



## PEBCO MOTORS LIMITED

### ANNUAL REPORT

<b>BOARD OF DIRECTORS</b>	1. Kishan N. Parikh	Chairman & Managing Director (DIN : 00453209)
	2. Alpa K. Parikh	Director (DIN : 00361647)
	3. Manoranjan Dash	Director (DIN : 01803468)
	4. Pinak Ajmera	Director (DIN : 06944980)
<b>CHIEF FINANCIAL OFFICER</b>		C. Thomas (w.e.f 28th May, 2018) Kirti C. Adeshra (ceased w.e.f. 28th May, 2018)
<b>COMPANY SECRETARY</b>		Shilpa Aggarwal (M. No. A32344)
<b>CORPORATE IDENTITY NUMBER</b>		L67120WB1971PLC029802
<b>E-MAIL &amp; WEBSITE</b>		ro@pebcomotors.com www.pebcomotors.com
<b>AUDITORS</b>		<b>STATUTORY AUDITORS</b> Chetan & Co., Chartered Accountants Kolkata, West Bengal Tel : (033) 22277567
		<b>SECRETARIAL AUDITORS</b> A. K. Labh & Co., Company Secretaries Kolkata, West Bengal Tel : (033) 22219381
<b>BANKERS</b>		State Bank of India ICICI Bank Limited
<b>REGISTERED OFFICE</b>		8A, Monalisa, 17, Camac Street Kolkata 700 017 Tel : (033) 22871046
<b>CORPORATE OFFICE</b>		Medium Sector, Industrial Area Adityapur Kandra Road Jamshedpur - 832109 Tel : (0657) 6621200

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**NOTICE TO MEMBERS:**

Notice is hereby given that the Forty Sixth (46th) Annual General Meeting (AGM) of the members of Pebco Motors Limited will be held on Monday, the 27th day of August, 2018 at 12.00 noon (IST) at Hotel Hindusthan International, 235/1, A J C Bose Road, Kolkata 700 020 to transact the following business:

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2018 along with the reports of the Board of Directors and Auditors thereon.
2. To declare Dividend on Equity Shares for the financial year 2017-18.
3. To appoint a Director in place of Shri Kishan N. Parikh (DIN 00453209) who retires by rotation and being eligible offers himself for re-appointment.

**SPECIAL BUSINESS :**

4. To consider and if thought fit to pass the following resolution as a **Special Resolution**:

"RESOLVED that in accordance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the Members, be and is hereby accorded to Shri Manoranjan Dash (DIN: 01803468), to continue as a Non-Executive Independent Director of the Company."

By Order of the Board of Directors  
For **Pebco Motors Limited**

Dated : 28th May, 2018  
Place : Kolkata

**Shilpa Aggarwal**  
Company Secretary  
M. No. A32344

### **NOTES :**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("AGM") IS ENTITLED TO APPOINT A PROXY(IES) TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's registered office, duly completed and signed, not less than **FORTY EIGHT HOURS** before the commencement of meeting. Proxies submitted on behalf of limited companies, societies etc. must be supported by appropriate resolutions/authority, as applicable.

Members are requested to note that a person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. The Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Items of Special Business is annexed hereto.
3. The Corporate members intending to send their authorized representative to attend the meeting are requested to send to the Company a duly certified copy of Board Resolutions authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
4. The members/proxies are requested to bring their attendance slip duly filled in for attending the meeting.
5. The Register of members and the Share Transfer books of the Company will remain closed from 21.08.2018 to 27.08.2018 (both days inclusive) for determining the entitlement of the Shareholders to the dividend for financial year 2017-18, if declared at the AGM.
6. Subject to the provisions of the Companies act, 2013, final dividend, if declared by the members at the Annual General Meeting, will be paid to those members, whose names appears on the Company's Register of Members as at the closing of business hours on Monday, 20th August, 2018, i.e. record date. In respect of the shares held in dematerialized form, the dividend will be paid to those members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.
7. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, change of address, change of name, e-mail address, contact numbers, etc., to their Depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar & Share Transfer Agent M/s. Niche Technologies Pvt. Ltd. D-511, Bagree Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata -700 001 to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. Niche Technologies Pvt. Ltd.
8. SEBI has recently amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by its notification dated 8th June, 2018 providing that except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a Depository. This provision shall come into force on the one hundred and eightieth day from the date of publication of the notification in the Official Gazette. In view of the above, the Shareholders holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or M/s. Niche Technologies Pvt. Ltd. for assistance in this regard.
9. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

10. All the documents referred to in the accompanying notice will be available for inspection at the Registered Office of the Company during 11.00 a.m. to 01.00 p.m. on all working days i.e. Monday to Saturday up to the date of Annual General Meeting and will also be available for inspection at the meeting.
11. The Notice of the AGM along with the Annual Report 2017-18 is being sent by physical mode to those members whose addresses are registered with the Company, unless any member has requested for electronic mode of the same. Annual Report and Notice is also available on Company's website [www.pebcomotors.com](http://www.pebcomotors.com).
12. Members having any question on financial statements or any agenda item proposed in the notice of AGM are requested to send their queries at an early date to enable the management to keep the relevant information ready at the meeting.
13. Members of the Company are informed that pursuant to the provisions of the Companies Act, 2013 or any statutory re-enactment thereof, the amount of dividend which remains unclaimed/ unpaid for a period of 7 years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education & Protection Fund ("IEPF") constituted by the Central Government and thereafter, no claims shall lie against the Company. So, you are advised to claim the same from the Company immediately.
14. The Company has designated an exclusive e-mail id namely [cs@pebcomotors.com](mailto:cs@pebcomotors.com) for receiving and addressing investor's grievances.
15. The Securities and Exchange Board of India has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form, are therefore requested to submit the PAN to their Depository participant and Members holding shares in physical form can submit their PAN details to the Company/ Niche Technologies Private Limited.
16. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with Niche Technologies Private Limited.
17. **INFORMATION REQUIRED TO BE FURNISHED UNDER LISTING REGULATIONS AND SECRETARIAL STANDARD-2 :**

As required under Listing Regulations and Secretarial Standard-2, the particulars of Director who is proposed to be re-appointed are furnished below:

## Annexure to Notice

Name of the Directors	Shri Kishan N. Parikh	Shri Manoranjan Dash
Date of Birth (Age)	15.04.1967 (51 Years)	27.06.1938 (79 years)
Nationality	Indian	Indian
Date of first appointment on the Board	25.06.1985	09.07.2007
Qualification	Graduate	L.L.B.
Expertise in Specific function areas	Business Management	Business Management
Shareholding in the Company	1,79,750 equity shares	Nil
Terms & conditions of appointment/ re-appointment	As per the provisions of the Companies Act, 2013 and Nomination and Remuneration Policy of the Company	As per the provisions of the Companies Act 2013 and Nomination and Remuneration Policy of the Company
Directorship held in other Companies in India	<ol style="list-style-type: none"> <li>1. Pebco Industries Ltd.</li> <li>2. Aersoft Trading &amp; Marketing Pvt. Ltd.</li> <li>3. Anjana Minerals Pvt. Ltd.</li> <li>4. Brisco Private Limited</li> <li>5. Jamshedpur Air Connect Pvt. Ltd.</li> <li>6. Sharda Motors Industries Ltd.</li> <li>7. Bharat Seats Limited</li> </ol>	Nil
Chairman/ Member of the Committee of the Board of other Public Companies in which they are director	Sharda Motors Industries Ltd. <ol style="list-style-type: none"> <li>1. Audit Committee - Chairman</li> <li>2. CSR Committee - Member</li> <li>3. Nomination and Remuneration Committee - Member</li> </ol>	Nil
Remuneration / Sitting fees last Drawn	Rs. 43,08,000/-	Rs. 40,000/-
Remuneration / Sitting fees proposed to be paid	As per existing terms and conditions	–
Relationship with other Director/ KMP	1. Alpa K. Parikh - Wife	None
Number of the meeting of the Board attended during the year	Five	Five

**18. VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. **The process and manner for remote e-voting are as under:**
  - (i) The remote e-voting period commences on Friday, 24th August, 2018 (10:00 am) and ends on Sunday, 26th August, 2018 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th August, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
  - (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
  - (iii) Click on "Shareholders" tab.
  - (iv) 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, excluding the special characters.
  - (v) Next enter the Image Verification as displayed and Click on Login.
  - (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
  - (vii) If you are a first time user follow the steps given below :

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<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"> <li>● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>● 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.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> <li>● Please Enter the DOB or Bank Account Number in order to Login.</li> <li>● If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv)</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. PEBCO MOTORS LIMITED on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.



- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a compliance user which 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - 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.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact them at 1800 200 5533.
- (xx) 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. iPhone and Windows Phone users can download the app from the App store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
19. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before 26th August, 2018 upto 5:00 pm without which the vote shall not be treated as valid.
  20. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on Monday, 20th August, 2018 (the "Cut-Off Date") shall only be entitled to vote through remote e-voting 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. A person who is not a member as on the Cut-Off date should treat this notice for information purpose only.
  21. At the venue of the AGM, voting shall be done through ballot papers ("Polling 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.
  22. 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.
  23. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficiary owners as at closing hours of business, on 27th July, 2018.
  24. The shareholders shall have one vote per equity share held by them as on the cut-off date of 20th August, 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
  25. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 20th August, 2018 are requested to send the written / email communication to the Company at [ro@pebcomotors.com](mailto:ro@pebcomotors.com) by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

26. Shri A.K. Labh, Company Secretary in Whole time Practice (Membership No. FCS 3238) having consented to act as a Scrutinizer, has been appointed as the Scrutinizer ("Scrutinizer ") to scrutinize the voting process (Ballot Paper as well as remote e-voting) in a fair and transparent manner.
27. The Chairman shall at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but not have cast their votes by availing the remote e-voting facility.
28. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.pebcomotors.com](http://www.pebcomotors.com). The same will be communicated to the listed stock exchange i.e. Calcutta Stock Exchange Limited.
29. Complete particulars of the venue of the meeting including route map and prominent land mark for easy location is enclosed for the convenience of the members. The same has also been hosted at website of the Company at [www.pebcomotors.com](http://www.pebcomotors.com).

By Order of the Board of Directors  
For **Pebco Motors Limited**

Dated : 28th May, 2018  
Place: Kolkata

**Shilpa Aggarwal**  
Company Secretary  
M. No. A32344

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

**Item No. 4**

In terms of Regulation 17(1A) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 9, 2018 and effective from April 1, 2019, consent of the Members by way of a Special Resolution is required for continuing the directorship of a Non-Executive Director who has attained the age of seventy five years.

Shri Manoranjan Dash, Non-Executive Independent Director of the Company has already attained the age of seventy five years. Shri Manoranjan Dash has rich and varied experience in leading diverse industries and has been on the Board of the Company w.e.f. 09.07.2007. The Board considers that Shri Manoranjan Dash continued association as Non- Executive Independent Director of the Company would be of immense benefit to the Company. Accordingly, the Board recommends the resolution set out at Item No. 4 by way of a Special Resolution for approval of the Members.

