

Date: 02-09-2019



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**PARSHWANATH**  
CORPORATION LIMITED

To,  
Corporate Relations Department  
BSE Limited  
P.J. Towers, Dalal Street  
Mumbai - 400 001  
Tel.: 2272 8013/ 15/ 58/ 8307

BSE Scrip Code: 511176

Dear Sir,

**Sub: Submission of Annual Report of Parshwanath Corporation Limited for the  
Financial Year 2018-19 and Notice of Annual General Meeting**

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Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby submits its Annual Report for the Financial Year 2018-19 along with the Notice of Annual General Meeting.

Kindly take note of the above.

Thanking you,

For, Parshwanath Corporation Limited

Mr. Rushabh Patel  
Managing Director  
DIN:00047374



Regd. Office :

50, Third Floor, Harsiddha Chambers  
Income Tax Cross Roads, Ashram Road  
Ahmedabad-380 014, Gujarat, India.

Ph. : +91 (79) 2754 0848 (Mkt.), +91 (79) 2754 0647 (Adm.)

Fax : +91 (79) 2754 0144

Email : ltd@parshwanath.co.in | www.parshwanath.co.in

CIN No. L45201GJ1985PLC008361

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**PARSHWANATH**  
CORPORATION LIMITED



**33<sup>rd</sup>** ANNUAL REPORT 2018-2019

**Parshwanath Corporation Limited**

CIN: L45201GJ1985PLC008361

**Regd. Office :** 50, 3rd Floor, Harisiddha Chambers, Nr. Income Tax Circle,  
Ashram Road, Ahmedabad-380014, Gujarat.

Email ID: ltd@parshwanath.co.in Website: www.parshwanath.com

**Board of Directors & Key Managerial Personnel:**

Name of Directors	Designation
Mr. Navanitbhai C. Patel	Chairman (upto 3rd December 2018)
Mr. Rushabh N. Patel	Managing Director
Mrs. Riddhiben R. Patel	Joint Managing Director & Chief Financial Officer
Mr. Navinbhai S. Patel	Independent Director (upto 8th June 2019)
Mr. Ramanbhai H. Patel	Independent Director
Mr. Asit A. Vyas	Independent Director (w.e.f. 8th June, 2019)
Ms. Hetanshi Shah	Company Secretary and Compliance Officer (upto 18th July 2019)

**STATUTORY AUDITOR**

**S G D G & Associates LLP,**

Chartered Accountants  
5-6, Shivalik Plaza, Opp. AMA, Atira,  
Near. Polytechnic,  
Ahmedabad-380 015. (Gujarat)

**SECRETARIAL AUDITOR**

**M/s. K.A. Shukla & Associates**

Practicing Company Secretary  
F-506, Titanium City Center, Nr. Sachin Tower,  
100 ft Road, Anand Nagar, Satellite, Ahmedabad- 380015

**REGISTRAR AND TRANSFER AGENT:**

**Link Intime (India) Private Limited**

5th floor, 506 to 508 Amarnath Business Centre-I (ABC-I),  
Beside Gala Business Centre,  
Nr. St. Xavier's College Corner Off C G Road,  
Navarangpura, Ahmedabad-380009

**Ahmedabad Branch:**

Unit No.302, 3rd Floor  
Shoppers Plaza-V, Opp. Municipal Market, C.G.Road,  
Ahmedabad-380009

**NAME OF STOCK EXCHANGE**

Bombay Stock exchange  
Script Code: 511176  
ISIN: INE635I01018

**BANKERS:**

The Kalupur Commercial Co-op. Bank Ltd.

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## NOTICE

NOTICE is hereby given that the 33<sup>rd</sup> Annual General Meeting of the members of **Parshwanath Corporation Limited** will be held on Friday, 27<sup>th</sup> September, 2019 at 11.00 AM at Registered Office of the Company situated at 50, 3rd Floor, Harisiddh Chambers, Ashram Road, Ahmedabad-380014, to transact the following item of business, with or without modification.

### ORDINARY BUSINESSES:

#### ITEM NO. 1:

To receive, consider and adopt the audited financial Statement of the company for the financial year ended on 31st March, 2019 and the reports of the Board of the Directors and Auditors thereon.

#### ITEM NO. 2:

To appoint a Director in place of Mr. Rushabh Navnitbhai Patel (DIN:00047374) Managing Director who retires by rotation and being eligible offers himself for re-appointment.

#### ITEM NO. 3:

To consider retification of M/s SGD & Associates LLP, chartered Accountants, Ahmedabad as the Statutory Auditor of the Company.

### SPECIAL BUSINESSES:

#### ITEM NO. 4:

#### **Re-appointment of Mr. Ramanbhai H. Patel as an Independent Director.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Ramanbhai H. Patel (DIN: 00308077), Independent Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for term of 5(five) consecutive years with effect from 1st October, 2019 to 30th September, 2024 and whose office shall not be liable to retire by rotation”.

“**RESOLVED FURTHER THAT** any of the Directors and / or Managing Director and / or Key Managerial Personnel of the Company, be and is hereby authorized to do all such act, deeds, matters and things as may be deemed necessary to give effect to the aforementioned.

#### ITEM NO. 5:

#### **Regularization of Mr. Asit A. Vyas as an Independent Director:**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provision, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re – enactment thereof, for the time being in force) and pursuant to the applicable provisions of Securities and Exchange board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. Asit A. Vyas (DIN: 08473656), who was appointed as an Additional Director of the Company w.e.f. October 01, 2016, under Section 161 of the Act, who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from June 08, 2019.”

“**RESOLVED FURTHER THAT** any of the Directors and / or Managing Director and / or Key Managerial Personnel of the Company, be and is hereby authorized to do all such act, deeds, matters and things as may be deemed necessary to give effect to the aforementioned resolution.”

For, Parshwanath Corporation Limited.

SD/-  
Mr. Rushabh N. Patel  
Managing Director  
DIN: 00047374

Date : 23/08/2019  
Place : Ahmedabad

**Notes:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. A person can act as a proxy on behalf of member not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the Company carrying voting rights. A member holding more than ten (10) percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. **THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE.**
4. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the board resolution to the company, authorizing their representative to attend and vote on their behalf at the meeting.
5. Members/proxies/authorized representative are requested to bring the attendance slip sent herewith, duly filed in, for attending the meeting.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The register of members and share transfer books of the company will remain closed from 21/09/2019 to 27/09/2019**(both days inclusive)** for determining the names of members eligible for the purpose of AGM.
8. We urge members to support our commitment to environmental protection by choosing to receive their shareholding communication through email. you can do this by updating your email address with your depository participants.
9. The Statement pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2016 is annexed hereto and forms part of this Notice.
10. The Companies Act, 2013 provides nomination facility to the members. As Members of the Company, you have an option to Nominate any person as your Nominee to whom your shares shall vest in the unfortunate event of your death. It is advisable to avail of this facility especially by the members who currently hold shares in their single name. Nomination can avoid the process of acquiring right in shares through transmission by law. In case of nomination for the shares held by the joint holders, such nomination will be effectively only on death of all holders. In case the shares are held in dematerialized forms, the nomination form needs to be forwarded to your depository participant.
11. Trading in equity shares of the company is compulsory in dematerialized mode by all the investors. In view of the above, members are therefore advised to convert their shareholding in dematerialized forms.
12. Members seeking any information or clarification on the account are requested to send written queries to the company, at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
13. All Documents referred to in the Accompanying notice and the statement shall be open for inspection at the registered office of the company during normal business hours (10 A.M to 6 P.M) on all working days, except Saturday & Sunday upto the date of Annual General Meeting of the Company and also will be available for inspection by the members at the AGM.
14. Electronic With a view to conserve natural resources, we requested shareholders to update and register their email address with their depository participants or with the company, as the case may be, to enable the company to send communication including Annual Report, Notices, Circulars, etc. electronically.
15. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificate to the share transfer Agent for Consolidation into a single folio.
16. Voting rights shall be reckoned on the paid up value of shares registered in the name of the member/ beneficial owner (in case of electronic shareholding) as on the cut-off date i.e 21/09/2019.
17. In terms of Section 108 of the Companies Act, 2013 read with the companies (Management and administration) Rules, 2014 as amended, and Regulation 44 of SEBI(Listing Obligation & Disclosure Requirement)Regulation,2015, the Company is leased to provide the e-voting facility through Central Depository Services Limited (CDSL) to its members holding shares in physical or dematerialized form, as on the cutoff date i.e. **21/09/2019** to exercise their

- right to vote by electronic means on any or all of the business specified in the accompanying notice (the "Remote e-voting"). It is hereby clarified that it is not mandatory for a member to vote using the e-voting facility and a member may avail of the facility at his/her discretion, subject to compliance with the instruction for e-voting.
18. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. **21/09/2019** shall be entitled to avail the facility of remote e-voting as well as voting at the AGM. Any recipient of the Notice, who has no voting rights as on the cut-off date, shall treat this notice as intimation only.
  19. A person who has acquired the shares and has become a member of the Company after the dispatch of the notice of the AGM and prior to the cut-off date i.e. **21/09/2019** shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the poll paper at the AGM by following the procedure mentioned in this part.
  20. The remote e-voting will commence on **23/09/2019** at **10:00 a.m.** and will end on **26/09/2019** at **05:00p.m.** During this period, the members of the Company holding shares either in physical form or in demat form as on the cutoff date i.e. **21/09/2019** may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.
  21. The Annual Report 2018-2019, the Notice of 33<sup>rd</sup> AGM and Instructions for e voting, along with the attendance slip and proxy form sent to the members by the permitted mode.
  22. The SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the security market. Member holding shares in electronic are, therefore, requested to submit their PAN to their depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Registrar and share Transfer Agents.
  23. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
  24. The facility for voting through poll paper would be made available at the AGM and the members attending the meeting who have not already cast their votes by remote e voting shall be able to exercise their right at the meeting through poll paper. The members who have already cast their vote by remote e voting prior to the meeting, may also attend the meeting, but shall not be entitled to cast their vote again.
  25. The Voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the company as on the cut-off date.
  26. Mrs. Kajal Shukla, Practicing Company Secretary, proprietor of M/s. K. A. Shukla & Associates has been appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.
  27. The scrutinizer shall within a period not exceeding 48 hours of the conclusion of the AGM make a consolidated scrutinizer's report of the votes cast in favour or against, if any, and submit the same to the chairman of the meeting or a person so authorized by him in writing, who shall countersign the same.
  28. The result shall be declared forthwith by the chairman of the meeting or a person so authorized by him in writing on receipt of Consolidated report from scrutinizer, The Result declared along with Scrutinizer report shall be placed on the Company's Website [www.ifinservices.com](http://www.ifinservices.com) and on the website of CDSL and shall also be communicated to the BSE Limited.
  29. The Route map of the venue of the meeting is given in the Notice. The Prominent Landmark for the venue is, it is near the "Income Tax Circle".
  30. Details of concern person regarding query to the notice:  
Name: Mr. Chandrakant A. Shah –Authorized person, Email ID: [lttd@parshwananth.co.in](mailto:lttd@parshwananth.co.in)
  31. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members at the AGM.
  32. Process and manner for members opting for voting through Electronic means:
    - i. The voting period begins on **23/09/2019** at **10:00 a.m.** and will end on **26/09/2019** at **05:00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login, 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 (vii).

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen.
- x. 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.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for the relevant Parshwanath Corporation Limited on which you choose to vote.
- xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xviii. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system
- xix. 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, Apple and Windows phone. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xx. Note for Non-Individual Shareholders & Custodians:
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates and Custodians respectively.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

- After receiving the login details they have to create 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.
  - 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.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- xxi. 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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

**CONTACT DETAILS**

<b>Company</b>	Parshwanath Corporation Limited
<b>Registrar and Transfer Agent</b>	Link Intime (India) Private Limited 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Navarangpura, Ahmedabad-380009
<b>e-Voting Agency</b>	Central Depository Services Limited
<b>Scrutinizer</b>	CS Kajal Shukla Practicing Company Secretary E-mail ID: <a href="mailto:kajal@kasassociates.in">kajal@kasassociates.in</a>

**EXPLANATORY STATEMENT UNDER SECTION 102 OF COMPANIES ACT, 2013**

**ITEM NO. 2**

Details of directors retiring by rotation and seeking reappointment are as under:

Name of Director	Mr. Rushabh Navnitbhai Patel
DIN	00047374
Date of Birth	17/06/1973
Date of Appointment	22/03/1996
Qualification	B.E. Civil, MBA
Expertise in Specific Functional areas	21 years of experience in construction business
List of Companies in which Directorship is held	5
Chairman/Member of the Committee of other Companies	-
Inter se Relationship	Husband of Riddhiben R. Patel

None of the Directors / Key Managerial Personnel and their relatives is interested in this resolution except for Mrs. Riddhiben R. Patel.

**ITEM NO. 4:**

**To consider re-appointment of Mr. Ramanbhai H. Patel as Independent Director**

Based on the recommendation of the Nomination & Remuneration Committee, The board of Directors of the Company have re-appointed Mr. Ramanbhai H. Patel as an Independent Director of the Company with effect from 01<sup>st</sup> October, 2019 to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the members of the Company at the ensuing Annual General Meeting (“AGM”).

As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members.



In the opinion of the Board, Mr. Ramanbhai H. Patel fulfils the conditions for his appointment as an Independent Director as specified in the Act and his is independent of the management.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Ramanbhai H. Patel as an Independent Director.

None of the Directors / Key Managerial Personnel and their relatives is interested in this resolution except for Mr. Ramanbhai H. Patel and his relatives are in any way, concerned or interested in the said resolution.

This resolution as set out in item nos. 4 of this Notice is accordingly commended for your approval.

Name of Director	Mr. Ramanbhai H. Patel
DIN	00308077
Date of Birth	01/06/1935
Date of Appointment*	27/06/2003
Occupation	Professional
List of Companies in which Directorship is held	1
No. of Shares held in the Company	-
disclosure of relationships between directors	-

**ITEM No. 5:**

**To consider appointment of Mr. Asit A. Vyas as Independent Director**

Based on the recommendation of the Nomination & Remuneration Committee, The board of Directors of the Company have appointed Mr. Asit Vyas as an Additional Director (Independent) of the Company with effect from 8<sup>th</sup> June, 2019 to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the members of the Company at the ensuing Annual General Meeting ("AGM").

In pursuance to the provisions of Section 149 read with Section 150 of the Companies Act, 2013 (the "Act"), an Independent Director shall hold the office for a single tenure, which shall not exceed the period of five consecutive years, not liable to retire by rotation, subject to the approval of members in the General Meeting.

As an Additional Director, Mr. Asit Vyas holds office till the date of the Annual General Meeting ("AGM") and is eligible for being appointed as an Independent Director. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the "Act") along with the amount of requisite deposit from a member signifying his intention to propose the appointment of Asit Vyas as an Independent Director of the Company. The Company has also received a declaration from Asit Vyas confirming that he meets the criteria of independence as prescribed under the Act. Asit Vyas is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

In the opinion of the Board, Mr. Asit Vyas fulfils the conditions for his appointment as an Independent Director as specified in the Act and his is independent of the management.

None of the Directors / Key Managerial Personnel and their relatives is interested in this resolution except for Mr. Asit Vyas and his relatives are in any way, concerned or interested in the said resolution.

This resolution as set out in item nos. 6 of this Notice is accordingly commended for your approval.

Name of Director	Mr. Asit A. Vyas
DIN	08473656
Date of Birth	09/08/1972
Date of Appointment*	08/06/2019
Occupation	Professional
List of Companies (including non – public companies) in which Directorship is held	1
No. of Shares held in the Company	-
disclosure of relationships between directors	-

Mr. Asit Vyas is a Science Graduate, has done Bachelor of Engineering. He is young and dynamic person, having versatile experience and possesses effective leadership abilities which can lead the Company to achieve success in future.

