

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

ANNUAL REPORT 2015-2016

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Schedule of Annual General Meeting

| 34th Annual General Meeting | |
|---|---|
| DATE | 30th September 2016 |
| DAY | Friday |
| TIME | 01.30 P.M. |
| PLACE | Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi |
| BOOK CLOSURE DATE | 23rd September 2016 - 30th September 2016 (both days inclusive) |

COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Vinod Kumar Bansal
Chairman & Managing Director
(DIN: 00243709)

Mrs. Radha Agarwal
Independent Director
(DIN: 05254335)

Mr. Harshit Agarwal
Independent Director
(DIN: 06946506)

Mr. Santosh Kumar
Additional Director
(DIN: **02994228**)

Mrs. Shweta Gupta
Additional Director
(DIN: 07452923)

Mr. Neeraj Kumar Singh
Additional Director
(DIN: 07452949)

Mrs. Usha Sharma
Chief Financial Officer

Mr. Deepak Kumar Das
Company Secretary & Compliance Officer

STATUTORY AUDITORS

M/s V.N. Purohit & Co.
Chartered Accountants
New Delhi

SECRETARIAL AUDITOR

Ms. Rachna Bhasin
Practicing Company Secretary
New Delhi

REGISTERED OFFICE

B-502, Statesman House,
5th Floor, B-Wing,
148, Barakhamba Road,
New Delhi-110001
Tel no.:+ 08802410244
Email Id: info@pptinvestment.com
Website: www.pptinvestment.com

REGISTRAR AND SHARE TRANSFER AGENT

Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area,
Phase – I, New Delhi – 110 020
Tel No.: 011-26812682, 83
Fax: +91-11-30857562
Email Id: admin@skylinerta.com

BANKERS OF THE COMPANY

Kotak Mahindra Bank
Rohini

LISTED AT

BSE Limited (Scrip Code: 506122)
PJ Towers, Dalal Street, Mumbai-400001

CIN

L65990DL1982PLC256291

COMMITTEES OF BOARD OF DIRECTORS

AUDIT COMMITTEE

| | |
|---|---------------------|
| Mr. Harshit Agarwal (Independent Director) | Chairman & Member |
| Mrs. Radha Agarwal (Independent Director) | Member |
| Mr. Santosh Kumar (Independent Director) | Member |
| Mr. Deepak Kumar Das (Company Secretary) | Secretary & Advisor |

NOMINATION AND REMUNERATION COMMITTEE

| | |
|---|-------------------|
| Mr. Harshit Agarwal (Independent Director) | Chairman & Member |
| Mrs. Radha Agarwal (Independent Director) | Member |
| Mr. Santosh Kumar (Independent Director) | Member |

STAKEHOLDERS RELATIONSHIP COMMITTEE

| | |
|---|-------------------|
| Mr. Harshit Agarwal (Independent Director) | Chairman & Member |
| Mrs. Radha Agarwal (Independent Director) | Member |
| Mr. Santosh Kumar (Independent Director) | Member |

Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has incurred circulars stating that service of Notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far as requested to register their e-mail addresses, with the Registrar & Share Transfer Agent of the Company.

Date: 02.09.2016

Dear Member,

You are cordially invited to attend the 34th Annual General Meeting of the members of Pankaj Piyush Trade and Investment Limited ('the Company') to be held on Friday, 30th September, 2016 at 1:30 P.M. at **Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi.**

The notice of the meeting, containing the business to be transacted, is enclosed herewith. As per section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015, as amended by the Companies (Management and Administration) Amendment Rules, 2016 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice. The instructions for e-voting are enclosed.

Thanking You

Sd/-

Deepak Kumar Das
(Company Secretary)

NOTICE

NOTICE is hereby given that the 34th Annual General Meeting of the members of **Pankaj Piyush Trade and Investment Limited** will be held on Friday 30th September, 2016 at 01.30 p.m. at Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To receive, consider and adopt the financial statement consisting of Balance Sheet for the year ended March 31, 2016 and the statement of Profit and Loss, Cash Flow Statement for the year ended on March 31, 2016 along with the reports of the Board of Directors and the Auditors thereon.

2. Appointment of Director liable to retire by rotation

To appoint a Director in place of Vinod Kumar Bansal (DIN: 00243709) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment as a Director of the Company.

3. Re-Appointment of Auditor

To ratify the Re-appointment of auditors of the Company, and to fix their remuneration and to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed there under, as amended from time to time, M/s V.N. Purohit & Co., Chartered Accountants (**Firm's Registration No. 304040E**), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 36th (Thirty Sixth) AGM of the Company to be held in the year 2018 (subject to ratification of their appointment at every AGM), at such remuneration as shall be fixed by the Board of Directors of the Company.

SPECIAL BUSINESS:

4. REGULARISATION OF MR. SANTOSH KUMAR AS DIRECTOR (INDEPENDENT) OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provision of Section 149, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2015 (including any statutory modification(s) or re enactment thereof for the time being in force) and pursuant to SEBI (LODR) Regulations, 2015, Mr. Santosh

Kumar (DIN: 02994228), who was appointed as an Additional Director of the company by the Board of Directors with effect from April 30, 2016 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Santosh Kumar as a candidate for the office of Director of the Company, be and is hereby appointed as an Ordinary (Independent) Director of the Company for a period up to April 29, 2020 not be liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps and actions for the purpose of making all such filings as may be required in relation to the aforesaid appointment and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution."

5. REGULARISATION OF MR. NEERAJ KUMAR SINGH AS DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

"RESOLVED THAT Mr. Neeraj Kumar Singh, who was appointed as an Additional Director with effect from April 30, 2016 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and as per Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company."

6. REGULARISATION OF MRS. SHWETA GUPTA AS DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

"RESOLVED THAT Mrs. Shweta Gupta, who was appointed as an Additional Director with effect from April 30, 2016 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and as per of Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing her candidature for the office of a Director, be and is hereby appointed as a director of the company."

**By the order of the Board of
Pankaj Piyush Trade and Investment Limited**

**Place: New Delhi
Date: 02.09.2016**

**Sd/-
Deepak Kumar Das
(Company Secretary)**

NOTES:

1. EXPLANATORY STATEMENT

An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts relating to the Business stated under item no. 4 to 6 is annexed hereto.

2. PROXY/AUTHORIZED REPRESENTATIVE

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

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

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

- (ii) A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, during the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, provided that not less than 3 days of notice in writing is to be given to the Company.
- (iii) Corporate Members intending to send their authorised representatives to attend the AGM are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.
- (iv) In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

3. BOOK CLOSURE

Register of Members and Share Transfer Books of the Company will remain closed from Friday 23rd September, 2016 to Friday 30th September, 2016 (both days inclusive).

4. CUT OFF DATE:

- (i) This Notice is being sent to all the members whose name appears as on 26th August, 2016 in the register of members or beneficial owners as received from M/s Skyline Financial Services Private Limited, the Registrar and Transfer Agent of the Company.
- (ii) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on 23rd September, 2016 (the “**Cut- Off Date**”) only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date.

5. COMMUNICATION TO MEMBERS

- (i) With a view to using natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the company to send communications electronically.
- (ii) The Annual Report 2015-2016 is being sent through electronic mode only to the members whose email addresses are registered with the Company/Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2015-2016 are being sent by the permitted mode.
- (iii) Members may also note that the Notice of the 34th AGM and the Annual Report 2015-2016 will be available on the company's website, www.pptinvestment.com. The Physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days, Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: info@pptinvestment.com.
- (iv) The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section-170 of the Companies Act, 2013 are open for inspection at the registered office of the Company on all working days except Saturdays and Sunday, between 11:00 a.m. to 1:00 p.m. and will also be available for inspection by the members at the Annual General Meeting.
- (v) The register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Companies Act, 2013, are open for inspection at the registered office of the Company on all working days except Saturdays and Sunday, between 11:00 a.m. to 1:00 p.m. and will also be available for inspection by the members at the Annual General Meeting.
- (vi) In case you have any query relating to the enclosed annual accounts you are requested to send the same to the Company Secretary at the Registered office of the Company or on email Id “info@pptinvestment.com”, at least 10 days before the date of AGM so as to enable the management to keep the information ready.

- (vii) The Securities and Exchange Board of India (SEBI) vide circular ref no. MRD/DoP/CIR-05/2007 dated April 27, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed company in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company/ Register and Share Transfer Agent for registration of such transfer of shares.
- (viii) For convenience of the members and proper conduct of the meeting entry to the meeting venue will be regulated by attendance slip, which is enclosed with this Annual Report. Members are requested to sign at the place provided on the Attendance Slip along with a valid identity proof such as the PAN Card, Passport, Aadhar Card, Driving License etc and hand it over at the registration counter at the venue.
- (ix) Only bonafide members of the Company whose name appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members for attending the meeting.
- (x) As a measure of economy, copies of Annual Reports will not be distributed at the venue of the Annual General Meeting. Members are, therefore, requested to bring their own copies of the Annual Reports to the meeting.

6. VOTING BY MEMBERS

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

- (i) Members may cast their votes through electronic means by using an electronic voting system from a place other than the venue of AGM ("**Remote E-voting**") in the manner provided below during the e-voting period as mentioned below in Para 6(I)(C).
- (ii) At the venue of AGM, voting shall be done through ballot papers ("**Ballot Paper**") and the members attending AGM who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper.
- (iii) A Member may participate in the AGM even after exercising his right to vote through Remote E-voting but shall not be allowed to vote again at the venue of the AGM. If a Member casts votes through Remote E-voting and also at the AGM, then voting done through Remote E-voting shall prevail and voting done at the AGM shall be treated as invalid.

(I) VOTING THROUGH ELECTRONIC MEANS

In compliance with Section 108 of the Companies Act 2013 read with Rule 20 of Companies (Management and Administration) Rules 2015 as amended vide Companies (Management and Administration) Amendment Rules 2016 w.e.f. 19th March 2016 and Regulation 44 of the SEBI

(LODR) Regulations, 2015 the Company is pleased to provide facility of Remote E-voting to all its Members, to enable them to cast their votes on all resolutions set forth in this Notice electronically and the business mentioned in the Notice may be transacted through e-voting. Remote E-voting is optional and not mandatory. The Company has engaged the services of Central Depository Services (India) Limited for the purpose of providing Remote E-voting facility to all its Members. The process and manner of Remote E-voting are as under:

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

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

| | |
|-----|--|
| | For Members holding shares in Demat Form and Physical Form |
| PAN | <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is being sent separately. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter |

| | |
|--|---|
| | RA00000001 in the PAN field. |
| Dividend Bank Details OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v). |

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <160903050> on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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

(xviii) Note for Non – Individual Shareholders and Custodians

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

(C) E-voting Period

The Remote E-voting period commences on Tuesday, September 27, 2016 (10:00 am) and ends on Thursday, September 29, 2016 (05:00 pm). During the aforesaid period, Members of the company may opt to cast their votes through Remote E-voting. After September 29, 2016 (5:00 p.m.) the Remote E-voting facility will be blocked.

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

Persons who have acquired shares and became members of the Company after the dispatch of the notice of AGM but before the cut-off date of September 23, 2016, may obtain their user ID and password for e-voting from the Company's Registrar and Share Transfer Agent or CDSL.

(E) Queries in relation to E-voting:

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

(II) VOTING THROUGH BALLOT PAPER

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

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

7. SCRUTINIZER

- (i) Ms. Rachna Bhasin, Company Secretary in practice (Membership No. 23539) having consented to act as a scrutinizer has been appointed as scrutinizer ("**Scrutinizer**") for scrutinizing the voting process (Ballot Paper as well as Remote E-voting) in a fair and transparent manner.
- (ii) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM by Ballot Papers and thereafter unblock the votes casted through e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall, within a period not exceeding two days from the conclusion of the AGM, prepare and present a consolidated report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorised by him in writing who shall countersign the same.

8. DECLARATION OF RESULTS

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

9. DEMATERIALIZATION

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

**By the order of the Board of
Pankaj Piyush Trade and Investment Limited**

**Place: New Delhi
Date: 02.09.2016**

**Sd/-
Deepak Kumar Das
(Company Secretary)**

**STATEMENT ANNEXED TO NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES
ACT, 2013**

Item No: 4

Mr. Santosh Kumar was appointed as an additional Director (Independent) of the Company with effect from 30th April, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Santosh Kumar holds office up to the date of this Annual General Meeting but is eligible for appointment as a Director. The Company has received a notice in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of the Director.

The Board recommends the passing of Ordinary Resolution as set out in the Item No. 4 of the Notice for the appointment of Mr. Santosh Kumar as a Director(Independent).

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, except Mr. Santosh Kumar in the resolution set out at Item No. 4.

Item No: 5

Mr. Neeraj Kumar Singh was appointed as an additional Director of the Company with effect from 30th April, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Neeraj Kumar Singh holds office up to the date of this Annual General Meeting but is eligible for appointment as a Director. The Company has received a notice in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of the Director.

The Board recommends the passing of Ordinary Resolution as set out in the Item No. 5 of the Notice for the appointment of Mr. Neeraj Kumar Singh as a Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, except Mr. Neeraj Kumar Singh in the resolution set out at Item No. 5.

Item No: 6

Mrs. Shweta Gupta was appointed as an additional Director of the Company with effect from 30th April, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mrs. Shweta Gupta holds office up to the date of this Annual General Meeting but is eligible for appointment as a Director. The Company has received a notice in writing along with requisite deposit under Section 160 of the Act, proposing her candidature for the office of the Director.

The Board recommends the passing of Ordinary Resolution as set out in the Item No. 6 of the Notice for the appointment of Mrs. Shweta Gupta as a Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, except Mrs. Shweta Gupta in the resolution set out at Item No. 6.

**By the order of the Board of
Pankaj Piyush Trade and Investment Limited**

**Place: New Delhi
Date: 02.09.2016**

**Sd/-
Deepak Kumar Das
(Company Secretary)**

BOARD'S REPORT

To,
The Members,

Your Directors have pleasure in presenting the 34th Annual Report together with the Audited Statement of Accounts for the Financial Year ended March 31, 2016.

FINANCIAL PERFORMANCE

The Company's Performance during its Thirty Four years of Operations is summarized below:

| Particulars | Financial year ended (in Rs.) | |
|--------------------------|----------------------------------|------------------------------|
| | 31 st March, 2016 | 31 st March, 2015 |
| Total Income | 72,902,884 | 85,304,446 |
| Total expenditure | 69,696,382 | 8,43,99,879 |
| Profit/(Loss) before tax | 3,206,503 | 9,04,567 |
| Profit/ (Loss) after tax | 2,628,446 | 6,24,982 |
| Paid- up Share Capital | 2,40,00,000 | 2,40,00,000 |
| Reserves and Surplus | 241,819,311 | 239,120,800 |

DIVIDEND

To maintain the liquidity of funds, the Board of Directors has decided not to declare any dividend for this financial year 2015-2016. The Board assures you to present a much strong financial statements in coming years.

SHARE CAPITAL

The Paid up Equity Share Capital as on March 31, 2016 was Rs. 40 Lacs and Preference Share Capital as on March 31, 2016 was Rs. 2 Cr. During the year under review the company has not issued any shares or debentures or any other convertible instruments.

a. **BUY BACK OF SECURITIES**

The Company has not bought back any of its securities during the year under review.

b. **SWEAT EQUITY**

The Company has not issued any Sweat Equity Shares during the year under review.

c. **BONUS SHARES**

No Bonus Shares were issued during the year under review.

d. **EMPLOYEES STOCK OPTION PLAN**

The Company has not provided any Stock Option Scheme to the employees.

