

PANKAJ PIYUSH TRADE AND INVESTMENT LTD

Regd. Off. :314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9, Rohini, New Delhi-110085
(CIN : L65990DL1982PLC256291)

Website : www.pptinvestment.com
E-mail : info@pptinvestment.com
Ph. : 011-42804171, 9891442777

Date: 05.09.2019

To

**The BSE Limited
PJ Towers
Dalal Street
Mumbai-400001**

**Subject: Submission of Annual Report 2018-19 (Regulation 34)
Ref: Pankaj Piyush Trade and Investment Limited Scrip Code: 506122
Security Id: PANKAJPIYUS**

Dear Sir,

With reference to above mentioned subject, please find enclosed a copy of Annual Report for the F.Y 2018-2019.

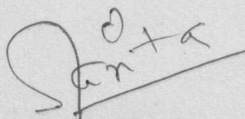
The Annual General Meeting is scheduled to be held on Monday, September 30, 2019 at 09:00A.M. at D-13, Second Floor, Prashant Vihar, Sector-14, Rohini, New Delhi-110085 .

This is for your information and record. Kindly acknowledge it.

Thanking You

Yours Truly

For Pankaj Piyush Trade and Investment Limited



Sarita Singh
CS & Compliance Officer
Place: New Delhi



***PANKAJ PIYUSH TRADE &
INVESTMENT LIMITED***

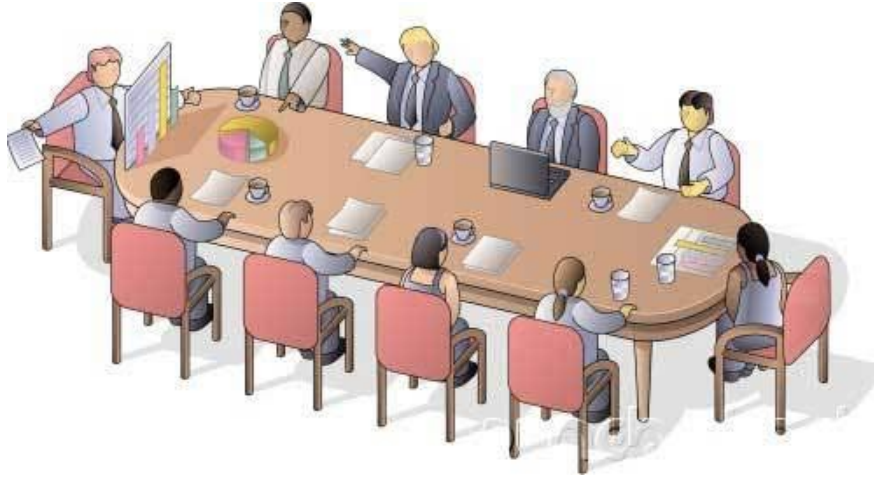
ANNUAL REPORT

2018-2019

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CORPORATE INFORMATION



Board of directors

- **Mr. Vinod Kumar Bansal**
(Managing Director)
- **Mr. Santosh Kumar Kushawaha**
(Independent Director)
- **Mr. Harshit Agarwal**
(Independent Director)
- **Mr. Neeraj Kumar Singh**
(Executive Director)
- **Ms. Shweta Gupta**
(Non Executive Director)

Secretarial auditor

- **Mrs. Rachna Bhasin**
(Practising Company Secretary)

STATUTORY AUDITOR

- **M/s V. N. Purohit & Co.** (Chartered Accountants)

REGISTRAR & TRANSFER AGENTS

M/s Skyline Financial Services Private Limited

D-153/A, OKHLA INDUSTRIAL AREA, PHASE-I NEW DELHI-110020

Company Secretary

- **Ms. Sarita Singh**

Chief Financial Officer

- **Ms. Usha Sharma**

Information required to be furnished under Reg. 36 of SEBI (LODR) Regulations, 2015 for Directors retired by rotation/Appointment of Director /Reappointment/ratifications:

Name of Director	Neeraj Kumar Singh
Date of Birth	03/08/1986
Date of Appointment	30/04/2016
Qualification	-
Expertise in Specific Functional Area	-
Executive & Non-Executive Director	Executive Director
Promoter Group	No
Independent Director	No
Other Directorship	Nil

COMMITTEES OF BOARD OF DIRECTORS



COMMITTEE MEETING

AUDIT COMMITTEE

Mr. Harshit Aggarwal
(Chairman & Independent Director)

Mr. Santosh Kumar Kushawaha
(Independent Director)

Mrs. Shweta Gupta
(Director)

NOMINATION & REMUNERATION COMMITTEE

Mr. Harshit Aggarwal
(Chairman & Independent Director)

Mr. Santosh Kumar Kushawaha
(Independent Director)

Ms. Shweta Gupta
(Director)

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Harshit Aggarwal
(Chairman & Independent Director)

Mr. Santosh Kumar Kushawaha
(Independent Director)

Mr. Neeraj Kumar Singh
(Executive Director)



PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

(CIN: L65990DL1982PLC256291)

Regd. Off.: 314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9, Rohini, New Delhi-110085

Tel.: 011-42804171; E-mail ID: info@pptinvestment.com; Website: www.pptinvestment.in

NOTICE OF 37TH ANNUAL GENERAL MEETING

Notice is hereby given that 37th Annual General Meeting of the members of Pankaj Piyush Trade and Investment Limited will be held at D-13, Second Floor, Prashant Vihar, Rohini, New Delhi-110085 on **Monday, 30th September 2019 at 9:00 A.M.** to transact the following business:

ORDINARY BUSINESS

Item No. 1: Adoption of Financial Statements

To receive, consider and adopt the financial statement consisting of Balance Sheet for the year ended March 31, 2019 and the statement of Profit and Loss, Cash Flow Statement for the year ended on March 31, 2019 along with the reports of the Board of Directors and the Auditors thereon.

Item No. 2: Appointment of Director liable to retire by rotation

To appoint a Director in place of Mr. Neeraj Kumar Singh (DIN: 07452949) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment as a Director of the Company.

Place: New Delhi

Date: 04.09.2019

By order of the Board

For Pankaj Piyush Trade and Investment Limited

**Sd/-
Sarita Singh
Company Secretary
M. No. A55937**

NOTES:

1. PROXY/AUTHORIZED REPRESENTATIVE

(i) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY, TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of the members not exceeding 50 (Fifty) and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, a member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member.

The instrument appointing proxy (Proxy Form), in order to be effective must be deposited at the registered office of the company, not less than forty-eight (48) hours before the commencement of the annual general meeting ("AGM"). Proxy Form is enclosed with the Annual Report.

(ii) A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, during the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, provided that not less than 3 days of notice in writing is to be given to the Company.

(iii) Corporate Members intending to send their authorised representatives to attend the AGM are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.

(iv) In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

2. BOOK CLOSURE

Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 21st September, 2019 to Monday, 30th September, 2019 (both days inclusive).

3. CUT OFF DATE:

(i) This Notice is being sent to all the members whose name appears as on 30th August, 2019 in the register of members or beneficial owners as received from M/s Skyline Financial Services Private Limited, the Registrar and Transfer Agent of the Company.

(ii) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on 20th September, 2019 (the "Cut-Off Date") only shall be entitled to vote through Remote E- voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date.

4. COMMUNICATION TO MEMBERS

(i) With a view to using natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the company to send communications electronically.

(ii) The Annual Report 2018-2019 is being sent through electronic mode only to the members whose email addresses are registered with the Company/Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2018-2019 are being sent by the permitted mode.

(iii) Members may also note that the Notice of the 37th AGM and the Annual Report 2018-2019 will be available on the company's website, www.pptinvestment.in. The Physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days, Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: info@pptinvestment.com.

(iv) The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section-170 of the Companies Act, 2013 are open for inspection at the registered office of the Company on all working days except Saturdays and Sunday, between 11:00 a.m. to 1:00 p.m. and will also be available for inspection by the members at the Annual General Meeting.

(v) The register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Companies Act, 2013, are open for inspection at the registered office of the Company on all working days except Saturdays and Sunday, between 11:00 a.m. to 1:00 p.m. and will also be available for inspection by the members at the Annual General Meeting.

(vi) In case you have any query relating to the enclosed annual accounts you are requested to send the same to the Company Secretary at the Registered office of the Company or on email Id "info@pptinvestment.com", at least 10 days before the date of AGM so as to enable the management to keep the information ready.

(vii) The Securities and Exchange Board of India (SEBI) vide circular ref no. MRD/DoP/CIR-05/2007 dated April 27, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed company in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company/ Register and Share Transfer Agent for registration of such transfer of shares.

(viii) For convenience of the members and proper conduct of the meeting entry to the meeting venue will be regulated by attendance slip, which is enclosed with this Annual Report. Members are requested to sign at the place provided on the Attendance Slip along with a valid identity proof such as the PAN Card, Passport, Aadhar Card, Driving License etc and hand it over at the registration counter at the venue.

(ix) Only bonafide members of the Company whose name appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members for attending the meeting.

(x) As a measure of economy, copies of Annual Reports will not be distributed at the venue of the Annual General Meeting. Members are, therefore, requested to bring their own copies of the Annual Reports to the meeting.

5. VOTING BY MEMBERS

The voting for the agenda items as mentioned in the Notice shall be done in the following manner:

- (i) Members may cast their votes through electronic means by using an electronic voting system from a place other than the venue of AGM ("Remote E-voting") in the manner provided below during the e-voting period as mentioned below in Para6(I)(C).
- (ii) At the venue of AGM, voting shall be done through ballot papers ("Ballot Paper") and the members attending AGM who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper.
- (iii) A Member may participate in the AGM even after exercising his right to vote through Remote E-voting but shall not be allowed to vote again at the venue of the AGM. If a Member casts votes through Remote E-voting and also at the AGM, then voting done through Remote E-voting shall prevail and voting done at the AGM shall be treated as invalid.

(I) VOTING THROUGH ELECTRONIC MEANS

In compliance with Section 108 of the Companies Act 2013 read with Rule 20 of Companies (Management and Administration) Rules 2015 as amended vide Companies (Management and Administration) Amendment Rules 2016 w. e. f. 19th March 2016 and Regulation 44 of the SEBI(LODR) Regulations, 2015 the Company is pleased to provide facility of Remote E-voting to all its Members, to enable them to cast their votes on all resolutions set forth in this Notice electronically and the business mentioned in the Notice may be transacted through e-voting. Remote E-voting is optional and not mandatory. The Company has engaged the services of Central Depository Services (India) Limited for the purpose of providing Remote E-voting facility to all its Members. The process and manner of Remote E-voting are as under:

(A) Instruction for e-voting by Members whose email ID's are registered with the Company/Depository Participant(s)

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on Shareholders.
- (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vi) If you are a first time user follow the steps given below:

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

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for 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.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant on which you choose to vote.

(xi) 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.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) 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.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xvi) 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.

(xvii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(C) E-voting Period

The Remote E-voting period commences on Friday, September 27, 2019 (10:00 am) and ends on Sunday, September 29, 2019 (05:00 pm). During the aforesaid period, Members of the company may opt to cast their votes through Remote E-voting. After September 29, 2019 (5:00 p.m.) the Remote E-voting facility will be blocked.

(D) User ID and Password for the members who became Members after dispatch of AGM notice:

Persons who have acquired shares and became members of the Company after the dispatch of the notice of AGM but before the cut-off date of September 20, 2019, may obtain their user ID and password for e-voting from the Company’s Registrar and Share Transfer Agent or CDSL.

(E) Queries in relation to E-voting:

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

(II) VOTING THROUGH BALLOT PAPER

Members who have not exercised the option of Remote E-voting shall be entitled to participate and vote at the venue of the AGM on the date of the AGM. Voting at the venue of AGM shall be done through Ballot Papers and Members attending the AGM shall be able to exercise their voting rights at the meeting through Ballot Papers. After the agenda item has been discussed, the Chairman will instruct the Scrutinizer to initiate the process of voting on all the resolutions through Ballot Papers.

The Ballot Papers will be issued to the Shareholders / Proxy holders/ Authorized Representatives present at the AGM. The Shareholders may exercise their right of vote by tick marking as (√) against "FOR" or "AGAINST" as his/her choice may be, on the agenda item in the Ballot Paper and drop the same in the Ballot Box(es) kept at the meeting hall for this purpose.

6. SCRUTINIZER

(i) Mr. Jeewan Bose, Company Secretary in practice having consented to act as a scrutinizer has been appointed as scrutinizer ("Scrutinizer") for scrutinizing the voting process (Ballot Paper as well as Remote E-voting) in a fair and transparent manner.

(ii) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM by Ballot Papers and thereafter unblock the votes casted through e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall, within a period not exceeding two days from the conclusion of the AGM, prepare and present a consolidated report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by her in writing who shall countersign the same.

7. DECLARATION OF RESULTS

The Result of voting (Remote E-voting and the voting at the AGM) on the resolutions shall be declared within 2 days from the date of AGM by the Chairman or any person authorized by him for this purpose. The results declared along with the report of the Scrutinizer shall be placed on the website of the company i.e. www.pptinvestment.in in the investor's Info section and on the website of CDSL i.e. www.evotingindia.com, immediately after the result is declared and simultaneously communicated to the Bombay Stock Exchange.

8. DEMATERIALIZATION

Pursuant to the directions of the SEBI, trading in the shares of your Company is in compulsory dematerialized form. Members who have not yet got their shares de-materialized, are requested to opt for the same in their own interest and send their share certificates through Depository Participant(s) with whom they have opened the de-materialization account to the Company's RTA.

PLACE: New Delhi

DATE: 04.09.2019

By order of the Board

For Pankaj Piyush Trade and Investment Limited

**Sd/-
Sarita Singh
Company Secretary
(M. No. A55937)**

BOARD REPORT

**To,
The Shareholders,**

The Directors have pleasure in presenting their 37th Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2019.

FINANCIAL RESULTS

The Financial Results are stated as under:

PARTICULARS	Financial Year Ended (In Rs.)	
	31st March 2019	31st March 2018
Total Income	120,410,320	108,187,300
Total Expenditure	119,659,600	102,643,870
Profit/(Loss) before tax	750,720	5,543,430
Profit/(Loss) after tax	395,410	4,142,570
Paid-up Share Capital	24,000,000	24,000,000
Reserve and Surplus	252,413,550	276,018,130

STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

During the year under review, the company has profit after tax of Rs. 395,410/- during the current financial year as compared to Rs. 4,142,570/- during the previous financial year. Profit before tax is Rs 750,720/- as compared to Rs. 5,543,430/- in previous year.

DIVIDEND

To maintain the liquidity of funds, the Board of Directors has decided not to declare any dividend for this financial year 2018- 2019. The Board assures you to present a much strong financial statements in coming years.

AMOUNT TRANSFERRED TO RESERVES

No amount has been transferred in reserves during the current financial year.