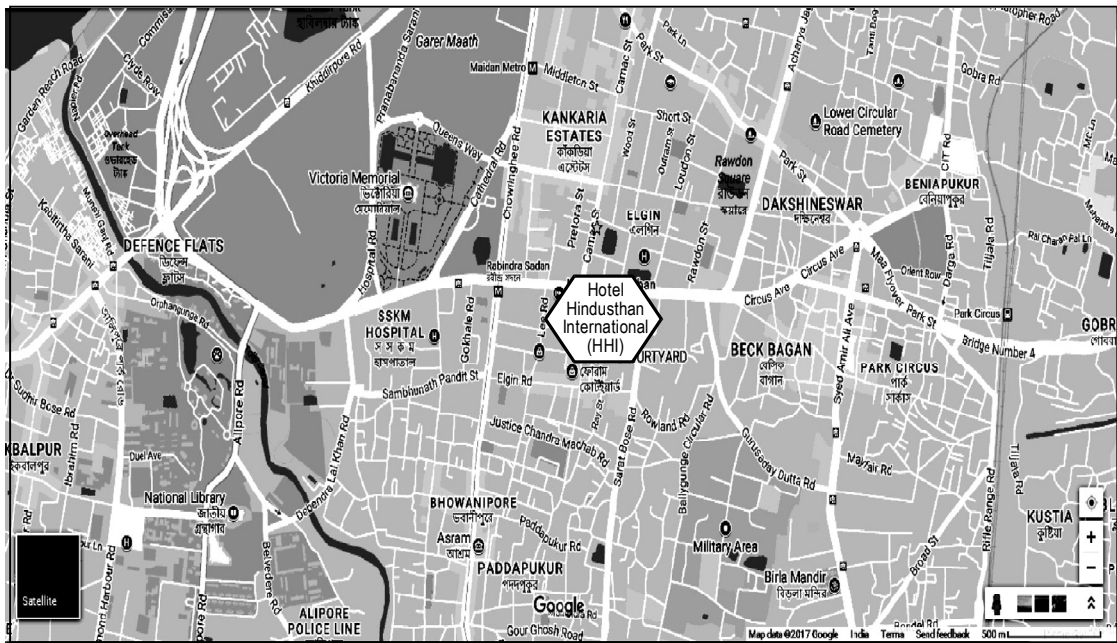
Except Shri Manoranjan Dash, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.


By Order of the Board of Directors  
For **Pebco Motors Limited**

Dated : 28th May, 2018  
Place: Kolkata

**Shilpa Aggarwal**  
Company Secretary  
M. No. A32344

## Route Map to the AGM Venue



 Hotel Hindusthan International  
235/1, A J C Bose Road  
Kolkata - 70020

## DIRECTORS' REPORT

Dear Shareholders/Members,

Your Directors have pleasure in presenting the Forty Sixth (46th) Directors' Report on the business and operations of the Company along with the audited financial statements for the financial year ended 31st March, 2018.

### FINANCIAL SUMMARY :

The performance of the Company for the financial year ended 31st March, 2018 is summarized as below :

(Rs. in lakhs)

Particulars	Standalone		Consolidated
	2017-18	2016-17	As at 31st March, 2018
Revenue from Operations/ Other Income	18019.72	15259.79	18020.28
Profit before Financial Cost & Depreciation	463.29	483.41	462.61
Financial Cost	7.76	40.24	7.77
<b>Profit before Depreciation &amp; Taxation</b>	<b>455.53</b>	<b>443.17</b>	<b>454.84</b>
Depreciation	95.13	84.64	95.14
Net Profit before tax	<b>360.40</b>	<b>358.53</b>	<b>359.71</b>
Provision for Current Tax - Net	98.60	105.80	98.60
<b>Net profit after tax</b>	<b>261.80</b>	<b>252.72</b>	<b>261.11</b>
<b>Appropriation :</b>			
Proposed Dividend	11.97	11.97	11.97
Tax on Dividend	2.07	2.07	2.07
Balance Brought Forward from last year	4412.41	4187.76	4406.92
Adjustments against income tax of previous years and Deferred tax	1.83	14.03	-
Transfer to General Reserve	-	-	-
<b>Balance carried to Balance Sheet</b>	<b>4661.98</b>	<b>4412.41</b>	<b>4655.81</b>

### PERFORMANCE REVIEW

During the year under review, the total revenue from operations and other income was Rs. 18019.72 lakhs as against Rs. 15259.79 lakhs registering a growth of 18.09%. Due to adoption of Indian Accounting Standards, the previous year figures are restated. Therefore, the profit before financial cost, depreciation and taxation was Rs. 455.53 lakhs for the financial year under review as against Rs. 443.17 lakhs registering a growth of 2.8%. The financial cost also has been reduced to 80.72%. The net profit after tax increased to Rs.261.80 lakhs as against Rs. 252.72 lakhs registering a growth of 3.60%.

During the year under review, Company has not changed the nature of business.

### OPERATIONS/ STATE OF COMPANY'S AFFAIRS

Your Company has opened a new showroom for sale/ purchase of commercial vehicles at Adityapur, Jamshedpur. Due to increased demand of such commercial vehicles in the market, revenue will improve in the succeeding years. Apart from this, your Company has also started work for NEXA workshop at Adityapur, Industrial Area, Jamshedpur.

### RESERVE

During the year under review, no amount has been transferred to the general reserve.

### DIVIDEND

Your Directors are pleased to recommend a dividend of 12 % (Rs. 1.20/- per equity share of Rs. 10/- each) for the financial year ended 31.03.2018 subject to approval of the Shareholders at the ensuing Annual General Meeting of the Company, and if approved, shall be paid out of the profits of the Company to those Shareholders whose name appear in the Register of Members on 20th August, 2018.

The cash outflow on account of dividend on equity share capital will be Rs. 14.04 lakhs including dividend tax of Rs. 2.07 lakhs.

### DIRECTORS AND KEY MANAGERIAL PERSONNEL

The existing composition of the Board is fully in conformity with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### I. RETIREMENT BY ROTATION

In accordance with the Articles of Association of the Company and relevant provisions of the Companies Act, 2013, Shri. Kishan N. Parikh (DIN: 00453209) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his re-appointment. A brief profile of Shri. Kishan N. Parikh seeking re-appointment at the ensuing Annual General Meeting of the Company has been provided in the Notice of the said meeting.

#### II. CONTINUATION UNDER REGULATION 17(1A) OF SEBI (LODR) REGULATIONS, 2015

Shri Manoranjan Dash, Non-Executive Independent Director of the Company has already attained the age of seventy five years. He has rich and varied experience in leading diverse industries and has been on the Board of the Company w.e.f. 09.07.2007. The Board considers that Shri Manoranjan Dash continued association as Non-Executive Independent Director of the Company would be of immense benefit to the Company. A brief profile of Shri Manoranjan Dash has been provided in the Notice of the said meeting.

#### III. KEY MANAGERIAL PERSONNEL (KMP)

Shri Kirti C. Adeshra, Chief Financial Officer of the Company, has resigned from the office of Key Managerial Personnel (i.e. CFO) w.e.f 28th May, 2018 and the Board placed on record its sincere appreciation for the contributions made by him during his tenure in the Company. Shri C. Thomas has been appointed as Chief Financial Officer at his place w.e.f. 28th May, 2018.

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the key managerial personnel are Shri Kishan N. Parikh, Managing Director, Shri C. Thomas, Chief Financial Officer and Smt. Shilpa Aggarwal, Company Secretary.

#### IV. DECLARATION FROM INDEPENDENT DIRECTORS

The Company has received declaration from all the Independent Directors confirming that they meet the criteria for independence as prescribed under Section 149(6) of the Companies Act, 2013 read with the schedules and rules made there under as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Number of Board & committee meetings including the date of the meeting and attendance thereof by each director during the year is given in Report on Corporate Governance that forms part of this Annual Report.

In terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 9, 2018 and effective from April 1, 2019, consent of the members by way of a Special Resolution is required for continuing the directorship of a Non-Executive Director who has attained the age of seventy five years. Shri Manoranjan Dash, Non-Executive Independent

Director of the Company has already attained the age of seventy five years. Hence, approval in this regard is sought from the Shareholders of the Company at the ensuing Annual General meeting of the Company.

### COMMITTEES OF THE BOARD

There are currently three committees of the Board as per Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as follows:

- A. Audit Committee
- B. Nomination and Remuneration Committee
- C. Stakeholders' Relationship Committee

#### A. AUDIT COMMITTEE

Audit Committee comprises of three members out of which two are independent directors. Shri Pinak Ajmera, Independent Director is the Chairperson of the Committee. All three members of committee have adequate financial & accounting knowledge and background. Detailed information regarding the number of committee meetings, terms of reference etc. is provided in the Corporate Governance Report forming part of this annual report. The Company Secretary acts as a Secretary to the Committee. All recommendations of the Audit Committee, whenever made, were accepted by the Board during the financial year 2017-18.

#### B. NOMINATION & REMUNERATION COMMITTEE

This Committee comprises of three members out of which two are independent directors. Shri Manoranjan Dash, Independent Director is the Chairperson of the Committee. Detailed information regarding the number of committee meetings, terms of reference etc. is provided in the Corporate Governance Report forming part of this annual report.

#### C. STAKEHOLDERS' RELATIONSHIP COMMITTEE

Stakeholders' Relationship Committee comprises of four members out of which two are independent directors. Smt. Alpa K. Parikh, Non-executive Director is the Chairperson of the Committee. Detailed information regarding the number of committee meetings, terms of reference etc. is provided in the Corporate Governance Report forming part of this annual report.

### BOARD LEVEL PERFORMANCE EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance and that of its committees and individual directors pursuant to the provisions of the Companies act, 2013 and Listing Regulations.

The performance of the Board was evaluated after taking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, contribution towards development of the strategy etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings etc.

The Board of the directors, based on the recommendations of Nomination and Remuneration Committee ("NRC") reviewed the performance of individual directors, including both independent and non-independent, on the basis of the evaluation criteria like qualification & experience, attendance of directors at Board and committee meetings, conflict of interest, effective participation, integrity, knowledge and competencies, domain knowledge, compliance with code of conduct, independent judgment, vision and strategy etc.

In a separate meeting of independent directors, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the next board meeting held after the meeting of the independent directors, at which the performance of the Board, its committees and individual directors was also discussed.

### AUDITORS AND AUDITORS' REPORT

#### (a) Statutory Auditors

In terms of the provisions of Section 139 of the Companies Act, 2013 read with provisions of the Companies (Audit and Auditors) Rules, 2014 as amended, M/s. Chetan & Co., Chartered Accountants (ICAI Firm Registration No. 321151E) was appointed as the Auditors of the Company from conclusion of the 45th AGM until conclusion of the 50th AGM of the Company scheduled to be held in the year 2022.

The members may note that consequent to the changes made in the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 by the Ministry of Corporate Affairs (MCA) vide notification dated May 7, 2018, the proviso to Section 139 of the Companies Act, 2013 read with explanation to sub-rule 7 of Rule 3 of the Companies (Audit and Auditors) Rules, 2014, the requirement for ratification of Auditors' appointment at every AGM has been done away with. Therefore, the requirement of ratifying the appointment of M/s. Chetan & Co., as the Auditors of the Company at the every AGM does not arise.

Your Company has received a certificate from M/s. Chetan & Co., Chartered Accountants confirming their eligibility to continue as Auditors of the Company in terms of the provisions of Section 141 of the Companies Act, 2013 and the Rules framed thereunder. They have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI) as required under the provisions of Regulation 33 of the Listing Regulations. .

