# Purshottam Investofin Limited

# Annual Report 2020-21

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#### **CORPORATE INFORMATION**

#### BOARD OF DIRECTORS AS ON 31<sup>ST</sup> MARCH, 2021

SAHIB SINGH GUSAIN–Managing DirectorPRAMOD KUMAR JAIN–Whole Time Director & CFONITIN KUMAR PATNI–Independent DirectorRAJ KUMAR KEDIA–Independent DirectorDEEPIKA ARORA-Independent Director

#### **SECRETARY**

ANKIT GUPTA

#### **CORPORATE IDENTITY NUMBER (CIN)**

L65910DL1988PLC033799

#### **REGD. OFFICE & WORKS**

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

#### **STATUTORY AUDITORS**

M/s STRG & Associates Chartered Accountants

#### **INTERNAL AUDITOR**

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

#### **SECRETARIAL AUDITORS**

M/s Kundan Agrawal & Associates Company Secretaries

#### **BANKERS**

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

#### **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

#### 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 32ND Annual General Meeting (AGM) of PURSHOTTAM INVESTOFIN LIMITED will be held on Thursday, 30th September, 2021 at 05:00 P.M. 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:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2021, 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 2021 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."

2. To re-appoint Mr. Pramod Kumar Jain (DIN: 00112968), as Director who retires by rotation and being eligible, offers himself for reappointment

"RESOLVED THAT Mr. Pramod Kumar Jain (DIN: 00112968) 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:**

#### 3. Re-appointment of Mr. Pramod Kumar Jain:

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 196, 197 & 203 of the Companies Act, 2013 ("Act") read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Mr. Pramod Kumar Jain (DIN: 00112968) be and is hereby re-appointed as a Whole Time Director designated as CFO & Executive Director of the Company, for a period of 3 years with effect from August 13, 2021, liable to retire by rotation, on such terms and conditions including remuneration as stated in the Explanatory Statement annexed to the Notice convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his reappointment), with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration in such manner as the Board may think fit.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may deem necessary including but not limiting to re-designation and promotion of Mr. Pramod Kumar Jain, during the course of his employment from time to time on recommendation of Nomination and Remuneration Committee."

#### 4. Re-appointment of Mr. Sahib Singh Gusain:

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 196, 197 & 203 of the Companies Act, 2013 ("Act") read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Mr. Sahib Singh Gusain (DIN: 00649786) be and is hereby re-appointed as a Whole Time Director designated as Managing Director of the Company, for a period of 3 years with effect from August 13, 2021, liable to retire by rotation, on such terms and conditions including remuneration as stated in the Explanatory Statement annexed to the Notice convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his reappointment), with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration in such manner as the Board may think fit. RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may deem necessary including but not limiting to re-designation and promotion of Mr. Sahib Singh Gusain, during the course of his employment from time to time on recommendation of Nomination and Remuneration Committee."

#### 5. Regularization of Mr. Rajendra Prasad Chauhan as Independent Director of Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force) and any other applicable law, Mr. Rajendra Prasad Chauhan (DIN 01444662), a non- executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company w.e.f. 11.08.2021 for five years, not liable to retire by rotation.

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

Date: 11.08.2021 Place: Delhi By Order of the Board of Directors For Purshottam Investofin Limited Sd/-Ankit Gupta Company Secretary Memb. No.: ACS 55201

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

#### 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 5 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.
- 2. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') issued General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April 2020 and 5th May, 2020, respectively and by General Circular No. 02/2021 dated 13th January, 2021, allowed companies whose AGMs were due to be held in the year 2020 or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 ("MCA Circulars"). The Securities and Exchange Board of India ('SEBI') also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 the validity of which has been extended till 31st December, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated 15th January, 2021 ("SEBI Circulars"). In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 32nd AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue. The Members can attend and participate in the AGM through VC/OAVM only. Further, the Company will be availing remote e-voting/ e-voting system for casting vote during AGM from National Securities Depository Limited (NSDL).
- 3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Institutional/Corporate members are requested to send at pil.cs0187@gmail.com, a duly certified copy (PDF/JPEG format) of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting, pursuant to Section 113 of the Act.
- 4. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 24th September, 2021 to Thursday, 30th September, 2021 (both days inclusive) for the purpose of the AGM.
- 5. 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
- 6. 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. 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.

- 7. 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.
- 8. 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. 5. Members holding shares in electronic form may contact their respective Depositary Participants for availing this facility.
- 9. 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. 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.
- 10. 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.
- 11. In terms of Section 152 of the Act, Mr. Pramod Kumar Jain, Director of the Company, are liable to retire by rotation at this Annual General Meeting and being eligible, offers him-self for re-appointment.
- 12. 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 32<sup>nd</sup> Annual General Meeting are part of the explanatory statement. Requisite declarations have been received from the Director seeking appointment/reappointment.
- 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 dematerialized form with effect from, 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized 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. Thursday, 23<sup>rd</sup> September, 2021. 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 Thursday, 23<sup>rd</sup> September, 2021, 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. 02/2021 dated 13th January, 2021 issued by MCA and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by SEBI, owing to the difficulties involved in dispatching of 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 | <ul> <li>Send a duly signed request letter 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: <ul> <li>a) Folio No.,</li> <li>b) Name of shareholder,</li> <li>c) Email ID,</li> <li>d) Copy of PAN card (self attested),</li> <li>e) Copy of Aadhar (self attested)</li> <li>f) Copy of share certificate (front and back)</li> <li>Following additional details/documents need to be provided in case of updating Bank Account detail: <ul> <li>a) Name and Branch of the Bank in which you wish to receive the dividend,</li> <li>b) the Bank Account type,</li> <li>c) Bank Account Number,</li> <li>d) MICR Code Number, and</li> <li>e) IFSC Code</li> <li>f) Copy of the cancelled cheque bearing the name of the first shareholder</li> </ul> </li> </ul></li></ul> |
|---------------------------|--|
| 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 2020-21, is available on the website of the Company at <u>www.purshottaminvestofin.in</u>, on the website of Stock Exchanges where shares of the Company are listed i.e. BSE Limited at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.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 ARE AS UNDER:-

The remote e-voting period begins on Monday, 27<sup>th</sup> September, 2021 at 09:00 A.M. and ends on Wednesday, 29<sup>th</sup> September, 2021 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. Thursday, 23rd September, 2021, 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 Thursday, 23rd September, 2021.

#### 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  |
|--|---|
| Individual Shareholders holding<br>securities in demat mode with NSDL. | <ol> <li>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: <u>https://eservices.nsdl.com/</u> 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 &amp; voting during the meeting.</li> <li>If the user is not registered for IDeAS e-Services, option to register is available at <u>https://eservices.nsdl.com</u>. Select "Register Online for IDeAS" Portal or click at <u>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</u></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://www.evoting.nsdl.com/</u> 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.</li> </ol> |
|  | will open. You will have to enter your User ID (i.e. your sixteen digit demat<br>account number held with NSDL), Password/OTP and a Verification Code as<br>shown on the screen. After successful authentication, you will be redirected to<br>NSDL Depository site wherein you can see e-Voting page. Click on options<br>available against company name or e-Voting service provider - NSDL and you<br>will be redirected to e-Voting website of NSDL for casting your vote during the<br>remote e-Voting period or joining virtual meeting & voting during the meeting.  |
| Individual Shareholders holding securities in demat mode with CDSL     | <ol> <li>Existing users who have opted for Easi / Easiest, they can login through their user<br/>id and password. Option will be made available to reach e-Voting page without<br/>any further authentication. The URL for users to login to Easi / Easiest are<br/><u>https://web.cdslindia.com/myeasi/home/login</u> or <u>www.cdslindia.com</u> and click<br/>on New System Myeasi.</li> </ol>   |
|  | <ol> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting<br/>Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on<br/>NSDL to cast your vote.</li> </ol>   |
|  | 3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>   |
|  | <ol> <li>Alternatively, the user can directly access e-Voting page by providing demat<br/>Account Number and PAN No. from a link in <u>www.cdslindia.com</u> home page. The<br/>system will authenticate the user by sending OTP on registered Mobile &amp; Email</li> </ol>  |

|  | as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.  |
|--|--|
| Individual Shareholders (holding<br>securities in demat mode) login through<br>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 <b>e-Voting service provider-NSDL</b> 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<br>Individual Shareholders holding securities in<br>demat mode with NSDL | Helpdesk detailsMembers facing any technical issue in login can contact NSDL helpdesk by sending<br>a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800<br>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<br>a request at <u>helpdesk.evoting@cdslindia.com</u> or contact at 022- 23058738 or 022-<br>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: <u>https://www.evoting.nsdl.com/</u> 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 <u>https://eservices.nsdl.com/</u> 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<br>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<br>For example if your DP ID is IN300*** and Client ID is<br>12***** then your user ID is IN300***12*****. |

|  | b) For Members who hold shares in demat account with  | 16 Digit Beneficiary ID   |
|--|---|---|
|  | CDSL.   | For example if your Beneficiary 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 shareh<br>a) If you are already registered for e-Voting, then you car   | nolders are given below:<br>n user your existing password to login and cast your vote.  |
|  | communicated to you. Once you retrieve your 'initi system will force you to change your password.   | time, you will need to retrieve the 'initial password' which w<br>al password', you need to enter the 'initial password' and th   |
|  | communicated to you on your email ID. Tra<br>email and open the attachment i.e. a .pdf fi<br>digit client ID for NSDL account, last 8 digit<br>physical form. The .pdf file contains your 'U  | emat account or with the company, your 'initial password'<br>ace the email sent to you from NSDL from your mailbox. Open t<br>ile. Open the .pdf file. The password to open the .pdf file is you<br>ts of client ID for CDSL account or folio number for shares held<br>Jser ID' and your 'initial password'.<br>ollow steps mentioned below in <b>process for those shareholde</b> |
| rocess 1                                   | for those shareholders whose email ids are not registered w   | vith the depositories for procuring user id and password ar   |
| In case<br>ack), P                         | ion of e mail ids for e-voting for the resolutions set out in this ne<br>shares are held in physical mode please provide Folio No., Nam<br>AN (self attested scanned copy of PAN card), AADHAR  | e of shareholder, scanned copy of the share certificate (front a  |
| In case<br>opy of C<br>ard) to<br>equestee | 7@gmail.com or <u>info@masserv.com</u><br>e shares are held in demat mode, please provide DPID-CLID (16 d<br>Consolidated Account statement, PAN (self attested scanned co<br>pil.cs0187@gmail.com or <u>info@masserv.com</u> . If you are an Inc<br>d to refer to the login method explained at <b>step 1 (A) i.e. Login</b> | py of PAN card), AADHAR (self attested scanned copy of Aadh<br>lividual shareholders holding securities in demat mode, you a  |
|  | ders holding securities in demat mode.<br>atively shareholder/members may send a request to evoting@  | @nsdl.co.in for procuring user id and password for e-voting   |
| In teri                                    | g above mentioned documents.<br>ms of SEBI circular dated 9th December, 2020 on e-Voting f<br>securities in demat mode are allowed to vote through their  | demat account maintained with Depositories and Deposito   |
| •  | nts. Shareholders are required to update their mobile number facility.  | and email ID correctly in their demat account in order to acce  |
| 6.   | If you are unable to retrieve or have not received the " Initial p  | password" or have forgotten your password:  |
|  | <ul> <li>Click on "Forgot User Details/Password?" (If you are he available on www.evoting.nsdl.com.</li> </ul>  | olding shares in your demat account with NSDL or CDSL) optic  |
|  | -   | es in physical mode) option available on <u>www.evoting.nsdl.com</u>  |
|  | mentioning your demat account number/folio number, y  | id two options, you can send a request at <u>evoting@nsdl.co.</u><br>rour PAN, your name and your registered address etc.<br>ased login for casting the votes on the e-Voting system of NSE   |
|  |   |   |
| 7.<br>8.                                   | After entering your password, tick on Agree to "Terms and Cor<br>Now, you will have to click on "Login" button.   | nditions" by selecting on the check box.  |

#### 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.

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- 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

- Institutional shareholders (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 <u>agrawal.kundan@gmail.com</u> with a copy marked to <u>evoting@nsdl.co.in</u>.
- 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 "<u>Forgot User Details/Password?</u>" or "<u>Physical User Reset Password?</u>" 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 <u>www.evoting.nsdl.com</u> 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 <u>evoting@nsdl.co.in</u>

#### 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.
- 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 demat account number/folio number, email id, mobile number 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 23<sup>rd</sup> September, 2021 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, demat account number/folio no., mobile number at pil.cs0187@gmail.com on or before 23<sup>rd</sup> September, 2021. 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. 30th September, 2021.

#### 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. 2 & 3

Mr. Pramod Kumar Jain was earlier appointed by the Board as whole time director from 13.08.2018. The Members also approved his appointment by passing resolution at the AGM held on 29.09.2018. Then board further also designated him as CFO of the Company.

Based on the recommendation made by the Nomination and Remuneration Committee (NRC), the Board at its meeting held on 11th August 2021, passed a resolution for re-appointment of Mr. Pramod Kumar Jain as Whole Time Director designated as CFO & Executive Director of the Company for a period of 3 years commencing from 13th August 2021 to 12th August 2024, subject to approval of the Members.

Approval of Members is sought for re-appointment of Mr. Pramod Kumar Jain as Whole Time Director designated as CFO & Executive Director and for payment of remuneration including minimum remuneration in terms of applicable provisions of the Companies Act, 2013 ("the Act")

None of the Directors/Key Managerial Personnel of the Company and/or their relatives are interested in the resolution set out under item no. 2 & 3 of the accompanying Notice of 32nd Annual General Meeting of the Company.

A copy of the Memorandum setting out the terms of appointment of Mr. Pramod Kumar Jain under Section 190 of the Act is available on the website of the Company for inspection i.e. <u>www.purshottaminvestofin.in</u>.

Mr. Jain satisfies all the applicable conditions of the companies act, 2013 & he is not disqualified from being appointed as director in terms of Section 164 of the Act. Mr. Pramod Kumar Jain is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority.

Broad particulars of the terms are as under:

Nature of Duties: The appointee shall devote his whole time and attention to the business activities of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company.