**For, Parshwanath Corporation Limited.**

SD/-  
**Mr. Rushabh N. Patel**  
 Managing Director  
 DIN: 00047374

Date : 23/08/2019  
 Place : Ahmedabad

**DIRECTOR'S REPORT**

**To,**  
**The Members**  
**Parshwanath Corporation Limited**  
**Ahmedabad**

**1. COMPANY SPECIFIC INFORMATION:**

**1.1 FINANCIAL RESULTS**

The Board of Directors hereby submits the report of the business and operations of your company along with the audited financial statements, for the financial year ended March 31, 2019.

**FINANCIAL OVERVIEW:**

**(Amount in Lakhs)**

<b>Particular</b>	<b>2018-19</b>	<b>2017-2018</b>
Revenue from Operation	64.68	30.71
Other Income	60.77	54.93
Profit/loss before Depreciation, Exceptional items and Tax Expense	57.39	2.76
Less: Depreciation	9.53	10.37
Profit / loss before Exceptional items and tax expense	47.86	(7.61)
Less: Exceptional items	9.37	4.44
Profit /loss before tax expense	57.22	(3.17)
Less: Tax Expense	(11.30)	
Adjustment of Income Tax of Earlier Years		0.13
Profit / loss for the year(1)	45.93	( 3.31)
Total Comprehensive Income(2)	0.06	0.09
Total (1+2)	45.99	(3.22)

**1.2 REVIEW OF OPERATION:**

The Company has incurred total profit of Rs. 45,98,910 as compare to loss of Rs. 3,21,913 in the Previous Year. The Company earned revenue from operation is Rs. 64,68,296 which is higher than earned in the previous year Rs. 30,71,370. Currently company does not have any project and major part of the earning of the company is from the housing loan interest which the company had given at the earlier time and other interest income from miscellaneous investment.

**1.3 TRANSFER TO RESERVES:**

The Board of Directors of your Company, has decided not to transfer any amount to the Reserves for the year under review, except for the Profit earned during the year which has been transferred to the Surpluses Head of the Reserves & Surpluses.

**1.4 DIVIDEND:**

The Board of Directors of your company, after considering holistically the relevant circumstances and keeping in view the company's dividend distribution policy, has decided that it would be prudent, not to recommend any Dividend for the year under review.

**1.5 MAJOR EVENTS OCCURRED DURING THE YEAR**

**a) State of the Company's affair:**

Your company is engaged in the business of construction and development of housing projects in India. However currently company does not have any project. Further, During the year under review, the company was highly depended on the interest income. The Directors of the company are working hard to earn more profit and tremendous growth in future.

**b) Change in Nature of Business:**

During the year there was no change in the nature of the business of the Company.

**c) Material changes and commitments affecting the financial position of the company:**

There have been no material changes and commitments, which affect the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

## 2. GENERAL INFORMATION:

Parshwanath Corporation has been offering world-class residential and commercial properties since 1985. Our aim is to create best in the class properties that offer the perfect balance of opulence and elegance. We enhance the lifestyle of people by blending innovation with passion. The company has grown brick by brick and reached towering heights.

## 3. CAPITAL AND DEBT STRUCTURE:

During the year under review, the company has neither issued nor bought back shares. The Capital of the company remains same as under.

Authorized Share Capital	Rs.10,00,00,000 divided into 1,00,00,000 shares of Rs. 10 each
Issued Share Capital	Rs. 3,13,18,370 divided into 31,31,837 shares of Rs. 10 each
Paid Up share Capital	Rs. 3,13,18,370 divided into 31,31,837 shares of Rs. 10 each

- The Capital of the Company consist only Equity shares.

## 4. CREDIT RATING

During the year the company has not issued any securities and not raised any loan which requires credit rating, hence credit rating provisions not applicable on company and has not obtained any credit rating during the year.

## 5. INVESTOR EDUCATION AND PROTECTION FUND

The Company has not declared any dividend, hence not transferred any amount to Investor education and Protection Fund.

## 6. MANAGEMENT

### 6.1 Directors and Key Managerial Personnel:

#### Board Composition:

The constitution of the Board (as on 31/03/2019) and the attendance of the Directors are given below:

Name of the Directors	Category of the Director (NE/E/ID)	Designation	No. of Directors hip	No. of Meetings attended	Details of committee		Presence in previous AGM
					As Member	As Chairman	
Mrs. Riddhiben R. Patel	Executive	Joint-Managing Director	2	6	3	0	Yes
Mr. Rushabh N. Patel	Executive	Managing Director	4	7	0	0	Yes
Mr. Ramanbhai H. Patel	Independent	Independent Director	0	6	0	3	Yes
Mr. Navinchandra S. Patel	Independent	Independent Director	0	6	3	0	No
*Mr. Navnitbhai C. Patel	Executive	Independent Director	3	4	0	0	Yes

\* Mr. Navnitbhai C. Patel ceased to be director cum chairman with effect from 03/12/2018.

#### Directors:

### 1. Appointments

There was no appointment of directors or Key Managerial Personnel in the company during the year under review.

### 2. Change in Designation:

There was no change in Designation of any directors or Key Managerial Personnel in the company during the year under review.

### 3. Resignation:

There was no resignation of any directors or Key Managerial Personnel during the year under review. However, the company had taken note of Cessation of Mr. Navnitbhai C. Patel due to death w.e.f. 03/12/2018.

### 4. Retirement:

Mr. Rushabh Navnitbhai Patel (DIN:00047374) Managing Director who retires by rotation and being eligible offers himself for re-appointment.

**5. Disclosure of relationship between directors inter se:**

None of the directors are being related to each other except for Mrs. Riddhiben R. Patel, Joint-Managing Director and Chief financial officer of the Company, being wife of Mr. Rushabh N. Patel who is Managing Director of the Company

**Key managerial person:**

*There are no changes occurred during the year under review in the key managerial personnel of the company.*

**6.2 Independent director's declaration:**

There was no appointment of Independent Director during the year under review.

**6.3 Independent director's declaration:**

The company has received necessary declarations from each Independent Director under Section 149(6) and 149(7) of the companies Act, 2013 and regulation 16(1)(b) and regulation 25(8) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, that they meet the criteria of independence laid down thereunder.

As on 31<sup>st</sup> March, 2019, half of the Board Members consist of Independent Directors on Company's Board having rich experience in their fields and they will add value to the management of the company. An enlightened Board consciously creates a culture of Board leadership to provide a long-term vision and policy thinking in order to improve the quality of governance. The Board's actions and decisions are aligned with the Company's best interests.

**Familiarization Programme:**

As per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has taken necessary steps and formed the policy on the Board's Familiarization and Remuneration Policy to get the new Directors (including Non – Executive Directors and Independent Directors), Key Managerial Personnel and Senior Management familiarize, habituated and their acquaintance with the atmosphere and working of the Company. The same can be finding at the website of [www.parshwanath.com](http://www.parshwanath.com)

**6.4 Board Meetings:**

During the period under review, Seven (7) Board Meeting were held by the Board of Directors to transact various business items.

During the Year 2018-2019, Seven Board Meetings were held as mention below.

Sr. No	Date and Day of the Board Meeting	Sr. No	Date and Day of the Board Meeting
1	Wednesday 30 <sup>th</sup> May, 2018	5	Thursday 27 <sup>th</sup> December, 2018
2	Monday 13 <sup>th</sup> August, 2018	6	Monday 11 <sup>th</sup> February, 2019
3	Saturday 25 <sup>th</sup> August, 2018	7	Wednesday 27 <sup>th</sup> February, 2019
4	Wednesday 14 <sup>th</sup> November, 2018		

**6.5 Committees**

**1. Audit Committee:**

**a) Brief Description**

The primary object of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures with the highest levers of transparency, integrity and quality of financial reporting. The committee oversees the work carried out in the financial reporting process by the Management, the internal auditor, the statutory auditor and notes the processes and safeguards employed by each of them.

**b) Constitution and Composition of Audit Committee**

The Company has in accordance with the Section 177 constituted the Audit Committee. The Audit Committee constituted and re constituted from time to time to comply with statutory requirement. The Audit Committee met 4 (Four) times during the last financial year on the following dates:

Sr. No.	Date and Day of the Meeting	Sr. No.	Date and Day of the Meeting
1.	Monday 28 <sup>th</sup> May, 2018	3.	Wednesday 14 <sup>th</sup> November, 2018
2.	Monday 13 <sup>th</sup> August, 2018	4.	Monday 11 <sup>th</sup> February, 2019

The constitution of the Committee (as on 31/03/2019) and the attendance of each member of the Committee are given below:

Name	Type of Directors	Category	No of Meeting	Number of meetings attended
Mr. Ramanbhai H. Patel	Independent Director	Chairman	4	4
Mrs. Riddhiben R. Patel	Joint- Managing Director	Member	4	4
Mr. Navinchandra S. Patel	Independent Director	Member	4	0

**2. Nomination & Remuneration Committee**

**a) Constitution & Composition of Nomination & Remuneration Committee:**

The Company has formulated Nomination & Remuneration Committee as per the requirement of 178(1) of the companies Act, 2013 but due to death of one Independent director last year the committee now have only 2 non-executive directors and one Executive director. The main function of the Nomination & Remuneration Committee is to formulation and recommendation of the policy for the appointment, removal, performance evaluation of the directors & the consideration to be paid to them and other matters as may be determined by the committee and the prevailing provisions for formulation of criteria for evaluation of Independent Directors and Board. Further to recommend/review remuneration of Directors based on their performance and carry out functions as mandated by Board from time to time.

During the year under review, there was no requirement to conduct meeting of the Nomination & Remuneration Committee.

Name of the Member	Type of Director	Category
Mr. Ramanbhai H. Patel	Independent Director	Chairman
Mr. Navinchandra S. Patel	Independent Director	Member
#Mrs. Riddhiben R. Patel	Joint- Managing Director	Member

#The Nomination and Remuneration Committee consist of Mrs. Riddiben Patel who is Joint-Managing Director in executive capacity, however the company under process of appointing a Non-executive Director to properly constitute the committee.

**3. Stakeholders Relationship Committee:**

The Company has formulated the Stakeholders Relationship Committee in accordance with the Section 178(5) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as entered into by the Company. The function of the Stakeholders Relationship Committee is to look into complaints if any and redress the same expeditiously. Besides, the committee approves allotment, transfer & Transmission of shares, Debentures, issue of any new certificates on split / consolidation / renewal etc. as may be referred to it.

During the relevant financial year, 4 Committee Meetings were held as follows:

Sr. No.	Date and Day of the Meeting	Sr. No.	Date and Day of the Meeting
1.	Monday 28th May, 2018	3.	Wednesday 14th November, 2018
2.	Monday 13th August, 2018	4.	Monday 11th February, 2019

The constitution of the Committee as on 31/03/2019 is as under:

Name of the Member	Type of Director	Category	Number of meeting held	Number of meetings attended
Mr. Ramanbhai H. Patel	Independent Director	Chairman	4	4
Mr. Navinchandra S. Patel	Independent Director	Member	4	0
Mrs. Riddhiben R. Patel	Joint- Managing Director	Member	4	4

Company has not received Complain from shareholders of the Company during the year of review which is yet pending. However, the Company has taken necessary reply as and when required.

The details of the Compliance Officer and the details of complaints received / solved / unsolved during the year are as follows:

Compliance Officer:

Ms. Hetanshi Shah, Company Secretary

Mail Id: [lttd@parshwanath.co.in](mailto:lttd@parshwanath.co.in)

Contact No.: 079-27540647

Compliant received during the year*	Compliant solved during the year	Compliant pending during the year*
0	0	0

Note: The Company had not received the investor complaint.

**4. Independent Directors' Meeting:**

Out of two Independent, one Independent Director was unable to attend meeting due to his poor health and hence there was no separate meeting done by the Independent Directors of the company without the attendance of non – Independent Directors and members of the Board.

**6.6 Recommendation of Audit Committee:**

There are no transactions which are recommended by the audit committee and not accepted by the board of the directors of the company.

**6.7 Company's 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. The policy of the Company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013 is available at registered office for review.

There has been no change in the policy since last fiscal. 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.

**Code of conduct:**

The Company has already implemented a Code of Conduct for all Board Members and Senior Managements of the company in compliance with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (earlier Listing Agreement). But, since the operations of the Company were not much, the application of the code of conduct was limited to that extent. The code of conduct of the company can be found on the website of the company at [www.parshwanath.com](http://www.parshwanath.com)

**6.8 Board Evaluation:**

During the year, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board.

The evaluation framework for assessing the performance of Directors (including Independent Directors) comprises of the following key areas:

- Attendance and participation in the Meetings and timely inputs on the minutes of the meetings.
- Adherence to ethical standards & code of conduct of Company and disclosure of non – independence, as and when it exists and disclosure of interest.
- Raising of valid concerns to the Board and constructive contribution to resolution of issues at meetings.
- Interpersonal relations with other directors and management.
- Objective evaluation of Board's performance, rendering independent, unbiased opinion.
- Understanding of the Company and the external environment in which it operates and contribution to strategic direction.
- Safeguarding interest of whistle-blowers under vigil mechanism and Safeguard of confidential information.

The evaluation involves Self-Evaluation of the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his / her evaluation.

1. Observations of board evaluation carried out for the year:
2. Previous year's observations and actions taken:
3. Proposed actions based on current year observations:

**6.9 Remuneration of Directors and Employees of Listed companies:**

Pursuant to the Sub – Rule (2) of the Rule 5 of the Companies (Appointment & Remuneration or Managerial Personnel) Rules, 2014 and Amendment rules, 2016, read with Section 197 of the Act, no employees was in receipt of the remuneration in aggregate to Rs. One crore Two Lakhs per annum or Rs. Eight Lakh Fifty Thousand per month or at a rate in excess of that drawn by the Managing Director / Whole – time director of Manager and holds

himself or along with his spouse & dependent children, no less than two percent of the equity shares of the Company. Further, the information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company will be provided upon request.

In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

As per the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the details of the ratio of the remuneration of each director to the median employee's remuneration are described in the "Annexure – I" to this report.

Further, in pursuance to the Rule 5(2) of the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014, the details of the employees employed throughout the financial year or part thereof, was in receipt of remuneration in that year, which, in the aggregate, or as the case may be, at a rate which in the aggregate, is in excess of that drawn by the Managing Director or Whole Time Directors or Manager and holds by himself or along with his spouse and dependent children, not less than two per cent of the equity shares of the company, is not being feasible for the company, as the company currently pays sitting fees to the director of the company.

**6.10 Remuneration received by Managing Director/ Whole time Director from holding or subsidiary company:**

There is no such amount received by the Managing Director/ Whole time Director As the company does not have any holding company or subsidiary company.

**6.11 Director's Responsibility Statement:**

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their Knowledge and ability confirm and state that –

- I. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- II. The Directors had 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;
- III. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- IV. The Directors had prepared the annual accounts on a 'going concern' basis;
- V. The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- VI. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**6.12 Internal Financial Controls:**

The Company has an adequate system of internal control procedures which is commensurate with the size and nature of business. Detailed procedural manuals are in place to ensure that all the assets are safeguarded, protected against loss and all transactions are authorized, recorded and reported correctly. The internal control systems of the Company are monitored and evaluated by internal auditors and their audit reports are periodically reviewed by the Audit Committee of the Board of Directors. The observations and comments of the Audit Committee are also generally placed before the Board. Some key features of the company's internal controls systems have been provided in the Management discussion and Analysis Report as Annexure –V, which being annexed to this report.

**6.12 Frauds reported by the Auditor:**

In pursuance to the Section 134(3)(ca) of the Companies Act, 2013 ("the Act"), there has been no reported frauds being detected by the Auditor of the Company in accordance with the Section 143(12) of the Act.

**7. DISCLOSURES RELATING TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES:**

The Company does not have any Subsidiary, Associates Company or Joint Venture.