#### (b) Secretarial Auditors

The Board has appointed M/s. A. K. Labh & Co., (Company Secretaries in practice holding CP. No 3238) to conduct Secretarial Audit for the financial year 2017-18. The Company provided all assistance and facilities to the Secretarial Auditors for conducting their audit.

The Secretarial Audit Report for the financial year 2017-18 is annexed herewith this report. The Secretarial Auditor Report does not contain any qualification, reservation or adverse remark.

### PARTICULARS OF EMPLOYEES

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, are forming part of this report as Annexure-I.

The statement containing name and particular of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, are forming part of this report as Annexure-I.

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

Conservation of Energy and Technology Absorption: The Company is not a manufacturing Company and hence there are no activities relating to conservation of energy and technology absorption. However, the Company has been using latest available equipments as per norms set by its principal for its service centers.

Foreign Exchange Earnings and Outgo: During the year under review, Foreign Exchange outflow of the Company is Rs. 5,32,649/-. There are no earnings in Foreign Currency during the financial year 2017-18.

### SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

During the year under review, there is no change in the status of subsidiary/ joint ventures/ associate companies. Financial performance of subsidiaries are disclosed in the financial statements forming part of this annual report. A statement in form AOC-1, containing the salient features of the financial statements of Subsidiary Company is provided as Annexure II.

### PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts/ transactions entered into by the Company during the financial year 2017-18 with its related parties were in the ordinary course of business and on arm's length basis.

The information relating to particulars of contracts or arrangements with related parties referred to in sub section (1) of section 188 of Companies Act, 2013 in form AOC-2 are appended as Annexure III.

### MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There were no material changes and commitments affecting the financial position of the Company occurring between March 31, 2018 and the date of this Report of the Directors.

### CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements as set out by the Regulators/ applicable laws.

The report on Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been included in this report as Annexure VI.

The requisite certificate from Secretarial Auditors of the Company confirming compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed with the report on corporate governance.

### VIGIL MECHANISM

The Company has a Vigil Mechanism/ Whistle Blower Policy for directors and employees to report their genuine concerns. Vigil Mechanism/ Whistle Blower policy is available on the Company's website [www.pebcomotors.com](http://www.pebcomotors.com).

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review as stipulated under Listing Regulations included in this Report as Annexure V.

### PUBLIC DEPOSITS

The Company has not accepted any deposits from the public covered under chapter V of the Companies Act, 2013 during the year under review and no amount was outstanding as on the date of Balance Sheet.

### EXTRACT OF ANNUAL RETURN

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

### LISTING

The Equity Shares of the Company are listed at Calcutta Stock Exchange Limited.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with 134(5) of the Companies Act, 2013, it is hereby stated that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed;
- ii) Appropriate accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2018 and of the Statement of Profit or Loss of the Company for the year ending 31st March 2018;
- iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;



- iv) The annual accounts have been prepared on a going concern basis;
- v) Internal financial controls to be followed by the Company have been laid down and that such internal financial controls are adequate and were operating effectively;
- vi) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### OTHER STATUTORY DISCLOSURES UNDER COMPANIES ACT, 2013

#### **SHARE CAPITAL**

There is no issue of any kind of securities during the year under review.

#### **RISK ASSESSMENT AND RISK MINIMIZATION PROCEDURE**

In line with the new regulatory requirements, the Company has formally framed a Risk Assessment and Risk Minimization Procedure to identify and assess the key risk areas and monitor the same. The Board periodically reviews the risks and suggests steps to be taken to control the risks.

Details on the Company's risk management framework, risk evaluation, risk identification etc. is provided in the Management Discussion and Analysis Report forming part of this report.

#### **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE**

During the year under review, no significant and material orders have been passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

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

A strong internal control culture is prevalent in the Company. The internal Auditor monitors the compliance with the objective of providing to the Audit Committee and the Board of Directors an independent and reasonable assurance on the adequacy and effectiveness of the organization's governance processes.

#### **CSR POLICY**

The Corporate Social Responsibility Policy as provided in Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable to the Company.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The particulars of Loans, guarantees and investments have been disclosed in the financial statements.

#### **HUMAN RESOURCES**

Our relations with employees are very cordial. Your Directors would like to place on record their appreciation for the efficient and loyal services rendered by all employees of the Company, without whose efforts, the overall satisfactory performance of the Company as stated above would not have been possible in a competitive market scenario.

#### **ENVIRONMENT**

The Company is committed to the protection of environment and is not involved in any type of activity hazardous to environment. It strictly adheres to the provisions of environmental laws. There is no trade effluent generated by the Company, which may cause pollution. Your Company is an ISO9001:2008 Certified Company.

## DIRECTORS' REPORT

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### DISCLOSURE UNDER SEXUAL HARRASMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

No cases were reported under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the year under report.

### SECRETARIAL STANDARDS

The Board of Directors hereby affirms that your Company has adhered to the Secretarial Standards as prescribed by the Institute of Company Secretaries of India during the financial year under report.

### ACKNOWLEDGEMENT

Your Company has been able to operate efficiently because of the professionalism, creativity, integrity and continuous improvement in all functional areas to ensure efficient utilization of the Company's resources for sustainable and profitable growth. The Directors acknowledge their deep appreciation to employees at all levels for their total dedication, hard work, commitment and collective team work, which has enabled the Company to remain at the forefront of the industry despite increased competition and challenges.

We thank our customers, vendors, investors, bankers, financial institutions and others for their continued support during the year.

Your Directors also would like to thank all the shareholders for their continued support & Co-operation.

By Order of the Board of Directors  
For **Pebco Motors Limited**

**Kishan N. Parikh**  
Chairman & Managing Director  
(DIN 00453209)

**Alpa K. Parikh**  
Director  
(DIN 00361647)

Dated : 28th May, 2018  
Place : Kolkata

**INFORMATION REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

SI. No.	Requirements of Rule 5(1)	Details
I	the Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2017-18.	(i) Shri Kishan N. Parikh - 29.55:1 (ii) Smt. Alpa K. Parikh - NA (iii) Shri Manoranjan Dash - NA (iv) Shri Pinak Ajmera - NA (v) Shri Kirti C. Adeshra - 4.54:1 (vi) Smt. Shilpa Aggarwal - 1.70:1
II	the percentage increase in Remuneration of each Director, Chief Financial officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2017-18.	Directors (i) Shri Kishan N. Parikh - NA (ii) Smt. Alpa K. Parikh - NA (iii) Shri Manoranjan Dash - NA (iv) Shri Pinak Ajmera - NA Key Managerial Personnel (i) Shri Kirti C. Adeshra - NA (ii) Smt. Shilpa Aggarwal - 16.67%
III	the percentage increase in the median remuneration of employees in the financial year.	21.29%
IV	the number of permanent employees on the rolls of Company	183 employees as on 31st March, 2018
V	average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	Average Salary increase of managerial employees is 16.67%
VI	Affirmation that the remuneration is as per the remuneration policy of the Company	Remuneration paid during the year ended 31st March 2018 is as per the remuneration policy of the Company

**PARTICULARS OF EMPLOYEES AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT 2013 READ WITH RULE 5(2) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

**EMPLOYED THROUGHOUT THE YEAR ENDED 31ST MARCH, 2018**

NAME	DESIGNATION	REMUNERATION RECEIVED (IN RUPEES)	QUALIFICATION & EXPERIENCE	DATE OF COMMENCEMENT OF EMPLOYMENT	AGE	LAST EMPLOYMENT
Shri. Kishan N. Parikh	Managing Director	43,08,000	B.Com	25/06/1985	51 Years	N.A.
Girish Mandalia	NEXA - GM Sales	5,29,512	Graduate	01/02/2016	59	Grace-Honda
Prakash Chandra	GM - Sales	5,03,028	Gradate	01/01/1992	51	N.A.
S.K. Singh	GM - Workshop	4,76,532	Diploma in Engineering	01/08/1992	53	N.A.
S. Kameshwar Rao	Manager Acs Service	3,97,068	Graduate	04/06/1990	56	N.A.
Jatin Parikh	Sr. Manager Sales	3,83,832	Graduate	01/12/1998	46	N.A.
M.P. Singh	True Value Manager	3,70,572	Graduate	01/12/1998	45	N.A.
Niranjan Kumar	HR Manager	3,70,572	M.B.A. in HR	01/04/2016	40	Auto Apex

**NOTES :**

1. Remuneration includes perquisites and company's contribution to Provident Fund.
2. Nature of Employment of Mr. Kishan N. Parikh is Contractual.
3. Mr. Kishan N. Parikh is spouse of Mrs. Alpa K. Parikh, Director of the Company.

On behalf of the Board of Directors  
For **Pebco Motors Limited**

**Kishan N. Parikh**  
Chairman & Managing Director  
(DIN 00453209)

**Alpa K. Parikh**  
Director  
(DIN 00361647)

Dated : 28th May, 2018  
Place : Kolkata

**FORM AOC-1**

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint venture.

**Part "A" Subsidiaries**

S. No.	Particulars	Particulars
1.	Name of the Subsidiary	Anjana Minerals Private Limited
2.	The date since when subsidiary was acquired	27th June, 2016
3.	Reporting period of the subsidiary concerned, if different from the holding company's reporting period	No
4.	Reporting currency and Exchange rates as on the last date of the relevant financial year in the case of foreign subsidiary	N.A.
5.	Share Capital of subsidiary	Rs. 16,78,000/-
6.	Reserves & Surplus of subsidiary	Rs. (6,73,123)/-
7.	Total Assets	Rs. 10,19,877/-
8.	Total Liabilities	Rs. 15,000/-
9.	Investments	NIL
10.	Turnover	NIL
11.	Profit/ Loss before taxation	Rs. (1,24,901)/-
12.	Provision for taxation	NIL
13.	Proposed dividend	NIL
14.	Extent of shareholding (in %)	82.42%

**Notes**

1. Name of Subsidiaries which are yet to commence operation : None
2. Name of Subsidiaries which have been liquidated or sold during the year : None

**Part "B" : Associates and Joint Ventures**

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.

The Company does not have any associate company or Joint Venture.

For and on behalf of the Board of Directors  
For **Pebco Motors Limited**

**Kishan N. Parikh**  
Chairman & Managing Director  
(DIN 00453209)

**Alpa K. Parikh**  
Director  
(DIN 00361647)

Date : 28th May, 2018  
Place : Kolkata

**C. Thomas**  
Chief Financial Officer

**Shilpa Aggarwal**  
Company Secretary  
M. No. A32344

**AOC-2**

**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 transaction under third proviso thereto.**

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

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

There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2018, which were not at arm's length basis.

