

M/s STRG & Associates
Chartered Accountants

INTERNAL AUDITOR

VSPV & Co
Chartered Accountants

SECRETARIAL AUDITORS

M/s Kundan Agrawal & Associates
Company Secretaries

BANKERS

Axis Bank Ltd.
ICICI Bank Ltd.
Union Bank of India
HDFC Bank

REGISTRAR & SHARE TRANSFER AGENT

MAS Services Ltd.
T-34, 2nd Floor,
Okhla Industrial Area, Phase-II,
New Delhi – 110020
Tel No +91-11-2638-7281, Email: info@masserv.com

DIRECTORS' REPORT

To the Members,

Your Directors are pleased to present the 33RD Annual Report of your Company, along with Audited Financial Statements for the year ended 31st March, 2022.

Financial Highlights:**(In Lacs)**

Particulars	31.03.2022	31.03.2021
Total Revenue	5450.39	451.33
Profit before Finance Cost & Depreciation and Amortization Expenses	712.60	106.48
Finance Cost	241.46	19.92
Depreciation and Amortization Expenses	16.82	10.61
Profit before Exceptional and Extra-ordinary Items and Tax		
Exceptional Items/Prior Period Items	-	-
Profit before Extraordinary Items and Tax	454.32	75.95
Extraordinary Items	-	-
Profit before Tax	454.32	75.95
Tax Expenses	29.45	19.3
Current Tax	20.65	20.06
Deferred Tax	(0.79)	(0.76)
TDS written off for earlier years	9.59	-
Profit (Loss) for the Period before other comprehensive Income	424.88	56.66
Total Other Comprehensive Income	(373.95)	-
Profit (Loss) for the Period	50.93	56.66
Earning Per Equity Shares		
Basic	6.76	0.90
Diluted	6.76	0.90

Performance Overview

During the year under review, the total income is 5450.39 Lac (previous year: 451.33 Lac). The profit before exceptional item and taxation is 454.32 Lac (previous year: 75.95 Lac) and the net profit after tax & other comprehensive income is 50.93 Lac (previous year: 56.66 Lac).

Operations and State of Affairs

The operation and state-of-affairs have been adequately explained in Management Discussion and Analysis segment and form part of this report.

Subsidiaries, Joint Ventures and 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. 84.98 Lac to reserve fund.

The Board of Directors has decided to retain the entire amount of profit for Financial Year 2021-22 in the statement of profit and loss.

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.

Annual Return

A copy of Annual Return in terms of the Section 92 (3) of Companies Act, 2013 as amended, in the prescribed form, which will be filed with the Registrar of Companies/MCA, is placed on the website of the Company www.purshottaminvestofin.in on the following link:

https://www.purshottaminvestofin.in/other_disclosures.html

Share Capital

The paid-up Equity Share Capital as on 31 March 2022 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.

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 FY 2021-22 with related parties were in compliance with the applicable provisions of the Act and SEBI Listing Regulations. Prior omnibus approval of the Audit Committee is obtained for all related party transactions which are foreseen and of repetitive nature. Pursuant to the said omnibus approval, details of transaction entered into is also reviewed by the Audit Committee on a quarterly basis.

All related party transactions entered during FY 2021-22 were on arm's length basis and in the ordinary course of business of the Company under the Act.

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

No material transactions were entered with related parties referred to in sub-section (1) of section 188 during the financial year of the Company. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

Details of the transactions with Related Parties are also provided in the accompanying financial statements.

In terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements Regulations), 2015, the Company has submitted the half yearly disclosure of related party transactions to the BSE Ltd.

Directors and key managerial personnel ('KMP')**A. Change in Directorate****i. Resignation:**

Mr. Raj Kumar Kedia (DIN: 08393960), Independent Director, resign w.e.f. 24th September, 2021 from the Board of Directors of the company due to his personal reasons only and pre-occupations only and there is no other material reason for his resignation.

Ms. Deepika Arora (DIN: 08774487), Independent Director, resign w.e.f. 10th February, 2022 (Close of Business Hours) from the Board of Directors of the company due to her personal reasons only and no other material reason for her resignation.

Mr. Rajendra Prasad Chauhan (DIN 01444662), Independent Director, resign w.e.f. 25th June, 2022 from the Board of Directors of the company due to non-clearance of proficiency self-assessment test only and no other material reason for his resignation.

ii. Appointment:

Mr. Rajendra Prasad Chauhan (DIN 01444662) has been appointed on 11th August, 2021 as an Additional Director under Independent Category and Further, shareholders in the last AGM have approved the change in designation of Mr. Rajendra Prasad Chauhan from Additional, Independent Director to Independent Director. As per the provisions of Companies Act, 2013 they will not be liable to retire by rotation.

Mrs. Mohita Patree (DIN 07315405) has been appointed on 24th December, 2021 as an Additional Director under Independent Category. She will hold the office till the date of the forthcoming Annual General Meeting. It is proposed to appoint Mrs. Mohita Patree as a Director under Independent Director category at the Annual General Meeting to hold office for 5 consecutive years with effect from 24th December, 2021, without being subject to retirement by rotation. The details of appointment have been furnished in the explanatory statement to the notice of the ensuing annual general meeting.

Mr. Parmit Kumar (DIN 03418216) has been appointed on 25th June, 2022 as an Additional Director under Independent Category. He will hold the office till the date of the forthcoming Annual General Meeting. It is proposed to appoint Mr. Parmit Kumar as a Director under Independent Director category at the ensuing Annual General Meeting to hold office for 5 consecutive years with effect from 25th June, 2022, without being subject to retirement by rotation. The details of appointment have been furnished in the explanatory statement to the notice of the ensuing annual general meeting.

However, this positions not being one of the categories exempting such persons from appearing in proficiency test as per Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended, Directors will undertake the test within the prescribed time limit.

Mr. Sameer Relia (DIN 01147315) has been appointed on 09th August, 2022 as an Additional Director under Independent Category. He will hold the office till the date of the forthcoming Annual General Meeting. It is proposed to appoint Mr. Sameer Relia as a Director under Independent Director category at the ensuing Annual General Meeting to hold office for 5 consecutive years with effect from 09th August, 2022, without being subject to retirement by rotation. The details of appointment have been furnished in the explanatory statement to the notice of the ensuing annual general meeting.

The Board is of the opinion that Rajendra Prasad Chauhan, Mohita Patree, Parmit Kumar, Sameer Relia is a person of integrity, expertise, and has relevant experience to serve the Company as an independent director.

B. Directors liable to retire by rotation

Mr. 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 SEBI Listing Regulations is given in the notice of 33rd AGM.

C. Key Managerial Personnel

Pursuant to Section 203 of the Act, the Key Managerial Personnel of the Company as on 31st March 2022 are:

- a. Mr. Sahib Singh Gusain, Managing Director
- b. Mr. Pramod Kumar Jain, Executive Director & CFO
- c. Mr. Ankit Gupta, Company Secretary

Declaration by Independent Directors

All the Independent Directors have given necessary declarations under Section 149(7) of the Act, that they meet the criteria of independence as laid down under Section 149 (6) of the Act, as amended, and Regulation 16 read with Regulation 25(8) of the SEBI Listing Regulations, as amended.

The independent directors have also confirmed compliance with the provisions of rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended, relating to inclusion of their name in the databank of independent directors.

In the opinion of the Board, they fulfil the conditions of independence as specified in the Act, Rules, Regulations made there under and are independent of the management.

Statement of Board of Directors

The Board of Directors of the Company are of the opinion that all the Independent Director of the Company appointed/re-appointed during the year possesses integrity, relevant expertise and experience required to best serve the interest of the Company. The Independent Directors have confirmed compliance of relevant provisions of Rule 6 of the Companies (Appointments and Qualifications of Directors) Rules, 2014.

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(3) (c) of the Act, the Directors, to the best of their knowledge and belief, confirm 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 internal 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.

Policy on appointment and remuneration of Directors

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

Further, SEBI vide notification dated 3 August 2021 amended the SEBI Listing Regulations. Vide the said amendment, it has introduced following additional term of reference of NRC with effect from 1 January 2022:

For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

- a. use the services of an external agencies, if required;
- b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

- c. consider the time commitments of the candidates.

In view of the above amendment, the terms of reference of NRC were suitably amended to incorporate the above.

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.

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 fulfilment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually were adjudged satisfactory.

Corporate Governance and Management Discussion & Analysis Report

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Annual Report, together with the Certificate from M/s Kundan Agrawal & Associates, Company Secretary in Practice in compliance with the requirements of Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015. The Auditors' Certificate for the financial year 2021-22 does not contain any qualifications, reservations or adverse remarks.

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

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

Anti-Sexual Harassment Policy

No complaint of Sexual Harassment was received during the financial year 2021-22. Internal Complaint committee is not required to be constituted as the worker in our organisation is less than 10 during the Financial Year.

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 Thereof

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

In terms of Section 139 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, Members of the Company in 31st Annual General Meeting held on 26th September, 2020, approved the appointment of M/s. STRG & Associates, Chartered Accountants, (ICAI Firm Registration no. 014826N), as the Statutory Auditors of the Company from the conclusion of the 31st AGM till the conclusion of the 35th

AGM of the Company to be held in the year 2024. The Statutory Auditors have confirmed they are not disqualified from continuing as Auditors of the Company.

Pursuant to the notification dated May, 7, 2018 issued by Ministry of Corporate Affairs, the requirement for ratification of appointment of Auditors by the shareholders at every Annual General Meeting has been done away with.

The Report given by M/s. STRG & Associates, Chartered Accountants, on the financial statement of the Company for the financial year 2021-22 is part of the Annual Report. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

ii) Secretarial Auditor

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, to undertake the Secretarial Audit of the company. The Secretarial Audit report is annexed herewith as Annexure-B. The Secretarial Audit Report is self-explanatory and do not call for any further comments. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer except delay in CIC reporting due to technical glitches.

Pursuant to regulation 24A(2) of SEBI Listing Regulations, a report on secretarial compliance for FY2022 has been issued by Kundan Agrawal & Associates, Company Secretaries, and the same will be submitted with the stock exchanges within the given timeframe. The report will be made available on the website of the Company. There are no observations, reservations or qualifications or adverse remark in any of the aforesaid reports.

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 appointment of M/s. V S P V & Co. as Internal Auditors of the Company for the financial year 2022-2023.

M/s. V S P V & Co. was the Internal Auditor for the FY 2021-22.

Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made

by the company secretary in practice in his secretarial audit report: Delay is due to technical glitches/other reasons. Management is taking appropriate steps to complete this compliance also on time.

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

The Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Companies Secretaries of India.

Nature of Business

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

Listing of stock exchanges

The company's shares are listed on BSE Limited.

Corporate Social Responsibility

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

RBI Norms

The Company continues to be in compliance with the Master Direction for Non-Banking Financial Company – Non Systemically Important Non-Deposit taking Company, during the year under review. However, Company have filed data for CIC reporting but rejected in CIC records due to technical/other reasons. Management is taking appropriate steps to complete this compliance also on time.

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.

Material changes and commitments affecting financial position between the end of financial year and date of the report

There have been no material changes and commitments, which affect the financial position of the company, that have occurred between the end of the financial year to which the financial statement relates and the date of report.

Key Financial Ratios

Key Financial Ratios for the financial year ended 31st March, 2022, are provided in the Management Discussion and Analysis Report forms a part of the Board's Report.

Personnel

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

Particulars of employees

The information required under Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 with any amendments thereto, is annexed as Annexure-C.

Other Disclosures

Neither any application was made, nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 against the Company.

During FY 2021-22, there was no instance of one-time settlement with Banks or Financial Institutions. Therefore, as per rule 5(xii) of Companies (Accounts) Rules, 2014, reasons of difference in the valuation at the time of one-time settlement and valuation done while taking loan from the Banks or Financial Institutions are not reported.

Investor Relations

Your Company always endeavours 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.

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 are as under:

	Current Year 2021-22	Previous Year 2020-21
Energy Conservation	NIL	NIL
Technology Absorption	NIL	NIL
Foreign Exchange Earnings and Outgoing	NIL	NIL

Electronic Communication

As a responsible corporate citizen, the Company supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report etc. to shareholders at their e-mail address registered with the Depository Participants and Registrar & Transfer Agent.

To support the 'Green Initiative' and in compliance of Rule 18 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Members who have not yet registered their email addresses or want to update a fresh email id are requested to register the same with their Depository Participant in case the shares are held by them in electronic form and with Company's RTA in case the shares are held by them in physical form for receiving all communications, including Annual Report, Notices, Circulars, etc., from the Company electronically.

Further, as permitted by MCA Circulars and SEBI Circulars issued from time to time, Notice of the 33rd AGM and the Annual Report of the Company for the financial year ended 31st March, 2022 including therein the Audited Financial Statements for the year 2021-22, the above documents are being sent only by email to the Members. This Annual Report, along with other documents, is also available on the Company's website at <https://www.purshottaminvestofin.in>

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
Director & CFO
DIN: 00112968

Date: 09.08.2022
Place: Delhi

Annexure-A

NOMINATION AND REMUNERATION POLICY**Introduction**

Pursuant to Section 178 of the Companies Act, 2013 and the Rules framed thereunder (as amended from time to time) (the "Act") and Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) (the "Listing Regulations"), the Board of Directors of every listed company is required to constitute the Nomination and Remuneration Committee. This Committee was responsible to review and recommend to the Board the remuneration & other benefits and service conditions of Managing/ Whole-time/ Executive Directors as well as to recommend the selection, appointment and remuneration of relative(s) of directors for holding an office of profit.

Applicability

This Policy shall be applicable with effect from January 1, 2022.

I. 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.

II. 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 whole-time 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.

III. 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.

iv. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

- a. use the services of an external agencies, if required;
- b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
- c. consider the time commitments of the candidates.

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.

iv. Membership:

- a) The Committee shall comprise of at least (3) Directors, all of whom shall be non-executive Directors and at least two-thirds 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.

v. 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.

VI. Frequency of Meetings:

The Nomination and Remuneration Committee shall meet at least once a year.

- 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.

VII. Secretary:

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

VIII. 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.

IX. 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.

X. 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-B

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2022
[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
L-7, Menz. Floor, Green Park Extension 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.
- d) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

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 31st March, 2022 ('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 31st March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (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) Reserve Bank of India Act, 1934;
- (x) Applicable Labour Laws; and
- (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 Exchanges 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. Minutes of the meetings were in compliance with the Secretarial standards laid down by ICSI.
- All decisions at Board Meetings and Committee Meetings are carried out by unanimously/majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.
- The compliances related to Non Banking Financial Company were duly complied with. However, the company tried their level best to complete the CIC Reporting on due time but due to technical glitches, the filing was slightly delayed. Management is taking appropriate steps to complete this compliance also on time.