Remuneration: The appointee shall be entitled to remuneration as stated hereunder in terms of Schedule V to the Act and as per Industry/Market Standards:

a) Salary: Rs. 12,00,000 (Rs. Twelve Lac only) per annum with annual increments effective 1 April every year (starting April 2022) as may be decided by the Board, based on the recommendation of Nomination & Remuneration Committee, but subject to the maximum remuneration prescribed under Para A, Section II, Part II of Schedule V of the Companies Act, 2013.

b) Benefits, Perquisites, Allowances: None

c) Commission / Incentive: None

In addition to the above, Mr. Pramod Kumar Jain, will be entitled for all other statutory employee benefits with respect to Provident Fund, Gratuity, medical insurance, leave rules as per Company's policy and rules.

Details of the Director seeking appointment / re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

| Name of Director                         | Mr. Pramod Kumar Jain  |
|--|--|
| Age                                      | 56 Years   |
| Date of first appointment on the Board   | 13.08.2018   |
| DIN                                      | 00112968   |
| Relationship with other Directors,       | No inter-se relationship   |
| Manager and other Key                    |  |
| Managerial Personnel of the company      |  |
| Qualifications                           | Graduate   |
| Last drawn Remuneration                  | Rs. 12 Lac   |
| Remuneration Proposed to be paid         | As per the resolution at Item No. 3 of the Notice convening this Meeting   |
|  | read with explanatory statement thereto.   |
|  |  |
| Brief Resume and Expertise in specific   | Mr. Jain is CFO and Executive Director of the Company. He is graduate by qualification. He   |
| Functional areas                         | 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.   |
| Terms and Conditions of Appointment /    | As per the resolution at Item No. 3 of the Notice convening this Meeting read with   |
| Re-appointment                           | explanatory statement thereto, Mr. Pramod Kumar Jain is proposed to be re-appointed as a   |
|  | Whole-time Director designated as CFO & Executive Director   |
| No. of Board Meetings attended           | 05/05  |
| No. of other Directorships held in other | -  |
| Public Companies.                        |  |
| Chairman / Membership of the             | Nil  |
| Committees of the Boards of other        |  |
| Companies in which he is Director        |  |
| No. of Shares held                       | Nil  |

Information pursuant to Schedule V of the Act

**General Information:** 

Nature of Industry: Non-Banking Financing Company

Date of /expected date of commencement of commercial production: The Company was incorporated on 04.11.1988 and started business activity immediately

In case of new companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus: NA

Financial performance based on given indicators: FY 2020-21

Gross Revenue: 324.63 Lacs (Previous Year: 1289.26 Lacs) Profit after Tax: 56.66 Lacs (Previous Year: 22.63 Lacs) EPS: 0.90 (Previous Year: 0.36)

Foreign investments or collaborations, if any: No

#### Information about the Appointee:

Background details: Brief resume given above.

Past Remuneration: Given Above

Recognition and Awards: No

Job Profile and his suitability: He is the Whole Time Director designated as CFO & Executive Director of the Company and devotes whole time attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.

Remuneration proposed: As per the resolution at Item No. 3 of the Notice convening this Meeting read with explanatory statement thereto. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Considering the industry in which the Company operates, the size of the business as well as the profile of Mr. Jain and the responsibilities shouldered by him, the remuneration proposed is commensurate with the remuneration packages paid to similar senior level appointees in other companies in the industry. Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel or other directors, if any: No

#### Other information

| Reasons for inadequate profits in earlier years                   | There is profit, but as an abundant caution for payment of minimum    |
|---|---|
| Steps taken by the Company to improve performance                 | remuneration to the Whole Time Director in case of no profit or       |
| Expected increase in productivity and profits in measurable terms | inadequate profit in any particular year, the information is provided |
|   | to the Shareholders.  |

Item No. 4

Mr. Sahib Singh Gusain was earlier appointed by the Board as whole time director from 13.08.2018. The Members also approved his appointment by passing resolution at the AGM held on 29.09.2018. Then board further designated him as MD of the Company which was also approved by the company at the AGM held on 30.09.2019.

Based on the recommendation made by the Nomination and Remuneration Committee (NRC), the Board at its meeting held on 11th August 2021, passed a resolution for re-appointment of Mr. Sahib Singh Gusain as Whole Time Director designated as Managing Director of the Company for a period of 3 years commencing from 13th August 2021 to 12th August 2024, subject to approval of the Members.

Approval of Members is sought for re-appointment of Mr. Sahib Singh Gusain as Whole Time Director designated as Managing Director and for payment of remuneration including minimum remuneration in terms of applicable provisions of the Companies Act, 2013 ("the Act")

None of the Directors/Key Managerial Personnel of the Company and/or their relatives are interested in the resolution set out under item no. 4 of the accompanying Notice of 32nd Annual General Meeting of the Company.

A copy of the Memorandum setting out the terms of appointment of Mr. Sahib Singh Gusain under Section 190 of the Act is available on the website of the Company for inspection. i.e. <u>www.purshottaminvestofin.in</u>.

Mr. Sahib Singh Gusain satisfies all the applicable conditions of the companies act, 2013 & he is not disqualified from being appointed as director in terms of Section 164 of the Act. Mr. Sahib Singh Gusain is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority.

Broad particulars of the terms are as under:

Nature of Duties: The appointee shall devote his whole time and attention to the business activities of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company.

Remuneration: The appointee shall be entitled to remuneration as stated hereunder in terms of Schedule V to the Act and as per Industry/Market Standards:

a) Salary: Rs. 8,40,000 (Rs. Eight Lac Forty Thousand only) per annum with annual increments effective 1 April every year (starting April 2022) as may be decided by the Board, based on the recommendation of Nomination & Remuneration Committee, but subject to the maximum remuneration prescribed under Para A, Section II, Part II of Schedule V of the Companies Act, 2013.

b) Benefits, Perquisites, Allowances: None

c) Commission / Incentive: None

In addition to the above, Mr. Sahib Singh Gusain, will be entitled for all other statutory employee benefits with respect to Provident Fund, Gratuity, medical insurance, leave rules as per Company's policy and rules.

Details of the Director seeking appointment / re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

| Name of Director   | Mr. Sahib Singh Gusain   |
|--|--|
| Age  | 48 Years   |
| Date of first appointment on the Board   | 13.08.2018   |
| DIN  | 00649786   |
| Relationship with other Directors,<br>Manager and other Key<br>Managerial Personnel of the company     | No inter-se relationship   |
| Qualifications   | Under Graduate   |
| Last drawn Remuneration  | Rs. 8.4 Lac  |
| Remuneration Proposed to be paid   | As per the resolution at Item No. 4 of the Notice convening this Meeting read with explanatory statement thereto.  |
| Brief Resume and Expertise in specific<br>Functional areas   | 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. |
| Terms and Conditions of Appointment /<br>Re-appointment  | As per the resolution at Item No. 4 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Sahib Singh Gusain is proposed to be re-appointed as a Whole-time Director designated as Managing Director   |
| No. of Board Meetings attended   | 05/05  |
| No. of other Directorships held in other<br>Public Companies   | -  |
| Chairman / Membership of the<br>Committees of the Boards of other<br>Companies in which he is Director | Nil  |
| No. of Shares held   | Nil  |

Information pursuant to Schedule V of the Act

**General Information:** 

Nature of Industry: Non-Banking Financing Company

Date of /expected date of commencement of commercial production: The Company was incorporated on 04.11.1988 and started business activity immediately

In case of new companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus: NA

Financial performance based on given indicators: FY 2020-21

Gross Revenue: 324.63 Lacs (Previous Year: 1289.26 Lacs) Profit after Tax: 56.66 Lacs (Previous Year: 22.63 Lacs) EPS: 0.90 (Previous Year: 0.36)

Foreign investments or collaborations, if any: No

#### Information about the Appointee:

Background details: Brief resume given above. Past Remuneration: Given Above

Recognition and Awards: No

Job Profile and his suitability: He is the Whole Time Director designated as Managing Director of the Company and devotes whole time attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company. Remuneration proposed: As per the resolution at Item No. 4 of the Notice convening this Meeting read with explanatory statement thereto. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Considering the industry in which the Company operates, the size of the business as well as the profile of Mr. Gusain and the responsibilities shouldered by him, the remuneration proposed is commensurate with the remuneration packages paid to similar senior level appointees in other companies in the industry.

Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel or other directors, if any: No

#### Other information

| Reasons for inadequate profits in earlier years                   | There is profit, but as an abundant caution for payment of minimum    |
|---|---|
| Steps taken by the Company to improve performance                 | remuneration to the Whole Time Director in case of no profit or       |
| Expected increase in productivity and profits in measurable terms | inadequate profit in any particular year, the information is provided |
|   | to the Shareholders.  |

#### Item No. 5

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Rajendra Prasad Chauhan aged 48 as an Additional, Independent Director on the Board of the Company under Section 161 of the Companies Act, 2013 with effect from 11th August, 2021. Pursuant to the provision of Section 161 of the Companies Act, 2013, being an Additional Director, Mr. Rajendra Prasad Chauhan 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. Rajendra Prasad Chauhan 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. Rajendra Prasad Chauhan as an Independent Director for a term of 5 (five) consecutive years w.e.f. 11.08.2021. 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. Rajendra Prasad Chauhan fulfills the conditions for appointment as an Independent Director specified in the Companies Act, 2013, rules made thereunder and Listing Regulations. Mr. Rajendra Prasad Chauhan is independent to the management. His brief profile is given below:

| Particulars                        | Details   |
|------------------------------------|---|
| Name of Director                   | Mr. Rajendra Prasad Chauhan   |
| Age                                | 48 Years  |
| Date of first appointment on the   | 11.08.2021  |
| Board                              |   |
| DIN                                | 01444662  |
| Relationship with other Directors, | No inter-se relationship  |
| Manager and other Key              |   |
| Managerial Personnel of the        |   |
| company                            |   |
| Qualifications                     | 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.   |
| Last drawn Remuneration            | -   |
| Remuneration Proposed to be        | -   |
| paid                               |   |
| Brief Resume and Expertise in      | He having a vast and rich experience & knowledge in Financial Accounting & Reporting,       |
| specific Functional areas          | Project Financing, Audit Management (Stat/ Internal/Taxation), Statutory Compliances,       |
|                                    | Direct & Indirect Taxation matters, Transfer Pricing etc.                                   |
| Terms and Conditions of            | Terms and Conditions of appointment are mentioned in letter of appointment.                 |

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| Appointment / Re-appointment       |  |
|------------------------------------|--|
| No. of Board Meetings attended     | 0/0  |
| No. of other Directorships held in | Lords Chloro Alkali Ltd-Independent Director |
| other Public Companies.            |  |
| Chairman / Membership of the       | Lords Chloro Alkali Ltd                      |
| Committees of the Boards of        | Audit Committee, Member                      |
| other Companies in which he is     |  |
| Director                           |  |
| No. of Shares held                 | -  |

A copy of the letter of appointment issued to Mr. Rajendra Prasad Chauhan 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. <u>www.purshottaminvestofin.in</u>. Except Mr. Rajendra Prasad Chauhan, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are interested in this Resolution.

The resolution (item 5) seeks the approval of members for appointment of Mr. Rajendra Prasad Chauhan 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 11th August, 2021 to 10<sup>th</sup> August, 2026.

Date: 11.08.2021 Place: Delhi By Order of the Board of Directors For Purshottam Investofin Limited Sd/-

> Ankit Gupta Company Secretary Memb. No.: ACS 55201

#### DIRECTORS' REPORT

#### To the Members,

Your Directors are pleased to present the 32<sup>nd</sup> Annual Report of your Company, along with Audited Financial Statements for the year ended 31<sup>st</sup> March, 2021.

#### Financial Highlights:

| Particulars                                  | 31.03.2021 | 31.03.2020  |
|--|------------|-------------|
|  |            |             |
| Total Revenue                                |            | 128,926,912 |
|  | 32,463,800 |             |
| Profit before Finance Cost & Depreciation    | 10,648,144 | 52,82,196   |
| and Amortization Expenses                    |            |             |
| Finance Cost                                 |            | 979,213     |
|  | 1,992,123  |             |
| Depreciation and Amortization Expenses       |            | 1,252,825   |
|  | 1,060,601  |             |
| Profit before Exceptional and Extra-ordinary |            | 3,050,158   |
| Items and Tax                                | 7,595,421  |             |
| Exceptional Items/Prior Period Items         | -          | 12,000      |
| Profit before Extraordinary Items and Tax    |            | 3,038,158   |
|  | 7,595,421  |             |
| Extraordinary Items                          | -          | -           |
| Profit before Tax                            |            | 3,038,158   |
|  | 7,595,421  |             |
| Tax Expenses                                 |            |             |
| Current Tax                                  |            | 899,932     |
|  | 2,005,646  |             |
| Deferred Tax                                 |            | 125,288     |
|  | 76,367     |             |
| Profit(Loss) for the Period before other     |            | 2,263,514   |
| comprehensive Income                         | 5,666,142  |             |
| Total Other Comprehensive Income             | -          | (769,113)   |
| Profit(Loss) for the Period                  |            | 1,494,403   |
|  | 5,666,142  |             |
| Earning Per Equity Shares                    |            |             |
| Basic  | 0.90       | 0.36        |
| Diluted                                      | 0.90       | 0.36        |

#### **Performance Overview**

During the year under review, the total income is 32,463,800 (previous year: 128,926,912). The profit before exceptional item and taxation is 7,595,421 (previous year: 3,050,158) and the net profit after tax & other comprehensive income is 5,666,142 (previous year: 1,494,403).

#### **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/ Associate Companies

The Company has no 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. 1,133,228 to reserve fund.

The Board of Directors has decided to retain the entire amount of profit for Financial Year 2020-21 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**

In terms of the Section 92 (3) of Companies Act, 2013 as amended, the Annual Return of the Company is placed on the website of the Company <u>www.purshottaminvestofin.in</u> on the following link: https://www.purshottaminvestofin.in/other disclosures.html

#### Share Capital

The paid-up Equity Share Capital as on 31 March 2021 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. Further Company passed the resolution in 31<sup>st</sup> AGM held in FY 2020-21, for increase in the limits applicable for making investments in Bodies Corporate.

#### **Related Party Transactions**

All contracts/arrangement/transactions entered by the Company during FY 2020-21 with related parties were in compliance with the applicable provisions of the Act and SEBI Listing Regulations. Requisite approval of the Audit Committee was obtained for all related party transactions.

All related party transactions entered during FY 2020-21 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 policy, as approved by the Board, is uploaded on the Company's website at the web link: <u>https://www.purshottaminvestofin.in/codenpolicies.html</u>

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 and appropriate approval taken from members for material related party transaction as per Regulation 23 of SEBI LODR.