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

Nature of Transactions	Key Managerial Personnel	Relative of KMP	Enterprises where KMP's have significant influence/ control	Total
(i) Remuneration paid	51,70,572			<b>51,70,572</b>
(ii) Rent paid	12,26,502		3,97,447	<b>16,23,949</b>
(iii) Rent Received			6,12,000	<b>6,12,000</b>
(iv) Loan Taken	1,50,00,000		2,65,00,000	<b>4,15,00,000</b>
(v) Loan Repaid	1,25,00,000		4,26,822	<b>1,29,26,822</b>
(vi) Interest paid on Loan	27,24,864		18,10,767	<b>45,35,631</b>
(vii) Dividend Paid	3,00,312	24,180	1,90,326	<b>5,14,818</b>
(viii) Investment in Shares			2,03,52,500	<b>2,03,52,500</b>

For and on behalf of Board of Directors

Date : 28th May, 2018  
Place : Kolkata

**Kishan N. Parikh**  
Chairman & Managing Director  
(DIN 00453209)

**Alpa K. Parikh**  
Director  
(DIN 00361647)

**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
as on Financial Year ended 31.03.2018  
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company  
(Management & Administration ) Rules, 2014

**I REGISTRATION & OTHER DETAILS**

i	CIN	L67120WB1971PLC029802
ii	Registration Date	22/11/1971
iii	Name of the Company	Pebco Motors Limited
iv	Category/Sub-category of the Company	Public Company Limited by Shares
v	Address of the Registered Office & contact details	8A, Monalisa, 17, Camac Street, Kolkata -700017, West Bengal Contact No. : 033-22871046
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s Niche Technologies Private Limited, D-511, Bagree Market, 5th Floor, 71, B.R.B.B. Road, Kolkata - 700001, Phone No. (033) 2235-72717270/3070

**II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY****Generic names of principal products, services of the Company**

SI No	Name & Description of main products / services	Item Code No.	% to total turnover of the company
1	Trading in Automobiles, Spares and Accessories and services of Automobiles	8703.1	100%

**III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES**

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Anjana Minerals Private Limited	U5139WB1979PTC032225	Subsidiary	82.42	2(87) of CA, 2013

## IV SHAREHOLDING PATTERN (Equity Shares Capital Break up as % to total Equity)

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/HUF	370655	0	370655	37.148	370655	0	370655	37.148	0
b) Central Govt. or State Govt.									
c) Bodies Corporates									
d) Bank/FI									
e) Any other									
<b>SUB TOTAL: (A) (1)</b>	370655	0	370655	37.148	370655	0	370655	37.148	0
(2) Foreign									
a) NRI- Individuals									
b) Other Individuals									
c) Bodies Corp.									
d) Banks/FI									
e) Any other...									
<b>SUB TOTAL (A) (2)</b>	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	370655	0	370655	37.148	370655	0	370655	37.148	0
<b>B. PUBLIC SHAREHOLDING</b>									
(1) Institutions									
a) Mutual Funds									
b) Banks/FI									
c) Central Govt.									
d) State Govt.									
e) Venture Capital Fund									
f) Insurance Companies									
g) FIIS									
h) Foreign Venture Capital Funds									
i) Others (specify)									
<b>SUB TOTAL (B)(1) :</b>	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies corporates									
i) Indian	0	327505	327505	32.824	0	327505	327505	32.824	0
ii) Overseas									
b) Individuals									
j) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	0	71425	71425	7.158	0	71425	71425	7.158	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	228185	228185	22.869	0	228185	228185	22.869	0
c) Others (specify)									
<b>SUB TOTAL (B)(2):</b>	0	627115	627115	62.852	0	627115	627115	62.852	0
<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	0	627115	627115	62.852	0	627115	627115	62.852	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>	370655	627115	997770	100	370655	627115	997770	100	0



**(V) SHAREHOLDING OF PROMOTERS**

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Kishan N. Parikh	179750	18.015	NIL	179750	18.015	NIL	0
2	Alpa K. Parikh	61260	6.14	NIL	61260	6.140	NIL	0
3	Kishan N. Parikh HUF	109495	10.974	NIL	109495	10.974	NIL	0
4	Priyanjali K. Parikh	20150	2.020	NIL	20150	2.020	NIL	0
	<b>Total</b>	<b>370655</b>	<b>37.148</b>	<b>NIL</b>	<b>370655</b>	<b>37.148</b>	<b>NIL</b>	<b>0</b>

**(VI) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS ANY CHANGE)**

Sl. No.	Name of Promoters	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1					

Note : There is no change in promoter's shareholding during the financial year 2017-18.

**(VII) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)**

Sl. No.	Top 10 Shareholders	Shareholding at the beginning of the year		Datewise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity, etc.)	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1	Calcutta Commodities (1956) Pvt. Ltd.	148875	14.92	No Change	148875	14.92
2	Aersoft Trading & Marketing Pvt. Ltd.	128500	12.87	No Change	128500	12.87
3	Malati B.Vora	49500	4.96	No Change	49500	4.96
4	Gopa M. Vora	49500	4.96	No Change	49500	4.96
5	Priti S. Sheth	49405	4.95	No Change	49405	4.95
6	Tina N. Mehta	49380	4.94	No Change	49380	4.94
7	Brisco Private Limited	49110	4.92	No Change	49110	4.92
8	Pratik Sheth	15200	1.52	No Change	15200	1.52
9	Rutika S. Sheth	15200	1.52	No Change	15200	1.52
10	Kirti C. Adeshra	9275	0.92	No Change	9275	0.92

**(VIII) Shareholding of Directors & KMP**

Sl. No.	Name of the Directors & KMP	Shareholding as on 01.04.2017		Shareholding as on 31.03.2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Kishan N. Parikh	179750	18.015	179750	18.015
2	Alpa K. Parikh	59260	6.14	61260	6.140
3	Pinak Ajmera	1200	0.120	1200	0.120
4	Kirti C. Adeshra	9275	0.929	9275	0.929

**IX INDEBTNESS**

Indebtness of the Company including interest outstanding/accrued but not due for payment				
	Secured loans excluding deposits	Unsecured loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	89,318,429	22,500,000	-	111,818,429
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i + ii + iii)</b>	<b>89,318,429</b>	<b>22,500,000</b>	<b>-</b>	<b>111,818,429</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	27,799,880	29,213,888	-	57,013,768
Reduction	-	-	-	-
<b>Net Change</b>	<b>27,799,880</b>	<b>29,213,888</b>	<b>-</b>	<b>57,013,768</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	117,118,310	51,713,888	-	168,832,198
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>117,118,310</b>	<b>51,713,888</b>	<b>-</b>	<b>168,832,198</b>

**X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director :**

	Particulars of Remuneration	Name of the Managing Director	Total Amount
1	<b>Gross salary</b>	Shri Kishan N. Parikh	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	3,300,000	3,300,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	612,000	612,000
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		
2	Stock option		
3	Sweat Equity		
4	Commission as % of profit		
5	Others (Bonus)		
6	Others, Contribution to Provident Fund"	396,000	396,000
7	Leave Salary		-
	<b>Total (A)</b>	<b>4,308,000</b>	<b>4,308,000</b>
	Ceiling as per the Act		

**B. Remuneration to other Directors**

Sl. No.	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors	Alpa K. Parikh	Manoranjan Dash	Pinak Ajmera	
	(a) Fee for attending board & its committee meetings		40,000	40,000	80,000
	(b) Commission	-	-	-	
	(c ) Others, please specify	-	-	-	
	<b>Total (1)</b>		<b>40,000</b>	<b>40,000</b>	<b>80,000</b>
2	Other Non Executive Directors				
	(a) Fee for attending board & its committee meetings	30,000	-	-	30,000
	(b) Commission	-	-	-	
	(c ) Others, please specify.	-	-	-	
	Total (2)	30,000	-	-	30,000
	Total (1+2)	<b>30,000</b>	<b>40,000</b>	<b>40,000</b>	<b>110,000</b>
	Total Managerial Remuneration				
	Overall Ceiling as per the Act.	-	-	-	

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
1	Gross Salary	Shri. Kirti C. Adeshra CFO (Chief Financial Officer)	Smt. Shilpa Aggarwal (Company Secretary)	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	5,40,000	210,000	7,50,000
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961			
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit	-	-	-
5	Others, Bonus	37,784	6,000	43,784
6	Others, Contribution to Provident Fund	27,216	11,572	38,788
	<b>Total</b>	<b>605,000</b>	<b>227,572</b>	<b>832,572</b>

**XI PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES : NONE**

There were no penalties/punishments/compounding of offences for the year ending 31s March, 2018.

## MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

### **Industry Trend and Development**

The Company is engaged in Retail Automobile Business and hence the Company's business is primarily dependent on economic growth, general market environment and congenial Government policy. Because of sluggish economic condition which prevailed during the year the Company's operation did not improve, but the strategy needs constant review and may have to be adjusted from time to time depending on Government policy.

### **Opportunities and Threats**

The Company's business being in the small sized retail trading business of automobiles, and in present competitive market, business opportunities are limited.

### **Risk and Concern**

In view of the inherent risk involved in the retail business it is the Management's intention to minimize the risk factor by constantly reviewing market trend and economic conditions.

### **Outlook**

In the present economic scenario the Management has thought it prudent to concentrate on its traditional business and further develop its set up as and when necessary to derive maximum benefit. It is expected that in the coming years other projects in line with in existing business of the Company will have favorable impact on the business of the Company.

### **Internal Control System**

The Company maintains an efficient internal control system and the management is constantly reviewing for achieving improved operational efficiency.

### **Cautionary Statement**

Details given here in above relating to various activities and future plans may be forward looking statements' within the meaning of applicable laws and regulations. The actual performance may differ from that Expressed or implied.

For and on behalf of Board of Directors

Date : 28th May, 2018  
Place : Kolkata

**Kishan N. Parikh**  
Chairman & Managing Director  
(DIN 00453209)

**Alpa K. Parikh**  
Director  
(DIN 00361647)

In line with the requirements of Regulation 34(3) read with Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), your Directors are pleased to present the Company's annual report on Corporate Governance for the year ended 31st March, 2018, in the prescribed format and forming part of the Directors Report:

#### **COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Pebco Motors Limited (PML) is committed to doing business in an efficient, responsible, honest and ethical manner. This commitment starts with the Board of Directors, which executes its corporate governance responsibilities by focusing on the Company's strategic and operational excellence in the best interests of all our stakeholders, in particular shareholders, employees and our customers in a balanced fashion with long term. PML philosophy on Corporate Governance is embedded in the rich legacy of ethical governance practices most of which were in place even before they were mandated.

The Company emphasizes the need for full transparency and accountability in all its transactions in order to protect the interests of its stakeholders. PML is respected for its professional management and good business practices in the Indian Corporate World. Integrity, emphasis on product quality and transparency in its dealings with all stakeholders are its core values.

#### **CODE OF CONDUCT**

The Board of Directors has laid down a Code of Conduct for all the Board members and senior management personnel. The Code covers amongst other things the Company's commitment to honest and ethical personal conduct, fair competition, transparency and compliance of laws & regulations etc. The Code of Conduct is posted on the website of the Company [www.pebcomotors.com](http://www.pebcomotors.com).

All the Board members and senior management personnel have confirmed compliance with the code. A declaration to that effect signed by the Managing Director is attached and forms part of Annual Report of the Company.

#### **BOARD OF DIRECTORS**

As on 31st March, 2018, the Board of Directors of the Company consists of four directors headed by Shri Kishan N. Parikh, Executive Director. The composition of the Board is in conformity of Listing Regulations. The entire business operations are managed and controlled by the Managing Director. There are four directors in the Board comprising of three non-executive directors and one executive director. There are two independent directors which is equal to half of the total strength of the Board. The non-executive directors are eminent person drawn from amongst persons with rich experience in business & industry, finance, and public enterprises. Shri Kishan N. Parikh, Managing Director and Smt. Alpa K. Parikh, Director, being relatives are related with each other.

#### **Composition of the Board & Attendance Record**

The Board met five (5) times during the financial year 2017-18 on 29th May 2017, 14th September 2017, 10th October 2017, 13th December 2017 and 10th February 2018. The maximum gap between any two meetings did not exceed 120 days.

