



PEE CEE COSMA SOPE LIMITED

CIN : L24241UP1986PLC008344

Company Information

BOARD OF DIRECTORS		
Shri Mayank Jain 119, Jaipur House, Agra-282 010	: Executive Chairman	DIN : 00112947
Shri Ankur Jain 42, Surya Nagar, Agra-282 002	: Managing Director	DIN : 00172356
Shri Ankit Jain 120, Jaipur House, Agra-282 010	: Whole Time Director	DIN : 05343684
Shri Amar Singh Rajput 43-44, Lawyer's Colony, Agra 282002	: Independent Director (Ceased on 13.07.2023 due to demise)	DIN : 00172301
Shri Anil Gupta Shanti Krishna' 5034/3, Sant Nagar, Karol Bagh, New Delhi-110 005	: Independent Director	DIN : 00283431
Smt. Babita Agarwal B-138, Kamla Nagar, Agra-282 005	: Independent Director	DIN : 07101475
Shri Kshitiz Agarwal 18B/PA-2, Shaheed Nagar, Opp. Garima Nursing Home, Agra 282001	: Independent Director	DIN : 01768123
Shri Nemi Chandra Jain 3, Churuch Road, Civil Lines, Agra-282 002	: Independent Director (Ceased on 31.03.2024 due to retirement)	DIN : 00172406
Company Secretary	: Mrs. Nidhi Agarwal B-5, Anthem, Near Karkunj Crossing, Avas Vikas Yojna, Agra-282007 (U.P.)	
Chief Financial Officer	: Brij Mohan Verma, 35/57 B, Lashkarpur, Agra-282 005 (U.P.)	
Registered Office	: Hall H1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra-282 007 (U.P.)	
Bankers	: Axis Bank Ltd., Sanjay Place, Agra-282002 (U.P.)	
Auditors	: M/s. Doogar & Associates, Chartered Accountants B86, New Agra Colony, Agra-282005 (U.P.)	
Works	: (1) 51 & 52, Malanpur Industrial Area, Malanpur, Distt - Bhind (M.P.) (2) 7th K.M. Stone, Adalpur, Dholpur (Raj.)	
Registrar & Share Transfer Agent	: Skyline Financial Services Pvt. Ltd. D-153/A, 1st Floor, Okhla Ind. Area, Phase-I, New Delhi-110 020	
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37th Annual General Meeting on Monday, 30th September, 2024
at Hotel P. L. Palace, Sanjay Place Agra - 282 002 at 3.00 p.m.

As a measure of economy copies of the Annual Report will not be distributed at the Annual General Meeting. Share holders are requested to kindly bring their copies to the meeting.



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NOTICE TO THE 37TH ANNUAL GENERAL MEETING

Notice is hereby given that the 37th Annual General Meeting of the Members of Pee Cee Cosma Sope Limited will be held on Monday, 30th September, 2024 at 3.00 P.M. at Hotel P.L. Palace, Sanjay Place, Agra 282002, Uttar Pradesh to transact the following businesses :

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the reports of the Board of Directors and Auditors thereon.
2. To declare a final dividend of 50% (30% plus 20% special dividend) i.e. Rs. 5.00 per equity share) for the year ended 31st March, 2024.
3. To appoint a director in place of Shri Ankur Jain (DIN: 00172356), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. **To ratify the remuneration of Cost Auditors for the financial year 2024-25**

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 148(3) and 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 remuneration payable to M/s Dileep Verma & Associates, Cost Accountants, having Firm Registration No. 100828, appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2024-25, amounting to Rs. 35,000/- (Rupees Thirty Five Thousand Only) per annum plus applicable taxes as applicable and reimbursement of out of pocket expenses

incurred by them in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified, confirmed and approved.

Resolved further that the Board of Directors of the Company be and are hereby authorized to do all such acts, matters, deeds & things and to take all such steps as they may deem necessary, proper or expedient to give effect to this resolution.

5. **To re-appoint Shri Ankur Jain (DIN: 00172356) as Managing Director of the Company**

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

Resolved that pursuant to the provisions of sections 196, 197, 198 & 203 read with schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), based on the recommendations of the Nomination & Remuneration Committee and approved by the Board of Directors, Shri Ankur Jain, Director be and is hereby re-appointed as the Managing Director of the Company for a period of 5 years with effect from 1st September, 2024.

Resolved further that the remuneration of Shri Ankur Jain, Managing Director be and is hereby approved for a period of 3 years on the following terms and conditions:

1. Maximum Salary upto Rs. 5,00,000 per month (may be altered and varied from time to time by the Board and its Committees as it may, in its discretion,



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- deem fit within the maximum limit).
2. Annual increment in salary, not exceeding upto 20% per month as may be sanctioned by the Board will be effective from 1st April each year.
 3. In addition to salary the Managing Director shall also be entitled to the following perquisites and allowances:
 - (i) **Gas, Electricity, Water and Furnishings:** The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.
 - (ii) **Medical Reimbursement:** Expenses incurred for self and his family.
 - (iii) **Leave Travel Concession:** Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.
 - (iv) **Club Fees:** Fees of clubs subject to a maximum of two clubs.
 - (v) **Medical Insurance:** Medical Insurance for self and his family.
 4. For the purpose of calculating the above ceiling perquisites will be evaluated as per Income Tax Rules, 1962, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost.
 5. The Managing Director shall also be entitled for the following benefits:
 - (i) **Car:** Provision for use of Car for Company's business purposes and partly for personal or private purposes.
 - (ii) **Telephone:** Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.
 - (iii) **Entertainment Expenses:** Re-

imbursement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time.

Shri Ankur Jain shall not be entitled to sitting fees for attending meetings of the Board or any committee or committees thereof.

The terms and conditions of the said appointment and/or agreement may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, maximum amount payable to Shri Ankur Jain as a Managing Director in accordance with Schedule V of the Companies Act, 2013 or any amendments made thereafter in this regard.

Resolved further that payment/reimbursement of telephone and/ or mobile phone(s) bills, conveyance, fuel expenses, travel, stay or other out of pocket expenses actually and properly incurred in course of the official duties/business will not be included in the aforesaid remuneration.

Resolved further that in the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.

Resolved further that Shri Ankur Jain shall be the Key Managerial Personnel of the Company as defined under Section 203 of the Companies Act, 2013 read with rules made thereunder.

Resolved further that the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorised to assign and delegate, from time to time, such work, duties, power and authorities to the



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Managing Director as it may deem fit and proper.

Resolved further that the Board of Directors and the Nomination and Remuneration Committee of the Company be and are hereby severally authorized to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.

Resolved further that the Board of Directors of the Company (including any committee/sub-committee of the Board) be and are hereby severally authorised to take all necessary steps to give effect to the aforesaid resolution.”

6. Appointment of Mr Nirbhay Mishra (DIN: 00302769) as an Independent Director of the Company

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

Resolved that pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, consent of the members be and is hereby accorded for appointment of Mr Nirbhay Mishra (DIN: 00302769), who has given his consent along with a declaration that he meets the criteria for independence under

Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, as Non-Executive Independent Director of the Company for a term of 5 (five) consecutive years commencing from 14th November 2024 upto 13th November, 2029 (both days inclusive), not liable to retire by rotation.

Resolved further that the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised and further to delegate to any other Officer(s)/Authorised Representative(s) of the Company to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

7. Appointment of Ms Aanchal Jain (DIN: 05348101) as an Independent Director of the Company

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

Resolved that pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, consent of the members be and is hereby accorded for appointment of Ms Aanchal Jain (DIN: 05348101), who has given her consent along with a declaration that she meets the criteria for independence under



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Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, as Non-Executive Independent Director of the Company for a term of 5 (five) consecutive years commencing from 25th March 2025 upto 24th March, 2030, (both days inclusive), not liable to retire by rotation.

Resolved further that the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised and further to delegate to any other Officer(s)/Authorised Representative(s) of the Company to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.

8. To revise the remuneration structure of Shri Mayank Jain (DIN: 00112947), Whole-time Director

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

Resolved that pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Rules made thereunder, including any statutory modification thereof, or any other law, the approval of Members of the Company, be and is hereby accorded to revise the remuneration structure of Shri Mayank Jain (DIN: 00112947), Whole-time Director designated as Executive Chairman of the Company w.e.f 1st September 2024.

Resolved further that the remuneration of Shri Mayank Jain, Executive Chairman be and is hereby approved till his remaining tenure as Whole Time Director on the following terms and conditions:

1. Maximum Salary upto Rs. 5,00,000 per month (may be altered and varied from

time to time by the Board and its Committees as it may, in its discretion, deem fit within the maximum limit).

2. Annual increment in salary, not exceeding upto 20% per month as may be sanctioned by the Board will be effective from 1st April each year.
3. In addition to salary the Whole Time Director shall also be entitled to the following perquisites and allowances:
 - (i) **Gas, Electricity, Water and Furnishings:** The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.
 - (ii) **Medical Reimbursement:** Expenses incurred for self and his family.
 - (iii) **Leave Travel Concession:** Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.
 - (iv) **Club Fees:** Fees of clubs subject to a maximum of two clubs.
 - (v) **Medical Insurance:** Medical Insurance for self and his family.
4. For the purpose of calculating the above ceiling perquisites will be evaluated as per Income Tax Rules, 1962, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost.
5. The Whole Time Director shall also be entitled for the following benefits:
 - (i) **Car:** Provision for use of Car for Company's business purposes and partly for personal or private purposes.
 - (ii) **Telephone:** Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.



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(iii) **Entertainment Expenses:** Re-imbursment of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time.

Shri Mayank Jain shall not be entitled to sitting fees for attending meetings of the Board or any committee or committees thereof.

Resolved further that in the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.

Resolved further that the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorised to assign and delegate, from time to time, such work, duties, power and authorities to the Whole Time Director as it may deem fit and proper.

Resolved further that the Board of Directors and the Nomination and Remuneration Committee of the Company be and are hereby severally authorised to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.

Resolved further that the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorised to take all necessary steps to give effect to the aforesaid resolution.

9. To revise the remuneration structure of Shri Ankit Jain (DIN: 05343684), Whole-time Director

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

Resolved that pursuant to the provisions of Sections 196, 197 and other applicable

provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Rules made thereunder, including any statutory modification thereof, or any other law, the approval of Members of the Company, be and is hereby accorded to revise the remuneration structure of Shri Ankit Jain (DIN: 05343684), Whole-time Director of the Company w.e.f 1st September 2024.

Resolved further that the remuneration of Shri Ankit Jain, Whole Time Director be and is hereby approved till his remaining tenure as Whole Time Director on the following terms and conditions:

1. Maximum Salary upto Rs. 5,00,000 per month (may be altered and varied from time to time by the Board and its Committees as it may, in its discretion, deem fit within the maximum limit).
2. Annual increment in salary, not exceeding upto 20% per month as may be sanctioned by the Board will be effective from 1st April each year.
3. In addition to salary the Whole Time Director shall also be entitled to the following perquisites and allowances:
 - (i) **Gas, Electricity, Water and Furnishings:** The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.
 - (ii) **Medical Reimbursement:** Expenses incurred for self and his family.
 - (iii) **Leave Travel Concession:** Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.
 - (iv) **Club Fees:** Fees of clubs subject to a maximum of two clubs.
 - (v) **Medical Insurance:** Medical Insurance



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for self and his family.

4. For the purpose of calculating the above ceiling prerequisites will be evaluated as per Income Tax Rules, 1962, wherever applicable. In the absence of any such rules, prerequisites shall be evaluated at actual cost.
5. The Whole Time Director shall also be entitled for the following benefits:
 - (i) **Car:** Provision for use of Car for Company's business purposes and partly for personal or private purposes.
 - (ii) **Telephone:** Provision of Mobile phone and telephone at residence will not be considered as a prerequisite but the company shall bill personal long distance calls.
 - (iii) **Entertainment Expenses:** Reimbursement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time.

Shri Ankit Jain shall not be entitled to sitting fees for attending meetings of the Board or any committee or committees thereof.

Resolved further that in the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.

Resolved further that the Board of Directors

of the Company (including any committee/sub-committee of the Board) be and is hereby authorised to assign and delegate, from time to time, such work, duties, power and authorities to the Whole Time Director as it may deem fit and proper.

Resolved further that the Board of Directors and the Nomination and Remuneration Committee of the Company be and are hereby severally authorised to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.

Resolved further that the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorised to take all necessary steps to give effect to the aforesaid resolution.

Regd. Office:

Hall H1-H2, First Floor,
Padam Plaza, Plot No.5,
Sector 16B, Awas Vikas
Sikandra Yojna,
Agra- 282 007 (U.P.)

By order of the board
**For Pee Cee Cosma
Sope Ltd.**

Mayank Jain
DIN : 00112947
Executive Chairman

Add: 119, Jaipur House
Agra- 282 010, U.P.

Date : 13.08.2024
Place : Agra



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NOTES :

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") relating to the Special Business to be transacted at the Annual General Meeting, is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
4. Every member entitled to vote at the meeting, or on any resolution to be moved thereat, shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the company, provided not less than three days' notice in writing of the intention so to inspect is given to the company.
5. The Company has fixed Saturday, 21st September, 2024 as the 'Record Date' for determining entitlement of members to final dividend for the Financial year ended 31st March, 2024, if approved at the AGM.
6. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of their respective Board or governing body Resolution / Authorization etc., authorizing their representative to attend the AGM on their behalf and to vote through remote e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to rndregular@gmail.com with a copy marked to evoting@nsdl.co.in
If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made within 30 days of declaration of dividend, to shareholders as under:
 - i. To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories", on Saturday, 21st September, 2024;
 - ii. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company on Saturday, 21st September, 2024.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
8. In line with the Ministry of Corporate Affairs (MCA) Circular, the Notice calling the AGM along with Annual Report 2023-24 has been uploaded on the website of the Company at www.peeceecosma.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the



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Remote e-Voting facility) i.e. www.evoting.nsdl.com. Shareholders are requested to follow the process as guided below to enable the Company to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password:

Physical Holding: Member may send an e-mail request to the Company at info@peeceecosma.com, or its RTA - Skyline Financial Services Pvt Ltd. at info@skylinerta.com along with

- scanned copy of the signed request letter mentioning your Name, Folio Number, Scanned copies of share certificates(both sides), complete address, email address and mobile number, and
- scanned copy of self-attested PAN card and Aadhar card

Demat Holding: Members holding shares in dematerialized mode are requested to register / update their email addresses with their relevant Depository Participant.

Alternatively, (for temporary registration for forthcoming 37th AGM only) member may follow the process mentioned above under- Physical Holding and send 16 digit DPID & Client ID in place of Folio No. along with scanned copy of self-attested Client Master copy or consolidated Demat Account Statement.

In case of any queries / difficulties in registering the e-mail address, Members may write to info@peeceecosma.com or info@skylinerta.com

- The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 21st September, 2024 to Monday, 30th September, 2024 (both days inclusive).

- A. Members holding shares in physical form are requested to notify/send the following to the Registrar & Transfer Agent (RTA) of the Company M/s Skyline Financial Services Pvt Ltd., D-153/A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110 020; Phone No. 011-26812682-83:

i) **Their bank account details** in order to receive payment of dividend through electronic mode,

Name	Bank Name	Bank A/c No	Branch Address	IFSC Code
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ii) **Their email id**, in case the same have not been sent earlier, for the purpose of receiving the communication electronically,

iii) **Any change in their address/e-mail id/**

ECS mandate/ bank details, share certificate(s), held in multiple accounts in identical names or joint accounts in the same order of names, for consolidation of such shareholding into one account.

B. Members holding shares in dematerialized form are requested to notify to their Depository Participant :

i) **Their email id.**

ii) All changes with respect to their address, email id, ECS mandate and bank details.

C. Kindly note that as per SEBI Circular CIR/ MRD/DP/10/2013 dated 21st March, 2013 it is mandatory for the company to print the bank account details of the investors in dividend payment instrument. Hence, **you are requested to register/ update your correct bank account details with the Company/RTA/Depository Participant, as the case may be.**

- The Securities and Exchange Board of India has notified that the shareholders/ transferee of shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their Income Tax Permanent Account Number (PAN) card to the Company / RTA while transacting in the securities market including transfer, transmission or any other corporate action. Accordingly, all the shareholders/ transferee of shares (including joint holders) in physical form are **requested to furnish a certified copy of their PAN Card to the company/RTA** while transacting in the securities market including transfer, transmission or any other corporate action.

- All dividends remaining unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Members may please note that no claim shall lie against the Company in respect of dividend which remain unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account. However, this amount can be claimed from IEPF Authorities only after complying with the procedure specified for it. Further, the information regarding unclaimed dividend in respect of dividends declared up to the financial year 2022-23 and updated upto the date of 36th AGM held on 29th September 2023 has been uploaded on the website of the Company www.peeceecosma.com under "IEPF" section.



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The said information was also filed with MCA which is available on their website at www.iepf.gov.in Further, as per the requirement of Section 124(2) of the Act, the Company has uploaded the details of unclaimed dividend in respect of dividend declared during the financial year 2022-23, on the website of the Company. Shareholders may kindly check the said information and if any dividend amount is appearing as unpaid against their name, they may lodge their claim, duly supported by relevant documents to the Company. Also, in terms of Section 124(6) of the Act, read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more are required to be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Accordingly, equity shares which were/ are due to be so transferred, have been/ shall be transferred by the Company to the Demat Account of IEPFA. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also be credited to the Demat Account of IEPFA and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholder from IEPFA by following the procedure prescribed under the aforesaid rules. Details of shares transferred to the Demat Account of IEPFA have been uploaded by the company on its website at www.peeceecosma.com Shareholders may kindly check the same and claim back their shares. Therefore, it is in the interest of shareholders to regularly claim the dividends declared by the Company.

13. Members holding share certificate(s) in multiple accounts in identical names or joint accounts in the same order of names, are requested to apply to Company's RTA- for consolidation of such shareholding into one account.
14. The shares of the Company are under compulsory Demat trading. Also, as per Listing Regulations, securities of listed companies can only be transferred in dematerialized form w.e.f. 1st April, 2019. Therefore, Members holding shares in physical form are advised to convert

their shares into dematerialized form in their own interest and convenience purpose.

15. All the documents referred to in the accompanying notice shall be available for inspection from the date of circulation of this notice up to the date of AGM. These documents along with the extracts from Register of Directors and Key Managerial Personnel & their shareholding and the Register of Contracts & Arrangements in which directors are interested shall be available for inspection during the meeting to any person having right to attend the meeting.
16. In case you have any query relating to the Annual Accounts you are requested to send the same to the Company Secretary at info@peeceecosma.com at least 10 days before the date of AGM so as to enable the management to keep the information ready for replying at the meeting.
17. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment/ re-appointment at this AGM are also annexed to this Notice.
18. Directors seeking appointment/reappointment have furnished requisite declarations under section 164(2) and other applicable provisions of the Act, including rules framed there under and the Listing Regulations.
19. Members holding shares in physical form and desirous of making a nomination or cancellation/ variation in nomination already made in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit to the RTA of the Company the prescribed Form SH.13 for nomination and Form SH.14 for cancellation/ variation, as the case may be. The Forms can be downloaded from Company's website www.peeceecosma.com Members holding shares in demat mode may contact their respective Depository Participant for availing this facility.
20. **Voting through electronic means:**
 - i) Pursuant to the provisions of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, applicable Secretarial Standards and the Listing Regulations a member of the



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Company holding shares either in physical form or in dematerialized form, shall exercise his/her right to vote by electronic means (e-voting) in respect of the resolution(s) contained in this notice.

- ii) The Company is providing e-voting facility to its members to enable them to cast their votes electronically. The Company has engaged the services of National Securities Depository Limited as the Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of a general meeting).
- iii) The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. In case vote is cast by both the modes, then vote cast by remote e-voting prior to the meeting shall prevail.
- iv) The Board of Directors have appointed CS Debabrata Deb Nath, Company Secretary in Practice (Certificate of practice No. 8612 and Managing Partner of R & D Company Secretaries) as the Scrutinizer for conducting remote e-voting process in a fair and transparent manner.
- v) Members are requested to carefully read the instructions for e-voting before casting their vote.
- vi) The e-voting facility will be available during the following voting period after which the portal will be blocked and shall not be available for e-voting:

Commencement of e-voting	From 9.00 a.m. (IST) on Friday, 27th September, 2024
End of e-voting	Upto 5.00 p.m. (IST) on Sunday, 29th September, 2024

The cut-off date for the purpose of e-voting is Monday, 23rd September, 2024.

- 21. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date being Monday, 23rd September, 2024.
- 22. The Scrutinizer shall after the conclusion of voting at AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and will make, not later than 48 hours of the conclusion of AGM, a consolidated Scrutinizer's Report of the total votes cast in

favour or against, if any, forthwith to the Chairman of the Company, who shall countersign the Scrutinizer's Report and shall declare the result forthwith.

- 23. The Scrutinizer's decision on the validity of the vote shall be final and binding.
- 24. The result declared along with the Scrutinizer's report shall be placed on the website of the Company (www.peeceecosma.com) within 48 hours of passing of the resolutions at the AGM and communicated to the Stock Exchanges where the Company shares are listed.
- 25. The resolutions will be deemed to be passed on the AGM date subject to receipt of requisite number of votes in favour of the resolutions.

Explanatory Statement

Item No.4 : Ratification of remuneration of Cost Auditors for the financial year 2024-25

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s Dileep Verma & Associates, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ended 31st March, 2025. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 (a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for audit of cost records of the Company for the financial year 2024-25 as set out in the resolution for the aforesaid services to be rendered by them.

The Board of Directors recommend the Ordinary Resolution as set out in Item No. 4 of the Notice for approval by the members.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

Item No.5 : Shri Ankur Jain was the Managing Director from last 5 years and under his dynamic leadership the Company has achieved overall growth. His term as the Managing Director of the Company will expire on 31st August, 2024 and keeping in view his contributions and the interests of the Company, the board has decided to re-appoint him as Managing Director of the Company for a further period of five years w.e.f.1st September, 2024. Further, his appointment was approved by the Nomination and Remuneration Committee for a period of 5 years and remuneration approved for 3 years.



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I. GENERAL INFORMATION

(1) Nature of Industry	Pee Cee Cosma Sope Ltd engaged in the business of manufacturing, sale, purchase of detergent cake, cleaning preparation, soap chips, detergent powder and various toiletry and other products.
(2) Date or expected date of commencement of commercial production	The Company is already in existence and is in operation since its inception in 1986
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
(4) Financial Performance of the Company for last 2 years is given below :	

(Amount in Rs lacs)

Particulars	Financial Year ended	
	31st March, 2024	31st March, 2023
Net Revenue from Operation	13364.31	12451.67
Other Income	60.34	53.39
Total Income	13424.65	12505.06
Total Expenditure	12019.19	12171.79
Profit before tax	1405.46	333.27
Provision for tax	361.09	84.65
Profit after tax	1044.37	248.62
Paid-up Share Capital	264.63	264.63
Reserves and Surplus (excluding revaluation reserve)	3763.84	2772.40
(5) Export performance and net foreign exchange collaborations	The Company is not in exports.	
(6) Foreign investments or collaborators, if any	There was no Foreign investments of foreign collaborations.	

II. INFORMATION ABOUT THE APPOINTEE

(1) Background details	Shri Ankur Jain is highly educated and running sister concern of the Company in the same line of business and real estate business of the group. He has more than 20 years of experience in soap and detergent business and other FMCG sector business and more than 10 years of experience in real estate business.
(2) Past remuneration	Monthly Salary: Rs. 2,80,000 with a yearly increment of Rs.15,000 per month only whether paid as Salary, allowance(s) etc. Perquisites: a) Gas, Electricity, Water and Furnishings: The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962. b) Medical Reimbursement: Expenses incurred for self and his family. c) Leave Travel Concession: Leave as per rules of the



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	<p>company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.</p> <p>d) Club Fees: Fees of clubs subject to a maximum of two clubs.</p> <p>e) Medical Insurance: Medical Insurance for self and his family.</p> <p>Additional Benefits</p> <p>a) Car: Provision for use of Car for Company's business purposes and partly for personal or private purposes.</p> <p>b) Telephone: Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.</p> <p>c) Entertainment Expenses: Re-imbusement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time. In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration</p>
(3) Recognition or awards	Shri Ankur Jain is a man of rich experience in Soap and detergent industry and real estate industry.
(4) Job profile and his suitability	Shri Ankur Jain being the Whole Time Director of the Company is entrusted with substantial powers in relation to normal business matters. He is having rich experience of over 20 years in FMCG sector.
(5) Remuneration proposed	<p>Maximum Salary upto Rs. 5,00,000 per month (may be altered and varied from time to time by the Board and its Committees as it may, in its discretion, deem fit within the maximum limit). Annual increment in salary, not exceeding upto 20% per month as may be sanctioned by the Board will be effective from 1st April each year.</p> <p>Perquisites:</p> <p>a) Gas, Electricity, Water and Furnishings: The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.</p> <p>b) Medical Reimbursement: Expenses incurred for self and his family.</p> <p>c) Leave Travel Concession: Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.</p> <p>d) Club Fees: Fees of clubs subject to a maximum of two clubs.</p> <p>e) Medical Insurance: Medical Insurance for self and his family.</p> <p>Additional Benefits</p> <p>a) Car: Provision for use of Car for Company's business purposes and partly for personal or private purposes.</p>



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	<p>b) Telephone: Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.</p> <p>c) Entertainment Expenses: Re-imbusement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time. In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration</p>
(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The exact figures are not readily available. However, the proposed remuneration is reasonably justified in comparison with the general market trends and remuneration package of top-level managerial persons having comparative qualifications and experience.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	The appointee is the promoter of the Company. Save as the managerial remuneration he does not have any other material pecuniary relationship with the Company.
III. OTHER INFORMATION	
(1) Reasons for loss or inadequate profits	The Company is in profit. However fixed remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/inadequacy of profits due to unavoidable circumstances.
(2) Steps taken or proposed to be taken for improvement	The Company is taking cost cutting measures and exploring new avenues of business to improve profitability
(3) Expected increase in productivity and profits in measurable terms	The company is expected to have improved sales and profitability figures in the next financial years

Aforesaid re-appointment of and payment of remuneration to Shri Ankur Jain as Managing Director of the Company is subject to the approval of the Members of the Company. Your approval is solicited to the resolution at item no. 5 of the notice.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Mr Ankur Jain and his relative are concerned and interested, financially or otherwise, in this resolution.

Item No.6 : Appointment of Mr Nirbhay Mishra (DIN: 00302769) as an Independent Director of the Company

Keeping in view of educational qualifications and rich professional experience of Mr Nirbhay Mishra, the Board is of the opinion that Mr Nirbhay Mishra is person of integrity and his association to the Company, as a Non-Executive Independent Director will be beneficial and is in best interest of the Company.

Mr Nirbhaya Mishra has a rich blend of experience of over 28 years in the areas of corporate advisory, cross border transactions and resource raising. His extensive background in management will provide invaluable insights and guidance to the Board.

Mr Nirbhaya Mishra is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received declarations from him confirming that he meets the criteria of independence as prescribed under sub-section 6 of Section 149 of the Act and as per the Listing Regulations. In the opinion of the Board, he fulfills the conditions for re-appointment as Independent Director and is independent of the management.

Additional information in respect of Mr Nirbhay Mishra, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is provided



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at Annexure A to this Notice.

Mr Nirbhay Mishra is interested in the resolution set out at Item No. 6 of the Notice. The relatives of Mr Nirbhay Mishra may be deemed to be interested in the resolution set out at Item No. 6 of the Notice, to the extent of their equity shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in this resolution.

The Board accordingly recommends the Special Resolution as set out in Item No. 6 of the accompanying Notice for the approval of the Members.

Item No. 7 : Appointment of Ms. Aanchal Jain (DIN: 05348101) as an Independent Director of the Company

Keeping in view of educational qualifications and rich professional experience of Ms Aanchal Jain, the Board is of the opinion that Ms. Aanchal Jain is person of integrity and her association to the Company, as a Non-Executive Independent Director will be beneficial and is in best interest of the Company.

Ms Aanchal Jain is a Practicing Company Secretary and has a rich experience of over 20 years in the areas of Corporate Governance and Corporate Consultancy. Her extensive background in management will provide invaluable insights and guidance to the Board.

Ms Aanchal Jain is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has received declarations from her confirming that she meets the criteria of independence as prescribed under sub-section 6 of Section 149 of the Act and as per the Listing Regulations. In the opinion of the Board, she fulfills the conditions for re-appointment as Independent Director and is independent of the management.

Additional information in respect of Ms Aanchal Jain, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS- 2), is provided at Annexure A to this Notice.

Ms Aanchal Jain is interested in the resolution set out at Item No. 7 of the Notice. The relatives of Ms Aanchal Jain may be deemed to be interested in the resolution set out at Item No. 7 of the Notice, to the extent of their equity shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in this resolution.