FIXED DEPOSIT

The Company has not accepted any fixed deposit during the year under review falling within the purview of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2015.

TRANSFER TO GENERAL RESERVES

As the company has not declared any dividend, therefore, the Company has not proposed to carry any sum to the General Reserves of the Company for the period under consideration.

CHANGE IN THE NATURE OF BUSINESS

There were no changes in the nature of the Business during the Financial Year ended 31st March, 2016.

MATERIAL CHANGES AND COMMITMENTS

There is no material change which may affect the financial position of the Company between the financial year and up to the date of this report.

DETAILS OF SUBSIDIARY, JOINT VENTURE, ASSOCIATE COMPANIES DURING THE YEAR

The Company has no subsidiaries, joint ventures or associated companies therefore disclosures in this regards are not provided in this report.

PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The company has no subsidiaries, joint venture companies so there is no requirement of description of performance of Subsidiaries and Joint Venture companies.

AUDITORS

A. Statutory Auditors

M/s V.N. Purohit & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company to hold the office till the conclusion of the Annual General Meeting to be held in the calendar year 2018.

In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual general Meeting. Accordingly the appointment of M/s V.N. Purohit & Co., chartered Accountants, as statutory auditors of the Company, is placed for ratification by the shareholders. In this regard, the company has received a certificate from the auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

B. Auditor's Report

It is NOT qualified by Statutory Auditors and the comments given in the Auditor's Report are self explanatory.

All Observations made in the Independent Auditors' Report and Notes forming part of the Financial Statements are self explanatory and do not call for any further comments under section 197(12) of the Companies Act, 2013.

C. Secretarial Auditor

Ms. Rachna Bhasin, Practicing Company Secretary was appointed to conduct the secretarial audit of the Company for the F.Y 2015-2016, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial audit Report for FY 2015-2016 forms part of the annual report as Annexure I.

D. Internal Auditor

Mr. Deepak Kumar Das, Company Secretary also performs the duties of internal auditors of the company and his report is reviewed by the Audit Committee from time to time.

SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by the regulators and courts or tribunals impacting the going concern status and Company's operations in future.

EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of annual return in the prescribed format is appended as Annexure II.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use for disposition of its assets. All the transactions are probably authorised, recorded and reported to the Management. The Company is following all applicable accounting standards for properly maintaining the books of accounts and reporting financial statements. The internal Auditor of the company checks and verifies internal control and monitors them in accordance with policy adopted by the company. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of business.

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

Information required to be given pursuant to section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2015 and forming part of Board's Report for the year ended March 31, 2016 are given as below:

A. Conservation of Energy

The provision related conservation of energy does not apply to company, therefore the information as required under the Companies (Accounts) Rules, 2015 is not given. However the company is conscious about its responsibility to conserve energy, power, and other energy sources wherever possible. We emphasis towards a safe and clean environment and continue to adhere to all regulatory requirements and guidelines.

B. Technology Absorption

Your company has not imported any technology. However, we believe and use information technology extensively in all spheres of our activities to improve efficiency levels.

Expenditure on Research and Development

During the period under review company has not incurred any expenditure on R & D.

| S.No. | Parameters | F.Y. 2015-2016 | F.Y.2014-2015 |
|--------------|---------------------|-----------------------|----------------------|
| a) | Capital Expenditure | 0.00 | 0.00 |
| b) | Recurring | 0.00 | 0.00 |

C. Foreign Exchange Earnings and Outgo

Details of Foreign Exchange, earnings and outgo are given as below:-

| S.No. | Particulars | Year 2016 | Year 2015 |
|--------------|---------------------------|------------------|------------------|
| 1. | Foreign Exchange earning | Nil | Nil |
| 2. | Foreign exchange outgoing | Nil | Nil |

RISK MANAGEMENT POLICY

The Company has implemented Risk Management Policy (annexed as Annexure III) and the Board of Directors has prepared a comprehensive framework of risk management for assessment of risks and to determine the responses to these risks so as to minimize their adverse impact on the organization. The policy as approved by the Board of Directors is uploaded on Company's website.

CORPORATE SOCIAL RESPONSIBILITY

The provision of Companies Act, 2013 regarding Corporate Social Responsibility shall not be applicable to companies having net worth not exceeding Rs. 500 Cr or turnover not exceeding Rs. 1,000 Cr or net profit not exceeding Rs. 5 Cr or more during any financial year, as on the last date of previous financial year. In this connection, we wish to inform you that in respect of our company as on the last audited balance sheet as at March 31, 2016 neither the net worth exceeds Rs. 500 Cr nor turnover exceeds Rs. 1,000 Cr nor net profit exceeding Rs. 5 Cr. Hence, the provisions of Companies Act, 2013 regarding Corporate Social Responsibility would not be applicable.

NUMBER OF MEETINGS OF THE BOARD

The Boards of Directors duly met twelve times during the Financial Year 2015-16, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two board meetings was within the period prescribed by the Companies Act, 2013.

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, separate its function of Governance and Management. As on March 31, 2016, the Board consists of six members, three of whom are executive and other three are non-executive. The Board periodically evaluates the need for change in its composition and its size.

The policy of the company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Sub-section (3) of Section 178 of the companies Act, 2013, adopted by the Board, is appended as Annexure IV to the Board's Report. We affirm that remuneration paid to the directors is as per the terms laid out in the remuneration policy of the company.

DECLARATION BY INDEPENDENT DIRECTORS

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

BOARD EVALUATION

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

The evaluation of all the directors and the board as a whole was conducted based on the criteria and frame work adopted by the Board. The Board approved the evaluation results as collated by the nomination and remuneration committee.

None of the independent directors are due for re-appointment.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

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

Further, at the time of appointment of an independent director, the Company issues a formal letter of appointment outlining his/her role, function, duties and responsibilities as a director. The format of the letter of appointment is available on our website.

DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE

None of the directors are directly related to each other.

CHANGE IN DIRECTORS

During the year, Mrs. Renu Bansal and Mrs. Seema Mangal have resigned from the Directorship of the Company w.e.f April 30, 2016 and Mr. Santosh Kumar, Mrs. Shweta Gupta and Mr. Neeraj Kumar Singh have been appointed as Additional Directors of the Company w.e.f April 30, 2016.

DETAILS OF KEY MANAGERIAL PERSONNEL

The following 3 persons were formally appointed/ designated as Key Managerial Personnel of the Company in compliance with the provisions of Section 203 of the Companies Act, 2013.

1. Mr. Vinod Kumar Bansal – Managing Director
2. Ms. Usha Sharma- Chief Financial Officer
3. Mr. Deepak Kumar Das- Company Secretary

COMMITTEES OF THE BOARD

Currently, the Board has 3 Committees; the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

A detailed note on the Board and its committees is provided under the Corporate Governance report section in this annual report. The Composition of committees and compliances, as per applicable provisions of the act and rules, are as follows:

| Name of the Committee | Composition of Committee | Highlights of duties, responsibilities and activities |
|---------------------------------------|--|---|
| Audit Committee | Mr. Harshit Agarwal (Chairperson) Mr. Santosh Kumar Mrs. Radha Agarwal Mr. Deepak Das (Company Secretary) | <ol style="list-style-type: none">1. All recommendations made by the audit committee during the year were accepted by the Board.2. The Company has adopted the whistleblower mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, violation of the Company's Code of Conduct and Ethics. The whistleblower policy is appended as annexure V to the Board's report.3. In accordance with the requirement of the listing Agreement, the Company has formulated policies on related party transactions on material subsidiaries. The policies including the whistleblower Policy, are available on our website. |
| Nomination and Remuneration Committee | Mr. Harshit Agarwal (Chairperson) Mr. Santosh Kumar Mrs. Radha Agarwal | <ol style="list-style-type: none">1. The Committee oversees and administers executive compensation, operating under a written charter adopted by our Board of Directors.2. The committee has a right to directly retain independent advisors to assist it.3. The nomination and remuneration committee has framed the nomination and remuneration policy. A copy of the policy is appended as annexure IV to the Board's report. |
| Stakeholders Relationship Committee | Mr. Harshit Agarwal (Chairperson) Mr. Santosh Kumar Mrs. Radha Agarwal | <ol style="list-style-type: none">1. The committee reviews and ensures redressal of Investor grievances. |

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM/ WHISTLE BLOWER POLICY FOR DIRECTORS AND EMPLOYEES

In order to ensure that the activities of the company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior of the company has adopted a vigil mechanism policy. The aim of the policy is to provide adequate safeguards against victimization of whistle blower who avails of the mechanism

and also provide direct access to the Chairman of audit Committee, in appropriate and exceptional cases.

Accordingly, 'whistle Blower policy' has been formulated with a view to provide a mechanism for the Directors and employees of the Company to approach the Ethics Counselor or the Chairman of the audit Committee of the Company.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about irregularities within the Company.

This policy is also posted on the website of the company.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to members of the Board and all employees in the course of day to day business operations of the company. The Code has been placed on the Company's website www.pptinvestment.com The Code lays down the standard procedure of business conduct which is expected to be followed by the directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

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

PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS UNDER SECTION 186

Particulars of Loans and Guarantees are provided in the financial statements (please refer the Note 11 to the financial Statements).

RELATED PARTY TRANSACTIONS

During the year the Company had not entered into any contract/arrangement/transaction with related parties which could be considered as material, as defined under SEBI (LODR) Regulations, 2015. In accordance with Accounting Standards -18, the Related Parties Transaction are disclosed as an Annexure VI.

The disclosure of related party transactions as required under section 134(3)(h) of the Companies Act, 2013 in Form AOC - 2 is enclosed.

REPORT ON CORPORATE GOVERNANCE

A report on corporate governance is annexed herewith. As required by Regulation 17 to 27 and 46 (2) (b) to (i) of the SEBI (LODR) Regulations, 2015, the Auditor's Certification on Corporate Governance is enclosed to the Board's Report.

PARTICULARS OF EMPLOYEES

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 are as follows:

The particulars of the employees who are covered by the provisions contained in Rule 5(2) and rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are:

- | | |
|----------------------------------|-----|
| a) Employed throughout the Year | Nil |
| b) Employed for part of the year | Nil |

The remuneration paid to all key managerial personnel was in accordance with remuneration policy adopted by the company.

In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by members at the registered office of the company during business hours on working days of the company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the Chief Financial Officer in advance.

SEXUAL HARASSMENT

The Company has in place a Prevention of Sexual harassment policy in line with the requirements of the sexual harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the Year 2015-2016, no complaints were received by the Company related to sexual harassment.

BUSINESS RESPONSIBILITY REPORT

Regulation 34(2)(f) of the SEBI (LODR) Regulations, 2015 is not applicable to our Company. Since no initiative with respect to environmental, social etc has been taken.

DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of the provisions of Section 133 of the Companies Act, 2013 and read with Rule 7 of the Companies (Accounts) Rules, 2015, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). There are no material departures from prescribed accounting standards in the adoption of these standards.

The directors confirm that:

- In preparation of the annual accounts for the financial year ended March 31, 2016, the applicable accounting standards have been followed.
- 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.

- The directors have taken proper and sufficient care towards the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- The directors had prepared the annual accounts on a going concern basis.
- The directors have laid down internal financial controls, which are adequate and are operating effectively.
- The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STOCK EXCHANGE LISTING

The Equity Shares of the Company are listed at the BSE Ltd (formerly Bombay Stock Exchange Ltd). The Company has already paid listing fees for the financial Year 2016-17 to BSE.

CAUTIONARY NOTE

The statements forming part of the Board's Report may contain certain forward looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements.

ACKNOWLEDGEMENT

The Board expresses its sincere gratitude to the shareholders, bankers and clients for their continued support. The Board also wholeheartedly acknowledges with thanks the dedicated efforts of all the staff and employees of the Company.

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

**Place: New Delhi
Date: 28.05.2016**

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

**Sd/-
Santosh Kumar
Director
DIN: 02994228**

ANNEXURE-I
Form No. MR-3
SECRETARIAL AUDIT REPORT

For the financial year ended 31.03.2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2015]

To,
The Members,
Pankaj Piyush Trade and Investment Limited
New Delhi

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

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31/03/2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s Pankaj Piyush Trade and Investment Limited** ("the Company") for the financial year ended on 31/03/2016 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;(Not Applicable)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2016;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable)
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable)
- (vi) Income Tax Act, 1961

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The SEBI (LODR) Regulations, 2015 entered into by the Company with Bombay Stock Exchange(s).

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

No specific observation to be pointed out.

I further report that

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

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

Majority decision is carried through and the dissenting members' views were not required to be captured and therefore, not recorded as part of the minutes.

I further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory auditor and other designated professionals.

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

I further report that during the audit period the company has NO specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Place : New Delhi
Date : **28th May, 2016**

Sd/-
Signature:
Rachna Bhasin
ACS No. 23539
C P No.: 12952

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

'ANNEXURE A' TO THE SECRETARIAL AUDIT REPORT

To,
The Members,
Pankaj Piyush Trade and Investment Limited
Delhi

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: New Delhi
Date: 28th May, 2016

Sd/-
Rachna Bhasin
Practicing Company Secretary
Membership No: 23539

ANNEXURE-II
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2015]

I. REGISTRATION AND OTHER DETAILS:

| | | |
|------|---|---|
| i. | CIN | L65990DL1982PLC256291 |
| ii. | Registration Date | 29/05/1982 |
| iii. | Name of the Company | Pankaj Piyush Trade and Investment Limited |
| iv. | Category/Sub-Category of the Company | Public Company Limited by Shares |
| v. | Address of the Registered office and contact details | B - 502, Statement House, 5th Floor, B Wing, 148, Barakhamba Road ,Delhi -110001 Tel No. :08802410244 Email: info@pptinvestment.com Website: www.pptinvestment.com |
| vi. | Whether listed company | Yes (Listed on BSE Limited) |
| vii. | Name, Address and Contact details of Registrar and Transfer Agent | Contact Officer : Mr. Virender Rana Skyline Financial Services Private Limited D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020. Tel No.: +91-11- 26812682 Fax No.: +91-11-26812683 Email id.: viren@skylinerta.com Website : www.skylinerta.com |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

| All the business activities contributing 10 % or more of the total turnover of the company shall be stated:- | | | |
|--|--|----------------------------------|------------------------------------|
| Sl. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
| 1. | Sale of shares and Securities | 651 | 72.66 |
| 2. | Interest Income | 651 | 27.34 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

