

# **Panafic Industrials Ltd.**

Regd. Off: 23, II Floor, North West Avenue, Club Road,  
West Punjabi Bagh, New Delhi – 110026  
Ph.: 011-25223461, 25221200  
E-mail: [Panafic.industrials@gmail.com](mailto:Panafic.industrials@gmail.com)  
Website: [www.panaficindustrialsltd.com](http://www.panaficindustrialsltd.com)  
CIN: L45202DL1985PLC019746

To,  
Department of Corporate Services  
**BSE Limited**  
Reg Office: Floor-25  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001

**Scrip Code: 538860**

**Sub: Submission of Annual Report FY 2022-23**

**Ref: Regulation 34(1) of SEBI (LODR) Regulations, 2015**

Dear Sir(s),

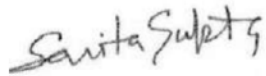
Pursuant to Regulation 34(1) of the SEBI (LODR) Regulations, 2015, we are pleased to enclose herewith copy of the Annual Report of the Company for the financial year 2022-23.

This is for your information and records please.

Thanking You,

Yours faithfully,

**For Panafic Industrials Limited**



**(Sarita Gupta)**  
**Managing Director**  
**DIN: 00113099**



**PANAFIC INDUSTRIALS  
LIMITED**

CIN: L45202DL1985PLC019746

**38<sup>TH</sup> ANNUAL REPORT**

*For Financial Year 2022-23*

**CORPORATE INFORMATION****BOARD OF DIRECTORS**

Ms. Sarita Gupta  
Managing Director  
DIN: 00113099

Mr. Sanjeev Kumar  
Non-Executive Independent Director  
DIN: 06625416

Ms. Renu  
Non-Executive Director  
DIN: 03572788

Mr. Shri Kishan Gupta  
Non-Executive Independent Director  
DIN: 08430379

**COMPANY SECRETARY & COMPLIANCE OFFICER**

Ms. Mohit Kaushik (w.e.f. 14.02.2023)  
Ms. Rinku Jha (Upto 14.02.2023)

**CHIEF FINANCIAL OFFICER**

Ms. Sarita Gupta

**STATUTORY AUDITORS**

SRDP & CO.  
Chartered Accountants  
508, Arunachal Building,  
19, Barakhamba Road,  
New Delhi – 110001

**SECRETARIAL AUDITOR**

Sheetal Bansal  
Company Secretaries  
3<sup>rd</sup> Floor, E-39, Pandav Nagar,  
Near Patparganj, New Delhi-110091

**REGISTRAR & TRANSFER AGENT**

Skyline Financial Services Private Limited  
D-153A, First Floor, Okhla Industrial Area, Phase-I,  
New Delhi-110020

**ANNUAL GENERAL MEETING**

Date: 30<sup>th</sup> September, 2023  
Time: 10.00 A.M.  
Day: Saturday  
Venue: 23, II<sup>nd</sup> Floor, North West Avenue, Club Road,  
West Punjabi Bagh, New Delhi-110026

**NAME OF THE STOCK EXCHANGES AT WHICH THE COMPANY'S SHARES ARE LISTED**

BSE Limited

**REGISTERED OFFICE**

23, II Floor, North West Avenue,  
Club Road, West Punjabi Bagh, New Delhi-110026

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**NOTICE**

**Notice** is hereby given that the Thirty-Seventh (38<sup>th</sup>) **Annual General Meeting** of the Members of **Panafic Industrials Limited** will be held on Saturday, **the 30<sup>th</sup> day of Septemebr, 2023** at **10.00 A.M.** at the registered office of the Company at 23, II<sup>nd</sup> Floor, North West Avenue, Club Road, West Punjabi Bagh, New Delhi-110026 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 31<sup>st</sup> March, 2023 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Renu (DIN: 03572788), who retires by rotation, and being eligible, offers herself for re-appointment.

**By Order of the Board  
For Panafic Industrials Limited  
Sd/-**

**Place: Delhi  
Date: September 6, 2023**

**Sarita Gupta  
Managing Director  
DIN: 00113099**

**NOTES:**

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 ("the Act"), relating to the Special Business(es) set out in the Notice to be transacted at the Meeting is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OR MEMBERS, AS THE CASE MAY BE, OF THE COMPANY. A BLANK PROXY FORM IS ENCLOSED. Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the commencement of the Meeting. Proxies submitted on behalf of companies, societies, partnership firms etc. must be supported by appropriate resolution/authority, as applicable, issued on behalf of the nominating organization. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. 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 [bansalsheetal965@gmail.com](mailto:bansalsheetal965@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
4. Members/Proxies and authorized representatives are requested to bring their duly completed Attendance Slip enclosed herewith. The route map showing directions to reach the venue of the Annual General Meeting is annexed.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members holding shares in physical mode are requested to take the benefits of dematerialization of their shares by approaching to any of the Depository Participants.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrars and Transfer Agent whose address is given below.  
Skyline Financial Services(P)Limited  
D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110020
8. All documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013, will be available for inspection at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting of the Company.
9. Pursuant to Section 72 of the Companies Act, 2013, read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, members holding shares in electronic/demat form may file nomination in the prescribed Form SH-13 (in duplicate) with the respective Depository Participant and in respect of shares held in physical form, the

nomination form may be filed with the Company's Registrar and Transfer Agent.

10. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 24<sup>th</sup> September, 2023 to Saturday, 30<sup>th</sup> September, 2023 (both days inclusive) in connection with AGM.

**ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:**

11. In accordance with, the General Circular No. 20/2020 dated May 05, 2020 issued by MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
12. Members may also note that the Notice of the Annual General Meeting and the Annual Report for FY2022-23 will also be available on the Company's website [www.panaficindustrialsltd.com](http://www.panaficindustrialsltd.com) and on the website of Stock Exchange i.e. BSE Limited for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send request to the Company's investor email id: [panafic.industrials@gmail.com](mailto:panafic.industrials@gmail.com).
13. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company at [panafic.industrials@gmail.com](mailto:panafic.industrials@gmail.com) along with the copy of the signed request letter mentioning the Folio Number, name and address of the Member, scan copy of share certificate (front and back), self-attested copy of the PAN card, and self-attested copy of any document (eg.: Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries/difficulties in registering the e-mail address, Members may write to [panafic.industrials@gmail.com](mailto:panafic.industrials@gmail.com)

**VOTING THROUGH ELECTRONIC MEANS:**

14. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard-2 on General Meeting and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services Ltd. (CDSL).
15. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
16. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on record date (cut-off date) i.e. 22<sup>nd</sup> September, 2023 are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
17. The remote e-voting period commences on 26<sup>th</sup> September, 2023 (9.00 am) and ends on 29<sup>th</sup> September, 2023 (5.00 pm).



The remote e-voting module shall be disabled by NSDL for voting. Once the vote on resolution is cast by the member, the member shall not be allowed to change it subsequently.

18. M/s Sheetal Bansal and Associates, Companies Secretaries, has been appointed as the Scrutiniser to scrutinise the e-voting process and voting through physical ballot at the venue of the AGM in a fair and transparent manner.
19. The results of voting shall be declared within 2 working days of the conclusion of the 38<sup>th</sup> Annual General Meeting. The results of voting so declared along with the Scrutinizer's Report shall be placed on the Company's Website ([www.panaficindustrialsltd.com](http://www.panaficindustrialsltd.com)), CDSL Website and shall also be communicated to the Stock Exchange, where the shares of the Company are listed.

20. **INSTRUCTIONS FOR MEMBERS FOR E-VOTING:**

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 26<sup>th</sup> September, 2023 and ends on 29<sup>th</sup> September, 2023. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22<sup>nd</sup> September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> <li>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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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 i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a

request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to

mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; panafic.industrials@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like 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 **Company email id at** panafic.industrials@gmail.com.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

**CONTACT DETAILS:-**

Company	Panafic Industrials Limited 23, IIInd Floor, North West Avenue, Club Road, West Punjabi Bagh, New Delhi - 110026
Compliance Officer	Sarita Gupta E-mail Id: panafic.industrials@gmail.com
Registrar & Share Transfer Agent	Skyline Financial Services(P)Limited D-153A, Ist Floor, Okhla Industrial Area, Phase-I, New Delhi – 110020
Agent e-voting Agency	Central Depository Services (India) Limited E-mail ID: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> Ph: 022-22723333/8588
Scrutinizer	M/s Sheetal Bansal & Associates Practicing Company Secretaries <a href="mailto:bansalsheetal965@gmail.com">bansalsheetal965@gmail.com</a>

**Details of Directors seeking appointment/re-appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of the Listing Regulations)**

<b>Name of Directors</b>	<b>Mrs. Renu</b>
Date of Birth (age)	1 <sup>st</sup> March 1981
Date of Appointment	30/09/2014
Qualifications	MBA
Relationship between Directors inter-se	None
Expertise in specific functional area	Rich experience in Marketing Sector
Directorships held in other Public Companies (excluding Foreign, Private and Section 8 Companies)	1(One) IRIS COMPUTERS LIMITED
Memberships / Chairmanships of Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee)	-
No. of shares held in the Company	Nil



## ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	PAN	USER ID	NO. OF SHARES

-----Tear Here-----

## ATTENDANCE SLIP

Venue of the Meeting: 23, 11<sup>th</sup> Floor, North West Avenue, Club Road, West Punjabi Bagh, New Delhi-110026

Date and Time: 30<sup>th</sup> September, 2023 at 10:00 A.M.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.	
No. of shares held	
Whether the member is attending the meeting in person or by proxy or by authorized representative.	
Name of the proxy (to be filed in if proxy attends instead of the member).	