The Board accordingly recommends the Special Resolution as set out in Item No. 7 of the accompanying Notice for the approval of the Members.

Item No. 8 : Shri Mayank Jain (DIN: 00112947) was appointed as a Whole-time Director of the Company w.e.f. 1st April, 2020 for a period of 5 years vide a Special resolution passed in the 33rd Annual General Meeting held on 30th September, 2020.

Since there has been a considerable increase in the duties and responsibilities performed by the Shri Mayank Jain, Whole-time Director and after considering the prevailing managerial remuneration in industry, the Board of Directors at their meeting held on 13th August, 2024, on the recommendations made by the Nomination and Remuneration Committee, has approved the proposal to increase the Gross monthly remuneration of Shri Mayank Jain, Whole-time Director upto Rs. 5,00,000 per month for the remaining tenure of his appointment as Whole Time Director. Except for the aforesaid revision in salary, all other terms and conditions of his appointment as the Whole-time Director of the Company as approved earlier, shall remain unchanged.

As the terms for revision in remuneration proposed above are well in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act, Central Government approval is not necessary for the above revision in remuneration.



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I. GENERAL INFORMATION

(1) Nature of Industry	Pee Cee Cosma Sope Ltd engaged in the business of manufacturing, sale, purchase of detergent cake, cleaning preparation, soap chips, detergent powder and various toiletry and other products.
(2) Date or expected date of commencement of commercial production	The Company is already in existence and is in operation since its inception in 1986
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
(4) Financial Performance of the Company for last 2 years is given below :	

(Amount in Rs lacs)

Particulars	Financial Year ended	
	31st March, 2024	31st March, 2023
Net Revenue from Operation	13364.31	12451.67
Other Income	60.34	53.39
Total Income	13424.65	12505.06
Total Expenditure	12019.19	12171.79
Profit before tax	1405.46	333.27
Provision for tax	361.09	84.65
Profit after tax	1044.37	248.62
Paid-up Share Capital	264.63	264.63
Reserves and Surplus (excluding revaluation reserve)	3763.84	2772.40
(5) Export performance and net foreign exchange collaborations	The Company is not in exports.	
(6) Foreign investments or collaborators, if any	There was no Foreign investments of foreign collaborations.	

II. INFORMATION ABOUT THE APPOINTEE

(1) Background details	Shri Mayank Jain is highly educated and running sister concern of the Company in the same line of business and real estate business of the group. He has more than 20 years of experience in soap and detergent business and other FMCG sector business and more than 10 years of experience in real estate business.
(2) Past remuneration	<p>Monthly Salary : Rs. 2,80,000 with a yearly increment of Rs. 15,000 per month only whether paid as Salary, allowance(s) etc.</p> <p>Perquisites :</p> <p>a) Gas, Electricity, Water and Furnishings: The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.</p> <p>b) Medical Reimbursement: Expenses incurred for self and his family.</p>



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	<p>c) Leave Travel Concession: Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.</p> <p>d) Club Fees: Fees of clubs subject to a maximum of two clubs.</p> <p>e) Medical Insurance: Medical Insurance for self and his family.</p> <p>Additional Benefits</p> <p>a) Car: Provision for use of Car for Company's business purposes and partly for personal or private purposes.</p> <p>b) Telephone: Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.</p> <p>c) Entertainment Expenses: Re-imbusement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time.</p> <p>In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.</p>
(3) Recognition or awards	Shri Mayank Jain is a man of rich experience in Soap and detergent industry and real estate industry.
(4) Job profile and his suitability	Shri Mayank Jain, being the Whole-time Director of the Company is entrusted with substantial powers in relation to normal business matters. He is having rich experience of over 20 years in FMCG sector.
(5) Remuneration proposed	<p>Maximum Salary upto Rs. 5,00,000 per month (may be altered and varied from time to time by the Board and its Committees as it may, in its discretion, deem fit within the maximum limit).</p> <p>Annual increment in salary, not exceeding upto 20% per month as may be sanctioned by the Board will be effective from 1st April each year.</p> <p>Perquisites:</p> <p>a) Gas, Electricity, Water and Furnishings: The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.</p> <p>b) Medical Reimbursement: Expenses incurred for self and his family.</p> <p>c) Leave Travel Concession: Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.</p> <p>d) Club Fees: Fees of clubs subject to a maximum of two clubs.</p> <p>e) Medical Insurance: Medical Insurance for self and his family.</p>



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	<p>Additional Benefits</p> <p>a) Car: Provision for use of Car for Company's business purposes and partly for personal or private purposes.</p> <p>b) Telephone: Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.</p> <p>c) Entertainment Expenses: Re-imbusement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time.</p> <p>In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.</p>
(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The exact figures are not readily available. However, the proposed remuneration is reasonably justified in comparison with the general market trends and remuneration package of top-level managerial persons having comparative qualifications and experience.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	The appointee is the promoter of the Company. Save as the managerial remuneration he does not have any other material pecuniary relationship with the Company.
III. OTHER INFORMATION	
(1) Reasons for loss or inadequate profits	The Company is in profit. However fixed remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/inadequacy of profits due to unavoidable circumstances.
(2) Steps taken or proposed to be taken for improvement	The Company is taking cost cutting measures and exploring new avenues of business to improve profitability.
(3) Expected increase in productivity and profits in measurable terms	The company is expected to have improved sales and profitability figures in the next financial years.

The members' approval is required by way of a Special resolution for revision of remuneration of Shri Mayank Jain as Whole-time Director. The Board recommends the proposed resolution for adoption in the larger interest of the Company.

The Board recommends the resolution set forth in Item No. 8 for the approval of the Members.

Except Shri Mayank Jain, none of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

Item No. 9 : Shri Ankit Jain (DIN: 05343684) was appointed as a Whole-time Director of the Company w.e.f. 20th October, 2020 for a period of 5 years vide a Special resolution passed in the 34th Annual General Meeting held on 30th September, 2021. Since there has been a considerable increase in the duties and responsibilities performed by the Shri Ankit Jain, Whole-time Director and after considering the prevailing managerial remuneration in industry, the Board of Directors at their meeting held on 13th August, 2024, on the recommendations made by the Nomination and Remuneration Committee, has approved the proposal to increase the Gross monthly remuneration of Shri Ankit Jain, Whole-time Director upto Rs. 5,00,000 per month for the remaining tenure as Whole Time Director. Except for the aforesaid revision in salary, all other terms and conditions of his appointment as the Whole-time Director of the Company as approved earlier, shall remain unchanged.

As the terms for revision in remuneration proposed above are well in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act, Central Government approval is not necessary for the above revision in remuneration.



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I. GENERAL INFORMATION

(1) Nature of Industry	Pee Cee Cosma Sope Ltd engaged in the business of manufacturing, sale, purchase of detergent cake, cleaning preparation, soap chips, detergent powder and various toiletry and other products.
(2) Date or expected date of commencement of commercial production	The Company is already in existence and is in operation since its inception in 1986
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
(4) Financial Performance of the Company for last 2 years is given below :	

(Amount in Rs lacs)

Particulars	Financial Year ended	
	31st March, 2024	31st March, 2023
Net Revenue from Operation	13364.31	12451.67
Other Income	60.34	53.39
Total Income	13424.65	12505.06
Total Expenditure	12019.19	12171.79
Profit before tax	1405.46	333.27
Provision for tax	361.09	84.65
Profit after tax	1044.37	248.62
Paid-up Share Capital	264.63	264.63
Reserves and Surplus (excluding revaluation reserve)	3763.84	2772.40
(5) Export performance and net foreign exchange collaborations	The Company is not in exports.	
(6) Foreign investments or collaborators, if any	There was no Foreign investments of foreign collaborations.	

II. INFORMATION ABOUT THE APPOINTEE

(1) Background details	Shri Ankit Jain is highly educated and running sister concern of the Company in the same line of business and real estate business of the group. He has a vast experience in soap and detergent business and other FMCG sector business.
(2) Past remuneration	<p>Monthly Salary : Rs. 2,80,000 with a yearly increment of Rs. 15,000 per month only whether paid as Salary, allowance(s) etc.</p> <p>Perquisites :</p> <p>a) Gas, Electricity, Water and Furnishings: The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.</p> <p>b) Medical Reimbursement: Expenses incurred for self and his family.</p> <p>c) Leave Travel Concession: Leave as per rules of the</p>



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	<p>company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.</p> <p>d) Club Fees: Fees of clubs subject to a maximum of two clubs.</p> <p>e) Medical Insurance: Medical Insurance for self and his family.</p> <p>Additional Benefits</p> <p>a) Car: Provision for use of Car for Company's business purposes and partly for personal or private purposes.</p> <p>b) Telephone: Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.</p> <p>c) Entertainment Expenses: Re-imbusement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time.</p> <p>In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.</p>
(3) Recognition or awards	Shri Ankit Jain is a man of rich experience in Soap and detergent industry and real estate industry.
(4) Job profile and his suitability	Shri Ankit Jain, being the Whole-time Director of the Company is entrusted with substantial powers in relation to normal business matters. He is having rich experience in FMCG sector.
(5) Remuneration proposed	<p>Maximum Salary upto Rs. 5,00,000 per month (may be altered and varied from time to time by the Board and its Committees as it may, in its discretion, deem fit within the maximum limit).</p> <p>Annual increment in salary, not exceeding upto 20% per month as may be sanctioned by the Board will be effective from 1st April each year.</p> <p>Perquisites :</p> <p>a) Gas, Electricity, Water and Furnishings: The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.</p> <p>b) Medical Reimbursement: Expenses incurred for self and his family.</p> <p>c) Leave Travel Concession: Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.</p> <p>d) Club Fees: Fees of clubs subject to a maximum of two clubs.</p> <p>e) Medical Insurance: Medical Insurance for self and his family.</p>



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	<p>Additional Benefits</p> <p>a) Car: Provision for use of Car for Company's business purposes and partly for personal or private purposes.</p> <p>b) Telephone: Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.</p> <p>c) Entertainment Expenses: Re-imbusement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time.</p> <p>In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.</p>
(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The exact figures are not readily available. However, the proposed remuneration is reasonably justified in comparison with the general market trends and remuneration package of top-level managerial persons having comparative qualifications and experience.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	The appointee is the promoter of the Company. Save as the managerial remuneration he does not have any other material pecuniary relationship with the Company.
III. OTHER INFORMATION	
(1) Reasons for loss or inadequate profits	The Company is in profit. However fixed remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/inadequacy of profits due to unavoidable circumstances.
(2) Steps taken or proposed to be taken for improvement	The Company is taking cost cutting measures and exploring new avenues of business to improve profitability.
(3) Expected increase in productivity and profits in measurable terms	The company is expected to have improved sales and profitability figures in the next financial years.

The members' approval is required by way of a Special resolution for revision of remuneration of Shri Ankit Jain as Whole-time Director. The Board recommends the proposed resolution for adoption in the larger interest of the Company.

The Board recommends the resolution set forth in Item No. 9 for the approval of the Members.

Except Shri Ankit Jain, none of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

Regd. Office:
Hall H1-H2, First Floor,
Padam Plaza, Plot No.5,
Sector 16B, Awas Vikas
Sikandra Yojna, Agra - 282 007 U.P.

Date : 13.08.2024
Place : Agra

By order of the board
For Pee Cee Cosma Sope Ltd.
Mayank Jain
DIN : 00112947
Executive Chairman
Address : 119, Jaipur House,
Agra - 282 010, U.P.



PEE CEE COSMA SOPE LIMITED

NOTICE TO THE 37TH ANNUAL GENERAL MEETING

DISCLOSURE REGARDING APPOINTMENT & RE-APPOINTMENT OF DIRECTORS IN THE ENSUING AGM

Brief particulars of Directors who are appointed/re-appointed in this AGM are as follows:

Particulars	Mr. Ankur Jain	Mr Nirbhay Mishra	Ms Aanchal Jain
DIN	00172356	00302769	05348101
Father's Name	Late Shri Pramod Kumar Jain	Shri Surendra Kishore Mishra	Shri Arun Gupta Kumar
Date of Birth	30/09/1979	24/02/1969	02/05/1979
Age	45 years	55 years	45 years
Address	42 Surya Nagar Agra-282002	21/304, East end Appts Mayur Vihar Phase-1 Extn Delhi -110096	192, Jaipur House Agra-282010
Designation	Managing Director	Independent Director, Non-Executive	Independent Director, Non-Executive
Education Qualification	MBA	MBA, CFA	C.S
Experience	More than 20 years	More Than 28 years	More than 20 years
Date of first appointment on the Board	30.08.2019	w.e.f 14th November, 2024	w.e.f 25th March 2025
Terms & Conditions of appointment	As per salary agreement	For a period of 5 years	For a period of 5 years
Remuneration last drawn	2,80,000 p.m	N.A	N.A
Remuneration sought to be paid	As per salary agreement	N.A	N.A
Other Companies in which holds Directorship*	1. Surajbhan Agencies Limited 2. Udhav Builders Private Ltd. 3. Shree Riddhi Siddhi Realtech Private Ltd. 4. Shree Riddhi Siddhi Edutech Private Ltd 5. Shree Riddhi Siddhi Buildwell Limited	1. Blueblood Ventures Limited 2. Ashoka Highways (Durg) Limited 3. GVR Ashoka Chennai ORR Limited 4. Ashoka MudholNipani Roads Limited 5. Ashoka Highways (Bhandara) Limited 6. Playnlive Sports Welfare Association 7. Auxesia Advisors Private Limited 7. Jaora-Navagaon Toll Road Company Private Limited 8. Careplus Systems Private Limited	Magnum Ventures Limited
Companies in which holds membership of committees*	NIL	1. Ashoka Mudhol Nipani Roads Limited-Audit Committee Nomination and Remuneration Committee CSR Committee 2. Ashoka Highways (Bhandara) Limited-Audit Committee Nomination and Remuneration Committee 3. GVR Ashoka Chennai ORR Limited-CSR Committee 4. Ashoka Highways (Durg) Limited-Audit Committee Nomination and Remuneration Committee	1. Magnum Ventures Limited Audit Committee and Nomination and Remuneration Committee
Shareholding in the Company (No. &%)	211925 (8.01%)	NIL	NIL
Relationship with other Directors,	NIL	NIL	NIL
Managers & Key Managerial Personnel			
Number of the Board meeting attended during the year	5	N.A	N.A



PEE CEE COSMA SOPE LIMITED

NOTICE TO THE 37TH ANNUAL GENERAL MEETING

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Friday, 27th September 2024 at 9:00 A.M. and ends on Sunday, 29th September, 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 23rd September, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2024.

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

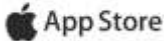



The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nSDL.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;">   </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>



PEE CEE COSMA SOPE LIMITED

NOTICE TO THE 37TH ANNUAL GENERAL MEETING

Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period
<p>Important note : Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.</p> <p>Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.</p>	
Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022-2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com contact at toll free no. 1800 22 55 33
<p>B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.</p> <p>How to Log-in to NSDL e-Voting website??</p> <ol style="list-style-type: none"> 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. 3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. <i>Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.</i> 4. Your User ID details are given below : 	



PEE CEE COSMA SOPE LIMITED

NOTICE TO THE 37TH ANNUAL GENERAL MEETING

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

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- Now you are ready for e-Voting as the Voting page opens.



PEE CEE COSMA SOPE LIMITED

NOTICE TO THE 37TH ANNUAL GENERAL MEETING

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mdregular@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also **upload their Board Resolution / Power of Attorney / Authority Letter** etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, or Ms. Soni Singh, Assistant Manager, National Securities Depository Limited, Trade World, A wing, 4th Floor, Kamla Mills Compound, Senapati Bapat Marg, Mumbai 400013 or at evoting@nsdl.co.in

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

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



PEE CEE COSMA SOPE LIMITED

DIRECTORS' REPORT

TO THE MEMBERS OF PEE CEE COSMA SOPE LTD : The Directors hereby present their 37th Annual Report on the business and operations of the Company and the Financial Accounts for the year ended 31st March, 2024..

Financial Highlights.

(Rs. in Lakhs)

Particulars	Current Year	Previous Year
	31.03.2024	31.03.2023
Net Revenue from Operation	13364.31	12451.67
Other Income	60.34	53.39
Total Income	13424.65	12505.06
Total Expenditure	12019.19	12171.79
Profit before tax	1405.46	333.27
Provision for tax	361.09	84.65
Profit after tax	1044.37	248.62
Dividend on Equity Shares (excluding tax on distributed profits)	132.31	52.93
Transfer to General Reserve	NIL	NIL
Paid-up Share Capital	264.63	264.63
Reserves and Surplus (excluding revaluation reserve)	3763.85	2772.40

Company Performance : During the year under review total income of the Company was Rs.13424.65 Lakhs as against Rs.12505.06 Lakhs in the previous year. The Company was able to earn a marginal profit for the year of Rs1044.37Lakhsagainst a profit of Rs. 248.62 Lakhs. Your Directors are putting in their best efforts to improve the performance of the Company.

Statement of Company's Affair : Our financial performance continues to be encouraging and we believe that we will continue registering sustained growth going forward.The company implemented effective strategies that unlocked significant market potential, resulting in strong margins and increased turnover for the coming year.

Share Capital : The Issued, Subscribed and Paid up Share Capital of the Company as on 31stMarch, 2024 amounted to Rs. 2,64,62,500/- (Rupees Two Crore Sixty Four Lakhs Sixty Two Thousand Five Hundred Only) divided into 26,46,250 (Twenty Six Lakh Forty Six Thousand Two Hundred Fifty) number of Equity Shares of Rs. 10/- each (Rupees Ten).

The Company has not issued shares with differential voting rights. It has neither issued employee stock options nor sweat equity shares and does not have any scheme to fund its employees to purchase the shares of the Company.

Dividend : Your Directors have pleasure in recommending a dividend of 50% i.e. ₹ 5/- per equity share of face value of ₹ 10/- each for the financial year ended 31st March, 2024 at their meeting held on 28th

May, 2024 amounting to ₹ 132.31 Lacs (approx.). The dividend payout is subject to approval of members at the ensuing Annual General Meeting. The Register of Members and Share Transfer Books will remain closed from Saturday, 21st September, 2024 to Monday, 30th September, 2024 (both days inclusive) for the purpose of payment of dividend for the financial year ended 31st March, 2024. The Annual General Meeting is scheduled to be held on Monday, 30th September, 2024.

Transfer of unclaimed dividend to Investor Education and Protection Fund

During the Financial Year 2023-2024, the company has transferred Rs. 191169/-, being Unpaid Dividend for Financial year 2015-2016 to IEPF Authority.

During the Financial Year 2023-24, the Company has transferred 8026 Equity shares in respect of which Dividend has been unpaid/unclaimed for a consecutive period of seven years to the Investor Education and Protection Fund in pursuance to rule 6(5) of the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. Details of such transfer is available at Company's website and such shares can be claimed back from IEPF Authority only after following the prescribed procedure.

Transfer to Reserve : During the financial year 2023-24, the Board of Directors of your Company has decided not to transfer any amount to the Reserves and Surplus Account.

Change in nature of Business of the Company : There



PEE CEE COSMA SOPE LIMITED

DIRECTORS' REPORT

has been no change in the nature of business of the Company.

Material Changes, etc. : Save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company-31st March,2024.

Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

Detail of loans, guarantees and investments falling under Section 186 of the Companies Act, 2013 as on 31st March, 2024 is as under:

Particulars of loan to corporate & Others	Amount (Rs in Lakhs)
Bloomsbury Buildcon Pvt Ltd	53.87
B P Oil Mills Ltd	54.05
Building Solutions (India)Pvt Ltd	80.00
Shanti Automart Pvt Ltd	75.00
Bhole Baba Constructions Pvt Ltd	208.67
Dass Cold Storage Pvt Ltd	54.85
D R Infra	54.09
Total	580.54
Particulars of Investments	Amount (in Lakhs)
Investment in Mutual Funds	431.38
Total	431.38

Disclosure on Deposit under Chapter V : The Company has neither accepted nor renewed any deposits from public during the Financial Year 2023-24 in terms of Chapter V of the Companies Act, 2013.

Report on Subsidiaries, Associates and Joint Venture companies : The Company has no subsidiaries, associates and joint ventures companies.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo : Pursuant to provisions of Section 134 of the Companies Act,2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 the details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are attached as 'Annexure 1' which forms part of this report.

Listing : At present, the equity shares of the Company are listed at BSE Ltd. The annual listing fees for the Financial Year 2024-25 to BSE Ltd have been paid.

Directors : During the Financial Year 2023-24, there is no change in the Board of the Company except the following :

- Shri Amar Singh Rajput (DIN: 00172301), an Independent Director, departed for his heavenly abode on 13th July, 2023 and accordingly ceased to be Director of the Company with immediate effect.

- Shri Kshitiz Agarwal (DIN: 01768123) was appointed as Additional Director w.e.f.1st September, 2023 in the category of Independent Director and appointed as Director for a period of 5 years up to 31st August, 2028 by the members in the last Annual General meeting held on 29th September, 2023.

Shri Ankit Jain (DIN: 05343684) who retires by rotation on the AGM held on 29th September, 2023 was re-appointed as Director in pursuant to the provisions of Section 152 of the Companies Act, 2013.

- The second term of office of Mr. Anil Gupta (DIN: 00283431) and Ms. Babita Agarwal (DIN: 07101475) as Independent Directors will be expiring on 13th November, 2024 and 24th March, 2025 respectively. The Board of Directors in their meeting held on 13th August, 2024 upon recommendation of the Nomination and Remuneration Committee and subject to the approval of members in the ensuing AGM, has recommended appointment of Mr Nirbhay Mishra (DIN: 00302769) and Ms Aanchal Jain (DIN: 05348101) as Non-Executive Independent Director for a term of 5(five) consecutive year commencing from 14th November, 2024 and 25th March, 2025 respectively. The terms and conditions for their re-appointment are contained in the Explanatory Statement forming part of the notice of the ensuing AGM of the Company.

- The Board of Directors has in its meeting held on 13th August 2024, on the recommendation of Nomination and Remuneration Committee of the Board ("NRC"), re-appointed Mr. Ankur Jain (DIN: 00172356) as Managing Director, respectively for a further period of five (5) years w.e.f. September 1, 2024 subject to approval of shareholders, as their current term of office will expire on August 31, 2024. The terms and conditions for their re-appointment are contained in the Explanatory Statement forming part of the Notice of the ensuing AGM of the Company.



PEE CEE COSMA SOPE LIMITED

DIRECTORS' REPORT

- In Pursuant to Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, one-third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for reappointment at every Annual General Meeting (AGM). Consequently, Mr. Ankur Jain (DIN: 00172356), Director will retire by rotation at the ensuing AGM, and being eligible, offer himself for re-appointment in accordance with the provisions of the Companies Act, 2013.

A brief resume of the Directors proposed to be appointed/re-appointed in the ensuing Annual General Meeting, the nature of his expertise in specific functional areas, disclosure of relationships between Directors inter-se, names of Companies in which he/she has held directorships, committee memberships/chairmanships, his shareholding etc., is annexed to the Corporate Governance Report and Notice of the ensuing AGM and forming part of the Annual Report.

Key Managerial Personnel : The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows:

Name	Designation
Shri Mayank Jain	Executive Chairman
Shri Ankur Jain	Managing Director
Shri Ankit Jain	Whole Time Director
Mr. Brij Mohan Verma	Chief Financial Officer
Smt. Nidhi Agarwal	Company Secretary

Policy on Directors appointment and Policy on remuneration : Pursuant to the requirement under Section 134(3)(e) and Section 178(3) of the Companies Act, 2013, the policy on appointment of Board members including criteria for determining qualifications, positive attributes, independence of a Director and the policy on remuneration of Directors, KMP and other employees is attached as 'Annexure-2' respectively, which forms part of this report.

Particulars of remuneration of Directors/ KMP/ Employees : There are no employees who are in receipt of remuneration more than the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Details of top ten employees in respect of their remuneration required under Rule

5(2) is attached as 'Annexure 3'.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as 'Annexure 4' which forms part of this report.

Declaration by Independent Director : The Non-Executive Independent Directors of the Company have given the declarations stating that they continue to confirm the criteria set out for Independent Directors under Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Number of Meetings of the Board : During the Financial Year 2023-24, 5(Five) Board meetings were held. Attendance of Directors are as below:

Name	Total No. of Board meeting	Total No. of board meeting attended
Shri Ankur Jain	5	5
Shri Mayank Jain	5	4
Shri Ankit Jain	5	5
Shri Nemi Chandra Jain	5	5
Shri Amar Singh Rajput	5	1
Shri Anil Gupta	5	5
Smt Babita Agarwal	5	5
Shri Kshitiz Agarwal	5	1

Performance Evaluation of the Board, its Committees and Individual Directors : Pursuant to applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors.

A structured questionnaire has been prepared, covering various aspects of the functioning of the Board and its Committee, such as, adequacy of the constitution and composition of the Board and its Committees, matters addressed in the Board and Committee meetings, processes followed at the meeting, Board's focus, regulatory compliances and



DIRECTORS' REPORT

Corporate Governance, etc. Similarly, for evaluation of Individual Director's performance, the questionnaire covers various aspects like his/her profile, contribution in Board and Committee meetings, execution and performance of specific duties, obligations, regulatory compliances and governance, etc.

Board members had submitted their response on a scale of 5(excellent) – 1 (poor) for evaluating the entire Board, respective Committees of which they are members and of their peer Board members, including Chairman of the Board.

The Independent Directors had met separately without the presence of Non-Independent Directors and the members of management and discussed, inter-alia, the performance of non-Independent Directors and Board as a whole and the performance of the Chairman of the Company after taking into consideration the views of executive and Non-Executive Directors.

The Nomination and Remuneration Committee has also carried out evaluation of every Director's performance. The performance evaluation of all the Independent Directors have been done by the entire Board, excluding the Director being evaluated. On the basis of performance evaluation done by the Board, it shall be determined whether to extend or continue their term of appointment, whenever the respective term expires. The Directors expressed their satisfaction with the evaluation process.

Composition of Audit Committee : As on 31st March, 2024, the Audit Committee of the Company comprises the following directors :

1. Mr. Nemi Chandra Jain - Chairman (Independent Director)
2. Mr. Ankur Jain - Member (Promoter & Executive Director)
3. Mrs. Babita Agarwal - Member (Independent Director)

Second term of Mr Nemi Chandra Jain as Independent Director ended on 31st March, 2024. Accordingly, board of Directors in their meeting held on 10th February 2024 has re-constituted Audit Committee of the Board of Directors. The newly constitutes Audit Committee effective from 1st April, 2024 is as follows :

1. Mr. Kshitiz Agarwal - Chairman (Independent

Director)

2. Mr. Ankur Jain - Member (Promoter & Executive Director)
3. Mrs. Babita Agarwal - Member (Independent Director)

Further, all recommendations of Audit Committee were accepted by the Board of Directors.

Statutory Auditors and their Report : M/s Doogar & Associates, Chartered Accountants, Statutory Auditors of the Company were appointed at the 35th (Thirty Fifth) Annual General Meeting of the Company held on 24th September, 2022 to hold such office till the conclusion of the AGM to be held in the year 2027.

The Auditors report does not contain any qualification, reservation or adverse remark on the financial statements for the year ended 31st March, 2024.

The notes on financial statement referred to in the Auditors' Report are self-explanatory and therefore do not require any further comments.

Secretarial Auditors : Your Board, during the year, appointed M/s R & D Company Secretaries, to conduct Secretarial Audit of the Company for the financial year ended 31st March, 2024. The Report of M/s R & D Company Secretaries in terms of Section 204 of the Act is provided in the "Annexure 5' forming part of this Report.

Maintenance of Cost Records : During the year under review, the Company was not required to made and maintained cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

Fraud Reporting : During the year under review, no instances of fraud were reported by the Statutory Auditors, Cost Auditors and Secretarial Auditors of the Company in terms of provisions of Section 143(12) of the Companies Act, 2013.

Details of significant and material orders passed by the regulators, courts or tribunals impacting the going concern status of the Company

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

Directors' Responsibility Statement : Pursuant to the provisions under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, the Directors confirm :

- a) That in the preparation of the Annual Accounts,



PEE CEE COSMA SOPE LIMITED

DIRECTORS' REPORT

the applicable Accounting Standards have been followed alongwith proper explanation relating to material departures;

- b) That they had selected such accounting policies and applied them consistently, and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) That they had 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) That they had prepared the annual accounts on a going concern basis;
- e) That they had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) That they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards : The Company has complied with the provisions of Secretarial Standards issued by Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.

Corporate Governance : Your Company maintains the highest level of transparency, accountability and good management practices through the adoption and monitoring of corporate strategies, goals and procedures to comply with its legal and ethical responsibilities.

The Board has also evolved and adopted a Code of Conduct as per SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2015 based on the principles of good Corporate Governance and Best Management Practices. The Code is available on the Company's website i.e., www.peeceecosma.com under "Investors- Corporate Governance" Section.

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a

separate Report on Corporate Governance along with the Statutory Auditors' Certificate confirming compliance with Corporate Governance norms is annexed to this Report.