#### Directors and key managerial personnel (KMP)

#### A. Change in Directorate

Ms. Deepika Arora has been appointed as Additional, Independent Director w.e.f. 29<sup>th</sup> June, 2020. In the last AGM, the designation of Ms. Deepika Arora (DIN: 08774487) has been changed from Additional, Independent Director to Independent Director for a period of five years. As per the provisions of Companies Act, 2013. she will not be liable to retire by rotation.

Ms. Sarbani Bhagat, Independent Director, resign w.e.f. 10th November, 2020 (Close of Business Hours) from the Board of Directors of the company due to some personal reasons and other pre-occupations and there is no other material reason other than mention in her resignation letter.

Mr. Pramod Kumar Jain (DIN: 00112968) was appointed as the Whole-time Director of the Company for a term of Three (3) years with effect from August 13, 2018. Now, the Board at its meeting held on August 11, 2021 has recommended the re-appointment of Mr. Pramod Kumar Jain as Whole-time Director of the Company for another term of Three (3) years effective August 13, 2021. The details of re-appointment have been furnished in the explanatory statement to the notice of the ensuing annual general meeting.

Mr. Sahib Singh Gusain (DIN: 00649786) was appointed as the Whole-time Director of the Company for a term of Three (3) years with effect from August 13, 2018 and designated as Managing Director with effect from 17<sup>th</sup> December, 2018. Now, the Board at its meeting held on August 11, 2021 has recommended the re-appointment of Mr. Sahib Singh Gusain as Whole-time Director designated as the Managing Director of the Company for another term of Three (3) years effective August 13, 2021. The details of re-appointment have been furnished in the explanatory statement to the notice of the ensuing annual general meeting.

Mr. Rajendra Prasad Chauhan (DIN 01444662) has been appointed on 11-08-2021 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. Rajendra Prasad Chauhan as a Director under Independent Director category at the Annual General Meeting to hold office for 5 consecutive years with effect from 11-08-2021, 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.

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

Mr. Pramod Kumar Jain, Whole-time Director & CFO (DIN: 00112968) retires by rotation at the ensuing AGM, being eligible, offers themselves for re-appointment. Necessary details for re-appointment as required under the Act and SEBI Listing Regulations is given in the notice of 32<sup>nd</sup> AGM.

#### C. Key Managerial Personnel

Mr. Keshav Kumar Jha resigned and Mr. Pramod Kumar Jain appointed as Chief Financial Officer of the Company w.e.f. 30<sup>th</sup> June, 2020.

Pursuant to Section 203 of the Act, the Key Managerial Personnel of the Company as on 31st March 2021 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(1)(b) read with Regulation 25(8) of the SEBI Listing Regulations. In the opinion of the Board, they fulfill the conditions of independence as specified in the Act and the Rules made there under and are independent of the management.

#### **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;
- 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.

#### **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 fulfillment 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 2020-21 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 is posted on the website of the company at <a href="https://www.purshottaminvestofin.in/codenpolicies.html">https://www.purshottaminvestofin.in/codenpolicies.html</a>

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 2020-21. 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.

of The details the said code the website are posted on 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. 014826C), as the Statutory Auditors of the Company from the conclusion of the 31<sup>st</sup> 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 2020-21 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. During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3)(ca) of the Act.

#### 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. During the

year under review, the Secretarial Auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3)(ca) of the Act.

#### 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 2021-2022. N G V R AND COMPANY LLP (Earlier Known as N G V R And COMPANY) was the Internal Auditor for the FY 2020-21.

#### **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 Bombay Stock Exchange (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 has complied with all the necessary applicable prudential norms of RBI being NBFC during the year under review.

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

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

# 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 relate and the date of report.

#### **Key Financial Ratios**

Key Financial Ratios for the financial year ended 31st March, 2021, 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.

#### **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 | Previous Year |
|---|--------------|---------------|
|   | 2020-21      | 2019-20       |
| Energy Conservation                       | NIL          | NIL           |
| Technology Absorption                     | NIL          | NIL           |
| Foreign Exchange<br>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, in view of the prevailing Covid-19 Pandemic, owing to the difficulties involved in dispatching of the physical copies of the Notice of the 32nd AGM and the Annual Report of the Company for the financial year ended 31st March, 2021 including therein the Audited Financial Statements for the year 2020-21, 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/-

Sd/-

Sahib Singh GusainPramod Kumar JainManaging DirectorDirector & CFODIN: 00649786DIN: 00112968

Date: 11.08.2021 Place: Delhi

#### Annexure-A

#### Nomination and Remuneration Policy

#### Objective

The key objectives of the Policy are as follows:

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

#### Definitions

- a) "Act" means the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time.
- b) "Board" means the Board of Directors of the Company.
- c) "Directors" shall mean Directors of the Company.
- d) "Key Managerial Personnel" or "KMP" means: in relation to a Company as defined sub-section 51 of Section 2 of the Companies Act, 2013, means and includes: (i) the Chief Executive Officer or the Managing Director or the manager; (ii) the Company Secretary; (iii) the Whole-Time Director; (iv) the Chief Financial Officer; (v) such other officer, not more than one level below the directors who is in 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.

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

#### a. Appointment criteria and qualifications:

- i) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or Senior Management and recommend to the Board his / her appointment.
- ii) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has the discretion to decide whether qualifications, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- iii) The Company shall not recommend or appoint or continue the employment of any person as the Managing Director, Whole-time director or Manager within the meaning of the Act, who has attained the age of 70 (seventy) years. Provided that the appointment of such a person who has attained the age of 70 (seventy) years shall be made with the approval of the Shareholders by passing a special resolution, based on the explanatory statement annexed to the notice for the Meeting of the Shareholders for such motion indicating the justification for appointment or extension of appointment beyond the age of 70 (seventy) years.
- b. **Term:** The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding 5 (five) years at a time. No reappointment shall be made earlier than 1 (one) year before the expiry of term.

#### c. Independent Director:

- i) An Independent Director shall hold office for a term up to 5 (five) consecutive years on the Board and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's Report.
- ii) No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of 3 (three) years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of 3 (three) years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
- iii) At the time of appointment of Independent Director(s) it should be ensured that number of Boards on which such Independent Director serves is restricted to 7 (seven) listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act or the SEBI Listing Regulations.
- d. **Evaluation:** The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management at regular intervals (yearly).

The evaluation of performance of the Board, its Committees and Individual Directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.

- The evaluation of independent directors shall be done by the entire board of directors which shall include –
- i) Performance of the directors; and
- ii) Fulfilment of the independence criteria as specified in these regulations and their Independence from the management: Provided that in the above evaluation, the directors who are subject to evaluation shall not participate.
- e. **Removal:** Due to reasons for any disqualification mentioned in the Act or under any other applicable law, rules and regulations, thereunder, the Committee may recommend, to the Board with reasons to be recorded in writing, removal of a Director, KMP or Senior Management, subject to the provisions and compliance of the said Act, such other applicable law, rules and regulations.
- f. **Retirement:** The Directors, KMP and Senior Management shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

g. Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management:

- i) The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the Shareholders of the Company and Central Government, wherever required.
- ii) The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down as per the provisions of the Act.
- iii) Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director or as laid down as per the provisions of the Act.
- h. Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management: The remuneration/ compensation/ commission etc. to be paid to Whole-time / Executive / Managing Director, KMP and Senior Management shall be governed as per provisions of the Companies Act, 2013 and Rules made there under or any other enactment for the time-being in force.
- i. **Remuneration to Non- Executive / Independent Director:** The non-executive Independent /Non-Independent Director may receive remuneration/ compensation/ commission as per the provisions of the Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/limits as provided under the Companies Act, 2013 and Rules made there under or any other enactment for the time being in force.

#### Membership:

- 1. The Committee shall comprise of at least (3) Directors, all of whom shall be non-executive Directors and at least half shall be Independent Directors.
- 2. The Board shall reconstitute the Committee as and when required to comply with the provisions of the Act and the SEBI Listing Regulations.
- 3. 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).
- 4. Membership of the Committee shall be disclosed in the Annual Report.
- 5. Term of the Committee shall be continued unless terminated by the Board of Directors.

#### Chairperson:

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

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

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

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

**Duties of the Nomination & Remuneration Committee Duties with respect to Nomination:** The duties of the Committee in relation to nomination matters include:

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

#### Duties with respect to Remuneration:

The duties of the Committee in relation to remuneration matters include:

- 1. to consider and determine the remuneration policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- 2. to recommend and approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and variable pay reflecting short and long term performance objectives appropriate to the working of the Company.
- 3. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- 4. to consider any other matters as may be requested by the Board.

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

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

#### Annexure-B

#### Form No. MR-3

#### SECRETARIAL AUDIT REPORT

#### FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2021

[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.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2021 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;

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- (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. But some
  documents, registers, files are needed to be maintained in more improvised and updated. Company management could
  take steps for maintaining more proper compliance system. Minutes of the meetings should be in compliance with the
  Secretarial standards laid down by ICSI. Management is taking appropriate steps to updated Statutory registers of the
  company.
- 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.
- Due to Covid-19 pandemic, and various preventive and safety guild lines were laid down by government, there was a limited access to documents, registers, files etc. of the company. We had received all the necessary information over mails and via other electronic means from the company. So, as per the due-diligence done by us of the available records and documents of company, maintenance of minutes of board meeting and committees and Statutory Registers of the company are in compliance with the applicable secretarial standards and various provisions of The Companies Act, 2013 to great extent, however further improvement will be appreciated.

We further report that based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Kundan Agrawal & Associates Company Secretaries FRN: S2009DE113700

Place: Ghaziabad, Uttar Pradesh Date: 31/07/2021

sd/-Kundan Agrawal Company Secretary Membership No.: - 7631 C.P. No. 8325 UDIN: - F007631C000717098

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<br>Median* | % increase in<br>Remuneration |
|------------------|----------------------|---------------------|-------------------------------|
| Mr. Sahib Singh  |                      | median              |                               |
| Gusain           | Managing Director    | 1.4:1               | None                          |
| Mr.Pramod        |                      |                     |                               |
| Kumar Jain       | Whole-time Director  | 2:1                 | None                          |
| Mr.Nitin Kumar   |                      |                     |                               |
| Patni            | Independent Director | -                   | None                          |
| Mr. Raj Kumar    |                      |                     |                               |
| Kedia            | Independent Director | -                   | None                          |
| Ms. Deepika      |                      |                     |                               |
| Arora            | Independent Director | -                   | None                          |
| Mr.Ankit Gupta   | Company Secretary    | 0.6:1               | None                          |

\*Ratio to median is determined on monthly salary basis.

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

4. The number of permanent employees on the rolls of Company as at 31.03.2021: 5

5. The average monthly increase of employee's salary for the FY 2020-21 was 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.

Sd/-

#### For Purshottam Investofin Limited

Sd/-

Sahib Singh Gusain

Managing Director

DIN: 00649786

Pramod Kumar Jain Director & CFO DIN: 00112968 Date: 11.08.2021 Place: Delhi

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#### **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.
- i. As on 31<sup>st</sup> March, 2021, the company has 5 Directors. 2 are Whole Time Directors and 3 are Non- Executive-Independent Directors. 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.

- ii. None of the Directors on the Board:
  - Holds directorships in more than ten public companies;
  - Serves as Director or as Independent Directors (ID) in more than seven listed entities;
- Who are Executive Directors serves as IDs in more than three listed entities.
- Necessary disclosures regarding Committee positions in other public companies as on March 31, 2021 have been made by the Directors.
- iii. 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.
- iv. Five 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:

29.06.2020, 16.07.2020, 10.11.2020, 13.01.2021 and 12.02.2021 during the Financial Year 2020-21. The necessary quorum was present for all the meetings.

v. 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 2020-2021, are given below:

| Name                      | Category                                 | Number of Committee<br>Memberships/ Chairmanships<br>held in other Public Limited<br>Companies incorporated in<br>India |        | No. of<br>Board<br>Meetings<br>Attended<br>during the<br>year | No. of other<br>directorship<br>in other<br>Indian and<br>overseas<br>companies |
|---------------------------|--|---|--------|---|---|
|                           |  | Chairman  | Member |   |   |
| Mr. Sahib<br>Singh Gusain | Executive Director,<br>Managing Director | -   | -      | 05  | 09  |
| Mr. Pramod<br>Kumar Jain  | Executive Director                       | -   | -      | 05  | 09  |
| Mr. Nitin<br>Kumar Patni  | Non-Executive<br>Independent<br>Director | -   | -      | 05  | -   |
| Mr. Raj<br>Kumar Kedia    | Non-Executive<br>Independent<br>Director | -   | -<br>  | 01  | -<br>   |
| Ms. Deepika<br>Arora*     | Non-Executive<br>Independent<br>Director | -   | -      | 04  | -   |

\*Ms. Deepika Arora, was appointed as Additional, Women Independent Director of the company w.e.f. 29.06.2020 and regularized in last AGM as Independent Director and attended 04 Board Meeting in F.Y. 2020-21. Ms. Sarbani Bhagat, Independent Director, resigns w.e.f 10.11.2020 and attended no board meetings in F.Y. 2020-21.

Mr. Sahib Singh Gusain, Mr. Pramod Kumar Jain, Ms. Deepika Arora were 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.

As on 31<sup>st</sup> March, 2021, None of non- executive directors held any shares in the Company.

