Regd. Office: 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai - 400030

Tel.: (0731) 4241914

E-mail: premiercapservices@gmail.com

PREMIER CAPITAL SERVICES LTD.

CIN: L65920MH1983PLC030629



Date: 09.10.2017

To,
The Department of Corporate Services,
BSE Limited,
25, P.J. Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code - 511016

Subject: Submission of 34th Annual Report of the Company for the F.Y. 2016-17.

Dear Sir/Madam,

Pursuant to regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the copy of the 34th Annual Report for the F.Y. 2016-17 approved by the members of the company in the 34th AGM held on 26th September, 2017.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For: Premier Capital Services Limited

Shreekant Patida

Company Secretary Compliance Officer

34TH ANNUAL REPORT 2016-17 PREMIER CAPITAL **SERVICES LIMITED**

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Manoj Kasliwal

Non-Executive Director

Mrs. Sharda Manoj Kasliwal

Non-Executive Director

Mr. Ashwani Kumar Bhat

Non-Executive Director (Independent)

Mrs. Rashmi Ahuja

Non-Executive Director (Independent)

Mr. Rajkumar Bhasin

Non-Executive Director (Independent)

CORPORATE IDENTIFICATION

NUMBER (CIN)

L65920MH1983PLC030629

CHIEF EXECUTIVE OFFICER

Ms. Deepti Dubey

CHIEF FINANCIAL OFFICER

Mr. Rajendra Kumar Mungar

COMPANY SECRETARY &

COMPLIANCE OFFICER

Mr. Shreekant Patidar

<u>AUDITORS</u>

M/s Bipin Zavar & Associates,

Chartered Accountants

235/9203, Kannamwar Nagar - 2,

Vikhroli (E), Mumbai – 400 083

REGISTERED OFFICE

4, Bhima Vaitarna Complex,

Sir Pochkhanwala Road,

Worli, Mumbai (MH) 400 030

CORPORATE OFFICE

5/5-A, Navratan Bagh,

Off. Geeta Bhawan Square,

Behind Vishesh Hospital,

Indore (M.P.) 452 001

REGISTRARS AND SHARE TRANSFER

AGENTS

M/s Purva Sharegistry (India) Pvt Ltd

9, Shiv Shakti Industrial Estate,

J.R. Boricha Marg,

Opp. Kasturba Hospital,

Lower Parel (E),

Mumbai, (MH) 400 011

E-mail: premiercapservices@gmail.com

Website: www.premiercap.in

Phone: 0731- 2499910

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NOTICE

NOTICE is hereby given that the 34th Annual General Meeting of the members of Premier Capital Services Limited (CIN: L65920MH1983PLC030629) will be held on Tuesday, the 26th Day of September, 2017 at 10.00 a.m. at Unit No. 4089, 4th Floor, Bhandup Industrial Estate, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W) Mumbai, Maharashtra, 400078 to transact the following business:

ORDINARY BUSINESS

- 1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017, together with the Report of the Board of Directors and Auditors' thereon.
- 2. To appoint a Director in place of Mrs. Sharda Manoj Kasliwal (DIN: 00345386), who retires by rotation at this Annual General Meeting and being eligible, offers herself for reappointment.
- 3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 and all other applicable provisions, if any of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company appointed M/s Bipin Zavar & Associates, Chartered Accountants, Mumbai (MH), (Registration No.121523W), as the Statutory Auditors of the Company at Thirty First Annual General Meeting held on 29th September, 2014, to hold office from the conclusion of Thirty First Annual General Meeting until the conclusion of the Thirty Sixth Annual General Meeting of the Company, such appointment of the statutory auditors be and is hereby ratified by the members of the Company for the financial year 2017-18 on such remuneration and out-of-pocket expenses, as may be agreed upon by the Board of Directors and the Auditors."

For and on behalf of the Board

Manoj Kasliwal Director

Date: 28/08/2017 Place: Indore

REGISTERED OFFICE 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai, (MH) 400 030 CIN: L65920MH1983PLC030629

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("THE MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF ON A POLL ONLY AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 (FORTY-EIGHT) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% (TEN PERCENT) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10% (TEN PERCENT) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBERS.

- 2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 3. Members are requested to bring their copy of Annual Report to the Annual General Meeting as additional copies will not be circulated at the meeting.
- 4. Members/ Proxies are requested to bring along with them Annual Reports being sent to them and should bring the attendance slip enclosed herewith, duly filled and signed mentioning therein details of their DP ID and Client ID / Folio No. in order to attend the meeting.
- 5. 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.
- 6. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("SEBI Listing Regulations"), of the person seeking re-appointment as Director under Item No 2 of the Notice, are annexed.
- 7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, between 10.00 A.M. to 1.00 P.M. upto the date of the 34th Annual General Meeting.
- 8. Members holding shares in the dematerialized mode are requested to intimate all changes with respect to their nomination, power of attorney, change of address, change in name etc, to their depository participant (DP). These changes will be automatically reflected in the Company's record, which will help the Company to provide efficient and better service to the members. Members holding shares in physical form are requested to intimate the changes to Registrars and Share Transfer Agents of the Company.
- 9. Members holding shares in physical form and who have not registered their email IDs are requested to register their email IDs with the Company's Registrars and Share Transfer Agents. Members holding shares in electronic form are requested to register their email IDs with their Depository Participants.
- 10. Member seeking any information with regard to Annual Accounts of the Company are required to write at least 10 days in advance so as to enable the Company to keep the information ready. Replies will be provided only at the meeting.
- 11. The Share Transfer Book and Register of Members of the Company will remain closed from 19th September, 2017 to 26th September, 2017 (both days inclusive) for the purpose of Annual General Meeting of the Company.

- 12. The Share Transfer Instruments, complete in all respects, should be sent to the Registrar & Share Transfer Agents, M/s. Purva Sharegistry (India) Pvt. Ltd., 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kastruba Hospital, Lower Parel (E) Mumbai 400 011 well in advance so as to reach the Registrars & Share Transfer Agents prior to the book closure.
- 13. Member who hold the shares of Company in physical form are advised to contact their depository participant for dematerialization of their holdings in their own interest. The ISIN No. allotted to Company is INE946K01023 for both the Depositories viz, The National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

14. PROCEDURE FOR E-VOTING:

Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to exercise their right to vote on resolutions proposed to be considered at the 34th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting votes by the members using an electronic voting system from place other than venue of the AGM (remote e-voting) will be provided by Central Depository Services (India) Limited (CDSL).

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

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

Mr. Dinesh Kumar Gupta, Practicing Company Secretary (Membership No. 5396 and C.P. No. 4715) Address: 104, Sham Tower, 1st Floor, Near Hotel President, 164/2, R.N.T. Marg, Indore (M.P.) has been appointed as scrutinizer for conducting the remote e-voting process.

The results along with the consolidated Scrutinizer's Report will be announced by the Chairman of the meeting on or after the 34th Annual General Meeting to be held on Saturday 26th, September, 2017, the result of the meeting will be communicated to the Stock Exchanges and will be placed on www.evotingindia.com & Company's website www.evotingindia.com & Company's website

The instructions for shareholders voting electronically are as under:

- (i) The remote E-voting period begins on 23rd September, 2017 (at 9.00 A.M.) and ends on 25th September, 2017 (at 5.00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders)
	 Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
	• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Demat account or in the Company records in order to login.
OR Date of Birth (DOB)	• If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant Company Name "PREMIER CAPITAL SERVICES LIMITED" on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

- (xviii) If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Note for Non Individual Shareholders and Custodians (xix)
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - linked in the login accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - In case you have any queries or issues regarding e-voting, you may refer the (xx)Frequently Asked Questions ("FAQs") and e-voting manual available www.evotingindia.com, under help section or write an email helpdesk.evoting@cdslindia.com.

15. The Nomination Facility:

As per the provisions of the Companies Act, 2013 facility for making nomination is available for the Members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Share Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.

- 16. 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 their PAN details to their respective Depository Participants. Members holding shares in physical form are requested to submit their PAN details to the Company or its Registrars and Share Transfer Agents.
- 17. The Ministry of Corporate Affairs has introduced "Green Initiative" whereby the documents are permitted to be served on the members through electronic mode i.e. Email. This initiative is a step towards protection of environment and enabling faster communication with the members. Accordingly the Company proposed to serve all documents to e-mail addresses of the members. Members are requested to provide/update their e-mail addresses with their respective Depository Participants (DP) or send an e-mail at busicomp@vsnl.com to get Annual Report and other documents on such e-mail address. Members holding shares in physical form are also requested to intimate their e-mail address to Company's Registrars and Share Transfer Agents either by e-mail at busicomp@vsnl.com or by sending a communication at the address mentioned at note 12 above.

Details of Directors Seeking appointment /Reappointment at the AGM Pursuance to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Name	Mrs. Sharda Manoj Kasliwal			
DIN	00345386			
Date of Birth	23/04/1959			
Date of Appointment	15/11/2010			
Nationality	Indian			
Qualifications	B. Com (Hons.)			
Expertise in specific functional areas	Experience in Accounts and Broking			
Relationship with other Directors of the Company	Wife of Mr. Manoj Kasliwal			
Number of Shares held in the Company	61,44,880			
Memberships of Committees in other Public Limited Companies (includes only Audit & Shareholders / Investors Grievances Committee)	None			
	Pumarth Infrastructure Private Limited			
	Pumarth Properties & Holdings Private Limited			
	Pumarth Credit And Capital Limited			
Directorships in other Companies	Pumarth Commodities Private Limited			
	Pumarth Meadows Private Limited			
	Pumarth Education Services Private Limited			
	Nishant Finance Pvt. Ltd.			

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting their 34th Annual Report on the business and operations of your Company together with the Audited Financial Statements and the Auditor's Report for the year ended 31st March, 2017.

1. FINANCIAL RESULTS

Financial results of the Company for the year under review are as follows: -

(Amount in Rs.)

		(Amount in Ks.)
Particulars	Year Ended	Year Ended
	31 st March, 2017	31 st March, 2016
Total Revenue	3,34,952	13,56,084
Profit/(Loss) before Finance Cost, depreciation /	(9,54,997)	(11,37,383)
amortisation expenses & Tax		
Less: Finance Cost	256	1,053
Profit/ (Loss) before depreciation expenses & Tax	(9,55,253)	(11,38,437)
Less: Depreciation/ amortisation expenses	5,225	3,851
Profit/ (Loss) before tax	(9,60,478)	(11,42,287)
Less: Tax expenses		(3,39,772)
Profit/ (Loss) for the year	(9,60,478)	(8,02,515)

2. OPERATIONS AND STATE OF COMPANY'S AFFAIRS

During the year under review, the Total Revenue of the Company is Rs. 3,34,952/- has incurred a net loss of Rs. 9,60,478/- Your Directors are hopeful that the Company would perform better in coming years.

During the year, there has been no change in the nature of business of the Company.

3. <u>MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF</u> THE COMPANY

No material changes and commitments have been noticed between the end of financial year and the date of the report which will affect the financial position of the Company.

4. SHARE CAPITAL

During the year under review, there have been no changes in share capital of the Company.

5. **DIVIDEND**

Your Directors do not recommend any dividend for the year ended 31st March, 2017.

6. TRANSFER TO RESERVES

Your Directors do not proposed any amount to be transferred to the Reserves for the year ended 31st March, 2017.