Corporate Social Responsibility (CSR) : The Company has a Corporate Social Responsibility Committee in place as per the provisions of Section 135 of the Companies Act, 2013. As on 31st March 2024, the Committee consisted of Mr. Mayank Jain, Chairman, Mrs. Babita Agarwal, and Mr. Ankit Jain as other members of the Committee.

The vision of Pee Cee Cosma Sope Ltd. is to undertake CSR activities to make sustainable impact on the human development of underserved communities through initiatives in Education, Health and Livelihoods.

Further, the Board of Directors of your Company has also adopted the CSR Policy of the Company as approved by the Corporate Social Responsibility Committee which is also available on the website of the Company at www.peeceecosma.com.

The net profit of the Company during the immediately preceding financial year i.e. 2022-23 was below the threshold limit of Rs.5 Crore. Accordingly, the Company does not come under the preview of Section 135 of the Companies Act, 2013 in relation to Corporate Social Responsibility during the financial year 2023-24.

However, Company has voluntary made contribution of Rs. 7.98 Lakhs during the financial year 2023-24 on CSR Expenditure in the below mentioned activities :

Sr. No.	CSR Projects or activity	Amount (Rs. in Lakhs)
1.	Ek Paheli B R welfare society	0.25
2.	Eye camp- amount given to Agarwal Eye Care Hospital	4.8
3.	Purshottam Das Savitri Devi hospital for treatment of cancer patients	2.93
Total		7.98

Internal Financial Controls System : According to Section 134(5)(e) of the Companies Act, 2013 the term Internal Financial Control (IFC) means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies,



DIRECTORS' REPORT

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.

The Company has a well-placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly. The Company's IFC system also comprises due compliances with Company's policies and Standard Operating Procedures (SOP's) and audit and compliance by in-house Internal Audit Division, supplemented by internal audit checks from M/s Jay Pee & Associates, Chartered Accountants, the Internal Auditors and various transaction auditors. The Internal Auditors independently evaluate the adequacy of internal controls and concurrently audit the majority of the transactions in value terms. Independence of the audit and compliance is ensured by direct reporting of Internal Audit Division and Internal Auditors to the Audit Committee of the Board. During the year the Internal auditors have also been engaged for providing assistance in improvising IFC framework (including preparation of Risk & Control Matrices for various processes) and deployment of Self-Assessment Tool.

Details of internal financial control and its adequacy in compliance with the provisions of Rule 8 (5)(viii) of Companies (Accounts) Rules, 2014 are included in the Management Discussion and Analysis Report, which forms part of this Report.

Risk Management Policy : The Company has adopted a Risk Management Policy in accordance with the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. It establishes various levels of accountability and overview within the Company, while vesting identified managers with responsibility for each significant risk.

The Internal Audit Department facilitates the execution of Risk Management Practices in the Company, in the areas of risk identification, assessment, monitoring, mitigation and reporting. Through this program, each Function and Unit addresses opportunities and risks through a comprehensive approach aligned to the Company's objectives. The Company has laid down procedures to inform the Audit Committee as well as the Board of

Directors about risk assessment and management procedures and status.

Sustainability is embedded in the Corporate Enterprise Risk Management program, which gives an opportunity to increase the effectiveness of risk management practices and for improving business efficiency. The Company's social and environmental policies correlate strongly with the risk management strategy and ultimately the financial performance.

This risk management process, which is facilitated by internal audit, covers risk identification, assessment, analysis and mitigation. Incorporating sustainability in the process also helps to align potential exposures with the risk appetite and highlights risks associated with chosen strategies. The current risk slate and the comprehensive risk policy have been further redefined during the year. The major risks forming part of the Enterprise Risk Management process are linked to the audit universe and are covered as part of the annual risk based audit plan.

Vigil Mechanism Policy : The Company has adopted a Vigil Mechanism Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

Prevention of Sexual Harassment : The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder for prevention and redressal of complaints of Sexual Harassment at workplace.

The Company is committed to provide equal opportunities without regard to their race, caste, sex, religion, colour, nationality, disability etc. All women associates (permanent, temporary, contractual & trainees) as well as any women visiting the Company's office premises or women service



PEE CEE COSMA SOPE LIMITED

DIRECTORS' REPORT

providers are covered under this Policy. All employees are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal or psychological.

The Directors further state that during the year under review, there were no complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Internal Complaints Committee has been setup to redress complaints regarding Sexual Harassment, if any.

Web address for Annual Return : As per Section 134(3)(a) of the Companies Act, 2013, the Annual Return referred to in Section 92(3) has been placed on the website of the Company www.peeceecosma.com under the Investors Relation.

Contracts or arrangements with Related Parties under Section 188(1) of the Companies Act, 2013

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the Financial Year, were in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract or arrangement with related parties which could be considered 'material' according to the policy of the Company on Materiality of Related Party Transactions. The detail of particulars of contracts or arrangements with related parties referred to in Section 188(1) is given in Form AOC-2 annexed with this report marked as '**Annexure 6**'.

With reference to Clause 53(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your attention is drawn to the Related Party disclosures set out in Note no. 40 of the Financial Statements.

Details of application made or any proceeding pending under The Insolvency and Bankruptcy Code, 2016 (31 Of 2016) during the year along with their status as at the end of the financial year

During the year under review, no application was made and no proceeding was pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).

Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof

During the year under review, no such valuation was required to be done.

Acknowledgements : Your Directors place on record their gratitude to the Central Government, State Governments and Company's Bankers for the assistance, co-operation and encouragement they extended to the Company. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of investors, vendors, dealers, business associates and employees in ensuring an excellent all around operational performance.

By order of the board
**For Pee Cee Cosma
Sope Ltd.**

Mayank Jain
DIN : 00112947
Executive Chairman
Add: 119, Jaipur House
Agra- 282 010, U.P.

Date : 13.08.2024
Place : Agra

Enclosure :

1. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo-**Annexure-1**
2. Company's Policy on Directors' appointment and remuneration-**Annexure-2**
3. Statement of particulars of employees required under Rule 5-**Annexure-3**
4. Statement of particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013-**Annexure-4**
5. Secretarial Audit Report-**Annexure-5**
6. Form AOC-2-**Annexure-6**



PEE CEE COSMA SOPE LIMITED

DIRECTORS' REPORT

Annexure-1

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

Conservation of Energy		
(i)	Steps taken or impact on conservation of energy	No steps taken during the year. Though Company is trying to find out various alternatives in relation to conservation of energy
(ii)	Steps taken by the Company for utilizing alternate sources of energy	No steps taken during the year. Though Company is trying to find out various alternatives in relation to conservation of energy
(iii)	Capital investment on Energy Conservation equipment	During the year 2023-24 there was no Capital Investment in the Company on Energy Conservation equipment
Technology Absorption		
(i)	The efforts made towards technology absorption	Nil
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	Nil
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	Nil
a)	the details of technology imported;	Nil
b)	the year of import;	Nil
c)	whether the technology been fully absorbed;	Nil
d)	if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Nil
(iv)	The expenditure incurred on Research and Development.	Nil
Foreign Exchange Earnings & Outgo		
	The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Nil

Annexure-2

Company's Policy on Directors' appointment and remuneration : Our policy on the appointment and remuneration of Directors and Key Managerial Personnel provides a framework based on which our human resources management aligns their recruitment plans for the strategic growth of the Company. The nomination and remuneration policy is provided herewith pursuant to Section 178(4) of the Companies Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy is also available on our website www.peeceecosma.com.

NOMINATION AND REMUNERATION POLICY : This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 of the Listing Agreement, as amended from time to time. This policy on

nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

Definitions:

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

"Key Managerial Personnel" means:

- (i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- (ii) Chief Financial Officer;
- (iii) Company Secretary; and
- (iv) such other officer as may be prescribed.



DIRECTORS' REPORT

“Senior Managerial Personnel” mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

Objective:

The objective of the policy is to ensure that

- 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;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- 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.

Role of the Committee : The role of the NRC will be the following :

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size.
- Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties..

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

- 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.

TERM / TENURE

- a) **Managing Director/Whole-time Director:** The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Whole Time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.
- b) **Independent Director:** An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.
Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

EVALUATION : The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.



DIRECTORS' REPORT

REMOVAL : The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

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

POLICY FOR REMUNERATION TO DIRECTORS/ KMP/SENIOR MANAGEMENT PERSONNEL

- 1) Remuneration to Managing Director / Whole-time Directors :
 - a) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
 - b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.
- 2) Remuneration to Non- Executive / Independent Directors:
 - a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
 - b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
 - c) An Independent Director shall not be eligible

to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

- d) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
 - i. The Services are rendered by such Director in his capacity as the professional; and
 - ii. In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.
 - e) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).
- 3) Remuneration to Key Managerial Personnel and Senior Management :
 - a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
 - b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
 - c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.
 - d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

IMPLEMENTATION

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.



PEE CEE COSMA SOPE LIMITED

DIRECTORS' REPORT

Annexure-3

Statement of particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2024.

A. List of Top Ten Employees of the Company

Sr. Name	Designation	Remuneration (in Rs.)	Nature of employment	Qualifications	Experience (in years)	Date of Appointment	Age (in years)	Particulars of last employment	Percentage of equity shares in the company	Relationship with Director/ Manager & name of such person
1. Mayank Jain	Executive Chairman	3517823	Permanent	M B A	23	20/10/2020	47	N.A.	2.48%	SON
2. Ankur Jain	Managing Director	3663843	Permanent	M B A	21	20/10/2020	44	N.A.	3.15%	SON
3. Ankit Jain	Whole Time Director	3432626	Permanent	M B A	15	20/10/2020	37	N.A.	9.44%	SON
4. D N Chaturvedi	National Sales Manager	1550004	Permanent	B Com	33	01/07/1991	62	N.A.	NIL	NIL
5. Brij Mohan Verma	(C F O)	1199004	Permanent	CA (Inter)	31	01/10/2013	58	N.A.	NIL	NIL
6. Ved Prakash Duvey	P.A. & I.R. Manager	1031950	Permanent	MBA	26	01/09/2021	57	N.A.	NIL	NIL
7. Mayank Sharma	GM (Operation)	1192800	Permanent	MBA	16	01/01/2019	41	N.A.	NIL	NIL
8. Sajjid Khan	Purchase Manager	842071	Permanent	MBA	12	01/01/2019	51	N.A.	NIL	NIL
9. Avinash Chand Garg	Accounts Executive	773926	Permanent	B Com LLB	35	16/09/1989	60	N.A.	NIL	NIL
10. Sanjay Nagar	Sales Manager	744342	Permanent	B A	41	08/12/2018	65	N.A.	NIL	NIL

B. List of employees of the Company who have in receipt of remuneration prescribed in Rule 5(2)(i), 5(2)(ii) & 5(2)(iii)

Sr. Name	Designation	Remuneration (in Rs.)	Nature of employment	Qualifications	Experience (in years)	Date of Appointment	Age (in years)	Particulars of last employment	Percentage of equity shares in the company	Relationship with Director/ Manager & name of such person
NIL										



PEE CEE COSMA SOPE LIMITED

DIRECTORS' REPORT

Annexure-4

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Rule	Particulars	Name	Remuneration	Ratio
5(i)	The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.	Mayank Jain	3517823	25.44:1
		Ankur Jain	3663843	25.45:1
		Ankit Jain	3432626	23.85:1
5(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year.	Name	Ratio	
		Mayank Jain	2.72%	
		Ankur Jain	3.96%	
		Ankit Jain	3.70%	
		Brij Mohan Verma	5.27%	
5(iii)	The percentage increase in the median remuneration of employees in the financial year.	Nidhi Agarwal	20.34%	
5(iii)	The percentage increase in the median remuneration of employees in the financial year.	14%		
5(iv)	The number of permanent employees on the rolls of the company.	305		
5(viii)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	The average % increase was 10% for all employees and Managerial Personnel during the year. The increase is on the basis of performance of the Company and regular increment on yearly basis as per the Company's policy. Accordingly, no further justification required.		
5(xii)	It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.	Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior Management is as per the Remuneration Policy of the Company.		

Note: Rule 5 (1)(v), (vi), (vii), (ix), (x) and (xi) was omitted w.e.f.30th June, 2016 vide as Notified by Ministry of Corporate Affairs vide Notification GSR.646(E)



PEE CEE COSMA SOPE LIMITED

SECRETARIAL AUDIT REPORT, FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

Annexure-5

To

The Members

Pee Cee Cosma Sope Ltd

Regd. Office: Hall H-1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra- 282007, Uttar Pradesh

In terms of the provisions of section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014, and other applicable provisions, if any, we have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Pee Cee Cosma Sope Limited, a Company incorporated under the provisions of the Companies Act, 1956, vide CIN L 24241 UP 1986 PLC 008344 and having its registered office at Hall H-1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra-282007, Uttar Pradesh (hereinafter referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March, 2024, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2024 according to the applicable provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder:

- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d. The Securities and Exchange Board of India (Shared Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable as the Company has not issued/ proposed to issue any Employee Stock Option Scheme and Employee Stock Purchase Scheme during the financial year under review;**
 - e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not applicable for the financial year under review;**
 - 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 (De-listing of Equity Shares) Regulations, 2021; **Not applicable as the Company has not delisted/ proposed to delist its equity shares from any stock exchange during the financial year under review;**
 - h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **Not applicable for the financial year under review;**
- vi. The Company has identified the following laws as specifically applicable to the Company.
 - a. Legal Metrology Act, 2009 and the rules made thereunder
 - b. Environment [Protection] Act, 1986
 - c. Hazardous Wastes [Management and Handling] Rules, 1989



PEE CEE COSMA SOPE LIMITED

SECRETARIAL AUDIT REPORT, FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

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

- i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India notified by Central Government;
- ii. SEBI (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.

We further report that : During the period under review, the Board of Directors of the Company was 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 notices were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately 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, wherever applicable.

We 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.

We further report that during the audit period, the Company has not entered into/carried out the following specific events/actions which may have a major bearing on the Company's affairs.

**FOR R&D
Company Secretaries**

Place: Delhi
Dated: 13.08.2024

Debabrata Deb Nath
Partner
FCS No.: 7775; CP No.: 8612
UDIN: F007775F000960056
Peer Review Certificate no. 1403/2021
UID No. P2005DE011200

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

To
The Members

Pee Cee Cosma Sope Limited

Hall H-1-H2, First Floor, Padam Plaza Plot No.5,
Sector 16B, Awas Vikas Sikandra Yojna,
Agra- 282007 Uttar Pradesh

Our report 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. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about 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, standards is the responsibility of management. Our examination was limited to the verification of procedure 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.

**FOR R&D
Company Secretaries**

Place: Delhi
Dated: 13.08.2024

Debabrata Deb Nath
Partner
FCS No.: 7775; CP No.: 8612
UDIN: F007775F000960056
Peer Review Certificate no. 1403/2021
UID No. P2005DE011200



PEE CEE COSMA SOPE LIMITED

FORM NO. AOC-2

Annexure-6

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

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

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

SL. No.	Particulars	Details	
(a)	Name(s) of the related party and nature of relationship		NA
(b)	Nature of contracts/arrangements/transactions		NA
(c)	Duration of the contracts / arrangements/transactions		NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any		NA
(e)	Justification for entering into such contracts or arrangements or transactions		NA
(f)	Date(s) of approval by the Board		NA
(g)	Amount paid as advances, if any		NA
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188		NA

2. Details of material contracts or arrangement or transactions at arm's length basis:

Sl. No.	Particulars	Details	Details
(a)	Name(s) of the related party and nature of relationship	Suraj Bhan Agencies Ltd Directors alongwith their relatives are holding more than 2% of total share capital	M2 Reality Pvt Ltd Directors alongwith their relatives are holding more than 2% of total share capital
(b)	Nature of contracts/arrangements/transactions	Transfer or receipt of goods, products, materials for an estimated amount upto Rs. 30 Crore in each financial year and / or availing and providing of services, utilities and property on lease, for an estimated amount of up to Rs.1 Crore every financial year on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Suraj Bhan Agencies Ltd on arm's length basis.	Lease agreement entered into by the Company with M2 Reality Pvt Ltd for taking on lease premises situated at Hall H3, First Floor, Padam Plaza Plot No.5, Sector -16B Awas Vikas Sikandra Yojna, Agra-07 (U.P.) for office purpose @Rs. 75120/- per month
(c)	Duration of the contracts/arrangements/transactions	NA	9 Years
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Transfer or receipt of goods, products, materials for an estimated amount upto Rs. 30 Crore in each financial year and / or availing and providing of services, utilities and property on lease, for an estimated amount of up to Rs.1 Crore every financial year on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Suraj Bhan Agencies Ltd on arm's length basis.	As per rent Agreement
(f)	Date(s) of approval by the Board	Shareholder approval dated 28th September, 2015	25th June, 2021
(g)	Amount paid as advances, if any	NA	NA

Date:13.08.2024
Place : Agra

For and on behalf of the board
For Pee Cee Cosma Sope Ltd.
Mayank Jain
Executive Chairman
DIN : 00112947
Add : 119, Jaipur House
Agra- 282 010, U.P.



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Cautionary Statement : This Management Discussion and Analysis statements of Annual Report has been included in adherence to the spirit enunciated in the code of corporate Governance approved by the Securities and Exchange Board of India, Statement in the Management Discussion and Analysis describing the Company's objectives, projections estimates expectation may be "Forward-Looking Statement" within the meaning of applicable securities laws and regulation. These statements are subject to certain risks and uncertainties. Actual result could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the Government policies, economic development, political factors and such other factors beyond the control of the Company.

- Company uses variety of indicators to measure business health. These include market share, net sales, organic growth, profit margins, GAAP and Non- GAAP income, cash flows and return on capital.
- Company also notes that it expects global macroeconomic and market conditions to remain highly challenging and category growth rates continuing to be slow

Economic Scenario

Global Economy : The global economy demonstrated greater resilience than anticipated in 2023-24, despite ongoing impacts from the prolonged Russia-Ukraine conflict. While growth prospects remained subdued, the global economy expanded by 3.1% in 2024. This performance occurred amid a cost-of-living crisis in several countries, significant currency devaluations, and increased commodity prices, partly due to attacks on container ships in the Red Sea.

The International Monetary Fund (IMF) noted that, with deflation and steady growth, the risk of a severe economic downturn has diminished, and global growth risks are now more balanced. On one hand, quicker deflation might lead to a relaxation of financial conditions. On the other hand, new spikes in commodity prices caused by geopolitical tensions and supply chain disruptions, such as those from the Red Sea conflict, could sustain tight monetary conditions.

In its World Economic Outlook published in January 2024, the IMF projected that the global economy will continue to grow at 3.1% in 2024 and increase slightly to 3.2% in 2025. Global headline inflation is expected to decrease to 5.8% in 2024 and further to 4.4% in 2025.

Indian Economy : Over the past decade, India's rapid infrastructure development, swift and comprehensive response to the COVID-19 pandemic through fiscal, monetary, and healthcare measures, along with effective management of crude oil supply and the digital revolution, have significantly strengthened its economic position. This progress has fueled optimism, enabling India to surpass the UK and become the fifth-largest economy in FY 2022-23. Looking ahead, India is projected to become the third-largest global economy within the next three years, with a GDP reaching USD 5 trillion. The government has set an ambitious target of achieving 'Developed Country' status by 2047.

According to the National Statistical Office (NSO), the Indian economy is anticipated to grow by 7.3% in 2023-24, slightly surpassing the 7.2% growth of the previous year. This growth is primarily attributed to strong performances in mining and quarrying, manufacturing, and certain service sectors. The NSO's estimate exceeds the Reserve Bank of India's (RBI) projection of 7% and is higher than the IMF's December 2023 forecast of 6.3%.

However, there are concerns about the agriculture sector, which is projected to grow by just 1.8% in 2023-24, a significant decline from the previous year. This slowdown is attributed to uncertain weather patterns and uneven rainfall distribution. Nevertheless, a forecasted normal monsoon in 2024 could boost agricultural output, enhancing farm incomes and potentially driving increased demand and consumption in 2024-25. Despite these challenges, India has successfully maintained moderate food inflation levels, remaining lower than those of many large economies.

Industry Scenario

Indian FMCG Sector : Despite a decline in inflation and improved consumer sentiment, the domestic Fast-Moving Consumer Goods (FMCG) sector experienced sluggish demand during the year, primarily due to a slowdown in rural areas. According to Kantar, household consumption trends indicated that



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

consumers were cutting back on bulk purchases to manage their expenses, although there was a modest increase in discretionary spending. This pattern of down-trading was driven by low wage growth in rural regions, which weakened consumption in various FMCG categories.

However, there are signs of potential recovery in 2024. A good harvest and the anticipation of an above-normal monsoon are expected to boost rural incomes and consumption. Although rural demand lagged behind urban markets for most of the year, the gap between the two began to narrow. Nielsen reported that, for the first time since the COVID-19 pandemic, rural growth in FMCG sales surpassed that in urban areas in December 2023. Rural markets saw a 7.6% increase in FMCG sales volume for the quarter ending March 31, 2024, compared to a 5.7% growth in urban markets for the same period, according to Nielsen IQ data. This shift suggests a gradual recovery in demand in rural areas, signaling a positive trend for the FMCG sector moving forward.

Outlook : The outlook for the Indian FMCG sector in FY 2023-24 is cautiously optimistic, with several factors likely to influence its performance. Despite ongoing challenges such as inflationary pressures and supply chain disruptions, the sector is expected to maintain steady growth, supported by strong consumer demand, particularly in urban areas.

Key Drivers of Growth:

- 1. Urban Market Resilience:** Urban markets are anticipated to continue driving growth, fueled by rising disposable incomes, increased consumer awareness, and a preference for premium and health-oriented products. The shift towards digital and e-commerce platforms, which are expected to account for around 8-10% of FMCG sales, will further bolster urban consumption.
- 2. Recovery in Rural Markets:** While rural markets have faced headwinds due to inflation, they are expected to gradually recover as inflationary pressures ease and government initiatives, such as increased rural employment programs and direct benefit transfers, improve rural income levels. This recovery, however, may be slower than in urban areas, with rural growth expected to stabilize around 3-5%.
- 3. Innovation and Sustainability:** Continued

innovation, particularly in the areas of health-conscious and sustainable products, will be a critical driver of growth. Brands that focus on introducing new products catering to these trends are likely to see higher adoption rates. The emphasis on sustainability, including eco-friendly packaging and ethical sourcing, will also resonate with increasingly aware consumers.

4. Expansion of Modern Retail and E-commerce:

The ongoing expansion of modern retail formats and the rapid growth of e-commerce will provide FMCG companies with broader distribution channels and more touch points to reach consumers. This trend will help drive sales, especially in urban and semi-urban areas, where convenience and variety are key factors in consumer choice.

Liquidity and Capital Resources : The company expects cash flow from operations will be sufficient to meet the foreseeable business operating and recurring cash needs (including for debt services, capital expenditures, dividend, cost resulting from the Restructuring Program). The company believes to follow the program and generate the revenue with the best possible manner.

Opportunities & Threats :

- (i) Inflation and Raw Material Costs:** Although inflation is expected to moderate, it remains a concern, particularly with regards to raw material costs. Companies will need to manage these costs effectively to protect margins without passing on excessive price increases to consumers, which could dampen demand.
- (ii) Supply Chain Disruptions:** Global supply chain challenges could continue to impact the sector, particularly for companies that rely on imported raw materials or components. Managing these disruptions through strategic sourcing, inventory management, and local procurement will be crucial.
- (iii) Regulatory Changes:** Any changes in government policies, particularly around taxation, labor laws, or environmental regulations, could impact the sector. Companies will need to stay agile and adapt to these changes to maintain compliance and operational efficiency.



PEE CEE COSMA SOPE LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Product wise Performance : Presently the Company has been dealing in only one segment, i.e., Soap and Detergents. The details of the Soap and Detergents business segment is as follows :

Product	Sales			
	Current Year (2023-24)		Previous Year (2022-23)	
	Quantity (MT)	Value (Rs in Lacs)	Quantity (MT)	Value (Rs in Lacs)
Soap & Detergent	27751	13364	24390	12412

Key Financial Ratios:

Particular	FY	FY
	2023-24	2022-23
Debtor Turnover	63.98 :1	53.36 :1
Inventory Turnover	2.32 :1	2.31 :1
Interest Coverage Ratio	47.89 :1	4.81 :1
Current Ratio	2.72 :1	1.59 :1
Debt Equity Ratio	0.04 :1	0.35 :1
Operating Profit Margin	7.36 :1	1.57%
Net Profit Margin	7.78%	1.99%
Return on Net Worth	35.15%	13.59%

Risks & Concern : The company is confronted with substantial risks and challenges, such as escalating raw material costs, higher internal operating expenses, rising transportation and advertising costs, and growing competition from both multinational and local companies.

Human resource / Industrial relations : Management is actively committed to implementing industry-leading practices to attract, retain, and develop the company's talent. Over the past year, the company has successfully maintained a harmonious industrial relations environment, ensuring smooth interactions between management and employees.

To support its workforce, the company continues to invest significantly in various initiatives. These initiatives are designed to address the evolving production requirements and operational challenges, equipping employees with the skills and resources they need to excel in their roles. Additionally, the company focuses on fostering a positive work culture, encouraging enthusiasm and dedication among employees. This approach not only helps in meeting production goals but also strengthens the overall commitment of the workforce to the organization's objectives.

Through these efforts, the company aims to enhance employee satisfaction and performance, contributing to both individual growth and organizational success.

Internal Control Systems and Adequacy : The internal control systems and procedures of the company are robust and appropriately scaled to match its size. Ongoing controls have been implemented to ensure optimal use of resources, accurate reporting of financial transactions, and strict adherence to all relevant laws and regulations.

The company has established a comprehensive and effective Internal Financial Controls (IFC) system that guarantees the protection of assets and the accurate authorization, recording, and reporting of transactions. This system also ensures compliance with company policies, Standard Operating Procedures (SOPs), and is supported by the in-house Internal Audit Division. Additionally, external oversight is provided by M/s Jay Pee & Associates, Chartered Accountants, as well as various transaction auditors. The Internal Audit Division and the auditors report directly to the Audit Committee of the Board, ensuring their independence. This structure allows for an independent evaluation of the internal controls and concurrent auditing of most transactions.

Throughout the year, internal auditors have been instrumental in enhancing the IFC framework, including the development of Risk & Control Matrices for various processes and the deployment of a Self-Assessment Tool.

Management Discussion and Analysis (MDA) remains a highly effective tool for providing valuable and actionable information to investors. Enhancements in MDA presentation and format are expected to contribute to better corporate governance practices and foster a stronger relationship between the company and its investor community.



PEE CEE COSMA SOPE LIMITED

REPORT ON CORPORATE GOVERNANCE

Corporate Governance refers to the set of systems, principles and processes by which a Company is governed. They provide the guidelines as to how the Company can be directed or controlled so as to fulfill its goal and objectives in a manner that adds to the value of the Company and benefit to all stakeholders in the long term. Stakeholders in this case would include everyone ranging from the Board of Directors, management, and shareholders to customers, suppliers, financiers, employees and society at large. Strong and improved Corporate Governance practices are indispensable in today's competitive world and complex economy.

Pee Cee Cosma Sope Limited looks at Corporate Governance requirements as an integral part of business strategy which contributes to business growth in ethical perspective. Besides complying with the prescribed Corporate Governance Practices as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (hereinafter referred to as "Listing Regulations"), the Company has voluntarily adopted various practices of governance in terms of highest ethical and responsible standard of business, globally bench marked.

This chapter, along with the chapters on Management Discussion and Analysis and Additional Shareholders Information, reports, inter-alia Pee Cee Cosma Sope Limited compliance of Listing Regulations highlighting the additional initiatives taken in line with international best practices.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE : Our Company's philosophy on Corporate Governance envisages attainment of highest levels of accountability, transparency, responsibility and fairness in all aspects of its operations. Our business culture and practices

are founded upon a common set of values that govern our relationships with customers, employees, shareholders, suppliers and the communities in which we operate. The Company believes that all its actions must serve the underlying goal of enhancing overall shareholder value on a sustained basis.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

2. BOARD OF DIRECTORS : The Company maintains an optimum combination of Executive, Non-Executive and Independent Directors. The Board consists of total 7 (Seven) Directors on 31st March 2024. Of the Seven Directors, Four (i.e. 57.14 percent) are Non-Executive & Independent Directors including One (1) Woman Director, Shri Mayank Jain is the Chairman and Whole Time Director designated as Executive Chairman, Shri Ankur Jain is the Managing Director and Shri Ankit Jain is the Whole Time Director of the Company. The composition of the Board is in conformity with regulation 17 of SEBI Listing Regulation read with Section 149 and 152 of the Act..

None of the Directors on the Company's Board:

- holds directorships in more than ten public companies;
- serves as Director or as independent directors in more than seven listed entities;
- who are the Executive Directors serves as independent directors in more than three listed entities; and
- holds membership of more than ten Committees and Chairman of more than five Committees (Committees being, Audit Committee and Stakeholder Relationship Committee) across all the Companies in which he/she is a Director.