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: Delhi
Date: 02/08/2022**

**sd/-
Kundan Agrawal
Company Secretary
Membership No.: - F7631
C.P. No. 8325
Peer Review No:614/2019
UDIN: - F007631D000725865**

Annexure –C

[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	2.33:1	None
Mr. Pramod Kumar Jain	Whole-time Director & CFO	3.33:1	None
Mr. Nitin Kumar Patni	Independent Director	-	None
Mr. Raj Kumar Kedia*	Independent Director	-	None
Ms. Deepika Arora*	Independent Director	-	None
Mr Rajendra Prasad Chauhan**	Independent Director	-	None
Mrs Mohita Patree**	Independent Director	-	None
Mr. Ankit Gupta	Company Secretary	1:1	None

*Mr. Raj Kumar Kedia and Ms. Deepika Arora resigned w.e.f. close of business hours on 24.09.2021 and 10.02.2022 respectively.

**Mr Rajendra Prasad Chauhan and Mrs Mohita Patree appointed w.e.f. 11.08.2021 and 24.12.2021 respectively.

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 31.03.2022: 5
5. Average percentage increase already made in the salaries of employees other than the managerial personnel in FY 2021-22 and its comparison with the percentage increase in the managerial remuneration and justification thereof: Nil.
6. It is affirmed that the remuneration paid is as per the Remuneration Policy of 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.

For Purshottam Investofin Limited

Sd/-

Sahib Singh Gusain
Managing Director
DIN: 00649786

Sd/-

Pramod Kumar Jain
Director & CFO
DIN: 00112968

Date: 09.08.2022
Place: Delhi

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 stakeholder's 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.

As on 31st March, 2022, the company has 5 Directors, 2 are Executive Directors and 3 are Non- Executive-Independent Directors (including one-woman independent director). The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Act.

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.

Independent Directors are non-executive directors as defined under Regulation 16(1) (b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1) (b) of the SEBI Listing Regulations and that they are independent of the management. Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

Eight Board Meetings were held during the year under review and the gap between two meetings did not exceed the prescribed timelines. The said meetings were held on:

18.05.2021, 29.06.2021, 02.08.2021, 11.08.2021, 09.11.2021, 24.12.2021, 10.02.2022 and 16.03.2022 during the Financial Year 2021-22. The necessary quorum was present for all the meetings.

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 2021-2022, are given below:

Name	Category	Number of Committee Memberships/ Chairmanships held in other Public Limited Companies incorporated in India		No. of Board Meetings Attended during the year	No. of other directorship in other Indian and overseas companies
		Chairman	Member		
Mr. Sahib Singh Gusain	Executive Director, Managing Director	-	-	08	09
Mr. Pramod Kumar Jain	Executive Director & CFO	-	-	07	09
Mr. Nitin Kumar Patni	Non-Executive Independent Director	-	-	08	-
Mr. Rajendra Prasad Chauhan*	Non-Executive Independent Director	-	-	01	-

Ms. Mohita Patree**	Additional Women Independent Director	-	-	02	-
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Note: Only the Audit Committee and the Stakeholders Relationship Committee are considered for the purpose of reckoning committee positions.

*Mr. Rajendra Prasad Chauhan, was appointed as Additional, Independent Director of the company w.e.f. 11.08.2021 and regularized in last AGM as Independent Director.

**Ms. Mohita Patree, was appointed as Additional, Women Independent Director of the company w.e.f. 24.12.2021.

Mr Raj Kumar Kedia, Independent Director, resigns w.e.f 24.09.2021 and attended no board meetings in F.Y. 2021-22.

Ms. Deepika Arora, Independent Director, resigns w.e.f 10.02.2022 and attended 7 board meetings in F.Y. 2021-22.

No director having any relationship with the other Directors.

Mr. Sahib Singh Gusain, Mr. Pramod Kumar Jain, Ms. Deepika Arora (Chairperson of Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee), Mr. Rajendra Prasad Chauhan has 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.

None of the directors hold office as a director, including as an alternate director, in more than twenty companies at the same time. None of them has directorships in more than ten public companies. For reckoning the limit of public companies, directorships of private companies that are either holding or subsidiary companies of a public company are included; while directorships in dormant companies and section 8 of the Act/section 25 of the Companies Act, 1956 are excluded. For the purpose of reckoning the directorships in listed companies, only equity listed companies have been considered.

As per declarations received, no director serves as an independent director in more than seven equity listed companies or in more than three equity listed companies if he/she is a whole-time director/managing director in any listed company.

None of the directors was a member in more than ten committees, nor a chairperson in more than five committees across all public companies in which he/she was a director.

As on 31st March, 2022, None of executive and non- executive directors held any shares and convertible instruments in the Company.

The Board confirms that the Independent Directors fulfill the conditions specified in the Listing Regulations and the Act and are Independent of the management of the Company.

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 management regarding compliance with all applicable laws, on a quarterly basis.

Skills/ Expertise/ Competencies of the Board of Directors

Members of the company be and is hereby informed that the Board with the help of Nomination and Remuneration Committee evaluates composition of the Board of Directors to ensure that the Board has the appropriate mix of skills, expertise, experience, professional competencies, independence and knowledge to ensure their continued effectiveness. It is evident from the details given herein below that director of the Company have expertise in different fields including strategic and business leadership, entrepreneurship, finance, accounts, governance, decision making, compliance, administrative area, tax, legal, Risk management etc. Details as mentioned herein above shall be treated as an adequate disclosure regarding skills / expertise of the directors pursuant to Schedule V of SEBI (LODR) Regulations, 2015.

The brief profile of the Directors of the Company as on 31.03.2022, in line with the requirement of Listing Regulations and the Companies Act, 2013 is given herein below:

Name of Director	Profile
Mr. Sahib Singh Gusain	He is Managing Director of the Company. He has more than 15 years of experience in the field of trading, decision making, tax, accounting, financing, investments, and legal. 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. He is also a member of audit committee and Stakeholder Relationship Committee of the company.
Mr. Pramod Kumar Jain	Mr. Jain is CFO and Executive Director of the Company. He is Graduate by qualification. He has a vast knowledge and experience in field of trading, decision making, tax, accounting, financing, investments, entrepreneurship, compliance, risk management and legal. He has handled diversified business and having good experience in various segments. He has adopted the good planning methods and executing aggressive strategies to achieve business goals.
Mr. Nitin Kumar Patni	Mr. Nitin Kumar Patni is a Independent Director of the Company. He is Graduate (B.com) from Rajasthan University. He has experience in the field of decision making, tax, accounting, financing, investments, and entrepreneurship. He is also a member of Audit committee, Nomination & Remuneration Committee, and Stakeholder Relationship Committee of the Company.
Mr. Rajendra Prasad Chauhan	He is a commerce graduate and a Chartered Accountant from the Institute of Chartered Accountants of India. He is also a Qualified Cost Accountant from the Institute of Cost and Works Accountants of India. He having a vast and rich experience & knowledge in Financial Accounting & Reporting, Project Financing, Audit Management (Stat/ Internal/Taxation), Statutory Compliances, Direct & Indirect Taxation matters, Transfer Pricing etc. He is also a member of Audit committee and Nomination & Remuneration Committee of the Company.
Mrs. Mohita Patree	She is a Post Graduate (MA). She is having a vast and rich experience and knowledge in the field of Academia, Leadership, Decision Making, entrepreneurship, Risk Management, Finance, Policies Making and Planning etc. She has worked with diversified business/ Industries and having an elaborate experience in

various segments like marketing & sales, academics and HR domains also. She is also a chairperson of audit committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee of the company.

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 24th December, 2021, 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 24th December, 2021. Ms. Deepika Arora chaired the Meeting.

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

Evaluation of Board Performance and performance of its Committees and Directors

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

Audit Committee

The Audit Committee is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Companies Act.

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 etc. 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 eight times on 18.05.2021, 29.06.2021, 02.08.2021, 11.08.2021, 09.11.2021, 24.12.2021, 10.02.2022, 16.03.2022 during the financial year 2021-22. The necessary quorum was present in the meeting. The Company Secretary acts as the Secretary for the Audit Committee.

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

Name	Category	Meetings Attended
Mrs. Mohita Patree* (Independent)	Chairperson	2
Mr. Nitin Kumar Patni (Independent)	Member	8
Mr. Sahib Singh Gusain (Non-Independent)	Member	8
Mr. Rajendra Prasad Chauhan* (Independent)	Member	1

* Board in its meeting held on 11.08.2021, reconstitutes the Audit Committee and appointed Mr Rajendra Prasad Chauhan as member of this committee w.e.f. 11.08.2021

*Board in its meeting held on 24.12.2021, further re-constitutes the Audit Committee and appointed Ms. Mohita Patree as member of this committee w.e.f. 24.12.2021

On Resignation of Deepika Arora w.e.f. 10.02.2022 (Close of business hours), Board further re-constitutes the Audit Committee and appointed Ms. Mohita Patree as the Chairperson of the committee in place of Ms. Deepika Arora. w.e.f. 10.02.2022

Ms. Deepika Arora attended 07 Audit Committee Meetings in FY 2021-22.

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 Companies Act.

During the year, 4(Four) Stakeholders Relationship Committee Meeting was held as on 29.06.2021, 11.08.2021, 09.11.2021 and 10.02.2022.

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
Mrs. Mohita Patree (Independent)	Chairperson	01
Mr. Sahib Singh Gusain (Non-Independent)	Member	04

Mr. Nitin Kumar Patni (Independent)	Member	04
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*Board reconstitutes the Stakeholder Relationship Committee and appointed Mrs. Mohita Patree as member of this committee w.e.f. 24.12.2021 Ms. Deepika Arora resigned from the Board and committee positions w.e.f. 10.02.2022 (Close of Financial Year) and attended 04 committee meeting in FY 2021-22

Board further reconstitutes the Audit Committee and appointed Ms. Mohita Patree as the Chairperson of the committee in place of Ms. Deepika Arora w.e.f. 10.02.2022 (Close of business hours)

Name and designation of compliance officer: Mr. Ankit Gupta, Company Secretary.

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:
 - Transfer of shares;
 - Non-receipt of dividends;
 - Non-receipt of annual reports; and
 - 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 of the matters as may be required, 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 complaints 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 Companies Act.

Terms of reference: The Remuneration Policy has been adequately explained in Director's report and uploaded on website of the Company <https://www.purshottaminvestofin.in/codenpolicies.html>

During the year, 2 (two) Nomination and Remuneration Committee Meetings were held on 11.08.2021 and 24.12.2021. The necessary quorum was present in the meeting. The Company Secretary acts as the Secretary for the Nomination and Remuneration Committee.

Name of the Directors	Category	No. of Meetings attended
Mrs. Mohita Patree* (Independent)	Chairperson	-
Mr. Rajendra Prasad Chauhan* (Independent)	Member	1
Mr. Nitin Kumar Patni (Independent)	Member	02

*Board reconstitutes the Nomination & Remuneration Committee and appointed Mr. Rajendra Prasad Chauhan as member of this committee w.e.f. 11.08.2021

*Board reconstitutes the Nomination & Remuneration Committee and appointed Mrs. Mohita Patree as member of this committee w.e.f. 24.12.2021

*Board further reconstitutes the Audit Committee and appointed Ms. Mohita Patree as the Chairperson of the committee in place of Ms. Deepika Arora w.e.f. 10.02.2022 (Close of business hours)

Ms. Deepika Arora resigns w.e.f. 10.02.2022 (Close of Business Hours) and attended 2 committee meeting in FY 2021-22

*Mr. Raj Kumar Kedia, Independent Director, resigns w.e.f 24.09.2021 and attended no meeting of this committee in F.Y. 2021-22.

Criteria for Performance Evaluation of Independent Directors

The criteria and manner for evaluation of performance of Independent Directors provide certain parameters like board composition & quality, commitment to the Company's vision, level of participation at Board/Committee Meeting, level of engagement and contribution, Independence of judgment, understanding duties, responsibilities, qualifications, disqualifications and liabilities as an independent director, up-to-date knowledge / information pertaining to business of the Company in which the Company is engaged in, implementation of good corporate governance practices, enhancing long term shareholders' value, professional approach, openness to ideas, providing guidance and counsel to senior management in strategic matters and rendering independent and unbiased opinion at the meetings etc., monitoring the company's internal controls & review compliance Reports on applicable laws, regulations and guidelines.

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.

Name	Category	Annual Salary (In Rs.)	Directors' Fees paid
Mr. Sahib Singh Gusain	Managing Director	8,40,000	Nil
Mr. Pramod Kumar Jain	Executive Director	12,00,000	Nil
Ms. Mohita Patree	Independent Non- Executive Director	Nil	Nil
Mr. Nitin Kumar Patni	Independent Non- Executive Director	Nil	Nil
Mr. Rajendra Prasad Chauhan	Independent Non-Executive Director	Nil	Nil

*Ms. Deepika Arora resigned w.e.f. 10.02.2022 (Close of Business Hours). No sitting fee was paid to Ms. Deepika Arora during the FY 2021-22.

* Mr Raj Kumar Kedia, Independent Director, resigned w.e.f 24.09.2021 No Sitting fee was paid to Mr. Raj Kumar Kedia

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, in accordance with the provisions of AOA and the provision of the Companies Act, 2013 and rules made thereunder as amended for all Executive Directors.

Executive directors serve a reasonable notice period.

The Service contract with Mr. Pramod Kumar Jain and Sahib Singh Gusain is upto 12th August, 2024

The Company has no other pecuniary relationship or transactions with Non-Executive 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 (Annexure-D).

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, 2022 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. A copy of the Code has been put on the Company's website www.purshottaminvestofin.in

Directors Inter-se Relations

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

Resignation Ms. Deepika Arora, an Independent Director of the Company

Ms. Deepika Arora, Independent Director, resign w.e.f 10th February, 2022 (Close of Business Hours) from the Board of Directors of the company due to her personal reasons only and there is no other material reason for her resignation.

Resignation Mr. Raj Kumar Kedia, an Independent Director of the Company

Mr. Raj Kumar Kedia, Independent Director, resign w.e.f 24th September, 2021 from the Board of Directors of the company due to his personal reasons and pre-occupations only and there is no other material reason his resignation.