7. PUBLIC DEPOSIT

Your Company has not invited/accepted any deposit within the meaning of Section 73 of the Companies Act, 2013 and Rules made there under, during the year under review.

8. CORPORATE SOCIAL RESPONSIBILITY (CSR POLICY)

The provisions of Section 135 of the Companies Act, 2013 are not applicable to the Company, therefore the Company has not developed and implemented any Corporate Social Responsibility initiatives.

9. DETAILS OF DIRECTORS AND KMP

a) Confirmation of appointments;

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Sharda Manoj Kasliwal (DIN: 00345386), retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for reappointment.

b) Appointment of Company Secretary;

CS Shreekant Patidar, Appointed as Company Secretary of the Company w.e.f. 01st June, 2016.

c) Declaration by Independent Directors;

All Non-Executive and Independent Directors have given declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These confirmations have been placed before, and noted by Board.

10.BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees and Shareholders Grievance Committee. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

11. NUMBER OF MEETINGS OF BOARD OF DIRECTORS AND COMMITTEES

The details of Board and Committee meetings are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period as prescribed under the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

12. COMMITTEE OF THE BOARD

During the year, the Board has Three Committee, as required under the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, as follows:

- a) Audit Committee
- b) Shareholders Grievance Committee
- c) Nomination and Remuneration Committee

Details of all the Committee along with their Composition, Attendance and Meeting held during the year, are provided in the "Report of Corporate Governance", a part of this Annual Report.

13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans, guarantees and investments covered under the provisions of section 186 of the Companies Act, 2013 are provided in the Notes to the Financial Statements.

14. DISCLOSURE OF RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the year under review were on arm's length basis and in the ordinary course of business. The Audit Committee has given prior approval for the Related Party Transactions. The policy on Related Party Transactions is approved and adopted by the Board. Details of material contracts or arrangement or transaction at arm's length basis is annexed herewith as AOC-2 in Annexure — "I".

15. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the requirements under Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, with respect to Director's Responsibility Statement, your Directors hereby confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2017 and of the profit or loss of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts ongoing concern basis;
- e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f) The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

16. AUDITORS

a) Statutory Auditors;

M/s Bipin Zavar & Associates, Chartered Accountants, Mumbai (MH), (Registration No.121523W) Statutory Auditor of the Company, were appointed as Auditors of the Company at Thirty First Annual General Meeting held on 29th September, 2014, to hold office from the conclusion of Thirty First Annual General Meeting until the conclusion of the Thirty Sixth Annual General Meeting, subject to ratification of the appointment by the members at every Annual General Meeting. The Audit Committee and the Board of Directors recommended ratification of appointment of M/s Bipin Zavar & Associates, Chartered Accountants, Mumbai (MH), as the Statutory Auditor of the Company for the year 2017-18. The Company has received an eligibility letter under section 141 of the Companies Act, 2013 and rules made thereunder that they are not disqualified.

b) Secretarial Auditors;

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed CS Prem Batra, Company Secretary in Practice, Indore (M.P.), to undertake the Secretarial Audit of the Company for the year 2017-18.

c) Cost Auditors;

Appointment of Cost Auditor is not required to the Company during the year under report.

17. AUDITOR'S REPORT

a) Statutory Auditor's Report;

The Auditor's Report on the Audited Financial Statements of the Company for the year ended 31st March, 2017 do not contain any qualifications, reservations, adverse remarks or disclaimers so need not require any explanation or comment.

b) Secretarial Audit Report;

Pursuant to the provisions of section 204 (1) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014, the Company has obtained a Secretarial Audit Report in the prescribed Form MR-3, from CS Prem Batra, Company Secretary in Practice, Indore (M.P.). The Secretarial Auditor Report is annexed herewith as Annexure – "II"

18. <u>DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT</u>

No frauds are reported by the auditors of the company under sub-section (12) of Section 143 of the Companies Act, 2013, for the financial year ended 31st March, 2017.

19. <u>CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO</u>

Conservation of energy and technology absorption pursuant to provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014: NIL

Foreign Exchange earned - Nil Foreign Exchange used - Nil

20. CODE OF CONDUCT

Your Company has adopted a code of conduct for its Board of Director and the Senior Management Personnel. The code requires the directors and employees of the Company to act honestly, ethically and with integrity and in a professional and respectful manner.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

21. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to the provisions of section 177(9) & (10) of Companies Act, 2013, read with Rule 7 of Companies (Meetings and Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 the Company has adopted a Whistle Blower Policy, which provides for a vigil mechanism that encourages and supports its directors and employees to report instances of unethical behavior, actual or suspected, fraud or violation of the Company's Code of Conduct of Ethics Policy. It also provides for adequate safeguards against victimization of persons who use this mechanism and direct access to the Chairman of Audit committee in exceptional cases.

22. INTERNAL FINANCIAL CONTROLS

Your Company has in place adequate internal financial controls with reference to the financial statements. During the year, in order to further strengthen the internal financial controls, a renowned professional consultant firm was hired to conduct an assessment of the existent internal financial controls and advise on best practices for adoption.

23. PREVENTION OF INSIDER TRADING

Your Company has adopted a Code of Conduct for Prevention of Insider Trading in accordance with the Model Code of Conduct, as prescribed under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015, as amended and has duly complied with provisions of the said code.

24. BUSINESS RISK MANAGEMENT

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives and the Company's internal control systems are commensurate with the nature of its business and the size and complexity.

25.<u>INFORMATION PURSUANT TO RULE 5(2) OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES</u>, 2014

The Company has not appointed any employee(s) in receipt of remuneration exceeding the limits specified under Rule 5(2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

26. <u>DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE</u> (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the financial year 2016-17, no case in the nature of sexual harassment were reported at any workplace of the Company.

27. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There is no significant and material order passed by the regulators or courts or tribunal impacting the going concern status and Company's operations in future.

28. SUBSIDIARY/ ASSOCIATE COMPANIES AND JOINT VENTURE

Your Company does not have any Subsidiary, Joint Venture or Associate Companies.

29. AUDIT COMMITTEE

The Audit Committee comprises of 3 (Three) Non-executive independent Directors. All recommendations made by the Audit Committee were accepted by the Board during the financial year 2016-17.

30. <u>COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES</u>

Your Company has, on the recommendation of the Nomination & Remuneration Committee framed a Remuneration Policy which inter-alia lays down the criteria for identifying the persons who are qualified to be appointed as Directors and/or Senior Management Personnel of the Company, alongwith the criteria for determination of remuneration of Directors, KMPs and other employees and their evaluation and includes other matters provided under section 178(3) of the Companies Act, 2013. The details of this policy are explained in the Annexure 'III'.

a) Details of Remuneration of Directors; Your Company has not paid any remuneration to its Directors.

b) Details of Remuneration of Key Managerial Personnel;

SI. No.	Name	Designation	Remuneration paid period ended 2016-17	Remuneration paid period ended 2015-16	Increase Remunera- tion from previous year
1.	Mr. Rajendra Kumar Mungar	Chief Financial Officer	Rs. 20,870/- PM	Rs. 20,870/- PM	
2.	Ms. Deepti Dubey	Chief Executive Officer	Rs. 24,520/- PM	Rs. 10,000/- PM	Rs. 14,520/- PM
3.	Mr. Shreekant Patidar *	Company Secretary	Rs. 15,000/- PM	Rs. 18,000/- PM	

^{*}Mr. Shreekant Patidar Appointed as Company Secretary of the Company w.e.f. 1st June 2016.

31. EXTRACT OF ANNUAL RETURN

Pursuant to the requirements under section 92(3) and section 134(3) of the Companies Act, 2013, read with Rule 12 of the Companies (Management and administration) Rules, 2014, extract of the Annual Return in prescribed Form MGT-9 is annexed herewith as Annexure -"IV"

32. MANAGEMENT DISCUSSION AND ANALYSIS

As per Regulation 34 of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchange, your Company is required to give a note on management discussion and analysis with regard to Company's perception. A report on the same is annexed herewith as Annexure - "V."

33. CORPORATE GOVERNANCE

A report on Corporate Governance along with a certificate from the Auditors of the Company, regarding compliance of requirements of Corporate Governance pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges is annexed hereto and forms part of this report.

Further a declaration signed by the member of the Board affirming compliance with the code of Conduct by all Board members and Senior Management Personnel is attached to this report. A report on the same is annexed herewith as Annexure - "VI"

34. SUSPENSION OF TRADING

The Company had received the order of Suspension of Trading w.e.f. 4th March, 2015 vide letter dated 27th February, 2015 from BSE Ltd., in response to which the Company has taken the appropriate action for Revocation of Suspension of trading of the Company.

35. ACKNOWLEDGEMENTS

Your Directors would like to express their grateful appreciation for assistance and co-operation received from Banks, Government Authorities, Investors, Stock Exchange and Members during the year under review and thank to all the shareholders for their continued support. The Board of Directors also place on record its sincere appreciation of the commitment and hard work put in by the Management and Employees of the Company.

For and on behalf of the Board

Manoj Kasliwal Chairman

(DIN: 00345241)

Date: 28/08/2017 Place: Indore

REGISTERED OFFICE 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai, (MH) 400 030 CIN: L65920MH1983PLC030629

Annexure - "I"

FORM AOC-2

(Pursuant to clause (h) of sub-section 134 of the companies Act, 2013 and Rule 8 (2) of the Companies (Accounts) Rules, 2014)

Details of Contracts or Arrangement or Transaction not at Arm's Length Basis as Under;

(a) Name (s) of the related party and nature of relationship:	Nil
(b) Nature of the contracts or arrangement or transaction:	Nil
(c) duration of the contracts or arrangement or transaction:	Nil
(d) Salient terms of contracts or arrangement or transaction including the value, if any:	Nil
(e)Justification for entering into such contract or arrangements or transactions:	Nil
(f) Date of approval by the Board, if any;	Nil
(g) Amount paid as advance, if any:	Nil
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	Nil

Details of Material Contracts or Arrangement or Transaction at Arm's Length Basis as Under;

a) Name of the related party and nature of relationship:	Mr. Manoj Kasliwal and Mrs. Sharda Manoj Kasliwal (Directors of the Company)	Pumarth Credit and Capital Limited (Common Directors in the Company)			
b) Nature of the contracts or arrangement or transaction:	The transactions entered are in the ordinary course of business and on arm's length basis.	The transactions entered are in the ordinary course of business and on arm's length basis.			
	Nature of Contract - Company has paid rent to Mr. Manoj Kasliwal and Mrs. Sharda Manoj Kasliwal for using their premise as corporate office of the Company.	Nature of Contract - Company has paid Brokerage to Pumarth Credit and Capital Limited on purchase & sale of equity shares			
c) duration of the contracts:	Transactions perpetual and ongoing in nature	Transactions perpetual and ongoing in nature			
d) Salient terms of contracts or arrangement or transaction including the value, if any:	Company Transaction value leasing of Property to the Company Rs.30,000/- (Rupees Thirty Thousand Only)	Company Transaction value of Brokerage Rs. 15,473/- (Rupees Fifteen Thousand Four Hundred Seventy Three only)			
e) Date of approval by the Board, if any;	11 April, 2016	11 April, 2016			
f) Amount paid as advance, if any:	Nil	Nil			

^{*}The Board of Directors has taken note for the above mentioned transactions in the meeting held on 11th April, 2016.