The composition and category of directors, their attendance at the Board meetings held during the year ended 31st March, 2018 and the last Annual General Meeting, number of other Directorship and membership/ Chairmanship of Committee etc. are tabulated hereunder:

## Report on Corporate Governance

Sl. No.	Name of Directors (DIN) (Designation)	Category	No. of Board Meetings held during the year	No. of Board Meetings attended	Last AGM attended	No. of Directorship in other Companies incorporated in India	No. of Committee Membership in other Public Ltd. Companies*	No. of Committee Chairmanship in other Public Ltd. Companies*
1.	Shri. Kishan N. Parikh (00453209) Managing Director	Promoter/ Executive	5	5	Yes	8	3	1
2.	Smt. Alpa K. Parikh (00361647) (Director)	Promoter / Non-Executive	5	5	No	5	Nil	Nil
3.	Shri. Manoranjan Dash (01803468) (Director)	Independent/ Non-Executive	5	5	Yes	1	Nil	Nil
4.	Shri. Pinak Ajmera Mahipatrai (06944980) Director	Independent / Non-Executive	5	5	Yes	2	Nil	Nil

# Committee positions held in Listed and unlisted Indian Public Limited Companies are considered including the reporting Company. For this purpose, only two committees viz. the Audit Committee and the Stakeholders' Relationship Committee are considered.

### Brief resume of the Directors proposed to be appointed / re-appointed :

Name of the Directors	Shri Kishan N. Parikh	Shri Manoranjan Dash
Date of Birth (Age)	15.04.1967 (51 Years)	27.06.1938 (79 years)
Nationality	Indian	Indian
Date of first appointment on the Board	25.06.1985	09.07.2007
Qualification	Graduate	L.L.B.
Expertise in Specific function areas	Business Management	Business Management
Shareholding in the Company	1,79,750 equity shares	Nil
Terms & conditions of appointment/ re-appointment	As per the provisions of the Companies Act, 2013 and Nomination and Remuneration Policy of the Company	As per the provisions of the Companies Act 2013 and Nomination and Remuneration Policy of the Company
Directorship held in other Companies in India	<ol style="list-style-type: none"> <li>1. Pebco Industries Ltd.</li> <li>2. Aersoft Trading &amp; Marketing Pvt. Ltd.</li> <li>3. Anjana Minerals Pvt. Ltd.</li> <li>4. Brisco Private Limited</li> <li>5. Jamshedpur Air Connect Pvt. Ltd.</li> <li>6. Sharda Motors Industries Ltd.</li> <li>7. Bharat Seats Limited</li> </ol>	Nil
Chairman/ Member of the Committee of the Board of other Public Companies in which they are director	Sharda Motors Industries Ltd. <ol style="list-style-type: none"> <li>1. Audit Committee - Chairman</li> <li>2. CSR Committee - Member</li> <li>3. Nomination and Remuneration Committee - Member</li> </ol>	Nil
Remuneration / Sitting fees last Drawn	Rs. 43,08,000/-	Rs. 40,000/-
Remuneration / Sitting fees proposed to be paid	As per existing terms and conditions	–
Relationship with other Director/ KMP	1. Alpa K. Parikh - Wife	None
Number of the meeting of the Board attended during the year	Five	Five

### Independent Directors

The Company has following two Independent Directors having expertise in their respective fields.

1. Shri Manoranjan Dash
2. Shri Pinak Ajmera Mahipatrai

The Independent Directors do not have any pecuniary relationship or transaction with the Company, Promoters, management which may affect their judgment in any manner.

At the time of appointment and thereafter at the first board meeting in every financial year, the independent directors submit a self declaration confirming their independence and compliance with various eligibility criteria laid down by the applicable laws among other things. In addition, the Company also ensures that the directors meet the above eligibility criteria. All such declarations are placed before the Board for information.

In addition to the above, a separate meeting of Independent Directors was held on 10th February, 2018 to discuss the matters as prescribed under Listing Regulations and the Companies Act, 2013.

The Terms and Conditions for Appointment of Independent Director and their disclosures are available on the website of the Company [www.pebcomotors.com](http://www.pebcomotors.com)

### Familiarization Programme

The Company follows familiarization programmes through various reports/ codes/ policies for all the Directors. The details of familiarization programme have been posted on the website of the Company under the weblink: [http://www.pebcomotors.com/investors/Policies/Codes/Programmes/Familiarisation Programmes for Independent Directors pdf](http://www.pebcomotors.com/investors/Policies/Codes/Programmes/Familiarisation_Programmes_for_Independent_Directors_pdf).

### COMMITTEES OF THE BOARD

The Board of Directors has constituted the following Committees with adequate delegation of powers to discharge day-to-day affairs of the Company as well as to meet the exigencies of the business of the Company.

#### AUDIT COMMITTEE

The composition and terms of reference of the Audit Committee is in line with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee at present comprises two Non-Executive/ Independent Directors and one Executive/ Non-Independent Director of the Company. All the three members of the committee have relevant accounting and financial expertise.

The proceedings and minutes of the Committee meetings are regularly placed before the Board. Chairperson of the Committee was present at the last Annual General Meeting held on 29th August, 2017 to address the members of the Company.

The Managing Director, CFO and representative of Statutory Auditors are the permanent invitees to the Audit Committee meetings. The Company Secretary acts as secretary to the Committee.

During the year ended 31st March 2018, the Audit Committee meetings were held on 29th May 2017, 14th September 2017, 13th December 2017 and 10th February 2018.

The Composition and attendance of Members at the meeting held during the financial year 2017-18 are tabulated hereunder :

Sl. No.	Name of the members	Category	Designation	No. of meetings held during his tenure	No. of meetings attended
1	Shri Pinak Ajmera Mahipatrai	Non-Executive/ Independent Director	Chairperson	4	4
2	Shri Manoranjan Dash	Non-Executive/ Independent Director	Member	4	4
3	Shri Kishan N. Parikh	Promoter/ Executive/ Non-Independent	Member	4	4

### Functions of the Committee

1. Review with the management and/or Internal Audit Department and/or Statutory Auditors :
  - i) Company's financial statements and reports;
  - ii) Disclosure of company's financial information to ensure that the same are correct, sufficient and credible;
  - iii) Changes/Improvements in Financial/Accounting practices;
  - iv) Adequacy of Internal Audit Function and Systems; and
  - v) Charter of Audit Committee.
2. Hold discussion with :
 

Statutory Auditors, before and after audit on the scope and area of concern;

  - i) Internal Audit Department on its significant findings and also failure of Internal control systems, if any; and
  - ii) Management before submission of financial statements to the Board.
3. Compliance with Accounting Standards, Legal requirements and Ethical Code.

### NOMINATION AND REMUNERATION COMMITTEE

Nomination and Remuneration Committee comprises of three Non-executive directors, majority of which are independent directors. Composition of the Committee is as per the Companies Act, 2013 and Listing Regulations. There is only one meeting of Nomination and Remuneration Committee held on 29th May, 2017 during the financial year 2017-18.

The Composition and attendance of Members at the meeting held during the financial year 2017-18 are tabulated hereunder:

Sl. No.	Name of the members	Category	Designation	No. of meetings held during his/her tenure	No. of meetings attended
1	Shri Manoranjan Dash	Non-Executive/ Independent Director	Chairperson	1	1
2	Shri Pinak Ajmera Mahipatrai	Non-Executive/ Independent Director	Member	1	1
3	Smt. Alpa K. Parikh	Non-Executive/ Non-Independent Director	Member	1	1

The Company Secretary of the Company acts as the Secretary of the Committee

### Functions of the Committee

The purpose of this Committee is to assist the Board in the nomination of members to the Board, evaluating the performance of the Directors and the Board as a whole and make appropriate recommendations as to the remuneration of Directors.

The policy dossier prescribes for payment of compensation to Executive Directors by way of salary and other perquisites.

### Remuneration Policy

The Board has formulated the Nomination, Remuneration and Evaluation Policy of Directors, key Managerial Personnel (KMPs) and other employees in terms of the provisions of the Companies Act, 2013 and Part D of Schedule II of Listing Regulations. The said policy outlines the appointment criteria and qualifications, the term/tenure of the Directors on the Board of Company and the matters related to remuneration of the Directors.

Remuneration of Executive Directors largely consists of Salary, allowances and perquisites (including contribution to Provident Fund).

The Non-Executive Directors do not draw any remuneration from the Company except the sitting fees which were paid at a rate of Rs. 7,500/- for each meeting of the Board and Rs. 2,500/- for each Committee meeting of the Company attended by them during the financial year.



Remuneration paid to the Executive Director for the year is given below : (in Rupees)

Name	Designation	Gross Remuneration		Total
Shri Kishan N. Parikh	Chairman/ Managing Director / Executive	Salary	33,00,000	
		Allowance & Perquisites	6,12,000	
		Contribution to P.F.	3,96,000	
				<b>43,08,000</b>

### **Non Executive Directors**

Name of Directors	Sitting Fee (in Rs.)
Smt. Alpa K. Parikh	30,000/-
Shri Manoranjan Dash	40,000/-
Shri Pinak Ajmera Mahipatrai	40,000/-
Total	1,10,000/-

Details of the shares held by Non-Executive Independent/Non Independent Directors as on 31st March, 2018

S. No.	Name of the Non-Executive Independent /Non INdependent Directors	No. of Equity Shares held
1	Smt. Alpa K. Parikh	61,260
2	Shri Manoranjan Dash	Nil
3	Shri Pinak Ajmera Mahipatrai	1200

### Disclosure by Non-Executive Directors of any Pecuniary Relationship

There has been no pecuniary relationship or business transaction by the Company with any Independent Non-Executive Director, other than (i) the sitting fess for attending the Board/ Committee meetings as well as the reimbursement of expenses, if any, incurred for participating/ attending the Company's meetings: (ii) the payment of dividend on the Equity shares held by them in the Company.

Notes:

1. The tenure of the executive directors of the Company is 3 years from the date of their appointment.
2. At present the Company does not have any Employee Stock Option Scheme.
3. There is no separate provision for payment of severance fee under the resolutions governing the appointment of Executive Directors.
4. No commission was paid to non-executive directors during the year.

### STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20(1) & (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms of reference of Shareholders' grievance Committee inter-alia deals with various matters relating to:

- Issue of Duplicate Share Certificates
- Non-receipt of Annual Reports, declared dividend, Share Certificates and pertaining to transfer/ transmission of shares etc.
- Monitors expeditious redressal of investors' grievances.
- Considers the request of the Shareholders for splitting/ consolidation/ renewal of Certificate as may be referred by the Share Transfer Committee.

There is no committee meeting held during the financial year 2017-18. Smt. Alpa K. Parikh, chairperson of the committee was not present at the last Annual General Meeting of the Company held on 29th August, 2017.