General Body Meeting

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

Particulars	Date & Time	Venue
AGM For F.Y 2020 - 21	September 30 th 2021 at 5:00 pm	Through Video Conferencing
AGM for F.Y 2019-20	September 26 th 2020 at 9:00 a.m.	Through Video Conferencing
AGM for F.Y 2018-19	September 30 th 2019 at 10.00 a.m.	No.-33B, Radhey Mohan Drive, Village Fatehpur Beri New Delhi-110074

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

Special Resolution(s)

Two Special Resolutions were passed by the shareholders at the Annual General Meeting held on September 30th, 2021 of the Company.

- To Re-appointment of Mr. Pramod Kumar Jain.
- To Re-appointment of Mr. Sahib Singh Gusain.

Two Special Resolutions were passed by the shareholders at the Annual General Meeting held on September 30th, 2020 of the Company.

- To authorization secure the borrowings U/s 180(1) (a) of the Companies, Act, 2013 and amount not exceeding Rs. 100.00 Crores (Rupees Hundred Crores only).
- Consent of Members for increase in the limits applicable for making investments in Bodies Corporate.

Two Special Resolutions were passed by the shareholders at the Annual General Meeting held on September 30th, 2019 of the Company.

- Change in Designation of MR. SAHIB SINGH GUSAIN (DIN: 00649786) From "Whole Time Director" To "Managing Director" Of Company.
- Increase in The Borrowing Limits for an aggregate amount not exceeding Rs. 100.00 Crores (Rupees Hundred Crores only).

No special resolution passed last year through postal ballot.

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

Means of Communication

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
Audited Financial Results for the year ended 31.03.2022	Financial Express (English) Jansatta (Hindi)
Unaudited Financial Results for the Quarter ended on 31.12.2021	Financial Express (English) Jansatta (Hindi)
Unaudited Financial Results for the Quarter ended on 30.09.2021	Financial Express (English) Jansatta (Hindi)
Unaudited Financial Results for the Quarter ended on 30.06.2021	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 and the web portal of the Company at www.purshottaminvestofin.in

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

Shareholders' Information

1. Annual General Meeting Day :	
Date :	Tuesday
Time :	September 20th 2022 04:30 P.M.
Venue/Mode:	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.
2. Financial Year	1 st day of April to 31 st day of March for each year.
3. Date of Book Closure:	Wednesday, 14th September, 2022 to Tuesday, 20th September, 2022 (both days inclusive)
4. 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.
5. Listing on Stock Exchange	BSE LTD. Listing fee for the aforesaid Stock Exchange have already been paid for the financial year 2021-22. Annual custodian charges of Depository have also been paid to NSDL and CDSL for the financial year ended March 31, 2022.
6. Stock Code	BSE Limited: 538647 Demat ISIN Number in NSDL & CDSL: INE729C01020
7. 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, Email: info@masserv.com
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

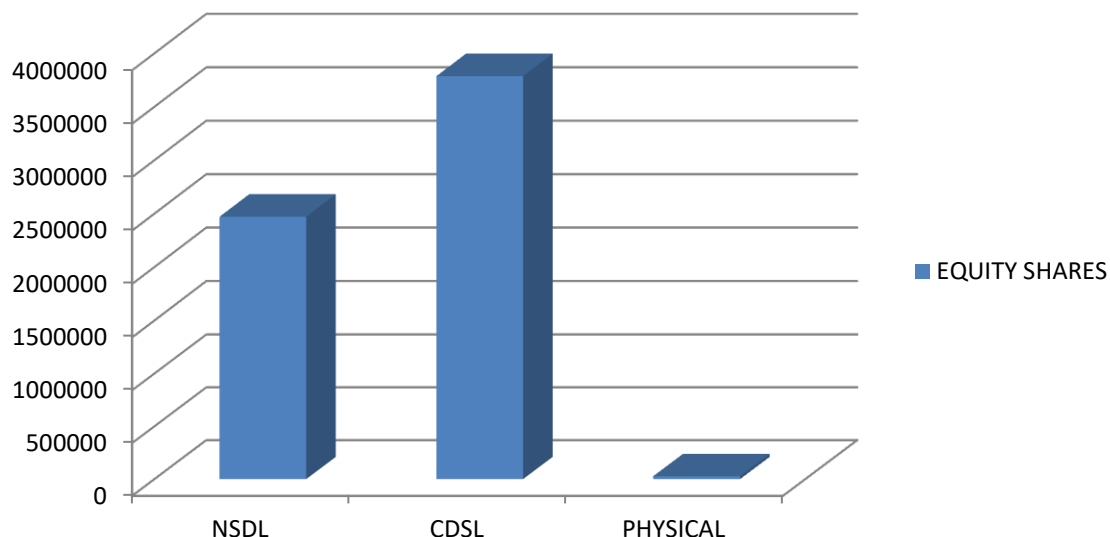
List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad – NA

Ministry of Corporate Affairs vide its General Circular No. 02/2022 dated 05.05.2022, have allowed / companies whose AGMs were become due in the year 2022, to conduct their Annual General Meeting (AGM) on or before 31.12.2022, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 dated 05.05.2020.

Accordingly, the Annual report of the Company for FY 2022 along with the Notice convening the 33rd 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 33rd 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 and on website of the stock exchange.

Dematerialization of Shares

Total Equity Shares of the company are 6283575. 6256210 Equity Shares of the Company are dematerialized. 2470346 Shares with NSDL and remaining 3785864 Shares with CDSL. The ISIN with NSDL and CDSL is INE729C01020.

As on 31st March, 2022**EQUITY SHARES****Distribution of shareholding (as on 31st March 2022)**

Sr. No.	No. of equity Shares held	No. of Shareholders	% of total Shareholders	No. of total Shares held	Shareholding in % age
1	1-5000	783	86.903	41877	0.666
2	5001-10000	33	3.662	26360	0.419
3	10001-20000	14	1.553	20067	0.319
4	20001-30000	13	1.442	31728	0.504
5	30001-40000	4	0.443	14457	0.230
6	40001-50000	6	0.665	27120	0.431
7	50001-100000	11	1.220	75593	1.203
8	100001 & above	37	4.106	6046373	96.225
	Total	901	100.00	62,83,575	100.00

Market Price Data; High/ Low during each month in financial year 2021-22*

Month	Purshottam' market price		BSE Sensex	
	High	Low	High	Low
Apr-21	7.72	7.01	50,375.77	47,204.5
May-21	7.55	6.66	52,013.22	48,028.07

Jun-21	12.79	7.69	53,126.73	51,450.58
Jul-21	12.75	12.70	53,290.81	51,802.73
Aug-21	14.17	13.33	57,625.26	52,804.08
Sep-21	14.20	14.17	60,412.32	57,263.90
Oct-21	14.15	14.15	62,245.43	58,551.14
Nov-21	14.2	9.43	61,036.56	56,382.93
Dec-21	10.93	7.71	59,203.37	55,132.68
Jan-22	15.96	11.47	61,475.15	56,409.63
Feb-22	28.48	14.77	59,618.51	54,383.20
Mar-22	24.5	15.9	58,890.92	52,260.82

*Data source – official website of Bombay Stock Exchange www.bse.india.com

Shareholding Pattern (as on 31st March 2022)*

Categories	No. of Shares	Shareholding in %
Promoter and Promoter' Group	-	-
Mutual Funds	-	-
Bodies Corporate	3890349	61.92
Indian Public (Individuals & HUF)	2070333	32.95
Foreign shareholding (NRIs / OCBs / FIIs/FPI)	315000	5.01
Others (Clearing Member/NRIs)	7893	0.12
Total	6283575	100.00

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
All transactions entered into with Related Parties as defined under Listing Regulations during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. All such transactions were reviewed and approved by the Audit Committee. Prior omnibus approvals are granted by the Audit Committee for related party transactions which are of repetitive nature, entered in the ordinary course of business and are on arm's length basis in accordance with the provisions of Companies Act, 2013 read with the Rules issued there under and the Listing Regulations. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. A statement in summary form of transactions with related parties in the ordinary course of business and arm's length basis is periodically placed before the Audit Committee for approval. The particulars of transactions between the Company and the related parties for the year ended March 31, 2022, 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 and approval required from members as per Regulation 23 of SEBI LODR, 2015 have been taken. Policy Web link: <https://www.purshottaminvestofin.in/codenpolicies.html>
- b) Details of non - compliance by the Company, penalties, and 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, BSE rejected the request to Fine waive off in FY 2020-21. Company has paid the fine amount.
- c) 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 have been denied access to the Audit Committee.
- d) 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 requirement as specified in Part E of Schedule II of SEBI LODR i.e. reporting of Internal Auditor directly to the audit committee.

- e) Disclosure with respect to demat suspense account/ unclaimed suspense account: Not applicable.
- f) **Material Subsidiaries:**
During the year under review, the Company does not have any material subsidiaries.
Policy web link: <https://www.purshottaminvestofin.in/codenpolicies.html>
- g) No funds have been raised through preferential allotment or qualified institutions placement.
- h) Total fee of Statutory Auditor paid in in F.Y 2021-22 for all services rendered is 1,53,480 incl. GST.
- i) Particulars of Directors seeking appointment/reappointment at the ensuing Annual General Meeting have been provided in the Notice of the Annual General Meeting.
- j) The business activities of the Company are not directly exposed to any commodity price risks/foreign exchange risk and accordingly, the Company did not enter in any commodity hedging activities.
- k) The Company has received a certificate from Kundan Agarwal & Associates, Company Secretary in Practice 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-E)
- l) The Company has not received any complaint of sexual harassment and no complaint pending under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 during the financial year under reporting.
- m) The securities of the Company were not suspended from trading during the year on account of corporate actions or otherwise.
- n) 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)
Further, the Company has been regularly submitting the quarterly corporate governance compliance report to the stock exchanges as required under regulation 27(2) of the SEBI Listing Regulations.
- o) During the period under review, the board has accepted all mandatory recommendation of committees.
- p) The Company has complied with all the applicable Accounting Standards.
- q) 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	Director & CFO
DIN: 00649786	DIN: 00112968

Place: New Delhi
Date: 09.08.2022

Annexure-D

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, 2022 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 31st March, 2022.

**Date: 30.05.2022
Place: Delhi**

**sd/-
Sahib Singh Gusain
Managing Director
DIN: 00649786**

**sd/-
Prmod Kumar Jain
Director & CFO
DIN: 00112968**

Annexure-E

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
Purshottam Investofin Limited
L-7, Menz. Floor, Green Park Extension
Delhi South Delhi DL 110016 India

We Kundan Agrawal & Associates, Company Secretaries have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Purshottam Investofin Limited** having CIN L65910DL1988PLC033799 and having registered office at L-7, Menz. Floor, Green Park Extension Delhi South Delhi DL 110016 India (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) 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, 2022 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.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Pramod Kumar Jain	00112968	13.08.2018
2.	Mr. Sahib Singh Gusain	00649786	13.08.2018
3.	Mr. Rajendra Prasad Chauhan	01444662	11.08.2021
4.	Ms. Mohita Patree	07315405	24.12.2021
5.	Mr. Nitin Kumar Patni	08305842	17.12.2018

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
M.No-7631
COP No. 8325
UDIN- F007631D000408130
Date: 27/05/2022
Place: Delhi

Annexure-F

PRACTISING COMPANY SECRETARY CERTIFICATE FOR COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION 2015

To,**The Members****PURSHOTTAM INVESTOFIN LIMITED**

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, 2022, 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, 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, 2022.
- 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.

Date: 02/08/2022**Place: Delhi****For Kundan Agrawal & Associates****Company Secretaries****FRN: S2009DE113700****sd/-****Kundan Agrawal****Membership No.:-F7631****C.P. No. 8325****Peer Review No:614/2019****UDIN- F007631D000726217**

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 on-going 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, unsecured finance 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/Threats

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;
- All risks associated with pandemic

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 beginning of financial year 2021-22 (FY2022) was once again dominated by the COVID-19 pandemic as new waves of infection swept across the world. In India, the second wave (called 'Delta') proved far more lethal than the first that struck in 2020. This has led to significant disruption

and impacting the company's regular operations including lending and collection activities due to inability of employees to physically reach borrowers.

Scheme of Arrangement for Amalgamation

The Board of Directors of the Company in its meeting held on December 24, 2021 had approved a Scheme of Arrangement for Amalgamation ("Scheme") of Middle Path Trading Private Limited ("Transferor Company 1") and Shiraj Marketing Private Limited ("Transferor Company2") with Purshottam Investofin Limited ("Transferee Company"). The said Scheme will be effective after receiving approval of shareholders, creditors, Hon'ble National Company Law Tribunal, Reserve Bank of India and other regulatory and statutory approvals. The Appointed date of the Scheme is April 01, 2021. The Company has already initiated process for seeking various approvals to the Scheme.

Segment-wise or product-wise performance/State of affairs

During the year 2021-22, interest income is 437.30 Lac (Previous year: 101.83 Lac) and 5012.95 Lac turnover comes from trading in securities/MTM (Previous year: 340.51 Lac).

Balance is other misc. Income.

Human Resources

The pandemic has brought impactful changes in all our lives highlighting importance of social distancing, wearing of masks, use of sanitizers, maintaining cleanliness to mitigate spread of Corona virus and developing habits of living with the Corona virus, the longevity of which is not yet known. The Company continued to create awareness amongst employees to strictly follow the Social Distancing protocol and mitigate the health risks during the pandemic by adapting to new methods of efficient working, striking work-life balance, switching to Work From Home (WFH) whenever necessary. Our Company is well prepared to adapt and switch to hybrid work culture – a combination of WOF and Work from Office/field, as and when necessary, to face the challenge of dynamic pandemic conditions.

The total strength of employees as on March 31, 2022 was 5.

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:

Particulars	2022	2021	%Change	Reason
Net Interest Margin	0.03	0.02	50	Due to increase in finance cost as compare to increase in interest income
Inventory Turnover	0.22	0.08	175	Due to Increase in Average Inventory
Interest Coverage	3.30	5.46	-39.56	Due to increase in high finance cost
Current Ratio	14.09	4.15	239.51	Due to Increase in Loan, Inventory and receivables
Debt Equity Ratio	1.81	0.7	158.57	Additional Borrowings
Operating Profit Margin	0.12	0.22	-45.45	Due to hike in operating expenses in comparison to hike in revenue
Net Profit Margin	0.08	0.19	-57.90	Due to Increase in expenses
Return on Net Worth	0.14	0.02	600	Due to increase in Profit before other Comprehensive Income
Capital to risk-weighted assets ratio(CRAR)	34.94	58.73	-40.50	Due to increase in risk weighted assets i.e. in inventory and trade receivable in comparison to other assets
Tier I CRAR	39.29	58.96	-33.36	Due to increase in risk weighted assets i.e. in inventory and trade receivable in comparison to other assets
Tier II CRAR	-4.36	-0.23	-1795.65	Due to increase in risk weighted assets i.e. in inventory and trade receivable in comparison to other assets And we have made prov for comprehensive income on inventory as per indas
Liquidity Coverage ratio	-30.84	-31.74	-2.83	NA

*Previous year figures regrouped/reclassified wherever necessary to correspond with the current period disclosure.