For and on behalf of the Board

Manoj Kasliwal Chairman (DIN: 00345241)

Date: 28/08/2017 Place: Indore

Annexure "II"

Form No. MR-3 SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2017

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

To, The Members, Premier Capital Services Limited 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai (MH) 400030

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Premier Capital Services Limited (CIN: L65920MH1983PLC030629) (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Companies Act, 1956 (to the extent applicable);
- iii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iv. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- v. 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;
- vi. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not applicable to the Company during the audit period);
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the audit period);
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the audit period);

- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client:
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the audit period); and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the audit period).
- vii. As per information provided by the management, there is no law applicable specifically to the Company vis-à-vis the industry to which the Company belongs.

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

- a) Secretarial Standards with regard to Meeting of Board of Director (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- a) The website of the company "www.premiercap.in" under Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is under maintenance as on the date of signing of this certificate.
- b) Statement of Investor complaints under Regulation 13 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ending on 31.03.2016 has been filed beyond Twenty one days from the end of each quarter i.e. filed on 24.05.2016.

I 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 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

Note: This report is to be read with our letter of even date which is annexed as "Appendix-I" and Forms an integral part of this report.

Date: 30.06.2017 Place: Indore

Prem Batra
Practicing Company Secretary
(M. No. F1129 CP No. 12983)

Appendix - I

(To the Secretarial Audit Report to the Members of Premier Capital Services Limited for the financial year ended 31st March, 2017)

To, The Members, Premier Capital Services Limited 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai (MH) 400030

My Secretarial Audit Report for the financial year ended 31st March, 2017 of even date is to be read along with this letter.

- 1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
- 2. I 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 reflected on secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
- 3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
- 6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 30.06.2017 Place: Indore Prem Batra
Practicing Company Secretary
(M. No. F1129 CP No. 12983)

Annexure "III"

NOMINATION AND REMUNERATION POLICY

INTRODUCTION

The Policy on Nomination and remuneration of Directors, Key Managerial Personnel (KMPs) and other employee has been formulated in compliance with Section 178 of the Companies Act, 2013 read along with the regulation 19 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and other employee has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

CONSTITUTION OF NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee will consist of three or more nonexecutive directors, out of which at least one-half shall be independent director(s), provided that Chairperson of the Company may be appointed as a member of this Committee but shall not chair such Committee. The Board shall reconstitute the Committee as and when required to comply with the provisions of the Companies Act, 2013 and applicable statutory requirements including the Listing Agreement.

OBJECTIVE OF THE NOMINATION AND REMUNERATION POLICY IS TO ENSURE THAT:-

- a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:

CRITERIA FOR DETERMINING QUALIFICATION, POSITIVE ATTRIBUTE AND INDEPENDENCE OF DIRECTOR

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.
- b) A person should possess adequate qualification, expertise and experience for the position he /she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

POLICY FOR REMUNARATION TO DIRECTORS/KMPs/SENIOR MANAGEMENT PERSONNEL

The committee is responsible for reviewing and making recommendation to the Board on:

- a) The remuneration of Managing director, Whole-time director and KMPs;
- b) The Remuneration Policy for all the employees including KMPs senior management and other employees including base pay, incentives payment, equity awards, retirement right and having regards to the need to:
 - i) attract and motivate talent to pursue the Company's long term growth;
 - ii) demonstration a clear relationship between executive compensation and performance; and
 - iii) be reasonable and fair, having regard to the best governances practice and legal requirements;

Nomination and Remuneration Committee shall recommend the remuneration including the commission to Directors/KMPs/Senior Management Personnel. This will be then approved by the Board and Shareholders. Prior approval of shareholders will be obtained whenever applicable.

Annexure "IV"

FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN as on the financial year ended on 31st March, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN:	L65920MH1983PLC030629
ii.	Registration Date:	16th August, 1983
iii.	Name of the Company:	Premier Capital Services Limited
iv.	Category / Sub-Category of the Company:	Company Limited by Shares and an Indian Non-Government Company
V.	Address of the Registered Office and contact details:	4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai, Maharashtra – 400 030 T: 0731 - 2499910 F:+91-731-4241999 Email:premiercapservices@gmail.com
vi.	Whether Listed Company:	Yes (Listed with BSE Ltd.) Trading Suspended w.e.f. 4 th March, 2015.
vii.	Name, Address and Contact details of Registrar and Transfer Agent:	Purva Sharegistry (India) Pvt. Ltd. Unit No. 9, Shiv Shakti Ind. Estt. J .R. Boricha Marg, Opp. Kasturba Hospital Lane., Lower Parel (E), Mumbai, Maharashtra – 400011 Ph: 91-22-2301 6761 / 8261, Fax: 91-22-2301 2517

II.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

SI. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
NIL	NIL	NIL	NIL

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

SI.	Name And Address	CIN/GLN	Holding/	% of shares	Applicable
NO.	of The Company		Subsidiary	held	Section
NIL	NIL	NIL	NIL	NIL	NIL

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

i) Category-wise Share Holding:

Category of Shareholders	No. of Shar	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year			
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	during the year
A. Promoters1. Indian									
a) Individual/HUF	14824620	Nil	14824620	40.00	14824620	Nil	14824620	40.00	Nil
b) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt. (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	Nil	Nil	Nil		Nil	Nil	Nil	Nil	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (A) (1):-	14824620	Nil	14824620	40.00	14824620	Nil	14824620	40.00	Nil
2. Foreign									
a) NRIs - Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Other – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (A) (2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter $(A) = (A)(1) + (A)(2)$	14824620	Nil	14824620	40.00	14824620	Nil	14824620	40.00	Nil
B. Public Shareholding1. Institutions									
a) Mutual Funds/Banks/FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt.(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Venture Capital funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institution		T		T			1	1	Ti de la companya de
a) Bodies Corp.									
i) Indian	7295112	5000	7300112	19.70	7280662	14450	7295112	19.68	(.02)
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1863528	107800	1971328	5.32	2093367	107800	2201167	5.94	0.62
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	11160465	Nil	11160465	30.11	10930816	-	10930816	29.49	(0.62)
c) Others (Specify)									
Hindu Undivided Family	1800000	Nil	1800000	4.86	1800000	Nil	1800000	4.86	Nil
NRI's	Nil	Nil	Nil	Nil	10			0.00	Nil

Clearing Members	4395	Nil	4395	.01	9195	Nil	9195	.02	.01
Sub-total (B)(2):-	22123500	112800	22236300	60.00	22114050	122250	22236300	60.00	Nil
Total Public Shareholding $(B) = (B)(1) + (B)(2)$	22123500	112800	22236300	60.00	22114050	122250	22236300	60.00	Nil
C. Shares held by Custodian for	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
GDRs & ADRs									
Grand Total (A+B+C)	36948120	112800	37060920	100	36938670	122250	37060920	100	Nil

(ii) Shareholding of Promoters:

S	I. No.	Shareholder's Name	Shareholdin	g at the beg year	inning of the	Share holdin	Shares of % change in		
			No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	share holding during the year
	1	MANOJ KASLIWAL	6144890	16.58	NIL	6144890	16.58	NIL	NIL
	2	SHARDA KASLIWAL	6144880	16.58	NIL	6144880	16.58	NIL	NIL
	3	DALIP KUMAR	2534850	6.84	NIL	2534850	6.84	NIL	NIL
		Total	14824620	40.00	NIL	14824620	40.00	NIL	NIL

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

SI. No.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer		olding at the ng of the year % of total shares of the		Shareholding the year % of total shares
	/bonus/ sweat equity etc):		Company		of the
1	MANOJ KASLI WAL				
	At the beginning of the year	6144890	16.58	6144890	16.58
		No Chai	nge in the Shar	eholding durir	ng the Year
	At the End of the year	6144890	16.58	6144890	16.58
2	SHARDA MANOJ KASLIWAL				
	At the beginning of the year	6144880	16.58	6144880	16.58
		No Chai	nge in the Shar	eholding durir	ng the Year
	At the End of the year	6144880	16.58	6144880	16.58
3	DALIP KUMAR				
	At the beginning of the year	2534850	6.84	2534850	6.84
		No Ch	ange in the Sha	areholding du	ring the Year
	At the End of the year	2534850	6.84	2534850	6.84

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SI. No.	Name For Each	Shareholding at the beginning of the year/end of the year		eginning of the /Dec ear/end of the year e sha		Decreas		Cumulative Shareholding during the year (01.04.16 to 31.03.17)	
		No. of shares	% of total shares of the				No. of shares	% of total shares of the Company	
1	Aarti Singal	1800000	4.86	01.04.2016	-	-	-	-	
		1800000	4.86	31.03.2017	-	-	1800000	4.86	
2	Sanjay Singal (HUF)	1800000	4.86	01.04.2016	-	-		-	
		1800000	4.86	31.03.2017	-	-	1800000	4.86	
3	Aniket Singal	1800000	4.86	01.04.2016	-	-	-	-	
		1800000	4.86	31.03.2017	-	-	1800000	4.86	
4	Sanjay Singal	1800000	4.86	01.04.2016	-	-	-	-	
		1800000	4.86	31.03.2017	-	-	1800000	4.86	
5	Usha Ajay	825600	2.23	01.04.2016	-	-	-	-	
		825600	2.23	31.03.2017	-	-	825600	2.23	
6	Mansi Bhupesh Jain	800000	2.16	01.04.2016	-1	-	-	-	
		800000	2.16	31.03.2017	-	-	800000	2.16	
7	Khyati Piyush Jain	800000	2.16	01.04.2016	-	-	-	-	
		800000	2.16	31.03.2017	-	-	800000	2.16	
8	Ajay Kalyanji	585000	1.58	01.04.2016	-	-	-	-	
		585000	1.58	31.03.2017	-	-	585000	1.58	
9	Progress Infraestate Pvt Ltd	458598	1.24	01.04.2016	-	-			
		458598	1.24	31.03.2017	-	-	458598	1.24	
10	Lagan Dealtrade Pvt Ltd	444754	1.20	01.04.2016	-	-			
		444754	1.20	31.03.2017	-	-	444754	1.20	

(v) Shareholding of Directors and Key Managerial Personnel:

SI. No.	Date wise Increase / Decrease in Promoters Share holding during the	Sharehold beginning			Shareholding the year
	year specifying the reasons for increase /decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	MANOJ KASLIWAL - DIRECTOR				
	At the beginning of the year	61,44,890	16.58	61,44,890	16.58
		No Chang	je in the Shar	reholding du	ring the Year
	At the End of the year	61,44,890	16.58	61,44,890	16.58
2	SHARDA MANOJ KASLIWAL - DIRE	CTOR			
	At the beginning of the year	61,44,880	16.58	61,44,880	16.58
		No Chang	e in the Shar	reholding du	ring the Year
	At the End of the year	61,44,880	16.58	61,44,880	16.58
3	ASHWANI KUMAR BHAT-DIRECTO	R			
	At the beginning of the year	Nil	Nil	Ni	l Nil
			N	lil	
	At the End of the year	Nil	Nil	Ni	l Nil
4	RASHMI AHUJA – DIRECTOR				
	At the beginning of the year	Nil	Nil	Ni	l Nil
			N	lil	
	At the End of the year	Nil	Nil	Ni	l Nil
5	RAJKUMAR BHASIN - DIRECTOR				
	At the beginning of the year	Nil	Nil	Ni	l Nil
			N	lil	·
	At the End of the year	Nil	Nil	Ni	l Nil
6	RAJENDRA KUMAR MUNGAR - CFO				
	At the beginning of the year	25000	0.067	25000	0.067
				-	-
		No Change	e in the Shar	eholding dui	ing the Year
	At the End of the year	No Change 25000		eholding dui 25000	
7	At the End of the year DEEPTI DUBEY - CEO				
7				25000	0.067
7	DEEPTI DUBEY - CEO	25000	0.067	25000	0.067
7	DEEPTI DUBEY - CEO	25000	0.067	25000 3150 eholding du	0.067 0 0.084 ring the Year
7	DEEPTI DUBEY - CEO At the beginning of the year	25000 31500 No Change 31500	0.067 0.084 e in the Shar	25000 3150 eholding dui	0.067 0 0.084 ring the Year
	DEEPTI DUBEY - CEO At the beginning of the year At the End of the year	25000 31500 No Change 31500	0.067 0.084 e in the Shar 0.084	25000 3150 eholding dui 3150	0.067 0 0.084 ring the Year
	DEEPTI DUBEY - CEO At the beginning of the year At the End of the year SHREEKANT PATIDAR - COMPANY	25000 31500 No Change 31500 SECRETARY	0.067 0.084 e in the Shar 0.084	25000 3150 eholding dui 3150	0 0.067 0 0.084 ring the Year 0 0.084
	DEEPTI DUBEY - CEO At the beginning of the year At the End of the year SHREEKANT PATIDAR - COMPANY	25000 31500 No Change 31500 SECRETARY	0.067 0.084 e in the Shar 0.084 Nil	25000 3150 eholding dui 3150	0 0.067 0 0.084 ring the Year 0 0.084

V. INDEBTEDNESS (Rs. In Lakhs) Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits *	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness				
during the financial year			ML	
Addition				
Reduction				
Net Change Indebtedness				
At the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: (Rs. In Lakhs) A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SI. No.	Particulars of Remuneration	Name of	Total Amount	
		Manoj Kasliwal	Sharda Manoj Kasliwal	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2	Stock Option			
3	Sweat Equity		NIL	
4	Commission - as % of profit - others, specify			
5	Others, please specify			
	Total (A)			
	Ceiling as per the Act			

B. Remuneration to other Directors: (Rs. In Lakhs)

SI. No.	Particulars of Remuneration		Name of Directors			
		Ashwani Kumar Bhat	Rashmi Ahuja	Rajkumar Bhasin		
1	Independent Directors Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors			NIL		
	Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
	Total $(B) = (1+2)$					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD (Rs. In Lakhs)

SI. No.	Particulars of Remuneration	Key I	Key Managerial Personnel			
		CFO	CEO	Company Secretary	Amount	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.5	2.94	1.42	6.86	
	(b) Value of perquisites u/s 17(2) Incometax Act, 1961	Nil	Nil	Nil	Nil	
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil	
2	Stock Option	Nil	Nil	Nil	Nil	
3	Sweat Equity	Nil	Nil	Nil	Nil	
4	Commission - as % of profit - others, specify	Nil	Nil	Nil	Nil	
5	Others, please specify	Nil	Nil	Nil	Nil	
	Total (C)	2.5	2.94	1.42	6.86	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Туре	Section of the Companies Act	Brief Descripti on	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DI RECTORS					
Penalty					
Punishment			NHL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board

Date: 28/08/2017

Place: Indore

Manoj Kasliwal Chairman (DIN: 00345241)

Annexure - "V"

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Global economic growth has been estimated in the range of 2.3% - 3.1%. Growth in many emerging market economies is softening, reflecting an adjustment to diminished medium-term growth expectations and lower revenues from commodity exports, as well as country-specific factors. The outlook for advanced economies led by the US is showing signs of improvement monetary policy stances, and more moderate fiscal adjustment. The decline in oil price, if sustained, could boost consumption and support growth. Geopolitical tensions continue to pose threats, and risk of disruptive shift in asset prices remains relevant. In some advanced economies, protracted low inflation or deflation also pose risk to activity.

According to the World Bank, the Indian economy will grow at 7% in 2016-17, followed by further acceleration to 7.6% in 2017-18. Demonetization is expected to have a positive impact on the Indian economy.

The impact of demonetization may weigh on consumption demand and on the growth of various industries in the near term, dragging down the GDP growth for FY17 by 50 bps.

Global factors including commodity price movements, economic policies of the new government in the US and monetary policy stance of global central banks could have a bearing on capital flows to emerging markets like India

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

Your company is mainly engaged in Management Consultancy, which are under one broad segment of the market, so segment reporting is not applicable to it.

OUTLOOK

With the improvement in economic activities your Company is expected to diversify the business activities in future. With the government and RBI intervention, the inflationary trends are under control and credit delivery is fact improving.

OPPORTUNITIES AND THREATS

The outlook in the year ended 31st March, 2017 was mixed for the Capital Market. Keeping in view of the growth in the economy and investment made by the FII's sensex is scaling new heights and as results all concerned will be benefited. However capital market is dependent on various external factors beyond the control of the management.

RISKS AND CONCERNS

The volatility in Stock Market, economic situation of the country, market risk and client default risk are high in this business. Your company proposes to manage these risks by adopting effective risk management practices.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate internal control and Procedures systems commensurate with the nature of its business and the size of its operations. Continuous efforts are being made to see that the controls are designed to provide a reasonable assurance with regard to maintenance of accounting controls and assets from unauthorized use or losses. All significant audit observations and follow-up actions thereon are reported to the Audit Committee. The Audit Committee comprises three independent directors. The audit committee looks into all aspects of internal functioning and advises corrective action as and when required.

FINANCIAL PERFORMANCE

The financial performance of the company has been covered in the Director's Report.

HUMAN RESOURCE / INDUSTRIAL RELATIONS

The Company recognizes that its success is deeply embedded in the success of the human resources. The Company has significantly scaled up its activities through investment in people and infrastructure. The Company nurtures its employees as its critical assets through healthy working atmosphere that ensures equal opportunity for growth and challenge to all the employees. The Company believes in creating business leaders by employing best talent in the industry, providing opportunities, empowerment by delegations, training and taking care of their growth. As our business grows, we would continue to expand the human resources which are fundamental to the financial services business.

Annexure - "VI"

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company is committed to good corporate governance, which emphasizes on transparency, professionalism and accountability with the aim of enhancing long term economic value of its shareholders, while giving equal respect to other stakeholders and society at large.

2. BOARD OF DIRECTORS

Board Composition and Category of Directors

During the year under review, the Board of Directors of the company comprised of Five Directors including, Woman Directors and three Non-executive Independent Directors. The Composition of Board is in conformity with the provisions of Companies Act, 2013 and Listing Regulations.

The composition and category as on 31st March, 2017 is as under:

SI.	Name of the Director	Category	Attendan	ce	No. of other	Commit	tee	No. of
No.			Particula	rs	Directorship	Position	in	Shares/Instru
						other		ments held on
						Compan	ies	31 st
			Board	Last		Chairman	Member	March,2017
			Meeting	AGM				
1.	Mr. Manoj Kasliwal	Promoters and	06	Yes	8	-	-	6144890
2.	Mrs. Sharda Manoj	Non-Executive	06	Yes	7	-	-	6144880
	Kasliwal	Directors						
3.	Mr. Ashwani Kumar Bhat	Independent	06	Yes	-	-	-	-
4.	Mrs. Rashmi Ahuja	and	04	No	-	-	-	-
5.	Mr. Rajkumar Bhasin	Non-Executive	0.4	No	-	-	-	-
		Directors	04	No	-	-	-	-

During the year 2016-17 under review, Six meetings of the Board were held on 11th April, 2016, 30th May, 2016, 08th August, 2016, 25th August, 2016, 14th November, 2016, 07th February, 2017.

The Board has confirmed compliance with the code of conduct for members of the Board and Senior Management.

Note:

No Director is related to any other Director except Mr. Manoj Kasliwal & Mrs. Sharda Manoj Kasliwal who are Husband & Wife.

3. BOARD COMMITTEES

For effective and efficient functioning of the Company the Board had established following committees for the year 2016-17:

- A. Audit Committee
- B. Nomination & Remuneration Committee
- C. Shareholders Grievances Committee

A. AUDIT COMMITTEE

The Audit Committee was reconstituted in accordance with the provisions of Section 177 of Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Terms of Reference:

The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financial reporting process with a view to ensuring accurate, timely and proper disclosure and transparency, integrity and quality of financial reporting. The Audit Committee adheres to the Listing Regulations in terms of quorum for its meetings, functioning, role and powers as also those set out in the Companies Act, 2013.

The said committee reviews report of the internal auditors, meet statutory auditors, internal auditors periodically to discuss their findings and suggestions, internal control system, scope of Audit, observation of the auditors and other related matters and reviews major accounting policies followed by the Company. The minutes of Audit committee meetings are regularly placed before the Board.

Composition:

The Committee comprise of Three Non Executive & Independent Directors as on 31st March, 2017. The Chairman of the Committee is Non Executive Director.

Meetings and Attendance

Four meetings of the Audit Committee of the company were held on 30th May, 2016, 08th August, 2016, 14th November, 2016 and 07th February, 2017.

As at 31st March, 2017, the composition of the Committee and the attendance details of Committee Members at the meetings held during the period under review is as follows:

Name of the Directors	Designation	No. of Meetings Attended
Mr. Ashwani Kumar Bhat	Chairman	4
Mr. Rajkumar Bhasin	Member	4
Mrs. Rashmi Ahuja	Member	3

B. NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee was reconstituted in accordance with the provisions of Section 178 of Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Terms of Reference:

Your Company has, on recommendation of the Nomination & Remuneration Committee framed the Remuneration Policy which inter-alia lays down the criteria for identifying the persons who are qualified to be appointed as Directors and/or Senior Management Personnel of the Company, alongwith the criteria for determination of remuneration of Directors, KMPs and other employees and their evaluation and includes other matters.

Composition:

The Committee comprises of Three Non Executive & Independent Directors as on 31st March, 2017.

Meetings and Attendance

One meetings of the Nomination & Remuneration Committee of the company were held on 30^{th} May, 2016.

As at 31st March, 2017, the composition of the Committee and the details of Committee Members during the period under review as follows:

Name of the Directors	Designation	No. of Meetings Attended
Mrs. Rashmi Ahuja	Chairman	1
Mr. Rajkumar Bhasin	Member	1
Mr. Ashwani Kumar Bhat	Member	1

C. SHAREHOLDERS GRI EVANCES COMMITTEE

Terms of Reference:

The Committee has been constituted to facilitate prompt and effective redressal of shareholders complaints and reporting of the same to the Board periodically. The Company has also appointed Purva Sharegistry (India) Pvt. Ltd., Mumbai a SEBI Registered independent agency, as Registrar & Share Transfer Agent for handling Demat as well as Physical Share Transfer work of the Company.

Composition:

The Shareholder's / Investors Grievances Committee comprise of four members out of which three are Non Executive & Independent Directors and one is Promoter & Non Executive Director as on 31st March, 2017.