**8. DETAILS OF DEPOSITS:**

The Company has not invited or accepted deposit within the meaning of section 73 of the act read with rules made there under, from the public neither does have any unpaid or unclaimed deposits along with interest during the year. Further, the company has not made any default in repayment of deposits or payment of interest thereon, as no deposits have been invited or accepted by the Company during the year. Furthermore, there are no such deposits which are not in compliance with the requirements of Chapter V of the Act. The Company has taken loan from Mr. Rushabh N. Patel, Managing Director of the Company out of his own funds and the same has been repaid by the Company.

**9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The Details of loan, guarantees or investment as per section 186 of the act are provided in the notes to the financial Statement. Further the company has made following investments during the year compare to the last year.

Particulars	2018-2019	2017-2018
Investment in Equity Shares	-	-
<b>Total</b>	-	-

**10. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

Particulars of contracts or arrangements with related Parties referred to in Section 188(1) of the Companies, 2013 in the prescribed form AOC-2 is appended as “Annexure-II” of the Board’s report.

**11. CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES:**

Your company is not falling under the criteria mention as per Section 135 (1) of the Companies Act, 2013 and the companies (Corporate Social Responsibilities) Rules, 2014. Hence, the company has not developed and implemented any corporate Social Responsibilities initiatives.

**12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING/ OUTGO:**

**Conservation of Energy and Technology Absorption:**

During the year under review, there are no manufacturing activities undertaken by the company. However, the company has made necessary endeavor to conserve the non-renewable resources and Energy and has taken utmost care to use the latest technology to conserve the energy

Foreign Exchange Earnings: NIL

Foreign Exchange Expenditure: NIL

**13. RISK MANAGEMENT:**

Considering the present condition of the company the company has formulated the risk management policy. The board is being regularly provided with information which may have potential threat of risk as and when required. The detailed policy can be find out at the website of the company [www.parshwanath.com](http://www.parshwanath.com)

**14. DETAILS OF WHISTLE BLOWER POLICY & VIGIL MECHANISM:**

The Company has established a “Whistle Blower and Vigil Mechanism Policy” for Directors and employees to report the genuine concerns as per the provisions of Section 177(9) of the Companies Act, 2013. However, as per Regulation 22 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 it is not applicable to the company.

**15. SIGNIFICANT AND MATERIAL ORDERS OF JUDICIAL BODIES/REGULATORS**

There are no significant material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations.

**16. AUDIT REPORT AND AUDITORS:**

• **INTERNAL AUDITOR:**

In pursuance to the provisions of Section 138 of the Companies Act, 2013, your Company has appointed M/s. P G M S & Associates, Chartered Accountant as the Internal Auditor of the Company.

• **STATUTORY AUDITOR:**

M/s. S G D G & Associates LLP, Chartered Accountants (F. R No.W100188) appointed as the Statutory Auditors of the Company at 32<sup>nd</sup> Annual General Meeting who shall hold office for the term of 5 years till conclusion of the 37<sup>th</sup> Annual General Meeting of the company subject to rectification by members of the company at every Annual General Meeting held till 37<sup>th</sup> AGM and that the Board be and is hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors.



The observations and comments, if any, marked in the Auditors' Report are self explanatory and therefore, do not call for any further comments.

• **COST AUDIT REPORT:**

As per section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Company is in construction business, and the Companies (Cost Records and Audit) Amendment Rules, 2014 (the Rules) are applicable to the Company but company does not fall under the criteria mentioned in the Rules.

• **SECRETARIAL AUDITOR:**

Mrs. Kajal Ankit Shukla, Practicing Company Secretaries, Proprietor of M/s. K. A Shukla & Associates has been appointed for the purpose of conducting Secretarial Audit of the Company. The Secretarial Audit Report is appended to this report as "Annexure IV".

As the company have claimed exemption under the regulation 15 of SEBI Listing Obligation (Disclosure & Requirements) Regulations, 2015, for Corporate Governance the provisions of Annual secretarial compliance report as per circular dated 08<sup>th</sup> February, 2019 is not applicable on the Company.

**17. SECRETARIAL AUDIT REPORT:**

The Secretarial Audit Report is appended to this report as "Annexure IV".

**18. EXPLANATIONS IN RESPONSE TO AUDITORS QUALIFICATIONS:**

Explanation to the observations given in the Secretarial Audit report:

1. In respect to the qualification given by the secretarial auditor in the report with regards to point (i) the company is under process of appointing of new Independent director.
2. In respect to the qualification given by the secretarial auditor in the report with regards to point (ii) the company is under process to dematerialized all shares of the promoter group and given letters to all the physical shareholders through the RTA of the company to update their KYC and also requested to all the physical shareholders to dematerialized their shares.
3. In respect to observation made by the secretarial auditor in the report with regards to point (i) the transmission of shares are under documentary process and will be done as soon as possible.

**19. COMPLIANCE WITH SECRETARIAL STANDARDS:**

The Directors state that applicable Secretarial Standards i.e. SS 1 and SS 2 relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively have been duly followed by the Company.

**20. EXTRACT OF ANNUAL RETURN:**

The Extract of Annual Return in Form MGT-9 as provided under Section 92 (3) of the Companies Act, 2013 is annexed herewith as "Annexure -III"

**21. CORPORATE GOVERNANCE REPORT:**

As per the criteria mention in the regulation 15 of SEBI Listing Obligation (Disclosure & Requirements) Regulations, 2015, company is not falling under the same and the company has claimed exemption from Stock Exchange. Hence company has not submitted corporate governance report with the stock exchange for the period under review. The company has claimed exemption under regulation 15(2) of SEBI Listing Obligation (Disclosure & Requirements) Regulations, 2015 vide letter dated 30<sup>th</sup> May, 2019 to BSE.

**22. ANNUAL SECRETARIAL COMPLIANCE REPORT:**

As per the clarification issued by BSE dated 9<sup>th</sup> May, 2019 the company need not to comply with the submission of Annual Secretarial Compliance report as does not falling under the criteria mentioned under regulation 15 of SEBI Listing Obligation (Disclosure & Requirements) Regulations, 2015. The company has claimed exemption under regulation 15(2) of SEBI Listing Obligation (Disclosure & Requirements) Regulations, 2015 vide letter dated 30<sup>th</sup> May, 2019 to BSE.

**23. MANAGEMENT DISCUSSION & ANALYSIS REPORT:**

The Management Discussion and Analysis Report as per the Regulation 34 of the SEBI Listing Obligation (Disclosure & Requirements) Regulations, 2015 is part of the Annual Report as "Annexure-V".

**24. EQUAL OPPORTUNITY TO EMPLOYEES:**

The Company has always provided a congenial atmosphere for work to all employees that are free from discrimination and harassment including sexual harassment. It has provided equal opportunities of employment to all without

regard to their caste, religion, color, marital status and sex. The Company has also framed a Policy on "Prevention of Sexual Harassment" at the workplace. There were no cases reported under the said Policy during the year.

**25. LISTING AT STOCK EXCHANGE:**

The Equity shares of your company are listed on BSE (Bombay Stock Exchange). The Listing fees for the Year 2018-2019 have been paid to the Stock Exchanges.

**26. DISCLOSURE OF TRANSACTIONS OF COMPANY WITH PROMOTER/ PROMOTER GROUP:**

Sr. no.	Name of Promoter	Nature of Transaction	Amount
1.	Mr. Rushabh N. Patel	Remuneration	9,00,000
2.	Mrs. Riddhi R. Patel	Remuneration	6,00,000

**27. DISCLOSURE OF DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT**

With the advent of the new Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entities are required to make disclosure in the Annual Report about the details of share in Demat Suspense Account / Unclaimed Suspense Account. The details of the same is mentioned below:

Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the beginning of the year	NIL
Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	NIL
Number of shareholders to whom shares were transferred from suspense account during the year	Nil
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	Nil
The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	Not Applicable

**28. APPRECIATION:**

The company has taken loan from Mr. Rushabh Patel, Managing Director of the company out of his own funds and the same has been duly repaid by the company during the year under review.

For and on behalf of the Board  
For, Parshwanath Corporation Limited

Date : 28.05.2019  
Place : Ahmedabad

Sd/-  
Mr. Rushabh N. Patel  
Chairman & Managing Director  
DIN : 00047374

Sd/-  
Mrs. Riddhiben R. Patel  
Joint Managing Director  
DIN : 00047238

## ANNEXURE-I

### INFORMATION ON THE RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN

#### EMPLOYEES REMUNERATION

#### PARTICULARS OF EMPLOYEES

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Name of the Directors	Designation	Ratio
Mr. Rushabh N. Patel	Managing Director	1.93:1
Mrs. Riddhiben R. Patel	Joint Managing Director & CFO	1.29:1
Mr. Ramanbhai H. Patel	Non- executive Independent Director	NIL
Mr. Navinchandra S. Patel	Non- executive Independent Director	NIL

The company has paid sitting fees of Rs. 5,000 to Mr. Ramanbhai Patel.

- b. the percentage increase in remuneration of each director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year:

NAME OF THE DIRECTORS	Designation	% INCREASE
Mr. Rushabh N. Patel	Managing Director	NIL
Mrs. Riddhiben R. Patel	Joint Managing Director & CFO	NIL
Mr. Ramanbhai H. Patel	Non- executive Independent Director	NIL
Mr. Navinchandra S. Patel	Non- executive Independent Director	NIL
Ms. Hetanshi H. Shah	Company Secretary	NIL

- c. The percentage increase in the median of employees in the financial year: 2.93%
- d. The number of permanent employees on the rolls of the Company: 6
- e. Average percentile increase already made in the salaries of the employee 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.

Average Remuneration of Employees	% increase in the Managerial Personnel
4.58	NIL

#### **Reason for change:**

The company has given increment to its employees during the year under review.

- f. **Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

For and on behalf of the Board  
For, Parshwanath Corporation Limited

Date : 28.05.2019  
Place : Ahmedabad

Sd/-  
Mr. Rushabh N. Patel  
Chairman & Managing Director  
DIN : 00047374

Sd/-  
Mrs. Riddhiben R. Patel  
Joint Managing Director  
DIN : 00047238

**ANNEXURE-II**
  
**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)  
**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto**

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

a)	Name(s) of the related party and nature of relationship	N.A
b)	Nature of contracts/ Arrangements/transactions	N.A
c)	Duration of the contracts /Arrangements / transactions	N.A
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	N.A
e)	Justification for entering into such Contractor arrangements or transactions	N.A
f)	Date(s) of approval by the Board	N.A
g)	Amount paid as advances, if any	N.A
h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N.A

**2. Details of contracts or arrangements or transactions at arm's length basis:**

a)	Name(s) of the related party and nature of relationship	IRNB Joint A/c, Mr. Rushabh Patel Co-owner of the Property.
b)	Nature of contracts/ Arrangements/transactions	Availing and Rendering of Services
c)	Duration of the contracts /Arrangements / transactions	N.A
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	N.A
e)	Date(s) of approval by the Board	30/05/2016
f)	Amount paid as advances, if any	N.A

**For and on behalf of the Board**  
**For, Parshwanath Corporation Limited**

**Date : 28.05.2019**  
**Place : Ahmedabad**

**Sd/-**  
**Mr. Rushabh N. Patel**  
**Chairman & Managing Director**  
**DIN : 00047374**

**Sd/-**  
**Mrs. Riddhiben R. Patel**  
**Joint Managing Director**  
**DIN : 00047238**

**Annexure - III**  
**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31/03/2019 of**  
**Parshwanath Corporation Limited**

[Pursuant to Section 92(3) of the Companies Act, 2013 &  
 Rule 12(1) of the Companies (Mgt. and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i)	CIN:	L45201GJ1985PLC008361					
	Foreign Company Registration Number/GLN	Not Applicable					
ii)	Registration Date [DDMMYY]	31.12.1985					
iii)	<b>Name of the Company</b>	<b>Parshwanath Corporation Limited</b>					
	<b>Category of the Company</b> [Pl. tick]	<input checked="" type="checkbox"/> Public Company <input type="checkbox"/> Private Company					
iv)	<b>Sub Category of the Company</b> [Please tick whichever are applicable]	1. Government Company					
		2. Small Company					
		3. One Person Company					
		4. Subsidiary of Foreign Company					
		5. NBFC					
		6. Guarantee Company					
		7. Limited by shares	<input checked="" type="checkbox"/>				
		8. Unlimited Company					
		9. Company having share capital					
		10. Company not having share capital					
		11. Company Registered under Sec. 8					
V)	<b>NAME AND REGISTERED OFFICE ADDRESS OF COMPANY AND CONTACT DETAILS:</b>						
	Address	50 Harisiddha Chambers, 3 <sup>rd</sup> Floor, Ashram Road					
	Town / City	Ahmedabad					
	State	Gujarat					
	Pin Code	380 014					
	Country Name	India					
	Country Code	91					
	Telephone (With STD Area Code no)	079-27540848					
	Fax Number	079-27540144					
	Email Address	ltd@parshwanath.co.in					
	Website	www.parshwanath.com					
	Name of the Police Station having jurisdiction where the registered office is situated	Naranpura Police Station					
	Address for correspondence, if different from address of registered office:	N.A.					
vi)	Whether shares listed on recognized Stock Exchange(s)	Yes					
	If yes, details of stock exchanges where shares are listed	<table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Stock Exchange Name</th> <th>Code</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>BSE Limited</td> <td>511176</td> </tr> </tbody> </table>	Sr. No.	Stock Exchange Name	Code	1.	BSE Limited
Sr. No.	Stock Exchange Name	Code					
1.	BSE Limited	511176					

vii)	<b>Name and Address of Registrar &amp; Transfer Agents (RTA) :- Full address and contact details to be given.</b>	
	Registrar & Transfer Agents (RTA):-	Link Intime India Private Limited
	Address	5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Navarangpura, Ahmedabad-380009
	Town / City	Ahmedabad
	State	Gujarat
	Pin Code	380009
	Telephone (With STD Area Code Number)	079-26465179
	Fax Number	079-26465179
	Website	<a href="http://www.linkintime.co.in">www.linkintime.co.in</a>

**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)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	#% to total turnover of the Company
1	*Construction of buildings	41001	51.56

# the Company is generating remaining income as other interest income from miscellaneous investment.

\* The Company has received Housing Interest from its customers to whom the housing loan was given in the earlier years.