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 changes in the governmental regulations, tax regimes, economic developments within India and other incidental factors.

2. Disclosure of Accounting Treatment

The Company has prepared their annual financial results for the year ended March 31, 2022 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
Director & CFO
DIN: 00112968

Place: Delhi

Date: 09.08.2022

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, 2022, 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, 2022, 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 thereunder, 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
Revenue Recognition	
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. 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	Our procedures included, amongst others, data analysis of the expected flows of revenue transactions and performing testing over transactions that deviated from our expectations.

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 Annexure 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 the Companies (Auditor's Report) Order, 2020("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order

2. 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 Indian Accounting Standard specified under Section 133 of the Act, read with Section 469 of Companies Act, 2013
- e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with 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 Indian 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. (a) the **management has represented** that other than those disclosed in the notes to accounts,
 - I. no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - II. no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 (b) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (I) and (II) above, contain any material misstatement.
- v. As per Management's representation received that to the best of its knowledge and belief, the company has not declared or paid dividend either final or interim in nature during the year.

For STRG & Associates
Chartered Accountants
FRN: 014826N

Sd/-
CA Rakesh Gupta
Partner
M No. 094040
UDIN – 22094040ALNPTM4194
Place: New Delhi
Date: 30/05/2022

“Annexure B” 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 2022 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 2022, 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 Rakesh Gupta
Partner
M. No.: 094040
UDIN - 22094040ALNPTM4194
Place: New Delhi
Date: 30/05/2022

“Annexure A” 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 31ST March, 2022. We report that:

1. a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipments;

(B) As per information and explanations given to us, the Company doesn't have any intangible assets. Accordingly, the provision of clause 3 (i)(a)(B) of order is not applicable

b) As explained to us, all the Property, Plant and Equipment have been physically verified by the management at reasonable intervals, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

c) As per information and explanations given to us, the company does not have any immovable property. Accordingly, the provision of clause 3(i)(c) of order is not applicable

d) As per information and explanations given to us, the Company has not revalued its Property, Plant and Equipment during the year. Accordingly, the provision of clause 3(i)(d) of order is not applicable.

e) As per information and explanations given to us, No proceedings have been initiated or are pending against the company for holding any benami property under the benami Transaction (prohibition Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, the provision of clause 3(i)(e) of the order is not applicable.
2. (a) The company holds inventory of shares in Dematerialized form and as per information and explanations given to us, they were verified by the management from the Demat account at reasonable intervals during the year. No material discrepancies were noticed on such verification.

(b) As per information and explanations given to us the company has not been sanctioned working capital limit in excess of five crore rupee, in aggregate from banks or financial institution on the basis of security of current assets. Accordingly, the provision of clause 3(ii)(b) of the order is not applicable.
3. As per information and explanations given to us, during the year the Company has not provided any guarantee or security or made investment but granted loan or advances in the nature of loans, secured or unsecured, to companies, firms, and limited liability partnerships or other parties.

(a) As per information and explanations given to us, the principal business of company is providing loans, accordingly, the provision of clause 3 (iii)(a) of order is not applicable.

(b) As per information and explanations given to us, the company has not provided guarantees, given security or made investment but the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provides are not prejudicial to the company's interest. Accordingly, the provision of clause 3(iii)(b) of order is not applicable.

(c) As per information and explanations given to us, the schedule of repayment of principal and payment of interest has been stipulated and company is generally regular in repayment or receipts.

(d) As per information and explanations given to us, there is no Overdue Amount for more than ninety days during the reporting period, Accordingly, the provision of clause 3 (iii)(d) of order is not applicable.

(e) As per information and explanations given to us, the principal business of company is to give loans, accordingly, the provision of clause 3 (iii)(e) of order is not applicable.

(f) As per information and explanations given to us, during the year the company has provided loans or advances in nature of loans either repayable on demand or without specifying any terms or period of repayment as below:-

 - (a) Total loans or advances provided: Rs. 63,37,96,732/-

Aggregate amount of loans or advances repayable on demand or without specifying any terms or period of repayment: **NIL**

Percentage of Total loans or advances amount: **NIL**
 - (b) Aggregate amount of loans and advances repayable on demand given to promoters and related party: **NIL**

4. As per information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of the companies Act, wherever applicable, in respect of loans, investments, guarantees and security given by the company during the year.
5. According to the information and explanations given to us, the company has not accepted any deposits or amounts which are deemed to be deposits in terms of the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under. Accordingly, the provision of clause 3 (v) of the order is not applicable.
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 is not applicable
7. (a) As per information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including Goods and Services Tax , provident fund, employees 'state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. There are no outstanding statutory dues as at the last day of the financial year under audit for a period of more than six months from the date they became payable.

b) According to information and explanations given to us, there are no statutory dues referred to in sub clause(a) which have not been deposited on account of any dispute.
8. As per information and explanations given to us, there is no transaction which is not recorded in the books of accounts and have been Surrendered or disclosed as income during the year in tax assessments under income tax Act 1961 (43 of 1961). Accordingly, the provisions of clause 3 (viii) of the Order is not applicable.
9. (a) In our opinion, and as per information and explanations given to us, the Company has not defaulted in repayment of Loans or other borrowings or interest thereon to any lender during the year. Accordingly, the provision of clause 3(ix)(a) of the order is not applicable.

(b) As per information and explanations given to us, the company is not declared a willful defaulter by any Bank or financial institution or other lender. Accordingly, the provision of clause 3(ix)(b) of the order is not applicable.

(c) As per information and explanations given to us, the company has applied term loan taken for the purpose for which the loans were obtained.

(d) As per information and explanations given to us the company has not utilized funds, raised on short term basis for long term purposes. Accordingly, the provision of clause 3(ix)(d) of order is not applicable.

(e) As per information and explanations given to us, the company does not have any subsidiaries, Joint venture or associate companies. Accordingly, the provision of clause 3(ix)(e) of the order is not applicable.

(f) As per information and explanations given to us, the company does not have any subsidiaries, Joint venture or associate companies. Accordingly, the provision of clause 3(ix)(f) of the order is not applicable.
10. (a) As per information and explanations given to us, the company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provision of clause 3 (x)(a) of the Order is not applicable.

(b)As per information and explanations given to us and based on our examination of the records, the Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year under review. Accordingly, the provisions of clause 3(x)(b) of the Order is not applicable.
11. (a) Based upon the audit procedures performed and information and explanations given by the management, we report that, no fraud by the Company or on the company has been noticed or reported during the period covered by our audit. Accordingly, the provision of clause 3(xi)(a)of the order is not applicable.

(b) Based upon the audit procedures performed, in the absence of any observation relating to suspected offence involving fraud, the provision of clause 3 (xi)(b) of the order is not applicable.

c) As per information and explanations given to us, the company has not received any whistle blower complaints during the year, Accordingly, the provisions of clause 3(xi)(c) of the Order is not applicable to the Company
12. The company is not a Nidhi Company. Accordingly, the provision of clause (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 Indian Accounting standards.
14. (a) According to the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the report of the internal auditors for the period under audit
15. As per information and explanations given to us and based on our examination of the records, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, the provision of clause 3(xv) of the order is not applicable.
16. (a) The company is required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and the company has obtained the registration.
- (b) As per information and explanations given to us and based on our examination of the records, the company is authorized and has Conducted Non-Banking Financial activity in terms of its certificate & registration issued of RBI. However, No Housing Finance activities were carried on during the year.
- (c) As per information and explanations given to us, the company is not a Core investment Company as defined in the regulations made by RBI. Accordingly, the provisions of clause 3(xvi)(c) & (d) of the order is not applicable
17. As per information and explanations given to us, the Company has not incurred any cash losses in the financial year and in the immediately preceding financial year. Accordingly, the provision of clause 3(xvii) of the Order is not applicable.
18. As per information and explanations given to us, there has been no instance of resignation by the statutory auditors during the year. Accordingly, the provision of clause 3(xviii) of the Order is not applicable.
19. As per information and explanations given to us, on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the board of director and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of 1 year from the balance sheet date.
20. As per information and explanations given to us, the provisions of section 135 of Companies Act 2013 are not applicable to the company during the financial year. Accordingly, the provision of clause 3(xx) of order is not applicable.
21. As per information and explanations given to us, the company is not required to prepare consolidated financial statements. Accordingly the provision of clause 3(xxi) of the order is not applicable.

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

Sd/-

**CA Rakesh Gupta
Partner
M. No: 094040
UDIN – 22094040ALNPTM4194**

**Place: New Delhi
Date: 30/05/2022**

Purshottam Investofin Limited
Regd. Office:- L-7, Menz Floor, Green Park Extn., New Delhi-110016
Balance Sheet as at March 31, 2022

(In Lacs)

S.No	Descriptions	Note No.	Figures at the end of Current reporting period As at 31.03.2022	Figures at the end of Previous reporting period As at 31.03.2021
	ASSETS			
I	Financial Assets			
	Cash & Cash Equivalents	BS-A	26.80	30.46
	Investments	BS-B	9.60	9.60
	Loans & Advances	BS-C	6,002.89	4,967.53
	Trade Receivables	BS-D	147.33	0.06
	Inventories	BS-E	2,370.17	6.22
	Other Financial Assets	BS-F	107.93	71.61
II	Non Financial Assets			
	Property, Plant and Equipment	BS-G	101.50	23.36
	Intangible Assets		-	-
	Deferred Tax Assets	BS-H	4.79	4.00
	Other Non Financial Assets	BS-I	55.28	64.24
	Total (I + II)		8,826.29	5,177.08
	EQUITIES & LIABILITIES			
III	Financial Liabilities			
	Borrowings	BS-J	5,553.86	2,112.10
	Trade Payables		-	-
	Derivatives	BS-K	5.98	-
	Other Financial Liabilities	BS-L	169.88	20.14
IV	Non Financial Liabilities			
	Provisions	BS-M	22.28	21.47
V	Equity			
	Equity Share Capital	BS-N	628.36	628.36
	Other Equity	BS-O	2,445.93	2,395.00
			8,826.29	5,177.08

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements

As per our report attached

For STRG & Associates

Chartered Accountants

(Firm Reg. No. 014826N)

Sd/-

sd/-

sd/-

sd/-

sd/-

Rakesh Gupta

Partner

M No: 094040

Place: New Delhi

Date: 30.05.2022

UDIN: 22094040ALNPTM4194

Sahib Singh Gusain

Managing Director

DIN: 00649786

Mohita Patree

Independent Director

DIN: 07315405

Pramod Kumar Jain

Director & CFO

DIN : 00112968

Ankit Gupta

Company Secretary

M.No.: A55201

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

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, 2022****(In Lacs except EPS)**

S.No	Particulars	Note No.	Figures for the current reporting period (Rs.)	Figures for the previous reporting period (Rs.)
			31.03.2022	31.03.2021
I	Revenue			
	Revenue from Operations	PL-A	5,450.24	442.35
	Other Income	PL-B	0.15	8.98
	Total Income(I)		5,450.39	451.33
II	Expenses			
	Purchase in capital Market		6,830.29	97.46
	Change in inventory of stock-in-trade		(2,737.90)	56.69
	Employee Benefit Expenses	PL-C	43.68	40.07
	Finance Cost	PL-D	241.46	19.92
	Depreciation and Amortization Expenses	PL-E	16.82	10.61
	Other Administrative Expenses	PL-F	601.73	150.62
	Total Expenses(II)		4,996.07	375.37
III	Profit before Exceptional and Extraordinary Items and Tax (I - II)		454.32	75.95
IV	Exceptional Items/Prior Period Items		-	-
V	Profit before Extraordinary Items and Tax (III - IV)		454.32	75.95
VI	Extraordinary Items		-	-
VII	Profit before Tax (V - VI)		454.32	75.95
VIII	Tax Expenses			
	Current Tax		20.65	20.06
	Deferred Tax Income (Expenses)		0.79	0.76
	TDS Written off For Earlier Years		9.59	-
IX	Profit(Loss) for the Period before other comprehensive Income(VII - VIII)		424.88	56.66
X	Other Comprehensive Income			
	A(i) Items that will not be reclassified to profit & loss		(373.95)	-
	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		-	-
	B(i) Income tax relating to items that will be reclassified to profit & loss		-	-
XI	Total Other Comprehensive Income (A(i)-II) + B(i)-II)		(373.95)	-
XII	Profit(Loss) for the Period (IX + XI)		50.93	56.66
	Earning Per Equity Shares			
	Basic		6.76	0.90
	Diluted		6.76	0.90

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements
As per our report attached
For STRG & Associates
Chartered Accountants
(Firm Reg. No. 014826N)
Sd/-

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Rakesh Gupta
Partner
M No: 094040
Place: New Delhi
Date: 30.05.2022

Sahib Singh Gusain
Managing Director
DIN: 00649786

Mohita Patree
Independent Director
DIN: 07315405

Pramod Kumar Jain
Director & CFO
DIN : 00112968

Ankit Gupta
Company Secretary
M.No.: A55201

Purshottam Investofin Limited**Regd. Office:- L-7, Menz Floor, Green Park Extn., New Delhi-110016****CASH FLOW STATEMENT FOR THE PERIOD APRIL 01, 2021 TO MARCH 31, 2022**

S.No.	Particulars	Amount (In Lacs)	
		For the year ended 31.03.2022	For the year ended 31.03.2021
I.	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit before Tax	454.32	75.95
	Add:- Depreciation	16.82	10.61
		16.82	10.61
	Adjustments(if any)		
	Other Comprehensive Income	(373.95)	-
	TDS Written off For Earlier Years	(9.59)	-
	Operating Profit before Working Capital Changes	87.60	86.56
	Adjustments for:		
	Increase/(Decrease) in Other Financial Liabilities	149.74	17.52
	Increase/(Decrease) in Short term Provisions	0.81	11.18
	Increase/(Decrease) in Trade Payable	-	(6.86)
	Increase/(Decrease) in Derivatives	5.98	-
	(Increase)/Decrease in Other Financial Assets	(36.32)	157.65
	(Increase)/Decrease in Other Non Financial Assets	8.95	25.37
	(Increase)/Decrease in Loans & Advances	(1,035.35)	(2,533.93)
	(Increase)/Decrease in Receivables	(147.27)	73.88
	(Increase)/Decrease in Inventories	(2,363.95)	56.69
	Cash Generated from Operations	(3,329.82)	(2,111.94)
	Income Tax	20.65	20.06
	Net Cash flow Generated from Operating Activities (A)	(3,350.46)	(2,132.00)
II.	CASH FLOW FROM INVESTING ACTIVITIES		
	Sale of Investments	-	75.65
	Purchase of Fixed Assets	(94.95)	(5.99)
	Net Cash Flow Generated from Investing Activities (B)	(94.95)	69.66
III.	CASH FLOW FROM FINANCING ACTIVITIES		
	Short Term Borrowings	3,441.76	2,087.83
	Net Cash Flow Generated from Financing Activities (C)	3,441.76	2,087.83
IV.	Net increase in Cash & Cash Equivalents (A + B + C)	(3.66)	25.49
	Opening Cash and Cash equivalents	30.46	4.96
	Closing Cash and Cash equivalents	26.80	30.46
V.	Cash & Cash equivalents as stated in Balance Sheet		
	Cash in Hand	2.68	4.85
	Cash at Bank and Cheques In Hand	23.12	25.61
	Fixed Deposit maturity Period within 3 months	1.00	-
	Cash & Cash equivalents as stated in Balance Sheet	26.80	30.46