Meetings and Attendance

Four meetings of the Shareholder's/ Investor's Grievances Committee of the company were held on 30^{th} May, 2016, 08^{th} August, 2016, 14^{th} November, 2016 and 07^{th} February, 2017.

As at 31st March, 2017, the composition of the Committee and the attendance details of Committee Members at the meetings held during the period under review is as follows:

Name of the Directors	Designation	No. of Meetings Attended
Mr. Ashwani Kumar Bhat	Chairman	4
Mr. Rajkumar Bhasin	Member	4
Mrs. Rashmi Ahuja	Member	3
Mr. Manoj Kasliwal	Member	4

Number of Complaints Received

-----NI L-----

Compliance Officer

CS Shreekant Patidar, Company Secretary was appointed as Compliance Officer w.e.f. 01st June, 2016

D. INDEPENDENT DIRECTORS' MEETING

Pursuant to Regulation 25 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, an exclusive meeting of Independent Directors was also held without the presence of Non-independent directors & members of management. The Independent Directors met on 07th February, 2017 inter alia to discuss:

- i. review the performance of non-independent directors and the Board as a whole;
- ii. review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- iii. assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

4. GENERAL BODY MEETINGS

Details of last three Annual General Meetings

Date	Venue	Time
31 st AGM	Hotel Avon Ruby, 87, Naigaon Cross Road, Dadar	10.30 A.M.
29 th September, 2014	(East), Mumbai, Maharashtra 400 014	
32 nd AGM	Hotel Avon Ruby, 87, Naigaon Cross Road, Dadar	10.30 A.M.
26 th September, 2015	(East), Mumbai, Maharashtra 400 014	
33 rd AGM	Unit No. 4089, 4 th Floor, Bhandup Industrial Estate,	
24 th September, 2016	Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup	10:00 A.M.
	(W) Mumbai, Maharashtra, 400078	

5. MEANS OF COMMUNICATION:

- i. Full Annual Report is sent to each Shareholder every year at his or her Registered Address regularly.
- ii. The Company has been regularly sending Quarterly/Half-yearly/ Annual Financial Results to the Stock Exchanges. These results are also sent to those Shareholders who request for the same.
- iii. The quarterly results are published regularly in one Regional Language and one English Newspaper having circulation in the region where the Registered Office of the Company is situated.
- iv. The financial results were also displayed on the Company's website www.premiercap.in the Company also keeps on updating its website with other relevant information, as and when required.
- v. Designated exclusive e-mail id for investors: premiercapservices@gmail.com

6. GENERAL SHAREHOLDERS INFORMATION:

0.	SEIVERO LE STITUTE LE	DERS THEORIMATION.	
Α.	Date, time and venue of Annual General Meeting of Shareholders	Tuesday, 26th September, 2017 at 10:00 a.m. at Unit No. 4089, 4 th Floor, Bhandup Industrial Estate, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W) Mumbai, Maharashtra, 400078	
B.	Date of Book Closure	19th September, 2017 to 26th September, 2017 (Both days inclusive).	
C.	Dividend Payment	The Board of Directors of the Company has not recommended any dividend for the Financial Year ended 31 st March, 2017.	
D.	Financial Calendar	The Company follows April-March as its Financial Year. Meeting of the Board/Committee of Directors to consider financial results for the:	
		 Quarter ended 30th June, 2017 : on or before 14th September, 2017* Quarter ended 30th September, 2017 : on or before 14th December, 2017* Quarter ended 31st December, 2017 : on or before 14th February, 2018 Audited Annual Results : on or before 30th May, 2018 *Submission of Financial results is extended by one month by SEBI circular No. CIR/CFD/FAC/62/2016 dated 05th July, 2016. 	
E.	Listing on Stock Exchanges,	BSE LTD. (Bombay Stock Exchange Ltd.) Floor 25, PJ Towers, Dalal Street, Mumbai, Maharashtra - 400 001	
	Scrip Code	(Scrip Code: 511016)	
	ISIN No.	(ISIN No. INE946K01023)	
F.	Listing fees	Listing Fees for the financial year 2017-18 is yet to be paid.	
G.	Registered office	4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai, Maharashtra - 400 030	
H.	Registrar and Share Transfer Agents for both physical & Dematerialization of equity shares	Purva Sharegistry (India) Pvt. Ltd 9, Shiv Shakti Industrial Estate, Ground Floor, J.R. Boricha Marg Opp. Kasturba Hospital, Lower Parel, Mumbai, Maharashtra - 400 011 Tele No. 022-23016761, 23018261, Email: <u>busicomp@vsnl.com</u>	
1.	 Share Transfer System The Company's Equity Shares are traded at the Stock Exchange compulsorily in demat mode. Physical shares which are lodged with the Company / Share Transfer agent for transfer are processed and returned to the shareholders within a fortnight, if the documents are complete in all respect. As per SEBI directives, Company has appointed M/s Purva Sharegistry (India) Pvt. Ltd., Mumbai, as Common Agency to handle demat as well as physical transfer of shares. 		

J. Market Price Data:

The trade statistics of equity shares at BSE Ltd. (Bombay Stock Exchange Ltd.) during the year 2016-17 are as under:

Months	BSE Ltd. (Bombay Stock Exchange Ltd.)	
	High	Low
April		
May		
June		
July		
August		
September	NIL*	
October		
November		
December		
January		
February		
March		

- * During the Year under review, Company Suspended from trading w.e.f. 4th March, 2015 on Stock Exchange Portal.
- K. Distribution of Shareholders as on 31st March, 2017:

Shareholding of Nominal Value	No. of Shareholders	% of Total	Share Capital Amount (Rs.)	% of Total
1 to 5000	134	43.65	222359	0.60
5001 to 10000	23	7.49	167825	0.45
10001 to 20000	20	6.51	313892	0.85
20001 to 30000	20	6.51	507678	1.37
30001 to 40000	7	2.28	239347	0.65
40001 to 50000	15	4.89	700065	1.89
50001 to 100000	38	12.38	2711577	7.32
100001 and above	50	16.29	32198177	86.88
Total	307	100.00	37060920	100.00

L. Categories of Shareholders as at 31st March, 2017
As per Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

	Category	No. of Shares Held	% of Shareholding
(A)	Shareholding of Promoters and Promoters Group		
	Indian	14824620	40.00
	Foreign	-	-
	Total Shareholding of Promoters and Promoters Group	14824620	40.00
(B)	Public Shareholding		
Mutual Funds & UTI		-	-
	Financial Institutional Investors	-	-
Non-Resident Indians (NRI)		10	0.00
	Bodies Corporate		19.68
	Resident Individuals	13131983	35.43
Hindu Undivided Family		1800000	4.86
	Clearing Members	9195	0.02
(C)	shares held by custodians and against which Depository Receipts have been issued	<u>-</u>	-
	Total (A) + (B) + (C)	37060920	100.00

M. Dematerialization of shares and liquidity:

Dematerialization of Shares as on 31st March, 2017 is as follows:

Mode of Holding	No. of Shares Held	% of Shares
NSDL	1,19,47,483	32.24
CDSL	2,49,91,187	67.43
Physical Holding	1,22,250	0.33
Total Shareholding	3,70,60,920	100.00

- 1. 99.67% of the total share capital of Company was held in dematerialized form as on $31^{\rm st}$ March, 2017.
- 2. Outstanding ADRs/ GDRs/ Warrants or other convertible instruments, conversion date and impact on equity: NIL

N. Address for Correspondence:

Registered Office	4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai (MH) 400 030	
Corporate Office	5/5-A, Navratan Bagh, Off. Geeta Bhawan Square, Behind Vishesh Hospital, Indore (M.P.) 452 001	

7. DISCLOSURES:

- i. Members may refer to details of related party transactions disclosed in the Note No. 21 under notes to financial statements for the year ended 31st March, 2017. The Board is of the opinion that none of the aforementioned transactions were in conflict with the interests of the Company.
- ii. During the last three years, no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI on any matter. The Company has fairly complied with the requirements of the Stock Exchanges and SEBI.
- iii. In accordance with requirement of Companies Act, 2013 as well as Listing Regulations a vigil mechanism has been adopted by the board of directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the Company to approach Chairman of the Audit Committee of the Company to report any grievance.
- 8. The Related Party transactions policy is available at website of the Company i.e. www.premiercap.in
 - iv. The Company is complying with all mandatory requirements of Listing Regulations.
 - > DISCLOSURES OF ACCOUNTING TREATMENT:

While preparation of the Financial Statements, the Accounting Standards, issued by The Institute of Chartered Accountants of India (ICAI), have generally been followed.

CODE OF CONDUCT

The Company has adopted a Code of Conduct for all Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct. A declaration signed by the Director is given below.

"I hereby confirm that the Company has obtained from all the members of the Board and Senior Management affirmation that they have complied with the Code of Conduct for Directors and Senior Management in respect of the financial year 2016-17".

For and behalf of the Board

Deepti Dubey Chief Executive Officer

Date: 28/08/2017 Place: Indore

REGISTERED OFFICE 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai, (MH) 400 030 CIN: L65920MH1983PLC030629

CEO/CFO CERTIFICATION

As required under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year 2016-17.

- a) We have reviewed financial statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief:
 - i) These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - ii) 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) To the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violate of the Company's 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 they 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:
 - i) Significant changes in the internal control over financial reporting during the year;
 - ii) Significant changes in accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
 - iii) There are no instances of significant fraud either by the management or an employee having a significant role in the Company's internal control system of financial reporting.

Date: 28/08/2017

Place: Indore

Deepti Dubey Chief Executive Officer Rajendra Kumar Mungar Chief Financial Officer

REGISTERED OFFICE 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai, (MH) 400 030 CIN: L65920MH1983PLC030629 AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

Tο

The Members,

Premier Capital Services Limited

We have examined the compliance of conditions of Corporate Governance by Premier Capital

Services Limited ('the Company'), for the year ended 31st March, 2017 as stipulated in the

Listing Regulations of SEBI (LODR) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the

management. Our examination was limited to procedures and implementation thereof,

adopted by the Company for ensuring the compliance of the conditions of the Corporate

Governance. It is neither an audit nor an expression of opinion on financial statements of the

Company.

In our opinion and to the best of our information and according to the explanations given to

us, we certify that the Company has complied with the conditions of Corporate Governance as

stipulated in the above mentioned Listing Agreement.

We state that as per the records maintained by the Company, no investor grievance is

remaining pending for a period exceeding one month.

We further state that such compliance is neither an assurance as to the future viability of the

Company nor the efficiency or effectiveness with which the management has conducted the

affairs of the Company.