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

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup 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 01/04/2015) | | | | No. of Shares held at the end of the year (as on 31/03/2016) | | | | % Change during the year |
|---|--|----------|--------------|-------------------|--|----------|--------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoter | | | | | | | | | |
| 1) <i>Indian</i> | | | | | | | | | |
| a) Individual/ HUF | 60000 | 0 | 60000 | 15 | 60000 | 0 | 60000 | 15 | 0 |
| b) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corp | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Any Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total(A)(1):- | 60000 | 0 | 60000 | 15 | 60000 | 0 | 60000 | 15 | 0 |
| 2) <i>Foreign</i> | | | | | | | | | |
| g) NRIs-Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Other-Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| j) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| k) Any Other.... | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total(A)(2):- | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total shareholding of Promoter (A) = (A)(1)+(A)(2) | 60000 | 0 | 60000 | 15 | 60000 | 0 | 60000 | 15 | 0 |
| B. Public Shareholding | | | | | | | | | |
| 1. <i>Institutions</i> | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total(B)(1) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2. <i>Non Institutions</i> | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| (i) Indian | 35941 | 0 | 35941 | 8.99 | 52,835 | 0 | 52,835 | 13.21 | +4.22 |
| (ii) Overseas | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | | | | |
|---|---------------|----------|---------------|------------|---------------|----------|---------------|------------|----------|
| b) Individuals | | | | | | | | | |
| (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 266159 | 0 | 266159 | 66.54 | 2,62,665 | 0 | 2,62,665 | 65.67 | -0.87 |
| (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 12900 | 0 | 12900 | 3.23 | 24,500 | 0 | 24,500 | 6.14 | +2.90 |
| c) Others | | | | | | | | | |
| (i) Hindu Undivided Family | 25000 | 0 | 25000 | 6.24 | 0 | 0 | 0 | 0 | -6.24 |
| Sub-total(B)(2) | 340000 | 0 | 340000 | 85 | 340000 | 0 | 340000 | 85 | 0 |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 340000 | 0 | 340000 | 85 | 340000 | 0 | 340000 | 85 | 0 |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total(A+B+C) | 400000 | 0 | 400000 | 100 | 400000 | 0 | 400000 | 100 | 0 |

ii. Shareholding of Promoters

| Sr. No | Shareholder's Name | Shareholding at the beginning of the year (as on 01/04/2015) | | | Shareholding at the end of the year (as on 31/03/2016) | | | |
|--------|--------------------|--|----------------------------------|---|--|----------------------------------|---|---|
| | | 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 | % change in share holding during the year |
| 1. | Vinod Kumar Bansal | 60000 | 15.00 | 0 | 60000 | 15.00 | 0 | 0 |
| | Total | 60000 | 15.00 | 0 | 60000 | 15.00 | 0 | 0 |

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

| Sr. no | Name | Shareholding at the beginning of the year (as on 01/04/2015) | | Date | Increase/ Decrease in shareholding | Reason | Cumulative Shareholding during the year (01-04-15 to 31-03-16) | |
|--------|--------------------|--|----------------------------------|------------|------------------------------------|--------|--|----------------------------------|
| | | No. of shares | % of total shares of the company | | | | No. of shares | % of total shares of the company |
| 1 | Vinod Kumar Bansal | 60000 | 15.00 | 01.04.2015 | Nil | N.A. | | |

| | | | | | | | | |
|--|--|--|--|------------|--|--|-------|-------|
| | | | | 31.03.2016 | | | 60000 | 15.00 |
|--|--|--|--|------------|--|--|-------|-------|

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

| Sr.No | Name of Shareholder | No of Shares At the Beginning of Year 01/04/2015 and End of The Year 31/03/2016 | % To the Total Shares | Transaction Date | Increase /Decrease | Reason | Cumulative Shareholding Holding during the Period Between 01/04/2015 and 31/03/2016 | % of Total Shares of the Company |
|-------|---------------------------------------|---|-----------------------|------------------|--------------------|----------|---|----------------------------------|
| 1 | DINESH GUPTA | 0 | 0 | 04/12/2015 | 22500 | Purchase | 22500 | 5.63 |
| | | | | 25/12/2015 | 2000 | Purchase | 24500 | 6.13 |
| | | 24500 | 6.13 | | | | | |
| 2 | LA MANCHA ENTERPRISES PRIVATE LIMITED | 0 | 0 | 18/12/2015 | 7583 | Purchase | 7583 | 1.9 |
| | | | | 29/01/2016 | 6114 | Purchase | 13697 | 3.42 |
| | | | | 12/02/2016 | 3324 | Purchase | 17021 | 4.26 |
| | | 17021 | 4.26 | | | | | |
| 3 | RENU MITTAL | 10000 | 2.5 | | | | | |
| | | 10000 | | | | Nil | | |
| 4 | NIRMAL AGGARWAL | 10000 | 2.5 | | | | | |
| | | 10000 | | | | Nil | | |
| 5 | ROSHAN LAL | 10000 | 2.5 | | | | | |
| | | 10000 | | | | Nil | | |
| 6 | BABITA MITTAL | 10000 | 2.5 | | | | | |
| | | 10000 | | | | Nil | | |
| 7 | RENU AGGARWAL | 10000 | 2.5 | | | | | |
| | | 10000 | | | | Nil | | |
| 8 | SURYA BUILDPRO PRIVATE LIMITED | 5500 | 1.38 | | | | | |
| | | 5500 | | | | Nil | | |

| | | | | | | | | |
|----|---|------|------|------------|------|----------|------|------|
| 9 | TRUCKLINK VINMAY TRADING PRIVATE LIMITED | 0 | 0 | 19/06/2015 | 4997 | Purchase | 4997 | 1.25 |
| | | 4997 | 1.25 | | | | | |
| 10 | AVS ALLOY INDIA PRIVATE LIMITED | 0 | 0 | 13/11/2015 | 3012 | Purchase | 3012 | 0.75 |
| | | | | 20/11/2015 | 1417 | Purchase | 4429 | 1.11 |
| | | 4429 | 1.11 | | | | | |

v. Shareholding of Directors and Key Managerial Personnel:

| Sr. no | Name | Shareholding at the beginning of the year (as on 01/04/2015) | | Date | Increase/Decrease in shareholding | Reason | Cumulative Shareholding during the year (01-04-15 to 31-03-16) | |
|-----------|--|--|----------------------------------|------------|-----------------------------------|--------|--|----------------------------------|
| | | No. of shares | % of total shares of the company | | | | No. of shares | % of total shares of the company |
| A. | Directors | | | | | | | |
| 1 | Vinod Kumar Bansal | 60000 | 15.00 | 01.04.2015 | 0 | Nil | | |
| | | | | 31.03.2016 | | | 60000 | 15.00 |
| 2 | Renu Bansal | 0 | 0 | 01.04.2015 | 0 | Nil | | |
| | | | | 31.03.2016 | | | 0 | 0 |
| 3 | Seema Mangal | 0 | 0 | 01.04.2015 | 0 | Nil | | |
| | | | | 31.03.2016 | | | 0 | 0 |
| 4 | Radha Agarwal | 0 | 0 | 01.04.2015 | 0 | Nil | | |
| | | | | 31.03.2016 | | | 0 | 0 |
| 5 | Harshit Agarwal | 0 | 0 | 01.04.2015 | 0 | Nil | | |
| | | | | 31.03.2016 | | | 0 | 0 |
| B. | Key Managerial Personnel(KMP's) | NIL | | | | | | |

V. INDEBTEDNESS

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

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year (As on 01.04.2015) | | | | |
| i) Principal Amount | Nil | Nil | Nil | Nil |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not | | | | |
| Total(i+ii+iii) | Nil | Nil | Nil | Nil |
| Change in Indebtedness during the financial year | | | | |
| - Addition | Nil | Nil | Nil | Nil |
| - Reduction | | | | |
| Net Change | Nil | Nil | Nil | Nil |
| Indebtedness at the end of the financial year (As on 31.03.2016) | | | | |
| i) Principal Amount | Nil | Nil | Nil | Nil |
| 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

| Sl. No. | Particulars of Remuneration | Mr. Vinod Kumar Bansal (Managing Director) | | | | Total Amount |
|---------|---|---|-----|-----|-----|--------------|
| | | | | | | |
| 1. | Gross salary (a)Salary as per provisions contained in section17(1) of the Income-tax Act,1961 (b)Value of perquisites u/s17(2) Income-tax Act,1961 (c)Profits in lieu of salary under section 17(3)Income- taxAct,1961 | 2,40,000 | Nil | Nil | Nil | 2,40,000 |
| 2. | Stock Option | Nil | Nil | Nil | Nil | Nil |
| 3. | Sweat Equity | Nil | Nil | Nil | Nil | Nil |
| 4. | Commission - as% of profit - others, specify... | Nil | Nil | Nil | Nil | Nil |
| 5. | Others, please specify | Nil | Nil | Nil | Nil | Nil |
| 6. | Total(A) | 2,40,000 | Nil | Nil | Nil | 2,40,000 |

| | | | | | |
|------------------------|-----|-----|-----|-----|-----|
| Ceiling as per the Act | Nil | Nil | Nil | Nil | Nil |
|------------------------|-----|-----|-----|-----|-----|

B. Remuneration to other directors:

| Sl. No. | Particulars of Remuneration | Name of MD/WTD/ Manager | | | | Total Amount |
|---------|--|-------------------------|-----|-----|-----|--------------|
| | <u>Independent Directors</u> | | | | | |
| | · Fee for attending board / committee meetings · Commission · Others, please specify | Nil | Nil | Nil | Nil | Nil |
| | Total(1) | Nil | Nil | Nil | Nil | Nil |
| | <u>Other Non-Executive Directors</u> | | | | | |
| | • Fee for attending board / committee meetings • Commission • Others, please specify | Nil | Nil | Nil | Nil | Nil |
| | Total(2) | Nil | Nil | Nil | Nil | Nil |
| | Total(B)=(1+2) | Nil | Nil | Nil | Nil | Nil |
| | Total Managerial Remuneration | Nil | Nil | Nil | Nil | Nil |
| | Overall Ceiling as per the Act | Nil | Nil | Nil | Nil | Nil |

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

| Sl. no. | Particulars of Remuneration | Key Managerial Personnel | | | |
|---------|---|--------------------------|-------------------|----------|----------|
| | | CEO | Company Secretary | CFO | Total |
| 1. | Gross salary | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | Nil | 1,75,000 | 2,04,380 | 3,79,380 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | Nil | Nil | Nil | Nil |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | Nil | Nil | Nil | Nil |
| 2. | Stock Option | Nil | Nil | Nil | Nil |
| 3. | Sweat Equity | Nil | Nil | Nil | Nil |

| | | | | | |
|----|--|-----|----------|----------|----------|
| 4. | Commission - as% of profit -others, specify... | Nil | Nil | Nil | Nil |
| 5. | Others, please specify | Nil | Nil | Nil | Nil |
| | Total | Nil | 1,75,000 | 2,04,380 | 3,79,380 |

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

| Type | Section of the companies Act | Brief description | Details of Penalty/ Punishment/Compounding fees imposed | Authority[RD /NCLT/Court] | Appeal made. If any(give details) |
|------------------------------|------------------------------|-------------------|---|------------------------------|--------------------------------------|
| A. Company | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| B. Directors | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| C. Other Officers In Default | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |

Annexure III
RISK MANAGEMENT POLICY

At Pankaj Piyush Trade and Investment Limited, we believe that an effective Risk Management process is kept to sustained operations thereby protecting Shareholder Value, improving governance processes, achieving strategic objectives and being well prepared for adverse situations or unplanned circumstances, if they were to occur in the lifecycle of the business activities. The Company shall ensure implementation of effective Enterprise Risk Management by:

1. Putting in place Risk Management frameworks and processes.
2. Identifying risks and promoting a pro-active approach of treating such risks.
3. Allocating adequate resources to mitigate and manage risks and minimize their adverse impact on outcomes.
4. Optimising risk situations to manage adverse exposure on deliverables and bring them in line with acceptable Risk Appetite of the Company.
5. Striving towards strengthening the Risk Management System through continuous learning and improvement.
6. Providing clear and strong basis for informed decision making at all levels of the organization on an ongoing basis, having duly evaluated like risks and their mitigation plan being controllable and within risk appetite.
7. Delineating Business Continuity Processes and Disaster management Plans, for unforeseen exigencies and keeping the organization constituents, prepared to appropriately and adequately deal with such circumstances, under eventuality of such happenings.
8. Complying with all relevant laws and regulations across its area of operations.
9. Communicating this policy to the required stakeholders through suitable means and periodically reviewing its relevance in a continuously changing business environment.

Sd/-
Vinod Kumar Bansal
Managing Director
DIN: 00243709

Annexure IV
Nomination and Remuneration Policy

Introduction

The Company considers human resources as its invaluable assets. This policy on nomination and remuneration of Directors, Key Managerial Personnel (KMPs) and other employees has been formulated in terms of the Provisions of Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 to pay equitable remuneration to directors, KMPs and employees of the Company and to harmonize the aspirations of human resources consistent with the goals of the Company.

Objective

The Key Objectives of the Committee and the policy:

- a) To guide the Board in relation to appointment and removal of Directors, Key managerial Personnel and Senior Management.
- b) To recommend to the Board on remuneration payable to the directors, key managerial Personnel and Senior Management.

Constitution of the Nomination and Remuneration Committee

The Board has constituted the nomination and remuneration committee of the Board. This is in line with the requirements under the Companies Act, 2013 ('the Act').

The Board has authority to reconstitute this committee from time to time.

Role of Committee

The role of the committee inter alia will be the following:

- a) to formulate a criteria for determining qualifications, positive attributes and independence of a director.
- b) to recommend to the board the appointment and removal of senior management.
- c) to carry out evaluation of Director's performance and recommend to the Board appointment/removal based on his /her performance.
- d) to recommend to the Board on (i) policy relating to remuneration for directors, Key Managerial personnel and senior management and (ii) Executive Directors remuneration and incentive.

e) to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an executive Director as an employee of the Company subject to the provision of the law and their service contract.

f) to ensure that level and composition of remunerations reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

Remuneration Policy

Managing Director(s), Whole time Director, non executive and Independent Directors

Nomination and Remuneration Committee shall recommend the remuneration, including the commission based on the net profits of the company for the Executive and Non executive Directors. This will be then approved by the Board and Shareholders. Prior approval of Shareholders will be obtained wherever applicable.

The Company pays remuneration by way of salary, perquisites and allowances (fixed component) to managing Director(s), whole time Director. Remuneration is paid within the ceiling approved by the Board and shareholders. Prior approval of Shareholders will be obtained wherever applicable.

The remuneration paid to executive Directors is determined keeping in view the industry benchmark and the relative performance of the Company to the industry performance. Perquisites and retirement benefits are paid according to the company policy as applicable to all employees.

Independent Non-Executive Directors are appointed for their professional expertise in their individual capacity as independent professionals. Independent Non-Executive directors receive sitting fees for attending the meeting of the Board and Board Committee.

Policy on Board diversity

The Board of Directors shall have the optimum combination of Directors from the different areas/ fields like production, Management, Quality assurance, finance, Sales and Marketing, supply Chain, research and development, human resources, etc. or as may be considered appropriate.

The Board shall have atleast one Board Member who has accounting or related financial management expertise and atleast three members who are financially literate.

ANNEXURE-V
VIGIL MECHANISM/ WHISTLE BLOWER POLICY

As a part of our corporate Governance practices, the Company has adopted the whistle Blower policy that covers our directors and employees. The policy is provided herewith pursuant to Regulation 22(1) of SEBI (LODR) Regulations, 2015. The policy is also available on our website.