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements

As per our report attached

For STRG & Associates

Chartered Accountants

(Firm Reg. No. 014826N)

Sd/-

Rakesh Gupta
Partner
M No: 094040
Place: New Delhi
Date: 30.05.2022

Sahib Singh Gusain
Managing Director
DIN: 00649786

Mohita Patree
Independent Director
DIN: 07315405

Pramod Kumar Jain
Director & CFO
DIN : 00112968

Ankit Gupta
Company Secretary
M.No.: A55201

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

sd/-

sd/-

sd/-

Purshottam Investofin Limited**Regd. Office:- L-7, Menz Floor, Green Park Extn., New Delhi-110016****BS-D Trade Receivables ageing Schedule
as on 31.03.2022**

In Lacs

Particulars	Outstanding for following periods from due date of the payment					Total
	Less Than 6 Months	6 months - 1 years	1-2 years	2-3 years	more than 3 years	
(i) Undisputed Trade Receivables - considered good	147.31	-	0.02	-	-	147.33
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit risk	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit risk	-	-	-	-	-	-
Total	147.31	-	0.02	-	-	147.33

**BS-D Trade Receivables ageing
Schedule
as on 31.03.2021**

Particulars	Outstanding for following periods from due date of the payment					Total
	Less Than 6 Months	6 months - 1 years	1-2 years	2-3 years	more than 3 years	
(i) Undisputed Trade Receivables - considered good	0.06	-	-	-	-	0.06
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit risk	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit risk	-	-	-	-	-	-
Total	0.06	-	-	-	-	0.06

Note No.	Particulars	Figures at the end of current reporting period (InLacs)	Figures at the end of Previous reporting period (In Lacs)
		As at 31.03.2022	As at 31.03.2021
BS-A	Cash & Cash Equivalents		
	Balance with Banks	23.12	25.61
	Cash in Hand	2.68	4.85
	Fixed Deposit maturity deposit less than 3 Months	1.00	-
	Total	26.80	30.46
BS-B	Investments		
	Quoted		
	Investment in Equity Shares, Fully paid up		
	Aadhaar Venture India Ltd.(Equity Shares)	9.60	9.60
	19,60,025 Shares		
	Total	9.60	9.60
	Market value of Quoted Investment	9.60	9.60
BS-C	Loans & Advances	6,002.89	4,967.53
	(Unsecured considered Good unless otherwise stated)		
	Total	6,002.89	4,967.53
BS-E	Inventories		
	Equity Shares (Closing Stock)	2,370.17	6.22
	Total	2,370.17	6.22
BS-F	Other Financial Assets		
	Interest Receivable on Loan	107.89	71.61
	Interest Receivable on FD	0.04	-
	Total	107.93	71.61
BS-H	Deffered Tax Assets		
	Deferred Tax Assets	4.79	4.00
	Total	4.79	4.00
BS-I	Other Non Financial Assets		
	TDS,TCS & Income Tax Refund	43.94	22.60
	Advance and Prepaid expenses	11.34	41.64
	Total	55.28	64.24

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements
As per our report attached
For STRG & Associates
Chartered Accountants
(Firm Reg. No. 014826N)
Sd/-

Rakesh Gupta
Partner
M No: 094040
Place: New Delhi
Date: 30.05.2022

Sahib Singh Gusain
Managing Director
DIN: 00649786

Mohita Patree
Independent Director
DIN: 07315405

Pramod Kumar Jain
Director & CFO
DIN : 00112968

Ankit Gupta
Company Secretary
M.No.: A55201

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

sd/-

sd/-

sd/-

sd/-

BS-J	Borrowing				
	Car Loan (Secured against Hypothecation of Car)		69.22	12.10	
	Loan from NBFC		1,544.39	1,400.00	
	Inter Corporate Loan		3,940.25	700.00	
	Total		5,553.86	2,112.10	
Note: Company used the Borrowings amount for the purpose for which it was taken.					
BS-K	Derivative				
	Equity Linked Derivatives		5.98	-	
	Total		5.98	-	
BS-L	Other Financial Liabilities				
	Creditors for Expenses		2.03	1.86	
	TDS Payable		11.29	1.83	
	Interest on loan		156.56	16.45	
	Total		169.88	20.14	
BS-M	Provisions				
	Provisions for gratuity		-	0.11	
	Provision for income tax		20.65	20.06	
	Provision for Audit Fee		1.64	1.31	
	Total		22.28	21.47	
Note No.	Particulars		Figures at the end of current reporting period	Figures at the end of current reporting period	
			As at 31.03.2022	As at 31.03.2021	
BS-N	Equity Share Capital:				
	Authorized:				
	1,71,00,000 equity shares of Rs. 10/- each		1,710.00	1,710.00	
	(Last Year 1,71,00,000 Equity Shares of Rs 10/- each)				
	Issued, Subscribed and Paid up:				
	Shares at the beginning of Accounting Period		628.36	628.36	
	62,83,575 Equity Shares of Rs 10/- each				
	(Last Year 62,83,575 Equity Shares)				
	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		628.36	628.36	
	(Last Year 62,83,575 Equity Shares)				
BS-N-(i)	Terms/Rights attached to Equity Shares 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.				
BS-N-(ii)	There is no shareholding of the Promoters				
BS-N-(iii)	Shareholders holding more than 5% shares in the company along with number of shares.				
			As on 31.03.2022	As on 31.03.2021	
	Name	No. of shares (Actual)	% of shares	No. of shares (Actual)	% of shares
	Peeyush Kumar Aggarwal huf	108,449	1.72	831,449	13.23
	Capston Capital Partners	315,000	5.01	315,000	5.01

	Hallow Securities Private Limited	1,005,000	15.99	1,005,000	15.99
	Shiraj Marketing Private Limited	1,197,583	19.06	1,197,583	19
			As on 31.03.2022	As on 31.03.2021	
BS-O	Other Equity				
	Provision For Standard Assets				
	At the beginning of Accounting Period		12.60	6.66	
	Addition during the year		2.41	5.94	
	At the end of Accounting Period (I)		15.01	12.60	
	Statutory Reserve				
	At the beginning of Accounting Period		39.29	27.96	
	Addition during the year		84.98	11.33	
	At the end of Accounting Period (II)		124.27	39.29	
	Security Premium Account				
	At the beginning of Accounting Period		2,366.63	2,366.63	
	Addition during the year		-	-	
	At the end of Accounting Period (III)		2,366.63	2,366.63	
	FCD Forfeiture Reserve				
	At the beginning of Accounting Period		23.44	23.44	
	Addition during the year			-	
	At the end of Accounting Period (IV)		23.44	23.44	
	Share Forfeiture Reserve				
	At the beginning of Accounting Period		12.07	12.07	
	Addition during the year			-	
	At the end of Accounting Period (V)		12.07	12.07	
	Profit & Loss Account				
	At the beginning of Accounting Period		0.98	(38.41)	
	Addition during the year		424.88	56.66	
	Transfer to Provision for Standard Assets		(2.41)	(5.94)	
	Transfer to Statutory Reserve		(84.98)	(11.33)	
	At the end of Accounting Period (VI)		338.47	0.98	
	Other Comprehensive Income				
	At the beginning of Accounting Period		(60.00)	(60.00)	
	Addition during the year		(373.95)	-	
	At the end of Accounting Period (VII)		(433.95)	(60.00)	
	Total		2,446	2,395	

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements

As per our report attached

For STRG & Associates

Chartered Accountants

(Firm Reg. No. 014826N)

Sd/-

sd/-

sd/-

sd/-

sd/-

Rakesh Gupta
Partner
M No: 094040
Place: New Delhi
Date: 30.05.2022

Sahib Singh Gusain
Managing Director
DIN: 00649786

Mohita Patree
Independent Director
DIN: 07315405

Pramod Kumar Jain
Director & CFO
DIN : 00112968

Ankit Gupta
Company Secretary
M.No.: A55201

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Notes to and forming Part of Statement of Profit & Loss for the year ended March 31, 2022

Note No.	Particulars	IN LACS	
		Figures for the current reporting period	Figures for the Previous reporting period
		31.03.2022	31.03.2021
PL-A	Revenue from Operations		
	Interest Income	437.30	101.83
	Sale in Stock Market	4,494.65	207.26
	MTM Credit	518.30	133.25
	Total	5,450.24	442.35
PL-B	Other Income		
	Dividend Income	-	0.04
	Interest on Income Tax Refund	-	0.62
	Interest Received on FD	0.04	8.97
	Capital Gain/Loss	-	(0.65)
	Liability No Longer Required	0.11	-
	Total	0.15	8.98
PL-C	Employee Benefit Expenses		
	- Employee Salary	41.59	37.84
	- Staff Welfare	2.09	2.23
	Total	43.68	40.07
PL-D	Financial Cost		
	Bank Charges	0.20	0.20
	Interest on Car Loan	1.85	1.60
	Financial Charges	36.00	0.33
	Interest on Loan	203.41	17.79
	Total	241.46	19.92
PL-E	Depreciation & Amortization Expenses		
	Depreciation	16.82	10.61
	Total	16.82	10.61
PL-F	Other Administrative Expenses		
	Advertisement Expenses	0.24	0.30
	Audit Fees	1.80	1.60
	Car Running & Maint. Exp	5.57	5.16
	Car Insurance	0.23	1.19
	CDSL Fees	0.27	0.27
	Demate and other general expenses Charges	0.27	0.45
	Interest on Income tax	0.60	-
	Interest on Delayed Payment of TDS	0.02	0.02
	MTM Debit	549.99	125.18
	Misc Expenses	0.00	4.36
	NSDL Fees	0.38	0.50
	Office Expenses	0.14	0.24
	Stamp Paper & Courier Services	0.40	0.30
	Professional Expenses	5.59	0.30
	Rating Fees	0.46	0.39
	Rent expense	2.40	2.40
	Repair & Maintenance	0.48	-
	ROC Filing Fees	0.18	0.65
	Amalgamation fees	3.10	-
	Software and Website Expenses	0.36	0.46
	STT and general expenses	17.50	1.51
	Stock exchange Fees	3.54	3.54
	Tds Late Fees	-	0.04

	Travelling Expenses		4.94	0.00
	Telephone & Internet Expenses		0.98	0.65
	Water Expenses & Electricity Charges		2.28	1.13
	Total		601.73	150.62
Notes to accounts & Other Disclosures			Year Ended March 31, 2022	Year Ended March 31, 2021
1 (a)	Contingent Liabilities		NIL	NIL
1 (b)	Capital Commitments		NIL	NIL
1 (c)	Other Commitments		NIL	NIL
2.00	Detail of Remuneration to Auditor			
	For Audit Fees			
	GST Audit Fees		-	0.18
	Internal Audit		0.50	0.12
	Statutory Audit Fees		0.91	0.91
	Tax Audit Fees		0.39	0.39
	For Reimbursement of Expenses		NIL	NIL
3	Value of Import on CIF Basis		NIL	NIL
4	Earning/Expenditure in Foreign Currency		NIL	NIL
5	Earning Per Share		6.76	0.90
	Particulars		As on 31st March , 2022	As on 31st March , 2021
	Net Profit/(Loss) after tax (in Lacs)		424.88	56.66
	Weighted Average No. of Equity Shares(Actual)		6,283,575	6,283,575
	Earning Per Share (in Rs)		6.76	0.90
	Nominal Value per equity share (in Rs)		10	10
7	<u>Amount due to Micro, Small and medium Enterprises</u> There are no Micro and Small Scale Business Enterprises to whom the company overdues, which are outstanding for more than 45 days as at 31st March, 2022. 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.			
8	In the opinion of the management of the company, the Financial 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.			
9	In the absence of any permanent diminution in the Long Term investments, the Long Term investments are stated at realisable value.			
10	Previous Year Figures			
	Figures of the previous year have been regrouped /reclassified wherever considered necessary to confirm to current year classification.			