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

SR. NO.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	NIL	NIL	NIL

**IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAK UP AS PERCENTAGE OF TOTAL EQUITY)**

**i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April -2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Changeduring the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter' s</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	23,17,251	21,778	23,39,029	74.69	23,17,751	21,278	23,39,029	74.69	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total(A)(1):-</b>	<b>23,17,251</b>	<b>21,778</b>	<b>23,39,029</b>	<b>74.69</b>	<b>23,17,751</b>	<b>21,278</b>	<b>23,39,029</b>	<b>74.69</b>	<b>-</b>
<b>(2) Foreign</b>									
(a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
(b) Other- Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.	-	-	-	-	-	-	-	-	-
(d)Banks FI	-	-	-	-	-	-	-	-	-
(e) Any Other....	-	-	-	-	-	-	-	-	-
<b>Sub-total(A)(2):-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of Promoter(A)= (A)(1)+(A)(2)</b>	<b>23,17,251</b>	<b>21,778</b>	<b>23,39,029</b>	<b>74.69</b>	<b>23,17,751</b>	<b>21,278</b>	<b>23,39,029</b>	<b>74.69</b>	<b>-</b>
<b>B. Public Shareholding</b>									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-



d) State Govt(s)	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others (specify)(Trusts)	-	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>										
a) Bodies Corp.										
i) Indian	44,425	7,440	5,1865	1.65	65,511	7440	72,951	2.33	0.68	
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs.1 Lakh	1,57,095	3,75,634	5,32,729	17.01	158086	423492	581578	18.56	1.55	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1,52,309	52,473	2,04,782	6.53	134798	0	134798	4.034	-2.23	
C) others (Specify)										
i) Non Resident Indians (Non - Repat)	150	-	150	0.0048	1,99	-	199	0.0064	0.0016	
ii) Non Resident Indians (Repat)	520	-	520	0.016	520	-	5,20	0.016	-	
iii)HUF	2761	-	2761	0.09	2761	-	2761	0.09	-	
iv) clearing members	-	1	1	0.00	-	1	1	0.00	-	
<b>Sub-total (B)(2):-</b>	357260	435548	792808	25.31	361875	430933	792808	25.31		
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	357260	435548	792808	25.31	361875	430933	792808	25.31		
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	2674511	457326	3131837	100	2679626	452211	3131837	100	-	-

ii) Shareholding of Promoter-

Sr. No.	Shareholdre's Name	Shareholding at the beginning of the year (01.04.2018)			Share holding at the end of the year (31.03.2019)			% Change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	#Mr. Navnitbhai C. Patel	10,85,206	34.65	-	10,85,206	34.65	-	-
2.	Mr. Rushabh N. Patel	7,01,692	22.41	-	7,01,692	22.41	-	-
3.	Mrs. Riddhi R. Patel	3,22,900	10.31	-	3,22,900	10.31	-	-
4.	Smt. Indiraben N. Patel	1,18,526	3.96	-	1,18,526	3.96	-	-
5.	Minor Raj R. Patel	68,929	2.20	-	68929	2.20	-	-
6.	Mrs. Minal K. Patel	10400	0.33	-	10400	0.33	-	-
7.	Mrs. Preeti S. Patel	10376	0.33	-	10376	0.33	-	-
8.	Mrs. Hema D. Patel	10250	0.33	-	10250	0.33	-	-
9.	Manisha P. Patel	10125	0.32	-	10125	0.32	-	-
10.	Chunibhai D. Patel	600	0.02	-	600	0.02	-	-
11.	Dipak I. Patel	25	0.00	-	25	0.00	-	-

# Mr. Navnitbhai C. Patel not remained promoter due to death on 03/12/2018 and the process of transmission of his shares is under process.

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

**1. Mr. Navnitbhai C. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	10,85,206	34.65	10,85,206	34.65
Details of Change in Shareholding	No Change			
31/03/2019	10,85,206	34.65	10,85,206	34.65

# Mr. Navnitbhai C. Patel not remained promoter due to death on 03/12/2018 and the process of transmission of his shares is under process.

**2. Mr. Rushabh N. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	7,01,692	22.41	7,01,692	22.41
Details of Change in Shareholding	No Change			
31/03/2019	7,01,692	22.41	7,01,692	22.41

**3. Mrs. Riddhi R. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	3,22,900	10.31	3,22,900	10.31
Details of Change in Shareholding	No Change			
31/03/2019	3,22,900	10.31	3,22,900	10.31

**4. Mrs. Indiraben N. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	1,18,526	3.96	1,18,526	3.96
Details of Change in Shareholding	No Change			
31/03/2019	1,18,526	3.96	1,18,526	3.96

**5. Mr. Raj Rushabh Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	68,929	2.20	68,929	2.20
Details of Change in Shareholding	No Change			
31/03/2019	68,929	2.20	68,929	2.20

**6. Mrs. Minal K. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	10,400	0.33	10,400	0.33
Details of Change in Shareholding	No Change			
31/03/2019	10,400	0.33	10,400	0.33



**7. Mrs. Preeti S. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	10,376	0.33	10,376	0.33
Details of Change in Shareholding	No Change			
31/03/2019	10,376	0.33	10,376	0.33

**8. Mrs. Hema D. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	10,250	0.33	10,250	0.33
Details of Change in Shareholding	No Change			
31/03/2019	10,250	0.33	10,250	0.33

**9. Ms. Manisha P. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	10,125	0.32	10,125	0.32
Details of Change in Shareholding	No Change			
31/03/2019	10,125	0.32	10,125	0.32

**10. Chunibhai D. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	600	0.02	600	0.02
Details of Change in Shareholding	No Change			
31/03/2019	600	0.02	600	0.02

**11. Mr. Dipak I. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	25	0.00	25	0.00
Details of Change in Shareholding	No Change			
31/03/2019	25	0.00	25	0.00

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

**1. Mr. Suhrud Chimanbhai Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	52250	1.67	52250	1.67
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	No Change			
31/03/2019	52250	1.67	52250	1.67

**2. Rajyog Share And Stock Brokers LTD**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	36000	1.15	36000	1.15
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	No Change			
31/03/2018	36000	1.15	36000	1.15

**3. Arihant Capital Mkt. Ltd**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	-	-	-	-
Purchase of Shares by way of transfer dated on 05/10/2018 11/01/2019 25/01/2019				
31/03/2018	21566	0.69	21566	0.69
31/03/2018	21566	0.69	21566	0.69

**4. Mr. Ashokkumar P Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	15556	0.49	15556	0.49
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	No Change			
31/03/2019	15,556	0.49	15,556	0.49

**5. Mr. Maulesh A. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	14050	0.45	14050	0.45
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	No Change			
31/03/2019	14050	0.45	14050	0.45

**6. Hemangini A. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	14005	0.45	14005	0.45
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	No Change			
31/03/2019	14005	0.45	14005	0.45

**7. Janki Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	13570	0.43	13570	0.43
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	No Change			
31/03/2019	13570	0.43	13570	0.43

**8. Shipa M. Patel**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	13367	0.43	13367	0.43
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease	No Change			
31/03/2019	13367	0.43	13367	0.43

**9. Aashish Bharatkumar Shah**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	-	-	-	-
Purchase on 27/04/2018	12000	0.38	12000	0.38
31/03/2019	12000	0.38	12000	0.38

**10. Samir Shah**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	-	-	-	-
Purchase on 22/09/2019	8175	0.26	8175	0.26
31/03/2019	8175	0.26	8175	0.26

**v) Shareholding of Directors and Key Managerial Personnel:**

**1. #Mr. Navnitbhai C. Patel : Chairman**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	10,85,206	34.65	10,85,206	34.65
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease	No Change during the year			
31/03/2019	10,85,206	34.65	10,85,206	34.65

# Mr. Navnitbhai C. Patel not remained promoter due to death on 03/12/2018 and the process of transmission of his shares is under process.

**2. Mr. Rushabh N. Patel : Managing Director**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	7,01,692	22.41	7,01,692	22.41
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease	No Change during the year			
31/03/2019	7,01,692	22.41	7,01,692	22.41

**3. Riddhiben R. Patel: Joint Managing Director, CFO**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	3,22,900	10.31	3,22,900	10.31
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease	No Change during the year			
31/03/2019	3,22,900	10.31	3,22,900	10.31

**4. Ramanbhai H. Patel: Independent Director**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	625	0.02	625	0.02
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease	No Change during the year			
31/03/2019	625	0.02	625	0.02

**5. Navinchandra S. Patel : Independent Director**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	625	0.02	625	0.02
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease	No Change during the year			
31/03/2019	625	0.02	625	0.02

**6. Hetanshi Shah: Company Secretary & Compliance officer**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares	No. of shares	% of total shares
01/04/2018	NIL	NIL	NIL	NIL
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease	No Change during the year			
31/03/2019	NIL	NIL	NIL	NIL

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	1,00,000	-	1,00,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	NIL	1,00,000	NIL	1,00,000
Change in Indebtedness during the financial year				
* Addition	-	8,20,000	-	8,20,000
* Reduction	-	9,20,000	-	9,20,000
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	NIL	NIL	NIL	NIL

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Rs. in lacs)**

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		#Navnitbhai C. Patel (Chairman)	Rushabh N. Patel (Managing Director)	Riddhi R. Patel (Joint Managing Director)	
1	Gross salary	-	9,00,0000	6,00,000	15,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit				
	- others, specify...				
5	Others, please specify	-	-	-	-
	Total (A)	-	9,00,000	6,00,000	15,00,000
	Ceiling as per the Act	60,00,000 per Annum as per As per Section 197 Schedule V of the Companies Act.			

# Mr. Navnitbhai C. Patel not remained chairman of the company due to death on 03/12/2018

**B. Remuneration to other directors**

SN	Particulars of Remuneration	Mr. Ramanbhai Patel	Mr. Navinchandra Patel
1	Independent Directors	5,000	NIL
	Fee for attending board committee meetings		
	Commission		
	Others, please specify		
	Total (1)		
2	Other Non-Executive Directors		
	Fee for attending board committee meetings		
	Commission		
	Others, please specify		
	Total (2)		
	Total (B)=(1+2)		
	Total		
	Remuneration	Rs. 5,000	NIL
	Overall Ceiling as per the Act	Rs. 1,00,000 per meeting.	

**C. Remuneration To Key Managerial Personnel Other Than MD/MANAGER/WTD**

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	*CFO	Total
1	Gross salary		1,44,000		1,44,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission - as % of profit others, specify...				
5	Others, please specify - P.T.	-	2400	-	2400
	<b>Total</b>		<b>1,41,600</b>		<b>1,41,600</b>

\* The Company is paying remuneration to Mrs. Riddhiben R. Patel as a Joint Managing Director only.

**VII. \*PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment	Authority [RD/NCLT/COURT] / Compounding fees imposed	Appeal made if any (give Details)
<b>A. COMPANY</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. DIRECTORS</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of the Board  
For, Parshwanath Corporation Limited

Sd/-  
Mr. Rushabh N. Patel  
Chairman & Managing Director  
DIN : 00047374

Sd/-  
Mrs. Riddhiben R. Patel  
Joint Managing Director  
DIN : 00047238

Date : 28.05.2019  
Place : Ahmedabad

**ANNEXURE-IV**  
Form No. MR-3  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED on 31/03/2019**  
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the  
Companies (Appointment and Remuneration Personnel) Rules, 2014]  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED on 31/03/2019**

To,  
The Members,  
**Parshwanath Corporation Limited**  
Ahmedabad

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Parshwanath Corporation Limited** (hereinafter referred as the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **Parshwanath Corporation Limited** books, papers, minute books, forms and return filed and other records maintained by the Company and also the information provided by the Company, its Officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31/03/2019 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, minutes' books, forms and returns filed and other records maintained by **Parshwanath Corporation Limited** for the financial year ending on 31/03/2019 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) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **THERE ARE NO EVENTS OCCURRED DURING THE PERIOD WHICH ATTRACTS PROVISIONS OF THESE REGULATIONS, NOT APPLICABLE TO THE COMPANY DURING THE AUDIT PERIOD**
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;;- **THERE ARE NO EVENTS OCCURRED DURING THE PERIOD WHICH ATTRACTS PROVISIONS OF THESE REGULATIONS, NOT APPLICABLE TO THE COMPANY DURING THE AUDIT PERIOD**
  - (c) The Securities Exchange board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009: **THERE ARE NO EVENTS OCCURRED DURING THE PERIOD WHICH ATTRACTS PROVISIONS OF THESE REGULATIONS, 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;; **THERE ARE NO EVENTS OCCURRED DURING THE PERIOD WHICH ATTRACTS PROVISIONS OF THESE REGULATIONS, NOT APPLICABLE TO THE COMPANY DURING THE AUDIT PERIOD**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;; **THERE ARE NO EVENTS OCCURRED DURING THE PERIOD WHICH ATTRACTS PROVISIONS OF THESE REGULATIONS, NOT APPLICABLE TO THE COMPANY DURING THE AUDIT PERIOD**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **THERE ARE NO EVENTS OCCURRED DURING THE PERIOD WHICH ATTRACTS PROVISIONS OF THESE REGULATIONS, NOT APPLICABLE TO THE COMPANY DURING THE AUDIT PERIOD**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **THERE ARE NO EVENTS OCCURRED DURING THE PERIOD WHICH ATTRACTS PROVISIONS OF THESE REGULATIONS, NOT APPLICABLE TO THE COMPANY DURING THE AUDIT PERIOD**

(vi) The Board of the directors of the company has not determined any laws specifically applicable to the company, hence no reporting is provided in this regards.

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

- Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI);
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

- The company has not re-appointed/ appointed its Independent director as per section 149 (10) of the companies Act, 2013. Further, There is continuous leave of absence of Mr. Navinchandra Patel and hence the Nomination and remuneration committee of the company is imbalance.
- In pursuance to the Regulation 31(2) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with the SEBI Circular CIR/CFD/CMD/13/2015 dated November 30, 2015, 100% of the promoters' shareholding and 50% of the non – promoter shareholding, are not being held in dematerialized form.

**Further, the following are observation:**

*There was a sudden and sad demise of Mr. Navnitbhai C. Patel on 3<sup>rd</sup> December, 2018 who was chairman cum director of the company holding 10,85,206 in the capacity of promoter. However, the shares of Mr. Navnitbhai C. Patel is under process of transmission, as per the information provided by the management.*

**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 the statutory financial audit and other designated professionals.

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and on shorter notice after following the necessary compliance of Sec 173 of the Act, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

**For, K. A. Shukla & Associates**  
**Practicing Company Secretaries**

**SD/-**  
**Kajal Shukla**  
**Proprietor**  
**FCS : 8042**  
**CP : 826**

**Place : Ahmedabad**  
**Date : 28/05/2019**

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



**Annexure-A of the Secretarial Audit Report**

To,  
The Members,  
Parshwanath Corporation Limited  
Ahmedabad

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records and devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively is the responsibility of management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. We believe that audit evidence and information obtain from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
5. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
6. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.

The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For, K. A. Shukla & Associates  
Practicing Company Secretaries

SD/-  
Kajal Shukla  
Proprietor  
FCS: 8042  
CP: 8267

Place : Ahmedabad  
Date : 28/05/2019

**Certificate under Regulation 34(3) of SEBI Listing Regulations**

Based on my scrutiny of the records, documents and information provided by **Parshwanath Corporation Limited CIN L45201GJ1985PLC008361** having its Registered Office at 50, 3rd Floor, Harisiddha Chambers, Nr. Income Tax Circle, Ashram Road, Ahmedabad-380014., for verification and disclosures and declarations given by the Directors to the company under applicable statues and also based on the verification of facts regarding the Board of Directors of the company, available in the public domain, I, hereby certify that the none of the Directors on the Board of the company have been debarred or disqualified from being appointed or continuing as Directors of companies either by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any such statutory authority.

For, K. A. Shukla & Associates  
Practicing Company Secretaries

SD/-  
Kajal Shukla  
Proprietor  
FCS: 8042  
CP: 8267

Place : Ahmedabad  
Date : 28/05/2019

ANNEXURE-V

## MANAGEMENT DISCUSSION ANALYSIS REPORT

### GLOBAL OVERVIEW:

The Indian Construction Industry valued at \$126 billion and employing around 44 million people, accounts for approx. 11% of the country's GDP. The construction industry ranks third in terms of direct, indirect and induced effects in all sectors of the economy. Thus, it plays a pivotal role in the economic growth of the nation. Global construction industry looks good with opportunities in residential, non-residential, and infrastructure. The global construction industry is expected to reach an estimated \$10.5 trillion by 2023, and it is forecast to grow at a CAGR of 15.7% to reach \$ 738.5bn by 2022. The major drivers for the growth of this market are increasing housing starts and rising infrastructure due to increasing urbanization and growing population.

Emerging trends which have a direct impact on the dynamics of the construction industry include increasing demand for green construction to reduce carbon footprint, bridge lock-up device systems to enhance the life of structures, building information systems for efficient building management, and the use of fiber-reinforced polymer composites for the rehabilitation of aging structures.

### COMPANIES OUTLOOK:

Parshwanath Corporation Limited is engaged in the business of Construction and development of housing projects in India. In current situation Company do not envisage any business in the near Future.

### PERFORMANCE OVERVIEW:

Parshwanath Corporation Limited is engaged in the business of Construction and development of housing projects in India. As per the current market scenario, directors don't found any good opportunity in new projects which is beneficial to the company.

### SEGMENT WISE PERFORMANCE

Currently, the Segment wise report is not applicable to the company as the company has not multiple segments.