The Purpose of Policy

Pankaj Piyush Trade and Investment Limited are committed to complying with all applicable laws that apply to them, satisfy the Company code of ethics, and particularly to assuring the business is conducted with integrity and that the Company's financial Information is accurate. If potential violation of company policies or applicable laws are not recognized and addressed promptly, both the company and those working for or with the Company could face Governmental investigation, prosecution, fines and other penalties. That can be costly. Consequentially, and to promote the highest ethical standards, the company will maintain a workplace that facilitates the reporting of potential violations easily and free of any fear of retaliation. That is purpose of the Policy (the 'Policy' or the 'whistleblower Policy').

Your duty to report

Everyone is required to report to the company any suspected violation of any law that applies to the company and any suspected violation of Company's code of conduct and ethics. It is important that you report all suspected violations, this includes possible accounting or financial reporting violations, insider trading, bribery, or violations of the anti-relations aspects of this policy. Consult the Company's Code of Conduct and ethics for more detailed description of potential violations and other areas of particular concern. Relation includes adverse actions, harassment, or discrimination in your employment relating to your reporting of a suspected violation.

It is the policy of the Company that you must, when you reasonably suspect that violation of an applicable law or the Company's code of conduct and ethics has occurred or is occurring, report that potential violation. Reporting is crucial for early detection, proper investigation and violations of Company policies or applicable laws. You should not fear any negative consequences for reporting reasonably suspected violations because retaliation for reporting suspected violation because is strictly prohibited by Company Policy. Failure to report any reasonable belief that a violation has occurred is itself a violation of this policy and such failure will be addressed with appropriate disciplinary action, including possible termination of employment.

How to Report

You must report all suspected violations to (i) your immediate supervisor or the Chief Compliance officer or (iii) anonymously, by sending an email to: info@pptinvestment.com

If you have any reason to believe that your Chief Compliance Officer is involved in the suspected violation, your report may be made to audit Committee of Pankaj Piyush Trade and Investment limited OR to the board of Directors.

Because you have several means of reporting, you need never report to someone you believe that may be involved in the suspected violation or from whom you would fear retaliation.

Your report should include as much information about the suspected violation as you can provide. Where possible, it should describe the nature of suspected violation; and the time frame during which the suspected violation occurred. Where you have not reported anonymously, you may be contacted for further information.

Investigation after your report

All reports under this policy will be promptly and appropriately investigated, and all information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with applicable law. Everyone working for or with the Company has a duty to cooperate in the investigation of report of violations. Failure to cooperate in the investigation or deliberately providing false information during an investigation, can be basis of disciplinary actions, including termination of employment. If, at the conclusion of its investigation, the company will take effective remedial action commensurate with the nature of the offence. This action may include disciplinary action against the accused party, upto and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of Company Policy.

Retaliation is not tolerated

Document retention No one may take any adverse action against any employee for complaining about, reporting, or participating or assisting in the investigation of reasonably suspected violation of any law, this policy or the Company's Code of Conduct and Ethics. The Company takes reports of such relation against any employee reporting a violation and participating in the investigation of a reasonably suspected violation will result in appropriate disciplinary action against any responsible, including possible termination of employment. Those working for or with the Company who engage in retaliation against reporting employees may also be subject to civil, criminal and administrative penalties.

All documents related to reporting, investigation and enforcement pursuant to this policy shall be kept in accordance with Company's record for retention policy and applicable law.

Modification

The Audit Committee or the Board of Pankaj Piyush Trade and Investment Limited can modify the policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with federal, state or local regulations and/ or accommodate organizational changes with the company.

ANNEXURE-VI

Form No. AOC-2

(Pursuant to Regulation (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2015)

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 arms 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 | Not Applicable |
| (b) Nature of contracts/arrangements/transactions | |
| (c) Duration of the contracts / arrangements/transactions | |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any | |
| (e) Justification for entering into such contracts or arrangements or transactions | |
| (f) date(s) of approval by the Board | |
| (g) Amount paid as advances, if any: | |
| (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 | |

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

| | |
|---|--------------------|
| (a) Name(s) of the related party and nature of relationship | VINOD KUMAR BANSAL |
| (b) Nature of contracts/arrangements/transactions | REMUNERATION |
| (c) Duration of the contracts / arrangements/transactions | |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any: | |
| (e) Date(s) of approval by the Board, if any: | |
| (f) Amount paid as advances, if any: | 2,40,000 |

Sd/-
Vinod Kumar Bansal
Managing Director
DIN: 00243709

Sd/-
Santosh Kumar
Director
DIN: 02994228

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Economic Outlook

The global economy remained flat in 2016 with growth slowing down to just 3.1% compared to 3.4% in 2015 (as per latest IMF estimates). This marks the slowest pace of expansion since the global financial crisis in 2009 and the fourth successive year that the global economy has grown at a rate lower than its long-term average of 3.6% p.a. The Emerging Market & Developing Economies witnessed further deceleration in growth from 4.6% in 2015 to 4.0% in 2016 with the Chinese economy slowing down from 7.3% in 2015 to 6.9% in 2016 and other major constituent economies like Brazil and Russia witnessing contraction. The Advanced Economies, on the other hand, recorded a marginal uptick in growth - from 1.8% in 2015 to 1.9% in 2016. The US economy posted a muted growth of 2.4% for the second year in a row due to weak exports and decline in investments.

The Emerging Market & Developing Economies are likely to witness another year of muted growth at 4.0% before improving to 4.6% in 2017, aided by Brazil and Russia coming out of deep recession. Growth in China is projected to slow down further to 6.5% in 2016 and 6.2% in 2017, reflecting the ongoing rebalancing of the economy towards a more sustainable and broad-based consumption and services led growth.

The Indian economy witnessed another challenging year growing by 7.5% in real terms during the first nine months of 2015-16 representing a marginal improvement over 2015-15 (7.2%). However, there was a marked decline in Nominal GDP growth which stood at 8.1% for the period April 2016 to December 2016 compared to 11.4% for the corresponding period in the previous year. Looking beyond the GDP numbers, a wide range of economic indicators suggest tepid performance across consumption, private investments and exports which have contracted significantly against the backdrop of a 6.5% in 2016 and 6.2% in 2017, reflecting the ongoing rebalancing of the economy towards a more sustainable and broad-based consumption and services led growth.

The Indian economy witnessed another challenging year growing by 7.5% in real terms during the first nine months of 2015-16 representing a marginal improvement over 2015-15 (7.2%). However, there was a marked decline in Nominal GDP growth which stood at 8.1% for the period April 2016 to December 2016 compared to 11.4% for the corresponding period in the previous year.

Opportunities, Threats & Risks

The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk. However prudent business and risk management practices followed by the company over the years

helps its to manage normal industry risk factors, which inter alia includes economic/ business cycle, fluctuations in the stock prices in the market, besides the interest rate volatility, and credit risk.

The Company is confident of managing these risks by observing a conservative financial profile in investment and trading of securities business.

Indian Economy will see reasonable growth of 5.6% in the near terms of inflation, oil prices, budget deficits, interest rates, commodity prices and infrastructural bottlenecks remains area of concern.

The sheer unpredictable nature of the markets makes investments a risky proposition. An investment company has to live with the fear of falling markets and movement of the sensex. However, the company hopes to improve its performance on the strength of its long experience and its strong emphasis on the fundamentals. Your management has got ample exposure of the capital markets, which provide us an opportunity to make safer and profitable investments with minimum risks.

Performance

During the year, the company has earned Gross profit before tax of Rs. 32,06,503 mainly from sale of shares and securities and interest earned.

Internal Control Systems

The Company has an Internal Control System which is commensurate with the size, scale and complexity of its operations. The Internal Auditors monitor the efficiency and efficacy of the internal control systems in the Company, compliance with operating systems/accounting procedures and policies of the Company. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

The Company has adequate systems and procedures to provide assurance of recording transactions in all material respects. During the year, Mr. Deepak Kumar Das, Company Secretary, reviewed the adequacy and operating effectiveness of the internal financial controls as per Section 134 (5) of the Companies Act, 2013 by covering the following broad areas:

- i. Material level assessment
- ii. Entity level assessment
- iii. Risk Control Matrix covering major processes and developing controls

Internal audit and compliance

The Company conducts its internal audit and compliance functions within the parameters of regulatory framework which is well commensurate with the size, scale and complexity of operations. The internal controls and compliance functions are installed, evolved, reviewed, and upgraded periodically.

The Company has appointed, Ms. Deepak Kumar Das, Company Secretary, to conduct internal audit covering all areas of operations including branches. The reports are placed before the Audit Committee of the Board.

The Audit Committee reviews the performance of the audit and compliance functions, the effectiveness of controls and compliance with regulatory guidelines and gives such directions to the Management as necessary / considered appropriate. The Company has framed a compliance policy to effectively monitor and supervise the compliance function in accordance with the statutory requirements.

Human Resources

People remain the most valuable asset of your Company. Your Company is professionally managed with senior management personnel having rich experience and long tenure with the Company. Your Company follows a policy of building strong teams of talented professionals. Your Company encourages, appreciates and facilitates long term careers. Your Company continues to build on its capabilities in getting the right talent to support different products and geographies and is taking effective steps to retain the talent. The Company continues to focus on training programs for skill development, compliance and improved customer experience.

Cautionary Note

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

Acknowledgement

Your directors take this opportunity to place on record their appreciation to all employees for their hard work, spirited efforts, dedication and loyalty to the Company which has helped the Company maintain its growth. The Directors also wish to place on record their appreciation for the support extended by the Reserve Bank of India, other regulatory and government bodies, Company's auditors, customers, bankers, promoters and shareholders

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Board of Directors are focused on the meeting their prime objective of maximization of shareholders wealth. The SEBI (LODR) Regulations, 2015 entered into by the Company with the Stock Exchanges contemplates compliance with the Code of Corporate Governance. The Company conducts its affairs with a blend of the following aspects in their required proportions:

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

As a part of the compliances of the Regulation 17 to 27 and 46(2)(b) to (i) of SEBI (LODR) Regulations, 2015, the Company presents hereunder the required disclosures in the form of a Report for information of all the stakeholders.

BOARD OF DIRECTORS

The Board of Directors comprises SIX members consisting of Three Independent-Non executive directors.

| Name | Designation | Category | No. of other Director-ships | Attendance at Board Meetings | Attendance at previous AGM |
|--------------------|----------------------|-----------------|------------------------------------|-------------------------------------|-----------------------------------|
| Vinod Kumar Bansal | Managing Director | Executive | Nil | Yes | Yes |
| Santosh Kumar | Independent Director | Non-Executive | 3 | Yes | NO |
| Shweta Gupta | Additional Director | Executive | 1 | Yes | NO |
| Radha Agarwal | Director | Non-Executive | Nil | Yes | Yes |

| | | | | | |
|--------------------|---------------------|---------------|-----|-----|-----|
| Harshit Agarwal | Director | Non-Executive | 1 | Yes | Yes |
| Neeraj Kumar Singh | Additional Director | Executive | Nil | Yes | NO |

Shareholding of Non-Executive Directors(NED)-NIL

Meetings of the Board of Directors

The Board of Directors met 12 times during the financial year.

Information supplied to the Board

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

- Quarterly and Half yearly results of the Company
- Minutes of the Audit Committee and other Committee meetings
- Details of Agreements entered into by the Company
- Particulars of Non-Compliance of any statutory or Listing requirement

Minutes of the Board Meeting

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

Code of Ethics

The Company has prescribed a code of ethics for its Directors and senior management personnel. A declaration by the Executive Director to the effect that all the Directors and the senior management personnel have complied with the Code of Ethics laid down for this purpose for the year 2015-2016 is given below:

Declaration – Code of Conduct

This is to confirm that the Board of Directors has laid down a code of conduct for all Directors and senior management personnel of the Company. It is further confirmed that all the Directors and senior management personnel of the Company have duly complied with the Company's Code of

Conduct during the financial year 2015-2016, as required under Regulation 26(3) of the SEBI (LODR) Regulations, 2015 with the Stock Exchanges.

For **Pankaj Piyush Trade and Investment Limited**

Date: 28.05.2016
Place: New Delhi

Sd/-
Vinod Kumar Bansal
Managing Director
DIN: 00243709

BOARD COMMITTEES

The Board of Directors has set up committees of Directors to deal with various matters of specific nature which require concentrated and more focused attention and to arrive at quick and timely decisions in these matters.

The Board of Directors has delegated its certain powers to the committees of Directors and these committees shall exercise such power and give the report of the output to the Board for approval at subsequent meetings. The Board has constituted three committees viz. Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

AUDIT COMMITTEE

Terms of Reference:

The terms of reference of the Audit committee include the following:

1. Review of the quarterly, half yearly and annual financial results of the Company before submission to the Board.
2. Overseeing the financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
3. Holding periodic discussions with statutory auditors and internal auditors of the Company concerning the accounts of the company, internal control systems, scope of audit and observations of auditors.
4. Making recommendations to the Board on any matter relating to the financial management of the Company, including the audit report.
5. Recommendations with respect to appointment and removal of external auditors, fixation of audit fees and also approval of fee for any other services by the auditors.
6. Investigating into any matter in relation to items specified in section 177 of the Companies Act, 2013 or as may be referred to it by the Board and for this purpose to seek any relevant information contained in the records of the Company and also seek external professional advice if necessary.

7. Making recommendations to the Board on any matter relating to the financial management of the Company.

During the year, Four Audit Committee meetings were held.

Composition of Audit committee:

During the year, due to resignation of Mrs. Seema Mangal, the Audit Committee needs to be reconstituted with the Addition of Mr. Santosh Kumar as a member of the Audit Committee.

The Audit Committee of the Company was re-constituted as follows:

| Meetings of the Committee and Attendance of the Members during 2015-16 | Meetings held | Meetings Attended |
|--|---------------|-------------------|
| Mr. Harshit Agarwal | 4 | 4 |
| Mr. Santosh Kumar | 4 | NIL |
| Mrs. Radha Agarwal | 4 | 4 |
| Mr. Deepak Kumar Das | 4 | NIL |

Mr. Deepak Kumar Das shall act as the Secretary of the audit committee.

NOMINATION AND REMUNERATION COMMITTEE

Terms of Reference:

The Nomination and Remuneration Committee constituted by the Company is responsible for looking into the remuneration payable to the Whole-time Directors and other Employees of the Company. The Non-Executive Directors of the Company are not entitled for any remuneration other than fee payable for attending Board & Committee Meetings. The Committee frames the policy on specific remuneration packages for Whole-time Directors including pension rights and compensation payments. The Committee also approves the Remuneration Policy for employees other than Whole-time Directors as may be recommended to it. The Company has a regular appraisal Policy for all employees.

Composition

During the year, due to resignation of Mrs. Seema Mangal, the Nomination and Remuneration Committee needs to be reconstituted with the Addition of Mr. Santosh Kumar as a member of the Nomination and Remuneration Committee.

The Nomination and Remuneration Committee of the Company is constituted with **three** directors, viz.

| Meetings of the Committee and Attendance of the Members during 2015-16 | Meetings held | Meetings Attended |
|--|---------------|-------------------|
| Mr. Harshit Agarwal | 1 | 1 |
| Mr. Santosh Kumar | 1 | NIL |
| Mrs. Radha Agarwal | 1 | 1 |

Meetings of the Committee and Attendance

During the year, ONE meeting of Nomination and Remuneration Committee was held.

Remuneration Policy:

The remuneration of the Executive Director is fixed by the Remuneration Committee as constituted above. The Non-Executive Directors are not paid any remuneration. The remuneration of Employees other than Whole-time Directors is approved by the Remuneration Committee based on recommendations made to it.