DEPOSITS

As on 31.03.2019, the company held no deposit in any form from anyone. There was no deposit held by the company as 31.03.2019, which was overdue or unclaimed by the depositors. For the present the Board of Directors have resolved not to accept any deposits from public.

CORPORATE GOVERNANCE

As per the directions of SEBI and the BSE Ltd., accordingly the company has been adhering to the directions and guidelines as required. The report on the code of corporate governance is annexed separately in this Annual report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of the Regulation 34(2)(e) of SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015, the Management's Discussion and Analysis is set out in the Annual Report.

CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo are as under:

a) Conservation of Energy:

Since the company is not engaged in any manufacturing activity, issues relating to conservation of energy are not quite relevant to its functioning.

b) Technology Absorption:

Since the company is not engaged in any manufacturing activity, issues relating to Technology Absorption are not quite relevant to its functioning.

c) Foreign Exchange Earnings/Outgo:

Earnings	NIL
Outgo	NIL

PARTICULARS OF LOAN, GUARANTEE AND INVESTMENTS UNDER SECTION 186

During the period under review, Company has given loans & guarantees and same has been disclosed in Financial Statement under the provisions of section 186 of the Companies Act, 2013

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY

Save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company has occurred between the end of the financial year of the Company- 31st March, 2019 till the date of this report.

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to provision of Section 135 of the Companies Act, 2013, every company having a Net Worth of Rupees Five Hundred Crore (Rs.500 Crore) or more or Turnover of Rupees Thousand Crore (Rs.1000 Crore) or more or Net Profit is Rupees Five Crore (Rs.5 Crore) or more during any financial year, is required to constitute a Corporate Social Responsibility Committee ("CSR Committee") of the Board. But this provision is not applicable on our company; because in any previous financial year (including 2018-2019) our company has not reached this limit.

BUSINESS RESPONSIBILITY REPORT

As per Regulation 34(2)(f) of the SEBI (LODR) Regulations, 2015, top five hundred (500) listed entities based on market capitalization shall contain the Business Responsibility Report in their Annual Report. As the Company does not fall under top 500 listed Companies based on market capitalization, therefore, this regulation is not applicable to the Company.

RISK MANAGEMENT POLICY

The Board of Directors of the Company are of the view that currently no significant risk factors are present which may threaten the existence of the company. During the year, your Directors have an adequate risk management infrastructure in place capable of addressing those risks. The company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Audit Committee and Board of Directors review these procedures periodically. The company's management systems, organizational structures, processes, standards, code of conduct and behavior together form a complete and effective Risk Management System (RMS).

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of the Company was duly constituted in accordance with the provisions of the Companies Act, 2013. As on the date of report, the Board of Director's consists of the following members:

S. No.	Name of Director	Designation	DIN	Date of Appointment
1.	Vinod Kumar Bansal	Managing Director	00243709	31/05/2012
2.	Santosh Kumar Kushawaha	Independent Director	02994228	31/08/2017
3.	Harshit Agarwal	Independent Director	06946506	12/08/2014
4.	Shweta Gupta	Director	07452923	30/04/2016
5.	Neeraj Kumar Singh	Director	07452949	30/04/2016

A. DIRECTORS

There has been no change in the composition of the board of directors of the Company. Mr. Neeraj Singh retires by rotation and being eligible has offered himself for re-appointment.

B. CHIEF FINANCIAL OFFICER

There is no appointment, resignation or any other changes in the position of the Chief Financial Officer of the Company

BOARD EVALUATION

Reg. 17 of SEBI (LODR) Regulations, 2015 mandates that the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated

The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The evaluation process has been explained in the corporate governance report section in this Annual Report. The Board approved the evaluation results as collated by the nomination and remuneration committee.

NUMBER OF MEETINGS OF THE BOARD

The Board met 5 (**Five**) times during the financial year, the details of which are given in the corporate governance report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

Date	No. of Directors	No. of Directors Present
29/05/2018	5	5
14/08/2018	5	2

03/09/2018	5	2
14/11/2018	5	2
08/02/2019	5	2

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. As on March 31, 2019, the Board consists of 7 members.

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Subsection (3) of Section 178 of the Companies Act, 2013, adopted by the Board, are stated in this Board report. We affirm that the remuneration paid to the directors is as per the terms laid out in the nomination and remuneration policy of the Company.

TRAINING OF INDEPENDENT DIRECTORS

Every new independent director of the Board attended an orientation program. To familiarize the new inductees with the strategy, operations and functions of our Company, the executive directors / senior managerial personnel make presentations to the inductees about the Company's strategy, operations, product and service offerings, markets, software delivery, organization structure, finance, human resources, technology, quality, facilities and risk management.

The Company has organized the following workshops for the benefit of Directors and Independent Directors:

- (a) a program on how to review, verify and study the financial reports;
- (b) a program on Corporate Governance;
- (c) provisions under the Companies Act, 2013; and
- (d) SEBI Insider Trading Regulation, 2015.

Further, at the time of appointment of an independent director, the Company issues a formal letter of appointment outlining his/her role, functions, duties and responsibilities as a director.

COMMITTEES OF THE BOARD

Currently, the Board has 3(three) committees: 1. Audit Committee, 2. Nomination and Remuneration Committee, 3. Stake Holders Relationship Committee.

A detailed note on the Board and its committees is provided under the corporate governance report section in this Annual Report.

SHARE CAPITAL

As on 31st March, 2019, the Authorised share capital of the Company was Rs. 21,00,00,000 and the paid up equity share capital was Rs. 2,40,00,000/-. During the year under review:

A. ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS

The Company has not issued any equity shares with differential rights so no disclosure is required as per Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014.

B. ISSUE OF SWEAT EQUITY SHARES

The Company has not issued sweat equity shares, so no disclosure is required as per Rule 8(13) of the Companies (Share Capital and Debentures) Rules 2014.

C. ISSUE OF EMPLOYEE STOCK OPTIONS

The Company has not issued employee stock options, so no disclosure is required as per Rule 12(9) of the Companies (Share Capital and Debentures) Rules 2014.

D. PROVISION OF MONEY BY COMPANY FOR PURCHASE OF ITS OWN SHARE BY EMPLOYEES OR BY TRUSTEE FOR THE BENEFIT OF EMPLOYEES

The Company has not made any provision for purchase of its own share by employees or by trustee for the benefit of employees so no disclosure is required as per Rule 16(4) of the Companies (Share Capital and Debentures) Rules 2014.

E. ISSUE OF SHARES ON PREFERENTIAL BASIS

The Company has not issued any share on preferential basis during the year.

LISTING FEES

The Company has paid the Annual Listing Fees to the Bombay Stock Exchange Limited (BSE) for the financial year 2019-20.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

POLICIES

There has been no change in the following policies during the financial year 2018-19:

- Policy on Preservation of Documents and Archives Management as per Regulation 9 and 30(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Policy for Disclosure of events/ information and Determination of materiality as per Regulation 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Policy on Materiality of Related Party Transactions as per Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Risk Management Policy
- Policy for determining 'material' subsidiaries as per Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Such Policies are available on the website of the Company i.e. <http://www.pptinvestment.in/shareholder-info/>

INDEPENDENT DIRECTORS DECLARATIONS

In the opinion of the Board, the independent directors are, individually, person of integrity and possess relevant expertise and experience.

The Independent Directors under section 149(6) of the Companies Act, 2013 declared that:

1. They are not a promoter of the Company or its holding, subsidiary or associate company;
2. They are not directors in the company, its holding, subsidiary or associate company.

3. The independent Directors have/had no pecuniary relationship with company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
4. None of the relatives of the Independent Directors have or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two percent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
5. Independent Director, neither himself nor any of his relatives—

holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;

is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—

a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3) (c) OF THE COMPANIES ACT, 2013

The financial statements are prepared in accordance with the Generally Accepted Accounting Principles (GAAP) under the Historical cost convention on accrual basis.

GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act'), read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI).

There are no material departures from prescribed accounting standards in the adoption of these standards. The directors hereby confirm that:

1. In preparation of the annual accounts for the financial year ended March 31, 2019, the applicable accounting standards have been followed.
2. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
3. The directors have taken proper and sufficient care towards 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.
4. The directors have prepared the annual accounts on a going concern basis.
5. The directors have laid down internal financial controls, which are adequate and are operating effectively.
6. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

STATUTORY AUDITORS

Pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder, at the 36th Annual General Meeting held on September 28, 2018 the members had appointed M/s V. N. Purohit & Co., Chartered Accountants, (Registration No. 304040E) as the statutory Auditor of the Company for a period of five years upto the conclusion of 40th Annual General Meeting to be held in year 2022, at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.

AUDITOR'S REPORT

The Auditors have not made any qualification to the financial statement. Their reports on relevant notes on accounts are self explanatory and do not call for any comments under section 134 of the companies Act, 2013.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ms. Megha Sharan (CP No.: 12171, Membership No. : 9802), Practicing Company Secretary, to undertake the secretarial audit of the Company for the Financial Year 2018-2019.

Secretarial Audit Report

The Secretarial Audit Report for the financial year ended March 31, 2019 does not contain any qualification, reservation or adverse remark. A copy of Secretarial Audit Report as provided by Company Secretary in Practice has been annexed with the Report.

COST AUDITORS

Appointment of Cost Auditor is not applicable to the Company. Hence, the company has not appointed any Cost Auditor.

PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

As per Section 188(1) of the Companies Act, 2013 there is no transaction entered with the related party during the Financial Year 2017-18. Form AOC-2 is attached with the Report.

DETAILS OF SUBSIDIARY, JOINT VENTURES & ASSOCIATES

During the year under review, no company became or ceased to be a Subsidiary/Joint Venture/Associate of the Company.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has a Policy on Prevention of Sexual Harassment of Women at Workplace and has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. No case was reported during the year under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

We view responsible conduct as a necessary input for long term business success. We accept responsibility for our business, or employees and society. That is how we define our corporate responsibility. But as per Section 135 of Companies Act, 2013 your company is out of the preview of this responsibility.

DISCLOSURE OF RELATIONSHIP BETWEEN DIRECTOR INTER –SE

None of the Directors are related to each other.

INTERNAL AUDITOR

Pursuant to provisions of Section 138 read with rules made there under, the Board has appointed M/s Bansal Mangal Singhal & Goyal, Chartered Accountants, as an Internal Auditor of the Company, to check the internal controls and functioning of the activities of the Company and also recommends way of improvement. They have provided Internal Audit Report of the Company for the financial year ended March 31, 2019. The Internal audit is carried out quarterly basis and the report is placed in the Audit Committee Meeting and Board Meeting for their consideration and direction. The Report do not contain any qualification, observation, reservation, adverse remark or disclaimer.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED

During the financial year 2018-19, no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company.

The Company believes in Zero Tolerance against bribery, corruption and unethical dealings /behaviors of any form and the Board has laid down the directives to counter such acts. The Code has been posted on the Company's website www.pptinvestment.in

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2018-19. The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis, which forms part of this report.

NOMINATION AND REMUNERATION COMMITTEE

The Company has a Nomination & Remuneration Committee of Directors in compliance with provisions of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee's scope of work includes nominate the directors as per their qualifications, experience and positive attributes, deciding on remuneration and policy matters related to remunerations of Directors and laying guidelines for remuneration package or compensation.

The Committee comprises of Mr. Harshit Agarwal (Independent Director), Mr. Santosh Kumar Kushawaha (Independent Director) and Ms. Shweta Gupta (Executive Director). The details of the Nomination and Remuneration Committee and the attendance of its members are provided in the Corporate Governance Report.

Nomination and Remuneration Policy

The details of Nomination and Remuneration Policy are covered in the Corporate Governance Report. It is hereby affirmed that the remuneration paid is as per Remuneration Policy of the Company. The Nomination & Remuneration Policy is attached with this report.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has a Stakeholder Relationship Committee of directors to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend/notices/annual reports, etc.

The Committee comprises of Mr. Harshit Agarwal (Independent Director), Mr. Santosh Kumar Kushawaha (Independent Director) and Mr. Neeraj Singh (Executive Director). The details of the Stakeholders Relationship Committee and the attendance of its members are provided in the Corporate Governance Report.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any, in staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The FRM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

EXTRACT OF ANNUAL RETURNS

In accordance with Section 134(3)(a) of the Companies Act, 2013 an extract of the Annual Return in **Form No.MGT - 9** has been enclosed with the Board's Report.

As required under Section 134(3)(a) of the Companies Act, 2013 the extract of annual return shall be uploaded on the website of the Company www.pptinvestment.in

PARTICULARS OF EMPLOYEES

None of the employees of the Company were in receipt of remuneration in excess of limits as prescribed under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are mentioned below:

(A) Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. Remuneration of each Director and Key Managerial Personnel (KMP) along with particulars of increase in remuneration during the financial year, Ratio of remuneration of Directors to the Median Remuneration of employees.

Name of the Director/ and KMP	Designation	Remuneration (Rs.) 2018-2019	Increase (%)	Ratio of Director's Remuneration to Median remuneration
Mr. Vinod Kumar Bansal	Managing Director	0	0	-
Mr. Santosh Kumar Kushawaha	Independent Director	0	0	-
Mr. Harshit Agarwal	Independent Director	0	0	-
Ms. Shweta Gupta	Director (Non-Executive)	0	0	-
Mr. Neeraj Singh	Director (Executive)	-	-	-
Ms. Usha Sharma	Chief Financial Officer	360000	25%	1.75:1

2. The median remuneration of the Company for all its employees is Rs. 209,875/-for the financial year 2018-2019.

3. The Percentage decrease in median remuneration of employees in the Financial Year: 9.88%

4. Number of permanent employees on the rolls of the Company: Sixteen (As at 31st March, 2019).

5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof, and point out if there are any exceptional circumstances for increase in the managerial remuneration.

6. Affirmation Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel is as per the remuneration policy of the Company.

B) Statement of particulars of employees pursuant to Rule 5(2) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 - N.A.

(C) Statement of particulars of employees pursuant to Rule 5 (3) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014- N.A.

ACKNOWLEDGEMENT

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees; support and co-operation extended by the valued business associates of the Company.

For and on behalf of Board
For Pankaj Piyush Trade and Investment Limited

Date: 04.09.2019

Place: New Delhi

Sd/-

Vinod Kumar Bansal
Managing Director
DIN:-00243709

Sd/-

Shweta Gupta
Director
DIN:-07452923

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2019

[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,
Pankaj Piyush Trade and Investment Limited
314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9,
Rohini, New Delhi-110085

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Pankaj Piyush Trade and Investment Limited** (CIN: L65990DL1982PLC256291) (hereinafter called the '**Company**'). Secretarial Audit was conducted in a manner that provided me reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2019 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Pankaj Piyush Trade and Investment Limited** for the financial year ended on 31st March, 2019, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the company during the Audit Period)

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;-(Not applicable to the company during the Audit Period)

(e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the company during the Audit Period)

(f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the company during the Audit Period)

(g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the company during the Audit Period)

(h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008 (Not applicable to the Company during the Audit Period);

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India.
2. The Listing Agreements/Regulations including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 entered into by the Company with Stock Exchange(s).