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements As per our report attached For STRG & Associates Chartered Accountants (Firm Reg. No. 014826N) Sd/-

Rakesh Gupta
Partner
M No: 094040
Place: New Delhi
Date: 30.05.2022

Sahib Singh Gusain
Managing Director
DIN: 00649786

Mohita Patree
Independent Director
DIN: 07315405

Pramod Kumar Jain
Director & CFO
DIN : 00112968

Ankit Gupta
Company Secretary
M.No.: A55201

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Sd/-

Sd/-

Sd/-

BS-G**PROPERTY PLANT & EQUIPMENT SCHEDULE AS PER COMPANIES ACT, 2013 FOR PERIOD ENDED ON 31ST MARCH 2022**

In Lacs

PARTICULARS	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	Opening Balance	Additions During the year	Sale/Adj.	TOTAL	Opening Balance	During the Year	TOTAL	WDV AS ON 31/03/2022	WDV AS ON 31/03/2021
Car (BMW)	58.95	-	-	58.95	40.58	5.74	46.32	12.63	18.37
Laptop	5.13	-	-	5.13	2.38	1.69	4.07	1.06	2.76
Office Equipment	2.33	0.44	-	2.77	1.44	0.47	1.90	0.87	0.90
Printer	0.12	-	-	0.12	0.09	0.02	0.11	0.01	0.04
Car New	1.50	-	-	1.50	0.20	0.41	0.61	0.89	1.30
Car (Mercedes Benz)	-	94.51	-	94.51	-	8.49	8.49	86.02	-
TOTAL	68.04	94.95	-	163.00	44.69	16.82	61.50	101.50	23.36

DEPRECIATION ALLOWABLE AS PER INCOME TAX ACT FOR THE YEAR ENDED 31ST MARCH 2022

In Lacs

ASSETS	OPENING WDV	ADDITIONS DURING		SALES DURING THE YEAR	TOTAL	DEPRECIATION FOR F.Y. 20-21	CLOSING WDV
		BEFORE 30-09-2021	AFTER 30-09-2021				
	AS ON 01-04-21	30-09-2021	30-09-2021				AS ON 31-03-22
BLOCK OF 40%							
LAPTOP	2.65	-	-	-	2.65	1.06	1.59
PRINTER	0.06	-	-	-	0.06	0.02	0.04
BLOCK OF 15%							
CAR (BMW)	33.42	-	-	-	33.42	5.01	28.41
CAR NEW	1.39	-	-	-	1.39	0.21	1.18
CAR (MERCEDES BENZ)	-	-	94.51	-	94.51	7.09	87.43
OFFICE EQUIPMENT	1.73	-	0.44	-	2.17	0.29	1.88
TOTAL	39.25	-	94.95	-	134.21	13.69	120.52

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements
As per our report attached
For STRG & Associates
Chartered Accountants
(Firm Reg. No. 014826N)
Sd/-

Rakesh Gupta
Partner
M No: 094040
Place: New Delhi
Date: 30.05.2022

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Managing Director
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Ankit Gupta
Company Secretary
M.No.: A55201

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

sd/-

sd/-

sd/-

sd/-

CALCULATION OF DEFERRED TAX AS ON 31ST MARCH 2021	For the year Ended 31.03.2022
	Amount
W.D.V OF FIXED ASSETS AS PER COMPANIES ACT	101.50
LESS:W.D.V OF FIXED ASSETS AS PER I.T. ACT	120.52
DIFFERENCE	19.03
DEFERRED TAX (LIABILITY)/ASSET AS ON 31.03.2022	4.79
DEFERRED TAX (LIABILITY)/ASSET AS ON 31.03.2021	4.00
DEFERRED TAX (LIABILITY)/ASSET CREATED FOR THE YEAR	0.79

Disclosure of Accounting Ratios

S.No.	Particulars	Formulas	Amounts		Amounts	
1	Capital to risk- weighted assets ratio(CRAR)	Tier 1+ Tier 2	3,074.29	34.94%	3,023.36	58.73%
		Risk Weighted Assets	8,799.53		5,147.74	
2	Tier I CRAR	Tier 1 Capital	3,457.73	39.29%	3,035.26	58.96%
		Risk Weighted Assets	8,799.53		5,147.74	
3	Tier II CRAR	Tier 2 Capital	(383.44)	-4.36%	(11.90)	-0.23%
		Risk Weighted Assets	8,799.53		5,147.74	
4	Liquidity Coverage ratio	High quality liquid asset amount (HQLA)	26.80	-30.84%	30.46	-31.74%
		Total net cash outflow over the next 30 calender days	(86.89)		(95.97)	

M/S PurshottamInvestofin Limited
Significant Accounting Policies and Notes to Accounts

1. BACKGROUND

M/s Purshottam Investofin Limited ("The Company") was incorporated in India on **04th 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 14th 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 31.03.2022 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 year ending 31.03.2021 to facilitate the comparison of current year financials previous year.

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. Income and Expenditure

Income and Expenditure are accounted for on accrual basis except finance charges and interest Income on bad & doubtful debts which is recognized as per IRAC norms of RBI guideline

d. Property Plant & Equipment

Property Plant & Equipment 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.

e. Intangible Assets

Company is not having any intangible assets during the year 2021-22.

e. 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.

f. Investments

Investment has been valued and bifurcated in accordance with the Indian Accounting Standards (Ind'AS). However, no provision is required on account of permanent diminution in the value of investment held.

g. 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.

h. 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.

i. 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

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. There is no Contingent Assets & Liabilities.

Provision for Non-Performing Assets

In accordance with Prudential Norms, contingent provision at 0.25% has been created on outstanding standard assets which have been shown in balance sheet under the head Reserve and Surplus.

o. Foreign exchange transactions

There are no foreign exchange transactions during the year.

p. Unless specifically stated to be otherwise, these policies are consistently followed.

OTHER NOTES ON ACCOUNTS

In Lac

S.No.		AS AT 31.03.2022	AS AT 31.03.2021
3.	COMMITMENTS		
	a) Estimated amount of contracts Remaining to be executed on Capital Account and not provided for :	Nil	Nil
	b) Letters of Credit opened in favour of inland/overseas suppliers	Nil	Nil
4.	Contingent Liabilities not provided for :- (excluding matters separately dealt with in other notes)		
	a) Counter guarantees issued to Bankers in respect of guarantees issued by them	Nil	Nil
	b) Guarantees issued on behalf of Ltd. Co's	Nil	Nil
5.	Value of Imports on CIF Basis	Nil	Nil
6.	Earning in Foreign Currency	Nil	Nil
7.	Expenditure in Foreign Currency	Nil	Nil

8. In the opinion of the Board, all Current Assets, Loans & Advances (Except where indicated otherwise) collectively have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.

9. Balance confirmation certificates from parties, as appearing in the Balance Sheet under the heads 'Short-Term Borrowing' on the Liabilities side of the Balance Sheet are subject to confirmation.

10. Company has not made any Provision for liability of future payment of gratuity in the Current year. Further, no provision has been made for leave encashment benefits, as the company does not have a policy of encashing leaves of employees.
11. The company is engaged in the business of non-banking financial activity. Since all the activities relate to main activity, in the opinion of the management, there is only one business segment in terms of AS-17 on segment reporting issued by ICAI.
12. Auditors' remuneration
Auditors' remuneration is as follows: (Excluding Taxes) (In Lacs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Statutory Audit Fees	0.91	0.91
Tax Audit Fees	0.39	0.39
GST Audit Fees	NIL	0.18

13. **Related Party Disclosures:**

Related party disclosures as required under Indian Accounting Standard (Ind AS) – 24 “Related party Disclosures”, notified by the Government in the Companies (Ind AS) rules 2015, are given in a separate annexure attached herewith:

a) Related parties Disclosures

Description of Relationship	Name of Party
Key Managerial Personnel	Mr. Sahib Singh Gusain, Managing Director Mr. Pramod Kumar Jain, WTD & CFO Mr. Ankit Gupta, Company Secretary
Independent Directors	Mr. Nitin Kuamr Patni Mr. Rajendra Prasad Chauhan (w.e.f. 11.08.2021) Mrs. Mohita Patree (w.e.f. 24.12.2021)
Relative of KMP with whom Transactions have been undertaken:	Mrs. Vinita Jain (Spouse of WTD & CFO)
Entities over which key Management Personnel or relatives of Key Management Personnel having Common Directorship with whom Transaction have been undertaken	Plus Corporate Ventures Pvt. Ltd.

Mr. Raj Kumar Kedia resigns from the position of Independent Director w.e.f. 24.09.2021

Ms. Deepika Arora resigns from the position of Independent Director w.e.f. 10.02.2022 (Close of Business Hours)

(b) Related Party Transactions

In Lacs

Particulars	As on 31.03.2022	As on 31.03.2021
I. Entities over which key Management Personnel or relatives of Key Management Personnel having Common Directorship with whom Transaction have been undertaken		
Plus Corporate Ventures Pvt. Limited		
Advance received	8.6	Nil
Advance Repaid	8.6	Nil
Loan Given	-	285.00
Repayment Received	41.64	319.62
	-	Nil

Reimbursement of Expenses	-	5.68
Interest Charged	2.40	2.40
Rent Paid		
II. Transaction with Key Management Personnel		
Sahib Singh Gusain - Salary	8.40	8.40
Pramod Kumar Jain - Salary	12.00	12.00
Keshav Kumar Jha - Salary	Nil	0.27
Ankit Gupta - Salary	3.60	3.60
III Transaction with Relatives Key Management Personnel		
Vinita Jain – Salary	6.00	5.50

(b) Balance outstanding with the related parties:

Particulars	As on 31.03.2022	As on 31.03.2021
II. Entities over which key Management Personnel or relatives of Key Management Personnel having Common Directorship with whom Transaction have been undertaken		
Plus Corporate Ventures Pvt. Limited		
Plus Corporate Ventures Private Limited (Net Balance Shown after adjusting the amount of reimbursement of expenses, interest income)	Nil	41.64
II. Transaction with Key Management Personnel		
Sahib Singh Gusain - Salary	8.40	8.40
Pramod Kumar Jain - Salary	12.00	12.00
Keshav Kumar Jha - Salary	Nil	0.27
Ankit Gupta - Salary	3.60	3.60
III Transaction with Relatives Key Management Personnel		
Vinita Jain – Salary	6.00	5.50

14. Earnings per share (EPS) – The numerators and denominators used to calculate Basic and Diluted Earning per share:

	Year Ended 31.03.2022	Year Ended 31.03.2021
Profit attributable to the Equity Shareholders – (A) (In Lacs)	424.88	56.66
Basic/ Weighted average number of Equity Shares outstanding during the year (B)	62,83,575/-	62,83,575/-
Nominal value of Equity Shares (Rs)	10/-	10/-
Basic/Diluted Earnings per share (Rs) – (A)/(B)	6.76	0.90

15. Figures for the previous year have been regrouped or rearranged wherever necessary.

16. Disclosure of details as required by revised para 13 of Non Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2007, earlier para 9BB of Non- Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.
17. The Ministry of Micro, Small, and Medium Enterprises has issued an office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Based on the confirmations received by the Company, there are no amounts payable to micro and small enterprises as at 31 March 2022.
18. Borrowing Cost: Interest and other cost incurred by the company in connection with the borrowing of funds are recognized as an expense in the period in which they are incurred unless activities that are necessary to prepare the qualifying assets for its intended use are in progress.
19. Figures are rounded off to the nearest Rupee.
20. Extraordinary items include Prior Period Income/Expenses.

Liabilities Side:

(Rs. In Lakhs)

(1)	Particulars	Year ending 31.03.2022		Year ending 31.03.2021	
		Amount outstanding	Amount overdue	Amount outstanding	Amount overdue
	Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid :				
(a)	Debentures : Secured Unsecured (other than falling within the meaning of public (deposits)	-	-	-	-
(b)	Deferred Credits	-	-	-	-
(c)	Term Loans	69.22	-	12.10	-
(d)	Inter-corporate loans and borrowing	5484.64	-	2100.00	-
(e)	Commercial Paper	-	-	-	-
(f)	Other Loans (specify nature)	-	-	-	-
	- Loans from Bank	-	-	-	-

Assets Side

(Rs. In Lakhs)

	Particulars	Amount outstanding	Amount outstanding
(2)	Break-up of loans and advances including bills receivables (other than those included in (4) below: -		
a)	Secured	-	-
b)	Unsecured	6002.89	4967.53

(3)	Break-up of Leased Assets and stock on hire and other assets counting towards AFC activities		
	(i) Lease assets including lease rentals under sundry debtors:		
	(a) Financial lease	-	-
	(b) Operating lease	-	-
	(ii) Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire	-	-
	(b) Repossessed Assets	-	-
	(iii) Other loans counting towards AFC activities		
	(a) Loans where assets have been repossessed	-	-
	(b) Loans other than (a) above	-	-

(4)	Break-up of Investments:		
	Investments:		
	1. <u>Quoted:</u>		
	(i) Shares: (a) Equity	9.60	9.60
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	-	-
	(iv) Government Securities	-	-
	(v) Others (please specify)	-	-
	1. <u>Unquoted:</u>		
	(i) Shares: (a) Equity	-	-
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	-	-
	(iv) Government Securities	-	-
	(v) Others (please specify)	-	-

(5) Borrower group-wise classification of assets financed as in (2) and (3) above: -

Category	Amount net of provision			Amount net of provision		
	Secured	Unsecured	Total	Secured	Unsecured	Total
1. Related Parties						
a) Subsidiaries	-	-	-	-	-	-
Companies in the same						
group	-	-	-	-	-	-
c) Other related parties	-	-	-	-	-	-
2. Other than related parties	-	6002.89	6002.89	-	4967.53	4967.53

Total	-	6002.89	6002.89	-	4967.53	4967.53
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(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

Category	Current Year		Previous Year	
	Market Value/ Break-up or fair value or NAV	Book Value (Net of Provisions)	Market Value/ Break-up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties				
(a) Subsidiaries	-	-	-	-
(b) Companies in the same group	-	-	-	-
(c) Other related parties	-	-	-	-
2. Other than related parties	9.60	9.60	9.60	9.60

7 other information

Particulars	Current Year Amount	Previous Year Amount
(i) Gross Non-Performing Assets		
a) Related parties	-	-
b) Other than related parties	-	-
ii) Net Non-Performing Assets		
a) Related parties	-	-
b) Other than related parties	-	-
iii) Assets acquired in satisfaction of debt	-	-

Note: In the case of Investments in unquoted shares, it is assumed that market value is the same as book value.

Significant Accounting Policies & Notes to Accounts refer to above
form an Integral Part of our financial statements
As per our report attached
For STRG & Associates
Chartered Accountants
(Firm Reg. No. 014826N)
Sd/-

Rakesh Gupta
Partner
M No: 094040
Place: New Delhi
Date: 30.05.2022

Sahib Singh Gusain
Managing Director
DIN: 00649786

Mohita Patree
Independent Director
DIN: 07315405

Pramod Kumar Jain
Director & CFO
DIN : 00112968

Ankit Gupta
Company Secretary
M.No.: A55201

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

sd/-

sd/-

sd/-

sd/-

Purshottam Investofin Limited
Regd. Office: L-7, Menz. Floor, Green Park Extension, Delhi-110016
CIN: L65910DL1988PLC033799
Email: purshottaminvestofin@gmail.com
Tel: 011-46067802, Website: www.purshottaminvestofin.in

NOTICE

NOTICE is hereby given that the 33rd Annual General Meeting (AGM) of PURSHOTTAM INVESTOFIN LIMITED will be held on Tuesday, 20th September, 2022 at 04:30 P.M. (IST) through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue to transact businesses as set out in this notice. The venue of the AGM shall be deemed to be the Registered Office of the Company at L-7, Menz. Floor, Green Park Extension, Delhi-110016

The following businesses will be transacted at the AGM:

Ordinary Business:

- To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon**

"RESOLVED THAT the audited Financial Statements of the Company for the- financial year ended 31st March 2022 along with Reports of the Board of Directors and Auditors thereon and other annexure and attachment therewith, be and are hereby received, considered, approved and adopted."