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

STAKEHOLDERS RELATIONSHIP COMMITTEE

Composition as on date

During the year, due to resignation of Mrs. Seema Mangal, the Stakeholder Relationship Committee needs to be reconstituted with the Addition of Mr. Santosh Kumar as a member of the Stakeholder Relationship Committee.

The Stakeholder Relationship Committee of the Company has been constituted with Three Directors viz.

| Meetings of the Committee and Attendance of the Members during 2015-16 | Meetings held | Meetings Attended |
|--|---------------|-------------------|
| Mr. Harshit Agarwal | 4 | 4 |
| Mr. Santosh Kumar | 4 | nil |
| Mrs. Radha Agarwal | 4 | 4 |

No investor complaints are pending as on the date of Board's Report. The Company does not have any pending share transfers as on the date of Board's Report.

5. **ANNUAL GENERAL MEETINGS**

Details of last three Annual General Meeting is given below:

| Day | Date | Time | Venue |
|----------|------------|----------|--|
| SATURDAY | 17.08.2013 | 11:00 AM | 314, R.G. Mall, Opposite Dharmkunj Apartment, Sector-9, Rohini, New Delhi-110085 |
| FRIDAY | 18.07.2014 | 12:00 PM | 314, R.G. Mall, Opposite Dharmkunj Apartment, Sector-9, Rohini, New Delhi-110085 |
| MONDAY | 28.09.2015 | 12:00 PM | 314, R.G. Mall, Opposite Dharmkunj Apartment, Sector-9, Rohini, New Delhi-110085 |

No resolution was placed for voting by Postal ballot in the previous Annual General Meeting and special resolution was passed in the last AGM.

7. **DISCLOSURES**

- No transaction of material nature has been entered into by the company with directors or management and their relatives etc that may have a potential conflict with the interests of the company. The Register of contracts containing transactions in which directors are interested is placed before the Board regularly.

- There has been no instance of non-compliance by the Company on any matter related to capital markets. Hence the question of penalties or strictures being imposed by SEBI or Stock Exchanges does not arise.
- The Company is in compliance with all the mandatory requirements of Corporate Governance and has fulfilled the non- mandatory requirements as prescribed in SEBI (LODR) Regulations, 2015 with Stock Exchanges.
- The Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India, to the extent applicable, in the preparation of Financial Statements.
- The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management control risks through means of a properly defined framework.
- The Company has adopted with the Code of Conduct applicable to all Directors, senior management and employees. The Declaration as required under Schedule V is as below:

“All the Directors and Senior Management of the Company have affirmed compliance with the Company’s Code of Conduct for the financial year ended 31st March, 2016”

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

Place: New Delhi
 Date:28-05-2016

Sd/-
Vinod Kumar Bansal
Managing Director
DIN: 00243709

8. **MEANS OF COMMUNICATION**

The Company has published financial results within time specified i.e. 48 hours as required by the SEBI (LODR) Regulations, 2015. No targeted presentations were made during the year under review. The Management Discussion & Analysis Report forms part of the Annual Report of the Company as required under Schedule V of SEBI (LODR) Regulations, 2015.

9. GENERAL SHAREHOLDER INFORMATION

- 1) Annual General Meeting Schedule: Friday the 30th September, 2016 at 1.30 PM at **Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi**
- 2) Financial Calendar (2016-2017) (Tentative) :
The Financial year of the Company is 1st April to 31st March.

| Financial Year reporting for | Proposed date |
|--|--|
| Un-audited Financial Results for quarter ended 30.06.2016 | Last week of July, 2016 |
| Un-audited Financial Results for quarter ended 30.09.2016 | Last week of October, 2016 |
| Un-audited Financial Results for quarter ended 31.12.2016 | Last week of January, 2017 |
| Un-audited/Audited Financial Results for quarter/year ended 31.03.2017 Annual General Meeting | Last week of April, 2017 August, 2017 |

- 3) Dates of Book Closure : 23rd September, 2016 to 30th September, 2016 (both days inclusive)
- 4) Dividend Payment Date : Not Applicable
- 5) Listing at Stock Exchanges : Bombay Stock Exchange Ltd
- 6) Listing Fees : The Listing fees for the year 2016-2017 paid to BSE
- 7) Scrip Code : 506122
- 8) ISIN No. : INE820M01018
- 9) CIN No. : L65990DL1982PLC256291

10) Market Price & Data

Company :Pankaj Piyush Trade & Investment Ltd 506122

Period: 01-Apr-2015 to 31-Mar-2016

| <u>Date</u> | <u>Open Price</u> | <u>High Price</u> | <u>Low Price</u> | <u>Close Price</u> | <u>No.of Shares</u> | <u>No. of Trades</u> | <u>Total Turnover (Rs.)</u> |
|-------------|-------------------|-------------------|------------------|--------------------|---------------------|----------------------|-----------------------------|
| 31-Mar-16 | 74 | 74 | 74 | 74 | 15 | 2 | 1110 |
| 30-Mar-16 | 74 | 74 | 74 | 74 | 6 | 2 | 444 |
| 23-Mar-16 | 74 | 74 | 74 | 74 | 110 | 5 | 8140 |
| 22-Mar-16 | 74 | 74 | 74 | 74 | 70 | 3 | 5180 |
| 21-Mar-16 | 74 | 74 | 74 | 74 | 117 | 5 | 8658 |
| 18-Mar-16 | 74 | 74 | 74 | 74 | 32 | 6 | 2368 |
| 17-Mar-16 | 74 | 74 | 74 | 74 | 278 | 9 | 20572 |
| 16-Mar-16 | 74 | 80.3 | 74 | 74 | 1208 | 60 | 90666 |
| 15-Mar-16 | 76.5 | 76.5 | 76.5 | 76.5 | 35 | 8 | 2677 |
| 14-Mar-16 | 80.5 | 80.5 | 80.5 | 80.5 | 327 | 25 | 26323 |
| 10-Mar-16 | 84.7 | 84.7 | 84.7 | 84.7 | 79 | 8 | 6691 |
| 09-Mar-16 | 85.8 | 85.8 | 85.8 | 85.8 | 284 | 19 | 24367 |
| 08-Mar-16 | 95.3 | 100 | 95.3 | 95.3 | 296 | 20 | 28523 |
| 04-Mar-16 | 105.8 | 105.8 | 105.8 | 105.8 | 448 | 15 | 47398 |
| 03-Mar-16 | 117.5 | 117.5 | 117.5 | 117.5 | 83 | 13 | 9752 |
| 02-Mar-16 | 123.6 | 123.6 | 123.6 | 123.6 | 92 | 13 | 11371 |
| 01-Mar-16 | 130.1 | 130.1 | 130.1 | 130.1 | 64 | 10 | 8326 |
| 29-Feb-16 | 136.9 | 136.9 | 136.9 | 136.9 | 22 | 5 | 3011 |
| 26-Feb-16 | 136.9 | 136.9 | 136.9 | 136.9 | 144 | 9 | 19713 |
| 25-Feb-16 | 136.9 | 143.7 | 136.9 | 136.9 | 46078 | 347 | 6564669 |
| 24-Feb-16 | 136.9 | 136.9 | 136.9 | 136.9 | 20 | 3 | 2738 |
| 23-Feb-16 | 141 | 141 | 136.9 | 136.9 | 142 | 16 | 19472 |
| 22-Feb-16 | 136.9 | 143 | 136.9 | 141 | 3165 | 20 | 446303 |
| 17-Feb-16 | 136.9 | 136.9 | 136.9 | 136.9 | 4 | 2 | 547 |
| 16-Feb-16 | 136.9 | 136.9 | 136.9 | 136.9 | 11 | 5 | 1505 |
| 15-Feb-16 | 136.9 | 136.9 | 136.9 | 136.9 | 90 | 5 | 12321 |
| 11-Feb-16 | 141 | 152.6 | 141 | 141 | 1615 | 45 | 233745 |
| 10-Feb-16 | 141 | 149.9 | 141 | 145.6 | 8546 | 107 | 1233690 |
| 09-Feb-16 | 142.8 | 142.8 | 142.8 | 142.8 | 72 | 7 | 10281 |
| 08-Feb-16 | 158.6 | 158.6 | 158.6 | 158.6 | 92 | 8 | 14591 |
| 05-Feb-16 | 176.2 | 176.2 | 176.2 | 176.2 | 62 | 4 | 10924 |
| 04-Feb-16 | 195.7 | 195.7 | 195.7 | 195.7 | 11 | 3 | 2152 |
| 03-Feb-16 | 205.9 | 205.9 | 205.9 | 205.9 | 100 | 2 | 20590 |
| 02-Feb-16 | 216.7 | 216.7 | 216.7 | 216.7 | 5 | 2 | 1083 |
| 01-Feb-16 | 228.1 | 228.1 | 228.1 | 228.1 | 6 | 2 | 1368 |
| 27-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 6124 | 22 | 1470372 |

| | | | | | | | |
|-----------|--------|--------|--------|--------|-------|-----|----------|
| 25-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 5 | 3 | 1200 |
| 22-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 24 | 7 | 5762 |
| 21-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 7 | 2 | 1680 |
| 20-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 5 | 1 | 1200 |
| 19-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 6 | 2 | 1440 |
| 18-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 1 | 1 | 240 |
| 15-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 7 | 3 | 1680 |
| 14-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 71 | 8 | 17047 |
| 13-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 5 | 1 | 1200 |
| 11-Jan-16 | 240.1 | 240.1 | 240.1 | 240.1 | 2 | 1 | 480 |
| 08-Jan-16 | 250.2 | 250.2 | 250.2 | 250.2 | 124 | 7 | 31024 |
| 07-Jan-16 | 250.2 | 250.2 | 250.2 | 250.2 | 40 | 8 | 10008 |
| 06-Jan-16 | 250.2 | 250.2 | 250.2 | 250.2 | 38 | 4 | 9507 |
| 05-Jan-16 | 277.9 | 277.9 | 277.9 | 277.9 | 32 | 7 | 8892 |
| 04-Jan-16 | 308.7 | 308.7 | 308.7 | 308.7 | 118 | 11 | 36426 |
| 31-Dec-15 | 343 | 343 | 343 | 343 | 291 | 5 | 99813 |
| 30-Dec-15 | 343 | 343 | 343 | 343 | 1 | 1 | 343 |
| 29-Dec-15 | 343 | 343 | 343 | 343 | 4 | 2 | 1372 |
| 28-Dec-15 | 343 | 343 | 343 | 343 | 103 | 3 | 35329 |
| 24-Dec-15 | 343 | 343 | 343 | 343 | 3 | 3 | 1029 |
| 23-Dec-15 | 343 | 343 | 343 | 343 | 1 | 1 | 343 |
| 22-Dec-15 | 343 | 343 | 343 | 343 | 34 | 4 | 11662 |
| 21-Dec-15 | 343 | 343 | 343 | 343 | 32 | 3 | 10976 |
| 18-Dec-15 | 343 | 343 | 343 | 343 | 16 | 3 | 5488 |
| 17-Dec-15 | 343 | 343 | 343 | 343 | 116 | 6 | 39788 |
| 16-Dec-15 | 343 | 343 | 343 | 343 | 272 | 10 | 93296 |
| 15-Dec-15 | 343 | 343 | 343 | 343 | 251 | 16 | 86093 |
| 14-Dec-15 | 360.1 | 360.1 | 359.2 | 359.2 | 902 | 38 | 324046 |
| 11-Dec-15 | 360 | 378.1 | 343.1 | 378.1 | 44706 | 656 | 16884232 |
| 10-Dec-15 | 343 | 360.1 | 343 | 360.1 | 41043 | 647 | 14717774 |
| 09-Dec-15 | 343 | 343 | 343 | 343 | 64 | 6 | 21952 |
| 08-Dec-15 | 355.5 | 355.5 | 355.5 | 355.5 | 129 | 26 | 45859 |
| 07-Dec-15 | 374.2 | 400 | 374.2 | 374.2 | 11396 | 184 | 4363705 |
| 04-Dec-15 | 414.5 | 414.5 | 393.8 | 393.8 | 8768 | 244 | 3556171 |
| 03-Dec-15 | 454 | 454 | 414.4 | 414.5 | 20784 | 506 | 8887909 |
| 02-Dec-15 | 433.2 | 478 | 433.2 | 436.2 | 11705 | 340 | 5403259 |
| 01-Dec-15 | 456 | 456 | 456 | 456 | 41 | 6 | 18696 |
| 27-Nov-15 | 480 | 480 | 480 | 480 | 10 | 2 | 4800 |
| 20-Nov-15 | 480 | 480 | 480 | 480 | 11 | 2 | 5280 |
| 19-Nov-15 | 480 | 480 | 480 | 480 | 1 | 1 | 480 |
| 17-Nov-15 | 492.5 | 492.5 | 492.5 | 492.5 | 102 | 12 | 50235 |
| 16-Nov-15 | 520 | 520 | 518.25 | 518.25 | 15 | 6 | 7782 |
| 13-Nov-15 | 560 | 560 | 545.5 | 545.5 | 20 | 9 | 10981 |
| 11-Nov-15 | 574 | 620 | 573.75 | 574 | 24 | 8 | 13824 |
| 10-Nov-15 | 600.5 | 662 | 600.5 | 603.75 | 5738 | 229 | 3680119 |
| 09-Nov-15 | 583 | 644 | 583 | 632 | 5031 | 260 | 3066494 |
| 06-Nov-15 | 613.5 | 613.5 | 613.5 | 613.5 | 3012 | 7 | 1847862 |
| 04-Nov-15 | 645.75 | 645.75 | 645.75 | 645.75 | 5 | 1 | 3228 |
| 03-Nov-15 | 658.75 | 658.75 | 658.75 | 658.75 | 1 | 1 | 658 |
| 02-Nov-15 | 672 | 672 | 672 | 672 | 204 | 8 | 137088 |
| 30-Oct-15 | 685.5 | 685.5 | 685.5 | 685.5 | 1 | 1 | 685 |
| 27-Oct-15 | 685.5 | 685.5 | 685.5 | 685.5 | 3 | 1 | 2056 |
| 26-Oct-15 | 685.75 | 685.75 | 685.75 | 685.75 | 6 | 6 | 4114 |
| 21-Oct-15 | 686 | 686 | 686 | 686 | 60 | 2 | 41160 |
| 19-Oct-15 | 687.75 | 687.75 | 687.75 | 687.75 | 3 | 2 | 2063 |
| 16-Oct-15 | 701.75 | 701.75 | 701.75 | 701.75 | 20 | 1 | 14035 |
| 15-Oct-15 | 716 | 716 | 716 | 716 | 5 | 1 | 3580 |
| 13-Oct-15 | 730.5 | 730.5 | 730.5 | 730.5 | 22 | 2 | 16071 |