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

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

#### vi. 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 directors 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 in line with the requirement of Listing Regulations and the Companies Act, 2013 is given herein below:

| Name of Director          | Profile   |
|---------------------------|---|
| Mr. Sahib Singh<br>Gusain | He is Managing Director of the Company. He has more than 15 years of experience in<br>the field of trading, decision making, tax, accounting, financing, investments, and legal.<br>He is expert in understanding and delivering business concepts in flashy and never<br>forgettable manner. He has adopted the good planning methods and executing<br>aggressive strategies to achieve business goals. He is also a member of audit |
|                           | committee and SRC of the company.   |
| Mr. Pramod Kumar<br>Jain  | Mr. Jain is CFO and Executive Director of the Company. He is Graduate by qualification.<br>He has a vast knowledge and experience in field of trading, decision making, tax,<br>accounting, financing, investments, entrepreneurship, compliance, risk management<br>and legal. He has handled diversified business and<br>having good experience in various segments He has adopted the good planning                                |
|                           | methods and executing aggressive strategies to achieve business goals.  |
| Mr. Nitin Kumar<br>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 and SRC of the Company.  |
| Mr. Raj Kumar<br>Kedia    | Mr. Raj Kumar Kedia is a Independent Director of the Company. He is Post Graduate MBA from IGNOU. He has experience in the field of tax, accounting, financing, investments, entrepreneurship, compliance, risk management and decision making. He is also a member of Nomination and remuneration committee of the Company.  |
| Ms. Deepika Arora         | Ms. Deepika Arora is a Woman, Independent Director of the Company. She is Graduate (B.com) from Delhi University. She has experience in the field of tax, accounting, financing, investments, compliance and decision making. She is also a Chairperson of Audit Committee, NRC and SRC of the Company.   |

#### vii. 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 13<sup>th</sup> January, 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 13.01.2021. 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 four times on 29.06.2020, 16.07.2020, 10.11.2020, 12.02.2021 during the financial year 2020-21. 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<br>Attended |
|------------------------|-------------|----------------------|
| Ms. Deepika Arora      | Chairperson | 3                    |
| Mr.Nitin Kumar Patni   | Member      | 4                    |
| Mr. Sahib Singh Gusain | Member      | 4                    |

\*Board reconstitutes the Audit Committee and appointed Ms. Deepika Arora in place of Ms. Sarbani Bhagat as member of this committee w.e.f. 29.06.2020 (Close of business hours)

Ms. Sarbani Bhagat attended 1 committee meeting in FY 2020-21.

Board further reconstitutes the Audit Committee and appointed Ms. Deepika Arora as the Chairperson of the committee in place of Nitin Kumar Patni w.e.f. 16.07.2020 (Close of business hours)

#### Stakeholder Relationship Committee

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

During the year, 4(Four) Stakeholders Relationship Committee Meeting was held as on 29.06.2020, 16.07.2020, 10.11.2020 and 12.02.2021.

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<br>attended |
|------------------------|-------------|-----------------------------|
| Ms. Deepika Arora      | Chairperson | 03                          |
| Mr. Nitin Kumar Patni  | Member      | 04                          |
| Mr. Sahib Singh Gusain | Member      | 04                          |

\*Board reconstitutes the Stakeholder Relationship Committee and appointed Ms. Deepika Arora in place of Mr. Pramod Kumar Jain as member of this committee w.e.f. 29.06.2020 (Close of business hours)

Mr. Pramod Kumar Jain attended 1 committee meeting in FY 2020-21.

Board further reconstitutes the Stakeholder Relationship Committee and appointed Ms. Deepika Arora as the Chairperson of the Committee in place of Nitin Kumar Patni w.e.f. 16.07.2020 (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<br>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 <u>https://www.purshottaminvestofin.in/codenpolicies.html</u>

During the year, 1 (One) Nomination and Remuneration Committee Meetings were held on 29.06.2020. 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<br>Meetings<br>attended |
|-----------------------|-------------|--------------------------------|
| Ms. Deepika Arora     | Chairperson | -                              |
| Mr. Nitin Kumar Patni | Member      | 01                             |
| Mr. Raj Kumar Kedia   | Member      | -                              |

\*Board reconstitutes the Nomination & Remuneration Committee and appointed Ms. Deepika Arora in place of Ms. Sarbani Bhagat as member of this committee w.e.f. 29.06.2020 (Close of business hours)

Ms. Sarbani Bhagat attended 1 committee meeting in FY 2020-21.

Board further reconstitutes the Nomination & Remuneration Committee and appointed Ms. Deepika Arora as the Chairperson of the committee in place of Nitin Kumar Patni w.e.f. 16.07.2020 (Close of business hours)

### **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<br>(In Rs.) | Directors'<br>Fees paid |
|---------------------------|---------------------------------------|---------------------------|-------------------------|
| Mr. Sahib Singh<br>Gusain | Managing Director                     | 8,40,000                  | Nil                     |
| Mr. Pramod<br>Kumar Jain  | Executive Director                    | 12,00,000                 | Nil                     |
| Ms. Deepika<br>Arora      | Independent Nor<br>Executive Director | n- Nil                    | Nil                     |
| Mr. Nitin Kumar<br>Patni  | Independent Nor<br>Executive Director | n- Nil                    | Nil                     |
| Mr. Raj Kumar<br>Kedia    | Independent Non-Executiv<br>Director  | e Nil                     | Nil                     |

\*Ms. Sarbani Bhagat resigned w.e.f. 10.11.2020 (Close of Business Hours). No sitting fee was paid to Ms. Sarbani Bhagat during the FY 2020-21.

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 12<sup>th</sup> August, 2021 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, 2021 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 <u>www.purshottaminvestofin.in</u>

### **Directors Inter-se Relations**

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

## Resignation Ms. Sarbani Bhagat, an Independent Director of the Company

Ms. Sarbani Bhagat, Independent Director, resign w.e.f 10th November, 2020 (Close of Business Hours) from the Board of Directors of the company due to some personal reasons and other pre-occupations and there is no other material reason other than mention in her resignation letter.

## **General Body Meeting**

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

| Particulars                | Date & Time                                      | Venue  |
|----------------------------|--|--|
| AGM                        | September 26 <sup>th</sup> 2020 at               | Through Video  |
| for F.Y 2019-<br>20        | 9:00 a.m.  | Conferencing   |
| AGM<br>for F.Y 2018-<br>19 | September 30 <sup>th</sup> 2019 at<br>10.00 a.m. | No33B, Radhey<br>Mohan Drive,<br>Village Fatehpur Beri<br>New Delhi-110074 |
| AGM<br>for F.Y 2017-<br>18 | September 29 <sup>th</sup> 2018 at<br>10.00 a.m. | No33B, Radhey<br>Mohan Drive,<br>Village Fatehpur Beri<br>New Delhi-110074 |

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

### Special Resolution(s)

Two Special Resolutions were passed by the shareholders at the Annual General Meeting held on September 26<sup>th</sup>, 2020 of the Company.

- 1. 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).
- 2. 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 30<sup>th</sup>, 2019 of the Company.

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

No Special Resolutions were passed by the shareholders at the Annual General Meeting held on September 29<sup>th</sup>, 2018 of the Company.

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 31.03.2021         | Financial Express (English)<br>Jansatta (Hindi) |
| Unaudited Financial Results for the Quarter ended on 31.12.2020 | Financial Express (English)<br>Jansatta (Hindi) |
| Unaudited Financial Results for the Quarter ended on30.09.2020  | Financial Express (English)<br>Jansatta (Hindi) |
| Unaudited Financial Results for the Quarter ended on 30.06.2020 | Financial Express (English)<br>Jansatta (Hindi) |

Shareholders' Information

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 <u>www.purshottaminvestofin.in</u>

| 1. Annual General Meeting    |  |
|------------------------------|--|
| Day :                        | Thursday   |
| Date :                       | September 30th 2021  |
| Time :                       | 05:00 P.M.   |
| Venue/Mode:                  | The Company is conducting meeting through video conferencing $(1)(C)$ (then audio visual means $(10A)(M')$ pursuant to the MCA                                     |
|                              | ('VC')/other audio visual means ('OAVM') pursuant to the MCA circular. For details please refer to the Notice of AGM.  |
| 2. Financial Year            | 1 <sup>st</sup> day of April to 31 <sup>st</sup> day of March for each year.   |
| 3. Date of Book Closure:     | Friday, 24th September, 2021 to Thursday, 30th September, 2021<br>(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<br>and therefore, finds it prudent not to propose any dividend for the<br>year under reporting. |
| 5. Listing on Stock Exchange | BSE LTD.   |
| 5 - 5 - 5 -                  | Listing fee for the aforesaid Stock Exchange have already been   |
|                              | paid for the financial year 2020-21.   |
|                              | Annual custodian charges of Depository have also been paid to  |
|                              | NSDL and CDSL for the financial year ended March 31, 2021.   |
| 5. Stock Code                | Bombay Stock Exchange: 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         | MAS Services Ltd.  |
| Transfer Agent               | 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      | The Company has not issued any GDRs / ADRs / Warrants or any   |
| GDRs/ADRs, and               | convertible instruments.   |
| Convertible Bonds,           |  |
| Conversion date and likely   |  |
| impact on equity             |  |
| 10. Plant Location           | Not Applicable   |
| 11. Address for              | Same as Registered Office  |
| Correspondence               |  |
|                              |  |

## 12. Compliance Officer

Mr. Ankit Gupta

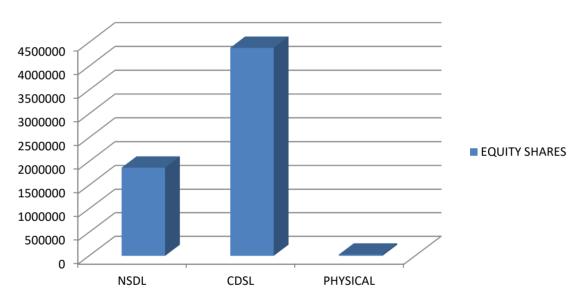
Ministry of Corporate Affairs vide its Circular No. 02/2021 dated 13 January 2021, have allowed companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their Annual General Meeting (AGM) on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020.

Accordingly, the Annual report of the Company for FY 2021 along with the Notice convening the 32<sup>nd</sup> 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 32<sup>nd</sup> AGM through VC or OAVM have been provided in the Notice. The Notice can be accessed on the Company's website at www.purshottaminvestofin.in 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. 1869193 Shares with NSDL and remaining 4387017 Shares with CDSL. The ISIN with NSDL and CDSL is INE729C01020.

As on 31<sup>st</sup> March, 2021



EQUITY SHARES

# Distribution of shareholding (as on 31<sup>st</sup> March 2021)

| Sr.<br>No. |             | No. of<br>Shareholders | % of total<br>Shareholders | No. of total<br>Shares held | Shareholding<br>in % age |
|------------|-------------|------------------------|----------------------------|-----------------------------|--------------------------|
| 1          | 1-5000      | 726                    | 88.97                      | 38538                       | 0.61                     |
| 2          | 5001-10000  | 17                     | 2.08                       | 14416                       | 0.22                     |
| 3          | 10001-20000 | 12                     | 1.47                       | 16828                       | 0.26                     |
| 4          | 20001-30000 | 7                      | 0.85                       | 17689                       | 0.28                     |
| 5          | 30001-40000 | 4                      | 0.49                       | 14435                       | 0.23                     |
| 6          | 40001-50000 | 5                      | 0.61                       | 22096                       | 0.35                     |

| 7 | 50001-100000   | 6   | 0.73   | 41816     | 0.66   |
|---|----------------|-----|--------|-----------|--------|
| 8 | 100001 & above | 39  | 4.77   | 6117757   | 97.361 |
|   | Total          | 816 | 100.00 | 62,83,575 | 100.00 |

7 holder are common in Demat & Physical

# Market Price Data; High/ Low during each month in financial year 2020-21\*

| Month  | Purshottam' | market price | BSE Se    | ensex     |
|--------|-------------|--------------|-----------|-----------|
|        | High        | Low          | High      | Low       |
| Apr-20 | 8.66        | 8.66         | 33,887.25 | 27,500.79 |
| May-20 | 9.35        | 8.95         | 32,845.48 | 29,968.45 |
| Jun-20 | 10.25       | 9.00         | 35,706.55 | 32,348.10 |
| Jul-20 | 12.45       | 9.95         | 38,617.03 | 34,927.20 |
| Aug-20 | 11.50       | 11.25        | 40,010.17 | 36,911.23 |
| Sep-20 | 10.79       | 8.79         | 39,359.51 | 36,495.98 |
| Oct-20 | 12.40       | 9.69         | 41,048.05 | 38,410.20 |
| Nov-20 | 12.75       | 10.85        | 44,825.37 | 39,334.92 |
| Dec-20 | 14.37       | 10.35        | 47,896.97 | 44,118.10 |
| Jan-21 | 12.50       | 9.63         | 50,184.01 | 46,160.46 |
| Feb-21 | 10.04       | 8.70         | 52,516.76 | 46,433.65 |
| Mar-21 | 10.50       | 7.90         | 51,821.84 | 48,236.35 |

\*Data source – official website of Bombay Stock Exchange <u>www.bse.india.com</u>

Shareholding Pattern (as on 31<sup>st</sup> March 2021)\*

| Categories                                       | No. of<br>Shares | Shareholding<br>in % |
|--|------------------|----------------------|
| Promoter and Promoter' Group                     | -                | -                    |
| Mutual Funds                                     | -                | -                    |
| Bodies Corporate                                 | 3708441          | 59.02                |
| Indian Public (Individuals & HUF)                | 1889524          | 30.07                |
| Foreign shareholding (NRIs / OCBs /<br>FIIs/FPI) | 315000           | 5.01                 |
| Others (Clearing Member/NRIs)                    | 370610           | 5.9                  |
| 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
- Loan Transaction of a material nature as per Regulation 23 of SEBI LODR, 2015 have been entered into by the Company with the company ("Plus Corporate Ventures Pvt. Ltd.") having common directors. However, the management furnishes the details of related party transactions on quarterly basis before the Audit Committee/ Board of Directors meetings. The particulars of transactions between the Company and the related parties for the year ended March 31, 2021, 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: <u>https://www.purshottaminvestofin.in/codenpolicies.html</u>

- 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 under 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 <u>https://www.purshottaminvestofin.in/codenpolicies.html</u> 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: <u>https://www.purshottaminvestofin.in/codenpolicies.html</u>
- g) No funds have been raised through preferential allotment or qualified institutions placement.
- h) Total fee of Statutory Auditor paid in in F.Y 2020-21 for all services rendered is 1,47,500 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 dated 19.06.2021 from Shri Kundan Agarwal, Company Secretary in Practice (FCS 7631, CP No. 8325) that none of the directors on the Board of Purshottam Investofin Limited has been debarred or disqualified from being appointed or continuing as directors of the Companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority. (Annexure-E)
- 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 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.

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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)

- n) During the period under review, the board has accepted all mandatory recommendation of committees.
- o) The Company has complied with all the applicable Accounting Standards.
- p) 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: 11.08.2021

#### 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, 2021 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, 2021.