On the basis of information and satisfactory reply to our queries raised and representation provided by the Company and its officials, in my opinion, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines, Standards etc. mentioned above.

I further report that, the Compliance by the Company of applicable Financial laws like Direct and Indirect Tax Laws and Maintenance of Financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

In respect to the other applicable laws specifically applicable to the Company, I have relied on information / records / declaration produced/furnished by the Company during the course of our audit and the reporting is limited to the extent.

I further report the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and there exist the system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions of the Board were unanimous and the same are captured and recorded as part of the minutes.

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

I further report that during the period there were no specific instances / events pursuant of the above referred laws, rules, regulations, guidelines, etc., having a major bearing on the Company's affairs.

For and On Behalf of

VMS & Co.

Megha Sharan

(Practicing Company Secretary)

CP No. 12171

Membership No. F9802

Date: - 30th May, 2019

Place: - New Delhi

Note: This report is to be read with my letter of even date which is annexed as Annexure - 1 and forms an integral part of this report.

“ANNEXURE A”

To,

The Member,

M/s Pankaj Piyush Trade and Investment Limited
314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9,
Rohini, New Delhi-110085

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial records 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 were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the 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. Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For and On Behalf of
VMS & Co.**

**Megha Sharan
(Practicing Company Secretary) CP No. 12171
Membership No. F9802**

**Date: - 30th May, 2019
Place: - New Delhi**

Form No. MGT-9**Extract of Annual Return as on the Financial Year Ended On 31st March, 2019****[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2015]****I. REGISTRATION AND OTHER DETAILS:**

i.	CIN	L65990DL1982PLC256291
ii.	Registration Date	29/05/1982
iii.	Name of the Company	Pankaj Piyush Trade and Investment Limited
iv.	Category/Sub-Category of the Company	Public Company Limited by Shares
v.	Address of the Registered office and contact details	314, 3 rd Floor, Opposite Plot No. 39, R. G. Mall Sector-9 Rohini, New Delhi-110085 Tel No. : 011-42804171 Email: info@pptinvestment.com Website: www.pptinvestment.in
vi.	Whether listed company	Yes (Listed on BSE Limited)
vii.	Name, Address and Contact details of Registrar and Transfer Agent	Contact Officer : Mr. Virender Rana Skyline Financial Services Private Limited D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020. Tel No.: +91-11-26812682 Fax No.: +91-11-26812683 Email id: viren@skylinerta.com Website : www.skylinerta.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-			
Sl. No.	Description of main products / Services	Code of the Product/ Service	% to total turnover of the company
1.	Sale of shares and Securities	6499	1.47%
2.	Fabrics	4641	81.55%
3.	Interest Income	6499	16.98%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name AND Address of the Company	CIN/ GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1.	Not Applicable				

				shares				
1.	Vinod Kumar Bansal	60000	15.00	0	60000	15.00	0	0
	Total	60000	15.00	0	60000	15.00	0	0

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

Sr. no	Name	Shareholding at the beginning of the year (as on 01/04/2017)		Date	Increase/Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

iv **Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sr.No	Name of Shareholder	No of Shares At the Beginning of Year 01/04/2017 and End of The Year 31/03/2018	% To the Total Shares	Transaction Date	Increase /Decrease	Reason	Cumulative Shareholding during the Period Between 01/04/2017 and 31/03/2018	% of Total Shares of the Company
1	DINESH GUPTA	24500	6.13	-	-	-	-	2.5
2	NIRANJAN MANJUNATH AK	17664	4.42	-	-	-	-	2.5
				13/04/2018	700	Purchase	18364	4.59

				04/05/2018	597	Purchase	18961	4.74
				11/05/2018	25	Purchase	18986	4.75
				18/05/2018	17	Purchase	19003	4.75
				01/06/2018	38	Purchase	19041	4.76
				22/06/2018	250	Purchase	19291	4.82
				20/07/2018	70	Purchase	19361	4.84
				27/07/2018	210	Purchase	19571	4.89
				14/09/2018	-100	Sale	19471	4.87
				02/11/2018	50	Purchase	19521	4.88
				23/11/2018	145	Purchase	19666	4.92
3	RENU AGGARWAL	10000	2.5	-	-	-	-	2.5
4	BABITA MITTAL	10000	2.5	-	-	-	-	2.5
5	ROSHAN LAL	10000	2.5	-	-	-	-	2.5
6	NIRMAL AGGARWAL	10000	2.5	-	-	-	-	2.5
7	RENU MITTAL	10000	2.50	-	-	-	-	2.50
8	MANLIKE CHEMICAL AND PHARMACEUTICAL COMPANY PRIVATE LIMITED	8471	2.12	-	-	-	-	2.12
9	AJAY RUPLAL GANVIR	6924	1.73	-	-	-	-	1.73
				25/05/2018	2	Purchase	6926	1.73
				01/06/2018	12	Purchase	6938	1.73
				17/08/2018	-1575	Sale	5363	1.34
				24/08/2018	-4827	Sale	536	0.13

				31/08/2018	-500	Sale	36	0.01
				19/10/2018	10	Purchase	46	0.01
				09/11/2018	-46	Sale	0	0
10	KANAI BANERJEE	6849	1.71	-	-	-	-	1.71
11	GOPISETTY KOTESWARA	3599	0.90	-	-	-	-	1.71
				24/08/2018	892	Purchase	4491	1.12
				31/08/2018	1032	Purchase	5523	1.38
				07/09/2018	300	Purchase	5823	1.46
				28/12/2018	25	Purchase	5848	1.46
				31/12/2018	42	Purchase	5890	1.47
				11/01/2019	104	Purchase	5994	1.50
				01/03/2019	500	Purchase	6494	1.62
				08/03/2019	380	Purchase	6874	1.72

Shareholding of Directors and Key Managerial Personnel:

Sr. no	Name	Shareholding at the beginning of the year (as on 01/04/2018)		Date	Increase/Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
A.	Directors & Key Managerial Personnel (KMP's)							

1	VINOD KUMAR BANSAL	60000	15	01.04.2018				
	60000	15	31.03.2019					

INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (As on 01.04.2017)	Nil	Nil	Nil	Nil
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total(i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
- Addition				
- Reduction				
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year (As on 31.03.2018)	Nil	Nil	Nil	Nil
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	Nil	Nil	Nil	Nil

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Mr. Vinod Kumar Bansal (Managing Director)				Total Amount
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					
	(c) Profits in lieu of salary under section					

	17(3)Income- taxAct,1961					
2.	Stock Option	Nil	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4.	Commission as% ofprofit others, specify...	Nil	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil	Nil
6.	Total(A)	Nil	Nil	Nil	Nil	Nil
	Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	Independent Directors	Nil	Nil	Nil	Nil	Nil
	Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	Total(1)	Nil	Nil	Nil	Nil	Nil
	Other Non-Executive Directors	Nil	Nil	Nil	Nil	Nil
	Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	Total(2)	Nil	Nil	Nil	Nil	Nil
	Total(B)=(1+2)	Nil	Nil	Nil	Nil	Nil

Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
Overall Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil

C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	3,60,000	3,60,000
	Value of perquisites/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
	Total	Nil	Nil	3,60,000	3,60,000

I. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD /NCLT/Court]	Appeal made. If any (give details)

A. Company					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Directors					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officers In Default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of Board

For Pankaj Piyush Trade and Investment Limited

Date: 04.09.2019
Place: New Delhi

Sd/-
Vinod Kumar Bansal
Managing Director
DIN:-00243709

Sd/-
Shweta Gupta
Director
DIN:-07452923

Form AOC-2

(Pursuant to Section 134 (3) (h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2015)

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

1. Details of contracts or arrangements or transactions not at arm's length basis: **Nil**
2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/arrangement/transactions	Duration of the contracts / arrangement / transactions/transaction	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any (Amount in Rs.)
USHA SHARMA	REMUNERATION	-	-	-	360000/-

For and on behalf of Board

For Pankaj Piyush Trade and Investment Limited

Date: 04.09.2019
Place: New Delhi

Sd/-
Vinod Kumar Bansal
Managing Director
DIN:-00243709

Sd/-
Shweta Gupta
Director
DIN:-07452923

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED** in its Analysis Report has highlighted the performance and outlook of the Company in order to comply with the requirement of Corporate Governance as laid down in SEBI (LODR) Regulations, 2015. However, investors and readers are cautioned that this discussion contains certain forward looking statements that involve risk and uncertainties.

GLOBAL OVERVIEW

The macroeconomic setting for the conduct of monetary policy has undergone significant shifts as domestic activity lost speed in 2018-19 and inflation conditions turned unusually benign under the impact of deflationary food prices. Going forward, economic activity is expected to recover in 2019-20. Headline CPI inflation is projected to move up from its recent low as the favorable base effects dissipate but remain below the target of 4 per cent in 2019-20. Global economic activity and trade have been shedding momentum and downside risks to the outlook have increased. Consumer price inflation has weakened in a broad-based manner with food prices contracting for five consecutive months since September 2018, fuel inflation collapsing and inflation excluding food and fuel softening even though it remains at an elevated level. Nominal growth in rural wages for both agricultural and non-agricultural laborers remained muted and pressure from staff costs in the organized sector. Industrial and farm input costs moderated considerably. Economic activity slowed down in Q2 led mainly by a large drag from net exports, which became entrenched in Q3 due to deceleration in public spending and private consumption. On the supply side, agriculture and allied activities moderated characterized by a modest growth in kharif and horticulture production. Industrial growth also decelerated led by a slowdown in manufacturing activity. However, services sector activity remained resilient, supported primarily by construction, financial services, and public administration and defence and the Indian Rupee appreciating due to easing of global crude prices and resumption of foreign portfolio inflows.

INDIAN INDUSTRIAL OVERVIEW

The weakening of the rupee has also boosted garment-manufacturing companies. Interestingly, the recovery in the US and European markets will continue to help garment-manufacturing companies. But it is companies who are into production of raw materials, especially yarn besides production and export of garments which have recorded a higher growth in revenues.

A large number of textiles exporters are facing a huge financial crunch due to substantial delay in getting duty drawback since the last five months from all the major ports. Drawback claims remain pending since September 2013 despite persistent follow up efforts made by the exporters, thereby, adversely affecting cash flows.

OPPORTUNITIES, THREATS & RISKS

The company is mainly exposed to market risk, interest risk, credit risk. However, prudent business and risk management practices followed by the company over the years helps it to manage normal industry risk factors which includes economic/business cycle, fluctuations in the stock prices in the market besides the interest rate volatility. However, the company hopes to improve its performance on the strength of its long experience and its strong emphasis on the fundamentals.

RISKS AND CONCERNS

Our revenues and expenses are difficult to predict and can vary significantly from period to period, which could cause decline in our performance.. An economic slowdown or other factors that affect the economic health of the country may affect our business. Our net income may get reduced if Government of India slashes the subsidies given. Changes in the policies of the Government of India or political instability could delay the further liberalization of Indian economy, which could impact our business prospects. Our client contracts are often conditioned on our performance, which, if unsatisfactory, could result in lesser revenues.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has developed adequate internal control system commensurate to its size and business to ensure that all assets are safeguarded and protected against any loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly. The internal audit report reviewed by the Management together with the Audit Committee of the Board. The Company has a strong Management Information System as a part of Control Mechanism. In an interdependent, fast-moving world, organizations are increasingly confronted by risks that are complex in nature and global in consequence. Such risks can be difficult to anticipate and respond to, even for the most seasoned business leaders. The audit committee reviews the performance of the audit and compliance functions, the effectiveness of controls and compliances with regulatory guidelines and gives such directions to the management as considered appropriate. The company has framed a compliance policy to effectively monitor and supervise the compliance functions in accordance with statutory requirements.

FINANCIAL PERFORMANCE

During the year under review, the company has profit after tax of Rs. 395410/- during the current financial year as compared to Rs. 4142570/- during the previous financial year. Profit before tax is Rs 750720/- as compared to Rs. 5543430/- in previous year.

HUMAN RESOURCES / INDUSTRIAL RELATIONS

Human resource is the most vital factor to achieve the goals of any organization. Being a progressive organization **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED** firmly believes in the strength of its most vital asset. The company recognizes the importance of human value and ensures that encouragement both moral and financial is extended to each individual for motivating them to perform to the maximum capacity. The company industrial relations are cordial and satisfactory during the year under review.

SIGNIFICANT CHANGES IN FINANCIAL RATIO

During the year following significant changes which are more than 25% as compared to the previous year have been taken place in the financial ratios on a standalone basis and consolidated basis:

Financial Ratio	F. Y. 2018-19	F. Y 2017-18	Change (%)	Reason for change
Debtor Turnover	0.00	22.87	-100%	As there is no debtors in the Company
Inventory Turnover	1.19	1.10	7.55%	-
Interest Coverage Ratio	6.22	0.00	100%	As interest cost increases
Current Ratio	10.14	6.22	6.3.09%	As stock increase
Operating Profit Margin (%)	0.74%	5.12%	-4.38%	-
Net Profit Margin	0.33%	3.83%	-3.50 %	-
Return on Net Worth	0.14%	1.50%	1.36 %	-

CAUTIONARY STATEMENT

Certain statements in this report may be forward looking and are stated as may be required by applicable laws and regulations. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of future performance and outlook. The company does not undertake to update these statements.

ACKNOWLEDGEMENT

Your directors take this opportunity to place on record their appreciation to all employees for their hard work, spirited efforts, dedication and loyalty to the company which helped the company for maintaining its growth. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of the investors, vendors, dealers, business associates and employees in an ensuring an excellent all around operational performance.

For and on behalf of Board

For Pankaj Piyush Trade and Investment Limited

Date: 04.09.2019
Place: New Delhi

Sd/-
Vinod Kumar Bansal
Managing Director
DIN:-00243709

Sd/-
Shweta Gupta
Director
DIN:-07452923

CORPORATE GOVERNANCE REPORT

(Pursuant to SEBI (LODR) Regulations, 2015 with the Stock Exchanges)

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company's Philosophy on Code of Governance envisages attainment of highest level of transparency, accountability, empowerment and ethical business conduct across all facts of its operations. The Company aspires to be a responsible partner acting with integrity towards its shareholders, customers, employees, the government and its business associates. The company conducts its affairs with a blend of the following aspects in their required proportions:

- Prudence
- Transparency
- Accountability
- Impartial treatment for all shareholders
- Operating under the purview of the statute
- Ethical practices
- Shareholder's wealth maximization

2. COMPOSITION OF BOARD:

The Board of **Pankaj Piyush Trade and Investment Limited** comprises of 5 directors consisting of two Independent Directors (Non Executive), one is Managing Director, 1 Executive director and another one is Non-Executive Director.