| | | | | | | | |
|-----------|---------|---------|---------|---------|------|-----|---------|
| 12-Oct-15 | 745.25 | 745.25 | 745.25 | 745.25 | 9 | 1 | 6707 |
| 09-Oct-15 | 760.25 | 760.25 | 760.25 | 760.25 | 3 | 3 | 2280 |
| 08-Oct-15 | 775.75 | 775.75 | 775.75 | 775.75 | 61 | 3 | 47320 |
| 07-Oct-15 | 791.5 | 791.5 | 791.5 | 791.5 | 23 | 5 | 18204 |
| 06-Oct-15 | 807.5 | 807.5 | 807.5 | 807.5 | 13 | 4 | 10497 |
| 05-Oct-15 | 823.75 | 823.75 | 823.75 | 823.75 | 114 | 1 | 93907 |
| 01-Oct-15 | 850.25 | 850.25 | 840.5 | 840.5 | 38 | 10 | 31992 |
| 30-Sep-15 | 884.5 | 884.5 | 850 | 857.5 | 4465 | 284 | 3852663 |
| 29-Sep-15 | 866.75 | 867.25 | 864 | 867.25 | 6428 | 258 | 5574018 |
| 28-Sep-15 | 849.5 | 850.25 | 849 | 850.25 | 3773 | 157 | 3207750 |
| 24-Sep-15 | 825 | 833.75 | 821 | 833.75 | 2630 | 153 | 2181576 |
| 23-Sep-15 | 817.25 | 817.5 | 816.25 | 817.5 | 4647 | 190 | 3798424 |
| 22-Sep-15 | 801.5 | 801.75 | 801 | 801.5 | 1955 | 118 | 1567263 |
| 21-Sep-15 | 756 | 786.5 | 756 | 786.25 | 2113 | 73 | 1657056 |
| 18-Sep-15 | 771.25 | 771.25 | 771.25 | 771.25 | 3 | 2 | 2313 |
| 16-Sep-15 | 786.75 | 786.75 | 786.75 | 786.75 | 1 | 1 | 786 |
| 15-Sep-15 | 828 | 828 | 828 | 828 | 2 | 2 | 1656 |
| 14-Sep-15 | 871.5 | 871.5 | 871.5 | 871.5 | 1 | 1 | 871 |
| 11-Sep-15 | 917.25 | 917.25 | 917.25 | 917.25 | 1 | 1 | 917 |
| 10-Sep-15 | 965.5 | 965.5 | 965.5 | 965.5 | 6 | 2 | 5793 |
| 09-Sep-15 | 1016.25 | 1016.25 | 1016.25 | 1016.25 | 5 | 3 | 5081 |
| 08-Sep-15 | 1069.5 | 1069.5 | 1069.5 | 1069.5 | 1 | 1 | 1069 |
| 07-Sep-15 | 1125.75 | 1125.75 | 1125.75 | 1125.75 | 3 | 1 | 3377 |
| 03-Sep-15 | 1184.75 | 1184.75 | 1184.75 | 1184.75 | 4 | 4 | 4739 |
| 01-Sep-15 | 1247 | 1247 | 1247 | 1247 | 27 | 4 | 33669 |
| 28-Aug-15 | 1312.5 | 1312.5 | 1312.5 | 1312.5 | 2 | 1 | 2625 |
| 27-Aug-15 | 1381.5 | 1381.5 | 1381.5 | 1381.5 | 10 | 1 | 13815 |
| 25-Aug-15 | 1454 | 1540 | 1454 | 1454 | 796 | 82 | 1174995 |
| 24-Aug-15 | 1530.5 | 1680 | 1530.5 | 1530.5 | 696 | 84 | 1083469 |
| 21-Aug-15 | 1608 | 1611 | 1608 | 1611 | 4779 | 325 | 7697237 |
| 20-Aug-15 | 1535 | 1535 | 1534 | 1534.5 | 3815 | 176 | 5855453 |
| 17-Aug-15 | 1424.25 | 1570 | 1424.25 | 1462.75 | 14 | 4 | 20479 |
| 13-Aug-15 | 1444 | 1525 | 1444 | 1499 | 1207 | 7 | 1810008 |
| 10-Aug-15 | 1520 | 1520 | 1520 | 1520 | 251 | 3 | 381520 |
| 31-Jul-15 | 1600 | 1600 | 1600 | 1600 | 350 | 3 | 560000 |
| 24-Jul-15 | 1625 | 1625 | 1625 | 1625 | 1 | 1 | 1625 |
| 22-Jul-15 | 1570 | 1570 | 1570 | 1570 | 3 | 3 | 4710 |
| 15-Jun-15 | 1500.75 | 1500.75 | 1500.75 | 1500.75 | 1 | 1 | 1500 |
| 11-Jun-15 | 1429.5 | 1429.5 | 1429.5 | 1429.5 | 2 | 2 | 2859 |
| 15-May-15 | 1361.5 | 1361.5 | 1361.5 | 1361.5 | 2 | 1 | 2723 |
| 11-May-15 | 1296.75 | 1296.75 | 1296.75 | 1296.75 | 5 | 1 | 6483 |
| 17-Apr-15 | 1235 | 1235 | 1235 | 1235 | 2 | 2 | 2470 |
| 16-Apr-15 | 1120.25 | 1176.25 | 1120.25 | 1176.25 | 1004 | 7 | 1180731 |

11) Registrar & Share Transfer Agents : Skyline Financial Services Pvt Ltd
D-153 A, 1st Floor, Okhla Industrial Area,
Phase - I, New Delhi - 110 020
Tel No. 011-26812682

12) Share Transfer process : 100% shareholding in demat mode, therefore, no request received for physical transfer of shares.

13) Shareholding pattern as on : 31st March, 2016.

| Category | Number of Equity Shares held | % of Shareholding |
|--------------|------------------------------|-------------------|
| Promoters | 60,000 | 15 |
| Public | 3,40,000 | 85 |
| Total | 4,00,000 | 100.00 |

14) Dematerialization of shares: The Company has entered into an Agreement with M/s Skyline Financial Services Pvt. Limited as Registrar and Share Transfer Agents. As on the date of this report, all the shares held in dematerialization form.

15) Outstanding Bonds/ Convertible Instruments : NIL

16. Address for Communication and Registered Office : B - 502, Statement House, 5th Floor,
B- Wing, 148, Barakhamba Road ,Delhi-
110001

17. Weblink : E-Mail: info@pptinvestment.com
: <http://www.pptinvestment.com/>

CERTIFICATE OF COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

**To
The Members
Pankaj Piyush Trade and Investment limited
Delhi**

We have examined the compliance of conditions of the Corporate Governance by Pankaj Piyush trade and Investment Limited, for the year ended March 31, 2016 as stipulated under Regulation 17 to 27 and 46(2)(b) to (i) of the SEBI (LODR) Regulations, 2015 with the Stock Exchange(s).

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

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

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

Date: 02/09/2016
Place: New Delhi

Sd/-
Rachna Bhasin
Practising Company Secretary
Membership No: 23539

CEO/CFO CERTIFICATION

**To,
The Board of Directors
Pankaj Piyush Trade and Investment Limited
Delhi**

1. I have reviewed financial statements and the cash flow statement of Pankaj Piyush Trade & Investment Limited for the year ended 31st march, 2016 and to the best of my Knowledge and belief:

(i) the statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. There are, to the best of my knowledge and belief, no transaction entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

3. I accept responsibility for establishing and maintaining internal control systems pertaining to financial reporting. I have not come across any reportable deficiencies in the design of operation of such internal controls.

4. I have indicated the auditors and the Audit Committee:

(i) that there are no significant changes in internal control over financial reporting during the year;

(ii) that there are no significant changes in accounting policies during the year; and

(iii) that there are no instances of significant fraud of which we have become aware.

For Pankaj Piyush Trade and Investment Limited

**Sd/-
Usha Sharma
(Chief Financial Officer)**

**Place: New Delhi
Date: 02-09-2016**

DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT

**To
The Member of
Pankaj Piyush Trade and Investment Limited
Delhi**

Pursuant to Regulation 26(3) of the SEBI (LODR) Regulations, 2015 entered into with the Stock Exchanges, I hereby confirm that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management as approved by the Board for the financial year ended March 31st, 2016.

For Pankaj Piyush Trade and Investment Limited

**Date: 02-09-2016
Place: New Delhi**

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

INDEPENDENT AUDITOR'S REPORT

To the Members of

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Report on Financial Statements

We have audited the accompanying financial statements of **PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**, which comprise the Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk

assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Company has in place the adequate internal financial control system over financial reporting and the operating effectiveness of such controls.

An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India:

- i. In case of the Balance Sheet, of the **state of affairs** of the company as at 31st March 2016;
- ii. In case of Statement of Profit and Loss, of the **profit** for the year ended on that date; and
- iii. In case of Cash Flow Statement, of the **cash flows** for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order 2016 (the Order), as amended, issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure- A**, a statement on the matters specified in paragraphs 3 and 4 of the said Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) The observation of financial transactions does not reveal any matter which has any adverse effect on the functioning of the Company.

- g) With respect to adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure- B**.
- 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, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigations in its financial statements;
 - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses. However, company does not enter into any long-term contracts including derivative during the specified period;
 - iii) The Company is not required to transfer any amount to the Investor Education and Protection Fund.

Signed for the purpose of identification

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

O.P. Pareek
Partner
Membership No. 014238

New Delhi, the 28th day of May 2016

ANNEXURE- A TO THE AUDITOR'S REPORT

The Annexure referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date to the members of **Pankaj Piyush Trade and Investment Limited** (the Company) for the year ended on 31st March 2016.

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

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

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

(b) According to information and explanations given to us, there are no outstanding statutory dues on the part of Company which is not deposited on account of dispute;

- (viii) According to information and explanations given to us, the company has not obtained any loans and borrowings from any financial institution, bank, government or dues to debenture holders, and hence question of default of repayment does not arise;
- (ix) According to information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer. The Company has not taken any term loans and hence question of its utilization does not arise;
- (x) According to information and explanations given to us, there is no noticed or unreported fraud on or by the Company during the year under audit;
- (xi) According to information and explanations given to us, the Company has paid managerial remuneration in accordance with applicable provisions of the Companies Act, 2013;
- (xii) As per information, the Company is not a Nidhi Company, hence provisions of sub- clause (xii) of the Paragraph 3 of the Order are not applicable;
- (xiii) According to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 wherever applicable and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards;
- (xiv) According to information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review;
- (xv) According to information and explanations given to us, the Company has not entered into non- cash transactions with directors or persons connected with him;
- (xvi) *According to information and explanations given to us, the Company is required to be registered under Section 45-1A of the Reserve Bank of India Act, 1934 as the business activities constitute more than 50% of assets and revenue from financial activities viz., trading of shares and advancing of loans. However, no such registration has yet been sought by the Company.*

Signed for the purpose of identification

FOR V.N. PUROHIT & CO.

Chartered Accountants

Firm Regn. No. 304040E

O.P. Pareek

Partner

Membership No. 014238

New Delhi, the 28th day of May 2016

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

We have audited the internal financial controls over financial reporting of **Pankaj Piyush Trade and Investment Limited** (the Company) as on 31st March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for the Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material aspects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on "the internal financial controls over financial reporting criteria considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India".

FOR V.N. PUROHIT & CO.

Chartered Accountants

Firm Regn. No. 304040E

O.P. Pareek

Partner

Membership No. 014238

New Delhi, the 28th day of May 2016

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**CIN- L65990DL1982PLC256291**

BALANCE SHEET AS ON 31ST MARCH, 2016

| Particulars | Notes | 31st March 2016 (Rupees) | 31st March 2015 (Rupees) |
|--|--------------|-------------------------------------|-------------------------------------|
| <u>EQUITY AND LIABILITIES</u> | | | |
| Shareholders' fund | | | |
| Share Capital | 3 | 24,000,000 | 24,000,000 |
| Reserves and Surplus | 4 | 226,911,887 | 239,120,800 |
| Non-Current liabilities | | | |
| Deferred tax liabilities (net) | 5 | - | 5,645 |
| Current liabilities | | | |
| Other Current Liabilities | 6 | 423,386 | 359,444 |
| Short-Term Provisions | 7 | 650,000 | 314,000 |
| Total | | 251,985,273 | 263,799,889 |
| <u>ASSETS</u> | | | |
| Non-Current Assets | | | |
| Fixed Assets | | | |
| Tangible Assets | 8 | 3,904,027 | 4,168,994 |
| Capital & amortised expenses not w/off | 9 | - | - |
| Deferred Tax Assets (net) | 5 | 66,298 | - |
| Other Non-Current Assets | 10 | 15,200 | 15,200 |
| Current Assets | | | |
| Current Investment | 11 | 500,000 | - |
| Inventories | 12 | 14,907,425 | 9,251,677 |
| Trade Receivable | 13 | - | 83,532 |
| Cash and Cash Equivalents | 14 | 6,644,586 | 8,603,088 |
| Short Term Loans and Advances | 15 | 240,855,161 | 241,677,398 |
| Total | | 266,892,697 | 263,799,889 |
| Summary of significant accounting policies | 2 | | |

The accompanying notes are an integral part of the financial statements.
As per our report of even date

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

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

O.P. Pareek
Partner
Membership No. 014238

Vinod Kumar Bansal **Renu Bansal**
Managing Director Director
DIN -00243709 DIN -05149389

Usha Sharma **Deepak Kumar Das**
CFO Company Secretary
PAN: BRFPS1323F M.No.-A42712

New Delhi, the 28th day of May 2016

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**CIN- L65990DL1982PLC256291**

STATEMENT OF TRADING & PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2016

| Particulars | Notes | From 1st April 2015 to 31st March 2016 (Rupees) | From 1st April 2014 to 31st March 2015 (Rupees) |
|---|-------|---|---|
| A. CONTINUING OPERATIONS | | | |
| Income | | | |
| Revenue from operations | 16 | 72,104,119 | 85,304,446 |
| Other Income | 17 | 798,765 | - |
| Total Revenue (I) | | 72,902,884 | 85,304,446 |
| Expenses | | | |
| Purchases of stock in trade | 18 | 67,176,322 | 83,413,072 |
| Changes in inventories | 19 | 9,251,677 | (9,251,677) |
| Employee benefit expenses | 20 | 4,704,874 | 4,466,825 |
| Depreciation & amortise expenses | 21 | 264,967 | 1,066,171 |
| Other administrative expenses | 22 | 3,205,966 | 4,705,487 |
| Total (II) | | 84,603,806 | 84,399,879 |
| Profit/ (loss) before tax (I - II) | | (11,700,922) | 904,567 |
| Tax expenses | | | |
| Current Tax | | 650,000 | 314,000 |
| Deferred tax | | 71,943 | (34,415) |
| Total Tax Expenses | | 578,057 | 279,585 |
| Profit/ (loss) for the year after tax | | (12,278,979) | 624,982 |
| Less: amount transfer to reserves | | - | - |
| Profit available for dividend distribution | | (12,278,979) | 624,982 |
| Less: proposed dividend on equity | | - | - |
| Less: provision for dividend distributors tax | | - | - |
| Net profit transfer to appropriation | | (12,278,979) | 624,982 |
| Earning per share (EPS) | | | |
| [nominal value of share Rs. 10/-] | | | |
| Basic | | (30.70) | 1.56 |
| Diluted | | (30.70) | 1.56 |
| Summary of significant accounting policies | 2 | | |

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

As per our report of even date

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

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

O.P. Pareek
Partner
Membership No. 014238

Vinod Kumar Bansal **Renu Bansal**
Managing Director **Director**
DIN -00243709 **DIN -05149389**

Usha Sharma **Deepak Kumar Das**
CFO **Company Secretary**
PAN: BRFPS1323F **M.No.-A42712**