The Composition of the Committee during the financial year 2017-18 is tabulated hereunder :

Sl. No.	Name of the members	Category	Designation
1	Smt. Alpa K. Parikh	Non-Executive/ Non-Independent Director	Chairperson
2	Shri Manoranjan Dash	Non-Executive/ Independent Director	Member
3	Shri Kishan N. Parikh	Executive Director	Member
4	Shri Pinak Ajmera Mahipatrai	Non-Executive/ Independent	Member

During the year ended 31st March 2018, status of investor grievances is tabulated hereunder :

Complaints pending as on 1st April, 2017	Nil
Complaints received during the period from 1st April, 2017 to 31st March, 2018	Nil
Complaints disposed off during the year ended 31st March, 2018	Nil
Complaints unresolved to satisfaction of shareholders as on 31st March, 2018	Nil
Complaints pending as on 31st March, 2018	Nil

The Company has acted upon all valid requests for issue of duplicate Share Certificates, share transfer/ transmission received during the year under report and no such issue of duplicate Share Certificates, share transfer/ transmission is pending as on 31st March, 2018.

### COMPLIANCE OFFICER

Shilpa Aggarwal, Company Secretary is the Compliance Officer of the Company. Details are as under :

Name : Smt. Shilpa Aggarwal  
Designation : Company Secretary  
Address : 8A, Monalisa 17, Camac Street, Kolkata - 700 017  
Phone No. : (033) 22871046  
Email : cs@pebcomotors.com/ ro@pebcomotors.com  
Website : www.pebcomotors.com

### GENERAL BODY MEETINGS

#### A. Annual General Meeting

AGM No.	Year	Date	Venue	Time	No. of Special Resolutions passed
45th	2016-17	29.08.2017	Hotel Hindusthan International, 235/1, A J C Bose Road, Kolkata 700020	12.00 noon	Nil
44th	2015-16	06.09.2016	8-A, Monalisa, 17, Camac Street, Kolkata 700 017	11.30 a.m	1
43rd	2014-15	25.08.2015	8-A, Monalisa, 17, Camac Street, Kolkata 700 017	11.30 a.m	1

#### B. Extraordinary General Meetings

There is one Extraordinary General Meeting held on 23rd October, 2017 for alteration in Object Clause of the Company.

#### C. Postal Ballot

There was no resolution required to be passed through postal ballot at any of the above General Meetings. None of the resolution proposed for the ensuing Annual General Meeting need to be passed by Postal Ballot.

### RISK MANAGEMENT POLICY

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

The Company has in place an established internal control system designed to ensure proper recording of financial and operational information and compliance of various internal controls and other regulatory and statutory compliances. The Directors review the effectiveness of internal controls and compliance controls, financial and operational risks, risk assessment and management systems and related party transactions, have been complied with.

### MEANS OF COMMUNICATION

The Company communicates with the Shareholders at large through its Annual Report, publication of Un-audited/ Audited Financial Results in the newspapers. The Company's notice, results etc. are generally published in Bengal Post (English edition) and Ek Din (Bengali - Vernacular - language) and also posted at the Company's Website at [www.pebcomotors.com](http://www.pebcomotors.com).

### DISCLOSURES

- (i) The financial statements are prepared on the basis of applicable Accounting Standards and there is no deviation from it in general.
- (ii) The Managing Director and Chief Financial Officer have given the necessary certificate as required under regulation 17(8) of SEBI Regulations, 2015.
- (iii) The Directors and Key Executives have informed the Board that they have no Direct, Indirect or on behalf of third Parties, material interest in any transaction or matter directly affecting the Company. The Board has received disclosures from management relating to material, financial and commercial transactions where they and/ or their relatives have personal interest.
- (iv) The Particulars of transaction between the Company and its related parties as per the Accounting Standard 18 "Related Party Disclosures" issued by the Institute of Chartered Accountants of India (ICAI) are set out in relevant notes to financial statements in the Annual Report. However, these transactions are not likely to have

any conflict with the Company. The Policy on dealing with Related Party Transactions is available on the website of the Company at weblink : <http://www.pebcomotors.com/investors/Policies/Codes/Programmes/Related Party Transactions Policy>.

- (v) During the last three years, no penalties or strictures have been imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to Capital Markets.
- (vi) In compliance of applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board of Directors of your Company had approved the Vigil Mechanism/ Whistle Blower Mechanism Policy. The details of which are displayed on the website of the Company at weblink: <http://www.pebcomotors.com/investors/Policies/Codes/Programmes/Whistle Blower Policy>. It is also affirmed that no personnel have been denied access to the Audit Committee.
- (vii) All the mandatory requirements in respect of Corporate Governance under SEBI Regulations, 2015, have been appropriately complied.
- (viii) The Company has complied with all other requirements specified in regulations 17 to 27 and applicable clauses of sub Regulations (2) of Regulation 46 of SEBI (LODR).

### CEO / CFO CERTIFICATION

In compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company duly places a certificate signed by Shri Kishan N. Parikh, Managing Director and Shri C. Thomas, Chief Financial Officer of the Company before the Board of Directors.

### CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING

The Company has adopted a Code for Prevention of Insider Trading as per SEBI (Prohibition of Insider Trading) Regulations, 2015. All Directors and Designated Employees who could have access to the Unpublished Price Sensitive Information are governed by the Code.

### GENERAL SHAREHOLDERS INFORMATION :

- a) Annual General Meeting to be held :
  - Number of AGM : 46th AGM
  - Day : Monday
  - Date : 27th August, 2018
  - Time : 12.00 noon (IST)
  - Venue : Hotel Hindusthan International, 235/1, A J C Bose Road, Kolkata 700020
- b) Financial Year [ April 2018 to March 2019]
  - Financial Reporting for quarter ending 30.06.2018 : August, 2018
  - Financial Reporting for half year ending 30.09.2018 : November, 2018
  - Financial Reporting for quarter ending 31.12.2018 : February, 2019
  - Financial Reporting for year ending 31.03.2019 : May, 2019
  - Annual General Meeting for the year 2019 : August, 2019
- c) Date of Book Closure

The Register of Members and the Share Transfer Register of the Company shall remain closed from 21st August, 2018 to 27th August, 2018 (both days inclusive).
- d) Dividend Payment

The Board has recommended a final dividend of Rs. 1.20/- per equity share which will be paid within the prescribed statutory period, subject to declaration by the shareholders at the ensuing Annual General Meeting.
- e) Registrar and Share Transfer Agents

Niche Technologies Private Limited,  
D-511, Bagree Market, 5th Floor, 71, B. R. B. Basu Road, Kolkata - 700 001,

Phone No. (033) 2235-7271 / 7270 / 3070 / 2234-3576 / Fax no. (033) 2215- 6823  
 email : nichetechpl@nichetechpl.com

f) Address for Correspondence & any query on Annual Report

Pebco Motors Limited, 8-A, Monalisa, 17, Camac Street, Kolkata - 700 017  
 E-mail : ro@pebcomotors.com

g) Listing on Stock Exchange

The Equity Shares of the Company are listed as below:

Name of Stock Exchange : Calcutta Stock Exchange Limited  
 Address : 7, Lyons Range, Kolkata - 700001  
 Scrip Code : 26079  
 ISIN : INE416E0101

Listing Fee for the financial year 2018-19 has been paid to the Stock Exchange.

h) Stock market price data for the year 2017-18

There were no trading during the financial year under review.

i) Shares transfer system and other related matters:

The shares which are received in physical form for transfer/transmission/split etc. are immediately processed and dispatched within the stipulated time period. All the shares are in physical form except Promoter's shareholdings.

j) Distribution of Shareholding as on 31.03.2018

Category	No. of Shares Held	% of Share Holding
<b>A. Promoter (s) Holding</b>		
Promoters		
a. Indian Promoters	370655	37.15
b. Foreign Promoters	NIL	
Persons Acting in Concert	NIL	
<b>Sub Total</b>	370655	37.15
<b>B. Non-Promoters Holding</b>		
Institutional Investors		
a. Mutual Funds and UTI,	-	-
b. Banks, Financial Institutions Institutions, Insurance Companies (Central/State Govt. Institutions/ Non-Government Institutions)		
c. FIIS	-	-
<b>Sub Total</b>	-	-
<b>C. Others</b>		
a. Private Corporate Bodies	327505	32.82
b. Indian Public	299610	30.03
c. NRIs/OCBs	-	
d. Any Other	-	-
Sub- Total	627115	62.85
<b>GRAND TOTAL</b>	<b>997770</b>	<b>100.00</b>

### Distribution Schedule as on 31.03.2018

Share Holding	Share Holder Number	%	No. of Shares	%
1 to 500	-	-	-	-
501 to 1000	5	11.63	4600	0.46
1001 to 2000	10	23.25	15370	1.54
2001 to 3000	9	20.94	24250	2.43
3001 to 4000	4	9.31	14400	1.44
4001 to 5000	1	2.32	4550	0.47
5001 to 10000	1	2.32	9275	0.93
10001 and above	13	30.23	925325	92.73
<b>Total</b>	<b>43</b>	<b>100.00</b>	<b>997770</b>	<b>100.00</b>

### Share Holding Pattern as on 31.03.2018

	Shareholders		Share	
	No.	%	No.	%
Demat	4	9.30	370655	37.15
Physical	39	90.70	627115	62.85
NSDL	--	--	--	--
CDSL	--	--	--	--
<b>TOTAL</b>	<b>43</b>	<b>100.00</b>	<b>997770</b>	<b>100.00</b>

### **COMPLIANCE CERTIFICATE**

The Company has obtained a Certificate from Secretarial Auditor M/s A. K. Labh & Co., Company Secretaries regarding compliance of conditions of Corporate Governance stipulated under Listing Regulations and the said certificate is attached to the Directors Report and forms a part of the Annual report. The said certificate is sent to the shareholders and the Stock Exchange along with the Annual Report of the Company.

For and on behalf of Board of Directors

Date : 28th May, 2018  
Place : Kolkata

**Kishan N. Parikh**  
Chairman & Managing Director  
(DIN 00453209)

**Alpa K. Parikh**  
Director  
(DIN 00361647)

### **DECLARATIONS**

#### **Compliance with Code of Conduct**

In Accordance to Regulation 34(3) read with part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Kishan N. Parikh, Managing Director of Pebco Motors Limited, hereby declare that the Board Members and Senior Management Personnel of the Company have affirmed their compliance with the Code of Conduct of the Company during the financial year 2017-18.

**For Pebco Motors Limited**

Dated 28th May, 2018  
Place : Kolkata

**Kishan N. Parikh**  
Chairman & Managing Director  
DIN 00453209

## CEO / CFO CERTIFICATION

To  
Board of Directors, and Audit Committee  
Pebco Motors Limited  
8A, Monalisa, 17, Camac Street  
Kolkata - 700017, West Bengal

### CERTIFICATE FOR THE YEAR ENDED 31.03.2018

Pursuant to Regulation 17(8) read with part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Kishan N. Parikh, Managing Director and C. Thomas, Chief Financial Officer of Pebco Motors Limited do hereby certify that:

- a) We have reviewed financial statements and the Cash Flow Statement for the year 2017-18 and that to the best of our knowledge and belief:
  - i) These statements do not contain any untrue statement or omit any material fact or contain statements that might be misleading.
  - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated effectiveness of internal control system of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to be take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee:
  - i) That there are no significant changes in internal control over financial reporting during the year 2017-18.
  - ii) That there are no significant changes in accounting policies during the year 2017-18.
  - iii) That there are no instances of significant fraud of which we have become aware.