*\*Applicable for investors holding shares in Electronic form.*

I certify that I am a registered Shareholders/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the 38<sup>th</sup> Annual General Meeting of the Company held on Saturday, the 30<sup>th</sup> day of September, 2023 at 10.00 am at 23, 11<sup>th</sup> Floor, North West Avenue, Club Road, West Punjabi Bagh, New Delhi-110026.

**Signature of the Member/Proxy**

**(To be signed at the time of handing over the slip)**

**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: **L45202DL1985PLC019746**

Name of the Company: **Panafic Industrials Limited**

Venue of the Meeting: **23, II<sup>nd</sup> Floor, North West Avenue, Club Road, West Punjabi Bagh, New Delhi – 110026.**

Date and Time: **30<sup>th</sup> September, 2023 at 10:00 A.M.**

I/We, being the member(s) of .....shares of the above named company, hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the 38<sup>th</sup> Annual General Meeting of the Company to be held on 30<sup>th</sup> September, 2023 at 10.00 A.M. at 23, II<sup>nd</sup> Floor, North West Avenue, Club Road, West Punjabi Bagh, New Delhi – 110026 and at any adjournment thereof) in respect of such resolutions as are indicated below:

1. Name: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 E-mail ID: \_\_\_\_\_  
 Signature: \_\_\_\_\_, or failing him/her

2. Name: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 E-mail ID: \_\_\_\_\_  
 Signature: \_\_\_\_\_, or failing him/her

3. Name: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 E-mail ID: \_\_\_\_\_  
 Signature: \_\_\_\_\_, or failing him/her

\*\* I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

S. No.	Resolution	Number of shares held	For	Against
<b>ORDINARY BUSINESS:</b>				
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2023 together with the Reports of the Board of Directors and Auditors thereon.			

2	To appoint a Director in place of Mrs. Renu Gupta (DIN: 03572788), who retires by rotation, and being eligible, offers himself for re-appointment.			
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Signature of shareholder .....

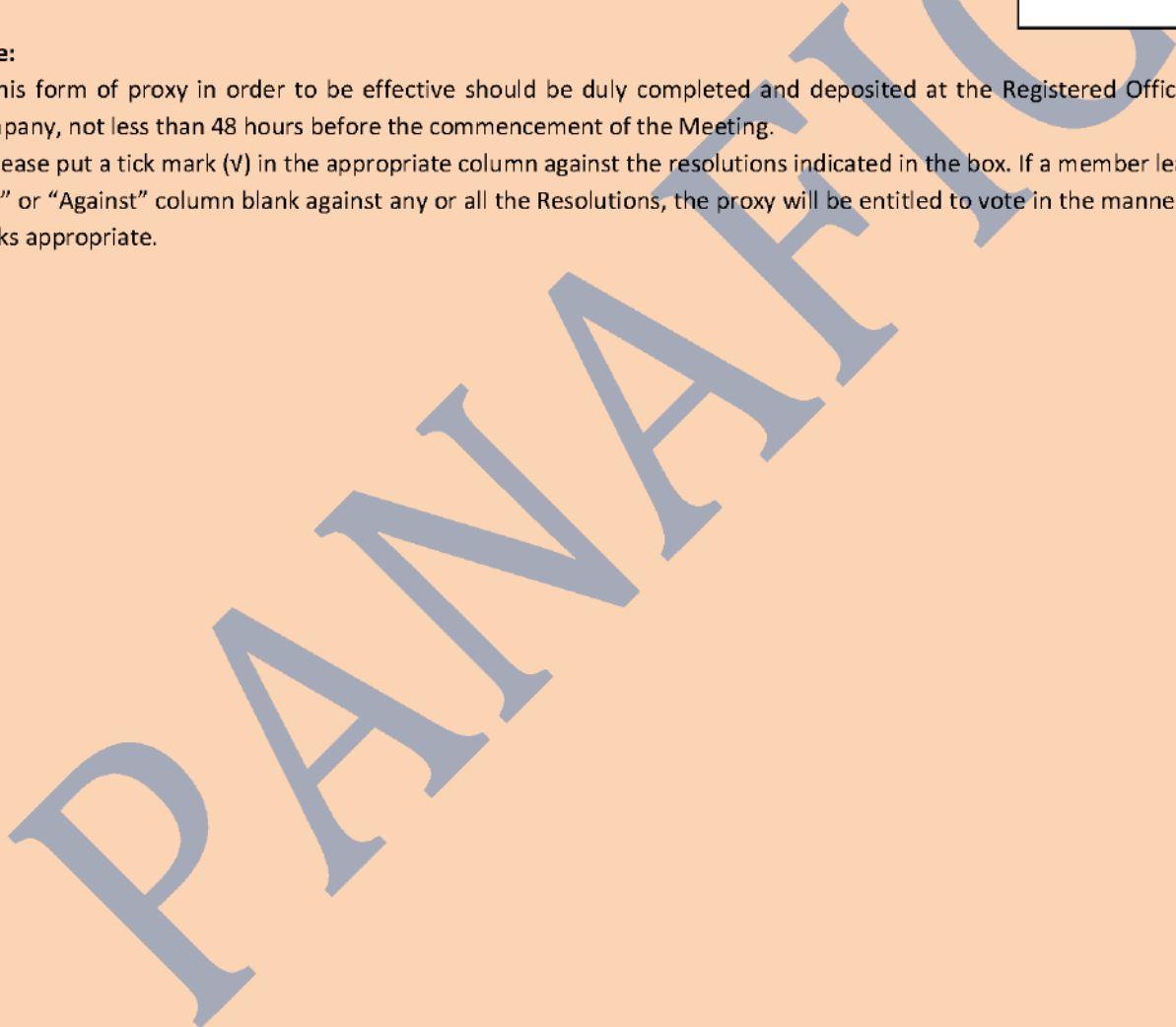
Signature of Proxy holder(s) .....

Signed this ..... Day of ..... 2023

Affix One  
Rupee  
Revenue  
Stamp

**Note:**

- a. 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.
- b. Please put a tick mark (v) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate.



**Form No. MGT-12****Polling Paper**

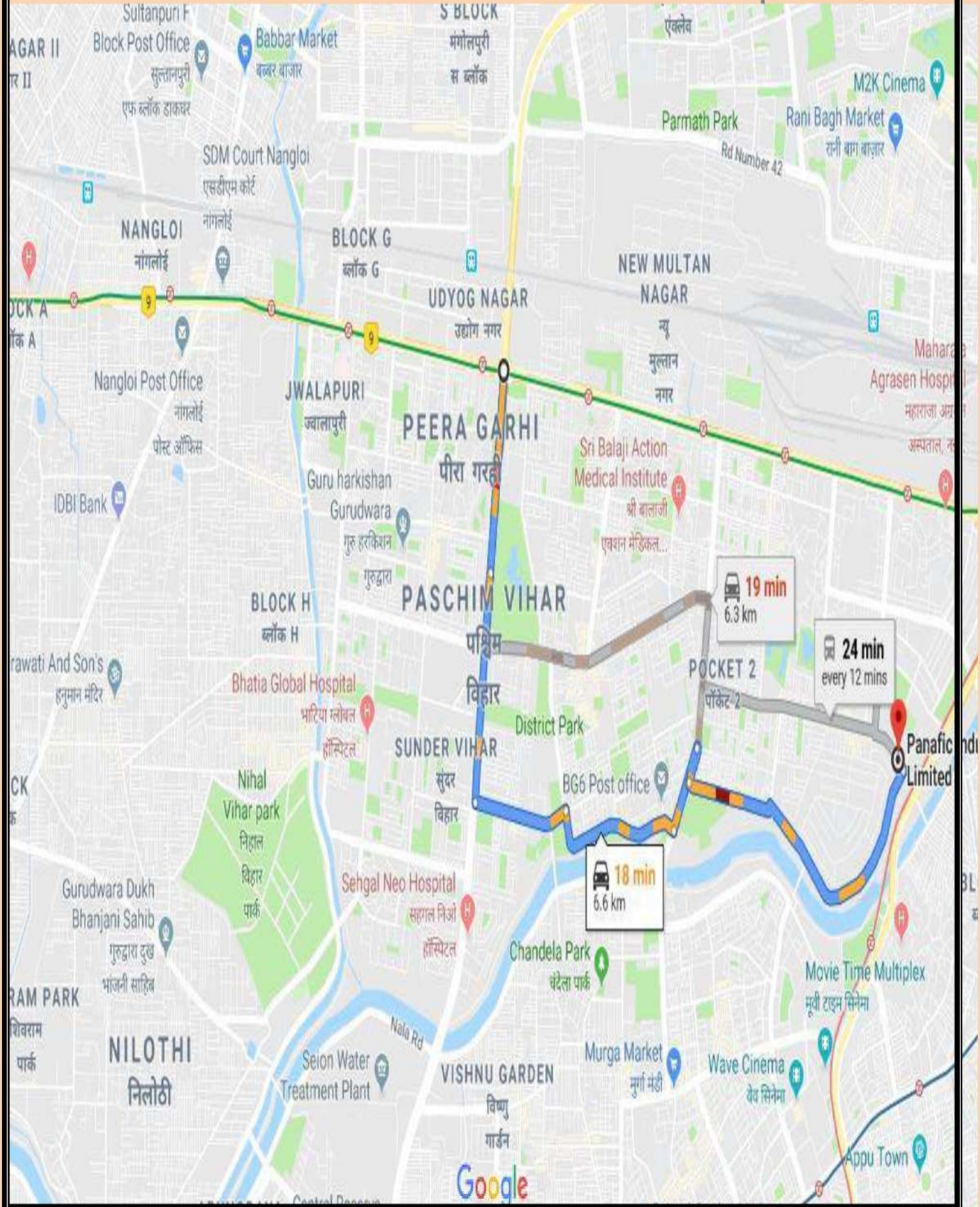
[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: Panafic Industrials Limited		
Registered Office: 23, IInd Floor, North West Avenue, Club Road, West Punjabi Bagh, Delhi-110026		
CIN: L45202DL1985PLC019746		
BALLOT PAPER		
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	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2023 together with the Reports of the Board of Directors and Auditors thereon			
2.	To appoint a Director in place of Mrs. Renu Gupta (DIN: 03572788), who retires by rotation, and being eligible, offers himself for re-appointment.			