Date: 29.06.2021 Place: Delhi sd/-Sahib Singh Gusain Managing Director DIN: 00649786 sd/-Pramod 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 Purshottam Investofin Limited L-7, Menz. Floor, Green Park Extension, Delhi-110016

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

(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) 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, 2021 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.<br>No. | Name of Director       | DIN      | Date of appointment in<br>Company |
|------------|------------------------|----------|-----------------------------------|
| 1.         | Mr. Sahib Singh Gusain | 00649786 | 13.08.2018                        |
| 2.         | Mr. Pramod Kumar Jain  | 00112968 | 13.08.2018                        |
| 3.         | Mr. Nitin Kumar Patni  | 08305842 | 17.12.2018                        |
| 4.         | Mr. Raj Kumar Kedia    | 08393960 | 23.03.2019                        |
| 5.         | Mr. Deepika Arora      | 08774487 | 29.06.2020                        |

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.

Place: Delhi Date : 19/06/2021 For Kundan Agrawal & Associates Company Secretaries FRN: S2009DE113700 sd/-

> Kundan Agrawal Company Secretary C.P. No. 8325 M.No-F7631 UDIN- F007631C000487770

#### Annexure-F

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

### To, <u>The Members</u> <u>PURSHOTTAM INVESTOFIN LIMITED</u> <u>L-7, Menz. Floor, Green Park Extension,</u> <u>Delhi-110016</u>

- We have examined the compliance of the conditions of Corporate Governance by Purshottam Investofin Limited ('the Company') for the year ended on March 31, 2021, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub- regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").
- 2) The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
- 3) In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2021.
- 4) We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Kundan Agrawal & Associates Company Secretaries FRN: S2009DE113700 sd/-

> Kundan Agrawal Company Secretary C.P. No. 8325 M.No-F7631 UDIN- F007631C000717494

Place: Ghaziabad Date : 31/07/2021

### 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.

Our success depends in large part upon our management team and key personnel, and our ability to attract and retain them.

#### **Covid-19 Pandemic**

2.

The Indian economy was negatively impacted by the unprecedented Covid-19 pandemic in 2020-21 with infections spreading across the country. The government took several measures like nationwide and regional lockdowns, restrictions on international travel, quarantine rules and social distancing norms to contain the pandemic. These measures adversely impacted business across most sectors.

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

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

During the year 2020-21, interest income is 31.36% (Previous year: 21.77%) and 65.86% turnover comes from trading in securities (Previous year: 77.70%). 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, 2021 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                | 2021   | 2020  | %Change | Reason   |
|----------------------------|--------|-------|---------|--|
| Net Interest Margin        | 1.63   | 10.18 | (84)    | Due to increase in<br>borrowings and less<br>interest income earned<br>due to covid19. |
| Inventory Turnover         | 6      | 7.22  | (16.89) | -  |
| Interest Coverage          | 5.35   | 5.38  | (0.55)  | -  |
| Current Ratio              | 130.87 | 90.45 | 44.68   | Due to Increase in Loans   |
| Debt Equity Ratio          | 0.70   | 0.01  | 6900    | Due to increase in<br>Borrowings   |
| Operating Profit<br>Margin | 24.58  | 2.83  | 768.55  | Due to Less expenses   |
| Net Profit Margin          | 17.45  | 1.16  | 1404    | Increase in net profit and<br>less expenses due to<br>covid19                          |
| Return on Net Worth        | 1.87   | 0.50  | 274     | Increase in net profit due<br>to less expenses due to<br>covid19                       |

\*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, 2021 in accordance with the applicable Indian Accounting Standards (Ind AS).

On behalf of the Board

For Purshottam Investofin Limited

Sd/- Sd/-

| Sahib Singh Gusain | Pramod Kumar Jain |
|--------------------|-------------------|
| Managing Director  | Director & CFO    |
| DIN: 00649786      | DIN: 00112968     |

Place: Delhi Date: 11.08.2021

## 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, 2021, 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, 2021, the profit and loss, changes in equity and its cash flows for the year ended on that date.

# Basis for Opinion

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

# Key Audit Matters

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

| Revenue Recognition   |   |
|---|---|
| The total expected cash flows of the instrument<br>over the life of the instrument must be<br>substantially based on the profit or loss, change<br>in the recognized net assets or fair value of the<br>recognized and un recognized net assets of the<br>entity over the life of the instrument. Profit or<br>loss and the change in the recognized net assets<br>shall be measured in accordance with relevant<br>accounting principles generally accepted in<br>India. | Our procedures included, amongst others, data<br>analysis of the expected flows of revenue<br>transactions and performing testing over transactions<br>that deviated from our expectations. |
| 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.   |  |
| Impact of Covid-19  |  |
| The Corona Virus (Covid-19) Pandemic has<br>contributed to a significant decline and volatility<br>in global and Indian markets, and significant<br>decrease in economic activity. On March 24,<br>2020 the Government of India announced a<br>nation-wide lockdown till April 14, 2020, which<br>was extended till May 31, 2020 through<br>subsequent announcements, to control the<br>spread of the virus. From 1st June onwards,<br>further relaxations in lockdown has been<br>granted across the country, which has helped<br>the company employees to contact the<br>borrowers. This has lead to significant disruption<br>and dislocations for individuals and businesses,<br>impacting the company's regular operations<br>including lending and collection activities due to<br>inability of employees to physically reach<br>borrowers. | Our audit involved application of procedures to<br>identify and assess the impact of various RBI<br>circulars having effect of granting relief to the<br>borrowers and thus, having direct impact on the<br>business of the company. |

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

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

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other pinformation; 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**

- As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure 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 Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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. The reporting on disclosures relating to Specified Bank Notes is not applicable to the company for the financial year ended March 31, 2021.

For STRG & Associates Chartered Accountants FRN: 014826N

sd/-

CA RAKESH GUPTA M No. 094040 UDIN: 21094040AAAAFK9541 Place: New Delhi Date: 29.06.2021

## "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 31<sup>ST</sup> March, 2021. We report that:

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

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

For STRG & ASSOCIATES CHARTERED ACCOUNTANTS FRN: 014826N sd/-

CA Rakesh Gupta Partner M. No.: 094040 UDIN: 21094040AAAAFK9541 Place: New Delhi Date: 29.06.2021

## "Annexure B" to the Auditors' Report

## <u>Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act,</u> 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Purshottam Investofin Limited** ("the Company") as of 31st March 2021 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 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 2021, 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: 21094040AAAAFK9541

Place: New Delhi Date: 29.06.2021

| S.No       | Descriptions                  | Note No. | Figures at the end of<br>Current reporting<br>period(Rs.) | Figures at the end of<br>Previous reporting<br>period(Rs.) |
|------------|-------------------------------|----------|---|--|
|            |                               |          | As at 31.03.2021  | As at 31.03.2020   |
|            | ASSETS                        |          |   |  |
| L          | Financial Assets              |          |   |  |
| _          | Cash & Cash Equivalents       | BS-A     | 3,045,880   | 496,370  |
|            | Investments                   | BS-B     | 960,412   | 8,525,294  |
|            | Loans                         | BS-C     | 503,913,744   | 266,285,755  |
|            | Trade Receivables             | BS-D     | 6,272   | 7,393,928  |
|            | Other Financial Assets        | BS-E     | 622,010   | 6,291,399  |
| Ш          | Non Financial Assets          |          |   |  |
|            | Property, Plant and Equipment | BS-F     | 2,335,753   | 2,797,777  |
|            | Loans & Advances              | BS-G     | -   | 28,473   |
|            | Deferred Tax Assets           | BS-H     | 400,060   | 323,693  |
|            | Other Non Financial Assets    | BS-I     | 6,423,642   | 8,932,401  |
| Total (I + | <br>· II)                     |          | 517,707,772   | 301,075,090  |
|            | EQUITIES & LIABILITIES        |          |   |  |
| <u>III</u> | Financial Liabilities         |          |   |  |
|            | Short Term Borrowings         | BS-J     | 1,210,073   | 1,217,228  |
|            | Trade Payables                | BS-K     | -   | 686,342  |
|            | Long Term Borrowings          | BS-L     | 211,485,828   | 1,210,073  |
|            | Other Financial Liabilities   | BS-M     | 540,575   | 262,008  |
| <u>IV</u>  | Non Financial Liabilities     |          |   |  |
|            | Short Term Provisions         | BS-N     | 2,135,144   | 1,029,430  |
|            | Deferred Tax Liability        |          | -   | -  |
| <u>v</u>   | Equity                        |          |   |  |
|            | Equity Share Capital          | BS-O     | 62,835,750  | 62,835,750   |
|            | Other Equity                  | BS-P     | 239,500,400   | 233,834,259  |
|            |                               | ·        | 517,707,772   | 301,075,090  |

#### Purshottam Investofin Limited Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016 Balance Sheet as at March 31, 2021

Significant Accounting Policies & Notes to Accounts refer to above For and on Behalf of the Board of Directors form an Integral Part of our financial statements **Purshottam Investofin Limited** As per our report attached For STRG & Associates **Chartered Accountants** (Firm Reg. No. 014826N) sd/sd/sd/sd/-Sd/-Rakesh Gupta Pramod Kumar Jain Sahib Singh Gusain Deepika Arora Ankit Gupta Partner **Managing Director** Independent Director Director & CFO **Company Secretary** M No: 094040 DIN: 00649786 DIN: 08774487 PAN: BKKPG9743D DIN:00112968 Place: New Delhi

Date: 29.06.2021

| Statement of Profit & Loss Account for the period ended March 31, 2021           S.No         Particulars         Note No.         Figures for the current         Figures |  |                     |                          |                        |  |
|--|--|---------------------|--------------------------|------------------------|--|
|  |  |                     | reporting period (Rs.)   | reporting period (Rs.) |  |
|  |  |                     | 31.03.2021               | 31.03.202              |  |
| l  | Revenue  |                     |                          |                        |  |
|  | Revenue from Operations  | PL-A                | 31,565,764               | 128,268,30             |  |
|  | Other Income   | PL-B                | 898,036                  | 658,60                 |  |
|  | Total (I)  |                     | 32,463,800               | 128,926,91             |  |
| Ш  | Expenses   |                     |                          |                        |  |
|  | Purchase in capital Market   |                     | 9,746,324                | 98,848,74              |  |
|  | Change in inventory of stock-in-trade                                      |                     | 5,669,389                | 15,454,69              |  |
|  | Employee Benefit Expenses  | PL-C                | 4,006,563                | 4,824,19               |  |
|  | Finance Cost   | PL-D                | 1,992,123                | 979,21                 |  |
|  | Depreciation and Amortization Expenses                                     | PL-E                | 1,060,601                | 1,252,82               |  |
|  | Other Administrative Expenses  | PL-F                | 2,393,380                | 4,517,07               |  |
|  |  |                     | 2,000,000                | 1,317,07               |  |
|  | Total (II)   |                     | 24,868,379               | 125,876,75             |  |
| <u>III</u>   | Profit before Exceptional and Extraordianry Items an<br>Tax (I - II)       | <u>d</u>            | 7,595,421                | 3,050,15               |  |
| <u>IV</u>  | Exceptional Items/Prior Period Items                                       |                     | -                        | 12,00                  |  |
| v  | Profit before Extraordinary Items and Tax (III - IV)                       |                     | 7,595,421                | 3,038,15               |  |
|  | Eutroprelinon ( Home   |                     |                          |                        |  |
| <u>VI</u><br>VII   | Extraordinary Items Profit before Tax (V - VI)                             |                     | 7 505 421                | 2 029 15               |  |
|  |  |                     | 7,595,421                | 3,038,15               |  |
| VIII   | Tax Expenses   |                     | 2 005 646                | 000.00                 |  |
|  | Current Tax  |                     | 2,005,646                | 899,93                 |  |
|  | Deferred Tax   |                     | 76,367                   | 125,28                 |  |
| <u>IX</u>  | Profit(Loss) for the Period before other comprehensi<br>Income(VII - VIII) | <u>ve</u>           | 5,666,142                | 2,263,51               |  |
| <u>x</u>   | Other Comprehensive Income   |                     |                          |                        |  |
| <u> </u>   |  |                     |                          | 1700 442               |  |
|  | A(i) Items that will not be reclassified to profit & loss                  |                     | -                        | (769,113               |  |
|  | 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                | ed                  |                          |                        |  |
|  | to profit & loss   |                     |                          |                        |  |
| <u>XI</u>  | Total Other Comprehensive Income (AI-II) + B(I-II)                         |                     | -                        | (769,113               |  |
| XII  | Profit(Loss) for the Period (IX + XI)                                      |                     | 5,666,142                | 1,494,40               |  |
| <u>/</u>   | Earning Per Equity Shares  |                     | 0,000,212                | _,,.                   |  |
|  | Basic  |                     | 0.90                     | 0.3                    |  |
|  | Diluted  |                     | 0.90                     | 0.3                    |  |
|  | Diluted  |                     | 0.90                     | 0.5                    |  |
| ignifica   | <br>ant Accounting Policies & Notes to Accounts refer to ab                | ove For an          | d on Behalf of the Board | of Directors           |  |
| -  | Integral Part of our financial statements                                  |                     | urshottam Investofin Lim |                        |  |
|  | our report attached  | r.                  |                          | iteu                   |  |
| -  | G & Associates   |                     |                          |                        |  |
|  | ed Accountants   |                     |                          |                        |  |
|  | eg. No. 014826N)   |                     |                          |                        |  |
| Sd/-   | -  | sd/-                | sd/-                     | sd/-                   |  |
| المراجع  |  | Describe            | Descended Marcard 1      |                        |  |
| Rakesh   |  | Deepika Arora       | Pramod Kumar Jain        | Ankit Gupta            |  |
| Partner  |  | ndependent Director |                          | Company Secretary      |  |
|  |  |                     |                          |                        |  |
| VI No: 0   | 194040 DIN: 00649786<br>Iew Delhi  | DIN: 08774487       | DIN : 00112968           | PAN: BKKPG9743D        |  |