Following is the list of Directors and other details as on 31st March, 2024:

Name of the Director & Designation	Category	Name of other listed entities in which Director holds directorship and category of directorship	No. of positions held in other Public Companies ¹		
			Board	Committee	
				Member ship	Chairman ship
Shri Mayank Jain Chairman and Whole Time Director	Promoter & Executive Director	Nil	1	Nil	Nil
Shri Ankur Jain Managing Director	Promoter & Executive Director	Nil	2	1	Nil
Shri Ankit Jain Whole Time Director	Promoter & Executive Director	Nil	1	Nil	Nil
Shri Nemi Chandra Jain- Independent Director	Non-Executive & Independent Director	Nil	Nil	Nil	Nil
Shri Kshitiz Agarwal Independent Director	Non-Executive & Independent Director	Nil	Nil	Nil	Nil
Smt. Babita Agarwal- Independent Director	Non-Executive & Independent Woman Director	Nil	Nil	Nil	Nil
Shri Anil Gupta	Non-Executive & Independent Director	Nil	Nil	Nil	Nil



PEE CEE COSMA SOPE LIMITED

REPORT ON CORPORATE GOVERNANCE

Directors' Attendance Record : During the Financial Year 2023-24, 5(Five) meetings of the Board of Directors were held on 27th May, 2023, 8th August, 2023, 1st September, 2023, 4th November, 2023 and 10th February, 2024. The Board was duly supplied with the agenda of the meetings incorporating all material information for facilitating meaningful and

focused discussions at the meeting. The intervening period between the Board Meetings was well within the maximum time gap of one hundred and twenty days as stipulated under Regulation 17 of the Listing Regulations and Secretarial Standard.

The necessary quorum was present for all the meetings.

Details of attendance of Directors in the Board meeting during the financial year 2023-24 are as under :

Name of the Director	Category	No. of Board Meeting	Attendance at the Board Meeting	Whether attended Last AGM
Shri Mayank Jain Chairman and Whole Time Director	Promoter & Executive Director	5	5	YES
Shri Ankur Jain - Managing Director	Promoter & Executive Director	5	5	YES
Shri Ankit Jain - Whole Time Director	Promoter & Executive Director	5	5	YES
Shri Nemi Chandra Jain	Non-Executive & Independent Director	5	5	YES
Independent Director Shri Kshitiz Agarwal	Non-Executive & Independent Director	5	1	NO
Independent Director Shri Anil Gupta Independent Director	Non-Executive & Independent Director	5	5	YES
Independent Director Shri Amar Singh Rajput	Non-Executive & Independent Director	5	1	NA
Independent Director Smt. Babita Agarwal	Non-Executive & Independent Woman Director	5	5	YES

Disclosure of relationships between Directors inter-se: There was no relationship between the directors as per the definition of relative given in Regulation 2(1)(zd) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Section 2(77) of the Companies Act, 2013.

Number of shares and convertible instruments held by Non-Executive Directors: None of the Non-Executive Directors holds any share/convertible instruments in the Company.

Terms and conditions of appointment of Independent Directors : The terms and conditions of appointment of the Independent Directors are disclosed on the website of the Company i.e. www.peececocosma.com.

The Board confirms that all the Independent Directors fulfilled the requirements of the Companies Act, 2013 and the Listing Regulations and were Independent of the management of the Company.

Information placed before the Board : The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of the Listing Regulations to the Board and the Board Committees to the extent it is

applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the respective Meetings.

Separate Meeting of Independent Directors : One meeting of the Independent Directors was held on 10th February, 2024 without the presence of Non-Independent Directors and members of management. In accordance with the Listing Regulations, following matters were, inter alia, reviewed and discussed in the meeting :

- Performance of Non-Independent Directors and the Board of Directors as a whole.
- Performance of the Chairman of the Company taking into consideration the views of executive and Non-Executive Directors.
- Assessment of 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.

The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.



PEE CEE COSMA SOPE LIMITED

REPORT ON CORPORATE GOVERNANCE

Familiarization Program for Independent Directors :

The Company conducts Familiarization Program for the Independent Directors to enable them to familiarize with the Company, its management and its operations so as to gain a clear understanding of their roles, rights and responsibilities for the purpose of contributing significantly towards the growth of the Company. They are given full opportunity to interact with senior management personnel and are provided with all the documents required and/or sought by them to have a good understanding of the Company, its business model and various operations and the industry, it is a part.

The details of the familiarization program of the Independent Directors are available on the website of the Company (www.peeceecosma.com).

Matrix setting out skills/expertise/competence as identified by the Board :

The Company is engaged in the business of manufacturing of Soap and detergents, cleaning and polishing preparations, perfumes and toilet preparations. To manage the operations and to formulate long term strategies for its growth, different skill sets are required. The Board of the Company consists of individuals who have experience and expertise in the following areas:

Governance	The governance skills broadly includes financial and audit review, compliance and risk management, developing good governance practices, assessing strategic opportunities and threats, crisis management, business and policies development etc.
Personal Leadership Skills	This category mainly includes skills set of Board members to provide both strategic and innovative thought leadership, analysing issues and making decisions that support the organisation's overarching mission, creating new ideas and providing possible solutions, commitment, ethics and integrity, relationship building etc.
Industry specific	This category broadly includes skills relevant to the industry or section in which the Company operates such as understanding of consumer behaviour and customer insights, consumption pattern analysis, introduction of new products, marketing, supplier management, communication with customers etc.
Strategy Development and Implementation	Experience in developing and implementing business strategies or ability to give strategic insights to key business objectives.

	Shri Mayank Jain	Shri Ankur Jain	Shri Ankit Jain	Shri Nemi Chandra Jain	Shri Kshitiz Agarwal	Shri Anil Gupta	Smt. Babita Agarwal
Governance	✓	✓	✓	✓	✓	✓	✓
Personal Leadership Skills	✓	✓	✓	✓	✓	✓	✓
Industry specific	✓	✓	✓	✓	✓	✓	-
Strategy Development and Implementation	✓	✓	✓	-	-	-	-

Note : Each Director may possess varied combinations of skills/expertise within the described set of parameters and it is not necessary that all Directors possess all skills/expertise listed therein.

DISCLOSURE REGARDING APPOINTMENT & RE-APPOINTMENT OF DIRECTORS IN THE ENSUING AGM :
[Pursuant to Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standards - 2 on General Meetings]

Brief particulars of Directors who are appointed/re-appointed in this AGM is enclosed with the Notice of Annual General meeting.

3. COMMITTEES OF BOARD OF DIRECTORS

Pee Cee Cosma Sope Ltd has four Board level Committees as on 31st March, 2024:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee

d) Corporate Social Responsibility Committee

The Board is responsible for constituting, assigning, co-opting and fixing the terms of reference for members of various Committees. Details on the role and composition of these Committees, including the number of meetings held during the financial year and the related attendance, are provided below.

A. AUDIT COMMITTEE ("AC")

Terms of Reference : The terms of reference of the Audit Committee are as per the governing provisions of the Companies Act, 2013 (section 177) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (specified in Part C of Schedule II).

The Role of the Audit Committee includes the following :

- oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;



PEE CEE COSMA SOPE LIMITED

REPORT ON CORPORATE GOVERNANCE

2. recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
 3. approval of payment to statutory auditors for any other services rendered by the statutory auditors;
 4. reviewing, with the Management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b. changes, if any, in accounting policies and practices and reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by Management;
 - d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirements relating to financial statements;
 - f. disclosure of any related party transactions;
 - g. modified opinion(s) in the draft audit report;
 5. reviewing, with the Management, the quarterly financial statements before submission to the Board for approval;
 6. reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;
 7. reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
 8. approval or any subsequent modification of transactions of the listed entity with related parties and any subsequent modification of such transaction in accordance with the Act read with Rules made thereunder and the SEBI Regulations;
 9. scrutiny of inter-corporate loans and investments;
 10. valuation of undertakings or assets of the listed entity, wherever it is necessary;
 11. evaluation of internal financial controls and risk management systems;
 12. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 13. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. discussion with internal auditors of any significant findings and follow up there on;
 15. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
 16. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
 17. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 18. to review the functioning of the whistle blower mechanism;
 19. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
 20. Reviewing mandatorily the following information:
 - a. management discussion and analysis of financial condition and results of operations;
 - b. statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - c. management letters / letters of internal control weaknesses issued by the statutory auditors;
 - d. internal audit reports relating to internal control weaknesses; and
 - e. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
 - f. statement of deviations:
 - i. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - ii. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
 21. considering such other matters the Board may specify;
 22. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding Rupees 100 cr. or 10% of the asset size of the subsidiary, whichever is lower.
 23. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
 24. reviewing other areas that may be brought under the purview of role of Audit Committee as specified in SEBI Regulations and the Companies Act, as and when amended.
- Further, the Audit Committee is empowered to investigate any activity within its terms of reference, seek information it requires from any employee, obtain outside legal or other independent professional advice and secure attendance of outsiders with relevant expertise, if considered necessary. Apart from the above, the Audit Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time. Upon invitation, the CFO, Internal auditors, of the Company attend meetings of the Audit Committee.
- Composition :** During the period under review, Shri Amar Singh Rajput (DIN: 00172301), an Independent Director, departed for his heavenly abode on 13th July, 2023 and accordingly ceased to be Director of the Company. Due to cessation of Shri Amar Singh Rajput, Independent



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Director from the board of the Company, the composition of Audit Committee has been reconstituted in the board meeting held on 8th August, 2023 in the following manner:

Sl.No.	Name	Category	Designation
1.	Shri Nemi Chandra Jain	Independent Non-Executive Director	Chairman
2.	Smt. Babita Agarwal	Independent Non-Executive Director	Member
3.	Shri Ankur Jain	Promoter Executive Director	Member

As on 31st March, 2024, the Audit Committee comprises of 2 (Two) Non-Executive & Independent Directors and 1 (One) Executive & Promoter Director namely: Shri Nemi Chandra Jain as Chairman; Smt. Babita Agarwal and Shri Ankur Jain as the Members of the Committee.

The second term of Shri Nemi Chandra Jain as Independent Director ends on 31st March, 2024. Accordingly, board of Directors in their meeting held on 10th February 2024 has re-constituted Audit Committee of the Board of Directors. The newly constitutes Audit Committee effective from 1st April, 2024 is as follows:

Sl.No.	Name	Category	Designation
1.	Shri Kshitiz Agarwal	Independent Non-Executive Director	Chairman
2.	Smt. Babita Agarwal	Independent Non-Executive Director	Member
3.	Shri Ankur Jain	Promoter Executive Director	Member

Ms Nidhi Agarwal, Company Secretary is the Secretary of the Committee.

Meetings & Attendance : The Committee met 4 (Four) times during the Financial Year 2023-24 on the following dates-27th May, 2023, 8th August, 2023, 4th November, 2023 and 10th February, 2024. Details of attendance of Directors in the Audit Committee meeting are as under :

Name of the Director	Category	Designation	Attendance at the Audit Committee Meeting
Shri Nemi Chandra Jain	Non-Executive & Independent Director	Chairman	4
Smt. Babita Agarwal	Non-Executive & Independent Director	Member	4
Mr Ankur Jain	Executive & Promoter Director	Member	4
Mr Amar Singh Rajut	Non-Executive & Independent Director	Member	1

*Ceased as Director w.e.f. 13th July, 2023.

B. NOMINATION AND REMUNERATION COMMITTEE ("NRC")

Terms of Reference : The terms of reference of the Nomination and Remuneration Committee are as per the governing provisions of the Companies Act, 2013 (section 178) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (specified in Part D of Schedule II).

The Remuneration Committee has been constituted to recommend/review and approve the remuneration payable to Managing Director, Whole Time Director or other Directors, Key Managerial Personnel and Senior Management of the Company based on their performance.

The roles and responsibilities of the Committee include the following :

- To formulate criteria for determining qualifications, positive attributes and Independence of a Director;
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management and other employees;
- To formulate criteria for evaluation of performance of Independent Directors and the Board of Directors;
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy;
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To carry out evaluation of Director's performance.
- To devise a policy on Board diversity, composition, size. Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

Composition : During the period under review, Shri Amar Singh Rajput (DIN: 00172301), an Independent Director, departed for his heavenly abode on 13th July, 2023 and accordingly ceased to be Director of the Company.

Due to cessation of Shri Amar Singh Rajput, Independent Director from the board of the Company, the composition of Nomination and Remuneration Committee has been reconstituted in the board meeting held on 8th August, 2023 in the following manner :

held on 8th August, 2023 in the following manner:

Sl.No.	Name	Category	Designation
1.	Shri Nemi Chandra Jain	Independent Non-Executive Director	Chairman
2.	Smt. Babita Agarwal	Independent Non-Executive Director	Member
3.	Shri Ankur Jain	Promoter Executive Director	Member

As on 31st March, 2024 the Nomination and Remuneration Committee comprises of 3 members, all are Independent Non-Executive Directors namely Shri Nemi Chandra Jain as Chairman, Shri Anil Gupta and Smt Babita Agarwal as Members of the Committee.

The second term of Shri Nemi Chandra Jain as Independent



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Director ends on 31st March, 2024. Accordingly, board of Directors in their meeting held on 10th February 2024 has re-constituted the Nomination and Remuneration Committee of the Board of Directors. The newly constitutes Nomination and Remuneration Committee effective from 1st April, 2024 is as follows:

Sl.No.	Name	Category	Designation
1.	Shri Kshitiz Agarwal	Independent Non-Executive Director	Chairman
2.	Smt. Babita Agarwal	Independent Non-Executive Director	Member
3.	Shri Anil Gupta	Independent Non-Executive Director	Member

Ms Nidhi Agarwal, Company Secretary is the Secretary of the Committee.

Meetings & Attendance : The Committee met 1 (One) time during the Financial Year 2023-24 on 1st September, 2023. Details of attendance of Directors in the Nomination and Remuneration Committee meeting are as under :

Audit Committee meeting are as under :

Name of the Director	Category	Designation	Attendance at the NRC Meeting
Shri Nemi Chandra Jain	Non-Executive & Independent Director	Chairman	1
Smt. Babita Agarwal	Non-Executive & Independent Director	Member	1
Shri Anil Gupta	Non-Executive & Independent Director	Member	1

Performance evaluation criteria for Independent Directors :

The performance evaluation of Independent Directors is done by the entire Board of Directors (excluding the Director being evaluated). On the basis of the report of performance evaluation, it shall be determined whether to extend or continue the term of appointment of the Independent Directors. The Board is evaluated on the basis of the various attributes such as Raising of concerns to the Board and constructive contribution to resolution of issues at meetings, Initiative in terms of new ideas and planning for the Company etc. The Directors expressed their satisfaction with the evaluation process.

Remuneration Policy of the Company :

The remuneration policy of the Company is directed towards rewarding performance. The Managing Director and the Whole Time Director of the Company are entitled for payment of Remuneration as decided by the Board and approved by the members as per the provisions of the Companies Act, 2013. Directors are also entitled for the sitting fee for attending Board/Committee Meeting except the Managing Director and Whole Time Director.

The Remuneration Policy and the evaluation criteria have been disclosed in the Director's Report which forms part of the Annual Report.

Details of the Directors' Remuneration for the financial year ended 31st March, 2024

Name of Director	Sitting fees (In Lakhs)	Salaries & Perquisites (In Lakhs)	Commission, Bonus Ex-gratia	Total Amount (In Lakhs)	No. of Shares held & %
Mr Shri Mayank Jain-Executive Chairman	NIL	35.18	NIL	35.18	65,500 (2.48%)
Shri Ankur Jain-Managing Director	NIL	36.64	NIL	36.64	1,52,795 (5.77%)
Shri Ankit Jain Whole Time Director	NIL	34.33	NIL	32.81	2,49,914 (9.44%)
Shri Nemi Chandra Jain-Independent Director	1.06	NIL	NIL	1.06	NIL
Shri Amar Singh Rajput*- Independent Director	0.20	NIL	NIL	0.20	NIL
Shri Anil Gupta- Independent Director	0.77	NIL	NIL	0.77	NIL
Smt. Babita Agarwal- Independent Director	1.06	NIL	NIL	1.06	NIL
Shri Kshitiz Agarwal- Independent Director	0.15	NIL	NIL	0.15	Nil

*Ceased w.e.f.13th July, 2023.

During FY 2023-24, the Company did not advance any loans to any of its Directors. Further, there are no pecuniary relationships or transactions between the Independent Directors and the Company, other than the details provided above.



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C. STAKEHOLDERS RELATIONSHIP COMMITTEE

Terms of Reference : The terms of reference and the ambit of powers of Stakeholders Relationship Committee are as per the governing provisions of the Companies Act, 2013 (section 178) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (specified in Part D of Schedule II).

The roles and responsibilities of the Committee include the following :

1. Resolving the grievances of the security holders of the entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.;
2. Review of measures taken for effective exercise of voting rights by shareholders of the Company;
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
5. Reviewing other areas that may be brought under the purview of role of Stakeholders Relationship Committee as specified in SEBI Regulations and the Companies Act, as and when amended.

Composition : As on 31st March, 2024 the Stakeholders Relationship Committee comprises of 2 (Two) Independent Non-Executive Directors and 1 (One) Promoter Executive Director namely: Shri Nemi Chandra Jain as Chairman, Smt Babita Agarwal and Shri Mayank Jain as Members of the Committee.

The second term of Shri Nemi Chandra Jain as Independent Director ends on 31st March, 2024. Accordingly, board of Directors in their meeting held on 10th February 2024 has re-constituted Stakeholders Relationship Committee of the Board of Directors. The newly constitutes Stakeholders Relationship Committee effective from 1st April, 2024 is as follows:

Sl.No.	Name	Category	Designation
1.	Shri Kshitiz Agarwal	Independent Non-Executive Director	Chairman
2.	Smt. Babita Agarwal	Independent Non-Executive Director	Member
3.	Shri Mayank Gupta	Promoter Executive Director	Member

Ms Nidhi Agarwal, Company Secretary is the Secretary of the Committee.

Meetings & Attendance : The committee met 17 (Seventeen) times during the Financial Year 2023-24 on 14th April, 2023, 27th May, 2023, 29th June, 2023, 21st

July, 2023, 16th August, 2023, 8th September, 2023, 19th September, 2023, 30th September, 2023, 20th October, 2023, 18th November, 2023, 30th November, 2023, 6th December, 2023, 27th December, 2023, 15th January, 2024, 25th January, 2024, 16th February, 2024 and 21st March, 2024.

Details of attendance of Directors in the Stakeholders Relationship Committee meeting are as under:

Name of the Director	Category	Designation	Attendance at Stakeholders Relationship Committee
Shri Nemi Chandra Jain	Non-Executive & Independent Director	Chairman	17
Smt. Babita Agarwal	Non-Executive & Independent Director	Member	17
Shri Mayank Jain	Executive & Promoter Director	Member	17

Investor Grievance Redressal : During the year, the Company did not receive any complaints from the shareholders.

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE :

Terms of Reference : The Corporate Social Responsibility Committee has been formed pursuant to section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, to formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act, to recommend the amount of expenditure to be incurred on such activities and to monitor the Corporate Social Responsibility Policy of the Company from time to time.

The role of CSR Committee is as under:

- a. Formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company in Compliance with the Companies Act, 2013 and rules thereunder.
- b. Recommend the amount of expenditure to be incurred on the activities as above, and
- c. Monitor the CSR Policy of the Company from time to time.
- d. To carry out any other function as delegated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or as may be necessary or appropriate for the performance of its duties.

The Company has formulated the CSR Policy in line with Schedule VII of the Companies Act, 2013.

CSR Policy of the Company : To formulate and recommend to the Board the CSR Policy indicating the



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activities to be undertaken by the Company pursuant to the provisions of Companies Act, 2013 and the rules made thereunder;

To review the CSR Policy and associated frameworks, processes and practices.

The formal CSR policy of the Company is available on the website of the Company www.peeceecosma.com

Composition : During the period under review, Shri Amar Singh Rajput (DIN: 00172301), an Independent Director, departed for his heavenly abode on 13th July, 2023 and accordingly ceased to be Director of the Company.

Due to cessation of Shri Amar Singh Rajput, Independent Director from the board of the Company, the composition of Corporate Social Responsibility Committee has been reconstituted in the board meeting held on 8th August, 2023 in the following manner:

Sl.No.	Name	Category	Designation
1.	Shri Mayank Jain	Promoter Executive Director	Chairman
2.	Smt. Babita Agarwal	Independent Non-Executive Director	Member
3.	Shri Ankit Jain	Promoter Executive Director	Member

As on 31st March, 2024, the Corporate Social Responsibility Committee comprises of 2 (Two) Executive & Promoter Director and 1 (one) Non-Executive & Independent Director namely : Shri Mayank Jain as Chairman and Smt. Babita Agarwal and Shri Ankit Jain as Members.

Ms Nidhi Agarwal, Company Secretary is the Secretary of the Committee.

The committee met 1(One) times during the year Financial Year 2023-24 as on 20th April, 2023.

Name of the Director	Category	Designation	Attendance the Corporate Social Responsibility Committee
Shri Amar Singh Rajput	Non-Executive & Independent Director	Chairman	1
Smt. Babita Agarwal	Non-Executive & Independent Director	Member	1
Shri Ankit Jain	Executive & Promoter Director	Member	1

4. GENERAL BODY MEETINGS

a) **Annual General Meetings:** Particulars of past three Annual General Meetings of the Company:

Year	Date	Venue	Time	No of Special Resolution passed
2021	30.09.2022	Through Video-Conferencing (Deemed venue of the Meeting: "Padam Deep", G-10/8, Sanjay Place, Agra-282002, Uttar Pradesh.	3.30 P.M	1. Appointment of Shri Ankit Jain as whole time director 2. Appointment of Shri Mayank Jain as Executive Chairman. 3. Appointment of Shri Ankur Jain as Managing Director
2022	24.09.2023	Hotel P.L. Palace, Sanjay Place, Agra-282002, Uttar Pradesh	3.00 P.M.	1. NIL
2023	29.09.2023	Hotel P.L. Palace, Sanjay Place, Agra-282002, Uttar Pradesh	3.00 P.M.	1. Revision in the remuneration of the Shri Mayank Jain (DIN:00112947) Whole time Director of the Company. 2. Appointment of Shri. Kshitiz Agarwal (DIN: 01768123) as an Independent Director of the Company

b) During the year under review, no special resolution has been passed through the exercise of postal ballot.

c) No special resolutions are proposed to be conducted through postal ballot.



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5. MEANS OF COMMUNICATION

- a) At present quarterly/ half-yearly reports are not being sent to each household of shareholders.
- b) **The Quarterly / half-yearly / Annual Accounts results:** The Company's quarterly results are published in Hindustan (Hindi), (Agra), Financial Express (English) (Delhi) & Jansatta (Hindi) (Delhi) and are displayed on its website (www.peeceecosma.com).
- c) **Website:** The Company's website- www.peeceecosma.com contains a separate dedicated section 'Investor Relations' where shareholders' information is available.
- d) The Company also regularly intimates to the Stock Exchanges all price sensitive and other information which is material and relevant to the investors.
- e) **Annual Report:** The Annual Report containing, inter alia, Notice of Annual General Meeting, Audited Financial Statement, Consolidated Financial Statement, Directors' Report, Auditor's Report and other important information is circulated to members and others entitled thereto. The Management Discussion and Analysis Report, Business Responsibility & Sustainability Report and Corporate Governance Report forms part of the Annual Report and are displayed on the Company's website. The Annual Report is also available in downloadable form on the website of the Company www.peeceecosma.com.
- f) **SEBI Complaints Redress System (SCORES):** The investor complaints are processed in a Centralised web-based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

6. GENERAL SHAREHOLDERS INFORMATION

(i) Annual General Meeting

Day & Date	Time	Venue
Monday, 30th September, 2024	3.00 P.M.	Hotel P.L.Palace, Sanjay Place Agra, 282 002, Uttar Pradesh

(ii) Financial Calendar

Events	Tentative time frame
Financial Reporting for the first quarter ended 30th June, 2024	on 13th August 2024
Financial Reporting for the second quarter ending 30th September, 2024	On or before by 14th November 2024
Financial Reporting for the third quarter ending 31st December, 2024	On or before by 14th February 2025
Financial Reporting for the fourth quarter ending 31st March, 2025	On or before by 30th May 2025

(iii) **Dates of Book Closure** Saturday, 21st September 2024 to Monday, 30th September 2024 (both days inclusive)

(iii) **Dividend Payment Date** 5th October, 2024

(iv) **Listing on Stock Exchanges:** The Shares of the Company are listed on the **BSE Limited Address :-** Phiroze Jeejeebhoy Towers, Dalal Street Mumbai 400 001

The Annual Listing fees for the Financial Year 2024-25 to BSE have been paid by the Company within the stipulated time.

(v) **Stock Code/ Symbol :** 524136 at the Bombay Stock Exchange.

(vi) **CIN number :** L24241UP1986PLC008344

(vii) **Market Price Data :** High/ low of market price of the Company's equity shares traded on BSE during the last financial year were as follows:

Month	High	Low	No. of Shares	Month	High	Low	No. of Shares
Apr 23	117.00	95.00	5,633	Oct 23	507.75	385.00	34,458
May 23	147.70	101.30	46,741	Nov 23	510.00	438.20	14,381
Jun 23	252.00	136.10	2,67,230	Dec 23	488.00	328.70	60,917
Jul 23	219.60	169.70	66,261	Jan 24	379.85	306.70	81,058
Aug 23	319.40	218.70	67,074	Feb 24	525.75	302.15	3,29,167
Sep 23	380.80	325.75	59,123	Mar 24	427.95	340.30	59,323

Source : www.bseindia.com



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(viii) In case the securities are suspended from trading, the Directors report shall explain there as on thereof:-Not Applicable.

(x) Distribution of Shareholding as on 31st March 2024 :

Shareholding of Nominal Value of		Shareholders		Share Amount	
(Rs.)	(Rs.)	Number	% to total	In Rs.	% to total
(1)	(2)	(3)	(4)	(5)	(6)
Up to 5,000		2697	92.46	26,09,870	9.86
5,001	10,000	104	3.57	8,04,520	3.04
10,001	20,000	54	1.85	8,13,470	3.07
20,001	30,000	17	0.58	4,33,310	1.64
30,001	40,000	5	0.17	1,87,450	0.71
40,001	50,000	6	0.21	2,63,600	1.00
50,001	1,00,000	8	0.27	5,09,860	1.93
1,00,001 and Above		26	0.89	2,08,40,420	78.75
Total		2917	100	2,64,62,500	100

Category of shareholders as at March 31, 2024

SI No.	Category	No. of Shares	Percentage of shareholding
1.	Promoter and Promoter Group	19,33,838	73.08
2.	Public Shareholding	7,12,412	26.92
	Total	26,46,250	100

(xi) **Dematerialization of shares and liquidity:** As on 31st March 2024 about 96.26% of the Company's equity paid-up capital had been dematerialized. Trading in equity shares of the Company at the Stock Exchange is permitted compulsorily in Demat mode.

(ix) **Registrar and Share Transfer Agent & Share Transfer System**

The company has appointed **M/s Skyline Financial Services Pvt Ltd**, as its Registrar and Share Transfer Agent to carry out the process of share transfer in physical form and also Demat work of the Company. The Company has authorised the Registrar and Transfer Agent to approve and execute transfer and transmission of shares subject to a maximum holding of any one person together with the existing holding not exceeding 1% of total paid up equity share capital of the Company at the time of such transfer. Any transfer, transmission in excess of aforesaid limit of 1% is given effect by the Stakeholders Relationship Committee of the Company. All correspondence with regard to share transfers and matters related therewith may directly be addressed to the Registrar and Share Transfer Agents at the address given below::

Particulars	Skyline Financial Services Pvt Ltd
Contact Person	Mr V K Rana
Address	D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110 020
Telephone No.	011-40450193-97
E-mail	admin@skylinerta.com

Further, effective 1st April 2019, SEBI has amended Regulation 40 of the SEBI LODR, which deals with transfer or transmission or transposition of securities. According to this amendment, the requests for effecting the transfer of listed securities shall not be processed unless the securities are held in Dematerialized form with a Depository. Therefore, for effecting any transfer, the securities shall mandatorily be required to be in Demat form.

(xii) There are no outstanding GDRs/ADRs/ Warrants or any Convertible other Instruments as on the date.