**BOARD'S REPORT**

To the Members,

Your Directors are pleased to present the 38<sup>th</sup> Annual Report together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2023.

**FINANCIAL RESULTS**

The Company's financial performance for the year ended 31<sup>st</sup> March, 2023 is summarized below:

(in Rs.)

Particulars	For the Year Ended	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Total Revenue	71,75,815	2,16,86,791
Total Expenses	54,65,252	67,81,932
Depreciation/Provisions	1,01,692	1,56,1571
Profit/(Loss) Before Tax	17,10,563	1,49,04,860
Exceptional and extraordinary items	0	0
Provision for Taxation	6,43,375	25,14,135
<b>Profit/(Loss) After Tax</b>	<b>10,67,188</b>	<b>1,23,90,724</b>
<b>Paid up Equity Capital</b>	<b>82,125,000</b>	<b>82,125,000</b>

**PERFORMANCE OF THE COMPANY**

During the year under review, Company has earned revenue from Operation Rs. 71,75,815 in comparison to last year revenue of Rs. 2,16,86,791. This year Company has earned a Profit after tax of Rs. 10,67,188 in comparison to last year Profit of Rs. 1,23,90,724.

**CHANGE IN THE NATURE OF BUSINESS**

During the financial year under review, no changes have occurred in the nature of the Company's business.

**DIVIDEND**

Your directors did not recommend any dividend for the financial year 2022-23.

**TRANSFER TO RESERVE**

The Company transferred an amount of Rs. 94,74,265/- to the General Reserve for the Financial Year ended 31<sup>st</sup> March, 2023.



**PUBLIC DEPOSITS**

During the year under review, your Company has not invited or accepted any deposits. There are no unpaid or unclaimed deposits as on the date with the Company.

**CHANGE IN THE NATURE OF BUSINESS**

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

**CHANGES IN THE SHARE CAPITAL**

The Paid-up Equity Share Capital of the Company as on 31<sup>st</sup> March, 2023 was Rs. 8,21,25,000 comprising of 8,21,25,000 Equity Shares of Re.1/- each. During the year under review, the Company has not issued any fresh shares.

**MATERIAL CHANGES AND COMMITMENT – IF ANY, AFFECTING FINANCIAL POSITION OF THE COMPANY FROM THE END OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT:**

There has been no material change and commitment, affecting the financial performance of the Company which occurred between the end of the financial year of the Company to which the financial statements relate and the date of this Report.

**SUBSIDIARIES/JOINT VENTURES/ASSOCIATES**

The Company does not have any Subsidiary/Joint Venture/Associate Company for the year ended on 31<sup>st</sup> March, 2023.

**DIRECTORS' RESPONSIBILITY STATEMENT**

The Board of Directors hereby confirms and accepts the responsibility for the following in respect of the Audited Annual Accounts for the financial year ended March 31, 2023:

- i. That in the preparation of the annual accounts for the financial year ending 31<sup>st</sup> March, 2023, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. That the directors 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 of the Company for that period;
- iii. That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The Directors have prepared the annual accounts of Company on a 'going concern' basis.
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**DISCLOSURE ON COMPLIANCE WITH SECRETARIAL STANDARDS**

Your Directors confirm that the Secretarial Standards issued by the Institute of Company Secretaries of India, have been complied with.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL**❖ **Board of Directors**

None of the Directors of the Company are disqualified under the provision of Section 164 and 165 of the Companies Act, 2013 as applicable on the date of this Board's Report.

*As on date of this report, the composition of Board is as follows:*

S. No.	Name of the Director	DIN	Designation	Date of Appointment
1.	Mrs. Sarita Gupta	00113099	Executive Managing Director	30/09/2014
2.	Ms. Renu	03572788	Non-Executive Director	30/09/2014
3.	Mr. Sanjeev Kumar	06625416	Non-Executive Independent Director	09/07/2013
4.	Mr. Shri Kishan Gupta	08430379	Non-Executive Independent Director	24/04/2019

**Appointment**

During the year under review, no Director was appointed.

**Re-appointment**

Further, the Company wished for the re-appointment Ms. Renu Gupta (DIN: 03572788), who retires by rotation in our ensuing 38<sup>th</sup> Annual General Meeting as per the requirement of Section 152(6) of the Companies Act, 2013 and being eligible to offer herself for re-appointment.

**Resignation**

During the financial under 2022-23 no director was resigned.

**Key Managerial Personnel**

Following officials are appointed as the Key Managerial Personnel ("KMP") of the Company.

**Company Secretary & Compliance Officer**

**Ms. Rinku Jha has been resigned from the post of Company Secretary & Compliance Officer of the Company w.e.f. 14<sup>th</sup> February, 2023.**

Ms. Mohit Kaushik is appointed as a Company Secretary and Compliance Officer of the Company w.e.f. 14<sup>th</sup> February, 2023.

**DECLARATION BY INDEPENDENT DIRECTORS**

Mr. Sanjeev Kumar and Mr. Shri Kishan Gupta, Independent Directors of the Company have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2016 read with relevant rules thereto.

**BOARD AND COMMITTEE MEETINGS****BOARD MEETINGS**

Regular meetings of the Board are held at least once in a quarter, inter-alia, to review the quarterly results of the Company. Additional Board meetings are convened, as and when required, to discuss and decide on various business policies, strategies and other businesses. The Board meetings are held at the registered office of the Company.

During the year under review, Board of Directors of the Company met 6 times, viz, 30<sup>th</sup> May, 2022, 1<sup>st</sup> July, 2022, 13<sup>th</sup> July, 2022, 13<sup>th</sup> August, 2022, 14<sup>th</sup> November, 2022, 14<sup>th</sup> February 2023

**DIRECTORS ATTENDANCE RECORD AND DETAILS OF DIRECTORSHIPS HELD**

Name of the Directors	No. of Board Meetings attended during Financial Year 2022-23	Whether Previous AGM attended or not	No. of other Directorship in other Public Companies*
Mrs. Sarita Gupta	6	Yes	1
Mr. Shree Kishan Gupta	6	Yes	Nil
Mr. Sanjeev Kumar	6	Yes	Nil
Ms. Renu	6	Yes	1

**COMMITTEE MEETINGS****A) Audit Committee**

The Company has formed audit committee in line with the provisions Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. Audit Committee meeting is generally held one in quarter for the purpose of recommending the quarterly/half yearly/yearly financial results and the gap between two meetings did not exceed on hundred and twenty days. Audit Committee met 6 times, viz, 30<sup>th</sup> May, 2022, 1<sup>st</sup> July, 2022, 13<sup>th</sup> July, 2022, 13<sup>th</sup> August, 2022, 14<sup>th</sup> November, 2022, 14<sup>th</sup> February 2023

The composition of the Committee and the details of meetings attended by its members are given below:-

S. No.	Name of the Director	Designation	Number of meetings during the financial year 2022-23	
			Held	Attended
1.	Mrs. Sarita Gupta	Member	6	6

2.	Mr. Shree Kishan Gupta	Member	6	6
3.	Mr. Sanjeev Kumar	Chairman	6	6

**B) Nomination and Remuneration Committee**

The Company has formed Nomination and Remuneration Committee in line with the provisions Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulations. Nomination and Remuneration Committee meetings are generally held for identifying the person who is qualified to become Directors and may be appointed in senior management and recommending their appointment and removal. During the year under review, committee met two times 1<sup>st</sup> July 2022 and 14<sup>th</sup> November, 2022.