Details of composition of the Board, category, attendance of Directors at the Board Meetings and last Annual General Meeting (AGM), number of other Directorships as on March 31, 2019 are given below:

➤ **Composition and Category of Directors:**

- The composition of board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013
- None of the Directors on the Board holds directorships in more than ten public companies. None of the Independent Directors serves as an independent director on more than seven listed entities. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2019 have been made by the Directors.

Number of directorships and committee Chairmanships/Memberships held by them in other public limited companies as on March 31, 2019 are given below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of the Listing Regulations

Name	Designation	Category	No. of other Directorship	Attendance of Board Meetings	Number of committee positions held in other Public Companies		Attendance at previous AGM
					Membership	Chairmanship	
Mr. Vinod Kumar Bansal	Managing Director	Executive Director	-	Yes	0	0	Yes
Mr. Santosh Kumar Kushaw	Independent Director	Non Executive Director	5	Yes	2	0	Yes

aha							
Mr. Harshit Agarwal	Independent Director	Non Executive Director	1	Yes	2	2	Yes
Ms. Shweta Gupta	Director	Executive	-	Yes	1	0	No
Mr. Neeraj Kumar Singh	Director	Executive	-	Yes	1	0	Yes

➤ **Name of other listed entities where directors of the Company are directors and the category of directorship:**

Name of director	Name of listed entities in which the concerned director is a director	Category of directorship
Mr. Vinod Kumar Bansal	-	-
Mr. Santosh Kumar Kushawaha	A F Enterprises Limited Kyra Landscapes Limited	
Mr. Harshit Agarwal	Kotia Enterprises Limited	Non Executive
Ms. Shweta Gupta	-	-
Mr. Neeraj Kumar Singh	-	-

3. MEETINGS AND ATTENDANCE DURING THE YEAR

Attendance of Directors at the Meeting of Board of Directors for the Financial Year 2018-2019. The Company has conducted 5 (Five) Board Meetings during the year

The Details of Board of Directors Meeting Held during the Financial Year 2018– 2019:

Date	No. of Directors	No. of Directors Present
29/05/2018	5	5
14/08/2018	5	2
03/09/2018	5	2
14/11/2018	5	2
08/02/2019	5	2

➤ **Disclosure of relationship between director inter-se:** None of the Directors are related to each other.

➤ **Detail of number of shares and convertible instruments, if any, held by Non-Executive Directors:**

Name of Non Executive Director	No. of Shares
Mr. Santosh Kumar Kushawaha	0
Mr. Harshit Agarwal	0
Ms. Shweta Gupta	0

➤ **Web Link where details of Familiarization Programmes imparted to Independent Directors is disclosed:**

The Company has conducted a familiarization programme for its Independent Directors during the year. The detail of such familiarization programme is available on the web link i.e. www.indiafinsec.com/corporate-governance/.

➤ **Skills/expertise/competence of the Board of Directors**

- Knowledge and understanding of Company's business, policies and culture including major risks/threats and potential opportunities of the Company in which company operates.
- Relevant experience in finance, tax, risk management, compliance and corporate governance
- Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.

Internal Control

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory/ regulatory compliances.

4. INFORMATION SUPPLIED TO THE BOARD

The Board members are given agenda papers along with necessary documents and information in advance of each meeting of the Board and Committees. In addition to the regular business items, the following are regularly placed before the Board to the extent applicable:-

- Quarterly and Half yearly Results of the company
- Minutes of the Audit Committee and other Committee meetings
- Details of Agreements entered into by the company
- Particulars of non-compliances of any statutory or Listing requirement

5. MINUTES OF THE BOARD MEETING

The minutes of the proceedings of every Board and all committee meetings are prepared and approved/initialed by the Chairman within 30 days from the conclusion of the respective meeting.

6. CODE OF ETHICS

The company has prescribed a code of ethics for its Directors and senior management personnel. A declaration by Executive Director to the effect that all the Directors and the senior management personnel have complied with the Code of Ethics laid down for this purpose for the year 2018-19 is given below-

Declaration-Code of Conduct

This is to confirm that the Board of Directors has laid down a code of conduct for all Directors and senior management personnel of the company. It is further confirmed that all the Directors and senior management personnel of the company have duly complied with the Company's Code of Conduct during the financial year 2018-19 as required under Regulation 26(3) of SEBI (LODR) Regulations, 2015 with the Stock Exchanges.

COMMITTEES OF THE BOARD

The Company has 3 (three) committees viz: 1. Audit Committee, 2. Nomination and Remuneration Committee, 3. Stake Holders Relationship Committee.

The decisions relating to the constitution of committees, appointment of members and fixing of terms of service for committee members are taken by the Board of Directors.

1. AUDIT COMMITTEE

The term of reference of this committee cover the matter specified for Audit Committee under Regulation 18 of SEBI (LODR) Regulations, 2015. The current Audit Committee of the Company comprises three Directors, who possess knowledge of the corporate finance & accounts.

The constitution of the Audit Committee as on 31st March 2019 is as follows:-

Name of Directors	Status of Committee	Nature of Directorship
Mr. Harshit Aggarwal	Chairman	Independent Director
Mr. Santosh Kumar Kushawaha	Member	Independent Director
Mrs. Shweta Gupta	Member	Non-Executive - Non Independent Director

MEETINGS

During the financial year ended 31st March, 2019, 5(Five) Audit Committee Meetings were held during the year i.e. 29th May 2018, 14th August 2018, 03rd September 2018, 14th November, 2018 and 08th February 2019 and all the meeting attended by the all members.

2. NOMINATION AND REMUNERATION COMMITTEE

The objective of Nomination and Remuneration Committee is to assess the remuneration payable to our Managing Director/Whole Time Directors; sitting fee payable to our Non Executive Directors; remuneration policy covering policies on remuneration payable to our senior executives.

The constitution of the Nomination and Remuneration Committee is as follows:-

Name of Directors	Status of Committee	Nature of Directorship
Mr. Harshit Aggarwal	Member	Independent Director
Mr. Santosh Kumar Kushawaha	Chairman	Independent Director
Mrs. Shweta Gupta	Member	Non Executive Non Independent Director

ROLE OF THE COMMITTEE:

The role of Nomination and Remuneration Committee is as follows:

- 1) determining/recommending the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board;
- 2) determining/recommending the criteria for qualifications, positive attributes and independence of Directors;
- 3) identifying candidates who are qualified to become Directors and who may be appointed in Senior Management and recommending to the Board their appointment and removal;
- 4) reviewing and determining all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonus, stock options, pension, etc;
- 5) reviewing and determining fixed component and performance linked incentives for Directors along with the performance criteria;
- 6) determining policy on service contracts, notice period, severance fees for Directors and Senior Management;
- 7) evaluating performance of each Director and performance of the Board as a whole;

Non-Executive Directors are only entitled to sitting fees for attending Board and Committee Meetings.

The Company has a Nomination & Remuneration Policy for its directors and senior management personnel under whom Nomination & Remuneration Committee functions and takes decision about the remuneration & perquisites of Directors.

(a) Details of Remuneration of all the Directors (2018-2019)

S. No.	Particulars of Remuneration	Executive Directors			Total Amount (Rs.)
		Vinod Bansal	Kumar	Neeraj Kumar Singh	
1.	GrossSalary				
	(a)Salaryasperprovisionscontainedinsection17(1) oftheIncome-taxAct,1961	0		0	0
	'	0		0	0
	(b)Valueofperquisitesu/s17(2) of the Income-taxAct,1961	0		0	0
	(c)Profitsinlieuofsalaryundersection17(3)Income-taxAct,1961	0		0	0
2.	StockOption	0		0	0
3.	SweatEquity	0		0	0
4.	Commission - as%ofprofit - others,specify...	0		0	0
5.	Others,pleasespecify	0		0	0
6.	Total(A)	0		0	0

(b) Details of Sitting Fees paid to Non-Executive Directors during the financial year 2018-2019

Name of the Director	Board Meeting (Rs)	Audit Committee Meeting (Rs)	Nomination & Remuneration Committee Meeting (Rs)	Stakeholders' Relationship Committee Meeting (Rs)	Risk Management Committee (Rs.)	Total (Rs.)
Santosh Kumar Kushawaha						0
Harshit Agarwal						0
Shweta Gupta						0

There were no pecuniary relationships or transactions of the non-executive director's vis-à-vis the company during the Financial Year ended March 31, 2019.

Criteria for Performance Evaluation by Nomination Committee

The Nomination & Remuneration Committee formulated a **Performance Evaluation Policy** for evaluation of performance of the Directors, Key Managerial Personnel and other employees of the Company. This policy aims at establishing a procedure for conducting periodical evaluation of directors' performance and formulating the criteria for determining qualification, positive attribute and independence of each and every director of the Company in order to effectively determine issues relating to remuneration of every director, key managerial personnel and other employees of the Company.

3. STAKE HOLDERS RELATIONSHIP COMMITTEE:

The Committee deals with various matters relating to the transmission of shares, issue of duplicate share certificates, approving the split and consolidation requests and other matters including Shareholder's Complaints and Grievance.

The Present Stake Holders Relationship Committee consists of:

Name of Directors	Status of Committee	Nature of Directorship
Mr. Harshit Aggarwal	Chairman	Independent Director
Mr. Neeraj Kumar Singh	Member	Executive Director
Mr. Santosh Kumar Kushawaha	Member	Independent Director

DISCLOSURES:

RELATED PARTY TRANSACTIONS:-

Disclosures on materially significant related party transactions i.e. transactions of the Company material in nature, with its Promoters, Directors, Management, their relatives etc. that may have potential conflict with the interest of the Company at large. None of the transaction with any of the related parties was in conflict with the interest of the Company.

- **Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A). Not Applicable**
- The Company is in compliance with all the mandatory requirements of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and has fulfilled the non- mandatory requirements;
- The Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India, to the extent applicable, in the preparation of Financial Statements.
- The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management control risks through means of a properly defined framework.
- The Company has well framed Vigil Mechanism/ Whistle Blower Policy and we affirmed that no personnel has been denied access to the Audit Committee.
- The Company has adopted with the Code of Conduct applicable to all Directors, senior management and employees. The Declaration as required under Regulation 17(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed with this Report.
- A certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority. The Certificate of Company Secretary in practice is annexed herewith as a part of the report.
- Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year. Not Applicable
- Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part. Details relating to fees paid to the Statutory Auditors are given in Note 28 to the Standalone Financial Statements and Note 27 (d) to the Consolidated Financial Statements.
- Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is given in the Directors' report.
- The CEO and CFO have given a certificate as contemplated in Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Listing Agreement. This certificate is annexed with this Report.
- The requirements of the Audit and other Committees as contemplated in Listing Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with as per the report set above in respect of the same.
- The Policy for determining 'material' subsidiaries is available on the website of the Company and its web link is www.pptinvestment.in/corporate-governance
- The Policy on dealing with related party transactions is available on the website of the Company and its web link is www.pptinvestment.in/corporate-governance
- Disclosure of commodity price risks and commodity hedging activities: The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

ANNUAL GENERAL MEETINGS:

The Details of Annual General Meetings of the Last three years are as follows:

Financial Year	Date	Time	Location
2017-2018	28/09/2018	9:15 A.M	Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi
2016-2017	27/09/2017	9:00 A.M	Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi
2015-2016	30/09/2016	1:30 P.M	Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi

Whether Special Resolutions were put through postal ballot last year: **NO**

Are votes proposed to be conducted through postal ballot this year: **NO**

MEANS OF COMMUNICATION:

(a) Quarterly results:

The quarterly, half-yearly and yearly financial results are sent to/uploaded on the website of Bombay Stock Exchange immediately after the Board approves the same. The quarterly results, Half-yearly and Yearly financial results were published in English daily "Financial chronicle (English)" and a Hindi daily "Naya India" as is required under the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with the Stock Exchanges.

(b) Newspapers wherein normally published: Yes

(c) Any Website, wherein displayed: Yes (www.pptinvestment.in)

GENERAL SHAREHOLDER INFORMATION

Annual General Meeting Date	30 th September, 2019 at 09:00 A.M.
Venue	D-13, Second Floor, Prashant Vihar, Rohini, New Delhi-110085
Financial Year	1 ST April 2018- 31 st March 2019
Book closure date	21 st September, 2019 (Saturday) to 30 th September, 2019 (Monday), both days inclusive for payment of dividend & Bonus

	(IfAny)
Listing on Stock Exchange	BSE Ltd.
Stock Code	506122
ISIN	INE820M01018
Depositories	<p>National Securities Depositories Limited Trade World, 4th Floor, Kamala Mill Compound, Lower Parel, Mumbai-13.</p> <p>Central Depositories Services Limited P.J.Towers,28thFloor,DalalStreet Mumbai-23</p>

(f) Registrar and Transfer Agent:

M/s Skyline Financial Services Pvt. Ltd. D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020.

Tel.: 011-26812682/83, 011-64732681 to 88

Email: admin@skylinerta.com

(g) Share Transfer Systems

The Shares received for transfer in physical mode are registered and returned within a period of 15 Days from the date of receipts if the documents are clear in all respect.

(h) Dematerialization of shares and liquidity: 400000 shares (100%)

The company has entered into an agreement with M/s Skyline Financial Services Pvt. Ltd. as Registrar and Transfer Agents

(i) Investor Correspondence:

For any assistance regarding share transfers, transmission, change of address, non-receipt of annual report and any other query relating to the shares of the Company. Please write to **M/s Skyline Financial Services Pvt. Ltd., D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020.**

(j) Outstanding ADRs /GDRs:

The company has not issued any ADRs / GDRs.