(xiii) **Plant Locations :** The Company has Soap and Detergents Plant located at :

(1) 51 & 52, Malanpur Industrial Area, Malanpur, Distt - Bhind (Madhya Pradesh)



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(2) 7th K.M. Stone, Adalpur, Dholpur (Rajasthan)

(xiv) Address for Correspondence: The shareholders may send their communication grievances/queries to the Registrar and Share Transfer Agents at

Particulars	Skyline Financial Services Pvt Ltd
Contact Person	Mr V K Rana
Address	D-153 A, 1st Floor, Okhla Industrial Area, Phase – I New Delhi-110 020
Telephone No.	011-40450193-97
E-mail	admin@skylinerta.com

or to the Company at:

Particulars	PEE CEE COSMA SOPE LIMITED
Contact Person	Ms. Nidhi Agarwal
Address	Hall H-1-H2, First Floor, Padam Plaza, Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra-282007 Uttar Pradesh
Telephone No.	0562-2527331, 32, 2524717, 3090742
Email	info@peeceecosma.com

7. Certificate from Practicing Company Secretary : Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the Listing Regulations, M/s. R&D Company Secretaries, Company Secretary in Practice, Delhi, has certified that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority and the certificate is annexed with this Report and forms an integral part of the Annual Report.

8. Web link for various Policies : The details of various other policies applicable on the Company are available on Investor Relations Tab on the website of the Company.

9. Credit Rating : Credit rating is not applicable on Company.

10. DISCLOSURES

a) Related Party Transactions : There are no materially significant related party transactions with its Promoters, the Directors or the Management, their Subsidiaries or Relatives etc., which may have potential conflict with the interest of the company at large. The other related party transactions are given in Point no. 40 of Notes on Accounts annexed to and forming the part of Balance Sheet and Profit and Loss Account of the Company.

b) Non-Compliance by the Company, Penalties, Structures : There were no instances of non-

compliance by the Company, penalties, structures imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

c) Details of establishment of vigil mechanism, whistle blower policy and affirmation that no personnel has been denied access to the Audit Committee : The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined under Regulation 22 of SEBI Listing Regulations for Directors and employees to report concerns about unethical behavior.

Further no person has been denied access to the Chairman of the Audit Committee. The said policy has been also put up on the website of the Company.

d) Compliance with Mandatory Requirements and adoption of the non-mandatory requirements : The Company has fully complied with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

e) Commodity Price Risk/Foreign Exchange Risk and Hedging Activities : Your Company has a robust framework and governance mechanism in place to ensure that the organization is adequately protected from the market volatility in terms of price and availability based on procurement team's monitoring and intelligence, forecasts of commodity prices and movements. A robust planning and strategy ensure the Company's interests are protected despite volatility in commodity prices.

f) Code of Conduct for Prevention of Insider Trading : On December 31, 2018, Securities and Exchange Board of India amended the Prohibition of Insider Trading Regulations, 2015, prescribing various new requirements with effect from April 1, 2019. In line with the amendments, your Company has adopted an amended Code of Conduct to regulate, monitor and report trading by Designated Persons under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the same can be accessed on the website of the Company.

Your Board of Directors has also approved the Code for Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) and the same can be accessed on the website of the Company..



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g) Fees to Statutory Auditors :

(Rs. in Lakhs)

Sl No.	Particular	Amount
1.	Audit fees	4.30
2.	Other matters – certification	0.00
	Total (Net of GST)	4.30

- h) Disclosure of Accounting Treatment :** During the year under review, the Company followed the applicable Accounting Standards as specified under Section 133 of the Act, in the preparation of its financial statements.
- i) Disclosure of the extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted.**
- i. Maintenance of the Chairman's Office :** The Company has appointed Promoter Executive Director as Chairman.
- ii. Shareholders Rights :** The quarterly and annual financial results of the Company are published in newspapers on an all India basis and are also posted on the Company's website www.peeceecosma.com Significant events if any are also posted on this website under the 'Investor relations' section.
- iii. Modified opinion(s) in Audit Report :** The Auditors have raised no qualifications on the financial statements of the Company.
- iv. Separate posts of Chairman and CEO :** Shri Mayank Jain was appointed as Chairman of the Company. There is no CEO in the Company.
- v. Reporting of Internal Auditors :** The Internal Auditor reports directly to the Audit Committee based on the inputs provided by the Management on their observations if any on a quarterly basis.
- j) Disclosure of compliance of regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46**

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- 11. CODE OF CONDUCT :** The Board has formulated a code of conduct for the Board members and senior management of the Company. The same has also been posted on the website of the Company. All Board members and senior management personnel have affirmed their compliance with the code.

Declaration on compliance with code of conduct by the Managing Director : The Board has formulated a code of conduct for the Board members and senior management of the Company, which has been posted on the website of the Company – www.peeceecosma.com.

It is hereby affirmed that all the Directors and Senior Management personnel have complied with the code of conduct framed by the Company and confirmation to that effect has been obtained from the Directors and Senior Management.

Sd/
Ankur Jain
Managing Director

Compliance certificate from either the auditors or practicing company secretaries regarding compliance of conditions of corporate governance:

The Certificate from the Secretarial Auditors of the Company regarding compliance with conditions of corporate governance is annexed with this Report and forms an integral part of the Annual Report.



PEE CEE COSMA SOPE LIMITED

REPORT ON CORPORATE GOVERNANCE

DISCLOSURE REGARDING APPOINTMENT & RE-APPOINTMENT OF DIRECTORS IN THE ENSUING AGM
(Pursuant to 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015
Brief particulars of Directors who are appointed/re-appointed in this AGM are as follows :

Particulars	Shri. Ankur Jain	Shri Nirbhay Mishra	Smt Aanchal Jain
DIN	00172356	00302769	05348101
Father's Name	Late Shri. Pramod Kumar Jain	Shri. Surendra Kishore Mishra	Shri Arun Gupta
Date of Birth	30/09/1979	24/02/1969	02/05/1979
Age	45 years	55 years	45 years
Address	42, Surya Nagar Agra-282002	21/304, East end Appts. Mayur Vihar Phase-1 Extn, Delhi-110096	192, Jaipur House Agra-282010
Designation	Managing Director	Independent Director, Non –Executive	Independent Director, Non –Executive
Education Qualification	MBA	MBA,CFA	C.S
Experience	More than 20 years	More than 28 years	More than 20 years
Date of first appointment on the Board	30.08.2019	w.e.f 14th November,2024	w.e.f 25th March 2025
Terms & Conditions of appointment	As per salary agreement	For a period of Five years	For a period of 5 years
Remuneration last drawn	280,000	N.A	N.A
Remuneration sought to be paid	As per salary agreement	N.A	N.A
Other Companies in which holds Directorship*	1.Surajbhan Agencies Limited 2. Udhav Builders Private Limited 3.Shree Riddhi Siddhi Realtech Pvt. Ltd. 4.Shree Riddhi Siddhi Edutech Pvt. Ltd. 5.Shree Riddhi Siddhi Buildwell Ltd.	1. Blueblood Ventures Limited 2. Ashoka Highways(Durg) Limited 3. GVR Ashoka Chennai ORR Ltd. 4. Ashoka Mudhol Nipani Roads Ltd. 5. Ashoka Highways (Bhandara) Ltd. 6. Playnlive Sports Welfare Association 7. Auxesia Advisors Private Limited 8. Jaora-Nayagaon Toll Road Company Private Limited 9. Careplus Systems Private Limited	1. Magnum Ventures Ltd
Companies in which holds membership of committees*	NIL	1.Ashoka Mudhol Nipani Roads Limited-Audit Committee Nomination and Remuneration Committee, CSR Committee 2. Ashoka Highways (Bhandara) Limited-Audit Committee, Nomination and Remuneration Committee 3. GVR Ashoka Chennai ORR Limited- CSR Committee 4. Ashoka Highways (Durg) Limited- Audit Committee, Nomination and Remuneration Committee	1. Magnum Ventures Ltd Audit Committee and Nomination and Remuneration Committee
Shareholding in the Company (No. & %)	211925(8.01%)	Nil	Nil
Relationship with other Directors, Managers & Key Managerial Personnel	Nil	Nil	Nil
Number of the Board meeting attended during the year	5	Nil	Nil

*excludes Directorships in Associations, Foreign and Section 8 Companies.



PEE CEE COSMA SOPE LIMITED

REPORT ON CORPORATE GOVERNANCE

Certification by the Managing Director and Chief Financial Officer (CFO) (Pursuant to Regulation 17(8) read with Part B of schedule II of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

We, Ankur Jain, Managing Director and Brij Mohan Verma, Chief Financial Officer, responsible for the finance function certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March 2024 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 statements 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 violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they 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 they 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 internal control over financial reporting during the year;
- (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Date : 13.08.2024
Place: Agra

For Pee Cee Cosma Sope Limited
Brij Mohan Verma Ankur Jain
Chief Financial Officer Managing Director

CERTIFICATE OF CORPORATE GOVERNANCE (Pursuant to Clause E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of

Pee Cee Cosma Sope Limited

Regd. Office: Hall H-1-H2, First Floor, Padam Plaza Plot No.5,
Sector 16B, Awas Vikas Sikandra Yojna, Agra-282 007 Uttar Pradesh.

We have examined the compliance of conditions of Corporate Governance by Pee Cee Cosma Sope Limited having its Registered Office situated at Hall H1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra-282 007, Uttar Pradesh for the financial year ended 31st March, 2024, as stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examinations have been limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the Listing Regulations. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management of the Company, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of the Listing Regulations.

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

Date: 13.08.2023
Place: Delhi

For R & D
Company Secretaries
Debabrata Deb Nath
Partner
FCS No.: 7775; CP No.: 8612
UDIN: F007775F000960067
Peer Review Certificate No.1403/2021
Unique Identification No. P2005DE011200



PEE CEE COSMA SOPE LIMITED

REPORT ON CORPORATE GOVERNANCE

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Members of

Pee Cee Cosma Sope Limited

Regd. Office: Hall H1-H2, First Floor, Padam Plaza Plot No.5,

Sector 16B, Awas Vikas Sikandra Yojna,

Agra-282 007 Uttar Pradesh

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Pee Cee Cosma Sope Limited having CIN L 24241 UP 1986 PLC 008344 and having registered office at "Hall H-1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra-282 007 Uttar Pradesh (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	DIN	Name of Director	Date of Appointment in Company
1.	00112947	Mayank Jain	30.08.2019
2.	00172356	Ankur Jain	30.08.2019
3.	05343684	Ankit Jain	20.10.2020
4.	00172406	Nemi Chandra Jain*	27.07.2005
5.	01768123	Kshitiz Agarwal	01.09.2023
6.	00283431	Anil Gupta	14.11.2014
7.	07101475	Babita Agarwal	25.03.2015

*Ceased to be Director w.e.f. the end of business hours on 31st March, 2024.

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

For R & D
Company Secretaries
Debabrata Deb Nath
Partner

FCS No.: 7775; CP No. : 8612

UDIN:F007775F000960045

Peer Review Certificate No.1403/2021

Unique Identification No. P2005DE011200

Date: 13.08.2023

Place: Delhi



PEE CEE COSMA SOPE LIMITED

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Pee Cee Cosma Sope Limited

Report on the Audit of the Financial Statements

Opinion : We have audited the accompanying Financial Statements of Pee Cee Cosma Sope Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended, and Notes to Financial Statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies Rules, 2015, as amended and accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, and the profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

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

Key Audit Matters : Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Financial Statements and Auditor's Report Thereon : The Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Company's annual report but does not include the financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this Auditor's Report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements : The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principal generally accepted in India including Ind AS specified under section 133 of Act. 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.

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

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

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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding



PEE CEE COSMA SOPE LIMITED

INDEPENDENT AUDITOR'S REPORT

independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2.(A) 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 except for the matters stated in the paragraph 2B9f0 below on reporting under rule 119g) of the Companies (Audit and Auditors) Rules, 2014.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31st March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014
 - g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company has disclosed the impact of pending litigations as at 31st March, 2024 on its financial position in its financial statements – Refer Note 39 to the financial statements.
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31st March, 2024.
 - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - d. (i) The Management has represented that, to the best of its knowledge and belief, as disclosed to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities

premium or any other sources or kind of funds) by the Company to or in any other person or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (ii) The Management has represented, that, to the best of its knowledge and belief, as disclosed to the financial statements no funds have been received by the Company from any person or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) contain any material misstatement.
- e. (i) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
 - (ii) No interim dividend was declared or paid during the year by the Company.
 - (iii) As stated in Note No.49 to the financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.
- f. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023. Based on our examination which included test checks, except for the instances mentioned below, the company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:
 - i. The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software's used for maintaining the books of account relating to payroll, property plant & equipment, and certain non-editable fields/tables of the accounting software used for maintaining general ledger.
Further, where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tempered with.
- C. As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

**For Doogar & Associates
Chartered Accountants
(Firm Reg No-000561N)**

**Place: Agra
Dated: 28th May 2024**

**(CA Udit Bansal)
Partner
Membership number: 401642
UDIN: 24401642BKDAOA5914**



PEE CEE COSMA SOPE LIMITED

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under the heading “Report on other Legal and Regulatory Requirements” section of our report to the members of Pee Cee Cosma Sope Limited of even date)

- i.) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
- (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - (B) The Company has maintained proper records showing full particulars of intangible assets.
 - (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) The title deeds of all the immovable properties held by the Company are held in the name of the Company (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment as at the balance sheet date.
 - (d) According to the information and explanation given to us and based on our examination of records, the Company has not revalued any of its Property, Plant and Equipment (including right- of-use assets) and Intangible assets during the year.
 - (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) The Company has a working capital limit in excess of Rs.5 crore sanctioned by banks based on the security of current assets. The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and such statements are in agreement with the books of account of the Company for the respective periods, except for the following:

Name of the Bank	Working Capital Limit Sanctioned (Rs. In lakhs)	Nature of current assets offered as security	Quarter Ended	Amount disclosed as per return (Rs. In lakhs)	Amount as per books of accounts (Rs. In lakhs)	Difference (Rs. In lakhs)	Remarks/reason if any
Axis Bank	800.00	Pari pasu charge on current assets	June 2023	1442.78	1447.24	(4.56)	Variance is due to submissions being made on pro-Visional basis
Axis Bank	800.00	Pari pasu charge on current assets	September 2023	1508.06	1494.71	13.35	Variance is due to submissions being made on pro-Visional basis
Axis Bank	800.00	Pari pasu charge on current assets	December 2023	1374.14	1373.90	0.24	Variance is due to submissions being made on pro-Visional basis
Axis Bank	800.00	Pari pasu charge on current assets	March 2024	1374.72	1374.72	Nil	N.A.

- iii. During the year the Company has granted loans to Companies as per details given below:



PEE CEE COSMA SOPE LIMITED

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

Particulars	Loans (Amount in Rs. Lakhs)
Aggregate amount provided during the year:	
– Others	100.00
Balance outstanding as at balance sheet date in respect of above cases :	
– Companies	526.45
– Others	54.09
Total	580.54

During the year the Company has not provided any guarantee or given any security or granted advances in the nature of loans to firms, limited liability partnerships or any other parties.

- b) In our opinion, and according to the information and explanations given to us, the investments made, guarantees provided and terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are, prima facie not prejudicial to the interest of the Company.
 - (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation.
 - (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
 - (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
 - (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of loans and investments made and guarantees and security provided by it, as

applicable. Further, the Company has not entered into any transaction covered under section 185 of the Act.

- v. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been considered as deemed deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- vi. According to the information and explanations given to us, the cost records have been maintained by the company pursuant to section 148 (1) of the Companies Act 2013 and are of the opinion that, prima facie, the prescribed cost records have been made and maintained, however, we have not made a detailed examination of such cost records..
- vii. (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues referred in sub clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following :

Name of Statute	Nature of the dues (Rs)	Forum where dispute is pending	Period to which the amount Relates	Amount (in Lakhs)
ESI Act	ESI (2004-05)	Civil Court, Agra	2004-05	1.05
M.P Land Revenue Act, 1959	Land Conversion Charges	Court of Collector, Bhind (M.P.)	1999-2000	14.03



PEE CEE COSMA SOPE LIMITED

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

- viii. According to the information and explanations given to us and the records of the Company examined by us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961, as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including confirmations received from banks and representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short-term basis have not been utilized for long-term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. However company has no subsidiaries, associates or joint ventures.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, associates or joint ventures. However company has no subsidiaries, associates or joint ventures.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the period covered by our audit.
- (b) During the year, no report under section 143(12) of the Companies Act, 2013 has been filed by cost auditor, secretarial auditor or by us in form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistleblower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clauses 3(xii) (a), (b) and (c) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.



PEE CEE COSMA SOPE LIMITED

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
(b) We have considered the internal audit reports for the year under audit, issued to the Company till date for the period under audit, in determining the nature, timing and extent of our audit procedures.
- 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 non-cash transactions with directors or persons connected with its directors. Hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Accordingly reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.
(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
(d) There is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of statutory auditors during the year and accordingly requirement to report on clause 3(xviii) of the Order is not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. There are no unspent amounts towards Corporate Social Responsibility (CSR). Accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.

**For Doogar & Associates
Chartered Accountants
(Firm Reg No-000561N)**

**Place: Agra
Dated: 28th May 2024**

**(CA Udit Bansal)
Partner
Membership number: 401642
UDIN: 24401642BKDAOA5914**



PEE CEE COSMA SOPE LIMITED

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to the paragraph 2 (f) under “Report on other Legal and Regulatory Requirements” section of our report to the Members of Pee Cee Cosma Sope Limited of even date)

Report on the Internal Financial Controls over Financial Reporting 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 Pee Cee Cosma Sope Limited (“the Company”) as of 31st March 2024 in conjunction with our audit of 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 ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under Act.

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, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit

opinion on the Company’s internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls with reference to Financial Statements : A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of Management and directors of the company and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements : 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2024, 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 ICAI

**For Doogar & Associates
Chartered Accountants
(Firm Reg No-000561N)**

**Place: Agra
Dated: 28th May 2024**

**(CA Udit Bansal)
Partner
Membership number: 401642
UDIN: 24401642BKDAOA5914**



PEE CEE COSMA SOPE LIMITED

BALANCE SHEET AS AT 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

PARTICULARS	Note No.	As at March 31, 2024	As at March 31, 2023
ASSETS			
1 Non Current Assets			
(a) Property, Plant and Equipment	2	1,412.50	1,459.24
(b) Other Intangible Assets	2	0.20	0.32
(c) Capital Work in Progress	2	18.53	19.96
(d) Right of Use Asset	2	46.88	54.19
(e) Investment Property	3	309.34	307.42
(f) Financial Assets			
(i) Loans	4	580.54	514.07
(ii) Other Financial Assets	5	3.76	31.90
(g) Deferred Tax Assets (net)	6	46.22	43.47
(h) Other Non-Current Assets	7	485.36	578.16
Total Non Current Assets		2,903.33	3,008.73
2 Current Assets			
(a) Inventories	8	1,374.72	1,508.79
(b) Financial Assets			
(i) Current Investment	9	431.38	-
(ii) Trade Receivables	10	36.67	67.78
(iii) Cash and Cash Equivalents	11	8.63	9.22
(iv) Bank Balances other than (ii) above	12	19.34	23.19
(v) Other Financial Assets	13	0.08	0.07
(c) Other Current assets	14	56.11	57.27
Total Current Assets		1,926.93	1,666.32
TOTAL ASSETS		4,830.26	4,675.05
1 EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	15	264.63	264.63
(b) Other Equity	16	3,763.84	2,772.40
Total Equity		4,028.47	3,037.03
Liabilities			
2 Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	0.00	491.90
(ii) Lease Liabilities	18	49.18	54.86
(iii) Other Financial Liabilities	19	22.50	22.40
(b) Provisions	20	21.21	18.94
Total Non-Current Liabilities		92.89	588.10



PEE CEE COSMA SOPE LIMITED

BALANCE SHEET AS AT 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

PARTICULARS	Note No.	As at March 31, 2024	As at March 31, 2023
3. Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	96.63	516.32
(ii) Lease Liabilities	22	5.67	4.49
(iii) Trade Payables	23		
(a) total outstanding dues of micro enterprises and small enterprises		96.23	52.78
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		187.70	80.16
(iv) Other Financial Liabilities	24	118.56	117.75
(b) Other Current Liabilities	25	163.21	265.59
(c) Provisions	26	1.07	0.79
(d) Current Tax Liabilities (net)	27	39.83	12.04
Total- Current Liabilities		708.90	1,049.92
TOTAL LIABILITIES		4,830.26	4,675.05
Basis of Preparation, Measurement & Material Accounting Policies	1.1		
Notes to Balance Sheet and Statement of Profit & Loss	1 - 52		

The notes referred to above form an integral part of financial statements.

As per our audit report of even date attached

For **Doogar & Associates**

Chartered Accountants

(Firm Registration No. 000561N)

CA Udit Bansal

(Partner)

Membership No. 401642

For and on Behalf of the Board

(Mayank Jain) Executive Chairman DIN No. : 00112947

(Ankur Jain) Managing Director DIN No. : 00172356

(Ankit Jain) Whole Time Director DIN No. : 05343684

(Kshitiz Agarwal) Director DIN No. : 01768123

(B.M. Verma) Chief Financial Officer

(Nidhi Agarwal) Company Secretary FCS No. 5388

Place : Agra

Dated: 28th May 2024



PEE CEE COSMA SOPE LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)				
	PARTICULARS	Note	Year Ended March 31, 2024	Year Ended March 31, 2023
I	INCOME			
1	Revenue from Operations	28	13,364.31	12,451.67
2	Other Income	29	60.34	53.39
	Total Income		13,424.65	12,505.06
II	EXPENSES			
1	Cost of Materials Consumed	30	9,029.63	9,710.03
2	Changes in Inventories of Finished goods & Process goods	31	62.17	(239.09)
3	Employee Benefit Expenses	32	1,060.39	981.98
4	Finance Costs	33	29.97	87.57
5	Depreciation & Amortization Expenses	34	160.35	151.04
6	Other Expenses	35	1,676.68	1,480.26
	Total Expenses		12,019.19	12,171.79
III	PROFIT BEFORE TAX		1,405.46	333.27
IV	Tax Expense	36		
i.	Current Tax		363.38	89.87
ii.	Tax adjustment for earlier years (net)		0.46	4.25
iii.	Deferred Tax		(2.75)	(9.47)
V	Total Tax Expense		361.09	84.65
VI	PROFIT FOR THE YEAR		1,044.37	248.62
VII	Other Comprehensive Income			
	Items that will not be reclassified to statement of profit and loss			
	Remeasurement of Defined Benefit Plans		-	-
	Tax impacts on above		-	-
	Total Other Comprehensive Income/(loss)		-	-
VIII	Total comprehensive Income for the year		1,044.37	248.62
IX	EARNINGS PER EQUITY SHARE			
	(Nominal value of share Rs. 10/- each)	37		
	Basic Earnings Per Share (in Rs.)		39.50	9.40
	Diluted Earnings Per Share (in Rs.)		39.50	9.40
	Basis of Preparation, Measurement and Material Accounting Policies	1.1		
	Notes to Balance Sheet & Statement of Profit & Loss	1-52		
The notes referred to above form an integral part of financial statements.				
As per our audit report of even date attached				
For Doogar & Associates		For and on Behalf of the Board		
Chartered Accountants				
(Firm Registration No. 000561N)				
CA Udit Bansal		(Mayank Jain)	Executive Chairman	DIN No. : 00112947
(Partner)		(Ankur Jain)	Managing Director	DIN No. : 00172356
Membership No. 401642		(Ankit Jain)	Whole Time Director	DIN No. : 05343684
		(Kshitiz Agarwal)	Director	DIN No. : 01768123
		(B.M. Verma)	Chief Financial Officer	
		(Nidhi Agarwal)	Company Secretary	FCS No. 5388
Place : Agra				
Dated: 28th May 2024				



PEE CEE COSMA SOPE LIMITED

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2024

(Amount in ₹ Lakh unless otherwise stated)

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before tax and exceptional items	1,405.46	333.27
Adjusted for		
Depreciation and amortisation	160.35	151.04
(Profit)/Loss on Sale of Fixed Assets	(0.13)	-
Interest Income	(2.47)	(0.83)
Interest & Finance Charges	28.44	85.77
IND AS and Other Adjustments	4.51	9.01
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	1,596.16	578.26
ADJUSTMENTS FOR WORKING CAPITAL CHANGES:		
Decrease/(Increase) in Trade Receivables	31.10	(18.88)
Decrease/(Increase) in Inventories	134.07	(317.16)
Decrease/(Increase) in Other Financial Assets	(38.35)	230.34
Decrease/(Increase) in Other Non Current Assets	90.05	(37.55)
Decrease/(Increase) in Other Current Assets	(430.22)	12.86
Decrease/(Increase) in Other Bank Balances	3.85	(0.35)
Increase/(Decrease) in Trade Payables	150.99	(49.26)
Increase/(Decrease) in Provisions	2.55	2.34
Increase/(Decrease) in Other non current financial liabilities	(497.48)	(98.59)
Increase/(Decrease) in Other financial liabilities	0.80	8.49
Increase/(Decrease) in Other current liabilities	(73.40)	112.70
CASH GENERATED FROM OPERATING ACTIVITIES:	970.14	423.22
Direct Taxes Paid (Net)	(361.09)	(84.65)
NET CASH FROM OPERATING ACTIVITIES	609.05	338.57
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Sales of Property, Plant and Equipment	0.13	-
Purchase of Property, Plant and Equipment	(104.75)	(93.69)
Addition in Investment in Property	(1.92)	-
Interest Income	2.47	0.83
NET CASH USED IN INVESTING ACTIVITIES	(104.07)	(92.86)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Interest & Finance Charges paid	(28.44)	(85.77)
Proceeds/(Repayment) of Current Borrowings	(419.69)	(250.14)
Dividend Paid	(52.93)	(26.46)
Repayment of Lease Liabilities and Interest thereon	(4.51)	(9.01)
NET CASH USED IN FINANCING ACTIVITIES	(505.57)	(371.39)
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(0.59)	(125.68)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	9.22	134.91
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	8.63	9.22



PEE CEE COSMA SOPE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

Components of Cash and Cash Equivalents

Balance with Banks in Current Account	2.22	3.12
Cash on Hand	6.40	6.09
Stamp on Hand	0.01	0.01
Cash and Cash Equivalents at the end of the year	8.63	9.22

Notes

As at 31.03.2024 As at 31.03.2023

a) 'RECONCILIATION STATEMENT OF CASH & BANK BALANCES

Cash and cash equivalents at the end of the year as per above	8.63	9.22
Add : Balances with Banks in dividend/unclaimed dividend accounts	19.14	22.99
Add : Deposit with original maturity of more than three months but less than twelve months	0.20	0.20
Cash and bank balance as per balance sheet (refer note 11 & 12)	27.97	32.41

b) 'DISCLOSURE AS REQUIRED BY IND AS 7

Reconciliation of liabilities arising from financing activities

31st March, 2024	Opening Balance	Cash Flows	Non Cash Changes	Closing Balances
Non Current Secured Borrowings	491.90	(491.90)	-	0.00
Current Secured Borrowings	516.32	(419.69)	-	96.63
Total	1,008.22	(911.59)	-	96.63
31st March, 2023	Opening Balance	Cash Flows	Non Cash Changes	Closing Balances
Non Current Secured Borrowings	-	491.90	-	491.90
Current Secured Borrowings	766.47	(250.14)	-	516.32
Total	766.47	241.76	-	1,008.22

c) The Cash Flow Statement has been prepared under the Indirect Method as set out in Indian Accounting Standard (Ind AS-7) Statement of Cash Flows

As per our audit report of even date attached

For **Doogar & Associates**

Chartered Accountants

(Firm Registration No. 000561N)

CA Udit Bansal

(Partner)

Membership No. 401642

For and on Behalf of the Board

(Mayank Jain) Executive Chairman DIN No. : 00112947

(Ankur Jain) Managing Director DIN No. : 00172356

(Ankit Jain) Whole Time Director DIN No. : 05343684

(Kshitiz Agarwal) Director DIN No. : 01768123

(B.M. Verma) Chief Financial Officer

(Nidhi Agarwal) Company Secretary FCS No. 5388

Place : Agra

Dated: 28th May 2024



PEE CEE COSMA SOPE LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2024

A Equity Share Capital		Number	Amount (In Lacs)
Equity Shares of Rs 10 per share issued, subscribed and fully paid up			
As at 1st April 2022		2,646,250	264.63
Changes in Equity share capital due to prior period errors		-	-
Changes in Equity share capital during the year		-	-
As at 31st March 2023		2,646,250	264.63
As at 1st April 2023		2,646,250	264.63
Changes in Equity share capital due to prior period errors		-	-
Changes in Equity share capital during the year		-	-
As at 31st March 2024		2,646,250	264.63

B. Other Equity Particulars	Reserve and Surplus				Other Comprehensive		Total Other Equity
	Capital Reserve	General Reserve	Capital Redemption Reserve	Retained Earnings	Reimeasurement (Losses)/Gain on defined benefit Plan	Total Other Compre- hensive Income	
Balance as at 01.04.2022	23.03	285.53	723.13	1516.43	2.12	2.12	2550.24
Profit for the year	0.00	0.00	0.00	248.62	0.00	0.00	248.62
Dividend	0.00	0.00	0.00	(26.46)	0.00	0.00	(26.46)
Balance as at 31.03.2023	23.03	285.53	723.13	1738.59	2.12	2.12	2772.40
Balance as at 01.04.2023	23.03	285.53	723.13	1738.59	2.12	2.12	2772.40
Profit for the year	0.00	0.00	0.00	1044.37	0.00	0.00	1044.37
Other comprehensive income/(loss)	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dividend	0.00	0.00	0.00	(52.93)	0.00	0.00	(52.93)
Balance as at 31.03.2024	23.03	285.53	723.13	2730.03	2.12	2.12	3763.84

The Notes referred to above form an integral part of the Financial Statements

As per our audit report of even date attached

For **Doogar & Associates**

Chartered Accountants

(Firm Registration No. 000561N)

CA Udit Bansal

(Partner)

Membership No. 401642

For and on Behalf of the Board

(Mayank Jain) Executive Chairman DIN No. : 00112947

(Ankur Jain) Managing Director DIN No. : 00172356

(Ankit Jain) Whole Time Director DIN No. : 05343684

(Kshitiz Agarwal) Director DIN No. : 01768123

(B.M. Verma) Chief Financial Officer

(Nidhi Agarwal) Company Secretary FCS No. 5388

Place : Agra

Dated: 28th May 2024



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Note-1 :

CORPORATE AND GENERAL INFORMATION : Pee Cee Cosma Sope Limited ("the Company") is domiciled and incorporated in India and its equity shares are listed at Bombay Stock Exchange(BSE). The registered office of the Company is situated at Padamplaza, Hall No.H1-H2, First Floor, Plot No.5, Sector-16B,Awas Vikas Sikandra Yojna, Agra-282007 (U.P.). The Company is engaged in the business of Manufacturing of Laundry Soap, Detergent Powder and Cake operating in State of Uttar Pradesh, Rajasthan and Madhya Pradesh. The financial statements of the company for the year ended 31st March 2024 were approved and authorized for issue by board of directors in their meeting held on 28th day of May, 2024

1.1 BASIS OF PREPARATION

STATEMENT OF COMPLIANCE : The financial statements of the Company have been prepared to comply in all material respects with the Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules as amended from time to time notified under the Companies (Accounting Standards) Rules, 2015. The financial statements have been prepared under the historical cost convention with the exception of certain financial assets and liabilities and share based payments which have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013, (as amended from time to time) and Presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time.