The composition of the Committee and the details of meetings attended by its members are given below:-

S. No.	Name of the Director	Designation	Number of meetings during the financial year 2022-23	
			Held	Attended
1.	Mr. Shree Kishan Gupta	Member	2	2
2.	Mr. Sanjeev Kumar	Chairman	2	2
3.	Mrs. Sarita Gupta	Member	2	2

**C) Shareholder's/ Investor Grievance Committee**

The Company has constituted Stakeholder's Relationship Committee mainly to focus on the Redressal of Shareholders'/Investors' Grievances, if any, like Transfer/ Transmission/ Demat of Shares, Loss of Share Certificates, Non-receipt of Annual Report, Dividend Warrants, etc. During the year under review, Stakeholder's Grievance & Relationship Committee met four times 5<sup>th</sup> April, 2022, 13<sup>th</sup> July, 2022, 19<sup>th</sup> October, 2022 and 5<sup>th</sup> January, 2023.

The composition of the Committee and the details of meetings attended by its members are given below:-

S. No.	Name of the Director	Designation	Number of meetings during the financial year 2022-23	
			Held	Attended
1.	Mrs. Sarita Gupta	Member	4	4
2.	Mr. Sanjeev Kumar	Chairman	4	4
3.	Mr. Ankur Sharma	Member	4	4

**EXTRAORDINARY GENERAL MEETING**

No Extra Ordinary General Meeting was held during the year 2022-23.

**COMPANY'S POLICY RELATING TO DIRECTORS' AND KMP'S APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The Company's policy relating to appointment of Directors and KMP, payment of Managerial remuneration, Directors' qualification, positive attributes, independence of directors and other related matters has been devised as per the provisions given under Section 178(3) of Companies Act, 2013.

#### **CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF A DIRECTOR**

##### **1. Qualifications of Independent Directors**

An Independent director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, operations or other disciplines related to the company's business.

##### **2. Positive attributes of Independent Directors**

An independent director shall be a person of integrity, who possesses relevant expertise and experience and who shall uphold ethical standards of integrity and probity; act objectively and constructively; exercise his responsibilities in a bona-fide manner in the interest of the company; devote sufficient time and attention to his professional obligations for informed and balanced decision making; and assist the company in implementing the best corporate governance practices.

##### **3. Independence of Independent Directors**

An Independent director should meet the requirements of the Companies Act, 2013 and Listing Regulations concerning independence of directors.

#### **INDEPENDENT DIRECTORS DECLARATION**

The Company has received the necessary declaration from each ID in accordance with Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **CERTIFICATE BY PRACTICING COMPANY SECRETARY**

The Company has received certificate from Ms. Sheetal Bansal, Proprietor of Sheetal Bansal & Associates, Practising Company Secretaries, confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/ Ministry of Corporate of Affairs or any such authority. The certificate is attached as "ANNEXURE A".

#### **ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND OF DIRECTORS**

In line with the requirement of Regulation 25(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an Annual Evaluation of its own performance, performance of the Directors and the working of its Committees based on the evaluation criteria defined by Nomination and Remuneration Committee (NRC) for performance evaluation process of the Board, its Committees and Directors.

The Board's functioning was evaluated on various aspects, including inter-alia the Structure of the Board, Meetings of the Board, Functions of the Board, Degree of fulfillment of key responsibilities, Establishment and delineation of responsibilities to various Committees, Effectiveness of Board Processes, information and functioning.

The Committees of the Board were assessed on the degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings. The Directors were evaluated on aspects such as attendance, contribution at Board/Committee Meetings and guidance/support to the Management outside Board/Committee Meetings.

The performance assessment of Non-Independent Directors, Board as a whole and the Chairman were evaluated in a separate meeting of Independent Directors. The same was also discussed in the meetings of NRC and the Board. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

#### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has put in place an adequate internal control system to safeguard all assets and ensure operational excellence. The system also meticulously records all transaction details and ensures regulatory compliance. It also has a team of internal auditors to conduct internal audit. Audit firms also ensure that all transactions are correctly authorised and reported. The reports are reviewed by the Audit Committee of the Board. Wherever deemed necessary, internal control systems are strengthened and corrective actions initiated.

#### **REPORTING OF FRAUDS**

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of the Act and the rules made thereunder.

#### **RELATED PARTY TRANSACTIONS**

Details of related party transactions that were entered into during the financial year, if any under the provisions of Section 188 of the Companies Act, 2013 are given in the Financial Statements. There are no materially significant related party transactions made by the company which may have potential conflict with the interest of the Company at large and thus disclosures as required under Section 134(3)(h) read with Rule 8(2) of the Companies (Accounts) Rules, 2014, is not required in Form AOC 2 as specified under the Companies Act, 2013.

All Related Party Transactions are placed before the Audit and Risk Management Committee for approval as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of foreseen and repetitive nature. The transactions entered into pursuant to such omnibus approval so granted are audited and a statement giving details of all related party transactions is placed before the Audit and Risk Management Committee on a quarterly basis.

#### **CORPORATE GOVERNANCE**

Since the paid up capital of the company is less than Rs.10 Crores and the net worth of the Company is less than Rs.25 Crores, the provisions of Regulations 17,18,19,20,21,22,23,24,25,26,27, and clauses (b) to (i) of sub-regulation 2 of



Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, are not applicable to the Company, hence corporate governance report has not been enclosed to directors report.

#### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

##### **(i) Annual overlook and outlook**

It has been a challenging year with several macro headwinds encompassing industrial, infrastructure and real estate market. Slow economic activity and liquidity challenges impacted the overall demand scenario in the industry.

Later part of the year also witnesses an unpredictable outbreak of corona virus sending global economic into tizzy affecting overall economy. Complete lockdown affect the supply chains and consumer sentiments. These disruptions impacted the overall performance of the Company for the year. We are confident to lead the recovery in a shorter period after post pandemic phase and strive to sustain profitable growth.

##### **(ii) Industry Structure and Developments:**

Capital Market is dependent on various external factors beyond the control of the Management. Factors like economy, Industrial Growth, Level of Export, Political Scenario, Reform initiatives of the Government. The participants having any dealing with Capital Market are affected directly by the movement in the market.

##### **(iii) Opportunities & Threats:**

The biggest opportunity for the Indian financial system today is the Indian consumer. Demographic shifts in terms of income levels and cultural shifts in terms of lifestyle aspirations are changing the profile of the Indian consumer. Your Company being an investment Company seeks opportunities in the capital market. The volatility in stock indices in the financial year under report represents both an opportunity and challenge for the Company. Further the impact of stress in the NBFC sector spills over to this year as well, it may lead to lower credit off take from NBFCs, which may dampen growth in consumption spending. The most significant threat for any lending activity is to constantly exhibit operational excellence and contain the loss and mitigate the risks.

Currently the biggest threat is COVID 19 and its impact. It is expected that overall NBFC business will be severely affected which would result to the turning of loan into NPA.

##### **(iv) Future Outlook:**

NBFCs are facing liquidity crisis and that coupled with increasing stress in the corporate segment warrants caution. In fact many corporates were dragged to NCLT under Insolvency and Bankruptcy Code which clearly manifests the stress the corporates are facing. Further, improvements in the capital markets may also positively impact the finance and investment companies. However, the continued deterioration in assets quality and NPA'S are haunting the finance companies.

##### **(v) Risks & concerns:**

In the normal course of business, finance and investment companies are exposed to various risks, namely, Credit Risk, Market Risk and Operational Risk, besides other residual risks such as Liquidity Risk, Interest Rate Risk, Strategic Risk, etc., any company which is in the business of lending, the entire proposition of the Company (providing finance to various segments of the economy) is on the fundamentals of managing the risk rather than avoiding it. Further the risk of market

fluctuations will be a major risk associated with the company.

**(vi) Internal Control:**

The company has in place adequate internal financial control system. The Company's internal control systems, including internal financial controls, are commensurate with the nature of its business and the size and complexity of its operations and same are adequate and operating effectively. The Audit Committee reviews adequacy and effectiveness of the Company's internal control system including internal financial control. Your company has taken proper care for the maintenance of adequate accounting records as required by various statutes.

**(vii) Financial performance:**

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

**(viii) Human Resources:**

The current activities of the Company may not require significant human resource, however to the extent possible requisite personnel have been engaged to take care of organization need of human resources. Accordingly, your Company attributes importance to human resource development activities.

**(ix) Cautionary Statement:**

The statements in this Management Discussion and Analysis describing the Company's objects, projections, estimates, expectations may be construed as "forward-looking" statements within the meaning of applicable securities laws and regulations and such forward looking statements involve risks and uncertainties. Actual results may differ materially from those expressed in this statement. Important factors that could influence the Company's operations include fluctuations in the capital markets, repayments by the borrowers, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations. The Company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new information, future events, or otherwise. Readers are cautioned not to place undue reliance on these forward looking statements.