Market Price Data and Shareholding Pattern as on 31st March, 2019:

1) **Market Price Data:**

Month	Open	High	Low	Close	No Of Shares	No Of Trades	Total Turnover	Deliverable Quantity	% Deli. Qty to Trade d Qty	* Spread H-L	* Spread C-O
Apr 18	60.80	75.10	56.75	62.95	8,468	147	5,18,094	7,086	83.68	18.35	2.15
May 18	57.10	71.40	49.00	62.90	7,077	172	4,25,291	4,612	65.17	22.40	5.80
Jun 18	63.00	64.95	50.70	53.10	7,726	156	4,46,522	4,221	54.63	14.25	-9.90
Jul 18	54.00	66.90	51.30	52.55	6,786	114	3,96,504	5,719	84.28	15.60	-1.45
Aug 18	55.95	65.80	48.35	53.50	23,968	402	13,41,933	17,747	74.04	17.45	-2.45
Sep 18	53.85	56.40	45.80	48.00	7,423	106	3,75,242	6,841	92.16	10.60	-5.85
Oct 18	50.35	54.55	44.45	48.20	5,481	105	2,60,797	3,944	71.96	10.10	-2.15
Nov 18	45.60	61.35	44.35	53.50	8,431	140	4,48,934	6,263	74.29	17.00	7.90
Dec 18	51.05	61.00	49.75	50.70	2,169	58	1,19,371	1,611	74.27	11.25	-0.35
Jan 19	48.20	64.50	48.20	53.55	1,061	50	60,338	962	90.67	16.30	5.35
Feb 19	56.20	56.20	43.75	47.75	6,229	86	2,92,710	6,046	97.06	12.45	-8.45
Mar 19	45.40	54.10	44.05	47.00	5,954	92	2,81,037	2,665	44.76	10.05	1.60

(2) **Shareholding Pattern as on 31st March, 2019:**

Sr. No.	Category	No. of shares	% (Percentage)
1.	Promoters	60,000	15%
2.	Private Body Corporate, Indian Public and others	3,40,000	85%
	Total	4,00,000	100.00

(o) Address for Communication:

The Company's Registered Office is situated at –
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED
314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9,
Rohini, New Delhi-110085
E-Mail Id- info@pptinvestment.com

Any Correspondence by the shareholders should be addressed either to Registered Office at above address or Registrar/Share Transfer Agents.

**FOR AND ON BEHALF OF THE BOARD,
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**

**PLACE: NEW DELHI
DATE : 04/09/2019**

Sd/-	Sd/-
Vinod Kumar Bansal	Shweta Gupta
Managing Director	Director
(DIN : 00243709)	(DIN: 07452923)

CFO CERTIFICATE

I, Usha Sharma, Chief Finance Officer of Pankaj Piyush Trade and Investment Limited to the best of my knowledge and belief certify that:

1. I have reviewed the balance sheet and profit and loss account, and all its schedules and notes to accounts, as well as the cash flow statement.
2. Based on my knowledge, information and belief, these statements do not contain any untrue statement of a material fact or omit to state a material fact that might be misleading with respect to the statements made.
3. Based on my knowledge, information and belief, the financial statements and other financial information included in this report present a true and fair view of the company's affairs for the period presented in this report and are in compliance with the existing accounting standards, applicable laws and regulations.
4. To the best of my knowledge, information and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the Company's Code of Conduct.
5. I am responsible for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting.
6. I have disclosed, based on my most recent evaluation, wherever applicable, to the Company's Auditors and the Audit Committee of the Company's Board of Directors all significant deficiencies in the design or operation of internal controls, if any, of which they are aware and the steps taken or proposed to be to rectify the deficiencies;

I have indicated to the Auditors and the Audit Committee:

- a) Significant changes in the Company's internal control over the financial reporting during the year;
- b) All significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements;
- c) Any fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal control system over financial reporting.

FOR AND ON BEHALF OF THE BOARD,

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Sd/-

**Usha Sharma
Chief Financial Officer**

**PLACE: New Delhi
DATE: 04.09.2019**

CERTIFICATE OF CORPORATE GOVERNANCE REPORT

**To,
The Member,
M/s Pankaj Piyush Trade and Investment Limited
314, 3rd Floor, Opposite Plot No. 39, R. G. Mall,
Sector-9, Rohini, New Delhi-110085**

We have examined the compliance of conditions of the Corporate Governance by Pankaj Piyush trade and Investment Limited, for the year ended March 31, 2019 as stipulated under Regulation 17 to 27 and 46(2)(b) to (i) of the SEBI (LODR) Regulations, 2015 with the Stock Exchange(s).

The Compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the Compliance conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to explanation given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015.

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

Sd/-

Date: 04/09/2019

Place: New Delhi

Megha Sharan
Practising CompanySecretary
Membership No: 9802

DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT

To,

The Members of

Pankaj Piyush Trade and Investment Limited

Pursuant to Regulation 26(3) of the SEBI (LODR) Regulations, 2015 entered into with the Stock Exchanges, I hereby confirm that all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management as approved by the Board for the financial year ended 31st March, 2019.

FOR AND ON BEHALF OF THE BOARD,

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

PLACE: NEW DELHI

DATE : 04/09/2019

Sd/-

Vinod Kumar Bansal

Managing Director

(DIN : 00243709)

Sd/-

Shweta Gupta

Director

(DIN: 07452923)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,

The Members of

Pankaj Piyush Trade and Investment Limited
New Delhi

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s Pankaj Piyush Trade and Investment Limited having CIN L65990DL1982PLC256291 and having registered office at 314, 3rd Floor, Opposite No. 39, R. G. Mall, Sector-9, Rohini, New Delhi-110085 (hereinafter referred to as 'the Company'), produced before me 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 my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 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, the Reserve bank of India or any such other Statutory Authority.

S. No.	Name of Director	Designation	DIN	Date of Appointment
1.	Mr. Vinod Kumar Bansal	Managing Director	00243709	31.05.2012
2.	Mr. Santosh Kumar Kushawaha	Independent Director	02994228	31.08.2017
3.	Mr. Harshit Agarwal	Independent Director	06946506	12.08.2014
4.	Ms. Shweta Gupta	Non Executive Director	07452923	30.04.2016
5.	Mr. Neeraj Kumar Singh	Executive Director	07452949	30.04.2016

Disclaimer: Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My 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.

Date: 30th May, 2019
Place: New Delhi

Megha Sharan
Practicing Company Secretaries
CP No. 12171, Membership No. F9802

Nomination and Remuneration Policy

Our Policy is on the appointment and remuneration of directors, Key Managerial Personnel and other senior management team for providing equitable remuneration to the directors and to recommend the qualified directors to the Board. The nomination and remuneration policy is provided herewith pursuant to Section 178(4) of the Companies Act, 2013. The Policy is also available on the website of the company.

Objectives

This policy is framed with the following objectives:

- The remuneration of the Whole Time Directors/Executive Directors is fixed by the Remuneration Committee as constituted. The remuneration of Employees other than Whole-time Directors is approved by the Remuneration Committee based on recommendations made to it.
- To specifies remuneration packages for Whole-time Directors including pension rights and compensation payments.
- The Non-Executive Directors are not paid any remuneration. They are only entitled to sitting fees for attending Board and Committee Meetings.
 - To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a Director (Executive / Non-Executive) and recommend to the Board policies relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
 - The policy also addresses the following items:
 - Committee member qualifications;
 - Committee member appointment and removal;
 - Committee structure and operations; and
 - Committee reporting to the Board.
 - To formulate the criteria for evaluation of performance of all the Directors on the Board;

Constitution of Nomination and Remuneration Committee

The Board has re-constituted the “Nomination Committee” of the Board on 31st August, 2017. This is in line with the requirements under the Companies Act, 2013.

The Committee currently comprises of:-

Name	Designation in Committee	Nature of Directorship
Mr. Harshit Agarwal	Member	Non-Executive Independent Director
Mr. Santosh Kumar Kushawaha	Chairman	Non-Executive Independent Director
Ms. Shweta Gupta	Member	Non-Executive Director

Role and Powers of the Committee

The Nomination & Remuneration committee has been constituted to recommend/review remuneration of Directors and key managerial personnel based on their performance and defined assessment criteria.

The remuneration policy of our Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The remuneration policy is in consonance with the existing industry practice.

The role and power of Nomination and Remuneration Committee shall include but shall not be restricted to the following:

- Periodically reviewing the size and composition of the Board to ensure that it is structured to make appropriate decisions, with a variety of perspectives and skills, in the best interests of the Company as a whole;
- Formulate the criteria determining qualifications, positive attributes and independence of a Director and recommending candidates to the Board, when circumstances warrant the appointment of a new Director, having regard to the range of skills, experience and expertise, on the Board and who will best complement the Board;
- Make recommendations to the Board on appropriate criteria for the Directors. Formulate the criteria and framework for evaluation of performance of every director on the Board of the Company.
- Identify ongoing training and education programs for the Board to ensure that Non-Executive Directors are provided with adequate information regarding the options of the business, the industry and their legal responsibilities and duties.
- To recommend to the Board, the remuneration packages of the Company's Managing / Joint Managing / Deputy Managing / Whole time / Executive Directors, including all elements of remuneration package (i.e. salary, benefits, bonuses, perquisites, commission, incentives, stock options, pension, retirement benefits, details of fixed component and performance linked incentives along with the performance criteria, service contracts, notice period, severance fees etc.);

- To be authorized at its duly constituted meeting to determine on behalf of the Board of Directors and on behalf of the shareholders with agreed terms of reference, the Company's policy on specific remuneration packages for Company's Managing/Joint Managing/Deputy Managing/Whole-time/ Executive Directors, including pension rights and any compensation payment;
- To implement, supervise and administer any share or stock option scheme of the Company;
- To attend to any other responsibility as may be entrusted by the Board within the terms of reference.

Policy for appointment, term, removal and retirement of Managerial Personnel, Director, KMP and Senior management

Appointment criteria and qualifications

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or senior management level and recommend to the Board his /her appointment.
- A person to be appointed as Director, KMP or senior management level should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion
- to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Managing Director / Executive Director/ Independent Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended at the discretion of the committee beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.
- A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board of Directors of the Company.
- In case of Independent director shall ensure that he/she possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance , technical operations or other disciplines related to the company's business.

Term/ Tenure

- **Managing Director / Whole-time Director**

The Company shall appoint or re-appoint any person as its Managing Director and CEO or Whole-time Director for a term not exceeding five years at a time. No re appointment shall be made earlier than one year before the expiry of term.

- **Independent Director**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for five years or more in the Company as on April 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he / she shall be eligible for appointment for one more term of five years only.

At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time (Executive) Director of a listed company.

Removal

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director or KMP subject to the provisions and compliance of the said Act, rules and regulations.

Retirement

The Whole-time Directors, KMP and senior management personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Whole-time Directors, KMP and senior

management personnel in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company.

Policy relating to Remuneration of Directors, Managerial personnel, KMP and Senior Management

- The remuneration / compensation / commission etc. to Directors will be determined by the Committee and recommended to the Board for approval.
- The remuneration and commission, if any, to be paid to the Directors, Managing Director and senior management shall be in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder.
- Increments to the existing remuneration / compensation, structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managing Director.
- Where any insurance is taken by the Company on behalf of its Managing Director, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

Remuneration to Directors, KMPs and other employees

The policy on remuneration for KMPs and other employees is as below:-

- The Remuneration/Compensation/Profit linked Incentive etc. to Directors, Managerial Personnel, KMP and Senior Management will be determined by the Committee and recommended to the Board for approval. The Remuneration / Compensation / Profit Linked Incentive etc. to be paid for Managerial Personnel shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- The remuneration and commission to be paid to Managerial Personnel shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
- Managerial Personnel, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and

Central Government, wherever required.

- If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Personnel in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.
- If any Managerial Personnel draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. f. Increments if declared to the existing remuneration / compensation structure shall be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managerial Personnel.
- Increments if declared will be effective from 1st April of each financial year in respect of Managerial Personnel, KMP, Senior Management subject to other necessary approvals from statutory authorities as may be required.
- Where any insurance is taken by the Company on behalf of its Managerial Personnel, KMP and Senior Management for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

Increments

- Salary increase is given to eligible employees based on position, performance and market dynamics as decided from time to time.

Remuneration to Non –Executive/Independent Directors

- No monthly remuneration to be paid to Non-Executive/ Independent Director.
- The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

Monitoring, Evaluation and Removal

- *Evaluation*

The Committee shall carry out evaluation of performance of every Managerial Personnel, Director, KMP and Senior Management on yearly basis.

- *Removal*

The Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions of Companies Act, 2013, and all other applicable Acts, Rules and Regulations, if any.

- *Minutes of Committee Meeting*

Proceedings of all meetings must be minuted and signed by the Chairperson of the said meeting or the Chairperson of the next succeeding meeting. Minutes of the Committee meeting will be circulated at the subsequent Board meeting for noting.

Policy Review

This policy is framed based on the provisions of the Companies Act, 2013 and rules made thereunder.

In case of any subsequent changes in the provisions of the Companies Act, 2013 or any other regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, then the provisions of the Act or regulations would prevail over the policy and would be modified in due course to make it consistent with law.

This policy shall be reviewed by the Nomination and Remuneration Committee as and when any changes are to be incorporated in the policy due to change in regulations or as may be felt appropriate by the committee. Any change or modification on the policy as recommended by the committee would be given for approval of the Board of Directors.

Disclosure

The details of this Policy and the evaluation criteria as applicable shall be disclosed in the Annual Report as part of Board's Report therein or alternatively the same may be put up on the Company's website and reference drawn thereto in the Annual Report.

For Pankaj Piyush Trade and Investment Limited

**Sd/-
Vinod Kumar Bansal
Managing Director
DIN- 00243709**

**Sd/-
Shweta Gupta
Director
DIN- 07452923**

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

Independent Auditor's Report

To
The members of
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2019, the statement of profit and loss, statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereby referred as 'the financial statement').

In our opinion and to the best of our information and explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian accounting standard (Ind AS) prescribed under section 133 the Companies Act, 2013 read with the Companies (Accounting Standard) Rules, 2006, as amended and the other accounting principles generally accepted in India: -

- i. In case of the Balance Sheet, of the **state of affairs** of the Company as at 31st March, 2019;
- ii. In case of Statement of Profit and Loss , of the **profit** for the year ended on that date; and
- iii. In case of Cash Flow Statement, of the **cash flows** for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

S. No.	Key audit matters	Auditor's response
1.	<p><u>Revenue Recognition</u></p> <p>As per new notified Ind AS 115, method of recognition of revenue been changed to transfer of control to the customer.</p>	<p>Our audit procedure inter- alia included the following-</p> <ul style="list-style-type: none">• We assessed the company's process to identify the impact of the new accounting standard.• Our audit approach has considered the time of transfer of control customer for revenue recognition.• We performed year end cut off procedures to determine whether amounts were recorded in the correct period.
2.	<p><u>Measurement of Revenue</u></p> <p>As per new notified Ind AS 115, measurement of revenue to be made on transaction price.</p>	<p>Our audit procedure inter- alia included the following-</p> <ul style="list-style-type: none">• We used assessment of overall control environment relevant for measurement of revenue.• We performed testing of journal entries, with particular focus on manual adjustment to revenue account, to mitigate the risk of manipulation of revenue and profit figures.

Information other than the financial statements and Auditor's Report Thereon

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

Our opinion on the financial statement 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 and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's board of directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Ind AS and the other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 are operating effectively for insuring 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 misstatements, whether due to fraud or error.

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

The Board of Directors 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 a reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise due to fraud or error and are considered material if, individually or in 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 the SAs, 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 one resulting from error, as

fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

- (ii) Obtain an understanding of the internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- (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 upto 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 statement, individually or in aggregate, makes it probable that the economic decision of reasonable knowledgeable user of the financial statement 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 controls 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 reasonable be thought to bear on our independence, and where applicable, relevant safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Indian accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure-B**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact, if any of pending litigations on its financial position, in its financial statements (Refer Note 33 of financial statement);
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund.