New Delhi, the 28th day of May 2016

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**CIN- L65990DL1982PLC256291**

CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2016

| | For the year ended 31st March 2016 (Rupees) | For the year ended 31st March 2015 (Rupees) |
|--|---|---|
| CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net profit before tax and after extra- ordinary items (As per profit & loss account) | (11,700,922) | 904,567 |
| Adjustments for items not included | | |
| Add: Depreciation & amortise expenses | 264,967 | 1,066,171 |
| Operating Profit before working capital changes | (11,435,955) | 1,970,738 |
| Working capital adjustments: - | | |
| (Increase)/ decrease in current loans and advances | 822,237 | (13,345,454) |
| (Increase)/ decrease in Trade receivables | 83,532 | 5,372,329 |
| (Increase)/ decrease in inventories | 9,251,677 | (9,251,677) |
| Increase/ (decrease) in current liabilities | 63,942 | 277,867 |
| Increase/ (decrease) in other current liabilities | - | - |
| Cash generated from operations | (1,214,567) | (14,976,197) |
| Direct Taxes Paid | (243,935) | 57,470 |
| Net cash flow from operating activities (A) | (1,458,502) | (14,918,727) |
| CASH FLOW FROM INVESTING ACTIVITIES | | |
| Purchase of investments | (500,000) | - |
| Expenses for capital expenses | - | - |
| Purchase of fixed assets | - | - |
| Net cash flow from investing activities (B) | (500,000) | - |
| CASH FLOW FROM FINANCING ACTIVITIES | | |
| Proceeds from issue of equity shares | - | - |
| Increase/ (decrease) in secured loans | - | - |
| Net cash flow from financing activities (C) | - | - |
| Net cash flow during the year (A + B + C) | (1,958,502) | (14,918,727) |
| Add: Opening cash and cash equivalents | 8,603,088 | 23,521,816 |
| Closing cash and cash equivalents | 6,644,586 | 8,603,088 |
| Components of cash and cash equivalents | | |
| Cash in hand | 221,370 | 2,043,929 |
| Deposit with banks in current accounts | 6,423,216 | 6,559,159 |
| Total cash and cash equivalents (note 8) | 6,644,586 | 8,603,088 |

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

As per our report of even date

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

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

O.P. Pareek
Partner
Membership No. 014238

Vinod Kumar Bansal
Managing Director
DIN -00243709

Renu Bansal
Director
DIN -05149389

Usha Sharma
CFO
PAN: BRFPS1323F

Deepak Kumar Das
Company Secretary
M.No.-A42712

New Delhi, the 28th day of May 2016

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS

1. Basis of preparation of Financial Statement

The Financial Statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these Financial Statements to comply in all material respect with the accounting standards notified under the Companies (Accounting standards) Rule, 2006, (as amended) and the relevant provision of the companies Act, 2013. The Financial Statements have been prepared on the accrual basis and under the historical cost convention.

2. Summary of significant accounting policies :

a. Use of estimates

The preparation of Financial Statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current event and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period.

b. Fixed Assets

Fixed assets are carried at the cost of acquisition or construction less accumulated depreciation. The cost of fixed assets includes non-refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets.

c. Depreciation on Fixed Assets

Depreciation on fixed assets is provided on the Written Down Value (WDV) Method. Depreciation is provided based on useful life of the asset as prescribed in Schedule II to the Companies Act 2013.

d. Revenue Recognition

Having regards to the size, nature and level of operation of the business, the company is applying accrual basis of accounting for recognition of income earned and expenses incurred in the normal course of business.

e. Investments

Investments both Current and Non- Current are stated at cost.

f. Inventories

Inventories include investments in shares of other companies. The company classified such investments as inventory and valuation of them has been made at lower of cost or market value.

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS

g. Taxes on Income

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period.

Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognized if there is virtual certainty that sufficient future taxable income will be available to realize the same.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

h. Provisions

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resource embodying economic benefits will be require to settle the obligation and a reliable estimate can be made of the amount of the obligation. 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 review at the end of each reporting date and adjusted to reflect the current best estimates.

i. Earnings Per Share

Basic Earnings per Share has been calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted Earnings per Share has been computed by dividing the net profit after tax by the weighted average no. of equity shares considered for deriving basic Earnings per Share and also the weighted average no. of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

j. Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, cash at bank and short term investments with the original maturity of three months or less.

k. Previous year figures

The company has reclassified previous year figures to conform to current year's classification.

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**CIN- L65990DL1982PLC256291**

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2015 TO 31ST MARCH 2016

| 3. Share capital | As at 31st March 2016 | | As at 31st March 2015 | |
|--|-----------------------|--------------------|-----------------------|--------------------|
| | (Rupees) | | (Rupees) | |
| Authorised shares | | | | |
| 1,90,00,000 Equity Shares of Rs.10/- each | | 190,000,000 | | 190,000,000 |
| 20,00,000 Preference Shares of Rs.10/- each | | 20,000,000 | | 20,000,000 |
| | | 210,000,000 | | 210,000,000 |
| Issued, subscribed and fully paid- up shares | | | | |
| 4,00,000 Equity Shares of Rs.10/-each fully paidup | | 4,000,000 | | 4,000,000 |
| 20,00,000 6% Non-Cumulative Compulsory Redeemable Preference Shares of Rs.10/- each fully paidup | | 20,000,000 | | 20,000,000 |
| Total issued, subscribed and fully paid- up share capital | | 24,000,000 | | 24,000,000 |

a. Reconciliation of Shares outstanding at the beginning and at the end of reporting period

| | As at 31st March 2016 | | As at 31st March 2015 | |
|--|-----------------------|-------------------|-----------------------|-------------------|
| | No. | (Rupees) | No. | (Rupees) |
| Share Capital at the beginning of the period | 2,400,000 | 24,000,000 | 2,400,000 | 24,000,000 |
| Issued during the period | | | | |
| Outstanding at the end of the period | 2,400,000 | 24,000,000 | 2,400,000 | 24,000,000 |

b. Terms and rights attached to equity shares

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

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all the preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholder.

c. Terms and rights attached to preference shares

The company has issued 6% non- cumulative, non- convertible preference share of Rs. 10 each at a premium of Rs. 90 each which are compulsorily redeemable after 20 years from the date of issue.

The preference shares are having put and call option which can be exercised by the investor or company respectively at any time before expiry of 20 years but not earlier than expiry of 3 years from the date of issue with a minimum notice period of 3 months.

d. Details of shareholders holding more than 5% shares in the company

| | As at 31st March 2016 | | As at 31st March 2015 | |
|--------------------------------|-----------------------|-----------|-----------------------|-----------|
| | Nos. | % holding | Nos. | % holding |
| Sh. Vinod Kumar Bansal | 60,000 | 15.00% | 60,000 | 15.00% |
| Sh. Dinesh Gupta | 24,500 | 6.13% | - | - |
| Shri Parasram Holdings Pvt Ltd | - | - | 20,053 | 5.01% |

4. Reserves and surplus

| | As at 31st March 2016 | | As at 31st March 2015 | |
|---|-----------------------|----------------------|-----------------------|----------------------|
| | (Rupees) | | (Rupees) | |
| Securities premium account | | | | |
| Opening balance | 180,000,000 | | 180,000,000 | |
| Add/ Less: Utilized/ transfer during the period | - | | - | |
| | | 180,000,000 | | 180,000,000 |
| Capital reserve | | | | |
| Opening balance | 245,669,488 | | 245,669,488 | |
| Add/ Less: Utilized/ transfer during the period | - | | - | |
| | | 245,669,488 | | 245,669,488 |
| General reserve | | | | |
| Opening balance | 560,000 | | 560,000 | |
| Less: Utilized/ transfer during the period | - | | - | |
| | | 560,000 | | 560,000 |
| Surplus/ (deficit) in statement of profit & loss | | | | |
| Balance as per last financial statements | (187,108,689) | | (187,791,140) | |
| Add: Profit/ (loss) for the year | (12,278,979) | | 624,982 | |
| Add/ (Less): Income tax adjusted for earlier years | 70,066 | | 57,470 | |
| Net (deficit) in statement of profit and loss | | (199,317,601) | | (187,108,688) |
| | | 226,911,887 | | 239,120,800 |

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2015 TO 31ST MARCH 2016

| | As at 31st March 2016 | As at 31st March 2015 |
|--|-----------------------|-----------------------|
| | (Rupees) | (Rupees) |
| 5. Deferred Tax Liabilities (net) | | |
| Opening Balance | 5,645 | 40,060 |
| Add/(Less): Tax effect on Timing Difference between depreciation under Companies Act and Income Tax Act | 71,943 | (34,415) |
| Net deferred tax liabilities/(assets) | <u>(66,298)</u> | <u>5,645</u> |
| 6. Other Current Liabilities | | |
| Audit Fee Payable | 22,900 | 22,472 |
| Salary & Bonus Payable | 385,600 | 336,200 |
| TDS Payable | 1,300 | 772 |
| Sundry creditors for Expenses | 13,586 | - |
| | <u>423,386</u> | <u>359,444</u> |
| 7. Short-term provisions | | |
| Provision for income tax | 650,000 | 314,000 |
| | <u>650,000</u> | <u>314,000</u> |
| 8. Fixed Assets (Tangible Assets) | | |
| Net Block as per Annexure enclosed | 3,904,027 | 4,168,994 |
| | <u>3,904,027</u> | <u>4,168,994</u> |
| 9. Capital & amortised expenses not w/off | | |
| Deferred revenue expenses | | |
| Opening Balance | - | 876,000 |
| Add: addition during the year | - | - |
| Less: written off during the year | - | 876,000 |
| | <u>-</u> | <u>-</u> |
| 10 Other Non-Current Assets | | |
| Security Deposits with Tata Power (Electricity) | 7,500 | 7,500 |
| Security Deposits with RG Mall (Maintenance) | 7,700 | 7,700 |
| | <u>15,200</u> | <u>15,200</u> |
| 11. Current Investment | | |
| 25,000 Equity Shares of Rs. 10 each fully paid in Jagtarni Enterprises Private Limited (Refer Note 26) | 250,000 | - |
| 25,000 Equity Shares of Rs. 10 each fully paid in Rithvik Dealers Limited (Refer Note 26) | 250,000 | - |
| | <u>500,000</u> | <u>-</u> |
| 12. Inventories | | |
| <u>In Bonds & Debentures, Quoted (At cost)</u> | | |
| Nil (31 March 2015: 90,000) 9.9% IFCI Bonds 2024 of Rs. 1000 each. | - | 9,251,677 |
| 26 (31 March 2015: Nil) Bonds of 8% HP Infrastructure Dev Board-11-07-16 having face value of Rs. 1,00,000 each* | 1,043,847 | - |
| <u>In Equity Shares, Quoted (At lower of cost or market value)</u> | | |
| 5 (31 March 2015: Nil) Bonds of 12.75% Religare Finvest Ltd 2017 having face value of Rs. 10,00,000 each | 5,403,320 | - |
| 20,000 (31 March 2015: Nil) Equity shares of Agi Infra Limited having face value of Rs. 10 each | 1,508,258 | - |
| 3,16,000 (31 March 2015: Nil) Equity shares of Vakson Automobile Ltd having face value of Rs. 10 each | 6,952,000 | - |
| | <u>14,907,425</u> | <u>9,251,677</u> |

*The Company had purchased partly redeemed 8% HP Infrastructure Development Bond having a nominal value of Rs. 1,00,000 each in September 2015. The issuer has already redeemed to the extent of 60% of the nominal value before such purchase by the Company.

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2015 TO 31ST MARCH 2016

Note - 8 (Fixed Assets)

(Amount in Rupees)

| Tangible assets | LIFE | GROSS BLOCK | | | | DEPRECIATION | | | NET BLOCK | |
|----------------------------|------|-----------------------------|-----------|-------------------|------------------------------|-----------------------------|------------------------------|------------------------------|-----------------------|-------------------------|
| | | Balance as at 1 April, 2015 | Additions | Adjusted in sales | Balance as at 31 March, 2016 | Balance as at 1 April, 2015 | Depreciation during the year | Balance as at 31 March, 2016 | W.D.V. as on 31.03.16 | W.D.V. as on 31.03.2015 |
| I. Tangible Assets | | | | | | | | | | |
| (a) Computers | 3 | 425,800 | - | - | 425,800 | 353,286 | 51,224 | 404,510 | 21,290 | 72,514 |
| (b) Furniture and Fixtures | 10 | 45,840 | - | - | 45,840 | 20,460 | 6,884 | 27,344 | 18,496 | 25,380 |
| (c) Business Premises | 60 | 4,071,100 | - | - | 4,071,100 | - | 206,859 | 206,859 | 3,864,241 | 4,071,100 |
| Total | | 4,542,740 | | - | 4,542,740 | 373,746 | 264,967 | 638,713 | 3,904,027 | 4,168,994 |
| Previous year | | 4,542,740 | | - | 4,542,740 | 183,575 | 190,171 | 373,746 | 4,168,994 | 4,359,165 |

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

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

O.P. Pareek
Partner
Membership No. 014238

Vinod Kumar Bansal Renu Bansal
Managing Director Director
DIN -00243709 DIN -05149389

New Delhi, the 28th day of May 2016

Usha Sharma Deepak Kumar Das
CFO Company Secretary
PAN: BRFPS1323F M.No.-A42712

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2015 TO 31ST MARCH 2016

| | | |
|---|------------------------------|------------------------------|
| 13. Trade Receivable | As at 31st March 2016 | As at 31st March 2015 |
| | (Rupees) | (Rupees) |
| Outstanding for a period exceeding 6 months | - | - |
| Other receivables | - | 83,532 |
| | - | 83,532 |
| 14. Cash and cash equivalents | As at 31st March 2016 | As at 31st March 2015 |
| | (Rupees) | (Rupees) |
| Cash in hand (as Certified) | 221,370 | 2,043,929 |
| Balances with banks in Current Account | 6,361,391 | 6,502,184 |
| Balance in FDR | 61,825 | 56,975 |
| | 6,644,586 | 8,603,088 |
| 15. Short term Loan and Advances | As at 31st March 2016 | As at 31st March 2015 |
| | (Rupees) | (Rupees) |
| (Unsecured, considered good) | | |
| Advances recoverable in cash or kind | 237,517,108 | 238,578,458 |
| Balance with revenue authorities: - | | |
| Tax Deducted at Sources | 3,338,053 | 3,098,940 |
| Advance Income Tax | - | - |
| | 240,855,161 | 241,677,398 |
| 16. Revenue from operations | For the year ended | For the year ended |
| | 31st March 2016 | 31st March 2015 |
| | (Rupees) | (Rupees) |
| Sale of Shares and Securities | 52,391,254 | 68,951,533 |
| Interest income | 19,712,865 | 16,352,913 |
| | 72,104,119 | 85,304,446 |
| 17. Other Income | For the year ended | For the year ended |
| | 31st March 2016 | 31st March 2015 |
| | (Rupees) | (Rupees) |
| Profit from sale of Mutual Fund | 667,365 | - |
| Interest on Income tax refund | 131,400 | - |
| | 798,765 | - |
| 18. Purchase of trade goods | For the year ended | For the year ended |
| | 31st March 2016 | 31st March 2015 |
| | (Rupees) | (Rupees) |
| Purchase of Shares and Securities | 67,176,322 | 83,413,072 |
| | 67,176,322 | 83,413,072 |
| 19. Changes in inventories | For the year ended | For the year ended |
| | 31st March 2016 | 31st March 2015 |
| | (Rupees) | (Rupees) |
| <u>Inventories at the beginning of the year</u> | | |
| Stock in trade (Shares and Securities) | 9,251,677 | - |
| | 9,251,677 | - |
| <u>Inventories at the end of the year</u> | | |
| Stock in trade (Shares and Securities) | - | 9,251,677 |
| | - | 9,251,677 |
| | 9,251,677 | (9,251,677) |