## AUDITORS

### Statutory Auditors

M/s SRDP & Co., has consented to act as statutory auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of 37<sup>th</sup> AGM till the conclusion of the 42<sup>nd</sup> AGM and given a certificate in accordance with Section 139, 141 and other applicable provisions of the Act to the effect that their appointment, if made, shall be in accordance with the conditions prescribed and that they are eligible to hold office as Statutory Auditors of the Company. As required under Regulation 33 of the Listing Regulations, Statutory Auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

Necessary resolution and explanation thereto have been provided in the AGM notice seeking approval of members.

There are no qualifications, reservations or adverse remarks made by erstwhile Statutory Auditors, in their Report.

### Auditor's Observation

The existing Statutory Auditors does not contain any qualification, reservation and adverse remarks in their report.

**Secretarial Auditors**

The Board has appointed Ms. Sheetal Bansal, Practicing Company Secretary, to conduct Secretarial Audit for the FY 2022-23. The Secretarial Audit Report for the Financial Year ended 31<sup>st</sup> March, 2023 is at “Annexure B”.

The said report does not contain any qualification, reservation and adverse remarks.

**Internal Auditor**

The Companies Act, 2013 has mandated the appointment of Internal Auditor in the Company. Accordingly, the Company has appointed Mr. Vijay Kataria, Chartered Accountant, having ICAI Membership No. 534458 as an Internal Auditor of the Company.

**Cost record and cost audit**

Maintenance of cost records and requirement of cost audit as prescribed under the provision of Section 148(1) of the Companies Act 2013 are not applicable for the business activities carried out by the Companies.

**REPORTING OF FRAUD BY AUDITOR**

During the year under review, neither the statutory auditor nor the Secretarial auditor reported to the audit committee, under section 143(12) of the companies Act, 2013, any instant of fraud committed against the company by its officers or employees the details of which would need to be mentioned in the Board's report.

**RISK MANAGEMENT**

The Company does not have any formal Risk Management Policy as the elements of risk threatening the company are very minimal. However, on discretionary basis the Company has constituted the Risk Management Committee to cope up with adequate processes and procedures in place to mitigate risks of various kinds, if any, but as no such matter comes before the Board till date, no meeting held as such.

**PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS IN SECURITIES**

Pursuant to section 186 (11) of the Companies Act, 2013 ('Act'), the provisions of section 186(4) of the Act requiring disclosure in the financial statement of the full particulars of the loans made and guarantees given or securities provided by a Non-Banking Financial Company in the ordinary course of its business and the purpose for which the loan or guarantee or security is proposed to be utilised by the recipient of the loan or guarantee or security are exempted from disclosure in the Annual Report.

Disclosure of Investment is also exempt for investment made, in respect of investment or lending activities, by a non-banking financial company registered under Chapter III-B of the Reserve Bank of India Act, 1934 and whose principal business is acquisition of securities under section 186(11).

**FIXED DEPOSITS**

The Company has not accepted deposit from public during the year and there was no deposit outstanding on 31<sup>st</sup> March, 2023.

**HUMAN RESOURCE DEVELOPMENT**

The Company believes that its people are the key differentiators, especially in the current knowledge driven, competitive and global business environment. Adapting work culture to suit the dynamic balancing of people requirements is an ongoing process. The Board of Directors of your company would like to place on record their sincere appreciation for the efforts and contribution made by all the employees of the Company in realizing the targeted projects of the Company. Your Directors take this opportunity to thank all employees for rendering impeccable services to every constituent of Company, customers and shareholders.

**POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORK PLACE**

The provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder are not applicable to the Company.

**WHISTLE BLOWER POLICY/VIGIL MECHANISM**

1. The Company have promoted ethical behaviour in all its business activities and has established a vigil mechanism for Directors and Employees to report their genuine concerns.
2. The Vigil Mechanism as envisaged in the Companies Act, 2013 and the Rules prescribed is implemented through the Whistle Blower Policy, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee.
3. As per the Whistle Blower Policy implemented by the Company, the Employees are free to report illegal or unethical behaviour, actual or suspected fraud or violation of the Company's Codes of Conduct or Corporate Governance Policies or any improper activity to the Chairman of the Audit Committee of the Company or Chairman of the Company.
4. The Whistle Blower Policy provides for protected disclosure and protection to the Whistle Blower. Under the Whistle Blower Policy, the confidentiality of those reporting violation(s) is protected and they are not subject to any discriminatory practices.

The Whistle Blower Policy has been appropriately communicated within the Company and has also been hosted on the website of the Company [www.panaficindustrialsltd.com](http://www.panaficindustrialsltd.com). No personnel have been denied access to the Audit Committee.

**POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The Company does not have developed and implemented any corporate social responsibility initiatives as the said provisions are not applicable to the Company.

**ANNUAL RETURN**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return of the Company is available on the Company's website on [www.panaficindustrialsltd.com](http://www.panaficindustrialsltd.com)

**PARTICULARS OF EMPLOYEES AND REMUNERATION**

None of the Employees of the Company was in receipt of remuneration, which was more than the limits as prescribed under Section 197 of the Companies Act, 2013 read with the Companies (Particulars of Employees) Rules, 1975 and hence no particulars are required to be disclosed in this Report.

**PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE**

Since the Company does not own any manufacturing facility, the other particulars relating to conservation of energy and technology absorption stipulated in the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 are not applicable. Apart from that, there were no foreign exchange earnings or outgo of the company during the year under report.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no significant or material orders which were passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's Operations in future.

**Suspension of Securities of the Company**

The securities of the Company have not been suspended from trading in any of the stock exchanges.

**Financial Year**

The Company follows the financial year commence from April 1 and ends on March 31 of subsequent year.

**Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) and their status**

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

**Details of difference between amount of the Valuation done at the time of One Time Settlement and the Valuation done while taking loans from the Banks or Financial Institution alongwith the reasons thereof**

There are no such events occurred during the period from April 01, 2022 to March 31, 2023, thus no valuation is carried out for the one-time settlement with the Banks or Financial Institutions.



**APPRECIATION**

Your Directors wish to take this opportunity to offer sincere appreciation and acknowledge with gratitude the support and co-operation extended by the clients, vendors, bankers, registrar and share transfer agent, business associates, financial institutions, media and their agencies and look forward to their continued support and assistance. We place on record our appreciation of the contribution made by our employees at all levels. We look forward for such continued hard work, solidarity, cooperation and support.

The Board of Directors also wishes to place on record its gratitude for the faith reposed in the Company by the Securities and Exchange Board of India, the Reserve Bank of India and the Government of India.

**For and on behalf of the Board of Directors  
M/s Panafic Industrials Limited**

**Sd/-  
Sarita Gupta  
Director  
DIN: 00113099  
D-158, Pushpanjli Enclave,  
Pitam Pura, Delhi- 110034**

**Sd/-  
Renu  
Director  
DIN: 03572788  
H-3/197, Kuwar Singh Nagar, Najafgarh  
Road, Nangloi, Delhi-110041**

**Place: Delhi  
Date: 06<sup>th</sup> September, 2023**



## ANNEXURE-A

## CERTIFICATE PERTAINING TO 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  
**Panafic Industrials Limited ("the Company")**  
23, II<sup>nd</sup> Floor, North West Avenue, Club Road,  
West Punjabi Bagh, New Delhi-110026

We, Sheetal Bansal & Associates., have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Panafic Industrials Limited having CIN L45202DL1985PLC019746 and having registered office at **23, II<sup>nd</sup> Floor, North West Avenue, Club Road, West Punjabi Bagh, New Delhi-110026** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications **(including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in))** as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name Of Director	DIN	Date of Appointment in Company
1.	Sarita Gupta	00113099	30/09/2014
2.	Renu	03572788	30/09/2014
3.	Shree Kishan Gupta	08430379	24/04/2019
4.	Sanjeev Kumar	06625416	09/07/2013

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 Sheetal Bansal & Associates.**  
Company Secretary  
Sd/-

Sheetal Bansal  
Proprietor  
C.P. No. 22284  
UDIN: A038208E000961064

Annexure-B

Form No. MR.-3

**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023**  
**(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

**To****The Members****Panafic Industrials Limited****23, II Floor, North West Avenue, Club Road,****West Punjabi Bagh, New Delhi-110026**

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

Based on Company's books, papers, minutes books, forms and returns filed and other records maintained by the company as given in **Annexure A** and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2023 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 manner and subject to the reporting made hereinafter.