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

Sd/-
O.P. Pareek
Partner
Membership No. 014238

New Delhi, the 30th day of May 2019

ANNEXURE- A TO THE AUDITOR'S REPORT

The Annexure referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date to the members of **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED** (the Company) for the year ended on 31st March 2019.

- (i) (a) As per information and explanation given to us, the Company is maintaining proper records showing full disclosures of the fixed assets;

(b) As per information and explanation given to us, physical verification of fixed assets has been conducted once in a year by the management and no material discrepancies were noticed during the course of verification;

(c) According to information and explanation given to us and on the basis of our examination of records of the company, the title deeds of immovable properties are held in the name of the company;
- (ii) As per information and explanation given to us, physical verification of inventory has been conducted once in a year by the management and no material discrepancies were noticed during the course of physical verification;
- (iii) According to information and explanations given to us, the Company has not granted unsecured loans to parties covered in register maintained under section 189 of the Companies Act, 2013;
- (iv) According to information and explanations given to us, the Company has complied with the provisions of Section 185 of the Companies Act, 2013. *However, the Company has not passed special resolution of members in respect of loans, investment, guarantees and security given above the limit as prescribed under section 186 of Companies Act, 2013. And accordingly has not complied with such provisions;*
- (v) According to information and explanations given to us, the Company has not accepted public deposits and the provision of section 73 to 76 or other relevant provisions of the Companies Act, 2013 and rules framed there under are not applicable to the Company;
- (vi) According to information and explanations given to us, the Company is not liable to maintain cost records as prescribed under section 148(1) of the Companies Act, 2013;
- (vii) (a) According to information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including income-tax and any other applicable statutory dues to the appropriate authorities and there are no outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable;

(b) According to information and explanations given to us, there are no outstanding statutory dues on the part of Company which is not deposited on account of dispute;
- (viii) According to information and explanations given to us, the company has not obtained any loans and borrowings from any financial institution, bank, government or dues to debenture holders, and hence question of default of repayment does not arise;
- (ix) According to information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under sub- clause (ix) of Paragraph 3 of the Order is not applicable;

- (x) To best of our knowledge and according to information and explanations given to us, no fraud by the company and no fraud on the company by its officers, employees has been noticed or reported during the year;
- (xi) According to information and explanations given to us, the Company has not paid any managerial remuneration. So, the provisions of the Companies Act, 2013 in this regard is not applicable;
- (xii) As per information, the Company is not a Nidhi Company, hence reporting under sub- clause (xii) of the Paragraph 3 of the Order is not applicable;
- (xiii) According to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 wherever applicable and the details have been disclosed in the financial statements etc., as required by the applicable Indian accounting standards;
- (xiv) According to information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year;
- (xv) According to information and explanations given to us, the Company has not entered into non- cash transactions with directors or persons connected with him;
- (xvi) According to information and explanations given to us, the Company is not a Non- Banking Financial Company and does not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

Signed for the purpose of identification

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

Sd/-
O.P. Pareek
Partner
Membership No. 014238

New Delhi, the 30th day of May, 2019

ANNEXURE- B TO THE AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED** as on 31st March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for the Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control 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 risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidences we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

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

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

Inherent Limitations of Internal Financial Controls 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 could not be detected. Also, projections of any evaluation of the internal financial control over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material aspects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2019, based on "the internal financial controls over financial reporting criteria 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 V.N. PUROHIT & CO.

Chartered Accountants

Firm Regn. No. 304040E

Sd/-

O.P. Pareek

Partner

Membership No. 014238

New Delhi, the 30th day of May, 2019

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

BALANCE SHEET AS AT 31ST MARCH 2019

(Rupees in thousands)			
	Notes	As at 31st March 2019	As at 31st March 2018
ASSETS			
Non- current assets			
Property, Plant and Equipment	3	3,340.55	3,512.66
Financial assets			
Investments	4	49.85	49.85
Deferred tax assets (Net)	13	-	151.60
Other non current assets	5	15.20	15.20
Current Assets			
Inventories	6	84,223.68	79,098.90
Financial assets			
Trade receivables	7	-	5,258.27
Cash and cash equivalents	8	882.20	964.55
Loans	9	213,789.11	235,418.07
Current tax assets (net)		2,383.63	2,061.79
Other current assets	10	1,691.15	1,718.70
Total Assets		306,375.36	328,249.58
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	4,000.00	4,000.00
Other equity	12	272,413.54	272,018.13
LIABILITIES			
Non- current liabilities			
Deferred tax liabilities (Net)	13	47.33	-
Current liabilities			
Financial liabilities			
Trade payables			
- total outstanding dues of creditors other than micro enterprises and small enterprises	14	28,923.48	51,289.92
Other financial liabilities	15	854.10	538.15
Other current liabilities	16	100.91	365.58
Provisions	17	36.00	37.80
Total Equity and Liabilities		306,375.36	328,249.58

Notes on the Ind AS financial statements

1-35

The accompanying notes are an integral part of the financial statements.

As per our report of even date

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Sd/-

O. P. Pareek

Partner

Membership No. 014238

New Delhi, the 30th day of May, 2019

Vinod Kumar Bansal

Managing Director

DIN -00243709

Usha Sharma

CFO

PAN: BRFPS1323F

Shweta Gupta

Director

DIN- 7452923

Sarita Singh

Company Secretary

PAN: EERPS7175P

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2019

	Notes	For the year ended 31st March 2019	(Rupees in thousands) For the year ended 31st March 2018
REVENUE			
Revenue from operations	18	120,250.68	108,050.40
Other income	19	159.64	136.90
Total Revenue (I)		120,410.32	108,187.30
EXPENSES			
Purchases of stock-in-trade	20	104,896.36	146,193.29
Changes in inventories of Stock-in-Trade	21	(5,124.78)	(56,990.88)
Employee benefits expense	22	7,812.44	4,024.99
Finance costs	23	143.71	-
Depreciation	3	172.10	190.02
Other expenses	24	11,759.78	9,226.46
Total expenses (II)		119,659.60	102,643.87
Profit/ (loss) before exceptional items and tax (I-II)		750.72	5,543.44
Exceptional items		-	-
Profit/ (loss) before tax		750.72	5,543.44
Tax expenses			
Current tax		156.38	(1,427.43)
Deferred tax		198.93	26.57
Profit/ (loss) for the period (III)		395.41	4,142.57
OTHER COMPREHENSIVE INCOME			
Total Other Comprehensive Income (IV)		-	-
Total Comprehensive Income for the period (III+IV)		395.41	4142.57
Earning per equity share (EPS)			
[nominal value of share Rs. 10]			
Basic (in Rs.)		0.99	10.36
Diluted (in Rs.)		0.99	10.36

Notes on the Ind AS financial statements **1-35**

The accompanying notes are an integral part of the financial statements.

As per our report of even date

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Sd/-
O. P. Pareek
Partner
Membership No. 014238

Vinod Kumar Bansal
Managing Director
DIN -00243709

Shweta Gupta
Director
DIN- 7452923

New Delhi, the 30th day of May, 2019

Usha Sharma
CFO
PAN: BRFPS1323F

Sarita Singh
Company Secretary
PAN: EERPS7175P

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2019

	(Rupees in thousands)	
	For the year ended 31st March 2019	For the year ended 31st March 2019
	(Rupees)	(Rupees)
CASH FLOW FROM OPERATING ACTIVITIES	750.72	5,543.59
Net profit/ (loss) before tax and after exceptional items		
<u>Adjustments for items: -</u>		
Interest paid	143.71	-
Dividend Received	(53.20)	(10.80)
Profit on sale of Mutual funds		(61.30)
Depreciation on Property, Plants and Equipments	172.10	190.02
Operating Profit before working capital changes	1,013.33	5,661.50
<u>Working capital adjustments: -</u>		
(Increase)/ decrease in inventories	(5,124.78)	(56,990.88)
(Increase)/ decrease in trade receivables	5,258.27	14,392.55
(Increase)/ decrease in loans	21,628.96	1,335.59
(Increase)/ decrease in other financial assets	-	250.00
(Increase)/ decrease in other current assets	27.55	(1,718.70)
Increase/ (decrease) in trade payables	(22,366.44)	31,551.63
Increase/ (decrease) in other financial liabilities	315.95	227.23
Increase/ (decrease) in provisions	(1.80)	1.05
Increase/ (decrease) in other current liabilities	(264.67)	362.08
Cash generated from operations	486.37	(4,927.94)
Direct taxes paid	(478.22)	(722.87)
Net cash flow from operating activities (A)	8.15	(5,650.81)
CASH FLOW FROM INVESTING ACTIVITIES		
Sale/ (Purchase) of Non- current investments		
Dividend received	53.20	
Profit from sale of Mutual funds		49.85
Net cash flow from investing activities (B)	53.20	10.80
CASH FLOW FROM FINANCING ACTIVITIES		61.30
Interest paid	(143.71)	121.95
Net cash flow from financing activities (C)	(143.71)	-
Net cash flow during the year (A + B + C)	(82.36)	(5,528.86)
Add: Opening cash and cash equivalents	964.55	6,493.42
Closing cash and cash equivalents	882.20	964.55
Components of cash and cash equivalents		
Cash on hand	582.33	813.26
Balances with banks		
In current accounts	299.87	80.42
In fixed deposits	-	70.87
Total cash and cash equivalents (Note 8)	882.20	964.55

Notes on the Ind AS financial statements 1-35

The accompanying notes are an integral part of the financial statements.

As per our report of even date

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

Sd/-

O. P. Pareek

Partner

Membership No. 014238

For and on behalf of the Board of Directors of
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Vinod Kumar Bansal

Managing Director

DIN -00243709

Shweta Gupta

Director

DIN- 7452923

New Delhi, the 30th day of May, 2019

Usha Sharma
CFO
PAN: BRFPS1323F

Sarita Singh
Company Secretary
PAN: EERPS7175P

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH 2019

A. Equity Share Capital

		<i>(Rupees in thousands)</i>
Balance as at 1st April 2017	Changes in equity share capital during the year	Balance as at 31st March 2018
4,000.00	-	4,000.00
Balance as at 1st April 2018	Changes in equity share capital during the year	Balance as at 31st March 2019
4,000.00	-	4,000.00

B. Other Equity

Particulars	Reserve & Surplus					Total
	Compulsory Redeemable Preference share capital	Capital Reserves	Securities Premium	General Reserves	Retained Earnings	
Balance as at 1st April 2017	20,000.00	245,669.49	180,000.00	560.00	(178,353.93)	267,875.56
Revised balances as at 1st April 2017	20,000.00	245,669.49	180,000.00	560.00	(178,353.93)	267,875.56
Profit for the year	-	-	-	-	4,142.57	4,142.57
Total Comprehensive Income	-	-	-	-	4,142.57	272,018.13
Balance as at 31st March 2018	20,000.00	245,669.49	180,000.00	560.00	(174,211.36)	272,018.13
Balance as at 1st April 2018	20,000.00	245,669.49	180,000.00	560.00	(174,211.36)	272,018.13
Revised balances as at 1st April 2018	20,000.00	245,669.49	180,000.00	560.00	(174,211.36)	272,018.13
Profit for the year	-	-	-	-	395.41	395.41
Total Comprehensive Income	-	-	-	-	395.41	395.41

Balance as at 31st March 2019	20,000.00	245,669.49	180,000.00	560.00	(173,815.94)	272,413.54
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Notes on the Ind AS financial statements

The accompanying notes are an integral part of the financial statements.

As per our report of even date

FOR V.N. PUROHIT & CO.
Chartered Accountants

Firm Regn. No. 304040E

Sd/-
O. P. Pareek
Partner
Membership No. 014238

New Delhi, the 30th day of May, 2019

For and on behalf of the Board of Directors of
PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Vinod Kumar Bansal
Managing Director
DIN -00243709

Shweta Gupta
Director
DIN- 7452923

Usha Sharma
CFO
PAN: BRFPS1323F

Sarita Singh
Company Secretary
PAN: EERPS7175P

1. Corporate Information:

Pankaj Piyush Trade & Investment Ltd.'s main business is to carry on the activity of an investment, invest the capital and other moneys of the Company in the purchase or upon the security of shares, stocks, units, debentures, debenture-stock, bonds, mortgages, obligation and securities issued or guaranteed by any company, corporation or undertaking, whether incorporated or otherwise, and where-so ever constituted or carrying on business and to buy, sell or otherwise deal in, shares, stocks, debentures, debenture-stock, bonds, notes mortgages, obligation and other securities issued or guaranteed by any government, sovereign ruler, commissioners, trust municipal, local or other authority or body in India or abroad. The company is listed with Bombay Stock Exchange (Stock Code as: PANKAJPIYUS)

2. Significant Accounting Policies:

(a) Statement of Compliance:

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015.

(b) Basis for preparation of financial statements:

The financial statements have been prepared in historical cost basis which is generally based on the fair value of consideration given in exchange for goods and services.

(c) Use of Estimates:

The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported amounts of assets and liabilities on the date of financial statements, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of income and expenses during the reported period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised.

(d) Critical accounting estimates

(i) Income Taxes

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

(ii) Impairment of Investments:

The carrying value of investments is reviewed at cost annually, or more frequently whenever, there is indication for impairment. If the recoverable amount is less than the carrying amount, the impairment loss is accounted for.

(iii) Provisions:

Provisions are recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance

sheet date adjusted to reflect the current best estimates.

(e) Property, Plant and Equipment

Properties, Plant & Equipment are stated at actual cost less accumulated depreciation and net of impairment. The actual cost capitalized includes material cost, freight, installation cost, duties and taxes, eligible borrowing costs and other incidental expenses incurred during the construction/installation stage.

Depreciable amount of an asset is the cost of an asset less its estimated residual value.

Depreciation on Property, Plant and Equipment, including assets taken on lease, other than freehold land is charged based on Written down method on an estimated useful life as prescribed in Schedule II to the Companies Act, 2013.

An item of Property, Plant and Equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of Property, Plant and Equipment are determined as a difference between the sale proceeds and the carrying amount of the asset and is recognised in the profit and loss.

Particulars of Property, Plant & Equipment	Useful life (in years)
Computers	3
Furniture and Fixtures	10
Building Premises	60

(f) Revenue recognition:

Effective 1st April, 2018, the Company has applied Ind AS 115 – Revenue from Contracts with Customers. Pursuant to adoption of Ind AS 115, Revenue from contracts with customers are recognized when the control over the goods or services promised in the contract are transferred to the customer. The amount of revenue recognized depicts the transfer of promised goods and services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the goods or services.