For Bipin Zavar & Associates **Chartered Accountants**

(FRN 121523W)

Bipin P. Zavar (Proprietor)

Membership No.: 110250

Place : Mumbai

: 28/08/2017 Date

STANDALONE FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF PREMIER CAPITAL SERVICES LIMITED

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Premier Capital Services Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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 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 31 March 2017 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order;
- 2. As required by Section 143 (3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 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'; and
 - g. with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the financial statements as to holding as well as dealings in Specifies Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management Refer Note 19 to the financial statements

FOR BIPIN ZAVAR & ASSOCIATES CHARTERED ACCOUNTANTS (REGISTRATION NO. 121523W)

PLACE: MUMBAI DATED: 27/05/2017

> BI PI N P. ZAVAR (PROPRIETOR) MEMBERSHI P NO. 110250

Annexure A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2017, we report that:

- i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - (b) As explained to us, all the assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
 - (c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company does not have any immovable property in its name and therefore the said clause is not applicable;
- ii) The Company is a service company, primarily rendering management consultancy services. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company;
- iii) The Company has not granted any loans persons covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). Thus, paragraph 3(iii) of the Order is not applicable to the Company;
- iv) 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;
- v) According to information and explanations provided to us, the company has not accepted any deposit from public as defined according to the provisions of Section 73 to 76 of the Companies Act, 2013, and the Rules framed there under. Hence we offer no comments in respect of any contraventions thereto. No order has been passed by Company Law Board or National Company Law Tribunal or the Reserve Bank of India or any Court or other tribunal in respect of any deposit as defined according to the provisions of Section 73 to 76 of the Companies Act, 2013, and Rules framed there-under;
- vi) The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the services rendered by the Company;
- vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2017 for a period of more than six months from the date they became payable;
 - (b) According to the information and explanations given to us, there are no material statutory dues of duty which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following due of income tax has not been deposited by the Company on account of disputes:

Name of	Nature of	Amount (in 🐔	Period to which	Forum where
Statute	Dues		the amount	dispute is
			relates	pending
Income Tax	Income Tax	1,74,11,310.00/-	Assessment Year	CIT (A),
	and Interest		2013-14	Mumbai
Income Tax	Income Tax	3,11,090.00/-	Assessment Year	CIT (A),
	and Interest		2014-15	Mumbai

- viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable;
- ix) 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;
- x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit. We, therefore, express our inability to express any opinion on the nature of fraud or amount involved therein:
- xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid managerial remuneration. Accordingly, paragraph 3(xi) of the Order is not applicable;
- xii) 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;
- xiii) 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 where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards;
- xiv) According to the information and explanations given 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;
- xv) 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 him. Accordingly, paragraph 3(xv) of the Order is not applicable;
- xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934:

For BIPIN ZAVAR & ASSOCIATES CHARTED ACCOUNTANTS (REGISTRATION NO. 121523W)

PLACE: MUMBAI DATED: 27/05/2017

> BIPIN P. ZAVAR (PROPRITOR) MEMBERSHIP NO. 110250

Annexure B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of Premier Capital Services Limited ('the Company') as of 31 March 2017 in conjunction with our audit of the standalone 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

- a. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- b. 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 the Management and directors of the Company; and
- c. 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 31 March 2017, 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 BIPIN ZAVAR & ASSOCIATES CHARTED ACCOUNTANTS (REGISTRATION NO. 121523W)

PLACE: MUMBAI DATED: 27/05/2017

BIPIN P. ZAVAR (PROPRITOR) MEMBERSHIP NO. 110250

Balance Sheet as at 31st March, 2017

Particulars	Note	2017	2016
A EQUITY AND LIABILITIES		₹	₹
1 Shareholders' funds			
(a) Share Capital	2	3,70,60,920.00	3,70,60,920.00
(b) Reserves and Surplus	3	17,92,11,584.25	18,01,72,062.46
2 Current liabilities			
(d) Other current liabilities	4	2,87,740.00	90,960.00
TOTAL ₹		21,65,60,244.25	21,73,23,942.46
B ASSETS			
1 Non-current assets(a) Fixed assets			
(i) Tangible assets (b) Non-Current Investments	5 6	7,424.00 21,14,08,421.67	12,649.00 21,31,34,774.13
(c) Long-Term Loans and Advances	7	4,51,251.39	4,51,251.39
2 Deferred tax Asset	22	2 20 772 00	2 20 772 00
3 Current assets	22	3,39,772.00	3,39,772.00
(a) Trade Receivables	8	14,18,456.59	10,78,839.00
(b) Cash and Cash Equivalents	9	25,49,754.35	17,93,101.94
(d) Misc. Expenditure	10	3,85,164.25	5,13,555.00
TOTAL ₹		21,65,60,244.25	21,73,23,942.46
Summary of Significant	1		

Accounting Policies

In terms of our report of even date attached.

For Bipin Zavar & Associates Chartered Accountants

FRN: 121523W

For and on behalf of the Board of Directors Premier Capital Services Limited

Bipin P Zavar

Manoj Kasliwal

Director

Proprietor

DIN: 00345241

Divident Sharda Manoj Kasliwal

Director

DIN: 00345386

M. No.: 110250 Place : Mumbai Date : May 27, 2017

Rajendra K. Mungar Chief Financial Officer Shreekant Patidar Company Secretary

Statement of Profit and Loss for the year ended 31st March, 2017

	Particulars	Note	2017	2016
			₹	₹
<u>A</u>	CONTINUING OPERATIONS			
	Revenue from Operations	11	-	5,25,000.00
	Other Income	12	3,34,951.86	8,31,083.74
	Total Revenue (I)		3,34,951.86	13,56,083.74
	Expenses			
	(a) Employee Benefits Expense	13	7,81,790.00	7,59,100.00
	(b) Finance Costs	14	255.83	1,052.57
	(c) Other Expenses (d) Depreciation and amortization Expenses	15 5	5,08,159.24 5,225.00	17,34,367.48 3,851.00
	Total Expenses (II)	J	12,95,430.07	24,98,371.05
	Profit / (Loss) before Extraordinary item tax (I-II) Extraordinary Items (Dimmunition in Value of Investments)		(9,60,478.21)	(11,42,287.31)
	Profit / (Loss) before tax (I-II)		(9,60,478.21)	(11,42,287.31)
	Tax Expense			
	(a) Current tax expense for current year		-	_
	(b) Deferred tax	22	-	(3,39,772.00)
	(c) Income Tax of Previous Years		-	<u>-</u>
	Total Tax Expense		-	(3,39,772.00)
	Profit / (Loss) for the year		(9,60,478.21)	(8,02,515.31)
	Earnings Per Share (Face Value ₹ 1/-)	16		
	1) Basic (₹)		(0.03)	(0.02)
	2) Diluted (₹)		(0.03)	(0.02)
Sur	nmary of Significant Accounting Policies	1		

In terms of our report of even date attached.

For Bipin Zavar & Associates **Chartered Accountants** FRN: 121523W

For and on behalf of the Board of Directors of Premier Capital Services Limited

Bipin P Zavar Proprietor M. No.: 110250 Place: Mumbai

Date: May 27, 2017

Rajendra Kumar Mungar Chief Financial Officer

Manoj Kasliwal

Director

DIN: 00345241

Shreekant Patidar

Sharda Manoj Kasliwal

Director

DIN: 00345386

Company Secretary

Cash Flow Statement for the Year Ended 31st March, 2017

	Particulars	2017	2016
		₹	₹
Α	Cash Flow from Operating Activities		
	Profit before Tax	(9,60,478.21)	(11,42,287.31)
	Adjustments for:		
	Preliminary Expenses Written off	1,28,388.75	5,13,555.00
	Depreciation	5,225.00	3,851.00
	Dividend Income		(48,750.00)
	Operating Profit before Working Capital changes	(8,26,864.46)	(6,73,631.31)
	Changes in Working Capital:		
	Trade & Other receivables	(3,39,615.59)	16,26,228.00
	Trade Payable	1,96,780.00	52,406.00
	Cash generated from Operation	(9,69,700.05)	10,05,002.69
	Less: Taxes Paid	0.00	22,923.39
	Net Cash from Operating Activities (A)	(9,69,700.05)	982079.30
В	Cash Flow from Investing Activities	0.00	(4 (500 00)
	Capital Expenditure	0.00	(16,500.00)
	(Purchase)/Sale of Investments	17,26,352.46	(29,75,584.75)
	Dividend received	0.00	48,750.00
	Net Cash from Investing Activities (B)	17,26,352.46	(29,43,334.75)
С	Cash Flow from Financing Activities		
	Issue of Share Capital	0.00	0.00
	Short Term Loan	0.00	0.00
	Interest Paid	0.00	0.00
	Net Cash from Financing Activities (C)	0.00	0.00
	Net Increase/decrease in Cash & Cash Equivalents (A+B+C)	7,56,652.41	(19,61,255.45)
	Opening Balance of Cash & Cash Equivalents	17,93,101.94	37,54,357.39
	Closing Balance of Cash & Cash Equivalents	25,49,754.35	17,93,101.94

Note: Cash Flow Statement has been prepared under Indirect Method as set out in the Accounting Standard (AS) 3 Cash Flow

In terms of our report of even date attached.

For Bipin Zavar & Associates **Chartered Accountants**

FRN: 121523W

For and on behalf of the Board of Directors of Premier Capital Services Limited

Bipin P Zavar Proprietor

M. No.: 110250 Place: Mumbai

Date: May 27, 2017

Manoj Kasliwal Director DIN: 00345241

Sharda Manoj Kasliwal Director

DIN: 00345386

Rajendra K. Mungar Chief Financial Officer

Shreekant Patidar Company Secretary

Note 1

SUMMARY OF SIGNIFICANT ACCOUNTING POLICES

1. Accounting Convention

The financial statement have been prepared on the basis of Going Concern, under Historical Cost Convention on accrual basis, to comply all material aspects with applicable generally accepted accounting principles in India ("Indian GAAP") and in accordance with Section 133 of the Companies Act, 2013 and the relevant provisions of the act.

2. Revenue Recognition

- a) The Company generally follows the mercantile system of accounting and recognizes income and expenditure on an accrual basis except those with significant uncertainties.
- b) Claims made by the Company and those made on the company are recognized in the profit and loss Account as and when the claims are accepted.

3. Fixed Assets

Fixed Assets are stated at their original cost including expenses such as upfront charges including Stamp Duty, Processing charges etc. on Term Loan & Working Capital loan, inward freight, taxes, installation and erection expenses less accumulated depreciation and impairment loss, if any.

4. Employee Benefits

- a) Short term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss Account of the year in which the related service is rendered.
- b) Termination benefits are recognized as an expense as and when incurred.

5. Borrowing Costs

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalized as a part of such assets. All other borrowing costs are charged to revenue. A qualifying asset is an asset that necessarily requires substantial period of time to get ready for its intended use or sale.

6. Depreciation

Depreciation is provided on Straight Line Method in according with Schedule II to the Companies Act, 2013.

7. Cash Flow Statement

Cash flow statement has been prepared in accordance with the indirect method prescribed in Accounting Standard 3-Cash Flow Statement issued by the Institute of Chartered Accountants of India

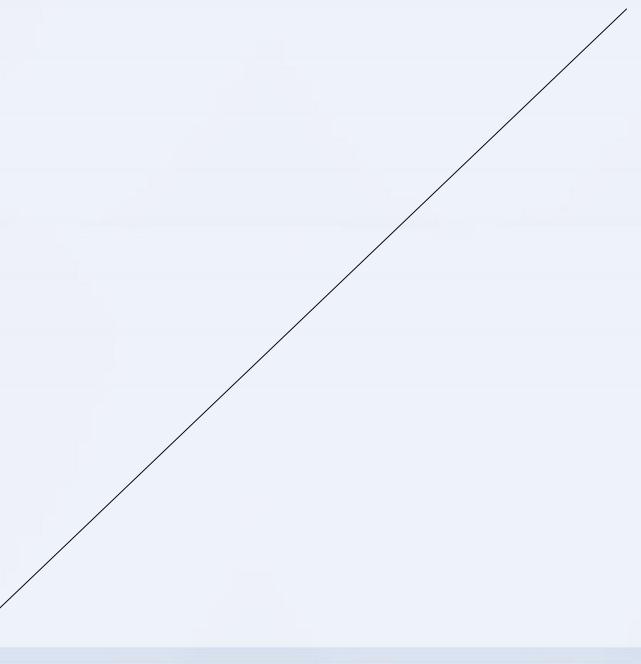
8. Investments

a) Investments held as long term investments are stated at cost comprising of acquisition and incidental expenses less permanent diminution in value, if any.