The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years.

The company's functional currency and presentation currency is Indian Rupees (INR). All amounts disclosed in the financial statements and notes are in lacs except otherwise indicated.

Classification of Assets and Liabilities into current and Non-Current : The Company presents its assets and liabilities in the Balance Sheet based on current/ non-current classification.

As asset is treated as current when it is :

- a) expected to be realised or intended to be sold or consumed in normal operating cycle;
- b) held primarily for the purpose of trading;
- c) expected to be realised within twelve months after the reporting period; or
- d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when :

- a) it is expected to be settled in normal operating cycle;
- b) it is held primarily for the purpose of trading;
- c) it is due to be settled within twelve months after the reporting period; or
- d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the company has ascertained its operating cycle being a period within twelve months for the purpose of current and non-current classification of assets and liabilities.

Material Accounting Policies

1. Property, plant and equipment

- (i) Freehold land is carried at historical cost. All other Property, plant and equipment are stated at their cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment loss, if any, and the company uses cost model as per Ind AS-16. The cost of Tangible assets comprises its purchase price, borrowing cost, any other cost directly attributable to bringing the assets into present location and



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

condition necessary for it to be capable of operating in the manner intended by the Management, initial estimation of any de-commissioning obligations and finance cost.

- (ii) **Depreciation** : Depreciation on Fixed Assets is provided on Written Down Value Method over their useful lives and in the manner specified in Schedule II of the Companies Act, 2013. Property, Plant & Equipment which are added/disposed off during the year the depreciation is provided on pro rata basis with reference to month of addition/deletion. Leasehold assets is amortised over the period of lease.

The useful life of major components of Property, Plant and Equipment is as follows :-

Assets Category	Estimated useful life (in years)	Estimated useful life as per schedule II to the Companies Act, 2013 (in years)
Factory Building	30	30
Buildings (Other than factory buildings)	60	60
Plant and Equipments	15	15
Furniture and Fixtures	10	10
Office Equipments	5	5
Computer	3	3
Vehicles	8	8

- (iii) **Component Accounting** : When significant parts of property, plant and equipment are required to be replaced at intervals, the Company derecognizes the replaced part, and recognizes the new part with its own associated useful life and it is depreciated accordingly. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

- (iv) Expenditure during construction/erection period is included under Capital Work-in-Progress and is allocated to the respective fixed assets on completion of construction/ erection.

- (v) Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of Property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognized in Statement of Profit and Loss in the year of occurrence.

- (vi) The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

- (vii) Capital work in progress includes cost of property, plant and equipment which are not ready for their intended use.

2. Intangible assets :

- (i) **Intangibles assets** are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably. Intangible Assets are stated at cost which includes any directly attributable expenditure on making the asset ready for its intended use. Intangible assets with finite useful lives are capitalized at cost and amortized on a straight-line basis over a period of 5 years.

- (ii) **Software:-** Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit and loss in the period in which the expenditure is incurred.

The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. Intangibles assets with indefinite useful lives (like goodwill, brands), if any are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite life is made on prospective basis.



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

3. Investment Properties :

Investment properties are properties held either to earn rental income or capital appreciation or for both but not for sale in the ordinary course of business, use in production or supply of goods or services or for other administrative purposes. Investment properties are initially measured at cost including transaction cost. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation or impairment loss if any. Depreciation on investment properties are provided over the estimated useful life and is not different than useful life as mentioned in schedule II of the Companies Act 2013. The investment property of the company consists of land/plot therefore not depreciated.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the assets is recognised in profit or loss in the period of derecognised.

Though the company measures investment properties using cost based measurement, the fair value of investment properties is disclosed in the notes. Fair value are determined by using circle rates of the concerned registration authority.

4. Inventories :

Raw materials, Packing material, Stores and spares are valued at lower of cost (on a first in first out basis) and net realisable value.

Stock in process is valued at lower of cost (on a first in first out basis) and net realisable value.

Finished goods are valued at cost (on a first in first out basis) or net realisable value whichever is lower. Cost for this purpose include direct materials, direct labour utilities, variable direct costs and manufacturing overheads, based on the normal operating capacity and depreciation.

5. Cash and cash equivalents :

a) **Cash and cash equivalents are financial assets.** Cash and cash equivalents consist of cash and short-term highly liquid investments that are readily convertible to cash with original maturities of three months or less at the time of purchase and are carried at cost plus accrued interest.

For the purpose of the statement of Cash Flows, cash and cash equivalents consist of cash and short term deposits as defined above, net of outstanding bank overdrafts as they are considered as an integral part of the Company's cash management.

b) **Cash Flow Statement :** Cash Flow are reported using indirect method, whereby profit for the year is adjusted for effects of transactions of non cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing, and financing activities of the company are segregated.

c) **Bank Balances Other than above :** Dividend Escrow account balance, deposit with bank as margin money for guarantees issued by bank, deposits kept as security deposit for statutory authorities are accounted as bank balance other than cash and cash equivalent.

6. Financial instruments :

A financial instrument is any contract that at the same time gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments are recognized as soon as the company becomes a contracting party to the financial instrument. In cases where trade date and settlement date do not coincide, for non-derivative financial instruments the settlement date is used for initial recognition or derecognition, while for derivatives the trade date is used. Financial instruments stated as financial assets or financial liabilities are generally not offset; they are only offset when a legal right to set-off exists at that time and settlement on a net basis is intended.

7. Financial assets :

Financial assets include trade receivable, cash and cash equivalents, equity / debt instruments held. Initially all financial assets are recognised at amortised cost or fair value through Other Comprehensive Income or fair value through Statement of Profit or Loss, depending on its business model for those financial assets and their contractual cash flow characteristics. Subsequently, based on initial recognition/ classification, where assets are measured at fair value, gain and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).



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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(a) **Trade receivables** : Trade receivables are recognised initially at fair value and subsequently measured at amortized cost less credit loss/impairment allowances.

Receivables that do not bear interest or bear below market interest rates and have an expected term of more than one year are discounted with the discount subsequently amortized to interest income over the term of the receivable.

Impairment is made on the expected credit loss model, which are the present value of the cash deficits over the expected life of receivables. The estimated impairment losses are recognised in the Statement of Profit and Loss. Subsequent changes in assessment of impairment are recognized in the Statement of Profit and Loss as changes in estimates.

The company makes provision for expected credit loss against trade receivables based on the simplified approach (i.e. the loss allowance is measured as the amount equal to lifetime expected credit losses).

(b) **Loans & other financial assets** : Loans and other financial assets are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and other financial assets are measured at amortized cost using the effective interest method, less any impairment losses.

8. Financial Liabilities :

Financial liabilities such as loans and borrowings and other payables are recognized initially on the trade date, which is the date that the Company becomes a party to the contractual terms of the instrument. Financial liabilities other than fair valued through profit and loss are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss. The Company derecognizes a financial liability when its contractual obligations are settled or cancelled or expired.

Financial liabilities at fair value through profit or loss :

It include financial liabilities held for trading and are designated such at initial recognition. Financial liabilities are held for trading if they are incurred for the purpose of repurchasing in near term and also include Derivatives that are not part of an effective hedge accounting in accordance with IND AS 109 , classified as "held for trading" and carried at fair value through profit or loss. Financial liabilities at fair value through profit or loss are measured at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

Financial liabilities measured at amortised cost :

Post recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method ("EIR"). Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the Statement of Profit and Loss.

Loans and Borrowings :

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the effective interest method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

Trade and other payables :

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. Trade accounts payable and other non-derivative financial liabilities are in general measured at amortized cost using the effective interest method. Finance charges, including premiums payable on redemption or settlement, are periodically accrued using the effective interest method and increase the liabilities' carrying amounts unless they have already been settled in the period in which they were incurred.

9. Impairment of non-financial assets :

At each reporting date, the company assesses whether there is any indication that a non-financial asset may be impaired. If any such indication exists, the recoverable amount of the non-financial asset is estimated in order to determine the extent of the impairment loss, if any. Recoverable amount is determined:



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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

- In the case of an individual asset, at the higher of the Fair Value less cost to sell and the value in use: and
- In the case of cash generating unit (a group of assets that generates identified, independent cash flows) at the higher of cash generating unit's fair value less cost to sell and the value in use.

Where it is not possible to estimate the recoverable amount of an individual non-financial asset, the company estimates the recoverable amount of the smallest cash generating unit to which the non-financial asset belongs. The recoverable amount is the higher of an asset's or cash generating unit's fair value less costs of disposal and its value in use. If the recoverable amount of a non-financial asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount of the non-financial asset or cash generating unit is reduced to its recoverable amount. Impairment losses are recognized immediately in the statement of Profit and Loss. Where an impairment loss subsequently reverses, the carrying amount of the non-financial asset or cash generating unit is increased to the revised estimate of its recoverable amount. However, this increased amount cannot exceed the carrying amount that would have been determined had no impairment loss been recognized for that non-financial asset or cash generating unit in prior periods. A reversal of an impairment loss is recognized immediately in the statement of Profit and Loss.

10. Revenue recognition :

The company derives revenue from sale of manufactured goods and traded goods. In accordance with Ind AS 115, the company recognises revenue from sale of products and services at a time when performance obligation is satisfied and upon transfer of control of promised products or services to customer in an amount that reflects the consideration the company expects to receive in exchange for their products or services. The company disaggregates the revenue based on nature of products/Geography.

Interest Income : For all Financial instruments measured at amortised cost, interest income is recorded using effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income on unsecured loans are accounted for on accrual basis.

11. Employees Benefits :

(a) Short term employee Benefit :

All employees' benefits payable wholly within twelve months rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex-gratia are recognized during the period in which the employee renders related service.

(b) Defined Contribution Plan :

Contributions to the Employees' Provident Fund and Employee's State Insurance are recognized as Defined Contribution Plan and charged as expenses in the year in which the employees render the services.

(c) Defined Benefit Plan (Unfunded) :

The Leave Encashment and Gratuity are defined benefit plans. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out at each balance sheet date, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. Re-measurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not classified to the statement of profit and loss in subsequent periods. Past Service cost is recognised in the statement of profit and loss in the period of plan amendment. Net Interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The Company recognises the following changes in the net defined benefit obligation under employee benefit expenses in the statement of profit and loss.

- Service costs comprising current service costs, gains and losses on curtailments and non-routine Settlements.
- Net interest income or expense.

(d) Long term Employee Benefit :

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability at the present value of the defined benefit obligation at the balance sheet date.



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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(e) Termination benefits :

Termination benefits are recognised as an expense in the period in which they are incurred.

The Company shall recognise a liability and expense for termination benefits at the earlier of the following dates :

- (a) when the entity can no longer withdraw the offer of those benefits; and
- (b) when the entity recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of termination benefits.

12. Borrowing costs :

- (a) Borrowing costs that are specifically attributable to the acquisition, construction, or production of a qualifying asset are capitalised as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.
- (b) For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.
- (c) All other borrowing costs are recognised as expense in the period in which they are incurred.

13. Leases :

In accordance with IND AS 116, the Company recognizes right of use assets representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of right of use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payment made at or before commencement date less any lease incentive received plus any initial direct cost incurred and an estimate of cost to be incurred by lessee in dismantling and removing underlying asset or restoring the underlying asset or site on which it is located. The right of use asset is subsequently measured at cost less accumulated depreciation, accumulated impairment loss, if any, and adjusted for any remeasurement of lease liability. The right of use assets is depreciated using the straight line method from the commencement date over the shorter of lease term or useful life of right of use asset. The estimated useful lives of right of use assets are determined on the same basis as those of property, plant and equipment. Right of use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognized in statement of profit and loss. The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, the Company uses incremental borrowing rate.

The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modification or to reflect revised-in-substance fixed lease payments, the company recognizes amount of remeasurement of lease liability due to modification as an adjustment to right of use assets and statement of profit and loss depending upon the nature of modification. Where the carrying amount of right of use assets is reduced to zero and there is further reduction in measurement of lease liability, the Company recognizes any remaining amount of the remeasurement in statement of profit and loss.

The Company has elected not to apply the requirements of INDAS 116 to short term leases of all assets that have a lease term of twelve month or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense over lease term.

14. Government Grants :

Grants and subsidies from the Government are recognised when there is reasonable assurance that the grant / subsidy will be received and all attaching conditions are complied with. Government grants relating to income are determined and recognised in the Statement of Profit and Loss over the period necessary to match them with the cost that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are reduced from the cost of the assets.



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

15. Taxes on income :

Income Tax expenses comprise current tax expenses and the net change in the deferred tax asset or liabilities during the year. Current and Deferred tax are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

Current Tax : The Company provides current tax based on the provisions of the Income Tax Act, 1961 applicable to the Company.

Deferred Tax : Deferred tax is recognised using the Balance Sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or liability is settled, based on tax rates (and tax laws) that have been enacted or substantially enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

16. Provisions, Contingent liabilities, Contingent assets and Commitments :

(a) **General** : The Company recognizes provisions for liabilities and probable losses that have been incurred when it has a present legal or constructive obligation as a result of past events and it is probable that the Company will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a financing cost.

Contingent liability is disclosed in the case of :

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation :
- A present obligation arising from past events, when no reliable estimate is possible :
- A possible obligation arising from past events, unless the probability of outflow of resources is remote.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

Contingent assets are not recognised but are disclosed in financial statement when an inflow of economic benefit is probable.

(b) Other Litigation claims :

Provision for litigation related obligation represents liabilities that are expected to materialise in respect of matters in appeal.

17. Exceptional Items :

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company is such that its disclosure improves the understanding of the performance of the company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

18. Earnings per share :

Basic Earnings per share is calculated by dividing the profit from continuing operations and total profit, both attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. In case there are any dilutive securities during the period presented, the impact of same is given to arrive at diluted earning per share.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

19. Segment accounting :

The company's business falls within a primary business segment viz ." Manufacturing of Laundry Soap, Detergent Powder and Cake, which is the only segment .

20. Financial statement classification :

Certain line items on the balance sheet and the statement of profit and loss have been combined. These items are disclosed separately in the notes to the financial statements. Certain reclassifications have been made to the prior year presentation to confirm to that of the current year. In general the company classifies assets and liabilities as current when they are expected to be realised or settled with in twelve months after the balance sheet date

21. Fair value measurement :

The Company measures financial instruments such as derivatives and certain investments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either :

- In the principal market for the asset or liability.

Or

- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non- financial asset takes in to account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole;

- Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.



22. Use of judgements, estimates and assumptions

The preparation of the company's financial statements required management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment in the future periods in the carrying amount of assets or liabilities affected.

The following are the key assumptions concerning the future, and other other key sources of estimation uncertainty at the end of reporting period that may have significant risk of causing material adjustments to the carrying amounts of assets and liabilities with in :-

- a) **Useful life of property, plant and equipment and intangible assets** : The company has estimated useful life of the Property, Plant and Equipment as specified in Schedule II to Companies Act 2013. However, the actual useful life for individual equipments could turn out to be different, there could be technology changes, breakdown, unexpected failure leading to impairment or complete discard. Alternately, the equipment may continue to provide useful service well beyond the useful assumed.
- b) **Lease** : The Company evaluates if an arrangement qualifies to be a lease as per the requirements of IND AS 116. Identification of a lease requires significant judgement. The company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of lease, together with both periods covered by an option to extend the lease if the company is reasonably certain to exercise that option and periods covered by an option to terminate the lease if the company is reasonably certain not to exercise that option. In exercising whether the company is reasonably certain to exercise an option to extend a lease or to exercise an option to terminate the lease, it considers all relevant facts and circumstances that create an economic incentive for the company to exercise the option to extend the lease or to exercise the option to terminate the lease. The company revises lease term, if there is change in non-cancellable period of lease. The discount rate used is generally base on incremental borrowing rate.
- c) **Fair value measurement of financial instruments** : When the fair values of financial assets and financial liabilities cannot be measured based on quoted process in active market, the fair value is measured using valuation techniques including book value and discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not possible, a degree of judgement is required in establishing fair values.
- d) **Impairment of financial and non-financial assets** : The impairment provisions for the financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the input for the impairment calculations, based on Company's past history, existing market conditions, technology, economic developments as well as forward looking estimates at the end of each reporting period.
- e) **Taxes** : Taxes have been paid / provided, exemptions availed, allowances considered etc. are based on the extent laws and the company's interpretation of the same based on the legal advice received wherever required. These could differ in the view taken by the authorities, clarifications issued subsequently by the government and court, amendments to statues by the government etc.
- f) **Defined benefit plans** : The cost of defined benefit plans and other post-employment benefits plans and the present value of such obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future.
- g) **Provisions** : The Company makes provisions for leave encashment and gratuity, based on report received from the independent actuary. These valuation reports use complex valuation models using not only the inputs provided by the Company but also various other economic variables. Considerable judgement is involved in the process.
- h) **Contingencies** : A provision is recognised when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligations at the end of the reporting period. However, the actual liability could be considerably different.



PEE CEE COSMA SOPE LIMITED

(Amount in ₹ Lakh unless otherwise stated)

Note 2. PROPERTY, PLANT and EQUIPMENTS

Particulars	Lands (Lease-hold)	Land (Free-hold)	Buildings	Plant & Machinery	Furniture & Fixtures	Electric Fittings/ Appl.	Computers	Vehicles	Total Tangible	Soft wares	Total Intangible	Total
Gross Carrying Value as on 01.04.2022	7.44	318.76	1,124.05	896.81	136.84	88.31	37.30	259.94	2,869.45	4.01	4.01	2,873.46
Addition	-	-	50.28	208.17	17.07	6.38	0.65	-	282.55	-	-	282.55
Deletions	-	-	-	103.49	45.47	34.90	10.09	33.56	227.51	-	-	227.51
Gross Carrying Value as on 31.03.2023	7.44	318.76	1,174.33	1,001.50	108.45	59.78	27.85	226.39	2,924.49	4.01	4.01	2,928.50
Accumulated Depreciation as on 01.04.2022	1.07	-	504.96	662.99	54.79	54.30	32.04	189.08	1,499.24	3.42	3.42	1,502.66
Depreciation for the period	0.10	-	29.39	59.85	20.57	9.82	2.64	21.10	143.47	0.26	0.26	143.73
Deductions/Adjustments	-	-	-	59.56	43.21	33.05	9.73	31.90	177.46	-	-	177.46
Accumulated Depreciation as on 31.03.2023	1.17	-	534.34	663.28	32.14	31.07	24.95	176.29	1,465.25	3.69	3.69	1,468.94
Gross Carrying Value as on 01.04.2023	7.44	318.76	1,174.33	1,001.50	108.45	59.78	27.85	226.39	2,924.49	4.01	4.01	2,928.50
Addition	-	-	1.75	45.62	0.14	2.78	1.74	54.72	106.75	-	-	106.75
Deletions	-	-	-	2.87	-	-	-	1.17	4.04	-	-	4.04
Gross Carrying Value as on 31.03.2024	7.44	318.76	1,176.07	1,044.24	108.59	62.57	29.60	279.94	3,027.20	4.01	4.01	3,031.21
Accumulated Depreciation as on 01.04.2023	1.17	-	534.34	663.28	32.14	31.07	24.95	176.29	1,465.25	3.69	3.69	1,468.94
Depreciation for the period	0.10	-	42.27	63.49	19.70	8.91	1.86	16.60	152.93	0.12	0.12	153.05
Deductions/Adjustments	-	-	-	2.40	-	-	-	1.08	3.48	-	-	3.48
Accumulated Depreciation as on 31.03.2024	1.26	-	576.61	724.38	51.84	39.99	26.81	193.81	1,614.70	3.81	3.81	1,618.50
Net Carrying Value as on 31.03.2023	6.27	318.76	639.98	338.21	76.31	28.71	2.90	48.09	1,459.24	0.32	0.32	1,459.57
Net Carrying Value as on 31.03.2024	6.18	318.76	599.46	319.86	56.75	22.58	2.79	86.13	1,412.50	0.20	0.20	1,412.70



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)					
Particulars	As at March 31, 2024	As at March 31, 2023			
Capital Work in Progress	18.53	19.96			
Total	18.53	19.96			
(Amount in ₹ Lakh unless otherwise stated)					
Particulars	As at March 31, 2024	As at March 31, 2023			
Opening Balance	19.96	158.77			
Add: Additions during the year	18.53	19.96			
Less: Capitalized during the year	19.96	158.77			
Closing Balance	18.53	19.96			
(Amount in ₹ Lakh unless otherwise stated)					
Amount in Intangible Under Development for the period of					
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Capital Work in Progress	18.53	-	-	-	18.53
Total	18.53	-	-	-	18.53
(Amount in ₹ Lakh unless otherwise stated)					
Amount in Intangible Under Development for the period of					
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Capital Work in Progress	19.96	-	-	-	19.96
Total	19.96	-	-	-	19.96
(Amount in ₹ Lakh unless otherwise stated)					
Right of Use Asset					
Particulars	Building				
Gross Carrying Value as at 31.03.2022	65.76				
Additions during the year	-				
Disposal during the year	-				
Gross Carrying Value as at 31.03.2023	65.76				
Additions during the year	-				
Deductions/Adjustments	-				
Gross Carrying Value as at 31.03.2024	65.76				
Accumulated Depreciation as at 31.03.2022	4.26				
Amortisation for the period	7.31				
Deductions/Adjustments	-				
Accumulated Depreciation as on 31.03.2023	11.57				
Amortisation for the period	7.31				
Deductions/Adjustments	-				
Accumulated Depreciation as on 31.03.2024	18.88				
Carrying Value as on 31.03.2024	46.88				
Carrying Value as on 31.03.2023	54.19				



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
Note 3 : Investment Property (Valued at Cost)		
Developed Plots measuring 8101.65 sq. yard at village Machwa, Tehsil and District Jaipur (Rajasthan) in the Project of M/s Ansal Properties & Infrastructure Ltd., New Delhi		
Opening Balance	307.42	262.65
Additions	1.92	44.77
Deletions	-	-
Closing Balance	309.34	307.42
Total	309.34	307.42
Fair Value	533.61	508.19
Note 1. The investment properties consist of residential and group housing properties in India and have been categorised as investment properties based on nature of its usage. There have been no change in the valuation method adopted.		
Note 2. The fair value of Investment properties has been determined on the basis of available circle rates of the property of the concerned registration authority and has been categorised in level 3 fair value.		
Note 4 : Loans (Unsecured, considered good)		
Loan to Corporate & Others	580.54	514.07
Total	580.54	514.07

Name	Balance as at 01.04.2023	Amount Granted during the year	Interest Received (Net of TDS)	Amount Received back during the year	Balance as at 31.03.2024	Rate of Interest	Purpose
Bloomsbury Buildcon Pvt. Ltd.	-	50.00	3.87	-	53.87	9%	The amount has been advanced for the purpose of business of the borrower
B P Oil Mills Ltd.	55.25	-	4.05	5.25	54.05	9%	The amount has been advanced for the purpose of business of the borrower
Building Solutions (India) P.Ltd	85.76	-	6.17	11.93	80.00	8%	The amount has been advanced for the purpose of business of the borrower
Shanti Automart Pvt. Ltd.	24.12	50.00	5.00	4.12	75.00	9%	The amount has been advanced for the purpose of business of the borrower
Bhole Baba Constructions Pvt. Ltd.	193.03	-	15.64	-	208.67	9%	The amount has been advanced for the purpose of business of the borrower
Dass Cold Storage	105.10	-	4.85	55.10	54.85	9%	The amount has been advanced for the purpose of business of the borrower
Pvt. Ltd. D R Infra	50.81	-	4.09	0.81	54.09	9%	The amount has been advanced for the purpose of business of the borrower
Total	514.07	100.00	43.67	77.21	580.54		



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)		
Particulars	As at March 31, 2024	As at March 31, 2023
Note 5 : Other Non Current Financial Assets		
(Unsecured considered good unless otherwise stated)		
Bank Deposit with maturity more than twelve months*	1.44	1.44
Deposit/NSC held as security money with more than twelve months*	0.01	0.01
Interest Accrued on Deposits/NSC more than twelve months	0.05	0.05
Advance Tax/Tax deducted at source (Net of Provision for Tax)	2.27	30.40
Total	3.76	31.90
*Pledged with Sales Tax Department (Bank Deposits of Rs 0.20 Lakhs)		
Note 6 : Deferred Tax Assets (net)		
Property Plant & Equipment	39.24	35.44
Total	39.24	35.44
Employee Benefits	5.61	4.96
Deferred Tax Asset On Amortisation Of Lease Rent	1.84	1.84
Deferred Tax Asset On Account Of Interest on Lease Liabilities	1.14	1.23
Other items on account of IND AS Adjustments	(1.60)	-
Total	6.98	8.03
Net Deferred Tax Asset	46.22	43.47
The movement on the deferred tax account is as follows:		
At the beginning of the year	43.47	34.00
Credit/(Charge) to Profit & Loss Account	2.75	9.47
At the end of the year	46.22	43.47
Note 7 : Other Non Current Assets		
(Unsecured considered good unless otherwise stated)		
Security Deposit Paid	23.00	16.72
Capital Advance for Immovable Property*	460.00	558.00
Prepaid Expenses	2.36	3.44
Total	485.36	578.16
*Note - 7.1 Includes advance given to related party namely Pee Cee Realty Builders Private Limited - Rs 460.00 Lacs (March'23 - Rs 460.00 Lakh)		



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2022
Note 8 : Inventories (Valued at lower of cost and net realisable value)		
Raw Materials including Packing Materials	789.68	853.06
Stock in Process	50.56	75.26
Finished Goods	499.59	537.06
Stores & Spares and Other Materials	34.89	43.42
Total	1,374.72	1,508.79
Note 9 : Current Investment		
Other Investments- Quoted		
Investments measured at fair value through Statement of Profit and Loss		
Investment in Mutual Fund Units	431.38	-
Total	431.38	-
Aggregate amount of cost of quoted investments	425.00	-
Aggregate fair value of quoted investments measured through	431.38	-
Statement of Profit & Loss		
Note 10 : Trade Receivables		
Considered Good- Unsecured	36.67	67.78
Total	36.67	67.78
The concentration of credit risk is limited due to large & unrelated customer base.		