#### Purshottam Investofin Limited Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016 atement of Profit & Loss Account for the period ended March 31. 2021

| Purshottam Investofin Limited                                    |      |  |
|--|------|--|
| Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016 |      |  |
| CASH FLOW STATEMENT FOR THE PERIOD APRIL 01, 2020 TO MARCH 31,   | 2021 |  |

| S. No. | Particulars   | Amount                        | Amount (Rs.)  |                               | Amount (Rs.) |  |
|--------|---|-------------------------------|---------------|-------------------------------|--------------|--|
| ١.     | CASH FLOW FROM OPERATING ACTIVITIES                           | For the year ended 31.03.2021 |               | For the year ended 31.03.2020 |              |  |
|        | Net Profit before Tax   | · · ·                         | 7,595,421     |                               | 3,038,159    |  |
|        | Add:- Depreciation  | 1,060,601                     |               | 1,252,825                     |              |  |
|        | Less:- Profit on sale of Fixed Assets                         |                               |               |                               |              |  |
|        |   |                               | 1,060,601     |                               | 1,252,825    |  |
|        | Adjustments(if any)   |                               | -             |                               | -            |  |
|        | Operating Profit before Working Capital Changes               |                               | 8,656,022     |                               | 4,290,984    |  |
|        | Adjustments for:  |                               |               |                               |              |  |
|        | Increase/(Decrease) in Other Current Liabilities & Provisions | 1,384,282                     |               | (318,850)                     |              |  |
|        | Increase/(Decrease) in Trade Payable                          | (686,342)                     |               | (11,066,438)                  |              |  |
|        | (Increase)/Decrease in Other Current Assets                   | 2,508,759                     |               | (5,277,506)                   |              |  |
|        | (Increase)/Decrease in Short Term Loans & Advances            | 28,473                        |               | 322,189                       |              |  |
|        | (Increase)/Decrease in Receivables                            |                               |               |                               |              |  |
|        |   | 7,387,656                     |               | (7,393,928)                   | (            |  |
|        | (Increase)/Decrease in stock in hand                          | 5,669,389                     | 16,292,217    | 15,454,696                    | (8,279,837)  |  |
|        | Cash Generated from Operations                                |                               | 24,948,239    |                               | (3,988,852)  |  |
|        | Income Tax  |                               | 2,005,646     |                               | 899,932      |  |
|        | Net Cash flow Generated from Operating Activities (A)         |                               | 22,942,593    |                               | (4,888,784)  |  |
| Ш.     | CASH FLOW FROM INVESTING ACTIVITIES                           |                               |               |                               |              |  |
|        | Long Term Loans & Advances Given                              | (237,627,989)                 |               | 2,624,648                     |              |  |
|        | Sale of Fixed Assets/ Investment                              | 7,564,882                     |               | -                             |              |  |
|        | Purchase of Fixed Assets                                      | (598,576)                     | (230,661,683) | (65,266)                      | 2,559,382    |  |
|        | Net Cash Flow Generated from Investing Activities (B)         | (000,070)                     | (230,661,683) | (00)200)                      | 2,559,382    |  |
| III.   | CASH FLOW FROM FINANCING ACTIVITIES                           |                               | (,,           |                               | ,,           |  |
|        | Short Term Borrowings   | (7,155)                       |               | 189,680                       |              |  |
|        | Long Term Borrowings  | 210,275,755                   | 210,268,601   | (1,308,056)                   | (1,118,376)  |  |
|        | Net Cash Flow Generated from Financing Activities (C)         | 210,273,755                   | 210,268,601   | (1,506,050)                   | (1,118,376)  |  |
| IV.    | Net increase in Cash & Cash Equivalents (A + B + C)           | + +                           | 2,549,510     |                               | 3,447,779    |  |
|        | Cash and Cash equivalents as on 1st April, 2020               | + +                           | 496,370       |                               | 3,944,150    |  |
|        | Cash and Cash equivalents as on 31st March, 2021              | 1                             | 3,045,880     |                               | 496,370      |  |
| ٧.     | Cash & Cash equivalents as stated in Balance Sheet            |                               | -,,- 30       |                               | ,            |  |
|        | Cash in Hand  | 1                             | 485,000       |                               | 390,972      |  |
|        | Cash at Bank and Cheques In Hand                              | 1                             | 2,560,880     |                               | 105,399      |  |
|        | Cash & Cash equivalents as stated in Balance Sheet            | 1                             | 3,045,880     |                               | 496,370      |  |

For and on Behalf of the Board of Directors Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements **Purshottam Investofin Limited** As per our report attached For STRG & Associates **Chartered Accountants** (Firm Reg. No. 014826N) Sd/sd/sd/sd/sd/-Rakesh Gupta Sahib Singh Gusain Deepika Arora Pramod Kumar Jain Ankit Gupta Director & CFO Partner Managing Director Independent Director **Company Secretary** M No: 094040 DIN: 00649786 DIN: 08774487 DIN:00112968 PAN: BKKPG9743D Place: New Delhi Date: 29.06.2021

## M/S Purshottam Investofin Limited Significant Accounting Policies and Notes to Accounts

## 1. BACKGROUND

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

## 2. SIGNIFICANT ACCOUNTING POLICIES

## a. <u>Basis of preparation of financial statements</u>

The financial statements for the year ended 31.03.2021 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 31.03.2020 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. <u>Use of estimates</u>

The preparation of financial statements in conformity with the Ind AS 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. <u>Revenue Recognition</u>

Revenue is recognized on accrual basis

## d. <u>Expenses Recognition</u>

Expenses are recognized on accrual basis.

## e. <u>Fixed assets</u>

## Tangible Assets

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

## Intangible Assets

Company is not having any intangible assets during the year 2020-21.

### f. Depreciation

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

## g. Investments

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

### h. Inventories

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

### i. Income Tax Expense

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

### j. <u>Deferred Tax</u>

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.

### I. <u>Leases</u>

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

### m. Earnings per share

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

### n. Provisions & Contingencies

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

### o. Foreign exchange transactions

There are no foreign exchange transactions during the year.

### 3. RELATED PARTY TRANSACTIONS

Related party Disclosures as identified by the management in accordance with the Indian Accounting Standard -24 issued under Section 133 of the Companies Act, 2013.

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

| Description of Relationship                                    | Name of Related Party  |
|--|--|
| Key Managerial Personnel                                       | Mr. Sahib Singh Gusain, Managing Director                        |
|  | Mr. Pramod Kumar Jain, WTD & CFO (CFO appointed from 30.06.2020) |
|  | Mr. Keshav Kumar Jha, CFO (Upto 30.06.2020)                      |
|  | Mr. Ankit Gupta, Company Secretary                               |
| Independent Directors  | Mr. Nitin Kuamr Patni (From 17.12.2018)                          |
|  | Ms. Sarbani Bhagat(Up to10.11.2020)                              |
|  | Mr. Raj Kumar Kedia (From 23.03.2019)                            |
|  | Ms. Deepika Arora (From29.06.2020)                               |
| Relative of KMP with whom<br>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<br>whom Transaction have been  | Postlo Trading Dut 1td   |
| whom Transaction have been undertaken                          | Beatle Trading Pvt. Ltd.<br>Plus Corporate Ventures Pvt. Ltd.    |
| undertaken   |  |

| Transaction with Related parties   |                                       |                                       |  |  |
|--|---------------------------------------|---------------------------------------|--|--|
|  | For the year ended<br>31st March 2021 | For the year ended<br>31st March 2020 |  |  |
| I. Entities over which key Management<br>Personnel or relatives of Key<br>Management Personnel having<br>Common Directorship with whom<br>Transaction have been undertaken |                                       |                                       |  |  |
| Beatle Trading Private Limited   |                                       |                                       |  |  |
| Loan Taken   | NIL                                   | 10,00,000/-                           |  |  |
| Loan Repaid  | NIL                                   | 10,00,000/-                           |  |  |
| Loan Given   | NIL                                   | NIL                                   |  |  |
| Repayment Received   | NIL                                   | NIL                                   |  |  |
| Plus Corporate Ventures Pvt Limited  |                                       |                                       |  |  |
| Loan Taken   | NIL                                   | 50,60,000/-                           |  |  |
| Loan Repaid  | NIL                                   | 50,60,000/-                           |  |  |
| Loan Given   | 2,85,00,000/-                         | 24,03,200/-                           |  |  |
| Repayment Received   | 3,19,62,587/-                         | 3,60,000/-                            |  |  |
| Reimbursement of Expenses  | NIL                                   | 38,400/-                              |  |  |
| Interest Charged   | 5,67,831/-                            | 39,091/-                              |  |  |
| Rent Paid  | 2,40,000/-                            | 2,40,000/-                            |  |  |
| Advane for property  | NIL                                   | 50,00,000/-                           |  |  |
| II. Transaction with Key Management<br>Personnel   |                                       |                                       |  |  |
| Ankit Gupta<br>Salary  | 3,30,000/-                            | 3,60,000/-                            |  |  |
| Yashpal Singh<br>Salary  | NIL                                   | 1,82,000/-                            |  |  |
| Keshav Kuamr Jha   |                                       | 4 62 026 /                            |  |  |
| Salary<br>Sahib Singh Gusain   | 27,120/-                              | 1,62,926/-                            |  |  |
| Salary   | 7,70,000/-                            | 8,40,000/-                            |  |  |
| Pramod Kumar Jain  |                                       |                                       |  |  |
| Salary   | 12,00,000/-                           | 12,00,000/-                           |  |  |
| III Transaction with Relatives Key<br>Management Personnel   |                                       |                                       |  |  |
| Vinita Jain<br>Salary  | 6,00,000/-                            | 5,50,000/-                            |  |  |

| Balances outstanding with the Related parties      |         |          |  |  |
|--|---------|----------|--|--|
| ParticularsAs onAs on31st March 202131stMarch 2021 |         |          |  |  |
| I. Key Management Personnel                        |         |          |  |  |
| Ankit Gupta  |         |          |  |  |
| Salary Outstanding                                 | 30000/- | NIL/-    |  |  |
| Keshav Kumar Jha                                   |         |          |  |  |
| Salary Outstanding                                 | NIL/-   | 27,120/- |  |  |

| Sahib Singh Gusain<br>Salary Outstanding  | 70,000/-    | NIL         |
|---|-------------|-------------|
| Pramod Kumar Jain<br>Salary Outstanding   | NIL/-       | NIL/-       |
| II Entities in which key Management<br>Personnel or relatives of Key<br>Management Personel holds<br>substantial Interest / Common Control    |             |             |
| Plus Corporate Ventures Private Limited<br>(Net Balance Shown after adjusting the<br>amount of reimbursement of expenses,<br>interest income) |             |             |
|   | 41,63,626/- | 20,58,382/- |

| Significant Accounting P<br>form an Integral Part of |                    | For and on Behalf of the Board of Directors<br>Purshottam Investofin Limited |                           |                          |  |
|--|--------------------|--|---------------------------|--------------------------|--|
| As per our report attach                             | ned                |  |                           |                          |  |
| For STRG & Associates                                |                    |  |                           |                          |  |
| <b>Chartered Accountants</b>                         |                    |  |                           |                          |  |
| (Firm Reg. No. 014826N                               | )                  |  |                           |                          |  |
| Sd/-   | sd/-               | sd/-   | sd/-                      | sd/-                     |  |
| Rakesh Gupta   | Sahib Singh Gusain | Deepika Arora  | Pramod Kumar Jain         | Ankit Gupta              |  |
| Partner  | Managing Director  | Independent Director   | <b>Director &amp; CFO</b> | <b>Company Secretary</b> |  |
| M No: 094040   | DIN: 00649786      | DIN: 08774487  | DIN:00112968              | PAN: BKKPG9743D          |  |
| Place: New Delhi                                     |                    |  |                           |                          |  |
| Date: 29.06.2021                                     |                    |  |                           |                          |  |
| UDIN: 21094040AAAAI                                  | FK9541             |  |                           |                          |  |
|  |                    |  |                           |                          |  |

| <u>BS-A</u>   |  | -          |       |  | Figures at the end of<br>current reporting period |  |
|---|--|------------|-------|--|---|--|
| <u>BS-A</u>   |  |            |       | As at 31.03.2021                                 | As at 31.03.202                                   |  |
|   | Cash & Cash Equivalents  |            |       |  |   |  |
|   | Balance with Banks   |            |       | 2,560,880  | 105,39  |  |
|   | Cash in Hand   |            |       | 485,000  | 390,97  |  |
|   | Total  |            |       | 3,045,880  | 496,37  |  |
| BS-B  | Investments  |            |       |  |   |  |
|   | Quoted   |            |       |  |   |  |
|   | Investment in Equity Shares, Fully paid up   |            |       |  |   |  |
|   | Aadhaar Venture India Ltd. (Equity Shares)   |            |       | 960,412  | 960,41  |  |
|   | 19,60,025 Shares   |            |       |  |   |  |
|   | Progressive Finlease Ltd (Equity Shares)   |            |       | -  | 7,564,88  |  |
|   | 7,50,000 Shares  |            |       |  |   |  |
|   | Unguoted   |            |       |  |   |  |
|   | Investment in Prefrence Shares, Fully paid up  |            |       |  |   |  |
|   | - in Subsidiaries  |            |       | -  |   |  |
|   | - in others  |            |       | -  |   |  |
|   | Total  |            |       | 960,412  | 8,525,29  |  |
|   | Market value of Quoted Investment  |            |       | 960,412  | *96041  |  |
|   | *Market value of Quoted Investment does not include  |            |       | ,  |   |  |
|   | value of Pine Animation Ltd and Progressive Finlease<br>Limited due to no trading in these scrips  |            |       |  |   |  |
| BS-C  | Loans  |            |       | 503,913,744                                      | 266,285,75  |  |
| <u> </u>  | (Unsecured considered Good unless otherwise stated)  |            |       | 303,313,711                                      |   |  |
|   | Total  |            |       | 503,913,744                                      | 266,285,75  |  |
| BS D  | Trade Receivables  |            |       |  |   |  |
| 03-0  | Debts outstanding for a period less than six month from  |            |       | 6,272  | 7,393,92  |  |
|   | the date they are due (Considered Good)  |            |       | 0,272  | 7,555,52  |  |
|   | Over Six Months  |            |       | -  |   |  |
|   | Total  |            |       | 7,393,92   |   |  |
|   | Other Financial Assets   | -          |       | 6,272  |   |  |
| DJ-L  | Equity Shares (Closing Stock)  | +          |       | 622.010  | £ 201.20  |  |
|   | Total  |            |       | 622,010<br>622,010                               | 6,291,39<br>6,291,39                              |  |
|   |  |            |       | 622,010  | 0,291,93  |  |
| <u>BS-G</u>   | Loans & Advances   |            |       |  |   |  |
|   | Staff Advance  |            |       | -  | 28,47   |  |
|   | Total  |            |       | -  | 28,47   |  |
| <u>BS-C</u><br>BS-D<br>BS-E<br>BS-G<br>BS-H<br>BS-H | Deffered Tax Assets  |            |       |  |   |  |
|   | Deferred Tax Assets  |            |       | 400,060  | 323,69  |  |
|   | Total  |            |       | 400,060  | 323,69  |  |
| BS-I  | Other Non Financial Assets   |            |       |  |   |  |
|   | TDS,TCS & Income Tax Refund Due  |            |       | 2,260,016  | 3,573,03  |  |
|   | Prepaid expenses   |            |       | -  | 67,62   |  |
|   | Gst Input  |            |       | -  | 11,74   |  |
|   | Advance For Property (Mumbai)  |            |       | 4,163,626  | 5,280,00  |  |
|   | Total  |            |       | 6,423,642  | 8,932,40  |  |
| form<br>As pe<br>For S<br>Chart                     | ificant Accounting Policies & Notes to Accounts refer to ab<br>n an Integral Part of our financial statements<br>er our report attached<br>STRG & Associates<br>tered Accountants<br>n Reg. No. 014826N) | ove        |       | on Behalf of the Board<br>shottam Investofin Lin |   |  |
| Sd/-  | sd/-   | sd         | /-    | sd/-   | sd/-  |  |
| -   | esh Gupta Sahib Singh Gusain   | Deepika    |       | Pramod Kumar Jain                                | -   |  |
| Partr   |  | ndependent |       | <b>Director &amp; CFO</b>                        | Company Secretary                                 |  |
| M No  | o: 094040 DIN: 00649786  | DIN: 0877  | 74487 | DIN : 00112968                                   | PAN: BKKPG9743D                                   |  |
|   | e: New Delhi   |            |       |  |   |  |