- To re-appoint Mr. Sahib Singh Gusain (DIN: 00649786), as Director who retires by rotation and being eligible, offers himself for re-appointment**

"RESOLVED THAT Mr. Sahib Singh Gusain (DIN: 00649786) who retires by rotation and being eligible offers himself for reappointment, be and is hereby re-appointed as Director of the Company liable to retire by rotation."

Special Business:

- Regularization of Mrs. Mohita Patree as Independent Director of Company:**

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

"RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 (the Act) and Schedule IV thereto and the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment thereof, for the time being in force), Mrs Mohita Patree, (holding DIN: 07315405), who was appointed as an Additional Director (Independent) of the Company w.e.f. 24.12.2021 by the Board of Directors upon the recommendation of Nomination and Remuneration Committee of the Company and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment and in respect of whom, the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013, proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, for a first term of five consecutive years with effect from 24.12.2021 upto 23.12.2026.

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."

- Regularization of Mr. Parmit Kumar as Independent Director of Company:**

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

"RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 (the Act) and Schedule IV thereto and the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Parmit Kumar, (holding DIN: 03418216), who was appointed as an Additional Director (Independent) of the Company w.e.f. 25.06.2022 by the Board of Directors upon the recommendation of Nomination and Remuneration Committee of the Company and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment and in respect of whom, the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013, proposing his candidature for the office of Director of the

Company, be and is hereby appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, for a first term of five consecutive years with effect from 25.06.2022 upto 24.06.2027.

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. Regularization of Mr. Sameer Relia as Independent Director of Company:

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

“**RESOLVED THAT** pursuant to Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 (the Act) and Schedule IV thereto and the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Sameer Relia, (holding DIN: 01147315), who was appointed as an Additional Director (Independent) of the Company w.e.f. 09.08.2022 by the Board of Directors upon the recommendation of Nomination and Remuneration Committee of the Company and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment and in respect of whom, the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013, proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, for a first term of five consecutive years with effect from 09.08.2022 upto 08.08.2027.

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.”

6. Authority to the Board of Directors under Section 180 (1) (c) of the Companies Act, 2013 for borrowings upto the revised limit of Rs. 250 crores

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 180 (1) (c) of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and in supersession of earlier resolutions passed by the members of the Company in this regard, the 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 include any Committee constituted by the Board or any person(s) authorized by the Board) for borrowing from time to time, by way of loans, credit facilities, debt instruments or in any other forms, any such sum or sums of money (either Indian or foreign currency) from Banks, Financial Institutions, Bodies Corporate, Companies, firms or any one or more persons on such terms and conditions and with or without security as the Board may think fit, notwithstanding that monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company’s Bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total amount so borrowed (other than temporary loans from the Company’s bankers in the ordinary course of business) and outstanding at any point of time shall not exceed a sum of Rs. 250 Crores (Rupees Two Hundred Fifty Crores Only)

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.”

7. Authority to the Board of Directors under Section 180 (1) (a) of the Companies Act, 2013 for creation of charge upto the revised limit of Rs. 250 crores

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 180 (1) (a) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in supersession of earlier resolutions passed by the members of the Company in this regard, the 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 include any Committee constituted by the Board or any person(s) authorized by the Board) to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, for the purpose of due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company in respect of such borrowings

and in such form, manner and with such ranking and on such terms & conditions, as the Board may deem fit, in favour of the Lenders / Security Trustee, provided that the aggregate indebtedness secured by the assets/properties of the Company shall not at any time exceed the aggregate limit of Rs. 250 Crores (Rupees Two Hundred Fifty Crores Only)

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.”

8. 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 75 Crores (Rupees Seventy Five 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.”

9. Alteration of the Object Clause of the Memorandum of Association of the Company:

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 sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s), amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, for the time being in force), and subject to necessary approval(s), if any, from the competent authorities, the consent of the members of the Company be and is hereby accorded to alter and amend existing Clause III (A) [Main Object] of the Memorandum of Association of Company by inserting sub-clause No. 3 after existing sub-clause No. 2:

To purchase the book debts and receivables of companies, and to arrange or provide financial and other facilities independently or in association with any person, Government, Financial Institutions, Banks, Industrial Companies or any other agency, in the form of lending or advancing money by way of loan, working capital finance, refinance, project finance or in any other form, whether with or without security, to institutions, bodies corporate, firms, associations, individuals, societies, trusts, authorities, industrial enterprises, trading in shares, derivatives and other securities.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority arising from or incidental to the said amendment.”

10. Alteration in Articles of Association of the Company

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 14 and other applicable provisions, if any of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s), amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, for the time being in force), and subject to necessary approval(s), if any, from the competent authorities, the consent of the Members of the Company be and is hereby accorded to the alteration of the existing Articles of Association of the Company amended by deleting the existing Article 114(2) and substituting with following new Article 114(2):

The Seal shall not be affixed to any instrument except by the authority of the Board of Directors or a Committee of the Board previously given and in the presence of any two Directors of the Company or such other person, the Board may appoint in that behalf who shall sign every instrument to

which the Seal is affixed. Provided that the certificates of shares or debentures shall be sealed in the manner and in conformity with the provisions of the Companies (Share Capital and Debenture) Rules, 2014, and their statutory modifications for the time being in force.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority arising from or incidental to the said amendment.”

Date: 09.08.2022
Place: Delhi

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

Ankit Gupta
Company Secretary
Memb. No.: ACS 55201

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) relating to the special business to be transacted at the Annual General Meeting (AGM) is annexed hereto. The Board of Directors have considered and decided to include the Item Nos. 3 to 10 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.
2. Pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively issued by the Ministry of Corporate Affairs (‘MCA’) (collectively referred to as ‘MCA Circulars’) and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 , SEBI/HO/CFD/CMD2/ CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13,2022, respectively issued by the Securities and Exchange Board of India (collectively referred to as ‘SEBI Circulars’), holding of the Annual General Meeting (‘AGM’) through VC/OAVM, without the physical presence of the Members, is permitted. In compliance with the provisions of the Companies Act, 2013 (‘the Act’), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘the Listing Regulations’), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
3. In terms of the MCA & SEBI Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 33rd AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 33rd AGM through VC/OAVM Facility only. Therefore, attendance slip and route map are not annexed to this notice.
4. The Members attending the AGM through VC/OAVM shall be counted for purpose of reckoning the quorum under Section 103 of the Act.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 14th September, 2022 to Tuesday, 30th September, 2022 (both days inclusive) for the purpose of the AGM.
6. The Company’s Registrar and Transfer Agent (RTA) for its Share Registry Work (Physical and Electronic) is MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384, email- info@masserv.com
7. Manner of registering/updating email address, bank account details etc.:

Members are requested to intimate/update changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. (along with duly cancelled cheque leaf stating the said details) to their Depository Participant in case the shares are held by them in electronic form or to the Company’s RTA in case the shares are held by them in physical form, which will help the Company and the Company’s RTA to provide efficient and better services.

8. SEBI in the recent past vide its inter-alia circular dated 3rd November, 2021 and 14th December, 2021 has mandated shareholders holding securities in physical form to furnish PAN, Nomination Details, Contact details (Address with PIN, Mobile number and Email address), Bank account details and Specimen signature before they could avail any investor service. Accordingly, w.e.f. 1st January, 2022, the RTA have started not to process any service requests or complaints received from the holder(s) / claimant(s), till PAN, KYC and Nomination documents/details are received/ updated. Folios wherein any one of the above mentioned details are not available by April 01, 2023, shall be frozen. The relevant forms prescribed by SEBI for furnishing the above details are available on the website of the Company at www.purshottaminvestofin.in. The concerned shareholders are requested to register/ update the above mentioned details by submitting the prescribed forms duly filled and signed by the registered holders, by e-mail from their registered e-mail address to pil.cs0187@gmail.com or by submitting a physical copy

thereof to the RTA, MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384, email- info@masserv.com

Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or RTA for assistance in this regard. Further, members who hold shares in physical mode in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio. For this, shareholder shall send Investor Service Request duly filled up in Form ISR-4 along with the documents / details specified therein, to Company's RTA. The said format is available at the websites of Company and Company's RTA as mentioned in note no. 13A.

Members holding shares in dematerialized mode are also requested to register / update their PAN, Nomination Details, Contact details (Address with PIN, Mobile number and Email address), Bank account details and Specimen signature with their respective Depository Participants (DPs), in case any of the said details are yet not updated or any change in the said details.

The Company has also sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021 in Form ISR-1. The Form ISR-1 is also available on the website of the Company at https://www.purshottaminvestofin.in/shareholder_kyc_details.html

Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR – 1 To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

9. 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.
10. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA at their office address mentioned in point no. 6. If a member desires to opt-out or to cancel the existing nomination and record a fresh nomination, the member may request for the same in Form ISR-3 or Form SH-14 to the RTA, as the case may be. The forms are available on the website of the Company i.e www.purshottaminvestofin.in . Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
11. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participant in case the shares are held by them in electronic form and with Company's RTA in case the shares are held by them in physical form form, to facilitate:
 - a) Service of documents including notice of AGM and Annual Report in electronic form;
 - b) Receiving Dividend declared if any, in future, directly in your bank account through the Electronic Clearing Service (ECS) or any other means.

Physical Holding	Register/update the details in prescribed Form ISR-1 and other relevant forms with Registrar and Transfer Agents of the Company, MAS Services Limited at info@masserv.com Members may download the prescribed forms from the Company's website at www.purshottaminvestofin.in/shareholder_kyc_details.html
Demat Holding	Please contact your Depository Participant (DP) and register your email address as per the process advised by DP. Please also update your bank detail with your DP for dividend payment by NACH if declare by company in future.

This may be considered as an advance opportunity to the members to register their e-mail address and changes therein as required under Rule 18 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

- 13A. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Subdivision/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at https://www.purshottaminvestofin.in/shareholder_kyc_details.html and on the website of the Company's RTA at <https://www.masserv.com/> . It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI vide its notification dated January 24, 2022 has mandated that Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI. Members can contact the Company or RTA, for assistance in this regard.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the Securities Market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants

with whom they are maintaining their demat accounts. Members holding the shares in physical form can submit their PAN details to the Company/RTA.

13. In terms of Section 152 of the Act, Mr. Sahib Singh Gusain, Managing Director of the Company, are liable to retire by rotation at this Annual General Meeting and being eligible, offers him-self for re-appointment.

14. Details under Regulation 36(3) and 26(4) of the Listing Regulations and in terms of Secretarial Standard-2 in respect of the Directors seeking appointment/re-appointment at the 33rd Annual General Meeting are annexed hereto as Annexure -A to this Notice which forms part of the explanatory statement. Requisite declarations have been received from the Directors seeking appointment/re-appointment.

13. Non-Resident Indian members are requested to inform RTA/respective DP's, immediately of:

a) Change in their residential status on return to India for permanent settlement.

b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the bank with pin code number, if not furnished earlier.

14. 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. Further w.e.f. 24th January 2022, transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. 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.

15. 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 i.e. Tuesday, 13th September, 2022. 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.

16. 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 Tuesday, 13th September, 2022, shall follow the same procedure for e-Voting as mentioned at point no . 21

17. The facility of participation at the e-AGM through VC will be made available for 1,000 members on first come first served basis. However this restriction is not applicable on Shareholders holding 2% or more shares, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Board Committees and Auditors etc. who are allowed to attend the e-AGM without the restriction of first come first served basis.

18. 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.

19. AN ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ELECTRONIC ANNUAL REPORT:

(i) In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 02/2022 dated 5th May, 2022 issued by MCA and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 issued by SEBI, inter-alia granting relaxation from requirement of dispatching physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

(ii) Members who do not have registered their E-mail ID and/or bank details are required to register their email addresses and/or bank details, in respect of electronic holdings with their concerned Depository Participants and in respect of physical holdings, with the Company's Share Transfer Agent i.e. MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384, email- info@masserv.com following due procedure, which is as under:

In case, Physical Holding	<p>Send a duly signed request letter in Form ISR-1 along with supporting documents to the RTA of the Company i.e. MAS Services Limited (Unit : Purshottam Investofin Limited), T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384, email- info@masserv.com and provide the following details/documents for registering email address:</p> <p>a) Folio No., b) Name of shareholder, c) Email ID, d) Copy of PAN card (self attested), e) Copy of Aadhar (self attested) f) Copy of share certificate (front and back)</p> <p>Following additional details/documents need to be provided in case of updating Bank Account detail:</p> <p>a) Name and Branch of the Bank in which you wish to receive the dividend, b) the Bank Account type, c) Bank Account Number, d) MICR Code Number, and e) IFSC Code f) Copy of the cancelled cheque bearing the name of the first shareholder</p>
In case, Demat Holding	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.

- (iii) The Notice of AGM along with Annual Report for the financial year 2021-22, is available on the website of the Company at www.purshottaminvestofin.in , on the website of Stock Exchanges where shares of the Company are listed i.e. BSE Limited at www.bseindia.com.

20. PROCEDURE FOR INSPECTION OF DOCUMENTS:

- i. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection on the website of the Company till the date of this Annual General Meeting.
- ii. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act shall be available for inspection upon login at NSDL e-voting system.

21. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING THROUGH VC/OAVM ARE AS UNDER:-

The remote e-voting period begins on Saturday, 17th September, 2022 at 09:00 A.M. and ends on Monday, 19th September, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 13th September, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 13th September, 2022.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
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Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDEAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsd.com/. Select “Register Online for IDEAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- a. In case shares are held in physical mode please provide Folio No., Name of 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) by email to pil.cs0187@gmail.com or info@masserv.com
- b. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to pil.cs0187@gmail.com or info@masserv.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
- c. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- d. **In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders/Corporate Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to agrawal.kundan@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders/Corporate Members (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms.Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, DP ID and Client ID/folio number, PAN, mobile number & number of shares at (pil.cs0187@gmail.com). The same will be replied by the company suitably.

22. PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT: Members desiring any information/clarification on the accounts or any matter to be placed at the AGM are requested to write to the Company at pil.cs0187@gmail.com on or before 13th September, 2022 to enable the management to keep information ready at the AGM. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number & number of shares at pil.cs0187@gmail.com on or before 13th September, 2022. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The other members desiring to seek information/clarification during the AGM may ask through the chat box facility provided by NSDL. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

23. DECLARATION OF RESULTS:

1. Mr. Kundan Agrawal, a Practicing Company Secretary (Certificate of Practice No. 8325, Membership No. FCS 7631), Proprietor, M/s. Kundan Agrawal & Associates has been appointed as the Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner.
2. 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.
3. 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), website of NSDL (www.evoting.nsdl.com.) and by filing with the BSE Ltd. It shall also be displayed on the Notice Board at the Registered Office of the Company.
4. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Meeting i.e. 20th September, 2022.

Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013:

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 32nd Annual General Meeting:

Item No. 3

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mrs. Mohita Patree aged 49 as an Additional, Independent Director on the Board of the Company under Section 161 of the Companies Act, 2013 with effect from 24.12.2021. Pursuant to the provision of Section 161 of the Companies Act, 2013, being an Additional Director, Mrs. Mohita Patree 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. Mrs. Mohita Patree is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority 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 Mrs. Mohita Patree as an Independent Director for a term of 5 (five) consecutive years w.e.f. 24.12.2021. 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, Mrs. Mohita Patree fulfills the conditions for appointment as an Independent Director specified in the Companies Act, 2013, rules made thereunder and Listing Regulations. Mrs. Mohita Patree is independent to the management.

The Board is also satisfied with regard to integrity, expertise and experience (including proficiency) of Mrs. Mohita Patree.

The Company has received a notice in writing proposing her candidature for the office of Director of the Company under Section 160 of the Act.

She is a Post Graduate (MA). She is having a vast and rich experience and knowledge in the field of Academia, Leadership, Decision Making, Risk Management, Finance, Entrepreneurship, Policies Making and Planning etc. She has worked with diversified business/ Industries and having an elaborate experience in various segments like marketing & sales, academics and HR domains also.

Her varied experience in the business and corporate world justify her appointment as an Independent Director. Further her contribution towards deliberations in the Board/Committee Meeting will be in the best interest of the Company.

She is the Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company. She is actively participated in the meetings and has been making very valuable contribution during discussions at the Board Meetings.

She meets the following skills and capabilities: Academia, Leadership, Decision Making, Entrepreneurship, Risk Management, Finance, Policies Making and Planning etc.

Her brief profile are provided in **Annexure-A** to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

A copy of the letter of appointment issued to Mrs. Mohita Patree would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day/available on the website of the Company for inspection. i.e. www.purshottaminvestofin.in. Except Mrs. Mohita Patree, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are interested in this Resolution.

The Board is of the opinion that it will be beneficial to the Company to avail her services as an Independent Director of the Company and the item no. 3 of her appointment, being a special business in this Notice is unavoidable and thus commends the Special Resolution for approval by the members.

The resolution (item 3) seeks the approval of members for appointment of Mrs. Mohita Patree as an Independent Director pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and rules made thereunder and Listing Regulations to hold office for a term of five consecutive years from 24.12.2021 to 23.12.2026.

Item No. 4

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Parmit Kumar aged 40 as an Additional, Independent Director on the Board of the Company under Section 161 of the Companies Act, 2013 with effect from 25.06.2022. Pursuant to the provision of Section 161 of the Companies Act, 2013, being an Additional Director, Mr. Parmit Kumar 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. Mr. Parmit Kumar is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority and has given his 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 Mr. Parmit Kumar as an Independent Director for a term of 5 (five) consecutive years w.e.f. 25.06.2022. The Company has received declaration from him stating that he 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. He has also given his consent to continue to act as Independent Director of the Company, if so appointed by the members. In the opinion of the Board, Mr. Parmit Kumar fulfills the conditions for appointment as an Independent Director specified in the Companies Act, 2013, rules made thereunder and Listing Regulations. Mr. Parmit Kumar is independent to the management.

The Board is also satisfied with regard to integrity, expertise and experience (including proficiency) of Mr. Parmit Kumar.

The Company has received a notice in writing proposing his candidature for the office of Director of the Company under Section 160 of the Act.

Mr. Parmit Kumar is a BCA graduate, from IGNOU in the year 2003. He has vast and rich experience in the relevant field of technology, business leadership, entrepreneurship, management and interpersonal skills.

His varied experience in the business and corporate world justify his appointment as an Independent Director. Further his contribution towards deliberations in the Board/Committee Meeting will be in the best interest of the Company.

He is the member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company. He is actively participated in the meetings and has been making very valuable contribution during discussions at the Board Meetings.

He meets the following skills and capabilities: Leadership, Decision Making, business leadership, Entrepreneurship, Risk Management, Technology etc.

His brief profile are provided in **Annexure-A** to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

A copy of the letter of appointment issued to Mr. Parmit Kumar would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day/available on the website of the Company for inspection. i.e. www.purshottaminvestofin.in. Except Mr. Parmit Kumar, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are interested in this Resolution.

The Board is of the opinion that it will be beneficial to the Company to avail his services as an Independent Director of the Company and the item no. 4 of his appointment, being a special business in this Notice is unavoidable and thus commends the Special Resolution for approval by the members.

The resolution (item 4) seeks the approval of members for appointment of Mr. Parmit Kumar as an Independent Director pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and rules made thereunder and Listing Regulations to hold office for a term of five consecutive years from 25.06.2022 to 24.06.2027.

Item No. 5

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Sameer Relia aged 53 as an Additional, Independent Director on the Board of the Company under Section 161 of the Companies Act, 2013 with effect from 09.08.2022. Pursuant to the provision of Section 161 of the Companies Act, 2013, being an Additional Director, Mr. Sameer Relia 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. Mr. Sameer Relia is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority and has given his 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 Mr. Sameer Relia as an Independent Director for a term of 5 (five) consecutive years w.e.f. 09.08.2022. The Company has received declaration from him stating that he 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. He has also given his consent to continue to act as Independent Director of the Company, if so appointed by the members. In the opinion of the Board, Mr. Sameer Relia fulfills the conditions for appointment as an Independent Director specified in the Companies Act, 2013, rules made thereunder and Listing Regulations. Mr. Sameer Relia is independent to the management.

The Board is also satisfied with regard to integrity, expertise and experience (including proficiency) of Mr. Sameer Relia.

The Company has received a notice in writing proposing his candidature for the office of Director of the Company under Section 160 of the Act.

He is a Post Graduate (MBA Finance) from renowned Delhi University. He is having a vast and rich experience and knowledge in the field of Finance, Leadership, Decision Making, Risk Management, Policies Making and Planning etc. He has worked with diversified business/ Industries and having an elaborate experience in various segments like Finance, strategic leadership, and Management. He has caliber to quickly adapt to challenges and changing environment

His varied experience in the business and corporate world justify his appointment as an Independent Director. Further his contribution towards deliberations in the Board/Committee Meeting will be in the best interest of the Company.

He is the member of Audit Committee and Nomination and Remuneration Committee of the Company.

He meets the following skills and capabilities: Finance, Leadership, Decision Making, Risk Management, Policies Making and Planning etc.

His brief profile are provided in **Annexure-A** to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

A copy of the letter of appointment issued to Mr. Sameer Relia would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day/available on the website of the Company for inspection. i.e. www.purshottaminvestofin.in. Except Mr. Sameer Relia, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are interested in this Resolution.

The Board is of the opinion that it will be beneficial to the Company to avail his services as an Independent Director of the Company and the item no. 5 of his appointment, being a special business in this Notice is unavoidable and thus commends the Special Resolution for approval by the members.

The resolution (item 5) seeks the approval of members for appointment of Mr. Sameer Relia as an Independent Director pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and rules made thereunder and Listing Regulations to hold office for a term of five consecutive years from 09.08.2022 to 08.08.2027.

Item No. 6

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the

paid-up capital, its free reserves and security premium account of the Company. In view of the increase in business activities, keeping in view the future plans of the Company and to fulfill long term strategic and business objectives, the Board of Directors at its meeting held on 9th August, 2022 proposed and approved to increase the maximum borrowing limits from Rs. 100 Crores (Rupees Hundred Crores Only) to Rs. 250.00 Crores (Rupees Two Hundred Fifty Crores only). Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company, its free reserves and security premium account at any one time except with the consent of the members of the Company in a general meeting. The Directors recommend the Resolution at Item No.6 of the Notice for your approval. None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the Special Resolution mentioned at item no. 6 of the notice.

Item No. 7

Keeping in view the Company's 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.

The Board of Directors at its meeting held on 9th August, 2022 proposed and approved to increase the limit of Section 180(1)(a) of the Companies Act, 2013

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. 250 Crore (Rupees Two Hundred Fifty One).

Hence, the Special Resolution at Item No.7 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. 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 mentioned at item no. 7 of the notice.

Item No. 8

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.

In view of the increase in limit, the Board of Directors at its meeting held on 9th August, 2022 proposed and approved to increase the maximum investment limits upto Rs. 75.00 Crores (Rupees Seventy Five 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.

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.8 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. 8 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.

Item No. 9

In order to expand the Company's present scope of operations and to avail the opportunity. It is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the Company to enable the Company to expand and diversify its present scope of operations by inserting sub-clause No. 3 after existing sub-clause No. 2 as stated in the Special Resolution annexed to the Notice. The above amendment would be subject to the approval of the Ministry of Corporate Affairs and/or any other Statutory or Regulatory Authority, as may be necessary.

The Board of Directors at the meeting held on 09.08.2022 had accorded their approval for alteration of Memorandum of Association. A copy of the draft Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at its Registered Office during normal business hours on all working days (Except Saturday and Sunday). Also, the draft of proposed MOA is available on the Company's website at www.purshottaminvestofin.in for perusal by the Members. Member(s) interested in obtaining a copy of the MOA can send their request to the Company at its e-mail address: pil.cs0187@gmail.com.

As per Section 13 of the Companies Act, 2013, any alteration to the Object Clause of the Memorandum of Association of the Company requires approval of the Members by passing Special Resolution.

None of the Directors or the Key Managerial Persons of the Company or their respective relatives are concerned or interested, financially or otherwise in the resolution as set out at the accompanying Notice except to the extent of their shareholding.

The Board recommends passing of the resolution set out at Item No. 9 as a Special Resolution.

Item No. 10

As per Article 114(2) of the Articles of Association of the Company, The seal shall not be affixed to any instrument except by the authority of a resolution of the Board or of committee of the Board authorized by it in that behalf and except in the presence of at least one director and / or secretary / authorized signatory who shall sign every instrument to which the seal of the Company is so affixed.. The Board of Directors recommends amendment to the Articles of Association of the Company by deleting the existing Article 114(2) and substituting with new Article 114(4), to provide more clarity in the said Article by replacing the clause as follow "The Seal shall not be affixed to any instrument except by the authority of the Board of Directors or a Committee of the Board previously given and in the presence of any two Directors of the Company or such other person, the Board may appoint in that behalf who shall sign every instrument to which the Seal is affixed. Provided that the certificates of shares or debentures shall be sealed in the manner and in conformity with the provisions of the Companies (Share Capital and Debenture) Rules, 2014, and their statutory modifications for the time being in force." The Resolution at Item No. 10 of the Notice is set out as a Special Resolution for approval by the members in terms of Section 14 of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013.

The Board of Directors at the meeting held on 09.08.2022 had accorded their approval for alteration of Articles of Association. A copy of the draft Articles of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at its Registered Office during normal business hours on all working days (Except Saturday and Sunday). Also, the draft of proposed AOA is available on the Company's website at www.purshottaminvestofin.in for perusal by the Members. Member(s) interested in obtaining a copy of the AOA can send their request to the Company at its e-mail address: pil.cs0187@gmail.com. The Board of Directors recommend passing of the Special Resolution as contained in the Notice. None of the Directors and Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 10

Date: 09.08.2022
Place: Delhi

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

Ankit Gupta
Company Secretary
Memb. No.: ACS 55201

Annexure - A

Details of Directors eligible for appointment/re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2

Name of Director	Mr. Sahib Singh Gusain	Mrs. Mohita Patree	Mr. Parmit Kumar	Mr. Sameer Relia
Age	48 Years 14.10.1972	49Years 01.11.1972	40Years 06.03.1982	53 Years 18.06.1969
Category	Executive	Independent	Independent	Independent
Date of first appointment on the Board	13.08.2018	24.12.2021	25.06.2022	09.08.2022
DIN	00649786	07315405	03418216	01147315
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	No inter-se relationship	No inter-se relationship	No inter-se relationship	No inter-se relationship
Qualifications	Under Graduate	Post Graduate (MA)	BCA graduate	Post Graduate (MBA Finance)
Remuneration Proposed to be paid and Last drawn Remuneration	Rs. 8.4 Lac	See Note given below.	See Note given below.	See Note given below.
Brief Resume and Expertise in specific Functional areas	He has more than 16 years of experience in the field of trading, decision making, tax, accounting, financing, investments, and legal. 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.	She is a Post Graduate (MA). She is having a vast and rich experience and knowledge in the field of Academia, Leadership, Decision Making, Entrepreneurship, Risk Management, Finance, Policies Making and Planning etc. She has worked with diversified business/ Industries and having an elaborate experience in various segments like marketing & sales, academics and HR domains also.	Mr. Parmit Kumar is a BCA graduate, from IGNOU in the year 2003. He has vast and rich experience in the relevant field of technology, business leadership, entrepreneurship, management and interpersonal skills.	He is a Post Graduate (MBA Finance) from renowned Delhi University. He is having a vast and rich experience and knowledge in the field of Finance, Leadership, Decision Making, Risk Management, Policies Making and Planning etc. He has worked with diversified business/ Industries and having an elaborate experience in various segments like Finance, strategic leadership, and Management. He has caliber to quickly adapt to challenges and changing environment
Terms and Conditions of Appointment / Re-appointment	Executive Director, liable to retire by rotation.	Independent Director, not liable to retire by rotation.	Independent Director, not liable to retire by rotation.	Independent Director, not liable to retire by rotation.
No. of Board Meetings attended	08/08	02/02 (Appointed on the Board of the Company w.e.f. 24.12.2021).	Appointed w.e.f. 25.06.2022	Appointed w.e.f. 09.08.2022
Justification for choosing the	NA	As per Explanatory	As per Explanatory	As per Explanatory

Independent Director		Statement of Notice.	Statement of Notice.	Statement of Notice.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Refer Corporate Governance Report	As per the Explanatory Statement of Notice and also refer to Corporate Governance Report	As per the Explanatory Statement of Notice	As per the Explanatory Statement of Notice
Names of listed entities in which the person also holds the directorship [along with listed entities from which the person has resigned in the past three years]	-	-	-	Odyssey Corporation Limited Resigned w.e.f. 29.12.2021 Committee positions held there: Audit Committee Stakeholder Relationship Committee
No. of other Directorships held in other Public Companies.	-	-	-	-
Chairman / Membership of the Committees of the Boards of other Companies in which he is Director*	-	-	-	-
No. of Shares held	-	-	-	-

*Audit Committee and Stakeholders Relationship Committee have been considered.

Note: The Independent Directors are paid sitting fee for attending meetings of Board of Directors, Independent Directors and various Committee of Directors etc. in accordance with Nomination and Remuneration Policy of the Company.

THANK YOU