Ageing of Trade Receivable as at 31-03-2024

(Amount in ₹ Lakh unless otherwise stated)

31st March, 2024	Outstanding for following periods from date of Transactions					
	Less than 6 Months	6 Months to 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Trade Receivable - Billed						
Undisputed Trade receivables - considered good	36.67	-	-	-	-	36.67
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired						-
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
Total	36.67	-	-	-	-	36.67
Less: Provision for Bad & Doubtful Debts	-	-	-	-	-	-
Total Trade Receivable	36.67	-	-	-	-	36.67



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Ageing of Trade Receivable as at 31-03-2023 from the transaction date
(Amount in ₹ Lakh unless otherwise stated)

31st March, 2023	Outstanding for following periods from date of Transactions					
	Less than 6 Months	6 Months to 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Trade Receivable - Billed						
Undisputed Trade receivables - considered good	67.73	-	-	0.03	0.02	67.78
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired						-
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
Total	67.73	-	-	0.03	0.02	67.78
Less: Provision for Bad & Doubtful Debts	-	-	-	-	-	-
Total Trade Receivable	67.73	-	-	0.03	0.02	67.78

(Amount in ₹ Lakh unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
Note 11 : Cash & Cash Equivalents		
Balances with Banks :		
- In Current Account	2.22	3.12
Cash on Hand	6.40	6.09
Stamp on hand	0.01	0.01
Total	8.63	9.22
There are no repatriation restrictions with regard to cash & cash equivalents as at the end of reporting period and prior periods.		
Note 12 : Bank and Bank Balances other than Cash and Cash Equivalents		
Balances with Banks in Earmarked Accounts :		
-Unclaimed Dividend Account	19.14	22.99
Deposit with original maturity of more than 3 months but less than 12 months	0.20	0.20
Total	19.34	23.19
Note 13 : Other Current Financial Assets		
Interest accrued and due on Bank FDR's maturing with in twelve months	0.08	0.07
Total	0.08	0.07
Note 14 : Other Current Assets		
(Unsecured, considered good unless otherwise stated)		
Advance against goods, services & others	18.56	29.06
	18.56	29.06
Balance with Government/statutory authorities	28.41	19.05
Prepaid Expenses	9.14	9.16
Total	56.11	57.27
Note 15 : Equity Share Capital		
Authorised Share Capital		
2750000 (2750000) Equity Shares of Rs 10/- each	275.00	275.00
725000 (725000) 12% Non Cumulative Compulsorily Redeemable Preference Shares of Rs 100/- each	725.00	725.00
Issued, Subscribed & Fully Paid up Equity Share Capital		
2646250 (2646250) Equity Shares of Rs 10/- each fully paid up	264.63	264.63
Total Issued, Subscribed & Fully Paid up Equity Share Capital	264.63	264.63



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Note 15.1 : Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year

Particulars	As At March 31, 2024		As At March 31, 2023	
	Number	Amount	Number	Amount
Equity Shares				
Shares outstanding at the beginning of the year	2,646,250	264.63	2,646,250	264.63
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	2,646,250	264.63	2,646,250	264.63

Note 15.2 : Terms/ Rights Attached to Shares

Equity : The Company has only one class of Equity Shares having a par value of Rs. 10 per share. Each holder of Equity Shares is entitled to one vote per share and ranks pari passu. The Dividend proposed by the Board of Directors is subject to approval of the shareholders at the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

Note 15.3 : 1466250 Equity Shares out of issued subscribed and paid up share capital were allotted in pursuant to the Scheme of Arrangement as approved by the Hon'ble Allahabad High Court on 5th July 2011 without payment being received in cash.

Note 15.4 : 723125 12% Non Cumulative Compulsorily Redeemable Preference Shares, redeemable at par within a period of 10 years from the date of issue, with a call option available to the company for early redemption, have been issued without payment being received in cash to the share holders of Amalgamating Company in

pursuance of Scheme of Arrangement as approved by Hon'ble Allahabad High Court on 5th July 2011.

Note 15.5 : In earlier years Company has redeemed 253093 & 196708 totalling 449801 12% Non Cumulative Compulsorily Redeemable Preference Shares of Rs. 100 each .The same is approved by Board of Directors in their meeting held at 29.05.2013 & 11.02.2014 respectively. In respect to above Capital Redemption Reserve of Rs. 449.80 Lakh has been created by debiting Rs. 44.98 Lakh from Preference Share Redemption Reserve and Rs. 404.82 Lakh from surplus in the Statement of Profit and Loss.

Note 15.6 : In earlier years Company has further redeemed balance 273324 12% Non Cumulative Compulsorily Redeemable Preference Shares of Rs. 100 each .The same is approved by Board of Directors in their meeting held at 14.11.2014 & 12.02.2015 respectively. In respect to above Capital Redemption Reserve of Rs. 273.32 Lakh has been created by debiting Rs. 54.66 Lakh from Preference Share Redemption Reserve and Rs. 218.66 Lakh from surplus in the Statement of Profit and Loss.



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Note 15.7 : Details of Equity Shareholders holding more than 5% shares in Equity Capital of the Company.#

Name of Shareholder	As At March 31, 2024		As At March 31, 2023	
	No. of Share Held	% of Holding	No. of Share Held	% of Holding
Mr. Ankit Jain	249,914	9.44	249,914	9.44
Mr. Maya Jain	238,904	9.03	238,904	9.03
Mr. Mahendra Kumar Jain (HUF)	149,900	5.66	149,900	5.66
Smt. Asha Lata Jain	194,834	7.36	111250	4.20
Mr. Ankur Jain	152,795	5.77	83384	3.15
Mr. Anuj Jain	150,801	5.70	81391	3.08
Mr. Pramod Kumar Jain	-	-	138,821	5.25

#The aforesaid disclosure is based upon percentages computed separately for class of shares outstanding as at the balance sheet date. As per records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal & beneficial ownership of shares.

Note 15.8 : Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2024 is as follows:

Shares held by promoters

Promoter Name	As At March 31, 2024		As At March 31, 2023		% Change during the Year
	No. of Share	% of total Shares	No. of Share	% of total Shares	
Ankit Jain	249914	9.44%	249914	9.44%	0.00%
Mahendra Kumar Jain Huf	149900	5.66%	149900	5.66%	0.00%
Pramod Kumar Jain	0	0.00%	138821	5.25%	-5.25%
Pramod Kumar Jain Huf	118260	4.47%	118260	4.47%	0.00%
Maya Jain	238904	9.03%	238904	9.03%	0.00%
Asha Lata Jain	194834	7.36%	111250	4.20%	3.16%
Lajja Jain	104719	3.96%	104719	3.96%	0.00%
P. C. Sons (Huf)	90200	3.41%	90200	3.41%	0.00%
Mahendra Kumar Jain	0	0.00%	83584	3.16%	-3.16%
Ankur Jain	152795	5.77%	83384	3.15%	2.62%
Anuj Jain	150801	5.70%	81391	3.08%	2.62%
Ashok Kumar Jain Huf	78150	2.95%	78150	2.95%	0.00%
Mayank Jain	65500	2.48%	65500	2.48%	0.00%
Divya Jain	64556	2.44%	64556	2.44%	0.00%
Pranit Jain	53625	2.03%	53625	2.03%	0.00%
Stuti Jain	38604	1.46%	38604	1.46%	0.00%
Shikha Jain	31062	1.17%	31062	1.17%	0.00%
Richa Agrawal	8900	0.34%	8900	0.34%	0.00%
Mayank Jain (Huf)	6500	0.25%	6500	0.25%	0.00%
Shalini Mittal	2000	0.08%	2000	0.08%	0.00%
Manish Agarwal	180	0.01%	180	0.01%	0.00%
Vipin Garg	1000	0.04%	1000	0.04%	0.00%
Veena Agarwal	200	0.01%	200	0.01%	0.00%
Maya Infracon Pvt Ltd	57505	2.17%	57505	2.17%	0.00%
M2 Reality Pvt Ltd	57505	2.17%	57505	2.17%	0.00%
Shree Riddhi Siddhi Realtech Pvt Ltd	18224	0.69%	57505	2.17%	-1.48%
Total	1933838	73.08%	1973119	74.56%	-1.48%



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Disclosure of shareholding of promoters as at March 31, 2023 is as follows:

Shares held by promoters

Promoter Name	As At March 31, 2023		As At March 31, 2022		% Change during the Year
	No. of Share	% of total Shares	No. of Share	% of total Shares	
Ankit Jain	249914	9.44%	249914	9.44%	0.00%
Mahendra Kumar Jain Huf	149900	5.66%	149900	5.66%	0.00%
Pramod Kumar Jain	138821	5.25%	138821	5.25%	0.00%
Pramod Kumar Jain Huf	118260	4.47%	118260	4.47%	0.00%
Maya Jain	238904	9.03%	238904	9.03%	0.00%
Asha Lata Jain	111250	4.20%	111250	4.20%	0.00%
Lajja Jain	104719	3.96%	104719	3.96%	0.00%
P. C. Sons (Huf)	90200	3.41%	90200	3.41%	0.00%
Mahendra Kumar Jain	83584	3.16%	83584	3.16%	0.00%
Ankur Jain	83384	3.15%	83384	3.15%	0.00%
Anuj Jain	81391	3.08%	81391	3.08%	0.00%
Ashok Kumar Jain Huf	78150	2.95%	78150	2.95%	0.00%
Mayank Jain	65500	2.48%	65500	2.48%	0.00%
Divya Jain	64556	2.44%	64556	2.44%	0.00%
Pranit Jain	53625	2.03%	53625	2.03%	0.00%
Stuti Jain	38604	1.46%	38604	1.46%	0.00%
Shikha Jain	31062	1.17%	31062	1.17%	0.00%
Richa Agrawal	8900	0.34%	8900	0.34%	0.00%
Mayank Jain (Huf)	6500	0.25%	6500	0.25%	0.00%
Shalini Mittal	2000	0.08%	2000	0.08%	0.00%
Manish Agarwal	180	0.01%	180	0.01%	0.00%
Vipin Garg	1000	0.04%	1000	0.04%	0.00%
Veena Agarwal	200	0.01%	200	0.01%	0.00%
Maya Infracon Pvt Ltd	57505	2.17%	57505	2.17%	0.00%
M2 Reality Pvt Ltd	57505	2.17%	57505	2.17%	0.00%
Shree Riddhi Siddhi Realtech Pvt Ltd	57505	2.17%	57505	2.17%	0.00%
Total	1973119	74.56%	1973119	74.56%	0.00%

The Company has not allotted any fully paid up equity shares pursuant to contracts without payment being received in cash during the period of five years immediately preceding the balance sheet date.



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
Note 16 : Other Equity		
a. Capital Reserve		
Balance at the beginning of the year	23.03	23.03
Additions during the year	-	-
Closing Balance	23.03	23.03
b. General Reserve		
Balance at the beginning of the year	285.53	285.53
Add: Transferred from Retained Earnings	-	-
Closing Balance	285.53	285.53
c. Capital Redemption Reserve		
Balance at the beginning of the year	723.13	723.13
Additions during the year	-	-
Closing Balance	723.13	723.13
d. Retained Earnings		
Balance at the beginning of the year	1,738.59	1,516.43
Add: Additions during the year	1,044.37	248.62
Less: Dividend paid	52.93	26.46
Closing Balance	2,730.03	1,738.59
e. Other comprehensive Income (OCI)		
Balance at the beginning of the year	2.12	2.12
Add: Additions during the year	-	-
Closing Balance	2.12	2.12
Total	3,763.84	2,772.40

Nature and purpose of each reserve with in equity

- Capital Reserve** : This reserve has been transferred to the company in earlier years and can be utilized in accordance with the provisions of Companies Act, 2013
- General Reserve** : The reserve used to transfer profits from retained earnings for appropriation purposes. The amount is to be utilized in accordance with the provisions of Companies Act, 2013
- Capital Redemption Reserve** : Capital Redemption Reserve was created by transferring from retained earnings on account of redemption of non cumulative compulsorily redeemable preference shares. The amount is to be utilized in accordance with the provisions of Companies Act, 2013
- Retained Earnings** : These are the profits that company has earned till date less transfers to general reserve.
- Other comprehensive Income (OCI)** : This includes remeasurement loss/gain on defined benefit plans (net of taxes) that will not be reclassified to the statement of profit and loss.

17- Non Current Borrowings	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current Maturities	Non Current	Current Maturities
Secured				
From Banks				
Term Loan	0	-	491.90	91.76
Less: Amount disclosed under the head Other Current Borrowings (Refer Note no. 21)		-		91.76
Total	0		491.90	



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Terms of Long Term Borrowing:

Name of the Bank	Outstanding Amount as at 31.03.2024	Outstanding Amount as at 31.03.2023	Interest Rate	Repayment Schedule
Term Loan From HDFC Bank*	0.00	255.66	Repo + 3.25% = 7.30%	Principal to be repaid in 96 equal monthly principal instalments
Term Loan From Axis Bank**	0.00	220.00	Repo + 3.10% = 9.60%	Principal to be repaid in 60 equal monthly principal instalments
ECLGS From Axis Bank**	0.00	108.00	Repo + 3.25% = 9.25%	Principal to be repaid in 36 equal monthly principal instalments post moratorium period of 24 months from the date of first disbursement
Total	0.00	583.66		

Security

*First charge in favour of HDFC Bank by way of Hypothecation of the Company on the property. Hall no. H-1, First Floor, Padam Plaza, Plot No.5, Sector-16b, Sikandra, Avs Vikas Sikandra Yojna, Agra. 282007 and Hall No.H-2, First Floor, Padam Plaza, Plot No.5, Sector-16b, Sikandra, Avs Vikas Sikandra Yojna, Agra-282007.

** Primary Security: Extension of 2nd Hypothecation charge entire present and future current assets of the company Collateral : Extension of 2nd Charge on existing security as Factory land & building situated at plot no.51-52 Malanpur Industrial Area , Distt. Bhand.(M.P.) measuring 31017.58 sft, Factory Land and Building at 7 km Stone Adalpur Dholpur, Rajasthan, measuring 52155.63 sqmt.

(Amount in ₹ Lakh unless otherwise stated)

Particulars	As at March	As at March
	31, 2024	31, 2023
Note 18 : Lease Liabilities Non Current		
Lease Liabilities	49.18	54.86
Total	49.18	54.86
Note 19 : Other Non-Current Financial Liabilities		
Security Deposit Received	22.50	22.40
Total	22.50	22.40
Note 20 : Non Current Provisions		
Provision for Employee Benefit		
- Leave Encashment	21.21	18.94
Total	21.21	18.94
Note 21 : Current Borrowings		
Secured		
Working Capital Loan from Banks	96.63	424.56
Current Maturities of Non Current Borrowings	-	91.76
Total	96.63	516.32



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Note 21.1 : Nature of Security of Working Capital Loans & Term Loan :

Working capital loan from Axis Bank Ltd., are secured by way of hypothecation charge on entire current assets comprising of stocks of raw material, stores & spares, stock in process, Finished Goods lying in Unit's works, godowns, offices, and elsewhere in units possession including the goods in transit & cash credit balance in their accounts and further secured by all present and future book debts/receivables etc. It is further collaterally secured by way of equitable mortgage of Factory land & building situated at plot no.51-52 Malanpur Industrial Area , Distt. Bhind.(M.P.) measuring 31017.58 sft, Factory Land and Building at 7 km Stone Adalpur Dholpur, Rajasthan,measuring 52155.63 sqmt and hypothecation of entire plant & machinery movable and immovable (present & future) in the name of company located at various units and elsewhere. Further secured by personal guarantee of Shri Mayank Jain, Shri Ankur Jain & Shri Ankit Jain.

Note 21.2 : Disclosure Pursuant to the requirement as specified of the General Instructions of Balance Sheet of Schedule III to the Act :

Year Ended 31st March, 2024

Quarter Ended	Name of Bank	Particulars of Security Provided	Amount as per Books of Accounts (In Lakhs)	Amount Returned in the quarterly return/statement (In Lakhs)	Difference (In Lakhs)	Reason
Jun-23	Axis Bank	Pari pasu charge on Current Assets	1,447.34	1,442.78	4.56	Variation is due to submissions being made on provisional basis
Sep-23	Axis Bank	Pari pasu charge on Current Assets	1,494.71	1,508.06	(13.35)	Variation is due to submissions being made on provisional basis
Dec-23	Axis Bank	Pari pasu charge on Current Assets	1,373.90	1,374.14	(0.24)	Variation is due to submissions being made on provisional basis
Mar-24	Axis Bank	Pari pasu charge on Current Assets	1,374.72	1,374.72	-	Variation is due to submissions being made on provisional basis

Year Ended 31st March, 2023

Quarter Ended	Name of Bank	Particulars of Security Provided	Amount as per Books of Accounts (In Lakhs)	Amount Returned in the quarterly return/statement (In Lakhs)	Difference (In Lakhs)	Reason
Jun-22	Axis Bank	Pari pasu charge on Current Assets	1,312.26	1,213.08	99.18	Variation is due to submissions being made on provisional basis
Sep-22	Axis Bank	Pari pasu charge on Current Assets	1,399.80	1,309.00	90.80	Variation is due to submissions being made on provisional basis
Dec-22	Axis Bank	Pari pasu charge on Current Assets	1,317.98	1,343.51	(25.53)	Variation is due to submissions being made on provisional basis
Mar-23	Axis Bank	Pari pasu charge on Current Assets	1,508.79	1,539.39	(30.60)	Variation is due to submissions being made on provisional basis



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
Note 22 : Lease Liabilities Current		
Lease Liabilities	5.67	4.49
Total	5.67	4.49
Note 23 : Trade Payables		
Total outstanding dues of micro enterprises and small enterprises:	96.23	52.78
Total outstanding dues of trade payables and acceptances other than above	187.70	80.16
Total	283.93	132.94

The information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("the Act") has been determined to the extent such parties have been identified on the basis of information received from the suppliers regarding their status under the MSME Development Act, 2006. This information has been relied upon by the auditors.

Note 23.1 : Disclosure pertaining to Micro, Small and medium enterprises:

Particulars	As at March 31, 2024	As at March 31, 2023
a the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year		
- Principal Amount	96.23	52.78
- Interest due	-	-
b the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	NIL	NIL
c the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL
d the amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
e the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Ageing of Trade Payable as at 31.03.2024 from the date of transaction

(Amount in ₹ Lakh unless otherwise stated)

31st March, 2024

Outstanding for following periods from date of Transactions

	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Payable					
- MSME	96.23	-	-	-	96.23
- Others	187.70	-	-	-	187.70
Disputed Trade Payable					
- MSME	-	-	-	-	-
- Others	-	-	-	-	-
Total Trade Payable	283.92	-	-	-	283.92

Ageing of Trade Payable as at 31.03.2023 from the date of transaction

(Amount in ₹ Lakh unless otherwise stated)

31st March, 2023

Outstanding for following periods from date of Transactions

	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Payable					
- MSME	52.78	-	-	-	52.78
- Others	79.55	-	0.61	-	80.16
Disputed Trade Payable					
- MSME	-	-	-	-	-
- Others	-	-	-	-	-
Total Trade Payable	132.33	-	0.61	-	132.94

(Amount in ₹ Lakh unless otherwise stated)

Particulars

As at March
31, 2024

As at March
31, 2023

Note 24 : Other Current Financial Liabilities

Unclaimed dividends*

Due to Directors

Due to Employees

Total

*Appropriate amounts shall be transferred to Investor Education & Protection Fund if and when due.

Note 25 : Other Current Liabilities

Advance from Customers

Statutory Dues Payable

Total

Note 26 : Current Provisions

Provision for Employee Benefit

- Leave Encashment

Total

Note 27 : Current Tax Liabilities

Provision for Income Tax (Net of Prepaid Tax)

Total

19.14

6.45

92.97

118.56

103.49

59.72

163.21

1.07

1.07

39.83

39.83

22.99

6.20

88.56

117.75

208.94

56.65

265.59

0.79

0.79

12.04

12.04



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Note 28 : Revenue From Operations		
Sale of Products Domestic		
Manufactured Goods	13,364.31	12,451.67
Total	13,364.31	12,451.67
The Disclosures as required by Ind-AS 115 are as under :		
Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
The Company disaggregates revenue based on nature of products/geography as under :		
Sales		
Domestic		
Laundry Soap	4,265.58	5,120.88
Detergent Cake ,Powder & Others	9,098.73	7,330.79
Total	13,364.31	12,451.67
Reconciliation of Revenue		
Gross Value of contract Price	13,532.96	12,467.98
Less : Variable components i.e. Sales Return and Rate Difference	168.65	16.31
Revenue from operations as recognised in financial statement	13,364.31	12,451.67
Reconciliation of Advance received from Customers-Contract Liabilities		
Balance at the beginning of the year	208.94	130.04
Less : Revenue recognised out of balance of advance received from customer at beginning of year	208.94	130.04
Add : Advance received during the year from customers for which performance obligation is not satisfied and shall be recognised as revenue in next year	103.49	208.94
Balance as at the end of the year	103.49	208.94
The company have orders in hand as at 31st March 2024 for which performance obligation will be recognised as revenue during the next reporting year. The company have evaluated the position of orders in hand as on 31.03.2024 and do not expect any major/significant cancellation/reduction in order value as at the date of approval of the financial statements		
Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Note 29 : Other Income		
Interest Income		
- on Fixed deposits with bank	1.84	0.09
- on Inter corporate loan	48.53	50.81
- Others	0.63	0.74
Profit on Sale of Fixed Asset	0.13	-
Liabilities no longer required written back	0.31	0.26
Gain on Financial Assets carried through FVTPL (Net)	6.38	-
Misc. Income	2.52	1.49
Total	60.34	53.39
Note 30 : Cost of Material Consumed		
Inventory at the beginning of the year	853.06	791.11
Add : Purchases during the year	8,966.25	9,771.98



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Less : Inventory at the end of the year	789.68	853.06
Total	9,029.63	9,710.03
Note :- The Consumption figures shown above are after adjusting excess and shortage ascertained on physical count, unserviceable items etc.		
- Raw Material Consumed includes consumption of packing materials (Amount in ₹ Lakh unless otherwise stated)		
Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
31 : Change in inventories in Finished Goods and Process Goods		
Inventories at the end of year		
Process Goods	50.56	75.26
Finished Goods	499.59	537.06
	550.15	612.32
Less : Inventories at the beginning of year		
Process Goods	75.26	86.99
Finished Goods	537.06	286.24
	612.32	373.23
Total	62.17	(239.09)
Note 32 : Employee Benefit Expenses		
Salaries, Wages, Allowances and Bonus	871.16	798.28
Company's Contribution to Provident and Other funds.	65.14	66.55
Directors Remuneration	106.14	101.73
Staff Welfare Expenses	17.95	15.42
Total	1,060.39	981.98
Note 33 : Finance Cost		
Interest on Secured loans	22.10	79.14
Interest paid to Others	1.82	1.77
Bank Charges and Commission	1.53	1.79
Interest on Lease Liabilities	4.52	4.87
Total	29.97	87.57
Note 34 : Depreciation and Amortisation Expenses		
Depreciation on tangible assets	152.92	143.47
Amortisation of intangible assets	0.12	0.26
Depreciation of Right to use assets	7.31	7.31
Total	160.35	151.04
Note 35 : Other Expenses		
Manufacturing Expenses		
Stores & Spares consumed	14.61	14.68
Power & Fuel	212.88	208.17
Lab Maintenance	1.90	1.46
Machinery Repairs	38.58	50.57
Factory Building Repairs	9.51	4.50
Total	277.48	279.38



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Establishment Expenses		
Short Establishment Expenses		
Short Term Lease Payments	19.95	19.81
Rates and Taxes	10.21	7.46
Insurance Charges	12.73	14.58
Directors Sitting Fees	3.23	3.31
Auditors Remuneration	4.30	4.53
Travelling & Conveyance	101.56	100.59
Legal & Professional Charges	13.94	21.37
Printing & Stationery Expenses	3.67	4.15
Membership Fees & Subscription	9.02	8.57
Postage and Telephones	5.90	6.25
Electricity Expenses	9.61	10.40
Other Repairs	24.88	27.88
Vehicle Running & Maintenance Expenses	47.85	44.83
Security Service Charges	37.40	34.13
Charity & Donations	3.29	0.74
CSR Expenditure	7.87	-
Loss on Sale Of Fixed Assets	-	0.32
Fixed Assets writte/off	15.39	7.04
Other Expenses	10.59	9.81
Total	333.52	333.64
Selling Expenses:		
Advertisement & Publicity Expenses	101.48	64.61
Sales Promotion Expenses	522.44	381.17
Freight Charges & Forwarding Charges	441.76	421.46
Total	1,065.68	867.24
Grand Total	1,676.68	1,480.26
Note 36 : Income Tax		
Tax expense comprises of :		
Current Income Tax	363.38	89.87
Tax Related to Earlier years	0.46	4.25
Deferred tax	(2.75)	(9.47)
Total	361.09	84.65
The major components of Income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the company at 25.168% (P.Y. 25.168%) and the reported tax expense in statement of profit and loss are as follows :		



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)		
Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Accounting profit before tax	1,405.46	333.27
Applicable tax rate	25.168%	25.168%
Computed tax expense	353.73	83.88
Tax effect of :		
Expenses disallowed (net)	6.43	4.26
Effect of expenses allowed on payment basis	(1.00)	0.59
Other adjustments	-	-
Interest u/s 234B and 234C	4.22	1.13
Current Tax Provision (A)	363.38	89.87
Incremental/(Decremental) deferred tax assets on account of tangible and intangible fixed assets	(2.20)	(7.64)
Incremental deferred tax assets on account of others	(0.55)	(1.83)
Deferred Tax Provision (B)	(2.75)	(9.47)
Tax expenses for earlier years (net) ©	0.46	4.25
Tax expense recognised in statement of profit and loss (A+B+C)	361.09	84.65
(Amount in ₹ Lakh unless otherwise stated)		
Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Note 37 : Earnings Per Share		
Profit/(Loss) after tax (Amount in Lakh)	1044.37	248.62
Equity Shares outstanding at the year end	2646250	2646250
Nominal Value Per Share (Rs)	10.00	10.00
Basic Earnings Per Share	39.50	9.40
Diluted Earnings Per Share	39.50	9.40
Note 38 : Auditors Remuneration		
Audit Fees	3.25	3.25
Certification Fees	0.05	0.28
Tax Audit Fees	1.00	1.00
Total	4.30	4.53
Note 39 : Contingent Liabilities		
Claims against the company not acknowledge as debt		
State Levies*	14.04	14.04
ESI	1.05	1.05
Guarantees		
FDR held as security in Sales Tax	0.20	0.20
NSC Held as Security in Sales Tax	0.01	0.01
*The SDO Gohad has raised a demand of Rs.14.04 lacs on the Company as charges for change of land use from agriculture to industrial in respect of its factory land measuring 7.25 acres in Malanpur Industrial Area, Malanpur District Bhand which is disputed by the Company and is still pending at the Court of Collector Bhand(M.P.).		