### STRENGTH AND WEAKNESS:

The company has strong promoter background with rich experience in the segment. Board of Directors of the company is well qualified in the specified field. Composition of Board consists of Executive Directors and Non-executive independent Directors adding value to the company. The Company has an extremely cost conscious culture that has resulted in multiple cost management, thus company is trying to cope up with inflationary pressure. The Company has extremely favorable organizational Culture. The Company has not borrowed money from the market since last two year and working with owned funds thus The company has limited fund to meet the challenges of the markets and to overcome the weakness company has define the strategies to meet the fund requirement.

### OPPORTUNITIES AND THREATS:

As the business of the company had been stopped from last few years, the management is not searching any opportunities to restart any operation right now. Considering the present condition of the Company there is no threats to the company.

### RISK AND CONCERN:

Your Company considers that risk is an integral part of its business and therefore, it takes proper steps to manage all risks in a proactive and efficient manner. The Company management periodically assesses risks in the internal and external environment and incorporates suitable risk treatment processes in its strategy, and business and operating plans. The details of practices being followed by the Company in this regard, forms part of the Corporate Governance Report. There are no risks which, in the opinion of the Board, threaten the very existence of your Company. However, some of the challenges faced by it have been dealt with under Management Discussion and Analysis which forms part of this Report.

This Report contains forward-looking statements that involve risks and uncertainties. When used in this Report, the words 'anticipate', 'believe', 'estimate', 'expect', 'intend', 'will' and other similar expressions as they relate to the Company and/or its businesses are intended to identify such forward-looking statements. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of their dates. This Report should be read in conjunction with the financial statements included herein and the notes thereto.

**MANAGEMENT CONTROL, INTERNAL CONTROL AND INTERNAL AUDIT SYSTEM AND THEIR ADEQUACY:**

The company has put in place strong internal control system and best in class processes commensurate with its size and scale of operations.

A well-established multidisciplinary management Audit & Assurance services consists of professionally qualified accountants who carries out extensive audit throughout the year, across all functional area and submits its reports to management and audit committee about the compliance with internal controls and efficiency and effectiveness of operation and key processes and risks.

Some key features of the company's internal control system are:

- Adequate documentation of policies & guidelines.
- Preparation & monitoring of annual budget for all functions
- Management audit department prepares risk based internal audit scope with the frequency of audit being decided by risk ratings of areas/functions. Risk based scope is mutually accepted by various functional heads/process owners.
- The company has strong compliance Management System which runs on an online monitoring system.
- Company has well defined delegation of power with authority limits for approving revenue & cape expenditure.
- Apart from having all policies, procedures and internal audit mechanism in place, company periodically engages outside experts to carry out and independent review of the effectiveness of various business processes.
- Internal audit is carried out in accordance with auditing standards to review design effectiveness of internal control system & procedures to manage risks, operation of monitoring control compliance with relevant policies & procedure and recommend improvement in processes and procedure.
- The audit committee of the board of directors regularly reviews the adequacy & effectiveness of internal audit environment and monitor implementation of internal audit recommendations including those relating to strengthen of company's risk management policies & systems.

**HUMAN RESOURCE DEVELOPMENT**

Human resource department is instrumental in building employees capabilities through structured talented acquisition and its development through technical and need based training. The company enjoys harmonious employee relations and hired employee during the year which have been built over the years by taking various HR initiatives to enhance the employee morale.

**FINANCIAL PERFORMANCE WITH RESPECT TO OPERATION PERFORMANCE:**

1. The total Revenue of the Company for the year ended on 31st March, 2019 is Rs. 125.44 Lakhs out of which revenue from operational income is Rs. 64.68 Lakhs as compared to the revenue of the company in previous year of Rs. 30.71 Lakhs.
2. The Net profit (loss) of the Company during the previous year was Rs. (3.31) Lakhs /-. However, during the current year, Company has incurred a (loss )/ profit of Rs. 45.93 lakhs/-. The Directors are trying to achieve higher profit in the upcoming year.
3. Price earning per shares as on 31/03/2019 is INR 1.47/- on face value of INR 10/- each.

**DETAILS OF SIGNIFICANT CHANGES:**

PARTICULARS	FY ENDED 31 <sup>ST</sup> MARCH, 2019	FY ENDED 31 <sup>ST</sup> MARCH, 2018	CHANGES BETWEEN CURRENT FY & PREVIOUS FY	EXPLANATION
Current ratio	184.70	80.10	104.6%	Due to decrease in the total current liabilities of the company.

**ACCOUNTING TREATMENT:**

The company has not made any changes in the Accounting treatments during the year. Further as per the Information provided by the company in the previous Annual Report, the company has adopted Ind-As with effect from 01/04/2017.

### **INTERNAL CONTROLS**

Your Company has a well-established internal control system, which is commensurate with the size and nature of its business. The Company strives to maintain a dynamic system of internal controls and procedures including internal control over financial reporting designed to ensure reliable financial record keeping, transparent financial reporting and disclosures. The management duly considers and takes appropriate action on the recommendations made by the statutory auditors, internal auditors and the independent Audit Committee of the Board of Directors.

### **ESTABLISHMENT OF INTERNAL MANAGEMENT INFORMATION SYSTEMS:**

Any problems requiring policy decisions are being intimated to Audit Committee for redressed or amendments in the policy and procedure. The progress reports are being regularly on monthly basis intimated to the Audit committee through the Financial Officers of the company who in turn put the same to Audit Committee.

### **INFORMATION SYSTEM BETWEEN COMMITTEE AND THE BOARD:**

Both Audit committee and Stakeholder Relationship Committees receive periodical regular information from the concerned function heads, and after resolution of all the problems re-communicate the same to functional heads for further communications and implementation of any suggestions. The progress report and minutes of all meetings held of both the committees are being placed before the Board for information and taking the same on records.

### **INFORMATION SYSTEM BETWEEN THE COMPANY AND INVESTORS:**

The Company is taking on record the unaudited financial results on quarterly basis as per requirements Regulation 33 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 and the same are published in English and Gujarati Newspapers in time. The Audited Financial Balance Sheet is being dispatched to every shareholder in time at their registered addresses in Compliance with the Companies Act, 2013.

### **CAUTIONARY STATEMENT:**

Statements in this Management Discussion and Analysis describing the company's objectives, projections, estimates and expectations may be forward looking statement within the meaning of applicable laws and regulations. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events.

**For and on behalf of the Board  
For, Parshwanath Corporation Limited**

**Date : 28.05.2019  
Place : Ahmedabad**

**Sd/-  
Mr. Rushabh N. Patel  
Chairman & Managing Director  
DIN : 00047374**

**Sd/-  
Mrs. Riddhiben R. Patel  
Joint Managing Director  
DIN : 00047238**

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF PARSHWANATH CORPORATION LIMITED

#### Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of **PARSHWANATH CORPORATION LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (hereinafter referred to as "the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (hereinafter referred to as "Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (hereinafter referred to as "SAs"). 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 (hereinafter referred to as "ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

#### Key Audit Matter

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

Sr. No.	Key Audit Matter	Auditor's Response
1	Evaluation of uncertain tax positions The Company has material tax matters which are under dispute and which requires significant judgement to determine the possible outcome of these disputes.	Principal audit procedure: Obtained status of tax assessments and disputed tax demands till March 31, 2019 from management. We have considered legal precedence and other rulings in evaluating management's position on these disputed tax matters.

#### 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 Board's Report including Annexures to Board's Report and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

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

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

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

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

#### **Other Matter**

The financial statements of the Company for the year ended March 31, 2018, were audited by predecessor auditor whose report dated May 30, 2018 expressed an unmodified opinion on those Financial Statements.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure – A**", a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements – Refer Note 19 to the Ind AS financial statements;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund the by the Company.

**For, S G D G & Associates LLP**  
**Chartered Accountants**  
**ICAI Firm Registration No. W100188**

**Sd/-**

**Devansh Gandhi**  
**Partner**

**Membership No. 129255**

**Place : Ahmedabad**

**Date : May 28, 2019**

**ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT**

The Annexure referred to in Independent Auditor's Report on the Ind AS financial statements for the year ended 31 March 2019, we report that:

1. **In respect of fixed assets:**
  - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b. The fixed assets have been physically verified by the management once in a year which we consider reasonable having regard to the size of the Company and nature of its assets. According to the information and explanations given to us, no discrepancies were noticed on such verification.

- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company does not have immovable properties, thus para 3 (i) (c) of the order is not applicable to the Company.

**2. In respect of Inventories:**

Inventories include site related expenses of project and company does not have any physical inventories. Accordingly, reporting under paragraph 3(ii) of the Order is not required for the year under audit.

**3. In respect of loans granted to parties covered in the register maintained u/s 189 of the Act:**

The Company has not granted any loans, secured or unsecured, to companies, firms, limited liabilities partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3 (iii) [(a) to (c)] of the said Order are not applicable to the Company.

**4. In respect of compliance of section 185 and 186 of the Act:**

In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.

**5. In respect of deposits:**

The Company has not accepted any deposits.

**6. In respect of maintenance of cost records:**

The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.

**7. In respect of statutory dues:**

- a. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including provident fund, income tax, goods and service tax, cess and other material statutory dues, as applicable, with appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of customs.
- b. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, no undisputed amounts payable as applicable were in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.
- c. According to the information and explanations given to us and the records of the Company examined by us, there are no dues of provident fund, goods and service tax and cess which have not been deposited on account of any dispute. The particulars of dues of income tax as at March 31, 2019 which have not been deposited on account of a dispute are as follows:

Name of Statute	Nature of dues	Forum where the dispute is pending	Period to which the amount relates F.Y.	Rs. in lakhs
Income Tax Act, 1961	Income Tax	CIT	2011 – 12	53.23

**8. In respect of dues to financial institutions / banks / debentures:**

The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.

**9. In respect of money raised by way of public offer and application of term loan:**

The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and no fresh term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

**10. In respect of fraud:**

According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

**11. In respect of managerial remuneration in accordance with Section 197 of the Act:**

According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

**12. In respect of Nidhi company:**

In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.



**13. In respect of transactions with related parties in compliance of section 177 and 188 of the Act and its disclosures:**

According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

**14. In respect of preferential allotment or private placement of shares or debentures:**

According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

**15. In respect of non-cash transactions with directors or persons:**

According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

**16. In respect of company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934:**

The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For, S G D G & Associates LLP  
Chartered Accountants  
ICAI Firm Registration No. W100188  
Sd/-

Devansh Gandhi  
Partner

Membership No. 129255

Place : Ahmedabad

Date : May 28, 2019

## ANNEXURE – B TO THE INDEPENDENT AUDITOR’S REPORT

The Annexure referred to in Independent Auditor’s Report on the Ind AS financial statements for the year ended March 31, 2019, we report that:

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

We have audited the internal financial controls over financial reporting of **Parshwanath Corporation Limited** (“the Company”) as of March 31, 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

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

**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 prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

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

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

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

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For, S G D G & Associates LLP**  
**Chartered Accountants**  
**ICAI Firm Registration No. W100188**  
**Sd/-**  
**Devansh Gandhi**  
**Partner**  
**Membership No. 129255**

**Place : Ahmedabad**  
**Date : May 28, 2019**

**Balance Sheet As At March 31, 2019**

(Rs. In lakhs)

Particulars	Note No.	As at	
		March 31, 2019	March 31, 2018
<b>A ASSETS</b>			
<b>I Non current assets</b>			
a Property, plant and equipments	5	13.72	23.54
b Financial assets			
(i) Loans	6A	-	-
(ii) Other financial assets	7	5.35	5.03
c Other non - current assets	9A	43.53	40.87
		<b>62.60</b>	<b>69.43</b>
<b>II Current assets</b>			
a Inventories	9	11.26	9.11
b Financial assets			
(i) Investments	10	0.37	0.74
(ii) Trade receivables	11	-	2.02
(iii) Cash and cash equivalents	12	830.82	770.12
(iv) Loans	6B	0.20	5.20
c Current tax asset (net)	32	28.98	34.54
d Other current assets	9B	0.34	2.70
		<b>871.97</b>	<b>824.43</b>
<b>Total</b>		<b>934.57</b>	<b>893.87</b>
<b>B EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
a Equity share capital	13	313.18	313.18
b Other equity		614.77	568.78
		<b>927.95</b>	<b>881.97</b>
<b>Liabilities</b>			
<b>I Non current liabilities</b>			
a Provisions	14	1.89	1.61
		<b>1.89</b>	<b>1.61</b>
<b>II Current liabilities</b>			
a Financial liabilities			
(i) Borrowings	15	-	1.00
(ii) Trade payables	16		
(a) total outstanding dues of micro enterprises and small enterprises			
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		4.12	6.47
(iii) Other financial liabilities	17	-	2.12
b Other current liabilities	18	0.60	0.70
		<b>4.72</b>	<b>10.29</b>
<b>Total</b>		<b>934.57</b>	<b>893.87</b>

The accompanying notes form an integral part of financial statements.

As per our audit report of even date attached

For, S G D G & Associates LLP  
Chartered Accountants  
ICAI Firm Registration No.: W100188

For and on behalf of the Board of Directors  
For, Parshwanath Corporation Limited  
Sd/-  
Rushabh N. Patel  
Managing Director  
(DIN : 00047374)

Sd/-  
Devansh Gandhi  
Partner  
Membership No. : 129255

Sd/-  
Riddhiben R. Patel  
Jt. Managing Director & CFO  
(DIN : 00047238)

Sd/-  
Hetanshi H. Shah  
Company Secretary

Place : Ahmedabad  
Date : May 28, 2019

Place : Ahmedabad  
Date : May 28, 2019

**Statement of Profit and Loss for the Year Ended March 31, 2019**

(Rs. In lakhs)

Particulars	Note No.	For the Year Ended March 31,	
		2019	2018
<b>I Revenue from operations</b>	<b>20</b>	64.68	30.71
<b>II Other income</b>	<b>21</b>	60.77	54.93
<b>III Total Revenue (I + II)</b>		<b>125.45</b>	<b>85.64</b>
<b>IV Expenses</b>			
Project expenses	<b>22</b>	2.15	8.42
Changes in inventories of finished goods, work-in-progress and stock-in-trade	<b>23</b>	(2.15)	(8.42)
Employee benefit expenses	<b>24</b>	25.38	22.08
Depreciation	<b>5</b>	9.53	10.37
Other expenses	<b>25</b>	42.68	60.80
<b>Total expenses</b>		<b>77.59</b>	<b>93.25</b>
<b>V Profit/(loss) before exceptional items and tax (III-IV)</b>		<b>47.86</b>	<b>(7.61)</b>
<b>VI Exceptional items</b>		9.37	4.44
<b>VII Profit/(Loss) before tax (V+VI)</b>		<b>57.23</b>	<b>(3.17)</b>
<b>VIII Tax expenses</b>			
Current tax		11.30	
Adjustment of Income tax of earlier years		-	0.13
		<b>11.30</b>	<b>0.13</b>
<b>IX Profit / (Loss) for the year</b>		<b>45.93</b>	<b>(3.31)</b>
<b>X Other comprehensive income</b>			
<b>A</b> (i) Items that will not be reclassified to profit or loss			
Remeasurement of defined employee benefit plans		0.06	0.09
(ii) Income tax on items that will not be reclassified subsequently to statement of profit and loss		-	-
<b>B</b> (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax on items that will be reclassified subsequently to statement of profit and loss		-	-
<b>XI Total comprehensive income for the period (IX + X)</b>		<b>45.99</b>	<b>(3.22)</b>
<b>XII Earning per share</b>			
Basic	<b>28</b>	1.47	(0.11)
Diluted		1.47	(0.11)

The accompanying notes form an integral part of financial statements.