9. Taxes on Income

- a) Current tax is determined as the amount of tax payable in respect of taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961/ relevant tax regulations applicable to the Group.
- b) Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which give future economic benefits in the form of adjustment to future income tax liability, is considered as an asset, if there is convincing evidence that the Group will pay normal

- income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Group.
- c) Deferred tax is recognized on timing differences being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in subsequent periods, subject to consideration of prudence.
- 10. Provisions, contingent liabilities and contingent assets
 Provisions are recognized only when there is a present obligation as a result of past
 events and when a reasonable estimate of the amount of obligation can be made.
 Contingent liabilities disclosed for possible obligation which will be confirmed only by
 future events not wholly within the control of the group or present obligations arising
 from past events where it is not probable that an outflow of resources will be required to
 settle the obligation or a reliable estimate of the amount of the obligation cannot be
 made. Contingent assets are neither recognized nor disclosed in the financial statements.



2 SHARE CAPITAL

	As At 31-03-2017		As At 3	31-03-2016
	Number	₹	Number	₹
<u>Authorised</u>				
250,000,000 Equity Shares of ₹ 1/- each	25,00,00,000	25,00,00,000.00	25,00,00,000	25,00,00,000.00
(31/03/2016: 250,000,000 Equity Shares of		25,00,00,000.00		25,00,00,000.00
₹ 1/- each)				
<u>I ssued</u>				
37,060,920 Equity Shares of ₹ 1 /-each	3,70,60,920	3,70,60,920.00	3,70,60,920	3,70,60,920.00
(31/03/2016: 37,060,920 Equity Shares of		3,70,60,920.00		3,70,60,920.00
₹ 1/- each)				
Subscribed & fully paid up				
37,060,920 Equity Shares of ₹ 1 /-each	3,70,60,920	3,70,60,920.00	3,70,60,920	3,70,60,920.00
(31/03/2016: 37,060,920 Equity Shares of		3,70,60,920.00		3,70,60,920.00
₹ 1/- each)				

A) Reconciliation of number of shares and the amount outstanding at the beginning and end of the year

Balance at the beginning of the year
Issued during the year
Split during the year
Balance at the end of the year

Year end	led 31-03-2017	Year ended 31-03-2016				
Number ₹		Number	₹			
3,70,60,920	3,70,60,920.00	20.00 3,70,60,920 3,70,60,				
C	0.00	0	0.00			
C	0.00	0	0.00			
3,70,60,920	3,70,60,920.00	3,70,60,920	3,70,60,920.00			

B) Terms / Right attached to equity shares

The Company has one class of issued shares referred to as equity shares having a par value ₹ 1/-each. Holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors, if any, is subject to the approval of shareholders in Annual General Meeting. In the event of liquidation of the Company the holder of the equity shares will be entitled to receive remaining assets of the Company after settlement of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the equity shareholders.

C) Details of Shareholders holding more than 5% shares in the Company:

		As at 31-0	3-2017	As at 31-03-2016		
	Name of Shareholder	No. of Shares	% of Holding	No. of Shares	% of Holding	
1	Dalip Kumar	25,34,850	6.84	25,34,850	6.84	
2	Manoj Kasliwal	61,44,890	16.58	61,44,890	16.58	
3	Sharda Kasliwal	61,44,880	16.58	61,44,880	16.58	

D) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five year immediately preceding the reporting date

No Bonus shares, shares for consideration other than cash have been issued during the period of five years immediately preceding the reporting date.

3 RESERVES AND SURPLUS

2016	2017	A) GENERAL RESERVE	
5,95,662.55	5,95,662.55	Balance as per last Financial Statement	
-	-	Add /Less: - Balance transferred during the year	
5,95,662.55	5,95,662.55	Balance transferred to Balance Sheet	
		B) CAPITAL RESERVE	
35,00,000.00	35,00,000.00	Balance as per last Financial Statement	
-	-	Add /Less: - Balance transferred during the year	
35,00,000.00	35,00,000.00	Balance transferred to Balance Sheet	
		C) PROFIT AND LOSS ACCOUNT	
-1,75,68,064.78	-1,83,70,580.09	Balance as per last Financial Statement	
-8,02,515.31	-9,60,478.21	Add: - Profit for the year	
-18,370,580.09	-1,93,31,058.30	Balance transferred to Balance Sheet	
		D) SECURITIES PREMIUM	
19,44,46,980.00	19,44,46,980.00	Balance as per last Financial Statement	
_	-	Add: - Received during the year	
19,44,46,980.00	19,44,46,980.00	Balance transferred to Balance Sheet	
18,01,72,062.46	17,92,11,584.25	TOTAL ₹	
		OTHER CURRENT LIABILITIES	4
960.00	960.00	a) TDS Payable	
30,000.00	25,000.00 45,000.00	b) Service Tax Payablec) Internal Audit Fees Payable	
-	1,20,780.00	d) Salary Payable	
60,000.00	6000.00 90,000.00	e) Rent Payable f) Audit Fees Payable	
90,960.00	2,87,740.00	TOTAL ₹	

5. FIXED ASSETS

Description GROSS BLOCK			DEPRECIATION			NET BLOCK				
of Assets	Balance	Addition	Delet-	Balance	Balance	Depre-	Dedu-	Balance	Balance	Balance
	as at 01-04-16		ions	as at 31-03-17	as at 01-04-16	ciation	ction	as at 31-03-17	as at 31-03-17	as at 31-03-16
A) Tangible Assets										
Computer	16,500	0.00	0.00	16,500	3,851	5,225	0	9,076	7,424	12,649
Total	16,500	0.00	0.00	16,500	3,851	5,225	0	9,076	7,424	12,649
Previous										
Year	0.00	16,500	0.00	16,500	0.00	3,851	0.00	3851	12649	0.00

6

Notes to Financial Statement for the year ended 31st March 2017

NON-CURRENT INVESTMENTS		2017	2016		
(Investment in Equity Shares)	Number	₹	Number	₹	
(Quoted)					
Aqua Logistics Ltd	4,20,000	5,71,200.00	4,20,000	5,71,200.00	
Entegra Ltd	1,07,231	4,26,779.38	1,07,231	4,26,779.38	
Safal Herbs Ltd (Parikh Herbal Ltd)	3,00,000	86,25,000.00	3,00,000	86,25,000.00	
Skil Infrastructure Pvt Ltd	65,000	20,81,021.87	65,000	20,81,021.87	
Bajaj Auto Ltd	14	37,642.97	-	-	
Sujana Towers Ltd	3,00,000	37,08,000.00	3,00,000	37,08,000.00	
Lloyd Electric & Engineering Ltd	-	-	2,200	4,99,549.00	
PTL Enterprises Ltd	-	-	5,000	6,64,881.27	
Tata Steel Limited	-	-	6,000	18,07,717.42	
Vakrangee Ltd	5,901	12,08,152.26	-	-	
TVS Electronics Limited	300	30,625.19	300	30,625.19	
	11,98,446	1,66,88,421.67	12,05,731	1,84,14,774.13	
(Unquoted)					
Pumarth Infrastructure Pvt Ltd	2,72,000	13,87,20,000.00	2,72,000	13,87,20,000.00	
Pumarth Properties & Holdings Pvt Ltd	1,40,000	3,50,00,000.00	1,40,000	3,50,00,000.00	
Pumarth Meadows Pvt Ltd	2,00,000	2,10,00,000.00	2,00,000	2,10,00,000.00	
	6,12,000	19,47,20,000.00	6,12,000	19,47,20,000.00	
TOTAL ₹	18,10,446	21,14,08,421.67	18,17,731	21,31,34,774.13	

Note: The Market value of the Quoted Shares as on 31st March, 2017 was ₹ 67,85,650.77/-.

7	LONG TERM LOANS AND ADVANCES		2017	2016
	<u>Unsecured</u> , <u>Considered Good</u>			
	Tax Payments (Net of Provision)		4,28,328.00	4,28,328.00
	Income Tax Demand		22,923.39	22,923.39
		TOTAL ₹	4,51,251.39	451,251.39
8	TRADE RECEIVABLES (To be considered good by the management) Trade receivables outstanding for a period more than			
	six months from the date they are due for payment Trade receivables outstanding for a period less than		10,78,839.00	-
	six months from the date they are due for payment		3,39,617.59	10,78,839.00
		TOTAL ₹	14,18,456.59	10,78,839.00
9	CASH AND CASH EQUIVALENTS			
	Cash on Hand		99,814.00	1,01,934.00
	Balance with Banks			
	In current accounts		24,49,940.35	16,91,167.94
		TOTAL ₹	25,49,754.35	17,93,101.94
10	MISC. EXPENDITURE			
	Misc Expenditure (to the extent not written off)		3,85,164.25	513,555.00
			3,85,164.25	513,555.00

11	REVENUE FROM OPERATIONS		2017	2016
	Services Charges		-	5,25,000.00
		TOTAL ₹	-	5,25,000.00
12	OTHER INCOME			
	Profit on Sale of Shares		3,34,951.86	4,79,900.18
	Future & Option Trading		-	3,02,433.00
	Dividend Receipt		-	48,750.00
		TOTAL ₹	3,34,951.86	8,31,083.74
13	EMPLOYEE BENEFITS EXPENSES			
	Salaries, Wages and Bonus		7,81,790.00	7,59,100.00
	5	TOTAL ₹	7,81,790.00	7,59,100.00
14	FINANCE COST Bank Charges		255.83	1,052.57
	Bank charges	TOTAL ₹	255.83	1,052.57
15	OTHER EXPENSES			
	Printing & Stationery		6,763.00	7,953.00
	Postage and Telegrame		4,486.00	6,627.00
	Telephone Exp. Office Expenses		4,670.00 63,650.00	5,757.00 74,795.00
	AGM Expenses		21,567.00	29,443.00
	Office Rent		30,000.00	72,000.00
	Demat Charges		5,743.88	2,021.68
	ROC Filing Fees		9,200.00	9,200.00
	Advertisement ,Publicity & Sales Promotion		48,364.00	63,957.80
	Travelling & Conveyance		12,250.00	8,078.00
	Professional Charges		53,717.00	4,72,360.00
	Misc Expenses		28,234.61	1,98,315.00
	Misc. Expenditure W/Off		1,28,388.75	5,13,555.00
	BSE Annual Fees		-	2,00,000.00
	CDSL and NSDL Annual Fees		21,125.00	10,305.00
	Secretarial Audit Remuneration		25,000.00	-
	Internal Auditor Remuneration		15,000.00	30,000.00
	Auditors Remuneration		30,000.00	30,000.00
		TOTAL ₹	5,08,159.24	17,43,367.48
	Payments to the Auditor as		2017	2016
	a) For Statutory Audit		22,500.00	22,500.00
	b) For Taxation Matters		7,500.00	7,500.00
	c) Reimbursement of Expenses		-	-
	d) For other Services		-	-
		TOTAL ₹	30,000.00	30,000.00

16	EARNI NGS PER SHARE	2017	2016
	Profit / Loss after taxation as per		
	Profit & Loss Account	(9,60,478.21)	(802,515.31)
	Weighted Average Number of equity shares outstanding	3,70,60,920	37,060,920
	Basic & Diluted Earnings per share in rupee	(0.03)	(0.02)
	(Face value ₹ 1/-)		

OTHER NOTES TO ACCOUNTS

17 The Balance in parties accounts are subject to confirmation and reconciliation, if any. In the opinion of the management all current assets including sundry debtors and loans and advances in the normal course of business would realize the value at least to the extent stated in the Balance sheet.