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1ST APRIL 2015 TO 31ST MARCH 2016

| 20. Employee benefit expenses | For the year ended 31st March 2016 (Rupees) | For the year ended 31st March 2015 (Rupees) |
|---|--|--|
| Salaries and wages | 3,723,568 | 3,816,675 |
| Bonus to staff | 345,658 | 326,700 |
| Staff welfare expenses | 395,648 | 323,450 |
| Director Remuneration (Salary) | 240,000 | - |
| | <u>4,704,874</u> | <u>4,466,825</u> |
| | | |
| 21. Depreciation & amortise expenses | For the year ended 31st March 2016 (Rupees) | For the year ended 31st March 2015 (Rupees) |
| Depreciation charged | 264,967 | 190,171 |
| Deferred revenue expenditure w/off | - | 876,000 |
| | <u>264,967</u> | <u>1,066,171</u> |
| | | |
| 22. Other administrative expenses | For the year ended 31st March 2016 (Rupees) | For the year ended 31st March 2015 (Rupees) |
| Advertisement & Publication Expenses | 33,059 | 27,315 |
| Annual custodial fee | - | 6,741 |
| Auditors Remuneration (Refer Note 29) | 28,038 | 27,527 |
| Bad Debts (Refer Note 30) | 59,178 | - |
| Business Promotion | 903,770 | - |
| Conveyance Expenses | 469,500 | 384,184 |
| Demat charges | 2,661 | 2,499 |
| Diwali Expenses | 16,450 | - |
| Electricity & Water Charges | 72,450 | 49,988 |
| Fee & Subscriptions | 276,043 | 121,360 |
| Loss From currency trading | - | 30,296 |
| Loss From currency trading | - | 3,416,268 |
| Miscellaneous Expenses | 328 | - |
| News Paper, Books & Periodicals | 11,177 | 9,735 |
| Postage, Courier, Fax & Telegrams | 49,561 | 28,070 |
| Printing and Stationery | 118,788 | 85,865 |
| Professional Charges | 375,262 | 298,595 |
| Repair & Maintenance | 281,996 | 53,915 |
| Telephone & Mobile Expenses | 83,569 | 67,637 |
| Tours & Travelling Expenses | 414,596 | 92,628 |
| Website Expenses | 9,540 | 2,865 |
| | <u>3,205,966</u> | <u>4,705,487</u> |

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**CIN- L65990DL1982PLC256291****NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS**

23. There is no Micro, Small and Medium Enterprises as defined under Micro, Small & Medium Enterprises Development Act, 2006 to which Company owes dues which are outstanding for a period more than 45 days as on Balance Sheet Date. The said information regarding Micro, Small and Medium Enterprises has been determined on the basis of information availed with the Company and has been duly relied by the auditors of the Company.
24. In the opinion of the management, the current assets, loans and advances have a realizable value in the ordinary course of business is not less than the amount at which they are stated in the Balance Sheet.
25. Balance shown under head Sundry Debtors, Creditors, Loans and Advances are subject to confirmation.
26. The Company has subscribed and acquired 50% of share capital both in M/s Rithvik Dealers Pvt. Ltd. and M/s Jagtarni Enterprises Pvt. Ltd. during the year. The acquisition is solely in the nature of Current investment which is to be sold in near future. Hence, the provisions of Accounting Standard 23 on "Accounting for Investments in Associates in Consolidated Financial statements" are not applicable. Thus, Consolidation has not been made and the said investments are recorded as per the provisions of Accounting Standard 13 on "Accounting for Investments".

27. Related party disclosures/ transactionsRelated Parties covered:-

| | | |
|-------|--|---|
| (i) | Key Management Personnel | Mr. Vinod Kumar Bansal (Managing Director) Ms. Seema Mangal (Director) Ms. Renu Bansal (Director) Ms. Radha Agarwal (Director) Mr. Harshit Agarwal (Additional Director) Ms. Usha Sharma(CFO) Ms. Rakhi Rani (Past Company Secretary) Mr. Deepak Kumar Das (Company Secretary) |
| (ii) | Relatives of Key Management Personnel | None |
| (iii) | Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives | None |

Transaction with related parties:-

| Transaction with | Nature of Transaction | 31/03/2016 (Rs.) | 31/03/2015 (Rs.) |
|------------------------|-----------------------|---------------------|---------------------|
| Mr. Vinod Kumar Bansal | Remuneration given | 2,40,000 | Nil |
| Ms. Rakhi Rani | Salary Paid | 1,75,000 | Nil |
| Ms. Usha Sharma | Salary Paid | 2,04,380 | Nil |

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED**CIN- L65990DL1982PLC256291**

NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS

28. Segment Information:

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

- (i) Revenue and expenses have been identified to a segment on the basis of relation to operating activities of the segment. Revenue and Expenses relates to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Un-allocable".
- (ii) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Un-allocable".

(b) Primary Segment information: -

| Particulars | 31st March 2016 (Rs.) | 31st March 2015 (Rs.) |
|---|---|---|
| <i>(i) Segment Revenue: -</i> | | |
| Trading in Share and Securities | 5,30,58,619 | 6,89,51,533 |
| Advancing of Loans | 1,97,12,865 | 1,63,52,913 |
| Un-allocable | 1,31,400 | Nil |
| Total Revenue | 7,29,02,884 | 8,53,04,446 |
| <i>(ii) Segment Expenses: -</i> | | |
| Trading in Share and Securities | 6,15,20,574 | 7,76,07,960 |
| Advancing of Loans | Nil | Nil |
| Un-allocable | 81,75,808 | 67,91,919 |
| Total Expenses | 6,96,96,382 | 8,43,99,879 |
| <i>(iii) Segment Profit Before Tax: -</i> | | |
| Trading in Share and Securities | (-)84,61,955 | (-)86,56,427 |
| Advancing of Loans | 1,97,12,865 | 1,63,52,913 |
| Un-allocable | (-)80,44,407 | (-)67,91,919 |
| Total Profit | 32,06,503 | 9,04,567 |
| <i>(iv) Segment Assets: -</i> | | |
| Trading in Share and Securities | 1,54,07,425 | 93,35,209 |
| Advancing of Loans | 23,75,17,108 | 23,85,78,458 |
| Un-allocable | 1,39,68,164 | 1,58,86,222 |
| Total Assets | 26,68,92,697 | 26,37,99,889 |
| <i>(v) Segment Liabilities: -</i> | | |
| Trading in Share and Securities | Nil | Nil |
| Advancing of Loans | Nil | Nil |
| Un-allocable | 10,73,386 | 6,79,089 |
| Total Liabilities | 10,73,386 | 6,79,089 |

(c) The Reportable segment of "Trading in Share and Securities" includes trading in Quoted Equity Shares, Mutual Funds, Bonds, Futures and Options, Currency etc.

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN- L65990DL1982PLC256291

NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS

(b) Secondary Segment information: -

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

29. Break- up of Payments made to Statutory Auditors (excluding Service Tax) is disclosed as under: -

| Particulars | 31/03/2016 (Rs.) | 31/03/2015 (Rs.) |
|---|-------------------------|-------------------------|
| For Statutory Audit (including Tax Audit) | 22,900 | 22,472 |
| In respect of Certification | 5,138 | 5,055 |
| TOTAL | 28,038 | 27,527 |

30. The Company has written off a sum of Rs. 59,178 during the year of Mr. Gokul Kumar pursuant to under recovery of loan amount. The same has been charged to statement of profit and loss for the current year.

| 31. Particulars | 31/03/2016 (Rs.) | 31/03/2015 (Rs.) |
|---|-------------------------|-------------------------|
| Earnings/ Remittances and/ or Expenditure in Foreign Currency | Nil | Nil |

| 32. Particulars | 31/03/2016 (Rs.) | 31/03/2015 (Rs.) |
|---------------------------------------|-------------------------|-------------------------|
| Contingent liability not provided for | Nil | Nil |

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

34. Figures have been rounded off to the nearest rupees.

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

Signed for the purpose of Identification

FOR V.N. PUROHIT & CO.

Chartered Accountants

Firm Regn. 304040E

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

O.P. Pareek

Partner

Membership No. 014238

Vinod Kumar Bansal

Managing Director

DIN:00243709

Renu Bansal

Director

DIN :05149389

New Delhi, the 28th day of May 2016

Usha Sharma

CFO

PAN: BRFPS1323F

Rakhi Rani

Company Secretary

M.No.-31715

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

Annexure - 2

DEPRECIATION CHART FOR THE YEAR ENDED 31.03.2016

| PARTICULARS | RATE OF DEP. | GROSS BLOCK AS ON 01.04.2015 | ADDITION BEFORE 180 DAYS | ADDITION AFTER 180 DAYS | GROSS BLOCK AS ON 31.03.2016 | DEPRECIATI ON | NET BLOCK AS ON 31.03.2016 |
|----------------------|-----------------|------------------------------------|--------------------------------|-------------------------------|------------------------------------|------------------|----------------------------------|
| Office Premises | 0% | 4,071,100 | - | - | 4,071,100 | - | 4,071,100 |
| Computers | 60% | 47,690 | - | - | 47,690 | 28,614 | 19,076 |
| Furniture & Fittings | 10% | 35,274 | - | - | 35,274 | 3,527 | 31,747 |
| TOTAL | | 4,154,064 | - | - | 4,154,064 | 32,141 | 4,121,923 |

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

O.P. Pareek
Partner
Membership No. 014238

New Delhi, the 17th day of May 2016

PANKAJ PIYSH TRADE & INVESTMENT LIMITED

Annexure-3

1-Apr-2015 to 31-Mar-2016

| Item Name | Type of Security | Face Value | Opening Balance | | | Purchase during the year | | | Sale during the year | | | Closing stock as on 31.03.2016 | | | | | |
|---|------------------|------------|------------------|--------|----------------|--------------------------|------------|-----------------|----------------------|--------|-----------------|--------------------------------|------------|---------------------|------|-----------------------|------------------|
| | | | Quantity | Rate | Value | Quantity | Rate | Value | Quantity | Rate | Value | Quantity | Cost price | Value at cost price | MP | Value at Market Price | Value Considered |
| 10.60% Shriram City union 2015 | Bond | 1000 | | | | 76200 No. | 417.22 | 31791805 | 76200 No. | 419.02 | 31929529 | | | | | | |
| 12.75% Religare Finvest Ltd 2017 | Bond | 1000000 | | | | 5 No. | 1080663.90 | 5403320 | | | | 5 No. | 1080663.90 | 5403320 | NA | NA | 5403320 |
| 9.9% IFCI 2024 | Bond | 1000 | 90000 No. | 102.80 | 9251677 | | | | 90000 No. | 106.22 | 9559618 | | | | | | |
| Agi Infra Limited | Equity Share | 10 | | | | 20000 No. | 75.41 | 1508258 | | | | 20000 No. | 75.41 | 1508258 | 99.7 | 1994000 | 1508258 |
| 8% Hp Infrastructure Dev Board-11-07-16 | Bond | 100000 | | | | 26 No. | 40147.96 | 1043847 | | | | 26 No. | 40147.96 | 1043847 | NA | NA | 1043847 |
| Vakson Automobile Ltd | Equity Share | 10 | | | | 692000 No. | 24.45 | 16918036 | 376000 No. | 26.61 | 10007033 | 316000 No. | 26.51 | 8375711 | 22 | 6952000 | 6952000 |
| Yamini Investments Limited | Equity Share | 1 | | | | 402279 No. | 43.41 | 17463057 | 402279 No. | 23.12 | 9301109 | | | | | | |
| Grand Total | | | 90000 No. | | 9251677 | 1190510 No. | | 74128322 | 944479 No. | | 60797289 | 336031 No. | | 16331137 | | | 14907425 |

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

O.P. Pareek
Partner
Membership No. 014238

New Delhi, the 28th day of May 2016

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN: L65990DL1982PLC256291

Regd. Off.: B-502, Statesman House, B-Wing, 148 Barakhamba Road, Delhi-110001

E mail- info@pptinvestment.com Website: www.pptinvestment.com

ATTENDANCE SLIP

(To be presented at the entrance)

Annual General Meeting of the Company to be held on Friday, the 30th September, 2016 at 1:30 P.M. At Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi

Folio No.DPID No.....Client ID No.....
Name of the Member..... Signature.....
Name of the Proxy Holder..... Signature.....
Number of shares held.....

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Annual Report to reference at the meeting.

.....TEAR HERE.....

ELECTRONIC VOTING PARTICULARS

| EVSN | USER ID | PASSWORD |
|------|---------|----------|
| | | |

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

CIN: L65990DL1982PLC256291

Regd. Off.: B-502, Statesman House, B-Wing, 148 Barakhamba Road, Delhi-110001

E mail- info@pptinvestment.com Website: www.pptinvestment.com

Form No. MGT-11

Proxy Form

*[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3)
of the Companies (Management and Administration) Rules, 2015]*

Name of the Member(s):

Registered Address:

E-mail id:

Folio No./ Client ID NO: DP ID NO:.....

I/We, being the member(s) holding.....Shares of Pankaj Piyush Trade and Investment Limited,
hereby appoint

1. Name: E mail ID:.....

Address:

.....Signature:

or failing him

2. Name: E mail ID:.....

Address:

.....Signature:

or failing him

3. Name: E mail ID:.....

Address:

.....Signature:

or failing him

as my/our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the Annual
General Meeting of the Company to be held on Friday, September 30, 2016 at 1:30 P.M at Navkar
Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi.

| Resolution No. | Item |
|-------------------|--|
| ORDINARY BUSINESS | |
| 1 | Adoption of Financial Statement for f.y. 2015-16 |
| 2 | Appointment of Director (Mr. Vinod Kumar Bansal) liable to retire by rotation. |
| 3 | Re-Appointment of Statutory Auditor. |
| SPECIAL BUSINESS | |
| 4 | Regularisation of Mr. Santosh Kumar as Independent Director of the Company. |
| 5 | Regularisation of Mr. Neeraj Kumar Singh as Director of the Company. |
| 6 | Regularisation of Mrs. Shweta Gupta as Director of the Company. |

Signed this.....day of.....2016

| |
|---------------------------|
| Affix Revenue Stamp |
|---------------------------|

Signature of Shareholder.....Signature of Proxy Holder.....

NOTES:

1.This Form in order to be effective should be duly completed and deposited at the Registered office of the Company at B-502, Statesman House, B-Wing, 148 Barakhamba Road, Delhi-110001 not less than 48 hours before the Commencement of the Meeting.

2. Those Members who have multiple folios with different joint holders may use copies of this Attendance Slip/Proxy.

BOOK POST

If undelivered please return to:

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED

B-502, Statesman House,

B-Wing, 148 Barakhamba Road,

Delhi-110001