Sale of goods: -

Revenue from sale of goods is recognised when the control over such goods have been transferred, being when the goods are delivered to the customers. Delivery occurs when the products have been shipped or delivered to the specific location as the case may be, risks of loss have been transferred to the customers, and either the customer has accepted the goods in accordance with the sales contract or the acceptance provisions have lapsed or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from these sales are recognized based on the price specified in the contract.

(g) Interest income

Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

(h) Other income

In respect of other heads of income in the Company's accounts the income shall recognize on accrual basis.

(i) Foreign currency transactions:

Foreign currency transactions are recorded as exchange rates prevailing on the date of transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the date of Balance Sheet. Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognised in the profit or loss.

(j) Financial Instruments:

Financial Assets: -

Recognition and initial measurement: -

Financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially a fair value adjusted for transaction cost.

Subsequent measurement: -

Equity instrument and Mutual Fund: - All equity Instrument and mutual funds within scope of Ind-AS 109 are measured at fair value. Equity instrument and Mutual fund which are held for trading are classified as at fair value through profit & loss (FVTPL). For all other equity instruments, the Company decided to classify them as at fair value through other comprehensive income (FVTOCI).

Debt instrument: - A 'debt instrument' is measured at the amortised cost if both the following conditions are met.

The assets is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

Contractual terms of the assets given rise on specified dates to cash flows that are solely payments of Principal and Interest on the principal amount outstanding.

After initial measurement, such Financial Assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

De- recognition of Financial Assets

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or Company has transferred its right to receive cash flow from the asset.

Financial Liabilities: -

Recognition and initial measurement: -

All Financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. Financial liabilities are classified as amortised cost.

Subsequent measurement

Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest rate method.

De-recognition of Financial liabilities

Financial liabilities are derecognized when the obligation under the liabilities are discharged or

cancelled or expires. Consequently, write back of unsettled credit balances is done on closure of the concerned project or earlier based on the previous experience of Management and actual facts of each case and recognized in other Operating Revenues.

Further when an existing Financial liability is replaced by another from the same lender on substantially different terms, or the terms of existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of Financial Instrument

Financial Assets and Financial Liabilities are offset and the net amount is reported in the Balance sheet if there is currently enforceable legal right to offset the recognized amounts and there is an intention to settle on net basis, to realize the assets and settle the liabilities simultaneously.

(k) Impairment of Financial Assets

Equity instruments, Debt Instruments and Mutual Fund: -In accordance with Ind -AS 109, the Company applies Expected Credit Loss model for measurement and recognition of impairment loss for Financial Assets.

Expected Credit Loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive.

Other Financial Assets: - The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

(l) Inventories

Inventories (Other than Quoted Shares & Securities) are valued at cost or net realisable value, whichever is lower. Cost is determined on weighted average basis and includes cost of purchase and other costs incurred in bringing inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

(m) Cash & Cash equivalents

Cash and cash equivalents Cash and cash equivalents in the balance sheet comprise of cash at bank and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(n) Taxation

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid/recovered from the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with Income Tax Act, 1961.

Current and deferred tax are recognised in profit and loss, except when they relates to items that are recognised in other comprehensive income or directly in equity, in which case, the income taxes are recognised in other comprehensive income or directly in equity, respectively.

Advance taxes and provisions for current income taxes are presented in the statement of financial position after off-setting advance tax paid and income tax provision.

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amounts.

Deferred income tax are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of deferred income tax assets is reviewed at each reporting date. Deferred tax asset/liability is measured at the tax rates that are expected to be applied to the period when the asset is realized or the liability is settled.

Deferred tax assets include Minimum Alternative Tax (MAT) paid which is considered as an asset if there is probable evidence that the Company will pay normal income tax after the tax holiday period.

(o) Earnings Per Share

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the period and also after the Balance Sheet date but before the date the financial statements are approved by the Board of Directors.

For the purpose of calculating diluted earnings/ (loss) per share, the net profit/ (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

(p) Provision, Contingent Liabilities and Contingent Assets:

A provision is recognised when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance costs. Contingent Assets and Contingent Liabilities are not recognized in the financial statements.

3.			<i>(Rupees in thousands)</i>
	Property, Plant and Equipment:	As at 31st March 2019	As at 31st March 2018
	<u>Carrying amount: -</u>		
	Computers	21.29	21.29
	Furniture	7.28	9.82
	Building premises	3,311.98	3,481.54
	Total	3,340.55	3,512.66

	Computers (Rupees)	Furniture (Rupees)	Building premises (Rupees)	Total (Rupees)
Cost or Deemed Cost: -				
Balance as at 31st March 2018	425.80	45.84	4,071.10	4,542.74
Balance as at 31st March 2019	425.80	45.84	4,071.10	4,542.74
Accumulated Depreciation: -				
Balance as at 31st March 2018	404.51	36.02	589.56	1,030.08
Charge for the year	-	2.54	169.56	172.10
Balance as	404.51	38.56	759.12	1,202.19
Carrying amount: -				
Balance as at 31st March 2018	21.29	9.82	3,481.54	3,512.66
Balance as at 31st March 2019	21.29	7.28	3,311.98	3,340.55

3.1 Notes

All the above property, plant & equipment are owned by the company.

4.			<i>(Rupees in thousands)</i>
	Non- current investments	As at 31st March 2019	As at 31st March 2018
	Investment in equity instruments (Unquoted) (at cost)		
	4,985 (31st March 2018: 4,985) fully paid up equity shares of Rs. 10 each fully paid in Tia Enterprises Private Limited	49.85	49.85
		49.85	49.85
4.1	Aggregate amount of unquoted investments (at cost)	49.85	49.85

5.			<i>(Rupees in thousands)</i>
	Other non-current assets	As at 31st March 2019 (Rupees)	As at 31st March 2018 (Rupees)
	<u>Unsecured, considered good</u>		
	Security deposits	15.20	15.20
		15.20	15.20
6.			<i>(Rupees in thousands)</i>
	Inventories	As at 31st March 2019	As at 31st March 2018
	Fabric (at lower of cost or NRV)	26,923.49	32,008.26
	Equity instruments (fully paid)		
	<u>Quoted</u> (At fair value)		
	28,000 (31 March 2018: 28,000) Equity shares of Agi Infra Limited of Rs. 10 each	1,755.60	4,760.00
	1,00,000 (31 March 2018: 1,00,000) Equity shares of Aryaman Capital Markets Limited of Rs. 10 each	2,805.00	2,525.00
	14,400 (31 March 2018: 14,400) Equity shares of Bajaj Healthcare Limited of Rs. 10 each	6,120.00	5,760.00
	Nil (31 March 2018: 78,000) Equity shares of Akm Lace and Embrotex Ltd of Rs. 10 each	-	1,911.00
	1,47,000 (31 March 2018: 1,02,000) Equity shares of Aryaman Financial Services Rs. 10 each	7,129.50	4,386.00
	12,000 (31 March 2018: 12,000) Equity shares of Diksat Transworld Limited of Rs. 10 each	1,322.40	1,212.00
	4,96,000 (31 March 2018: 1,68,000) Equity shares of Escorp Assets Management Ltd of Rs. 10 each	8,828.80	2,528.40
	40,800 (31 March 2018: 40,800) Equity Shares of Medico Remedies of Rs. 10 each	3,468.00	3,957.60
	21,600 (31 March 2018: 21,600) Equity Shares of Mitsu Chem Plast of Rs. 10 each	3,693.60	3,067.20
	20,800 (31 March 2018: 20,800) Equity Shares of Octaware Technologies of Rs. 10 each	2,038.40	1,873.04
	3,20,000 (31 March 2018: 3,20,000) Equity Shares of Shreeshay Engineers Limited of Rs. 10 each	6,800.00	5,110.40
	70596 (31st March 2018 : Nil) Equity shares of India Finsec Limited of Rs. 10 each	1,041.29	-
	1600 (31st March 2018: Nil) Equity shares of Sky Gold Limited of Rs. 10 each	291.20	-
	4800 (31st March 2018 : Nil) Equity shares of Supershakti Metalics Ltd. of Rs. 10 each	2,006.40	-
	<u>Unquoted</u> (At Cost price)		
	5,000 (31 March 2018: 5,000) CCD's of Annalakshmi Trading Pvt Ltd having face value of Rs. 1000 each	5000.00	5000.00
	5,00,000 (31 March 2018: 5,00,000) CCD's of Turnaround Consultant Pvt Ltd having face value of Rs. 10 each	5000.00	5000.00

		84,223.68	79,098.90
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7.			(Rupees in thousands)
	Trade receivables: Current	As at 31st March 2019	As at 31st March 2018
	Unsecured considered good:-		
	-Outstanding for the period exceeding 6 months (From the date they are due for payment)		
	-Others recivables	-	5,258.27
		-	5,258.27

8.			(Rupees in thousands)
	Cash and cash equivalents	As at 31st March 2019	As at 31st March 2018
	<u>Balances with banks:</u>		
	In current accounts	299.87	80.42
	In fixed deposit	-	70.87
	Cash on hand (as certified)	582.33	813.26
		882.20	964.55

9.			(Rupees in thousands)
	Loans	As at 31st March 2019	As at 31st March 2018
	<u>Unsecured, Considered good</u>		
	Loan to body corporates	142,338.57	212,707.38
	Loan to others	71,450.54	22,710.69
		213,789.11	235,418.07

10.			(Rupees in thousands)
	Other current assets	As at 31st March 2019	As at 31st March 2018
	Input credit of GST	1,691.15	1,718.70
		1,691.15	1,718.70

11.	Equity share capital	<i>(Rupees in thousands)</i>			
		As at 31st March 2019		As at 31st March 2018	
		Nos.	(Rupees in)	Nos.	(Rupees in)
	1,90,00,000 (31 March 2018: 1,90,00,000) Equity Shares of Rs.10/- each	19,000,000	190,000.00	19,000,000	190,000.00
	20,00,000 (31 March 2018: 20,00,000) Preference Shares of Rs.10/- each	2,000,000	20,000.00	2,000,000	20,000.00
	Total	21,000,000	210,000.00	21,000,000	210,000.00

Issued, subscribed and fully paid- up shares

		<i>(Rupees in thousands)</i>			
		As at 31st March 2019		As at 31st March 2018	
		Nos.	(Rupees in thousands)	Nos.	(Rupees in thousands)

	4,00,000 (31 March 2018: 4,00,000) Equity Shares of Rs.10/-each fully paid up	400,000	4,000.00	400,000	4,000.00
	20,00,000 (31 March 2018: 20,00,000) 6% Non-Cumulative Compulsory Redeemable Preference Shares of Rs.10/- each fully paid up	2,00,000	20,000.00	2,00,000	20,000.00
		2,40,000	24,000.00	2,40,000	24,000.00

11.1 Reconciliation of number of equity shares and amount outstanding

		<i>(Rupees in thousands)</i>			
		As at 31st March 2019		As at 31st March 2018	
<u>Equity Shares</u>		Nos.	(Rupees in thousands)	Nos.	(Rupees in thousands)
	- At the beginning of the period	400,000	4,000.00	400,000	4,000.00
	- Issued during the year	-	-	-	-
	Total Outstanding at the end of the period	400,000	4,000.00	400,000	4,000.00

11.2 Terms and rights attached to equity shares

The company has issued only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to vote per share. The company declares and pays dividend if any, in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

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 the preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholder.

11.3 Details of shareholders holding more than 5% shares in the company: -

		<i>(Rupees in thousands)</i>			
		As at 31st March 2019		As at 31st March 2018	
		Nos.	% holding	Nos.	% holding
	Dinesh Gupta	24,500	6.13%	24,500	6.13%
	Vinod Kumar Bansal	60,000	15.00%	60,000	15.00%

As per records, registers and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

12	Other Equity	As at 31st March 2019		As at 31st March 2018	
			(Rupees)		(Rupees)
	<u>Preference share capital</u>				
	(Authorized capital: 10,000 preference shares of INR 100)				

	each)				
	Opening balance	20,000.00		20,000.00	
	Add: Issued during the year	-		-	
	Closing balance		20,000.00		20,000.00
	<u>Securities premium reserve</u>				
	Opening balance	180,000.00		180,000.00	
	Add/(less): utilize/transfer during the year	-		-	
	Closing balance		180,000.00		180,000.00
	<u>General reserve</u>				
	Opening balance	560.00		560.00	
	Less: Utilized/transfer during the period	-		-	
	Closing balance		560.00		560.00
	<u>Retained earnings</u>				
	Opening balance	(174,211.36)		(178,353.93)	
	Profit/ (loss) for the year	395.41		4,142.57	
	Closing balance		(173,815.94)		(174,211.36)
	<u>Capital reserve</u>				
	Opening balance	245,669.49		245,669.49	
	Add/(less): utilize/transfer during the year	-		-	
	Closing balance		245,669.49		245,669.49
			272,413.54		272,018.13

13.			<i>(Rupees in thousands)</i>
	Deferred tax liabilities (net)	As at 31st March 2019	As at 31st March 2018
	At the start of the year	(151.60)	(125.03)
	Charge/ (credit) to Statement of Profit and Loss	198.93	(26.57)
	At the end of year	47.33	(151.60)

13.1 The tax effect of significant timing differences that has resulted in deferred tax liabilities are given below:-

	<i>(Rupees in thousands)</i>			
	For the year ended 31st March 2019			
Particulars	Opening balance	Recognized in Profit and loss	Recognized in OCI	Closing balance
Property, plant and equipment	(151.60)	198.93	-	47.33
Total	(151.60)	198.93	-	47.33

	<i>(Rupees in thousands)</i>			
	For the year ended 31st March 2018			

Particulars	Opening balance	Recognized in Profit and loss	Recognized in OCI	Closing balance
Property, plant and equipment	(125.03)	(26.57)	-	(151.60)
Total	(125.03)	(26.57)	-	(151.60)

14.			<i>(Rupees in thousands)</i>
	Trade Payables	31st March 2019	31st March 2018
	Sundry creditors for good and services:		
	- outstanding dues of creditors other than Micro Enterprises and Small Enterprises (Note 14.1)	28,923.48	51,289.92
		28,923.48	51,289.92

14.1 There is no Micro and Small Enterprises as defined under Micro, Small & Medium Enterprises Development Act, 2006 to which Company owes dues which are outstanding for a period more than 45 days as on Balance Sheet Date.

The above information regarding Micro and Small Enterprises has been determined on the basis of information availed with the Company and has been duly relied by the auditors of the Company.