As per our audit report of even date attached

For, S G D G & Associates LLP  
Chartered Accountants  
ICAI Firm Registration No.: W100188

For and on behalf of the Board of Directors  
For, Parshwanath Corporation Limited  
Sd/-  
Rushabh N. Patel  
Managing Director  
(DIN : 00047374)

Sd/-  
Devansh Gandhi  
Partner  
Membership No. : 129255

Sd/-  
Riddhiben R. Patel  
Jt. Managing Director & CFO  
(DIN : 00047238)

Sd/-  
Hetanshi H. Shah  
Company Secretary

Place : Ahmedabad  
Date : May 28, 2019

Place : Ahmedabad  
Date : May 28, 2019

**CASH FLOW STATEMENT FOR THE YEAR ENDED 2018 - 19**

(Rs. In lakhs)

Particulars	2018-19	2017-18
<b>(A) Cash flow from Operating Activities:</b>		
Net Profit / (loss) Before Tax	57.23	(3.17)
<b>Adjustments:</b>		
Depreciation	9.53	10.37
Provision for Bad debts	2.02	-
Net loss on investments carried at FVTPL	0.37	0.16
Profit on Sale of Property, plant and equipments	(0.71)	-
Interest on Income Tax Refund	(0.23)	-
Interest Income	(56.88)	(54.80)
<b>Operating profit before working capital changes</b>	<b>11.33</b>	<b>(47.45)</b>
<b>Adjusted for:</b>		
Inventories	(2.15)	(8.42)
Trade payables, Other liabilities & provisions	(2.10)	1.50
Trade receivables	-	1.02
Other financial asset	(0.31)	(0.33)
Other financial liabilities	(2.12)	1.99
Other Current / non-current Assets	(0.31)	0.23
	<b>(7.00)</b>	<b>(4.00)</b>
<b>Cash Generated from operations</b>	<b>4.33</b>	<b>(51.45)</b>
<b>Direct taxes paid</b>	<b>(5.51)</b>	<b>(18.91)</b>
<b>Net Cash Flow From Operating activities</b>	<b>(1.19)</b>	<b>(70.36)</b>
<b>(B) Cash flow from Investing Activities:</b>		
Interest Income	56.88	54.80
Sale of Property, Plant & Equipment	1.00	-
Receipt of capital balance from retired partnership firm shown under loans	5.00	-
<b>Net Cash Flow From Investing activities</b>	<b>62.88</b>	<b>54.80</b>
<b>(C) Cash flow from Financing Activities:</b>		
Short term borrowing (net)	(1.00)	1.00
<b>Net Cash Flow From Financing activities</b>	<b>(1.00)</b>	<b>1.00</b>
<b>Net Increase / (decrease) in Cash &amp; Cash Equivalents</b>	<b>60.70</b>	<b>(14.56)</b>
<b>Cash &amp; Cash Equivalents at the beginning of the year</b>	<b>770.12</b>	<b>784.68</b>
<b>Cash &amp; Cash Equivalents at the close of the year</b>	<b>830.82</b>	<b>770.12</b>
The accompanying notes form an integral part of financial statements.		

As per our audit report of even date attached

For, S G D G & Associates LLP  
 Chartered Accountants  
 ICAI Firm Registration No.: W100188

For and on behalf of the Board of Directors  
 For, Parshwanath Corporation Limited  
 Sd/-  
 Rushabh N. Patel  
 Managing Director  
 (DIN : 00047374)

Sd/-  
 Devansh Gandhi  
 Partner  
 Membership No. : 129255

Sd/-  
 Riddhiben R. Patel  
 Jt. Managing Director & CFO  
 (DIN : 00047238)

Sd/-  
 Hetanshi H. Shah  
 Company Secretary

Place : Ahmedabad  
 Date : May 28, 2019

Place : Ahmedabad  
 Date : May 28, 2019

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019**

**A Equity Share Capital (Rs. In lakhs)**

Particulars	As at	
	March 31, 2019	March 31, 2018
Balance at the beginning of the reporting period	313.18	313.18
Changes during the year	-	-
Balance at the reporting period	313.18	313.18

**B Other Equity (Rs. In lakhs)**

Particulars	Reserves and Surplus			Total
	Capital Reserve	Securities Premium	Retained Earnings	
<b>Balance as at April 01, 2018</b>	1.84	1.82	565.13	568.78
<b>Profit for the year</b>	-	-	45.93	45.93
<b>Items of the OCI for the year, net of tax</b>				
Remeasurement benefit of defined benefit plans	-	-	0.06	0.06
<b>Balance as at March 31, 2019</b>	<b>1.84</b>	<b>1.82</b>	<b>611.12</b>	<b>614.77</b>
<b>Balance as at April 01, 2017</b>	1.84	1.82	568.35	572.00
<b>Loss for the year</b>	-	-	(3.31)	(3.31)
<b>Items of the OCI for the year, net of tax</b>				
Remeasurement benefit of defined benefit plans	-	-	0.09	0.09
<b>Balance as at March 31, 2018</b>	<b>1.84</b>	<b>1.82</b>	<b>565.13</b>	<b>568.78</b>

**Nature and purpose of reserve**

**a Capital reserve**

The Company recognises profit and loss on purchase, sale, issue or cancellation of the Group's own equity instruments to capital reserve.

**b Securities premium**

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of section 52 of the Companies Act, 2013.

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

As per our audit report of even date attached

For, S G D G & Associates LLP  
Chartered Accountants  
ICAI Firm Registration No.: W100188

For and on behalf of the Board of Directors  
For, Parshwanath Corporation Limited  
Sd/-  
Rushabh N. Patel  
Managing Director  
(DIN : 00047374)

Sd/-  
Devansh Gandhi  
Partner  
Membership No. : 129255

Sd/-  
Riddhiben R. Patel  
Jt. Managing Director & CFO  
(DIN : 00047238)

Sd/-  
Hetanshi H. Shah  
Company Secretary

Place : Ahmedabad  
Date : May 28, 2019

Place : Ahmedabad  
Date : May 28, 2019

## NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

### 1 Company overview

Parshwanath Corporation Limited (the 'Company') is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act with its registered office located at 50, Harsiddh Chambers, Ashram Road, Ahmedabad - 380 012. The Company is listed on the Bombay Stock Exchange (BSE).

The Company is engaged in the business of Construction and Development of housing projects.

The financial statements are approved for issue by the Company's Board of Directors on May 28, 2019

### 2 Basis of preparation

#### 2.1 Statement of compliance

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

#### 2.2 Basis of measurement

The Financial Statements have been prepared on the historical cost basis except certain financial assets and liabilities which are measured at fair values.

#### 2.3 Functional and presentation currency

Indian rupee is the functional and presentation currency.

#### 2.4 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions.

These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements are:

- Useful lives of Property, plant and equipment
- Valuation of financial instruments
- Provisions and contingencies
- Income tax
- Measurement of defined employee benefit obligations

### 3 Significant accounting policies

#### 3.1 Revenue recognition

##### 3.1.1 Revenue from operation

The company earns revenue from construction and development of housing project business.

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The Company has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The standard is applied retrospectively only to contracts that are not completed as at the date of initial application and the comparative information in the statement of profit and loss is not restated – i.e. the comparative information continues to be reported under Ind AS 18 and Ind AS 11. Refer note 3.1 – Significant accounting policies – Revenue recognition in the Annual report of the Company for the year ended March 31, 2018, for the revenue recognition policy as per Ind AS 18 and Ind AS 11. The impact of the adoption of the standard on the financial statements of the Company is insignificant.

The company earns revenue from recovery of interest and principal amount of bad loans. Interest income is recognised as per Effective Interest Rate Method.

##### 3.1.2 Other income

Gain or loss on sale of financial assets

Gain or Loss on derecognition of financial asset is determined as the difference between the sale price (net of selling costs) and carrying value of financial asset.

All other incomes are recognised and accounted for on accrual basis.

### 3.2 Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

The cost comprises the purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably.

All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Depreciation on Property, plant and equipment is calculated on straight line basis and as per the useful life prescribed under Schedule II to the Companies Act, 2013.

In respect of Property, plant and equipment purchased during the year, depreciation is provided on a pro-rata basis from the date on which such asset is ready to use.

The residual value, useful life and method of depreciation of Property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### 3.3 Financial instruments

#### 3.3.1 Initial recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities are recognized at fair value on initial recognition.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to or deducted from the fair value of financial assets or financial liabilities on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

#### 3.3.2 Subsequent measurement

##### a Non-derivative financial instruments

###### i Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

###### ii Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

###### iii Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently measured at fair valued through profit or loss. Fair value changes are recognised as other income in the Statement of Profit or Loss.

###### iv Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method.

##### b Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of equity instruments are recognised as a deduction from equity instrument net of any tax effects.



### 3.3.3 Derecognition

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability is derecognized when obligation specified in the contract is discharged or cancelled or expires.

### 3.3.4 Off-setting

Financial assets and liabilities are offset and the net amount is presented in the balance sheet when the company currently has a legally enforceable right to offset the recognised amount and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

### 3.4 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either:

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefit by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy. The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 – inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – inputs are other than quoted prices included within level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived prices)

Level 3 – inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

### 3.5 Income tax

Income tax expense comprises current tax and deferred tax.

#### 3.5.1 Current Tax

Current tax is recognised in profit or loss, except when it relates to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity, respectively.

Current tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Current tax assets and current tax liabilities are offset, where company has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

#### 3.5.2 Deferred Tax

Deferred tax is recognised in profit or loss, except when it relates to items that are recognised in other comprehensive income or directly in equity, in which case, the deferred tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax liabilities are recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from initial recognition of goodwill; or initial recognition of an asset or liability in a transaction which is not a business combination and at the time of transaction, affects neither accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax losses and carry forward of unused tax credits to the extent that it is probable that taxable profit will be available against which those temporary differences, losses and tax credit can be utilized, except when deferred tax asset on deductible temporary differences arise from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit or loss.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the tax rules and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset, where company has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

### **3.6 Impairment**

#### **3.6.1 Financial assets**

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL.

For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The impairment loss allowance (or reversal) recognised during the period is recognised as income / expense in the statement of profit and loss.

#### **3.6.2 Non-financial assets**

##### **Tangible**

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists the company estimates the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The impairment loss is recognised in the statement of profit and loss.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

### **3.7 Employee Benefits**

Short term employee benefits for salary and wages that are expected to be settled wholly within 12 months after the end of the reporting period in which employees render the related service are recognized as an expense in the statement of profit and loss.

The company operates one defined benefit plan for its employees, viz., gratuity plan. The costs of providing benefits under the plan are determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out using the projected unit credit method made at the end of each reporting date. Re-measurement of the net defined benefit liability (asset) comprise of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (asset) and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability / (asset)). Re-measurement are recognised in other comprehensive income and will not be reclassified to profit or loss in a subsequent period.

### **3.8 Provisions**

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

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects current market assessments of the time value of money and 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 cost.

Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

### **3.9 Contingent Liability**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

### **3.10 Contingent Asset**

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company. The company does not recognize a contingent asset but discloses its existence in the financial statements.

### **3.11 Cash and cash equivalent**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank (including demand deposits) and in hand and short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

### **3.12 Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

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

### **3.13 Inventories**

Inventories are valued at lower of cost and net realizable value. Cost of materials is determined on first-in-first-out basis. Net realizable value is the estimated selling price less estimated cost necessary to make the sale.

### **3.14 Segment Reporting**

An operating segment is component of the company that engages in the business activity from which the company earns revenues and incurs expenses, for which discrete financial information is available and whose operating results are regularly reviewed by the chief operating decision maker, in deciding about resources to be allocated to the segment and assess its performance. The company's chief operating decision maker is the Managing Director.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as un-allocable.

Revenue and expenses directly attributable to segments are reported under each reportable segment. All other expenses which are not attributable or allocable to segments have been disclosed as un-allocable expenses.

The company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the company as a whole.

### **3.15 Cash Flow Statement**

Cash flows are reported using indirect method whereby profit for the period is adjusted for the effects of the transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts and payments and items of income or expenses associated with investing and financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

### **3.16 Events after reporting date**

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

## **4 Recent accounting pronouncements issued but not yet effective**

Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new Ind AS and amendments to Ind ASs which the Company has not applied as they are effective from April 1, 2019:

### **4.1 Ind AS – 116**

Ind AS – 116 will replace the existing leases standard, Ind AS – 17 Leases. Ind AS – 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lessee accounting model for lessees. A lessee recognises right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The

standard also contains enhanced disclosure requirements for lessees. Ind AS – 116 substantially carries forward the lessor accounting requirements in Ind AS – 17.

The effective date for adoption of Ind AS – 116 is annual periods beginning on or after April 01, 2019. The standard permits two possible methods of transition:

- Full retrospective approach – Retrospectively, to each prior period presented applying the Ind AS – 8 “Accounting Policies, Changes in Accounting Estimates and Errors”
- Modified retrospective approach – Retrospectively, with the cumulative effect of initially applying the Ind AS recognised at the date of initial application.

The Company will apply the standard to its leases, retrospectively, with the cumulative effect of initially applying the Ind AS, recognised on the date of initial application (April 1, 2019). Accordingly, the Company will not restate comparative information, instead, the cumulative effect of initially applying this Ind AS will be recognised as an adjustment to the opening balance of retained earnings as on April 1, 2019. On that date, the Company will recognise a lease liability measured at the present value of the remaining lease payments. The right-of-use asset is recognised at its carrying amount as if the Ind AS had been applied since the commencement date, but discounted using the lessee’s incremental borrowing rate as at April 1, 2019. In accordance with the standard, the Company will elect not to apply the requirements of Ind AS – 116 to short-term leases and leases for which the underlying asset is of low value.

On transition, the Company will be using the practical expedient provided the Ind AS and therefore, will not reassess whether a contract, is or contains a lease, at the date of initial application.

With effect from April 01, 2019, the Company will recognise new assets and liabilities for its operating leases of assets. The nature of expenses related to those leases will change from lease rent in previous periods to a) amortization charge for the right-to-use asset, and b) interest accrued on lease liability.

Previously, the Company recognised operating lease expense on a straight line basis over the term of the lease, and recognised assets and liabilities only to the extent that there was a timing difference between actual lease payments and the expense recognised.

**The company does not have any impact of Ind AS – 116 on the financial statements.**

**Ind AS – 12 Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)**

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Group does not expect any impact from this pronouncement. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend, in accordance with Ind AS – 12.

The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS – 12. According to the Appendix, the Company need to determine the probability of the relevant tax authority accepting each tax treatment, that the company has used or plan to use in its income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates.

The Ind AS permits two possible methods of transition:

- Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind As – 8 “Accounting Policies, Changes in Accounting Estimates and Errors” without using hindsight
- Modified retrospective approach – Retrospectively with cumulative effect of initially applying Appendix C recognised by adjusting opening balance of retained earnings

The Company is in the process of evaluating the impact of Ind AS – 12 Appendix C on the financial statements.

**Ind AS 19 – Plan Amendment, Curtailment or Settlement**

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the re-measurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The company does not expect this amendment to have any significant impact on its financial statements.