**For Pebco Motors Limited**

Date : 28th May, 2018  
Place : Kolkata

**C. Thomas**  
Chief Financial Officer

**Kishan N. Parikh**  
Chairman & Managing Director  
(DIN 00453209)

## **Certificate**

### ***To the Members of Pebco Motors Limited***

We have examined the compliance of conditions of Corporate Governance by Pebco Motors Limited ("the Company") in terms of Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the year ended 31.03.2018.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the 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 the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

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

For : **A. K. LABH & Co.**  
Company Secretaries

Place : Kolkata  
Dated : 28.05.2018

**(CS A. K. Labh)**  
Practicing Company Secretary  
FCS – 4848 / CP No. - 3238



**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31.03.2018**

*(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014)*

To  
The Members  
Pebco Motors Limited  
8-A, Monalisa, 17, Camac Street  
Kolkata - 700 017  
West Bengal

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to 'good corporate practices by Pebco Motors Limited having its Registered Office at 8-A, Monalisa, 17, Camac Street, Kolkata - 700017, West Bengal (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31.03.2018 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.

**Auditors' Responsibility**

Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers' and the agents of the Company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of our understanding 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.

We have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Company during the period under scrutiny. We have checked the Board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the Board, of the Board, of the members of the Company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

Wherever required we have obtained the management representation about the compliance of the laws, rules and regulations and happening of events, etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of compliance procedures on test basis.

Our report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

We report that, we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Secretarial Standards as issued by The Institute of Company Secretaries of India;
- (iii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) 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;
  - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further report that, having regard to the compliance system prevailing in the Company our examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to us by the Company and its management and to the best of our judgment and understanding of the applicability of the different enactments upon the Company.

Further, to the best of our knowledge and understanding there are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliances with applicable laws including general laws, labour laws, competition law, environmental laws, etc.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

During the period under review, provisions of the regulations/guidelines/standards were not applicable to the Company: following

- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (ii) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ;
- (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (iv) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009;
- (v) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

**We further report that :**

- (a) 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, if any, during the period under review were carried out in compliance with the provisions of the Act.
- (b) 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.
- (c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- (d) 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.
- (e) There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that :**

- (a) The Company had altered its Memorandum of Association by suitably amending the Object Clause to comply with the guidelines issued by Insurance Regulatory and Development Authority (IRDAI) for motor insurance business at Extra-ordinary General Meeting of the Company held on 23.10.2017.

For : **A. K. LABH & Co.**  
Company Secretaries

Place : Kolkata  
Dated : 28.5.2018

**(CS A. K. Labh)**  
Practicing Company Secretary  
FCS – 4848 / CP No. - 3238

### To the Members of

### M/s. Pebco Motors Limited

### Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Pebco Motors Limited** (hereinafter referred to as 'the **Company**'), which comprise the balance sheet as at 31st March 2018, the statement of profit and loss including other comprehensive income, the statement of cash flows and the statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Standalone Ind AS 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 standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 standalone Ind AS 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 standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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 standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. 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 standalone Ind AS 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 standalone Ind AS financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs (financial position) of the Company as at 31st March 2018, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### Other Matters

The comparative financial information of the Company for the year ended 31st March 2017 and the transition date opening balance sheet as at 1st April 2016 included in these Standalone Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditors, whose audit reports for the year ended 31st March 2017 dated 29th May 2017 and for the year ended 31st March 2016 dated 27th May 2016 expressed an unqualified opinion on those Standalone financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Our opinion is not qualified in respect of above matters.

### Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure-A', a statement on the matters specified in the paragraph 3 and 4 of the 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, the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account
  - d) in our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rule issued thereunder.
  - e) on the basis of written representations received from the directors as on 31st March 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2018 from being appointed as director in terms of Section 164(2) of the Companies Act, 2013.
  - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our report in 'Annexure -B and
  - g) with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. the Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements - [Refer Note No.37 to the standalone Ind AS financial statements];
    - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For : **CHETAN & CO.**  
Chartered Accountants  
Firm Regn. No. 321151E

Place : Kolkata  
Dated : 28th May, 2018

**Malaya Ray Chaudhuri**  
Partner  
Membership No. 053201

## ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

**((Referred to in Paragraph 1 of "Reporting on Other Legal and Regulatory Requirements" section of our Audit Report))**

- i) In respect of Fixed Assets:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The fixed assets are physically verified by the management according to a phased programme once in a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the management during the year and no discrepancies were noticed on such verification.
  - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, except pending deed of conveyance for building space as disclosed in Note-3 to the standalone Ind AS financial statements, title deeds of immovable properties are held in the name of the company.
- (ii) According to the information and explanation given to us, stock of vehicles and spare parts has physically verified by the management during the year. In our opinion and according to the information and explanations given to us, discrepancies noticed on physical verification of inventories were not material and have been properly dealt with in the books of account.
- (iii) According to the information and explanation given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 as such provisions of paragraph 3(iii) of the Order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public during the year.
- (vi) Based on the information available and explanations given to us, the Central government has not prescribed maintenance of cost records under section 148(1) of the Companies act, 2013 for any of the products of the company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of books of accounts, the Company is generally regular in depositing the undisputed statutory dues including provident fund, income tax, sale tax, wealth Tax, duty of customs, duty of excise, value added tax, Goods and Services Tax, cess and any other statutory dues with the appropriate authorities.
- According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, duty of customs, duty of excise, service tax, value added tax, cess and other material statutory dues were in arrears as at 31st March 2018 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us and as per the records of the company examined by us, the particulars of dues of Excise and Income tax which had not been deposited on account of any dispute as at 31st March 2018 are given below:

Sl. No.	Name of the Statute	Nature of dues	Amount (in Lakhs)	Period to which the amount relates	Forum where pending
1	Central Excise	Addition on account of SSI Benefit Claim	14.29*	1991-92 and 1993-94	Central Excise & Service Tax Tribunal, Eastern Bench, Kolkata
2	Income Tax Act, 1961	Addition during Assessment under head 'Claim of Investment Allowance on Soft drinks manufacturing activities	6.37	1979-80	High Court order passed. SLP filed with H'ble Supreme Court which has been admitted.
		<b>Total</b>	<b>20.66</b>		

## ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

\*Amount of Rs.2.50 lakhs has been deposited against the demand.

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institutions or banks. The company has not issued any debentures during the year.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which they were raised.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the company by its officers or employees has been noticed or reported during the year except a case of embezzlement of cash estimated approximately INR 11.07 Lacs done by one of its employee engaged in renewal of car insurance of the customers has been noticed by the management during the year. The matter has been reported to local police station on dated 12-02-2018 as stated in Note No.38(8) to the standalone Ind AS financial statements.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly provisions of paragraph 3(xii) of the Order are not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with sections 177 and Section 188 of the Act where applicable and details of such transactions have been disclosed in the standalone Ind AS financial statements as required under Ind AS specified under Section 133 of the Act read with relevant rules.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them as such provisions of paragraph 3(xv) of the Order are not applicable.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Place : Kolkata  
Dated : 28th May, 2018

For : **CHETAN & CO.**  
Chartered Accountants  
Firm Regn. No. 321151E

**Malaya Ray Chaudhuri**  
Partner  
Membership No. 053201

## Annexure-'B' to the Independent Auditor's Report

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

We have audited the internal financial controls over financial reporting of **Pebco Motors Limited** (hereinafter referred to as '**the Company**') as of 31st March 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

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

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

#### **Auditors' Responsibility**

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

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

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

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

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



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

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

### **Opinion**

According to the information and explanations given to us and based on our audit, in our opinion, the Company has generally maintained, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were generally operating effectively as of 31st March 2018, 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 Controls over Financial Reporting" issued by the Institute of Chartered Accountants of India.

Place : Kolkata  
Dated : 28th May, 2018

For : **CHETAN & CO.**  
Chartered Accountants  
Firm Regn. No. 321151E

**Malaya Ray Chaudhuri**  
Partner  
Membership No. 053201

## Balance Sheet as at 31st March 2018

(Amount in INR)

<b>Particulars</b>	<b>Note No.</b>	<b>As at 31.03.2018</b>	<b>As at 31.03.2017 (Restated)</b>	<b>As at 01.04.2016 (Restated)</b>
<b>ASSETS</b>				
<b>Non Current Assets</b>				
(a) Property, Plant & Equipments	3	110,442,172	106,907,021	84,910,825
(b) Capital Work in Progress	4	43,423,755	1,685,400	6,167,084
(c) Intangible Assets	5	419,966	484,208	548,450
(d) Investment Property		-	-	-
(e) Financial Assets				
(i) Investments	6	67,120,127	64,494,273	60,475,010
(ii) Loans	7	-	-	-
(iii) Other Financial Assets	8	6,195,404	6,175,491	5,765,191
(f) Deferred Tax Assets (net)		-	-	-
(g) Other Non-current assets	9	-	-	-
<b>Total Non-Current Assets (A)</b>		<b>227,601,424</b>	<b>179,746,393</b>	<b>157,866,560</b>
<b>Current Assets</b>				
(a) Inventories	10	97,371,310	124,253,714	66,262,648
(b) Financial Assets				
(i) Investments	6	151,024,324	140,148,506	130,961,782
(ii) Trade Receivables	11	43,841,937	28,756,124	18,693,245
(iii) Cash & Cash equivalents	12	115,075,846	103,426,823	77,664,089
(iv) Loans	7	41,742,360	20,022,787	14,500,057
(v) Other Financial Assets	8	26,725,459	14,660,660	32,645,013
(c) Current Tax Assets (Net)		2,398,783	2,089,763	4,903,316
(d) Other Current Assets	13	7,492,712	12,780,966	10,500,000
<b>Total Current Assets (B)</b>		<b>485,672,731</b>	<b>446,139,343</b>	<b>356,130,150</b>
<b>Total Assets (A+B)</b>		<b>713,274,154</b>	<b>625,885,736</b>	<b>513,996,710</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share Capital	14	9,977,700	9,977,700	9,977,700
(b) Other Equity	15	466,198,242	441,240,686	418,775,982
<b>Total Equity (A)</b>		<b>476,175,942</b>	<b>451,218,386</b>	<b>428,753,682</b>
<b>Liabilities</b>				
<b>Non-Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	16	-	-	-
(ii) Other Financial Liabilities	18	2,400,000	850,000	850,000
(b) Provisions	19	-	-	-
(c) Deferred Tax Liabilities (net)	20	24,838,585	20,093,513	17,070,069
(c) Other Non-Current Liabilities	21	-	-	-
<b>Total Non-Current Liabilities (B)</b>		<b>27,238,585</b>	<b>20,943,513</b>	<b>17,920,069</b>
<b>Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	16	168,832,197	111,818,429	40,269,346
(ii) Trade payables	17	2,933,439	5,002,679	3,651,571
(iii) Other Financial Liabilities	18	4,401,868	4,320,479	5,699,190
(b) Other Current Liabilities	22	31,543,466	30,209,062	15,685,903
(c) Provisions	19	2,148,656	2,373,188	2,016,949
(d) Current Tax Liabilities (net)		-	-	-
<b>Total Current Liabilities (C)</b>		<b>209,859,627</b>	<b>153,723,837</b>	<b>67,322,959</b>
<b>Total Equity and Liabilities (A+B+C)</b>		<b>713,274,154</b>	<b>625,885,736</b>	<b>513,996,710</b>
Corporate Information	1			
Significant Accounting Policies	2			
Additional informations	33-38			
The Accompanying Notes form an integral part of Financial Statements.				