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

| Note No.                                   | Particulars  | Figures at the end of<br>current reporting period | Figures at the end of<br>current reporting period |  |
|--|--|---|---|--|
| DC I                                       | Chart Tarre Damarina   |   |   |  |
| <u>R2-1</u>                                |  | 1 210 072   | 1 217 220   |  |
| Total<br><u>BS-K</u> <u>Trade Payables</u> |  | 1,210,073   | 1,217,228   |  |
|  | Total  | 1,210,073   | 1,217,228   |  |
|  | 10101  | 1,210,073   | 1,217,220   |  |
| BC V                                       | Trade Payables   |   |   |  |
| <u>D3-N</u>                                |  |   |   |  |
|  |  |   | 686,342   |  |
|  |  |   | 000,042   |  |
|  | Total  |   | 686,342   |  |
| BC I                                       |  |   |   |  |
| DJ-L                                       | BS-K       Trade Payables         Msme Creditors       Image: Creditors Other Than Msme         Creditors Other Than Msme       Image: Creditors Other Than Msme         BS-L       Coreditors Other Than Msme         BS-L       Long Term Borrowing         Car Loan (Secured against Hypothecation of Car)       Image: Manak Estates and Finance Pvt. Ltd.         Manak Estates and Finance Pvt. Ltd.       Image: Manak Estates and Finance Pvt. Ltd.         Mansoon Trading Company Ltd       Sitara Properties Pvt Ltd.         Sundram Consultants Pvt. Ltd.       Image: Manak Estates and Finance Pvt. Ltd.         Sundram Consultants Pvt. Ltd.       Image: Manak Estates and Finance Pvt. Ltd.         Sundram Consultants Pvt. Ltd.       Image: Manak Estates Projects/Services         Advances against Projects/Services       Image: Manak Estates Pve: Manak Estates         TDS Payable       Interst on Ioan         Interst on Ioan       Image: Manak Estate Provisions for gratuity         Provision for income tax       Image: Manak Estate Provision for Audit Fee         Interst on For Audit Fee       Image: Manak Estate Provision for Audit Fee         Image: Manak Estate Provision for Audit Fee       Image: Manak Estate Provision for Audit Fee         Image: Manak Estate Provision for Audit Fee       Image: Manak Estate Provision for State         BS-O       Equity Share Cap |   | 1,210,073   |  |
|  |  | 8,700,000   | 1,210,073   |  |
|  |  |   |   |  |
|  |  | 130,978,472                                       |   |  |
|  |  | 70,507,356  |   |  |
|  |  | 1,300,000   | 4 340 97  |  |
|  |  | 211,485,828                                       | 1,210,073   |  |
| BS-M                                       |  |   |   |  |
|  | Creditors for Expenses   | 198,200   | 208,500   |  |
|  | Advances against Projects/Services   | -   | (369)   |  |
| BS-N 9<br>BS-N 9<br>BS-N 9<br>BS-N 9<br>I  | TDS Payable  | 182,718   | 53,877  |  |
|  | Interst on loan  | 159,657   |   |  |
|  | Total  | 540,575   | 262,008   |  |
| BS-N                                       | Short Term Provisions  |   |   |  |
| <u></u>                                    |  | 10,698  | 10,698  |  |
|  |  | 2,005,646   | 899,932   |  |
|  |  | 118,800   | 118,800   |  |
|  |  | 2,135,144   | 1,029,430   |  |
| Note No.                                   | Particulars  | Figures at the end of                             | Figures at the end of                             |  |
|  |  | current reporting period                          | current reporting period                          |  |
|  |  | As at 31.03.2021                                  | As at 31.03.2020                                  |  |
| <u>BS-O</u>                                | Equity Share Capital:  |   |   |  |
|  |  |   |   |  |
|  | 1,71,00,000 equity shares of Rs. 10/- each   | 171,000,000                                       | 171,000,000                                       |  |
|  | (Last Year 1,71,00,000 Equity Shares of Rs 10/- each)  |   |   |  |
|  | Issued, Subscribed and Paid up:  |   |   |  |
|  | Shares at the beginning of Accounting Period   | 62,835,750  | 62,835,750  |  |
|  | 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  | 62,835,750  | 62,835,750  |  |
|  | (Last Year 62,83,575 Equity Shares)  |   |   |  |
| <u>BS-O-(i)</u>                            | <b>Terms/Rights attached to Equity Shares</b><br>The company had only one class of equity shares having a par valu<br>vote per share. In the event of liquidation of company, the holder<br>company after distribution of all preferential amounts. The distribution<br>the share holders.   | s of equity shares will be entitled to rece       | eive remaining assets of                          |  |

| <u>-0-(ii)</u> | Shareholders holding more than 5% shares in the company along with number of shares.                   |                            |                                      |  |                  |  |  |  |  |  |
|----------------|--|----------------------------|--------------------------------------|--|------------------|--|--|--|--|--|
|                |  |                            | As or                                | n 31.03.2021                                       | As on 31.03.2020 |  |  |  |  |  |
|                | Name   |                            | No. of shares                        | % of shares  | No. of shares    |  |  |  |  |  |
|                | Peeyush Kumar Aggarwal huf   |                            | 831,449                              | 13.23  | 1,366,668        |  |  |  |  |  |
|                | Plus Corporate ventures Pvt Lt   | d                          | 241,635                              | 3.85   | 1,246,635        |  |  |  |  |  |
|                | Broadband Pacenet India Pvt L  | td                         | -                                    | -  | 1,102,087        |  |  |  |  |  |
|                | Geeta Aggarwal   |                            | -                                    | -  | 333,058          |  |  |  |  |  |
|                | Capston Capital Partners   |                            | 315,000                              | 5.01   | 315,000          |  |  |  |  |  |
|                | HALLOW SECURITIES PRIVATE  |                            | 1005000                              | 15.99  | -                |  |  |  |  |  |
|                | SHIRAJ MARKETING PRIVATE L   |                            |                                      | 19.06  | -                |  |  |  |  |  |
|                |  |                            | 1,197,583                            | As on 31.03.2021                                   | As on 31.03.2020 |  |  |  |  |  |
| BS-P           | Other Equity   |                            |                                      |  |                  |  |  |  |  |  |
|                | Provision For Standard Assets  |                            |                                      |  |                  |  |  |  |  |  |
|                | At the beginning of Accounting   | Period                     |                                      | 665,714  | 5,159,337        |  |  |  |  |  |
|                | Addition during the year   | ,                          |                                      | 594,070  | (4,493,623)      |  |  |  |  |  |
|                | At the end of Accounting Perio   | od (I)                     |                                      | 1,259,784  | 665,714          |  |  |  |  |  |
|                | Statutory Reserve  |                            |                                      |  |                  |  |  |  |  |  |
|                | At the beginning of Accounting Period  |                            |                                      | 2,795,957  | 2,188,326        |  |  |  |  |  |
|                | Addition during the year   |                            |                                      | 1,133,228  | 607,632          |  |  |  |  |  |
|                | At the end of Accounting Perio   | od (II)                    |                                      | 3,929,184  | 2,795,957        |  |  |  |  |  |
|                | Security Premium Account   |                            |                                      |  |                  |  |  |  |  |  |
|                | At the beginning of Accounting   | g Period                   |                                      | 236,663,358  | 236,663,358      |  |  |  |  |  |
|                | Addition during the year   |                            |                                      | -  | -                |  |  |  |  |  |
|                | At the end of Accounting Peri  | od (III)                   |                                      | 236,663,358  | 236,663,358      |  |  |  |  |  |
|                | FCD Forfeiture Reserve   |                            |                                      |  |                  |  |  |  |  |  |
|                | At the beginning of Accounting   | g Period                   |                                      | 2,343,800  | 2,343,800        |  |  |  |  |  |
|                | Addition during the year   |                            |                                      |  | -                |  |  |  |  |  |
|                | At the end of Accounting Perio   | od (IV)                    |                                      | 2,343,800  | 2,343,800        |  |  |  |  |  |
|                | Share Forfeiture Reserve   | Devia                      |                                      | 4 200 500  | 4 200 500        |  |  |  |  |  |
|                | At the beginning of Accounting   | g Period                   |                                      | 1,206,500  | 1,206,500        |  |  |  |  |  |
|                | Addition during the year<br>At the end of Accounting Perio   | ad (\)                     |                                      | 1 206 500  | - 1 200 500      |  |  |  |  |  |
|                | Profit & Loss Account  | 5a (V)                     |                                      | 1,206,500  | 1,206,500        |  |  |  |  |  |
|                | At the beginning of Accounting   | Period                     |                                      | (3,840,810)  | (9,990,315)      |  |  |  |  |  |
|                | Addition during the year   | , renou                    |                                      | 5,666,142  | 2,263,514        |  |  |  |  |  |
|                | Transfer to Provision for Stand  | ard Assets                 |                                      | (594,070)  | 4,493,623        |  |  |  |  |  |
|                | Transfer to Statutory Reserve  |                            |                                      | (1,133,228)  | (607,632)        |  |  |  |  |  |
|                | At the end of Accounting Perio   | od (VI)                    |                                      | 98,033   | (3,840,810)      |  |  |  |  |  |
|                | Other Comprehensive Income   |                            |                                      |  | (2,3:0,0-3)      |  |  |  |  |  |
|                | At the beginning of Accounting   | g Period                   |                                      | (6,000,260)  | (5,231,147)      |  |  |  |  |  |
|                | Addition during the year   |                            |                                      | -  | (769,113)        |  |  |  |  |  |
|                | At the end of Accounting Peri  | od (VII)                   |                                      | (6,000,260)  | (6,000,260)      |  |  |  |  |  |
|                | Total  |                            |                                      | 239,500,400  | 233,834,259      |  |  |  |  |  |
| forn<br>As p   | <br>ificant Accounting Policies & Noi<br>n an Integral Part of our financial<br>er our report attached |                            | above                                | For and on Behalf of the B<br>Purshottam Investofi |                  |  |  |  |  |  |
| Chai<br>(Firr  | STRG & Associates<br>rtered Accountants<br>n Reg. No. 014826N)   | .,                         |                                      |  | .,               |  |  |  |  |  |
| Sd/-<br>Rake   | esh Gupta  | sd/-<br>Sahib Singh Gusain | -/sd<br>Deepika Ar<br>Independent Di | ora Pramod Kumar                                   |                  |  |  |  |  |  |

Date: 29.06.2021

|  | Stat          | tement of changes   | in equity for the    | year ended 31.0    | <u>3.2021</u>          |                    |                     |
|--|---------------|---------------------|----------------------|--------------------|------------------------|--------------------|---------------------|
| Particulars                                | Share Capital | Security<br>Premium | Statutory<br>Reserve | Special<br>Reserve | Revaluation<br>Reserve | Other<br>Provision | Retained<br>Earning |
| Balance at 01.04.2019                      | 62,835,750.00 | 236,663,358.00      | 2,188,326.00         | 3,550,300.00       | (5,231,147.00)         | 5,159,337.00       | (9,990,315.00)      |
| Change In Accounting<br>Policy             |               |                     |                      |                    |                        |                    |                     |
| Restated Balance                           | 62,835,750.00 | 236,663,358.00      | 2,188,326.00         | 3,550,300.00       | (5,231,147.00)         | 5,159,337.00       | (9,990,315.00)      |
| Change in Equity for the<br>Financial Year | -             | -                   | -                    | -                  | -                      |                    | -                   |
| Issue of Share Capital                     | -             | -                   | -                    | -                  | -                      |                    | -                   |
| Dividends                                  | -             | -                   | -                    | -                  | -                      |                    | -                   |
| Income for the Year                        | -             | -                   | -                    | -                  | -                      |                    | 2,263,515.00        |
| Revaluation Gain                           | -             | -                   | -                    | -                  | (769,113.00)           |                    | -                   |
| Transfer during the Year                   | -             | -                   | 607,632.00           | -                  | -                      | (4,493,623.00)     | 3,885,991.00        |
| Balance at 31.03.2020                      | 62,835,750.00 | 236,663,358.00      | 2,795,956.00         | 3,550,300.00       | (6,000,260.00)         | 665,714.00         | (3,840,810.00)      |
| Change in Equity for the<br>Financial Year | -             | -                   | -                    | -                  | -                      |                    | -                   |
| Issue of Share Capital                     | -             | -                   | -                    | -                  | -                      |                    | -                   |
| Dividends                                  | -             | -                   | -                    | -                  | -                      |                    | -                   |
| Income for the Year                        | -             | -                   | -                    | -                  | -                      |                    | 5,666,142.00        |
| Revaluation Gain                           | -             | -                   | -                    | -                  | -                      |                    | -                   |
| Transfer during the Year                   | -             | -                   | 1,133,228.00         | -                  | -                      | 594,070.00         | (1,727,298.00)      |
| Balance at 31.03.2021                      | 62,835,750.00 | 236,663,358.00      | 3,929,184.00         | 3,550,300.00       | (6,000,260.00)         | 1,259,784.00       | 98,033.00           |

| Purshottam Investofin Limited                                    |
|--|
| Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016 |
| atoment of changes in equity for the year ended 21.02.2021       |