With respect of sundry debtors more than 6 months, the management is certain about its realisation and hence classified as good and no provision for doubtful debt is made.

18 MICRO, SMALL AND MEDIUM ENTERPRISES

The company is in process of identifying the parties who are covered under Micro, Small and Medium Enterprises.

19 Details of Specified Bank Notes and transactions

	SBN	Other Denomination Notes	Total
Closing cash in hand as on 8-11-2016	0	100, 50, 10	101934
(+) Permitted receipts	0	0	0
(-) Permitted payments	0	0	0
(-) Amount deposited in Banks	0	0	0
Closing cash in hand as on 30-12-2016	0	100, 50, 10	101934

20 CONTINGENT LIABILITIES (to the extent not provided for)

- a) Guarantee given by Bankers and outstanding
- b) Estimated amount of contracts remaining to be executed on Capital Accounts and not Provided for (net after advance Payment)
- c) Liability towards Income Tax as determined by the authority through the Assessment Order dated 29/12/2016 U/s 153 r.w.s. 153A of the Income Tax Act for A.Y. 2013-14 for Rs. 1,74,11,310/- and Assessment Order 27/12/2016 U/s 143(3) of Income Tax Act, 1961 for A.Y. 2014-15 Rs. 3,11,090/-. An appeal to the CIT (A) U/s 246 has been preferred by the company against the said order on 25/01/2017.

2016	2015
-	-
-	-
1,77,22,400.00	_
1,77,22,400.00	

21 RELATED PARTY DISCLOSURES

(As identified by the management and relied upon by Auditors)

a) Name of related parties and nature of relationship where control exists are as under: -

1) Directors

Manoj Kasliwal

Sharda Kasliwal

II) Key Management Personnel

Ms. Deepti Dubey (CEO)

Rajendra Kumar Mungar (CFO)

Shreekant Patidar (CS)

III) Companies in which Directors are interested Pumarth Credit and Capital Limited

Transaction during the year with related parties/Key Management Personnel

Nature of Transactions	For the year ending	Directors	Companies in which Directors interested
Prokorago paid on Durchaso & Salo of	31/03/2017	-	15,473.00
Brokerage paid on Purchase & Sale of Equity Shares	31/03/2016		5,768.00
		-	
	31/03/2017	30,000.00	-
Rent Paid	31/03/2016	72,000.00	-

22 DEFERRED TAX 2016
Loss as per P&L A/c 9,60,478.21 10,99,586.00

9,60,478.21 10,99,586.00

Deferred Tax Asset for the year - 3,39,772.00

The management is not certain about the reversal of loss and

hence the provision for deferred tax asset is not made in the accounts.

		2017	2016
23	Earning in Foreign Currency	Nil	Nil
24	Expenditure in Foreign Currency	Nil	Nil

25 Previous Year figures have been regrouped / reclassified wherever necessary.

For Bipin Zavar & Associates Chartered Accountants

FRN: 121523W

For and on behalf of the Board of Directors of Premier Capital Services Limited

Bipin P Zavar
Proprietor

M. No.: 110250 Place : Mumbai

Date: May 27, 2017

Manoj Kasliwal
Director
Sharda Manoj Kasliwal
Director

DIN: 00345241 DIN: 00345386

Rajendra Kumar Mungar Shreekant Patidar Chief Financial Officer Company Secretary

NOTES

ATTENDANCE SLIP

[Please complete this attendance slip and hand it over at the entrance of hall]

PREMIER CAPITAL SERVICES LIMITED

CIN: L65920MH1983PLC030629

Registered Office: 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai 400 030,

Phone: 0731-2499910, 4241914, E-mail: premiercapservices@gmail.com

34TH ANNUAL GENERAL MEETING

I / We hereby record my/our presence at the 34th Annual General Meeting of the Company to be held on Tuesday, 26th September, 2017 at 10.00 a.m. at Unit No. 4089, 4^{th} Floor, Bhandup Industrial Estate, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W) Mumbai, Maharashtra, 400078.

FOIIO NO./ DP ID-CIIENT	
ID	
Full name of Shareholder in block	
letter	
No. Share	
held	
Name of proxy (if any) in block	
letter	
	Signature of member/proxy/representative*
*strike out whichever is not applicable	

Note:

- 1. Please complete the Folio / DP ID Client ID No. and name, sign this Attendance Slip and handover at the Attendance Verification Counter at THE MEETING HALL.
- 2. Electronic copy of the Annual Report for FY 2016-17 and the Notice of the 34th Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
- 3. Physical copy of the Annual Report for 2016-17 and the Notice of the 34th Annual General Meeting along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or who have requested for a hard copy.

E-VOTING PARTICULARS

PREMIER CAPITAL SERVICES LIMITED

CIN: L65920MH1983PLC030629

Registered Office: 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai 400 030,

Phone: 0731-2499910, 4241914, E-mail: premiercapservices@gmail.com

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	Password / PIN

<u>Note:</u> Please read instructions given in Notes of the Notice of the 34th Annual General Meeting carefully before voting electronically.



PROXY FORM

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

E-Mail id

Member's Folio No./

PREMIER CAPITAL SERVICES LIMITED

CIN: L65920MH1983PLC030629

Name of

Member(s)
Registered

Registered Office: 4, Bhima Vaitarna Complex, Sir Pochkhanwala Road, Worli, Mumbai 400 030,

Phone: 0731-2499910, 4241914, E-mail: premiercapservices@gmail.com

Address		DP ID - Client ID			
I/We being the member(s) ofshares of the above named company hereby appoint:					
1) Name:		Address			
·	Email-Id	Signature			.or failing him;
2) Name:		.Address			
	Email-Id	Signature			.or failing him;
3) Name:		Address			
	Email-Id	Signature		O	r failing him;
General Meet Unit No. 408 Bhandup (W) resolutions as	as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the Company to be held on Tuesday, 26th September, 2017 at 10.00 a.m. at Unit No. 4089, 4 th Floor, Bhandup Industrial Estate, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W) Mumbai, Maharashtra, 400078 and at any adjournment thereof in respect of such resolutions as are indicated below:				
Resolution No.	Resolutions		For	*Vote	e Against
Ordinary Busi	ness		101		riganist
1.	To consider and adention of Audited Finan				
	To consider and adoption of Audited Finance Reports thereof for the year ended 31st Ma				
2.		arch, 2017. arda Manoj Kasliwal			
3.	Reports thereof for the year ended 31st Ma To appoint a Director in place of Mrs. Sha (DIN: 00345386), who retires by rotation	arch, 2017. arda Manoj Kasliwal and being eligible, s. Bipin Zavar &			
3.	Reports thereof for the year ended 31st Ma To appoint a Director in place of Mrs. Sha (DIN: 00345386), who retires by rotation offers herself for re-appointment. To Ratification of Appointment of M/s Associates, Chartered Accountants, M	arch, 2017. arda Manoj Kasliwal and being eligible, s. Bipin Zavar & umbai, (MH), as			Affix
3. Signed this	Reports thereof for the year ended 31st Ma To appoint a Director in place of Mrs. Sha (DIN: 00345386), who retires by rotation offers herself for re-appointment. To Ratification of Appointment of M/s Associates, Chartered Accountants, M Auditors of the Company.	arch, 2017. arda Manoj Kasliwal and being eligible, s. Bipin Zavar & umbai, (MH), as 2017.			Affix Revenue Stamp

Notes:

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- 2. For the resolutions, explanatory statements and Notes please refer to the Notice of 34th Annual General Meeting.
- 3. * It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
- 4. Please complete all details including details of member(s) in the above box before submission.



E-COMMUNICATION REGISTRATION

Dear Members, The Ministry of Corporate Affairs and the Securities and Exchange Board of India have commenced Green Initiative by allowing paperless compliances by Companies. The Companies can send Annual Reports and General Notices in electronic mode to Members who have registered their E-mail addresses for the purpose.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow Shareholders to contribute towards a Greener Environment. This is a golden opportunity for every Shareholder of Premier Capital Services Limited to contribute to the Corporate Social Responsibility initiative of the Company.

We therefore invite all our Members to contribute to the cause by filling up the form given below to receive communication from the Company in electronic mode.

Let's be part of this 'Green Initiative'!

Please note that as a Member of the Company you will be entitled to receive all such communication in physical form, upon request.

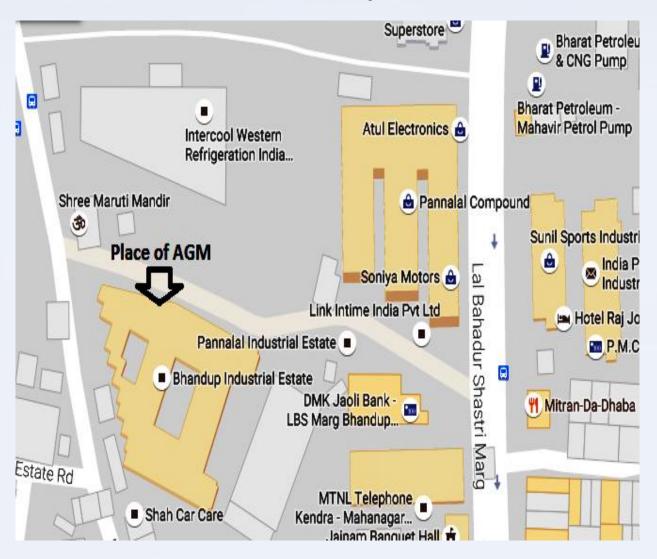
E-COMMUNICATION REGISTRATION FORM

Folio No. / DP ID and Client ID:	
Name of 1st Registered Holder:	
Name of Joint Holder(s):	
Registered Address:	
E-mail ID (to be registered):	
I/ We Member(s) of Premier Capital Services Limited ag the Company in electronic mode.	ree to receive communication from
Please register my above E-mail address in your records for so	ending communication through E-mail.
Date:	Signature:

Note: Member(s) are requested to provide the E-mail ID very carefully, as all the communication from the Company shall be sent to the E-mail ID provided through this form. The Shareholders are also requested to keep the Company informed as and when there is any change in the registered E-mail address.



Route Map



BOOK POST

To,

If undelivered, please return to;

PREMIER CAPITAL SERVICES LIMITED

Corporate Office:

5/5-A, Navratan Bagh,

Off. Geeta Bhawan Square,

Behind Vishesh Hospital,

Indore (M.P.) 452001

Email: premiercapservices@gmail.com