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2023 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- ii. The Securities Contracts (Regulations) Act, 1956 (SCRA) and the rules made thereunder;
- iii. The Depository 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. Reserve Bank of India Act, 1934
- vi. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- a. Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015;  
**During the year under review, the Company has filed its quarterly, half yearly and yearly returns as required under regulation 7, 13, 27, 30, 31, 34, 40, 55A, 44 and other applicable regulation with BSE. The Company has disclosed the relevant material facts and events to the Stock Exchange in time.**
- b. Securities and Exchange Board of India (Secretarial Acquisition of Shares and Takeovers) Regulations, 2015;  
**During the year under review, the Company has not received any communication for substantial Acquisition of Shares and takeovers of the Company.**
- c. Securities and exchange Board of India (Share Based Employee Benefits) Regulations, 2014;  
**During the year under review, the Company has not issued any shares / securities to its employee.**
- d. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and redeemable Preference Shares) Regulation, 2013;  
**During the year under review, the Company has not issued any Non-Convertible and redeemable Preference Shares.**
- e. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;  
**During the year under review, the Company has received declaration from the Promoters, Directors and Senior Managerial Personnel as required regarding the holding of Company securities and there was no trading in the securities of the Company by the Promoters, Directors and Senior Managerial Personnel.**
- f. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;  
**During the year under review, the Company has not issued any securities.**
- g. Securities and Exchange Board of India (Issue & Listing of Debt Securities) Regulation, 2008  
**During the year under review, the Company has not issued any debt securities.**
- h. The Securities and Exchange Board of India (Employee Stock Option Scheme and employee Stock Purchase Scheme) Guidelines, 1999  
**During the year under review, the Company has not issued any shares /options to Directors/employees under the said guidelines/ Regulations); and**
- i. Securities and Exchange Board of India (Buyback of Securities) Regulation, 2018  
**During the year under review, the Company has not brought back any of its securities.**
- j. Other Law as applicable specifically to the Company as identified by the management, that is to say:
  - a) Factories Act, 1948
  - b) Minimum Wages Act, 1948
  - c) Employees 'Provident Funds and miscellaneous Provisions Act, 1952
  - d) Payment of Bonus Act, 1965
  - e) Employees' State Insurance Act, 1948
  - f) Payment of Gratuity Act, 1972
  - g) Industrial Disputes Act, 1947

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.

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

The Company received Notices from SEBI, passed in respect of Non Compliance under regulation 13(3), Regulation 31 and Regulation 33 of SEBI (LODR) Regulations, 2015. Payment of penalties imposed by SEBI have been paid by the Company.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors during the period under review.

Adequate Notice is given to all the Directors to schedule the Board Meeting, agenda and detailed notes on agenda were sent at least seven days in advance and a system exist for seeking and obtained further information and clarification 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.

We further report that there are adequate systems and process 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, as per the representation made by the management, during the audit period the company has not carried on any specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above.

**For Sheetal Bansal & Associates**

Sd/-

**Sheetal Bansal**

**Company Secretary**

**Proprietor**

**C.P. No. 22284**

**UDIN: A038208E000961042**

**Date: 06<sup>th</sup> September, 2023**

**Place: Delhi**

**Annexure 1****To****The Members****Panafic Industrials Limited****23, II Floor, North West Avenue, Club Road,****West Punjabi Bagh, New Delhi-110026**

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 processes as we were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial records. The Verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. We have not checked the compliances of general law applicable to the Company.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. 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.
7. The Secretarial Audit Report 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 Sheetal Bansal & Associates****Sd/-****Sheetal Bansal****Company Secretary****Proprietor****C.P. No. 22284****UDIN: A038208E000961042****Date: 06<sup>th</sup> September, 2023****Place: Delhi**





## **Independent Auditor's Report**

### **To the Members of Panafic Industrials Limited Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of Panafic Industrials Limited (the 'Company'), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flow for the year then ended, and 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 accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of affairs of the Company as at 31 March 2023, and its profit (financial performance 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 statement in accordance with the Standards on Auditing 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 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.

#### **Key Audit Matters**

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

#### **Other Information**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial



statements and our auditor's report thereon. The 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 in the audit, or otherwise appears to be materially misstated.

When we read the Company's Annual Report ,if, based on the work we have performed, we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company's management and Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) . This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors is also 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 Standards on Auditing will always detect 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 Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i. 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.

ii. Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for explaining our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

iv. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

v. 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.

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

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

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

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

1) The Company has not paid any managerial remuneration during the year, hence, the provisions of and limits laid down under Section 197 read with Schedule V to the Act are not applicable.

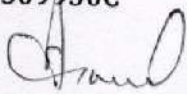
2) As required by the Companies (Auditor's Report) Order, 2016 (the 'Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the **Annexure**, a statement on the matters specified in paragraphs 3 and 4 of the Order.

3) Further to our comments in Annexure 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.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid 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 March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting. g) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- (i) The Company has disclosed the impact of pending litigations on its financial position in the financial statements- Refer note no 35 of the financial statements;
- (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- (iii) There has been no amount which was required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2023;
- (iv) The disclosure in the financial statements regarding holding as well as dealing in specified bank notes during the period from 08 November 2016 to 30 December 2016 have-not been made in the since they do not pertain to the financial year ended 31 March 2023.

**FOR SRDP & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 509930C**





**Sudhir Kumar Agarwal**  
**PARTNER**  
**M.No 088583**

Place: New Delhi

Date :: 30.05.2023

UDIN: 230 88583 B4 X JFL 7761



**“Annexure A” to the Independent Auditor’s Report**

**(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Member of Panafic Industrials Limited of even date)**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
(b) The Company has a regular programmed of physical verification of its fixed assets by which all fixed assets are verified annually. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.  
  
(c) As informed to us, the Company does not own any immovable property, hence, clause 3(i)(c) of the order is not applicable.
- ii. As informed to us, the Company does not hold any inventory; hence clause 3(ii) of the Order is not applicable.
- iii. The Company has not granted any loans, secured or unsecured to other parties covered in the register maintained under Section 189 of the Act. Further, there are no limited liability partnerships or firms which are covered in the register maintained under Section 189 of the Act; hence clause 3(iii) of the Order is not applicable.
- iv. According to the information and explanations given to us, the Company has not given any loans and guarantees, to parties covered under section 185 and 186 of the Companies Act, 2013.
- v. In our opinion, and according to explanations given to us, the Company has not accepted any deposits from public to which directives issued by Reserve Bank of India and provisions of Section 73 to 76 of the Companies Act, 2013 including rules framed there under apply
- vi. The Company is a Non-Banking finance Company hence clause 3 (vi) of the order regarding compliance of maintenance of cost records under sub-section (1) of Section 148 of the Act is not applicable on the Company.



- vii. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Service tax, Goods and Service tax and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Value added-tax, Sales-tax, CASs, Duty of excise and Duty of customs.
- According to the information and explanations given to us, no undisputed amounts payable in respect of Income-tax, Provident Fund, Service tax, Good and Service tax and other material statutory dues were in arrears as at 31 March 2023 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 dues on account of Income-tax, Goods and service tax, Provident Fund and Service tax which have not been deposited with the appropriate authorities on account of dispute as at 31 March 2023.
- viii. In our opinion and according to the information and explanations given to us, the Company has not taken any loans or borrowings from any banks or financial institutions; hence clause 3(viii) of the order is not applicable.
- ix. According to the information and explanations given to us and our examination of the records of the Company, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, clause 3(ix) of the Order is not applicable.
- x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. The Company has not paid any managerial remuneration during the year hence clause 3(xi) of the order is not applicable.
- xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Hence, clause 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us, and on the basis of our examination of the records of the Company, there are no transactions with the related parties which are not in compliance with Section 177 and 188 of the Act and the details have been disclosed in the financial statements, as required, by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on an examination of the records maintained by the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit. Accordingly, clause 3(xiv) of the Order is not applicable.

- xv. According to the information and explanations given to us and based on our examination of the records, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable.
- xvi. According to the information and explanations given to us, the Company is registered under Section 45-1A of the Reserve Bank of India Act, 1934. We have obtained copy of the registration certificate of the Company.

**FOR SRDP & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 509930C**



**Sudhir Kumar Agarwal**  
**PARTNER**  
**M.No 088583**

Place: New Delhi  
Date :: 30.05.2023

**UDIN: 23088583 B4X JFL7761**



## **"Annexure B" to the Independent Auditor's Report**

**(Referred to in paragraph 3(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Member of Panafic Industrials Limited of even date)**

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

We have audited the internal financial controls over financial reporting of Panafic Industrials Limited ("the Company") as of 31 March, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 internal financial controls system over financial reporting of the Company.



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

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

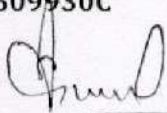
### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, 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 31 March, 2023, based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR SRDP & CO  
CHARTERED ACCOUNTANTS  
FRN 509930C**



**Sudhir Kumar Agarwal  
PARTNER  
M.No 088583**



Place: New Delhi  
Date : 30.05.2023  
UDIN:

**Panafic Industrials Limited**  
**Balance Sheet**  
**As at 31 March 2023**

(All amounts in Rs.)