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/-Rakesh Gupta Sahib Singh Gusain Deepika Arora Managing Director Independent Director Partner M No: 094040 DIN: 00649786 DIN: 08774487 Place: New Delhi

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

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

sd/-

sd/-Ankit Gupta **Company Secretary** PAN: BKKPG9743D

Date: 29.06.2021

| Purshottam Investofin Limited   |
|---|
| Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016                          |
| Notes to and forming Part of Statement of Profit & Loss for the year ended March 31, 2021 |

| Note<br>No. | Particulars                                   | Figures for the current reporting period (Rs.) | Figures for the current reporting period (Rs.) |
|-------------|---|--|--|
|             | Bournau from Onesetions                       | 31.03.2021                                     | 31.03.2020                                     |
| <u>PL-A</u> | Revenue from Operations Interest Income       | 10,183,337                                     |  |
|             |   |  | 28,079,557                                     |
|             | Sale in Stock Market                          | 20,726,214                                     |  |
|             | Future & Option                               | 656,214  | 101,177,914                                    |
|             |   | 050,214  | (989,165)                                      |
|             | Total   | 31,565,764                                     | 128,268,306                                    |
|             |   |  |  |
| <u>PL-B</u> | Other Income                                  |  | 171.010  |
|             | Dividend Income Interest on Income Tax Refund | 4,125 61,790                                   | 471,948<br>147,876                             |
|             | Interest Received on FD                       | 897,003  |  |
|             | Capital Gain/Loss                             | (64,882)                                       | -  |
|             | Other Income                                  | -  | 38,782   |
|             | Total   | 898,036  | 658,606  |
| PL-C        | Employee Benefit Expenses                     |  |  |
|             | Employee Salary                               | 3,783,961                                      |  |
|             |   |  | 4,665,678                                      |
|             | Staff Welfare                                 | 222,602  | 158,520  |
|             | Total   | 4,006,563                                      | 4,824,198                                      |
|             |   |  |  |
| <u>PL-D</u> | Financial Cost                                |  |  |
|             | Bank Charges                                  | 20,278   | 1,966  |
|             | Interest on Car Loan                          | 159,628  | 1,500  |
|             |   |  | 258,480  |
|             | Financial Charges                             | 33,313   |  |
|             |   | 4 770 000                                      | 718,767  |
|             | Interest on Loan Total                        | 1,778,903<br>1,992,123                         | 979,213  |
|             | Iotai   | 1,552,125                                      | 575,213  |
| PL-E        | Depreciation & Amortization Expenses          |  |  |
|             | Depreciation                                  | 1,060,601                                      |  |
|             |   |  | 1,252,825                                      |
|             | Tatal   | 1 000 001                                      | 1 252 825                                      |
|             | Total   | 1,060,601                                      | 1,252,825                                      |
| PL-F        | Other Administrative Expenses                 |  |  |
|             | Advertisment Expenses                         | 29,972   |  |
|             |   |  | 23,008   |
|             | Audit Fees                                    | 159,500  | 141 800  |
|             | Baddebts                                      |  | 141,800  |
|             |   |  | 2,324,141                                      |
|             | Car Running & Maint. Exp                      | 515,801  |  |
|             |   |  | 473,131  |
|             | Car Insurance                                 | 118,925  | 92,101   |
|             | CDSL Fees                                     | 26,550   | 52,101   |

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|       |                                       |                                     | 26,550                      |
|-------|---------------------------------------|-------------------------------------|-----------------------------|
|       | Conveyance Expenses                   | 422                                 | 5,900                       |
|       | DMAT Charges                          | 45,248                              | 57,871                      |
|       | Interest on Delayed Payment of TDS    | 1,705                               |                             |
|       | Membership Fee                        | -                                   | 1,710                       |
|       | Misc Expenses                         | 436,179                             | 103,456                     |
|       | NSDL Fees                             | 50,150                              | 9,668                       |
|       | Office Expenses                       | 24,490                              |                             |
|       | Postage & Courier                     | 4,702                               | 12,956                      |
|       | Printing & Stationery                 | 25,000                              | 13,784                      |
|       | Professional Expenses                 | 29,500                              | 22,590                      |
|       | Rating Fees                           | 38,592                              | 46,245                      |
|       | Rent expense                          | 240,000                             |                             |
|       | Repair & Maintenance                  | -                                   | 240,000                     |
|       | ROC Filing Fees                       | 65,200                              | 5,250                       |
|       | Server Maintenance Exp                | -                                   | 7,800                       |
|       | Software Development Exp              | 18,028                              | 7,000                       |
|       | Short & Excess                        | -                                   | 19,620                      |
|       | Stock exchange Fees                   | 354,000                             | 10,475                      |
|       | Tds Late Fees                         | 3,600                               | 354,000                     |
|       | Trade mark charges                    |                                     | 800                         |
|       | Travelling Expenses                   | -                                   | 18,900                      |
|       | Telephone & Internet Expenses         | 64,943                              | 188,822                     |
|       | Water Expenses & Electricity Charges  | 113,267                             | 63,502                      |
|       | Website Expense                       | 27,607                              | 195,82                      |
|       | Total                                 | 2,393,380                           | 50,172<br><b>4,517,078</b>  |
|       |                                       | 2,353,300                           | 4,517,670                   |
|       | Notes to accounts & Other Disclosures | <u>Year Ended March 31,</u><br>2021 | Year Ended March 31<br>2020 |
| 1 (a) | Contingent Liabilities                | NIL                                 | NI                          |
| 1 (b) | Capital Commitments                   | NIL                                 | NI                          |
| 1 (c) | Other Commitments                     | NIL                                 | NI                          |
| 2     | Detail of Remuneration to Auditor     |                                     |                             |
|       | For Audit Fees                        |                                     |                             |
|       | GST Audit Fees                        | 17,700                              |                             |
|       | Internal Audit                        | 12,000                              | 12,00                       |
|       | Statutory Audit Fees                  | 90,860                              | 90,86                       |
|       |                                       |                                     | 50,00                       |

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|    | Tax Audit Fees   |  | 38,940   |   |
|----|--|--|--|---|
|    |  |  | ,  | 38,940  |
|    | For Reimbursement of Expenses  |  |  | NI  |
| 3  | Value of Import on CIF Basis   |  | NIL  | NI  |
| 3  |  |  | INIL   |   |
| 4  | Earning/Expenditure in Foreign Currency  |  | NIL  | NI  |
| 5  | Earning Per Share  |  | 0.90   |   |
|    |  |  |  | 0.3   |
|    | Particulars  | 1  | As on 31st March , 2021  | As on 31st March , 202  |
|    | Net Profit/(Loss) after tax (in Rs)  |  | 5,666,142  |   |
|    |  |  | C 000 575  | 2,263,51  |
|    | Weighted Average No. of Equity Shares  |  | 6,283,575  | 6,283,57  |
|    | Earning Per Share (in Rs)  |  | 0.90   | 0,200,074   |
|    |  |  |  | 0.3   |
|    | Nominal Value per equity share (in Rs)   |  | 10   | 1   |
|    | disclosed under the Micro, Small and Medium E  | • •  | -  | ermined to the extent suc   |
| 0. | disclosed under the Micro, Small and Medium E<br>parties have been identified on the basis of infor<br>liability of interest on overdue payment have not b<br>In the opinion of the management of the comp<br>ordinary course at least equal to the figures stated<br>In the absence of any permanent diminution in the<br><u>Previous Year Figures</u><br>Figures of the previous year have been regroup<br>classification. | mation available with<br>been given.<br>any, the current asse<br>in the balance sheet a<br>Long Term investmer | ent Act, 2006 has been det<br>the company. Therefore, the<br>ets and loans & advances h<br>and provisions for all known<br>ats, the Long Term investment | ermined to the extent suc<br>ne prescribed disclosures fo<br>have realization value in th<br>liabilities have been made.<br>hts are stated at cost. |

Place: New Delhi Date: 29.06.2021

#### Purshottam Investofin Limited Regd. Office:- L-7, Menz Floor, Green Park Extn.New Delhi-110016 PROPERTY PLANT & EQUIPMENT SCHEDULE AS PER COMPANIES ACT, 2013 FOR PERIOD ENDED ON 31ST MARCH 2021

| <u>BS-F</u>      |                    |                                 |               |           |                    |                    |           |                         |                         |  |  |
|------------------|--------------------|---------------------------------|---------------|-----------|--------------------|--------------------|-----------|-------------------------|-------------------------|--|--|
|                  |                    | GROSS B                         | LOCK          |           | ſ                  | DEPRECIATION       |           |                         | NET BLOCK               |  |  |
| PARTICULARS      | Opening<br>Balance | Additions<br>During<br>the year | Sale/<br>Adj. | TOTAL     | Opening<br>Balance | During<br>the Year | TOTAL     | WDV AS ON<br>31/03/2021 | WDV AS ON<br>31/03/2020 |  |  |
| Car (BMW)        | 5,895,200          |                                 |               | 5,895,200 | 3,224,064          | 834,196            | 4,058,260 | 1,836,940               | 2,671,136               |  |  |
| -<br>Laptop      | 146,419            | 367,034                         |               | 513,453   | 136,671            | 101,146            | 237,817   | 275,636                 | 9,748                   |  |  |
| Office Equipment | 151,893            | 81,542                          |               | 233,435   | 44,533             | 99,345             | 143,878   | 89,557                  | 107,360                 |  |  |
| Printer          | 12,373             |                                 |               | 12,373    | 2,840              | 6,021              | 8,861     | 3,512                   | 9,533                   |  |  |
| Car New          |                    | 150,000                         |               | 150,000   | -                  | 19,893             | 19,893    | 130,107                 | -                       |  |  |
| TOTAL            | 6,205,885          | 598,576                         | -             | 6,804,461 | 3,408,108          | 1,060,601          | 4,468,709 | 2,335,753               | 2,797,777               |  |  |

## DEPRECIATION ALLOWABLE AS PER INCOME TAX ACT FOR THE YEAR ENDED 31ST MARCH 2021

| OPENING WDV    | ADDITIONS DURING   |  | SALES DURING   | TOTAL   | DEPRECIATION   | CLOSING<br>WDV   |
|----------------|--|--|--|---|--|--|
| ( RS.)         | BEFORE   | AFTER  | THE YEAR   |   | FOR F.Y. 20-21   | (RS.)  |
| AS ON 01-04-20 | 30-09-2020   | 30-09-2020   |  |   |  | AS ON 31-<br>03-21   |
|                |  |  |  |   |  |  |
|                |  |  | -  |   |  |  |
| 26,603         | 223,454  | 143,580  | -  | 393,637   | 128,739  | 264,898  |
| 9,898          | -  |  | -  | 9,898   | 3,959  | 5,939  |
|                |  |  |  |   |  |  |
| 3,932,318      | -  |  | -  | 3,932,318   | 589,848  | 3,342,470  |
| -              | -  | 150,000  | -  | 150,000   | 11,250   | 138,750  |
| 115,089        | -  | 81,542   | -  | 196,631   | 23,379   | 173,252  |
| 4,083,908      | 223,454  | 375,122  | -  | 4,682,484   | 757,175  | 3,925,309  |
|                | ( RS.)<br>AS ON 01-04-20<br>26,603<br>9,898<br>3,932,318<br>-<br>115,089 | ( RS.)         BEFORE           AS ON 01-04-20         30-09-2020           26,603         223,454           9,898         223,454           9,898         -           3,932,318         -           115,089         - | (RS.)         BEFORE         AFTER           AS ON 01-04-20         30-09-2020         30-09-2020           AS ON 01-04-20         30-09-2020         30-09-2020           26,003         223,454         Affield           26,603         223,454         Affield           9,898         20         443,580           3,932,318         Affield         150,000           115,089         Affield         81,542 | (RS.)         BEFORE         AFTER         THE YEAR           AS ON 01-04-20         30-09-2020         30-09-2020         -           26,003         223,454         143,580         -         -           9,898         223,454         143,580         -         -           9,898         223,454         143,580         -         -           9,898         3,932,318         -         -         -           115,089         -         150,000         -         -           115,089         -         81,542         -         - | (RS.)         BEFORE         AFTER         THE YEAR           AS ON 01-04-20         30-09-2020         30-09-2020 | (RS.)BEFOREAFTERTHE YEARFOR F.Y. 20-21AS ON 01-04-2030-09-202030-09-2020 |

form an Integral Part of our financial statements **Purshottam Investofin Limited** As per our report attached For STRG & Associates **Chartered Accountants** (Firm Reg. No. 014826N) Sd/sd/sd/sd/sd/-Sahib Singh Gusain **Rakesh Gupta** Deepika Arora Pramod Kumar Jain Ankit Gupta Managing Director Independent Director Director & CFO Partner **Company Secretary** 

DIN: 08774487

DIN:00112968

PAN: BKKPG9743D

DIN: 00649786

M No: 094040

Place: New Delhi Date: 29.06.2021

## Purshottam Investofin Limited

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

|   | For the year Ended 31.03.2021 |
|---|-------------------------------|
| CALCULATION OF DEFERRED TAX AS ON 31ST MARCH 2021   | Amount                        |
| W.D.V OF FIXED ASSETS AS PER COMPANIES ACT          | 2,335,753                     |
| LESS:W.D.V OF FIXED ASSETS AS PER I.T. ACT          | 3,925,309                     |
| DIFFERENCE  | 1,589,557                     |
| DEFERRED TAX (LIABILITY)/ASSET AS ON 31.03.2021     | 400,060                       |
| DEFERRED TAX (LIABILITY)/ASSET AS ON 31.03.2020     | 323,693                       |
| DEFERRED TAX (LIABILITY)/ASSET CREATED FOR THE YEAR | 76,367                        |

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

Unit: Purshottam Investofin Ltd.

#### UPDATION OF SHAREHOLDER INFORMATION FOR PHYSICAL HOLDINGS

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

General Information:

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

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

#### **Bank Details:**

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

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

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

Signature of Sole/ First holder

Place: Date:

Encl. :

Notes :

1) Scanned copy of the above form, duly completed along with the necessary documents, can also be sent to us on the following e-mail IDs : <u>info@masserv.com</u> or <u>pil.cs0187@gmail.com</u>

2) Members holding Shares in demat form are requested to submit the Updation Form to their respective Depository Participant.

| Notes |   |
|-------|---|
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