**5 Property, plant and equipments**

**5.1 Property, plant and equipments consist of:**

(Rs. In lakhs)

No.	Description	Computer Equipments	Vehicles	Office Equipment	Total
<b>a</b>	<b>Gross Block</b>				
	Balance as at April 01, 2017	0.37	43.85	0.05	44.27
	Additions	-	-	-	-
	Deductions	-	-	-	-
	Balance as at April 01, 2018	0.37	43.85	0.05	44.27
	Additions	-	-	-	-
	Deductions	-	1.96	-	1.96
	Balance as at March 31, 2019	0.37	41.89	0.05	42.32
<b>b</b>	<b>Accumulated Depreciation</b>				
	Balance as at April 01, 2017	-	10.37	-	10.37
	Additions	-	10.37	-	10.37
	Deductions	-	-	-	-
	Balance as at April 01, 2018	-	20.74	-	20.74
	Additions	-	9.53	-	9.53
	Deductions	-	1.67	-	1.67
	Balance as at March 31, 2019	-	28.60	-	28.60
<b>c</b>	<b>Net Block</b>				
	Balance as at March 31, 2017	0.37	33.48	0.05	33.90
	Balance as at March 31, 2018	0.37	23.11	0.05	23.54
	Balance as at March 31, 2019	0.37	13.29	0.05	13.72

**6.2** Company has elected to measure all its property, plant and equipments at the previous GAAP carrying amount i.e. March 31, 2016 as its deemed cost on the date of transition i.e. April 01, 2016

Particulars	As at	
	March 31, 2019	March 31, 2018
<b>6 Loans</b>		
<b>6A Non - current</b>		
Residential Housing Loans (Secured, considered credit impaired)	108.81	118.17
Less : Provision due to credit impaired	(108.81)	(118.17)
	<u>-</u>	<u>-</u>
<b>6B Current</b>		
<b>Unsecured, considered good</b>		
Loan to employees	0.18	0.18
Loan to others	0.02	5.02
	<u>0.20</u>	<u>05.20</u>
<b>Total Loans (7A + 7B)</b>	<u>0.20</u>	<u>5.20</u>
<b>7 Other Financial Assets</b>		
Bank Fixed Deposits (given as guarantee)	5.35	5.03
	<u>5.35</u>	<u>5.03</u>
<b>8 Other Assets</b>		
<b>9A Non - current assets</b>		
Development Advance	43.53	40.87
	<u>43.53</u>	<u>40.87</u>
<b>9B Current assets</b>		
<b>a</b> Prepaid expenses	0.29	0.37
<b>b</b> Advance to creditors	0.05	-
<b>c</b> Balance with tax authorities	-	2.32
	<u>0.34</u>	<u>2.70</u>
<b>Total other assets (9A + 9B)</b>	<u>43.87</u>	<u>43.56</u>
<b>9 Inventories</b>		
Work-in-progress	11.26	9.11
	<u>11.26</u>	<u>9.11</u>
<b>10 Current Investments</b>		
<b>a Investments carried at fair value through profit or loss</b>		
Equity Shares - Quoted	0.37	0.74
<b>Total of Investments</b>	<u>0.37</u>	<u>0.74</u>
Aggregate amount of quoted investment	0.37	0.74
Aggregate amount of unquoted investment	-	-
Aggregate amount of impairment in value of investments	4.63	4.26
<b>11 Trade Receivables</b>		
a. Unsecured, considered credit impaired	2.02	2.02
Less : Provision due to credit impaired	(2.02)	-
	<u>-</u>	<u>2.02</u>

<b>12 Cash and Bank balances</b>		
<b>a Cash</b>	0.28	0.13
<b>b Balances with bank</b>		
In Current Accounts	11.89	2.40
In Fixed Deposits	818.65	767.60
	<b>830.54</b>	<b>770.00</b>
<b>Total</b>	<b>830.82</b>	<b>770.12</b>

<b>13 Equity Share Capital</b>		
<b>a Authorised Capital</b>		
1,00,00,000 (P.Y. 1,00,00,000) Equity Shares of Rs. 10/- each	1000.00	1000.00
<b>b Issued, subscribed and fully paid-up equity Shares</b>		
31,31,837 (P.Y. 31,31,837) Equity Shares of Rs. 10/- each	313.18	313.18
	<b>313.18</b>	<b>313.18</b>
<b>c Reconciliation of number of shares outstanding</b>		
At the beginning of the period	31.32	31.32
Add: Issued during the year	-	-
At the end of the period	31.32	31.32

**d Rights, preferences and restrictions**

**Equity Shares :**

- The company has only one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held.
- Dividends, if any, is declared and paid in Indian Rupees. The dividend, if any, proposed by the Board of Directors is subject to approval of the shareholders in the ensuring Annual General Meeting.
- In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amount in proportion to their shareholding.

**e Details of shareholders holding more than 5% shares in the Company:**

Name of Shareholder	As At March 31,			
	2019		2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Rushabh Navnitbhai Patel	7 01 692	22.41%	7 01 692	22.41%
Navnitbhai Chunibhai Patel*	10 85 206	34.65%	10 85 206	34.65%
Riddhi Rushabh Patel	3 22 900	10.31%	3 22 900	10.31%

\* The shareholder died on December 3, 2018, however, the said shares have not been transferred to the beneficiary.

- f** 1,31,837 Equity Shares issued as bonus to the existing shareholders other than promoters in the ratio of 1 share for every 5 shares held in financial year 2014-15.

**g Capital management**

For the purpose of company's capital management, capital includes equity capital, share premium and all other reserves attributable to the equity share holders of the company. The Company's objective for capital management is to maximize shareholders value and safeguard business continuity. The Company determines the capital requirement based on annual operating plans and other strategic plans. The funding requirements are met through equity and operating cash flows.

**Summary of quantitative data is given hereunder**

Particulars	March 31, 2019	March 31, 2018
Equity	313.18	313.18
Other Equity	614.77	568.78
<b>Total</b>	<b>927.95</b>	<b>881.97</b>

Particulars	As at	
	March 31, 2019	March 31, 2018
<b>14 Provisions</b>		
For gratuity	1.89	1.61
	<b>1.89</b>	<b>1.61</b>
<b>15 Borrowings</b>		
Loan from related party (Unsecured)	-	1.00
	<b>-</b>	<b>1.00</b>
<b>16 Trade Payables</b>		
(a) total outstanding dues of micro enterprises and small enterprises	-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	4.12	6.47
	<b>4.12</b>	<b>6.47</b>
Disclosure in respect of Micro and Small Enterprises :		
a the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year	-	-
b the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
d the amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
e the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
The above information has been compiled in respect of parties to the extent to which they could be identified as Micro and Small Enterprise on the basis of information available with the Company.	-	-
<b>17 Other Financial Liability</b>		
Salary payable to staff	-	2.12
	<b>-</b>	<b>2.12</b>
<b>18 Other Current Liabilities</b>		
Statutory dues	0.60	0.70
	<b>0.60</b>	<b>0.70</b>
<b>19 Contingent Liability</b>		
<b>Claim Against the company not acknowledge as debts</b>		
Disputed Income Tax Matter	66.54	66.54
	<b>66.54</b>	<b>66.54</b>



(Rs. In lakhs)

Particulars	For the Year ended on	
	March 31, 2019	March 31, 2018
<b>20 Revenue from Operations</b>		
Housing loan interest	64.68	30.71
	<b>64.68</b>	<b>30.71</b>
<b>21 Other Income</b>		
a Interest from financial assets measured at amortized cost	57.11	54.93
b Sundry Balances Written Back	2.79	-
c Profit on sale of Property, plant and equipments	0.71	-
d Insurance Claim	0.15	-
	<b>60.77</b>	<b>54.93</b>
<b>22 Project Expenses</b>		
Purchase	1.29	2.71
Labour Expense	0.53	3.91
Miscellaneous expenses	0.33	1.80
	<b>2.15</b>	<b>8.42</b>
<b>23 Changes in Inventory</b>		
<b>Work In Progress</b>		
Closing Stock	11.26	9.11
Opening Stock	9.11	0.70
Increase in inventory	<b>(2.15)</b>	<b>(8.42)</b>
<b>24 Employee Benefits Expense</b>		
Salary	25.38	22.08
	<b>25.38</b>	<b>22.08</b>

**24.1 Employee Benefits Note**

**24.2 Defined Benefit Plans**

**Information about the characteristics of defined benefit plan**

The benefit is governed by the Payment of Gratuity Act, 1972. The Key features are as under:

Features of the defined benefit plan	Remarks
Benefit offered	15 / 26 × Salary × Duration of Service
Salary definition	Basic Salary including Dearness Allowance (if any)
Benefit ceiling	Benefit ceiling of Rs. 20,00,000/- was applied
Vesting conditions	5 years of continuous service (Not applicable in case of death / disability)
Benefit eligibility	Upon Death or Resignation / Withdrawal or Retirement
Retirement age	60 years

**24.3 Risk to the Plan**

Following are the risk to which the plan exposes the entity :

**A Actuarial Risk:**

It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:

**Adverse Salary Growth Experience:** Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected.

**Variability in mortality rates:** If actual mortality rates are higher than assumed mortality rate assumption than the Gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

**Variability in withdrawal rates:** If actual withdrawal rates are higher than assumed withdrawal rate assumption than the Gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

**B Investment Risk:**

For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

**C Liquidity Risk:**

Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign / retire from the company there can be strain on the cashflows.

**D Market Risk:**

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate / government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

**E Legislative Risk:**

Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation / regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

		(Rs. In lakhs)	
i.	<b>Reconciliation of defined benefit obligations</b>	<b>For the year ended March 31,</b>	
		<b>2019</b>	<b>2018</b>
	Present Value of Obligations at the beginning of the year	1.61	1.37
	Interest Cost	0.11	0.09
	Current Service Cost	0.24	0.23
	Actuarial (Gain) / Loss due to change in financial assumptions	0.01	(0.04)
	Actuarial (Gain) / Loss due to change in demographic assumptions	-	-
	Actuarial (Gain) / Loss due to experience	(0.07)	(0.04)
Benefits Paid			
	<b>1.89</b>	<b>1.61</b>	
ii.	<b>Reconciliation of plan assets</b>	<b>For the year ended March 31,</b>	
		<b>2019</b>	<b>2018</b>
	Fair Value of Plan Assets at the beginning of the year	-	-
	Expected Return on Plan Assets	-	-
	Contributions	-	-
	Actuarial Gain / (loss) on Plan Assets	-	-
	Benefits paid	-	-
Fair Value of Plan Assets at the end of the year	-	-	
iii.	<b>Funded Status</b>	<b>As at</b>	
		<b>March 31, 2019</b>	<b>March 31, 2018</b>
	Present Value of defined benefit obligations at the end of the year	1.89	1.61
	Fair Value of Plan Assets at the end of the year	-	-
	<b>1.89</b>	<b>1.61</b>	

iv. The amount recognized in the Statement of Profit & Loss	For the year ended March 31,	
	2019	2018
Current Service Cost	0.24	0.23
Interest Cost	0.11	0.09
Expected Return on Plan Assets	-	-
Net actuarial (gain)/ Loss recognized in the year	(0.06)	(0.09)
Expenses recognized in the statement of Profit & Loss	0.28	0.24
<b>Other Comprehensive income for the period</b>		
Particulars	2018 - 19	2017 - 18
Components of actuarial gain/losses on obligations:		
Experience adjustments on plan liabilities	(0.07)	(0.04)
Due to Change in financial assumptions	0.01	(0.04)
Due to change in demographic assumption		
Due to experience adjustments		
Return on plan assets excluding amounts included in interest income		
<b>Amounts recognized in Other Comprehensive Income</b>	<b>(0.06)</b>	<b>(0.09)</b>
v. The principal actuarial assumptions used as at the balance sheet date for gratuity liability are as under:	For the year ended March 31,	
	2019	2018
Discount Rate	7.50%	7.55%
Rate of Increase in Compensation	6.00%	6.00%
Rate of Return on Plan Assets	-	-
Indian Assured Lives Mortality	2006-08	2006-08
Withdrawal Rates	5% at the younger ages reducing to 1% at the older ages	5% at the younger ages reducing to 1% at the older ages

#### 24.4 Sensitivity Analysis for Actuarial Assumption

As at 31.03.2019	Change in Assumptions		Impact on Defined Benefit Obligation			
	Increase	Decrease	Increase in Assumptions		Decrease in Assumptions	
	%	%	Rs.	%	Rs.	%
Discount Rate	0.50%	0.50%	(0.05)	-2.87%	0.06	3.03%
Salary Growth Rate	0.50%	0.50%	0.06	3.06%	(0.06)	-2.92%
Withdrawal rate	10.00%	10.00%	.0	0.10%	(.0)	-0.10%

As at 31.03.2018	Change in Assumptions		Impact on Defined Benefit Obligation			
	Increase	Decrease	Increase in Assumptions		Decrease in Assumptions	
	%	%	Rs.	%	Rs.	%
Discount Rate	0.50%	0.50%	(0.05)	-3.14%	0.05	3.33%
Salary Growth Rate	0.50%	0.50%	0.05	3.36%	(0.05)	-3.20%
Withdrawal rate	10.00%	10.00%	0.0	0.13%	(.0)	-0.13%

#### Limitation of method used for sensitivity analysis :

Sensitivity analysis produces the results by varying a single parameter & keeping all the other parameters unchanged. Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed. The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

#### 24.5 Details of Asset- Liability Matching Strategy

There are no minimum funding requirements for a Gratuity benefits plan in India and there is no compulsion on the part of the Company to fully or partially pre-fund the liabilities under the Plan. It was informed by the company that Gratuity benefits liabilities of the company are Unfunded. Since the liabilities are unfunded, there is no Asset-Liability Matching strategy devised for the plan.

#### 24.6 Expected cashflows based on past service liability

As at March 31, 2019	Cashflows Rs.	Distribution %
2020	0.41	13.00%
2021	0.04	1.20%
2022	0.04	1.30%
2023	0.04	1.30%
2024	1.17	37.10%
2025-2029	0.13	4.00%
As at March 31, 2018	Cashflows Rs.	Distribution %
2019	0.35	12.30%
2020	0.05	1.70%
2021	0.03	1.20%
2022	0.04	1.20%
2023	0.04	1.30%
2024-2028	1.12	39.30%

#### 25 Administrative and Other Expenses

a Repairs and Maintainance Expenses	5.16	16.30
b Legal and Professional Fees	11.52	16.79
c Donation	-	1.40
d Auditors Remuneration	1.25	1.25
e Miscellaneous Expenses	24.37	22.91
f Sundry Balance Written off	-	1.99
g Net loss on investments carried at FVTPL	0.37	0.16
	<b>42.68</b>	<b>60.80</b>

#### 25.1 Auditors remuneration

Statutory Audit Fees	1.25	1.25
Other Matters	-	-
	<b>1.25</b>	<b>1.25</b>

#### 26 Segment Information:

26.1 The Company is engaged in the business of Construction and Development of housing projects and therefore there are no other reportable segments.

#### 26.2 Information about major customers

There are no major customers which individually accounted for revenue more than 10% of total revenue of the company.

#### 27 Related Parties Transactions:

Related party disclosures as required under the Indian Accounting Standard Ind AS – 24 on “Related Party Disclosures” are given below:

##### i List of Related Parties & Relationship:

Sr. No.	Name of the Related Party	Relationship
1	Shri Navinitbhai C. Patel <sup>(1)</sup>	Key Management Personnel
2	Shri Rushbhbhai N. Patel	
3	Smt. Riddhi R. Patel	
4	M/s. Shree Parshwanath Corporation <sup>(2)</sup>	Key Management Personnel having control on enterprises
5	M/s. Parshwanath Corporation <sup>(3)</sup>	
6	M/s. Parshwanath Realty Pvt. Ltd. <sup>(3)</sup>	
7	Smt. Indiraben N. Patel	Relative of Key Management Personnel

**ii Transactions with Related Parties:**

<b>i Compensation of Key Managerial Personnel of the company</b>		<b>(Rs. In lakhs)</b>	
<b>Key Managerial Personnel</b>	<b>2018-19</b>	<b>2017-18</b>	
Rushabh N. Patel	9.00	9.00	
Riddhi R. Patel	6.00	3.00	
		<b>(Rs. In lakhs)</b>	
<b>Particulars</b>	<b>2018-19</b>	<b>2017-18</b>	
Short-term employee benefits	15.00	12.00	
Post-employment benefits	-	-	
Other long term benefits	-	-	
Termination benefits	-	-	
Share-based payments	-	-	
<b>Total</b>	<b>15.00</b>	<b>12.00</b>	
<b>ii Rent expense</b>		<b>(Rs. In lakhs)</b>	
<b>Party</b>	<b>2018-19</b>	<b>2017-18</b>	
IRNB Joint A/c	0.75	0.38	
<b>iii Loan from director</b>		<b>(Rs. In lakhs)</b>	
<b>Particulars</b>	<b>2018-19</b>	<b>2017-18</b>	
Rushabh N. Patel	8.20	1.00	
<b>iv Repayment of Loan</b>		<b>(Rs. In lakhs)</b>	
<b>Particulars</b>	<b>2018-19</b>	<b>2017-18</b>	
Rushabh N. Patel	9.20	-	
<b>v Balance outstanding</b>		<b>(Rs. In lakhs)</b>	
<b>Sr. No.</b>	<b>Nature of Transaction</b>	<b>Key Management Personnel</b>	
		<b>As at</b>	<b>As at</b>
		<b>March 31, 2019</b>	
		<b>March 31, 2018</b>	
<b>Liabilities</b>			
1	Remuneration Payable	-	1.11
2	Rent Payable	0.75	0.38
3	Shree Parshwanath Corporation	0.45	-
4	Loan from director	-	1.00

(1) Ceased to be key management personnel w.e.f. December 03, 2018 due to death

(2) As the amount of reimbursement of expenditure is not material, the same has not been disclosed.