15.			<i>(Rupees in thousands)</i>
	Other financial liabilities	31st March 2019	31st March 2018
	Salary & Bonus Payable	854.10	538.15
		854.10	538.15

16.			<i>(Rupees in thousands)</i>
	Other current liabilities	31st March 2019	31st March 2018
	TDS Payable	100.91	365.58
		100.91	365.58

17.			<i>(Rupees in thousands)</i>
	Provisions	31st March 2019	31st March 2018
	For audit fees	36.00	37.80
		36.00	37.80

18.			<i>(Rupees in thousands)</i>
	Revenue from operation	For the year ended 31st March 2019	For the year ended 31st March 2018
	Sale of:-		
	Share and securities	1,771.56	7,854.95
	Fabrics	98,060.44	79,316.77
	Interest income	20,418.69	20,878.68
		120,250.68	108,050.40

19.			<i>(Rupees in thousands)</i>
	Other income	For the year ended 31st March 2019	For the year ended 31st March 2018
	Profit from sale of mutual funds	-	61.30
	Interest on Bonds	-	-
	Dividend income	53.20	10.80
	Interest on income tax	106.44	64.80
		159.64	136.90

20.			<i>(Rupees in thousands)</i>
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	Purchase of stock-in-trade	For the year ended 31st March 2019	For the year ended 31st March 2018
	Purchase of: -		
	Shares and securities	12,957.44	36,369.75
	Fabrics	91,938.92	109,823.54
		104,896.36	146,193.29
21.			<i>(Rupees in thousands)</i>
	Changes in inventories	For the year ended 31st March 2019	For the year ended 31st March 2018
	Opening balance of Stock-in-Trade	79,098.90	22,108.02
	Less: Closing stock balance of Stock-in-Trade	(84,223.68)	(79,098.90)
	Changes in inventories	(5,124.78)	(56,990.88)
22.			<i>(Rupees in thousands)</i>
	Employee benefit expenses	For the year ended 31st March 2019	For the year ended 31st March 2018
	Salaries and allowance	7,664.98	3,772.76
	Bonus to staff	-	95.75
	Staff welfare	147.46	156.48
		7,812.44	4,024.99
23.			<i>(Rupees in thousands)</i>
	Finance cost	For the year ended 31st March 2019	For the year ended 31st March 2018
	Interest paid on loan	143.71	-
		143.71	-
24.			<i>(Rupees in thousands)</i>
	Other expenses	For the year ended 31st March 2019	For the year ended 31st March 2018
	Advertisement expenses	41.96	52.36
	Bad debts	-	1,100.00
	Bank Charges	0.59	1.23
	Business promotion	4,845.00	2,476.48
	Commission paid	3,300.00	2,040.00
	Conveyance expenses	391.51	315.26
	Electricity & Water expenses	13.52	8.71
	Fees & subscription	23.81	28.91
	Festival expenses	7.26	-
	Freight Expenses	25.20	-
	Interest not recovered	9.92	-
	Interest paid	31.91	2.68
	Newspaper & periodicals	14.23	16.56
	Legal & professional charges	2,501.00	2,526.31
	Listing fees	250.00	287.50
	Miscellaneous Expenses	0.19	9.50
	Postage & courier	25.29	33.77
	Printing & stationery	119.46	135.96
	Payment to Statutory auditors (Note. 34)	40.00	43.81
	Property tax	3.41	3.41
	Repair & maintenance	49.12	53.33
	Telephone expense	62.41	71.97

	Travelling expenses		14.71
	Website expenses	4.01	4.01
		11,759.78	9,226.46

25. Related parties: -

As per IND AS 24 “Related Party Disclosures”, the disclosures of transactions with the related parties are given below:

- (a) List of related parties where control exists and also related parties with whom transactions have taken place and relationship:

(i)	Key Management Personnel	Mr. Vinod Kumar Bansal (Managing Director) Ms. Shweta Gupta(Director) Mr. Neeraj Kumar Singh(Director) Mr. Harshit Agarwal (Director) Ms. Usha Sharma(CFO) Mr. Santosh Kumar Kushawaha (Director) Mr. Deepak Kumar Das (Past Company Secretary) Ms. Sarita (Company Secretary)
(ii)	Relatives of Key Management Personnel	None
(iii)	Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives	None

- (b) Following transactions are made with the related parties covered under Ind AS- 24 on “Related Parties Disclosure”.

	Transaction with	Nature of Transaction	31/03/19 (Rs.)	31/03/18 (Rs.)	31/03/19 (Rs.)	31/03/18 (Rs.)
(i)	Key Management Personnel: -					
	Ms. Usha Sharma	Remuneration	360.00	270.00	28.96	30.00
	Mr. Deepak Kumar Das	Remuneration	Nil	60.00	Nil	Nil
(ii)	<u>Relatives of Key Management Personnel :-</u> None					
(iii)	<u>Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives:-</u> None					

26. Segment information

(a) The Company has identified three reportable segments viz., trading in shares & securities, fabric and financing of loans after taking into account the nature of product and services and the differing risk and returns on such products and services. The accounting policies adopted for segment reporting are in line with the accounting policy of the company with following additional policies for segment reporting: -

(i) Revenue and expenses have been identified to a segment on the basis of relation to operating activities of the segment. Revenue and Expenses relates to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as “Un-allocable”.

(ii) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as “Un-allocable”.

(b) Segment information:-

Particulars		31st March 2019 (Rs.)	31st March 2018 (Rs.)
Segment Revenue: -			
	Trading in shares and Securities	1,771.56	7,854.95
	Financing of Loans	20,418.69	20,878.68
	Trading Of Fabric	98,060.44	79,316.77
	Unallocable	159.64	136.90
	Total Revenue	1,20,410.33	1,08,187.30
Segment Results:-			
(Profit/loss before interest and taxes)			
	Trading in shares and securities	(976.33)	(3,532.18)
	Financing of Loans	20,418.68	20,878.67
	Trading of Fabric	1,036.75	1,501.49
	Unallocable	159.63	136.90
Less:	Interest	143.70	-
Less:	Other unallocable expenditure (net)	19,744.31	13,441.45
	Total Profit Before Taxes	750.72	5,543.43
Segment Assets:-			
	Shares and Securities	57,300.19	47,090.64
	Financing of Loans	2,13,789.10	2,35,418.07
	Fabric	26,923.48	37,266.52

	Un- allocable	33,288.77	13,732.61
Segment Liabilities:-			
	Shares and Securities	-	-
	Financing of Loans	-	-
	Fabric	28,920.77	47,305.05
	Un- allocable	25,919.90	10,336.26
Capital Employed:-			
(Segment Assets - Segment Liabilities)			
	Shares and Securities	57,300.19	47,090.64
	Financing of Loans	2,13,789.10	2,35,418.07
	Fabric	(1,997.28)	(10,038.52)
	Un- allocable	7,368.86	3,396.34
	Total	2,76,460.87	2,75,866.53

(c) Secondary Segment Information:-

The Company does not have secondary segment division in respect of reportable segments.

27. Balance of receivables payables and advances are subject to confirmation.

28. Particulars	31/03/2019 (Rs.)	31/03/2018 (Rs.)
Earnings/ Remittances and/ or Expenditure in Foreign Currency	Nil	Nil

29. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

30. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

31. The financial statements were approved for issue by the Board of Directors on 29th May, 2019.

32. Break- up of payments made to Statutory Auditors (excluding taxes) is disclosed as under: -

Particulars	31/03/2019 (Rs.)	31/03/2018 (Rs.)
In respect of Statutory Audit (including Tax Audit)	40.00	35.00
In respect of Certification	11.00	8.81
TOTAL	51.00	43.81

33.	Particulars	31/03/2019 (Rs.)	31/03/2018 (Rs.)
	Contingent Liability not provided for Pending litigations by/ against Company	Nil None	Nil None

34. Previous Year's Figures have been re- arranged or re- grouped wherever considered necessary.

35. Figures in brackets indicate negative (-) figures.

Signed for the purpose of Identification

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. 304040E

For and on behalf of Board of Directors of
Pankaj Piyush Trade and Investment Limited

Sd/-
O.P. Pareek
Partner
Membership No. 014238

Vinod Kumar Bansal
Managing Director
DIN -00243709

Shweta Gupta
Director
DIN- 07452923

New Delhi, the 30th day of May 2019

Usha Sharma
CFO
PAN: BRFPS1323F

Sarita Singh
Company Seceretary
PAN -EERPS7175P



PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED
(CIN: L65990DL1982PLC256291)

Regd. Off.: 314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9, Rohini, New Delhi-110085
Tel.: 011-42804171; E-mail ID: info@pptinvestment.com; Website: www.pptinvestment.in

PROXY FORM
Form No. MGT-11

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

CIN: L65990DL1982PLC256291

Name of the Company: Pankaj Piyush Trade and Investment Limited

Registered Office: 314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9, Rohini, New Delhi-110085

Name of the member(s): Registered Address : Email ID: Folio No./Client ID : DP ID :

I/ We being the member(s) holding _____ shares of the above named Company hereby appoint:

- Name: _____
Address: _____
E-mail Id _____
Signature: _____ Or failing him
- Name: _____
Address: _____
E-mail Id _____
Signature: _____ Or failing him
- Name: _____
Address: _____
E-mail Id _____
Signature: _____ Or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty Seventh Annual General Meeting of the Company, to be held on 30th September, 2019 at 09:00 a.m. at D-13, Second Floor, Prashant Vihar, Rohini, Delhi-110085 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
Ordinary Business	
1.	To consider and adopt the audited financial statements for the year ended on March 31, 2019 and the reports of the Board of Directors ("the Board") and the Auditors thereon.
2.	To appoint a Director in place of Mr. Neeraj Kumar Singh, Director (DIN:07452949), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

Signed this..... Day of.....2019

Signature of the shareholder.....

Signature of the Proxy holder(s) (1) (2)..... (3).....

Affix Re. 1/- Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED
(CIN: L65990DL1982PLC256291)

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PROXY FORM
Form No. MGT-11

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

CIN: L65990DL1982PLC256291

Name of the Company: Pankaj Piyush Trade and Investment Limited

Registered Office: 314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9, Rohini, New Delhi-110085

Name of the member(s): Registered Address : Email ID: Folio No./Client ID : DP ID :
--

I/ We being the member(s) holding _____ shares of the above named Company hereby appoint:

- Name: _____
Address: _____
E-mail Id _____
Signature: _____ Or failing him
- Name: _____
Address: _____
E-mail Id _____
Signature: _____ Or failing him
- Name: _____
Address: _____
E-mail Id _____
Signature: _____ Or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty Seventh Annual General Meeting of the Company, to be held on 30th September, 2019 at 09:00 a.m. at D-13, Second Floor, Prashant Vihar, Rohini, Delhi-110085 and at any adjournment thereof in respect of such resolutions as are indicated below:

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Signed this..... Day of.....2019

Signature of the shareholder

Signature of the Proxy holder(s) (1) (2)..... (3).....

Affix Re. 1/- Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED
(CIN: L65990DL1982PLC256291)

Regd. Off.: 314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9, Rohini, New Delhi-110085

Tel.: 011-42804171; E-mail ID: info@pptinvestment.com; Website: www.pptinvestment.in

ATTENDANCE SLIP

Full name and address of the Shareholder/Proxy Holder (in block letters)	
Joint Holder 1 (in block letters)	
Joint Holder 2 (in block letters)	
Folio No./DP ID*/Client ID*:	
No. of Shares Held	
I hereby certify that I am a member/proxy for the member of the Company.	
Signature of Shareholder/Proxy	

I/we hereby record my presence at the Thirty Seventh Annual General Meeting of the shareholders of Pankaj Piyush Trade and Investment Limited held on 30th September, 2019 at 09:00 a.m. at D-13, Second Floor, Prashant Vihar, Rohini, Delhi-110085

Note: Shareholders attending the Meeting in person or by proxy are requested to complete the attendance slip and hand over at the entrance of the premise.

*Applicable for shareholders holding shares in electronic form.

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ELECTRONIC VOTING PARTICULARS

E VOTING SEQUENCE NUMBER (EVSN)	USER ID	PASSWORD

Note: Please read the instructions printed under the Notes to the Notice of Thirty Seventh Annual General Meeting dated 04th September, 2019 for the e-voting process. The E-voting period starts from 27th September, 2019 at 10:00 a.m., and will end on 29th September, 2019 at 5:00 p.m. The voting module shall be disabled by CDSL for voting thereafter.



PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED
(CIN: L65990DL1982PLC256291)

Regd. Off.: 314, 3rd Floor, Opposite Plot No. 39, R. G. Mall, Sector-9, Rohini, New Delhi-110085
Tel.: 011-42804171; E-mail ID: info@pptinvestment.com; Website: www.pptinvestment.in

Nomination Form
(Form No. SH-13)

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014/

To

Pankaj Piyush Trade and Investment Limited
CIN: L65990DL1982PLC256291
Regd. Office: - 314, 3rd Floor, Opposite Plot No. 39, R. G. Mall,
Sector-9, Rohini, New Delhi-110085

I/Wethe holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of securities	Certificate No	Distinctive No.

(2) PARTICULARS OF THE NOMINEE/S: —

- (a) Name: _____
- (b) Date of Birth: _____
- (c) Father's/Mother's/Spouse's _____
- (d) Occupation: _____
- (e) Nationality: _____
- (f) Address: _____
- (g) E-mail Id: _____
- (h) Relationship with the security holder: _____

(3) IN CASE NOMINEE IS A MINOR—

- (a) Date of Birth: _____
- (b) Date of attaining maturity: _____
- (c) Name of Guardian: _____
- (d) Address of Guardian: _____

Name:

Address:

Name of the Security Holder (s)

Signature

Witness with name and address



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Cancellation or Variation of Nomination
(Form No. SH-14)

[Pursuant to sub-section (3) of section 72 of the Companies Act, 2013 and rule 19(9) of the Companies (Share Capital and Debentures) Rules 2014]

To

Pankaj Piyush Trade and Investment Limited
CIN: L65990DL1982PLC256291
Regd. Office: - 314, 3rd Floor, Opposite Plot No. 39, R. G. Mall,
Sector-9, Rohini, New Delhi-110085

I/ We hereby cancel the nomination(s) made by me/us in favour of(name and address of the nominee) in respect of the below mentioned securities.

or

I/We hereby nominate the following person in place ofas nominee in respect of the below mentioned securities in whom shall vest all rights in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being cancelled/ varied)

Nature of securities	Folio No.	No. of securities	Certificate No	Distinctive No.

(2) PARTICULARS OF THE NEW NOMINEE: —

- (a) Name: _____
- (b) Date of Birth: _____
- (c) Father's/Mother's/Spouse's _____
- (d) Occupation: _____
- (e) Nationality: _____
- (f) Address: _____
- (g) E-mail Id: _____
- (h) Relationship with the security holder: _____

(3) IN CASE NOMINEE IS A MINOR—

- (a) Date of Birth: _____
- (b) Date of attaining maturity: _____
- (c) Name of Guardian: _____
- (d) Address of Guardian: _____

Signature

Name of the Security Holder (s)

Witness with name and address

Route Map

Venue of AGM: Pankaj Piyush Trade and Investment Limited
D-13, Second Floor,
Prashant Vihar, Rohini,
Delhi-110085