Particulars	Note No	31 March	31 March
		2023	2022
<b>ASSETS</b>			
<b>Financial assets</b>			
Cash and cash equivalents	3	12,477,383	6,751,475
Investments	4	-	9,933,569
Loans	5	84,860,492	83,065,526
Trade Receivable		199,993	969,971
		<b>97,537,868</b>	<b>100,720,541</b>
<b>Non-financial assets</b>			
Current tax assets (net)		5,044	5,044
Deferred tax assets (net)	6	1,379,384	1,392,879
Property, plant and equipment	7	189,870	291,562
Other non-financial assets	8	988,507	679,809
		<b>2,562,805</b>	<b>2,369,295</b>
<b>Total assets</b>		<b>100,100,673</b>	<b>103,089,836</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Liabilities</b>			
<b>Financial liabilities</b>			
Trade payables	9		
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of other than micro enterprises and small enterprises		401,933	67,938
Borrowings	10	72,000	381,453
Other financial liabilities	11	460,000	720,000
		<b>933,933</b>	<b>1,169,391</b>
<b>Non-financial liabilities</b>			
Other non-financial liabilities	12	643,603	-
		<b>643,603</b>	<b>-</b>
<b>Equity</b>			
Equity share capital	13	82,125,000	82,125,000
Other equity	14	16,398,137	19,795,445
		<b>98,523,137</b>	<b>101,920,445</b>
<b>Total liabilities and equity</b>		<b>100,100,673</b>	<b>103,089,836</b>

Summary of significant accounting policies 2  
The accompanying notes are an integral part of the financial statements

As per our report of even date

On behalf of the Board of Directors

**For SRDP & CO**

Chartered Accountants  
ICAI Firm Registration number : 509930C  
UDIN: 23088583BGXJF1

**Sudhir Kumar Aggarwal**  
Proprietor  
Membership number: 088583



  
**Sanjeev Kumar**  
Director  
DIN: 06625416

  
**Sarita Gupta**  
Director & CFO  
DIN: 0113099

Date : 30.05.2023  
Place : New Delhi



**Panafic Industrials Limited**  
**Statement of Profit and Loss**  
**For the year ended 31 March 2023**

Particulars	Note No	(All amounts in Rs.)	
		31 March 2023	31 March 2022
<b>Revenue from operations</b>			
Interest Income	15	6,939,383	7,425,040
Other income	16	236,432	14,261,751
<b>Total income</b>		<b>7,175,815</b>	<b>21,686,791</b>
<b>Expenses</b>			
Finance costs	17	9,015	77,335
Change In Stock		-	-
Impairment on financial Instruments	18	212,683	208,184
Employee benefits expenses	19	1,755,695	1,567,110
Depreciation and amortisation expenses	7	101,692	156,157
Other expenses	20	3,386,167	4,773,146
<b>Total expenses</b>		<b>5,465,252</b>	<b>6,781,932</b>
<b>Profit before tax</b>		<b>1,710,563</b>	<b>14,904,859</b>
Tax expense			
Current tax		629,878	213,376
Deferred tax (credit)/charge		13,497	2,300,759
<b>Total tax expense</b>		<b>643,375</b>	<b>2,514,135</b>
<b>Profit after tax</b>		<b>1,067,188</b>	<b>12,390,724</b>
<b>Other comprehensive income (OCI)</b>			
Items that will not be reclassified to profit or loss:		-	-
Change in Fair Value of Equity Instruments at FVOCI			324,537
Gain on sale of Investment			6,529,003
Tax Impact on Above Item			-1,069,152
Items that will be reclassified to profit or loss in subsequent periods:			
<b>Other comprehensive income for the year (net of tax)</b>		<b>-</b>	<b>5,784,388</b>
<b>Total comprehensive income for the year</b>		<b>1,067,188</b>	<b>18,175,112</b>
Weighted average number of shares for calculating basic and diluted Earning per share		82,125,000	82,125,000
<b>Earnings per share</b> (Nominal value Rs. 1/- per share)		0.01	0.22
Summary of significant accounting policies			
The accompanying notes are an integral part of the financial statements			

As per our report of even date

**For SRDP & CO**

Chartered Accountants

ICAI Firm Registration number : 509930C

UDIN: 23053583BCXJF

**Sudhir Kumar Aggarwal**

Proprietor

Membership number: 086593

Date : 30.05.2023

Place : New Delhi

On behalf of the Board of Directors



**Sanjeev Kumar**  
 Director  
 DIN: 06625416



**Sarita Gupta**  
 Director & CFO  
 DIN: 0113099

**Panafic Industrials Limited**  
**Statement of cash flows**  
**For the year ended 31 March 2023**

(All amounts in Rs.)

Particulars	31 March 2023	31 March 2022
<b>A. Cash flows from operating activities</b>		
Profit before tax	1,710,563.	21,758,399.
<i>Adjustments for:</i>		
Depreciation	101,692	156,157
Speculative loss	13,496	
Impairment on Financial Instruments	-	208,184
Reversal of Provision	-	14,261,751
Bad debt	-	2,748,188
<i>Operating Profit before working capital changes</i>	<b>1,825,751.</b>	<b>39,132,679.</b>
(Increase)/ Decrease in loans & advances	-1,794,966	66,479,218
(Increase)/ Decrease in other financial assets	769,978	-969,971
(Increase)/ Decrease in other non-financial assets	(308,698)	(3,155,187)
Increase/ (Decrease) in other trade payables	333,995	-864,965
Increase/ (Decrease) in other financial liabilities	-260,000	687,300
Increase/ (Decrease) in other non-financial liabilities	643,603.	
<b>Cash flows / (cash used in) Operations</b>	<b>1,209,663</b>	<b>101,309,074.</b>
Income Taxes Paid	-	209,355
<b>Net Cash flows/ (cash used in) Operating Activities (A)</b>	<b>1,209,663</b>	<b>101,518,429.</b>
<b>B. Cash Flows from Investing Activities</b>		
Investment in equity shares	9,933,569	-9,933,569
<b>Net Cash from Financing Activities (C)</b>	<b>9,933,569</b>	<b>-9,933,569</b>
<b>C. Cash flows from financing activities</b>		
Proceeds/(Repayment) from Borrowings (other than debt securities)	(309,453)	-91,574,933
Repayment of OCI	(5,107,871)	
<b>Net Cash from Financing Activities (C)</b>	<b>(5,417,324)</b>	<b>-91,574,933</b>
<b>Net Increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>5,725,908</b>	<b>9,927.</b>
Cash and cash equivalents at beginning of year	6,751,475	6,741,548
<b>Cash and cash equivalents at end of year</b>	<b>12,477,383</b>	<b>6,751,475</b>

**Notes :**

- 1 The cash flow statement has been prepared under the Indirect method as set out in Indian Accounting
- 2 The significant accounting policies and notes to the financial statements form an integral part of the Cash

As per our report of even date

**For SRDP & CO**

Chartered Accountants

ICAI Firm Registration number : 509930C

UDIN: 23088583BGXJF726

**Sudhir Kumar Aggarwal**

Proprietor

Membership number: 088583



Date : 30.05.2023

Place : New Delhi

On behalf of the Board of Directors

**Sanjeev Kumar**  
 Director  
 DIN: 06625416

**Sarita Gupta**  
 Director & CFO  
 DIN: 0113099

**Panafic Industrials Limited**  
**Notes to the financial statements**  
**For the year ended 31 March 2023**

(All amounts in Rs.)

Particulars	31 March 2023	31 March 2022
<b>3. Cash and cash equivalents</b>		
Cash on hand	352,253	1,944,044
Balance with banks in current account	12,125,130	4,807,431
	12,477,383	6,751,475
<b>4. Investments</b>		
Quoted		
Steel Exchange of India (39350 Shares @238.85/-)	-	9398747.5
Nakoda Group of Industries Ltd(2498 Shares @214.1/-)	-	534821.8
	-	9,933,569
<b>5. Loans</b>		
<b>A Loans repayable on demand</b>		
Less: Impairment loss allowance	85,073,175	83,273,710
	(212,683)	(208,184)
<b>Total (A)</b>	84,860,492	83,065,526
<b>B Out of above</b>		
Secured	-	-
Unsecured	85,073,175	83,273,710
Less: Impairment loss allowance	(212,683)	(208,184)
	84,860,492	83,065,526
<b>C Out of above</b>		
(i) Loans in India		
Public sector	-	-
Less: Impairment loss allowance	-	-
	-	-
(ii) Others	85,073,175	83,273,710
Less: Impairment loss allowance	(212,683)	(208,184)
	84,860,492	83,065,526
(iii) Total (i+ii)	84,860,492	83,065,526
(iv) Loans outside India	-	-
Less: Impairment loss allowance	-	-
	-	-
Total C (iii+iv)	84,860,492	83,065,526
<b>D Summary of loans by stage of distribution</b>		
Standard assets	85,073,175	83,273,710
Less: Impairment loss allowance	(212,683)	(208,184)
	84,860,492	83,065,526
Sub-standard assets	-	-
Less: Impairment loss allowance	-	-
	-	-
Doubtful assets	-	-
Less: Impairment loss allowance	-	-
	-	-
Loss assets	-	-
Less: Impairment loss allowance	-	-
	-	-
<b>Total</b>	84,860,492	83,065,526



**Panafic Industrials Limited**  
**Notes to the financial statements**  
**For the year ended 31 March 2023**

(All amounts in Rs.)