(3) No transaction with related parties during the year

**28 Earning Per Share:  
(Rs. In lakhs except EPS)**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Units</b>	<b>2018-19</b>	<b>2017-18</b>
1	Net profit / (loss)	Rs.	45.93	(3.31)
2	Weighted Average of Equity Shares outstanding	Nos.	31.32	31.32
3	Basic and diluted Earning Per Share of Rs. 10 each	Rs.	1.47	(0.11)

**29 Deferred Tax :**

On consideration of prudence, deferred tax asset is not recognised in the accounts.

**30** Balances in the Accounts of borrowers of housing loans, Trade Payables and loans and advances are subject to confirmation by the parties' consequential adjustments, if any, at the company level.

**31** Details of Loan given, Investments made and Guarantee given covered under section 186 (4) of the Companies Act, 2013

Loans given and investments made are given under the respective heads

There are no corporate guarantees given by the company in respect of loans as at March 31, 2019.

**32 Income Tax expense**

**32.1 Income tax expense in the statement of profit and loss comprises of:**

Particulars	(Rs. In lakhs)	
	2018-19	2017-18
Current income tax	11.30	0.13
<b>Income tax expense</b>	<b>11.30</b>	<b>0.13</b>

**32.2 The details of income tax assets and liabilities and Deferred tax liabilities :**

Particulars	(Rs. In lakhs)	
	As at	
	March 31, 2019	March 31, 2018
Current tax assets	28.98	34.54
	<b>28.98</b>	<b>34.54</b>

**32.3 A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:**

Particulars	(Rs. In lakhs)	
	2018-19	2017-18
<b>Accounting profit before tax</b>	57.23	(3.17)
Normal tax rate	26.00%	25.75%
<b>Tax liability on accounting profit</b>	14.88	(0.82)
Tax Effect of non deductible expenses	1.83	1.69
Tax Effect on Ind AS impact		
MAT Credit Utilization	(5.41)	(0.87)
Tax adjustment of earlier year	-	0.13
Rounding off	.0	-
<b>Income tax expenses as per normal tax rate</b>	<b>11.30</b>	<b>0.13</b>

32.4 On consideration of prudence, deferred tax asset is not recognised in the accounts.

**32.5 Details of deferred tax assets not recognized in balance sheet**

Particulars	(Rs. In lakhs)	
	March 31, 2019	March 31, 2018
Deductible temporary difference	33.50	34.06
Unused tax credits*	33.02	38.44

\* Unused tax credit will be expired on March 31, 2027.

**33 Financial Instruments**

**33.1 Disclosure of Financial Instruments by Category**

As at March 31, 2019 (Rs. In lakhs)

Particulars	Note No.	FVTPL	FVTOCI	Amortized cost	Total carrying value	Fair value
<b>Financial asset</b>						
Investment in equity instruments	10	0.37			0.37	0.37
Other Financial Asset	7			5.35	5.35	5.35
Trade Receivable	11			-	-	-
Cash and cash equivalent	12			830.82	830.82	830.82
Loans	6			0.20	0.20	0.20
<b>Total Financial assets</b>		<b>0.37</b>		<b>836.37</b>	<b>836.73</b>	<b>836.73</b>
<b>Financial liability</b>						
Trade Payables	16			4.12	4.12	4.12
Borrowings	15			-	-	-
Other financial liabilities	17			-	-	-
<b>Total Financial Liabilities</b>				<b>4.12</b>	<b>4.12</b>	<b>4.12</b>

As at March 31, 2018

(Rs. In lakhs)

Particulars	Note No.	FVTPL	FVTOCI	Amortized cost	Total carrying value	Fair value
<b>Financial asset</b>						
Investment in equity instrument	10	0.74			0.74	0.74
Other Financial Asset	7			5.03	5.03	5.03
Trade Receivable	11			2.02	2.02	2.02
Cash and cash equivalent	12			770.12	770.12	770.12
Loans	6			5.20	5.20	5.20
<b>Total Financial assets</b>		<b>0.74</b>		<b>782.37</b>	<b>783.11</b>	<b>783.11</b>
<b>Financial liability</b>						
Trade Payables	16			6.47	6.47	6.47
Borrowings	15			1.00	1.00	1.00
Other financial liabilities	17			2.12	2.12	2.12
<b>Total Financial Liabilities</b>				<b>9.59</b>	<b>9.59</b>	<b>9.59</b>

### 34 Fair Value Measurement

#### Fair Value Measurement of Financial asset and Financial liabilities

#### 34.1 Fair value hierarchy

(Rs. In lakhs)

Particulars	Note No.	Level 1	Level 2	Level 3	Total
<b>As at March 31, 2019</b>					
<b>Financial Assets Measured at FVTPL - Recurring FVM</b>					
Investment in equity instrument	10	0.37			0.37
<b>Total of Financial Assets</b>		<b>0.37</b>			<b>0.37</b>
<b>As at March 31, 2018</b>					
<b>Financial Assets Measured at FV - Recurring FVM</b>					
Investment in equity instrument	10	0.74			0.74
<b>Total of Financial Assets</b>		<b>0.74</b>			<b>0.74</b>

34.2 Fair Value of Investment in Equity Shares is based on quoted price.

34.3 The Fair value of current financial assets, current trade payables and loan from related party, measured at amortised cost, are considered to be the same as their carrying amount as they are of short term nature. Hence fair value hierarchy is not given for the same.

34.4 There are no transfer between level 1, level 2 and level 3 during the year

34.5 The company policy is to recognise transfers into and transfer out of fair values hierarchy levels as at the end of the reporting period.

### 35 Financial Risk Management

The company's activities expose it to variety of financial risks : market risk, credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established a risk management policy to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Board of Directors oversee compliance with the Company's risk management policies and procedures, and reviews the risk management framework.

#### i Market risk

The market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises other price risk.

#### ii Other Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk).

a The company's exposure to price risk is as follows:

Particulars	(Rs. In lakhs)	
	March 31, 2019	March 31, 2018
Investments in Equity shares	0.37	0.74
<b>Total</b>	<b>0.37</b>	<b>0.74</b>

b Sensitivity Analysis

Particulars	(Rs. In lakhs)	
	Impact on Profit after Tax	
	March 31, 2019	March 31, 2018
Price increases by 0.5%	0.01	0.03
Price decreases by 0.5%	(0.01)	(0.03)

iii Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial assets.

The company's principal source of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The company consistently generated sufficient cash flows from operations to meet its financial obligations as and when they fall due. The Company measures risk by forecasting cash flows.

The table below provide details regarding the contractual maturities of financial liabilities as at:

As at March 31, 2019	(Rs. In lakhs)	
	Carrying Amount	upto 1 year
Trade Payables	4.12	4.12
Borrowings		
Other financial liabilities		

As at March 31, 2018	(Rs. In lakhs)	
	Carrying Amount	upto 1 year
Trade Payables	6.47	6.47
Borrowings	1.00	1.00
Other financial liabilities	2.12	2.12

iv Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Credit risk encompasses both, the direct risk of default and the risk of deterioration of credit worthiness.

Credit risk arises primarily from financial assets such as trade receivables, cash and cash equivalent and other balances with banks.

36 Figures of the Previous years are regrouped where necessary.

As per our audit report of even date attached

For, S G D G & Associates LLP  
Chartered Accountants  
ICAI Firm Registration No.: W100188

Sd/-  
Devansh Gandhi  
Partner  
Membership No. : 129255

Place : Ahmedabad  
Date : May 28, 2019

For and on behalf of the Board of Directors  
For, Parshwanath Corporation Limited  
Sd/-  
Rushabh N. Patel  
Managing Director  
(DIN : 00047374)

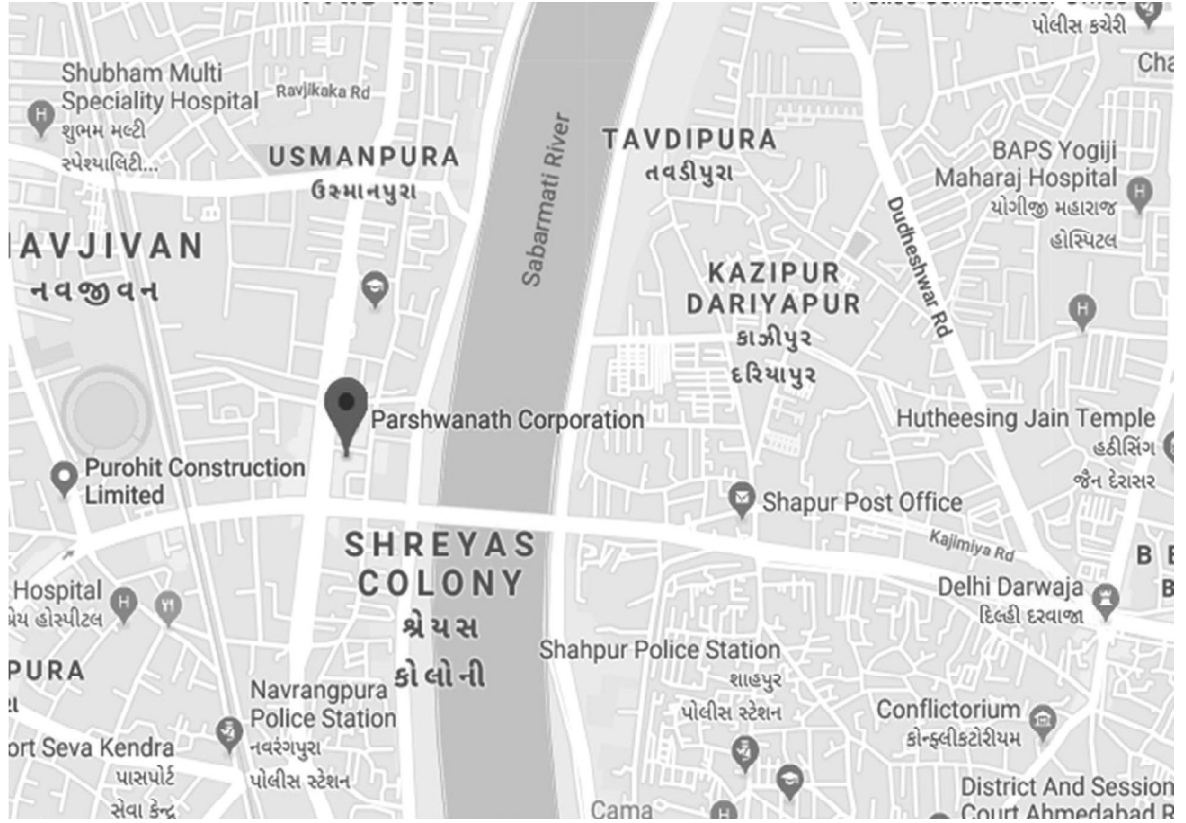
Sd/-  
Riddhiben R. Patel  
Jt. Managing Director & CFO  
(DIN : 00047238)

Place : Ahmedabad  
Date : May 28, 2019

Sd/-  
Hetanshi H. Shah  
Company Secretary



**33<sup>rd</sup> AGM Venue - Map**



## PARSHWANATH CORPOTATION LTD.

CIN : L45201GJ1985PLC008361

REGD OFFICE: 50, HARSIDDHA CHAMBERS, ASHRAM ROAD, AHMEDABAD-380014.

Tel.: (079) 27540647, 27540848 Fax Number: (079) 27540144

E-mail ID: ltd@parshwanath.co.in • Web site: www.parshwanath.com

### ATTENDANCE SLIP

33<sup>rd</sup> ANNUAL GENERAL MEETING on Friday, 27th September, 2019 at 11.00 A.M. at Registered Office of the Company

<b>DP. Id*</b>		Name & address of the registered shareholder
<b>Client Id*</b>		
<b>Regd. Folio No.</b>		

\* Applicable for shareholding in electronic form.

I/We certify that I/We am/are a Registered Shareholder / Proxy for the Registered Shareholder of the Company. I/We hereby record my/our presence at the 33<sup>rd</sup> Annual General Meeting of the Company

\_\_\_\_\_  
**Signature of Member(s)/ Proxy**

**NOTE :** A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.



### 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)

<b>CIN</b>	L45201GJ1985PLC008361	
<b>Name of Company</b>	Parshwanath Corporation Limited	
<b>Reg. Office Address</b>	50 Harisiddha Chambers, 3 <sup>rd</sup> floor, Ashram Road, Ahmedabad-380014	
<b>Name of the Member</b>		
<b>Registered Address</b>		
<b>E Mail Id</b>		
<b>Folio No./Client ID</b>		

I/We, being the member (s) of **Parshwanath Corporation Limited** hereby appoint

<b>Name</b>		
<b>Address</b>		
<b>E mail Id</b>		<b>Signature</b>

OR FAILING HIM

<b>Name</b>		
<b>Address</b>		
<b>E mail Id</b>		<b>Signature</b>

**OR FAILING HIM**

Name		
Address		
E mail Id		Signature

As my/ our Proxy to attend and vote for me/us on my/ our behalf at the 33rd Annual General Meeting of the Company to be held on Friday, 27th September, 2019 at 11:00A.M. at the registered office of the company and at any adjournment thereof and respect of such resolution mentioned below:

Resolution No.	Resolution	For	Against
	<b>Ordinary Businesses:</b>		
01	To receive, consider and adopt the Audited Accounts for the financial year ended on March 31, 2019 along with the Reports of the Directors and Auditors thereon.		
02	To appoint a Director in place of Mr. Rushabh Navnitbhai Patel (DIN:00047374 ) who retires by rotation and being eligible, offers himself for re-appointment.		
03	To consider retification of M/s S G D G & Associates LLP., Chartered Accountants, Ahmedabad as the Statutory Auditor of the Company.		
	<b>Special Businesses:</b>		
04	To consider re-appointment of Mr. Ramanbhai H. Patel(DIN: 00308077) as Independent Director of the company.		
05	To consider appointment of Mr. Asit A. Vyas(DIN: 08473656) as Independent Director of the company.		

Signed on this .....day of .....2019.

Signature of Shareholder ...../ Signature of Proxy .....

Affix  
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 Revenue  
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**NOTE:**

1. This Form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than Forty Eight (48) hours before the commencement of the meeting.
2. A proxy need not be a Member of the Company.
3. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorised by it and an authenticated copy of such authorisation should be attached to the proxy form.
4. A person can act as proxy on behalf of such number of Members not exceeding Fifty (50) and holding in the aggregate not more than ten(10) percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten(10) 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.
5. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

“no man is indispensable,  
but some are irreplaceable  
in loving memory of **Navnitbhai Patel**”



1936 - 2018

**Courier**

*If undelivered, please return to:*



**ઘરનું ઘર | SINCE 1985**

**PARSHWANATH**  
CORPORATION LIMITED

CIN : L45201GJ1985PLC008361

**Regd. Office** : 50, 3rd Floor, Harsiddha Chambers, Nr. Income Tax Circle, Ashram Road,  
Ahmedabad-380014, Gujarat. Tel. No. :079-2754 0647, 2754 0848 Fax : 079- 2754 0144  
Email ID: ltd@parshwanath.co.in Website: www.parshwanath.com