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

40. Related Party Disclosure : Related party disclosures as required by Indian Accounting Standard (Ind AS) -24 is as under:-

1 Entities over which Key Managerial Personnel or their relatives exercises significant influence

M/s Pee Cee Realty Builders Private Limited	M/s Suraj Bhan Agencies Limited
M/s Pee Cee Raj Developers Private Limited	M/s M2 Reality Private Limited
M/s Ram Shyam Investment & Trading Co. Private Ltd.	M/s Shree Riddhi Siddhi Buildwell Limited
M/s Shree Riddhi Siddhi Edutech Private Limited	M/s Shree Riddhi Siddhi Realtech Private Limited
M/s Udharv Builders Private Limited	M/s Maya Infracon Private Limited
M/s Jai Gopal Investment and Trading Co. Private Ltd.	M/s Lucerne Constructions Private Limited
M/s Abhaya International LLP	M/s Ambika Buildtech Private Limited

2 Key Management Personnel Designation

Mr. Mayank Jain	Chairman (Executive)	Mr. Ankur Jain	Managing Director
Mr. Ankit Jain	Whole Time Director	Mr. Nemi Chand Jain	Independent Director (Ceased to Director on 31.03.2024)
Mr. Amar Singh Rajput (Demised on 13.07.2023)	Independent Director	Mr. Kshitiz Agarwal	Independent Director (Appointed on 29.09.2023)
Mr. Anil Gupta	Independent Director	Smt. Babita Agarwal	Independent Director
Mr. Brij Mohan Verma	Chief Financial Officer	Smt. Nidhi Agarwal	Company Secretary

3 Relatives Of Key Management Personnel

Asha Lata Jain	Mother of Director
Maya Jain	Mother of Director
Lajja Jain	Mother of Director
Divya Jain	Wife of Director
Stuti Jain	Wife of Director
Anuj Jain	Brother of Director

(Amount in ₹ Lakh unless otherwise stated)

4 The following transactions were carried out with the related parties in the ordinary course of business:

S. No.	Name of Related Party	Entities over which Key Managerial Personnel or their relatives exercises significant influence		Key Management Personnel	
		FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
1	Trading Sale M/s Suraj Bhan Agencies Limited			374.51	451.70
2	Remuneration paid(Including Perquisites) Mr. Mayank Jain Mr. Ankur Jain Mr. Ankit Jain Mr. Brij Mohan Verma Smt. Nidhi Agarwal			35.18 36.64 34.33 11.99 4.97	33.96 34.95 32.81 11.39 4.13
3	Rent Paid M/s M2 Reality Private Limited Mr. Mayank Jain Mr. Ankur Jain Mr. Ankit Jain Mr. Anuj Jain	9.01 1.50 1.50 1.50 1.50	9.01 1.50 1.50 1.50 1.50		
4	Sales Incentive M/s Suraj Bhan Agencies Limited	7.49	9.03		
5	Reimbursement of Expenses M/s Suraj Bhan Agencies Limited	23.63	29.98		



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

6	Interest paid on Security Deposit M/s Suraj Bhan Agencies Limited	1.68	1.47		
7	Sitting Fees Paid Mr. Nemi Chandra Jain Mr. Amar Singh Rajput Mr. Anil Gupta Smt. Babita Agarwal Mr. Kshitiz Agarwal			1.06 0.20 0.77 1.06	0.90 0.84 0.67 0.90
	Outstanding balance as at 31.03.2024				
1	Advances For Land Purchase M/S Pee Cee Realty Builders Private Limited	460.00	460.00		
2	Remuneration Payable Accounts Mr. Mayank Jain Mr. Ankur Jain Mr. Ankit Jain Mr. Brij Mohan Verma Smt. Nidhi Agarwal			2.15 2.15 2.15 0.92 0.40	2.00 1.80 2.40 0.92 0.33
3	Security Deposit M/s Suraj Bhan Agencies Limited	21.00	21.00		
41.	Balances of trade receivable, trade payable, loan/advances given and other financial and non financial assets and liabilities are subject to reconciliation and confirmation from respective parties. The balance of said trade payable, loan/advances given and other financial and non financial assets and liabilities are taken as shown by the books of accounts. the ultimate outcome of such reconciliation and confirmation cannot presently be determined, therefore, no provision for any liability that may result out of such reconciliation and confirmation has been made in the financial statement, the financial impact of which is unascertainable due to the reasons as above stated.				
42.	Defined Benefit Plan- Gratuity				
	1 Actuarial Assumptions				
	a) Economic Assumptions : The principal assumptions are the discount rate & salary growth rate. The discount rate is generally based upon the market yields available on Government bonds at the accounting date relevant to currency of benefit payments for a term that matches the liabilities. Salary growth rate is company's long term best estimate as to salary increases & takes account of inflation, seniority, promotion, business plan, HR policy and other relevant factors on long term basis as provided in relevant accounting standard. These valuation assumptions are as follows :				
		31/03/2024	31/03/2023		
	i) Discounting Rate	7.25%	7.50%		
	ii) Future salary Increase	5.00%	5.00%		
	b) Demographic Assumption : Attrition rates are the company's best estimate of employee turnover in future determined considering factors such as nature of business & industry, retention policy, demand & supply in employment market, standing of the company, business plan, HR Policy etc as provided in the relevant accounting standard. Attrition rates as given below:				
		31/03/2024	31/03/2023		
	i) Retirement Age (Years)	58	58		
	ii) Mortality rates inclusive of provision for disability**	100% of IALM (2012 -14)	100% of IALM (2012 -14)		
	iii) Attrition at Ages	Withdrawal	Withdrawal		
		Rate (%)	Rate (%)		
	Up to 18 to 30 Years	5.00	5.00		
	From 30 to 44 years	3.00	3.00		
	Above 44 to 58 years	2.00	2.00		



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

2. Scale of Benefits

a) Salary for calculation of gratuity	Last drawn qualifying salary.
b) Vesting Period	5 years of service.
c) Benefit on normal retirement	As per the provisions of payment of Gratuity Act 1972 as amended.
d) Benefit on early retirement / withdrawal / resignation	Same as normal retirement benefit based on service upto the date of exit.
e) Benefit on death in service	Same as normal retirement benefit based on service upto the date of death & no vesting conditions apply.
f) Limit	20.00 Lakhs

2.1 (a): Table Showing Changes in Present Value of Obligations: (Amount in ₹ Lakh unless otherwise stated)

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Present value of the obligation at the beginning of the period	108.20	108.01
Interest cost	8.11	7.56
Current service cost	13.48	12.20
Past Service Cost	-	-
Benefits paid (if any)	(10.60)	(17.73)
Actuarial (gain)/loss	5.08	(1.85)
Present value of the obligation at the end of the period	124.26	108.20

2.1 (b): Bifurcation of total Actuarial (gain) / loss on liabilities

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Actuarial gain / losses from changes in Demographics assumptions (mortality)	Not Applicable	Not Applicable
Actuarial (gain)/ losses from changes in financial assumptions	3.88	(3.44)
Experience Adjustment (gain)/ loss for Plan liabilities	1.19	1.60
Total amount recognized in other comprehensive Income	5.08	(1.85)

2.2 : Key results (The amount to be recognized in the Balance Sheet):

Period	As on: 31.03.2024	As on: 31.03.2023
Present value of the obligation at the end of the period	124.26	108.20
Fair value of plan assets at end of period	159.43	151.26
Net liability/(asset) recognized in Balance Sheet & related analysis	(35.16)	(43.06)
Funded Status- Surplus/ (Deficit)	35.16	43.06

2.3 (a) : Expense recognized in the statement of Profit and Loss:

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Interest cost	8.11	7.56
Current service cost	13.48	12.20
Past Service Cost	-	-
Expected return on plan asset	(10.97)	(11.17)
Expenses to be recognized in P&L	10.63	8.59

2.3 (b) : Other comprehensive (income) / expenses (Remeasurement)

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Actuarial (gain)/loss - obligation	5.08	(1.85)
Actuarial (gain)/loss - plan assets	0.31	1.34
Total Actuarial (gain)/loss	5.38	(0.50)



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

2.4 : Table showing changes in the Fair Value of Planned Assets: (Amount in ₹ Lakh unless otherwise stated)

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Fair value of plan assets at the beginning of the period	151.26	148.94
Expected return on plan assets	10.97	11.17
Contributions	8.11	10.22
Benefits paid	(10.60)	(17.73)
Actuarial gain/(loss) on plan assets	(0.31)	(1.34)
Fair Value of Plan Asset at the end of the Period	159.43	151.26

2.5 : Table showing Fair Value of Planned Assets:

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Fair value of plan assets at the beginning of the period	151.26	148.94
Actual return on plan assets	10.66	9.83
Contributions	8.11	10.22
Benefits paid	(10.60)	(17.73)
Fair value of plan assets at the end of the period	159.43	151.26

2.6 : Actuarial (Gain)/Loss on Planned Assets:

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Actual Actual return on plan assets	10.66	9.83
Expected return on plan assets	10.97	11.17
Actuarial gain/ (Loss)	(0.31)	(1.34)

2.7 : Experience adjustment:

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Experience Adjustment (Gain) / loss for Plan liabilities	1.19	1.60
Experience Adjustment Gain / (loss) for Plan assets	(0.31)	(1.34)

3.1 : Summary of membership data at the date of valuation and statistics based thereon:

Period	From: 01.04.2023 To 31.03.2024	From: 01.04.2022 To 31.03.2023
Number of employees	211	206
Total monthly salary in Lakhs	30.82	28.76
Average Past Service (Years)	10.5	10.3
Average Future Service (yr)	13	12.8
Average Age (Years)	45	45.2
Weighted average duration (based on discounted cash flows) in years	9	9
Average monthly salary in Lakhs	0.15	0.14

3.2 : The assumptions employed for the calculations are tabulated:

Discount rate	7.25 % per annum	7.50 % per annum
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PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate
Withdrawal rate (Per Annum)	5.00% p.a. (18 to 30 Years)	5.00% p.a. (18 to 30 Years)
Withdrawal rate (Per Annum)	5.00% p.a. (30 to 44 Years)	3.00% p.a. (30 to 44 Years)
Withdrawal rate (Per Annum)	5.00% p.a. (44 to 58 Years)	2.00% p.a. (44 to 58 Years)
3.3 : Benefits valued:		
Normal Retirement Age	58 Years	58 Years
Salary	Last drawn qualifying salary	Last drawn qualifying salary
Vesting Period	5 Years of service	5 Years of service
Benefits on Normal Retirement	15/26 * Salary *Past Service (yr)	15/26 * Salary *Past Service (yr)
Benefit on early exit due to death and disability	As above except that no vesting conditions apply	As above except that no vesting conditions apply
Limit (Rupees in Lakhs)	20.00	20.00
3.4: Current Liability (*Expected payout in next year as per schedule III of the Companies Act, 2013) :		
Period	As on: 31.03.2024	As on: 31.03.2023
Current Liability (Short Term)*	-	-
Non Current Liability (Long Term)	-	-
Total Liability	-	-
3.5: Effect of plan on entity's future cash flows		
3.5 (a): Funding arrangements and funding policy		
The company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the company. Any deficit in the assets arising as results of such valuation is funded by the company		
3.5 (b): Expected contribution during the next annual reporting period		
The Company's best estimate of Contribution during the next year	17.13	15.40
3.5 (c): Maturity profile of defined benefit obligation		
Weighted average duration (based on discounted cash flows) in years	9	9
3.5 (d): Estimate of expected benefit payments (In absolute terms i.e. undiscounted)		
01 Apr 2024 to 31 Mar 2025		12.18
01 Apr 2025 to 31 Mar 2026		8.02
01 Apr 2026 to 31 Mar 2027		13.46
01 Apr 2027 to 31 Mar 2028		9.67
01 Apr 2028 to 31 Mar 2029		13.27
01 Apr 2029 Onwards		67.66



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

3.6: Projection for next period:

Best estimate for contribution during next Period	17.13
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3.7: Sensitivity Analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

Period	As at : 31.03.2024
Defined Benefit Obligation (Base)	1,24,26,457@Salary Increase Rate : 5%, & discount rate:7.25%
Liability with x% increase in Discount Rate	1,16,84,620; x=1.00% [Change (7)%]
Liability with x% decrease in Discount Rate	1,32,53,835; x=1.00% [Change 8%]
Liability with x% increase in Salary Growth Rate	1,32,63,981; x=1.00% [Change 8%]
Liability with x% decrease in Salary Growth Rate	1,16,62,336; x=1.00% [Change (7)%]
Liability with x% increase in Withdrawal Rate	1,24,88,743; x=1.00% [Change 1%]
Liability with x% decrease in Withdrawal Rate	1,23,54,990; x=1.00% [Change (1)%]

Note. : The fair value of plan assets as at 31.03.2024 is more than the present value of obligation as at 31.03.2024, therefore no adjustment have been made in the Balance Sheet. Further the amount of premium of Rs. 8,67,259/- paid to LIC is debited to Statement of Profit and Loss.

Description of Risk Exposures : Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow-

- A) Salary Increases - Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
- B) Investment Risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.
- C) Discount Rate - Reduction in discount rate in subsequent valuations can increase the plan's liability.
- D) Mortality & disability - Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
- E) Withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability

Leave encashment (Unfunded) : The valuation of Leave Encashment has been done on the basis of actuarial valuation on Projected Unit Credit (PUC) method and is provided in the financial statement and does not require disclosure as mentioned in Para 158 of IND AS 19. Provision of leave encashment as per actuarial is less than the liability provided in books of accounts, hence the management has made the provision for leave encashment on accrual basis.

Defined Contribution Plan :

Provident Fund - The company contributes Provident Fund (Employer as well as Employee Share) to Provident Fund Commissioner Aga (U.P) and Employers Contribution to such fund is charged to Statement of Profit and Loss. The Provident fund contribution charged to Statement of Profit and Loss for the the year ended 31.03.2024 amounted to Rs 42.59 Lacs



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

43. Fair value measurement

Financial instruments : Accounting classification and fair value measurements

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the Accounting Standard. An explanation of each level follows underneath the table.

31st March, 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	Carrying Value	Classification			Fair Value		
		FVTPL	FVTOCI	Amortised Cost	Level 1	Level 2	Level 3
Financial Assets							
Other Non Current Financial Assets	3.76	-	-	3.76	-	-	-
Current Investments	431.38	6.38	-	425.00	-	-	-
Trade Receivable	36.67	-	-	36.67	-	-	-
Cash and Cash Equivalents	8.63	-	-	8.63	-	-	-
Other Bank Balances	19.34	-	-	19.34	-	-	-
Loans	580.54	-	-	580.54	-	-	-
Other Current Financial Assets	0.08	-	-	0.08	-	-	-
	1,080.40	6.38	-	1,074.02	-	-	-
Financial Liabilities							
Other Non Current Financial Liabilities	22.50	-	-	22.50	-	-	-
Lease Liabilities	54.86	-	-	54.86	-	-	-
Borrowings	96.63	-	-	96.63	-	-	-
Trade Payables	283.92	-	-	283.92	-	-	-
Other Current Financial Liabilities	118.56	-	-	118.56	-	-	-
	576.47	-	-	576.47	-	-	-
Financial Assets							
Other Non Current Financial Assets	31.90	-	-	31.90	-	-	-
Trade Receivable	67.78	-	-	67.78	-	-	-
Cash and cash equivalents	9.22	-	-	9.22	-	-	-
Other Bank Balances	23.19	-	-	23.19	-	-	-
Loans	514.07	-	-	514.07	-	-	-
Other Current Financial Assets	0.07	-	-	0.07	-	-	-
	646.22	-	-	646.22	-	-	-
Financial Liabilities							
Other Non Current Financial Liabilities	22.40	-	-	22.40	-	-	-
Lease Liabilities	59.34	-	-	59.34	-	-	-
Borrowings	1,008.22	-	-	1,008.22	-	-	-
Trade Payables	132.93	-	-	132.93	-	-	-
Other Current Financial Liabilities	117.75	-	-	117.75	-	-	-
	1,340.66	-	-	1,340.66	-	-	-

44. Financial Risk Management : The company activities exposes it to variety at financial risk i.e. Credit Risk , Liquidity Risk , Capital Risk , Interest Rate Risk. These risks are managed by senior management of the company and is supervised by Board of Directors of the company , to minimise potential adverse effects on the financial performance of the company.



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash & cash equivalent, Financial instruments, Financial assets & Trade Receivable	Credit Rating and ageing analysis	Diversification of counter Parties, setting of trade receivable, review of of outstanding / overdues
Liquidity Risk	Other Liabilities	Maturity Analysis	Maintenance of Sufficient cash and cash Equivalent, Fixed Deposit & other marketable securities

The Board of Directors of the company provides guiding principles for overall risk management, as well as policies covering specific areas i.e. credit risk & Investment of Surplus liquidity..

The company's risk management is carried out by finance department, accordingly, this department identifies, evaluates and hedges financial risk..

A) Price Risk : The main Raw materials for manufacturing of Soap, Cake & Powder are Rice Brand Oil, Palm Fatty Oil, Acid Oil etc. The prices of Raw materials are mainly dependent on the price of Crude Oil. The majority of Raw materials are being procured indigenously. In case of fluctuation in price of Raw Materials, the Company makes appropriate changes in the prices of Finished Products, after due discussions with the dealers. The prices of Finished Goods are generally reviewed every year and appropriate changes in prices are made to offset the increase in cost.

B) Credit Risk : Credit risk arises from cash and cash equivalents, financial assets measured at amortised cost and trade receivables.

(i) **Credit Risk :** Credit risk from cash and cash equivalents and bank deposits is considered immaterial in view of the creditworthiness of the banks the company works with. Credit risk is the risk i.e a customer or the counter party fails to pay to the company causing financial loss. The credit risk primarily arises from outstanding receivables from customer. The company has specific policies for managing customer credit risk on an ongoing basis; These policies factor in the customer financial position, past experience and other customer specific factor.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the company. The Company makes provision for doubtful debt or write off when a debtor fails to make contractual payments greater than two years past due. When loans or receivables have either been provided for or written off, the company continues to engage in enforcement activity to attempt to recover the receivable due. When recoveries are made, these are recognised in the Statement of Profit and Loss. The company has low credit risk in respect to cash and cash equivalent, other bank balances, other financial assets, trade receivables and security deposits paid.

(ii) **Liquidity Risk :** Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and maintains adequate source of financing through the use of short-term bank deposits, demand loans and cash credit facility. Processes and policies related to such risks are overseen by senior management. The company have adequate liquidity and considers liquidity risk as low risk.

(iii) **Capital Risk Management:** The company capital risk management objective is to ensure that all times its remains a going concern and safeguards the interest of the shareholders and other stakeholders. The company monitors capital on the basis of carrying amount of equity plus its subordinated loan, less cash and other cash equivalents as presented on the face of the statement of financial position and cash flow hedges recognised in other comprehensive income.

The company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to the shareholders, return capital to shareholders or issue new shares. The amount managed as capital by the Company are summarised as follows :



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023
Non Current Borrowings	0.00	491.90
Current Borrowings	96.63	516.32
Less: Cash and Cash Equivalents	8.63	9.22
Net Debt	88.01	999.01
Total Equity	4,028.47	3,037.03
Net Debt to Equity Ratio	0.02	0.33

The above chart depicts that the company have low capital risk

(iv) **Interest Rate Risk** : The company has working capital facilities with the bank. The company policy is to minimize cash flow risk exposure on short term borrowings. At 31st March the company is exposed to changes in market interest rate through bank borrowings at variable interest rates. The company exposure to interest rate risk on borrowings is as follows :

(Amount in ₹ Lakh unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023
Total Borrowings at variable rate	96.63	1,008.22

The above chart depicts that the company have low interest risk

(v) **Market Risk** : Market risk is the risk that the fair value of future cash flows of the business of manufacture of laundry soap, detergent powder and detergent cake (being essential items). The Company sales and collection has being increased. The Company has assessed the carrying amount of receivables, inventories, investments and other current assets and liabilities. The company will continue to monitor developments to identify significant uncertainties in future periods, if any. The Company has low market risk.

(vi) **Foreign Currency Risk** : The company do not normally deal in foreign currency transactions. The company do not have any foreign currency risk.

45. **Leases** : The principal portion of the lease payments and interest have been disclosed under cash flow from financing activities. The weighted average incremental borrowing rate of 8% has been applied to lease liability recognised in balance sheet at the date of initial application. On application of IndAs 116, the nature of expense has changed from lease rent in previous periods to depreciation cost for right to use asset and finance cost for interest accrued on lease liability.

The details of right of use asset held by the company is as follows:

(Amount in ₹ Lakh unless otherwise stated)

Particulars	Net Carrying amount as at 31.3.2023	Net Addition for the year ended 31.3.2024	Net Carrying amount as at 31.3.2024
Building	54.19	(7.31)	46.88

Depreciation on right of use asset is Rs 7.31 Lacs and interest on lease liability for year ended 31.3.2024 is Rs. 4.53 Lacs

Lease Contracts entered by the company majorly pertains to land & building taken on lease to conduct the business activities in ordinary course.

The following is breakup of Current and Non-Current Lease Liability as at :

(Amount in ₹ Lakh unless otherwise stated)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Current lease liability	5.67	4.49
Non-Current lease liability	49.18	54.86
Total	54.86	59.34

The following is movement in Lease Liability during the year ended 31.03.2023 and 31.03.2024:



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

(Amount in ₹ Lakh unless otherwise stated)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Balance at the beginning of the year	59.34	63.49
Addition during the year	-	-
Finance cost accrued during the year	4.52	4.87
Deletion	-	-
Payment of lease liability (Including Interest)	9.01	9.01
Balance at the end of the year	54.86	59.34

The table below provides details regarding the Contractual Maturities of Lease Liability as at 31.3.2023 and 31.3.2024 on an Undiscounted basis :

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Less than one year	5.67	4.49
One to five year	33.05	33.05
More than five year	16.13	21.80
Total	54.86	59.34

46. The Company is engaged in single product i.e. Manufacturing of Laundry Soap, Detergent Powder and Cake. These in context of Indian Accounting Standard 108 (Ind AS 108) on Segment Reporting are considered to constitute one single primary segment
Information about Geographical Areas
The following information discloses revenue from customers based on geographical areas.
Revenue on product group wise (Ind AS 108, Para 32) and as per geographical area [Ind AS 108, Para 33(a)]

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Manufacturing of Laundry Soap, Detergent Powder and Cake	13,364.31	12,451.67
Total	13,364.31	12,451.67

47. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The details of expenditure incurred on CSR are as under:

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
a. The Gross amount required to be spent by the company during the year as per Section 135 of Companies Act 2013 read with Schedule VII	-	7.74
b. Amount unspent for the previous year	-	-
c. Amount spent during the year on :		
i) Construction / acquisition of any assets		
ii) On purposes other than (i) above	-	7.74
d. Unspent amount in CSR	-	-
e. The breakup of expenses included in amount spent are as under:		
Particulars		
Promotion of Education	-	-
Social welfare	-	7.74



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

48 Additional regulatory information							
No.	Ratios	Numerator	Denominator	Mar-24	Mar-22	Change in ratio as compared to preceding year	Reason for change in ratio by more than 25% as compared to preceding year
1	Current Ratio (in times)	Total Current Assets	Total Current Liabilities	2.72:1	1.59:1	71.07	Due to Increase in overall liquidity position of the company
2	Debt-Equity Ratio (in times)	Debts Consists of long borrowings and lease liabilities	Total Equity	0.04:1	0.35:1	(88.57)	Due to Decrease in Debt of Term Loan & Cash Credit Limit
3	Debt Service Coverage Ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + other non-cash adjustments	Debt Service = Interest and lease payments + Principal repayments	24.73:1	2.45:1	909.39	Due to Increase in Profit and Principal Repayments
4	Return on Equity Ratio (%)	Profit for the year less Preference dividend (if any)	Average Total Equity	7.39%	2.12%	247.91	Due to Increase in profit for the year
5	Inventory Turnover Ratio (in times)	Revenue from Operations	Average Inventory	2.32:1	2.31:1	0.43	
6	Trade Receivables Turnover Ratio (in times)	Revenue from Operations	Average Trade receivables	63.98:1	53.36:1	19.90	
7	Trade Payables Turnover Ratio (in times)	Direct Operating Cost+Other expenses	Average Trade Payables	14.19:1	18.93:1	(25.04)	Due to Decrease in Direct Operating Cost and Other Expenses
8	Net Capital Turnover Ratio (in times)	Revenue from operations	Average Working Capital (i.e. Total current assets less Total current liabilities)	3.64:1	7.26:1	(49.86)	Average working capital deployed has decreased.
9	Net Profit Ratio (in %)	Profit for the year	Revenue from Operations	7.78%	1.99%	291.29	Due to Increase in profit for the year
10	Return on Capital Employed (in %)	Profit before tax and finance cost	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	35.15%	13.59%	158.65	Due to Increase in profit for the year
11	Return on Investment (in %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	-	



PEE CEE COSMA SOPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

49. **Events occurring after Balance Sheet** : On 28th May, 2024 the board of directors recommended a final dividend of Rs 5.00 per equity share (Face Value of Rs.10/- each) be paid to the shareholders for financial year 2023-24, which is subject to approval by the shareholders at the Annual General Meeting. If approved the dividend would result in a cash outflow of Rs 132.30 lakhs.
50. **OTHER STATUTORY INFORMATION**
- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
 - (ii) The Company do not have any transactions with companies struck off.
 - (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,
 - (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
 - (v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
 - (vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (vii) The Company have not any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
 - (viii) The Company has not been declared a wilful defaulter by any bank or financial institution or government authorities during the year
 - (ix) During the year there is no scheme or arrangement approved by the competent authority in terms of section 230 to 237 of Companies Act, 2013.
- 51 **Audit Trail** : The company has used an accounting software for maintaining its books of accounts for the financial year ended 31.03.2024, which has a feature of recording audit trail (Edit log) facility and the same has been operating for all relevant transactions recorded in the software except for payroll. Although the accounting software has inherent limitations, there were no instances of the audit trail feature being tempered.
52. Previous years figures have been regrouped, rearranged or reclassified, wherever necessary to confirm the current year's classification.

As per our audit report of even date attached

For **Doogar & Associates**

Chartered Accountants

(Firm Registration No. 000561N)

CA Udit Bansal

(Partner)

Membership No. 401642

For and on Behalf of the Board

(Mayank Jain) Executive Chairman DIN No. : 00112947

(Ankur Jain) Managing Director DIN No. : 00172356

(Ankit Jain) Whole Time Director DIN No. : 05343684

(Kshitiz Agarwal) Director DIN No. : 01768123

(B.M. Verma) Chief Financial Officer

(Nidhi Agarwal) Company Secretary FCS No. 5388

Place : Agra

Dated: 28th May 2024



PEE CEE COSMA SOPE LIMITED

Hall H1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra- 07 U.P.

PROXY FORM

Form No. MGT-11
Proxy form

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

CIN:	L24241UP1986PLC008344
Name of the company:	Pee Cee Cosma Sope Ltd
Registered office:	Hall H1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra- 07 U.P.
Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member (s) of shares of the above named company, hereby appoint

- Name :
- Address :
- E-mail Id :
- Signature :, or failing him
- Name :
- Address :
- E-mail Id :
- Signature :, or failing him
- Name :
- Address :
- E-mail Id :
- Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual general meeting of the company, to be held on the Monday, 30th September, 2024 at 3.00 P.M. at **Hotel P.L. Palace, Sanjay Place, Agra 282002, Uttar Pradesh** and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.

- Adoption of Audited Financial Statements for the financial year ended 31st March, 2024.
- Declaration of dividend @ 50 % on Equity Shares for the year ended 31st March, 2024.
- To appoint a Director in place of Shri Ankur Jain who retires by rotation and, being eligible, offers himself for re-appointment.
- To ratify the remuneration of Cost Auditors for the financial year 2024-25.
- To re-appoint Shri Ankur Jain as Managing Director of the Company.
- To appoint Shri Nirbhay Mishra as an Independent Director of the Company.
- To appoint Smt Aanchal Jain as an Independent Director of the Company.
- To revise the remuneration structure of Sh. Mayank Jain(DIN: 00112947), Wholetime Director
- To revise the remuneration structure of Sh. Ankit Jain(DIN: 05343684), Wholetime Director

AFFIX
Re. 1.00
REVENUE
STAMP

Signed this day of 2024

Signature of Shareholder..... Signature of Proxy holder(s)

Note : 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.



PEE CEE COSMA SOPE LIMITED

Hall H1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B, Awas Vikas Sikandra Yojna, Agra- 07 U.P.

ATTENDANCE SLIP

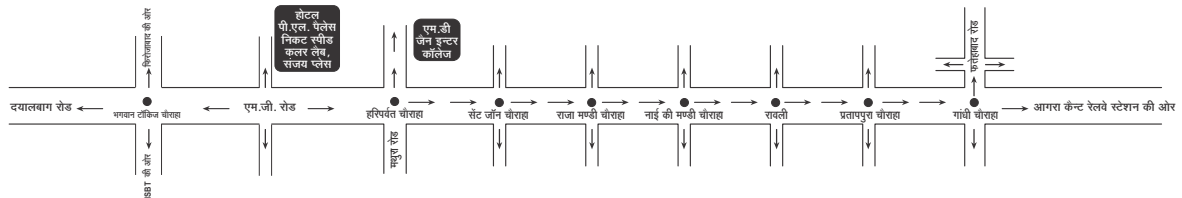
Folio/Client I.D. No.

Full Name of the Shareholder No. of Shares held

Full Name of Proxy I hereby record my presence at the 37th Annual General Meeting of the Company held on **Monday, 30 September 2024 at 3.00 P.M. at Hotel P.L. Palace, Sanjay Place, Agra-282002, U.P.**

This slip may please to handed over at the entrance of the Meeting Hall.

Signature of Shareholder/Proxy





PEE CEE COSMA SOPE LIMITED

FORM NO. MGT-12

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

Name of the Company : Pee Cee Cosma Sope Ltd
Registered office : Hall H1-H2, First Floor, Padam Plaza Plot No.5, Sector 16B,
Awaz Vikas Sikandra Yojna, Agra- 282007 Uttar Pradesh.

S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

i I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner : Tick (✓) on the appropriate box.

Sl. No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adoption of Audited Financial Statements for the financial year ended 31st March, 2024. (Ordinary Resolution)			
2.	Declaration of dividend @ 50 % on Equity Shares for the year ended 31st March, 2024. (Ordinary Resolution)			
3.	To appoint a Director in place of Shri Ankur Jain who retires by rotation and, being eligible, offers himself for re-appointment (Ordinary Resolution)			
4.	To ratify the remuneration of Cost Auditors for the financial year 2024-25 (Ordinary Resolution)			
5.	To re-appoint Shri Ankur Jain as Managing Director of the Company (Special Resolution)			
6.	To appoint Shri Nirbhay Mishra as an Independent Director of the Company (Special Resolution)			
7.	To appoint Smt Aanchal Jain as an Independent Director of the Company (Special Resolution)			
8.	To revise the remuneration structure of Sh. Mayank Jain (DIN:00112947), Wholetime Director			
9.	To revise the remuneration structure of Sh. Ankit Jain (DIN:05343684), Wholetime Director			

Date:

Place:

Signature of the Shareholder