Particulars	31 March 2023	31 March 2022
<b>6. Deferred tax assets</b>		
Deferred tax relates to the following		
Opening balance	1,392,880	
<b>Deferred tax assets</b>		
Difference between carrying costs of fixed assets as per Companies Act, 2013	-13,497	-187,219
Deffered Tax On Fair Value on Investment		1,632,494
On impairment loss allowances on assets		-52,396
On losses carried forward		-
	1,379,383	1,392,879
<b>7. Property, plant and equipment</b>		
<b>Vehicles</b>		
<b>A Gross Block</b>		
Opening balance	2,522,828	2,522,828
Additions		
Deductions/adjustments		
Total as at 31 March 2020	2,522,828	2,522,828
<b>B Depreciation and amortisation</b>		
Opening balance	2,231,266	2,075,109
Deductions/adjustments		
For the year	101,692	156,157
Total as at 31 March 2020	2,332,958	2,231,266
<b>C Net Block (A-B)</b>	189,870	291,562
<b>8. Other non financial assets</b>		
Prepaid insurance		-
Mat Credit	252,034.00	252,034.00
Other advances	736,473	427,775
	988,507	679,809
<b>9. Trade payables</b>		
Payable against goods and services		
(a) Total outstanding dues of micro enterprises and small enterprises *		-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	401,933	67,938
	401,933	67,938
# Based on and to the extent of information received by the Company from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and relied upon by the auditors.		
<b>10. Borrowings</b>		
<b>At amortised cost</b>		
Term loan from banks (secured)		381,453
Intercompany borrowings (unsecured)	72,000	-
	72,000	381,453
Term loan from bank is secured against hypothecation of vehicle, repayable in 60 installments of Rs. 45,972/- starting from 10 March 2017. Interest rate is 8.80% p.a.		
Intercompany deposits are repayable on demand.		
<b>11. Other financial liabilities</b>		
Salary, bonus and other employee payables	460,000	480,000
Rent payable	0	240,000
	460,000	720,000
<b>12. Other non-financial liabilities</b>		
Statutory dues (tds payable)	13,724.46	-

**Panafic Industrials Limited**  
**Notes to the financial statements**  
**For the year ended 31 March 2023**

(All amounts in Rs.)

Particulars	31 March 2023	31 March 2022
	13,724	-

**Panafic Industrials Limited**  
**Notes to the financial statements**  
**For the year ended 31 March 2023**

(All amounts in Rs.)

Particulars	31 March 2023	31 March 2022
<b>13. Equity share capital</b>		
<b>Authorised</b>		
100,000,000 (Previous Year 100,000,000) shares of Re. 1 each	100,000,000	100,000,000
	100,000,000	100,000,000
<b>Issued subscribed and paid up</b>		
82,125,000 (Previous Year 82,125,000) shares of Re. 1 each	82,125,000	82,125,000
	82,125,000	82,125,000
<b>A Reconciliation of the shares outstanding at the beginning and at the end of the year</b>		
	Nos	Amount (Rs.)
<b>As at 1 April 2019</b>	82,125,000	82,125,000
Add : Issued during the year	-	-
Less: Bought back during the year	-	-
<b>As at 31 March 2020</b>	82,125,000	82,125,000
Add : Issued during the year	-	-
Less: Bought back during the year	-	-
<b>As at 31 March 2021</b>	82,125,000	82,125,000

**B Terms/rights/restrictions attached to equity shares**

The Company has only one class of equity shares having a par value of Rs. 2 per share. Each holder of equity shares is entitled to one vote per share. The dividend recommended by the Board of Directors and approved by the shareholders in the Annual General Meeting is paid in Indian Rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive 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.

**C Details of shareholders holding more than 5% shares in the Company (Face value Re. 1 per share)**

**Panafic Industrials Limited**  
**Notes to the financial statements**  
**For the year ended 31 March 2023**

(All amounts in Rs.)

Particulars	31 March 2023	31 March 2022
<b>14. Other equity</b>		
<b>A Retained earnings</b>		
Balance at the beginning of the year		-
Profit for the year	1,067,188	12,390,725
	1,067,188	12,390,725
<i>Appropriations</i>		
Transfer to reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act,	266,797	(2,478,145)
Transfer to general reserve	800,391	(9,912,580)
	1,067,188	[12,390,725]
Balance at the end of the year		-
<b>B Reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934</b>		
Balance at the beginning of the year	5,337,183	2,859,038
Transferred during the year	266,797	2,478,145
Balance at the end of the year	5,603,980	5,337,183
<b>C General reserve</b>		
Balance at the beginning of the year	8,673,874	(1,238,706)
Transferred during the year	800,391	9,912,580
Balance at the end of the year	9,474,265	8,673,874
<b>D Other comprehensive income (net of tax)</b>		
Change in Fair Value of Equity Instruments at FVOCI	-	324,537
Gain on sale of investment	-	6,529,003
Income Tax on Above Item	-	(1,069,152)
	1,319,892	5,784,388
<b>Total other equity (A+B+C)</b>	<b>14,398,137</b>	<b>19,795,445</b>

**Nature and purpose of other equity**

**Retained earnings**

Retained earnings represents the surplus in profit and loss account and appropriations.

**Reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934**

Reserve fund is created as per the terms of section 45-IC(1) of the Reserve Bank of India Act, 1934 as a statutory reserve.

**General reserve**

Amounts set aside from retained profits as a reserve to be utilised for permissible general purpose as per Law

**Panafic Industrials Limited**  
**Notes to the financial statements**  
**For the year ended 31 March 2023**

(All amounts in Rs.)

Particulars	31 March 2023	31 March 2022
<b>15. Interest income</b>		
On loans	6,939,383	7,425,040
	6,939,383	7,425,040
<b>16. Other income</b>		
Business Gain/Loss (F& O)	28,248	
Reversal of Provision	208,184	14,261,751
	236,432	14,261,751
<b>17. Finance cost</b>		
Interest on borrowings	2,600	50,468
Other borrowing costs	6,415	26,867
	9,015	77,335
<b>18. Impairment on financial instruments</b>		
Loans	212,683	208,184
	212,683	208,184
<b>19. Employee benefits expenses</b>		
Salaries and wages	1,275,695	1,087,110
Director Remuneration	480,000	480,000
Staff welfare	-	-
	1,755,695	1,567,110
<b>20. Other expenses</b>		
Printing and stationery	15,500	48,450
Accountancy charges	120,000	30,000
Advertisement	41,647	47,291
Audit fees *	10,000	-
AGM Expenses	60,000	20,000
Bad Debts	913,265	2,748,188
Long Term Capital Loss	-	-
Car running and maintenance	200,210	207,900
Director Meeting Expenses	-	40,000
Listing fees	339,013	835,891
commission	25,000	-
dp charges	234,323	-
electricity	155,460	-
repairs	115,966	-
Fees and subscription	104,583	-
Speculative Loss	286,760	-
Bse fees	488,800	279,200
Insurance expenses	105,639	20,776
Income Tax Vivad-Se Vishwas		207,816
Legal and professional	50,000	23,863
Rent	120,000	240,000
Miscellaneous	-	20,121
Website Expenses	-	3,650
	3,386,167	4,773,146
* Audit fees includes (excluding goods and service tax):		
As auditors	10,000	17,700

PANAFIC INDUSTRIALS LIMITED

Particulars	OP. BALANCE on 1.4.2022	Addition During the		Sale/ Adjustments	Value as on 31/03/23	Rate of Dep.	Dep.	W.D.V. as on 31.3.2023
		Before 180 Days	After 180 Days					
<b>Plant &amp; Machinery</b>								
Toyota	1,035,438	-	-	-	1,035,438	15.00%	155,316	880,122
<b>Sub Total(A)</b>	<b>1,035,438</b>	-	-	-	<b>1,035,438</b>		<b>155,316</b>	<b>880,122</b>
<b>Total(A)</b>	<b>1,035,438</b>	-	-	-	<b>1,035,438</b>		<b>155,316</b>	<b>880,122</b>



<b>S.No</b>	<b>Particulars</b>	<b>Amount</b>	<b>Provision %</b>	<b>Provision</b>	<b>Net Amount</b>
1	Ajay Gupta	2315024	0.25%	5788	2309236
2	Ambika RealCon Builder Pvt Ltd	20000000	0.25%	50000	19950000
3	Anshul Goyal	301125	0.25%	753	300372
4	Bell Industries Fibrecom Private Limited	7822561	0.25%	19556	7803004
5	BRR ENTERPRISES PVT LTD	1151370	0.25%	2878	1148492
6	Dharampal Agarwal	12244338	0.25%	30611	12213727
7	Jai Radha Madav Automobile	1007890	0.25%	2520	1005371
8	Kapil Aggarwal	809937	0.25%	2025	807912
9	Lalit Aggarwal	3901627	0.25%	9754	3891873
10	Omkaar Finmax Pvt Ltd	5764500	0.25%	14411	5750089
11	PRATIBHA JAJU	9816250	0.25%	24541	9791709
12	Rajeev Kumar Gupta Huf	1963156	0.25%	4908	1958248
13	Reelam Garments Private Limited	6454885	0.25%	16137	6438748
14	Satish Mangal	2549745	0.25%	6374	2543371
15	Shree Hari Ballavh Auto Parts (P) Ltd	1202367	0.25%	3006	1199361
16	UNISYS INFRAPROJECTS PRIVATE LIMITED	2242419	0.25%	5606	2236813
17	Vishal Sharma	1525980	0.25%	3815	1522165
18	Sun Shine Infotech	4000000	0.25%	10000	3990000
		<b>85073175</b>		<b>212683</b>	<b>84860492</b>