As per our report annexed

**For Chetan & Co.**

Chartered Accountants

FR No. 321151E

**(Malaya Ray Choudhuri)**

Partner

Membership No. : 053201

Place : Kolkata

Dated : 28th May, 2018

For and on behalf of the Board of Pebco Motors Limited

**Kishan N. Parikh**

Chairman & Managing Director

DIN : 00453209

**Alpa K. Parikh**

Director

DIN : 00361647

**Shilpa Aggarwal**

Company Secretary

Membership No. A32344

**C. Thomas**  
Chief Financial Officer

## Statement of Profit & Loss for the year ended 31st March 2018

(Amount in INR)

Sr. No.	Particulars	Note No.	For the year ended 31.03.2018	For the year ended 31.03.2017
	<b>Revenue from Operations</b>	<b>23</b>		
A	Sales (Net of other levies but including excise duty)		1,673,915,910	1,404,467,852
B	Other Operating Revenue		108,021,323	98,516,669
	<b>(I) Revenue from Operations (A+B)</b>		<b>1,781,937,233</b>	<b>1,502,984,521</b>
	(II) Other Income	24	20,034,586	22,994,796
	<b>(III) Total Income (I+II)</b>		<b>1,801,971,819</b>	<b>1,525,979,317</b>
	<b>(IV) Expenses</b>			
	Cost of Materials Consumed	25	-	-
	Purchases of Stock-in-Trade	26	1,251,859,149	1,252,397,190
	Changes in inventories of finished goods/ work in progress and Stock in trade	27	26,882,404	-57,991,066
	Excise Duty		-	-
	Employee Benefits Expense	28	40,893,594	32,911,712
	Finance Costs	29	776,630	4,024,266
	Depreciation/Amortization/ Impairment expense		9,513,669	8,464,453
	Other Expenses	30	436,006,969	250,319,560
	<b>Total Expenses (IV)</b>		<b>1,765,932,415</b>	<b>1,490,126,115</b>
	<b>(V) Profit before exceptional items and Tax (III-IV)</b>		<b>36,039,404</b>	<b>35,853,203</b>
	(VI) Exceptional Items		-	-
	<b>(VII) Profit before Tax (V-VI)</b>		<b>36,039,404</b>	<b>35,853,203</b>
	(VIII) Tax expense	31	9,860,072	10,580,444
	<b>(IX) Profit for the period from continuing operations (VII-VIII)</b>		<b>26,179,332</b>	<b>25,272,759</b>
	(X) Profit/(Loss) from discontinued operations		-	-
	(XI) Tax expense of discontinued operations		-	-
	(XII) Profit/(Loss) from discontinued operations (after Tax) (X-XI)		-	-
	<b>(XIII) Profit for the Period (IX+XII)</b>		<b>26,179,332</b>	<b>25,272,759</b>
	<b>Other Comprehensive Income</b>	32		
A	(i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-
B	(i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	<b>(XIV) Total Other Comprehensive Income</b>		<b>-</b>	<b>-</b>
	<b>(XV) Total Comprehensive Income for the year (XIII+XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the year)</b>		<b>26,179,332</b>	<b>25,272,759</b>
	<b>(XVI) Earnings per equity share</b>			
	(for continuing operation):			
	(1) Basic		26	25
	(2) Diluted		26	25
	<b>(XVII) Earnings per equity share (for discontinued operation):</b>			
	(1) Basic		-	-
	(2) Diluted		-	-
	<b>(XVIII) Earnings per equity share (for both discontinued &amp; continuing operation) :</b>			
	(1) Basic		26	25
	(2) Diluted		26	25
	<b>Refer note 38 (5) for calculation of EPS</b>			
	Corporate Information	1		
	Significant Accounting Policies	2		
	Additional informations	33-38		
	The Accompanying Notes form an integral part of Financial Statements.			

As per our report annexed

**For Chetan & Co.**

Chartered Accountants

FR No. 321151E

**(Malaya Ray Choudhuri)**

Partner

Membership No. : 053201

Place : Kolkata

Dated : 28th May, 2018

For and on behalf of the Board of Pebco Motors Limited

**Kishan N. Parikh**

Chairman & Managing Director

DIN : 00453209

**Alpa K. Parikh**

Director

DIN : 00361647

**Shilpa Aggarwal**

Company Secretary

Membership No. A32344

**C. Thomas**  
Chief Financial Officer

**STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2018**  
**CASH FLOW STATEMENT (Indirect Method) - STANDALONE**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017
<b>(A) Cash Flow from Operating Activities :</b>		
<b>Profit Before Tax</b>	<b>36,039,404</b>	<b>35,853,203</b>
Adjustment for :		
Depreciation / Impairment of fixed assets	9,513,669	8,464,453
Interest pertaining to Investing Activities	14,264,647	9,802,334
Finance cost related to financing activity	-	-
Fair value change (net)	(13,488,017)	(5,778,069)
Interest / Dividend from Investments	(7,169,536)	(8,990,403)
Income on sale of investments	-	-
Profit/loss on sale of fixed assets	(1,514,438)	(837,604)
Povisions made & write off	-	-
Provision/Liability write back	(247,109)	(995,475)
<b>Operating Profit before Current/Non Current Assets and Liabilities</b>	<b>37,398,620</b>	<b>37,518,439</b>
<b>Adjustment for :</b>		
Trade Receivable	(15,085,813)	(10,062,879)
Inventories	26,882,404	(57,991,066)
Current/Non current/Loans, Other financial assets and other assets	(21,908,526)	5,484,768
Short/Long Term Liabilities and Provisions	51,596,123	77,031,298
<b>Cash Generated from Operation</b>	<b>78,882,808</b>	<b>51,980,560</b>
Income Tax Paid/Refund	(6,916,525)	7,099,142
<b>Net Cash Flow from Operating Activities</b> (A)	<b>71,966,283</b>	<b>59,079,702</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
(Purchase)/ Sale of Fixed Assets	(53,208,495)	(25,077,119)
Investment in Bank Deposits	3,430,974	5,971,248
Interest / Dividend from Investments	3,738,562	3,019,155
Investment in Mutual Fund Investment	(13,501,672)	(13,205,986)
Fair value change (net)	13,488,017	5,778,069
<b>Net Cash from Investing Activities</b> (B)	<b>(46,052,614)</b>	<b>(23,514,634)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of Long Term Borrowings	-	-
Interest & Finance cost pertaining to Financing Activities	(14,264,647)	(9,802,334)
<b>Net Cash used in Financing Activities</b> (C)	<b>(14,264,647)</b>	<b>(9,802,334)</b>
<b>Net Increase / (Decrease) in Cash &amp; Bank Balances (A+B+C)</b>	<b>11,649,022</b>	<b>25,762,734</b>
<b>Cash &amp; Cash equivalent (opening balance)</b>	<b>103,426,823</b>	<b>77,664,089</b>
<b>Cash &amp; Cash equivalent (closing balance)</b>	<b>115,075,846</b>	<b>103,426,823</b>
(All figures in bracket represent outflow)		
Refer Note 12 for components of cash & cash equivalents.		

As per our report annexed

**For Chetan & Co.**

Chartered Accountants

FR No. 321151E

**(Malaya Ray Choudhuri)**

Partner

Membership No. : 053201

Place : Kolkata

Dated : 28th May, 2018

For and on behalf of the Board of Pebco Motors Limited

**Kishan N. Parikh**

Chairman & Managing Director

DIN : 00453209

**Alpa K. Parikh**

Director

DIN : 00361647

**Shilpa Aggarwal**

Company Secretary

Membership No. A32344

**C. Thomas**  
Chief Financial Officer

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.2018

A. EQUITY SHARE CAPITAL

(Amount in INR)

Particulars	Balance as at 01.04.2016	Changes in Equity Share Capital during the year	Balance as at 31.03.2017	Balance as at 01.04.2017	Changes in Equity Share Capital during the year	Balance as at 31.03.2018
9,97,770 Equity Shares of INR 10/- each (9,97,770 Equity Shares of INR 10/- each )	9,977,700	-	9,977,700	9,977,700	-	9,977,700

B. OTHER EQUITY

(Amount in INR)

	Capital Reserve	Capital Redemption reserve	General Reserve	Retained Earnings	Total
<b>Balance as at 01.04.2016</b>	52,558,000	2,458,000	270,000,000	57,661,050	382,677,050
Changes in accounting policy	-	-	-	36,098,932	36,098,932
Prior period errors	-	-	-	-	-
<b>Restated balance as at 01.04.2016</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>93,759,982</b>	<b>418,775,982</b>
Total Comprehensive Income for the year	-	-	-	25,272,759	25,272,759
Interim Dividend	-	-	-	-	-
Tax Adjustment of earlier years	-	-	-	(1,403,546)	(1,403,546)
<b>Appropriations</b>					
Proposed Dividend	-	-	-	(1,197,324)	(1,197,324)
Corporate Dividend tax	-	-	-	(207,185)	(207,185)
Transfer to/from General Reserve	-	-	-	-	-
<b>Balance as at 31.03.2017</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>116,224,686</b>	<b>441,240,686</b>
<b>Balance as at 01.04.2017</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>116,224,686</b>	<b>441,240,686</b>
Total Comprehensive Income for the year	-	-	-	26,179,332	26,179,332
Buyback of equity shares	-	-	-	-	-
Interim Dividend	-	-	-	-	-
Tax Adjustment of earlier years	-	-	-	182,733	182,733
<b>Appropriations</b>					
Proposed Dividend	-	-	-	(1,197,324)	(1,197,324)
Corporate Dividend tax	-	-	-	(207,185)	(207,185)
Transfer to/from General Reserve	-	-	-	-	-
<b>Balance as at 31.03.2018</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>141,182,242</b>	<b>466,198,242</b>

As per our report annexed

**For Chetan & Co.**

Chartered Accountants

FR No. 321151E

**(Malaya Ray Choudhuri)**

Partner

Membership No. : 053201

Place : Kolkata

Dated : 28th May, 2018

For and on behalf of the Board of Pebco Motors Limited

**Kishan N. Parikh**

Chairman & Managing Director

DIN : 00453209

**Alpa K. Parikh**

Director

DIN : 00361647

**Shilpa Aggarwal**

Company Secretary

Membership No. A32344

**C. Thomas**

Chief Financial Officer

### Note-1: CORPORATE INFORMATION

PEBCO MOTORS LIMITED (hereinafter referred as "the Company") is a public limited company incorporated in India with its registered office at Kolkata, in the state of west Bengal. The Company is the oldest dealer of Maruti Suzuki India Limited in Jharkhand and has ISO9001:2008 standards certification. At present the Company is primarily dealing with Prestigious Dealership of Maruti Suzuki India Ltd, and Sale of Maruti True Value Cars.

### Note-2: SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 Basis of preparation of financial statements

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

For all the periods up to and including the year ended 31st March 2017, the Company prepared its financial statements in accordance with the Accounting Standards(AS) notified under section 133 of the Companies Act,2013 read together with paragraph 7 of the Companies (Accounting Standards) Rules 2014 and in accordance with the companies (Accounting standards) Rules, 2006. These financial statements for the year ended 31st March 2018 are the first financial statements of the Company prepared in accordance with Ind AS.[Refer Note-33(l) for information on First Time Adoption of Ind AS].

These financial statements have been prepared and presented under the Going concern basis under historical cost convention, except for

- Certain financial assets and liabilities measured at fair value (refer accounting policies on financial instruments in para.2.14)
- Defined Benefit Plans- plan assets measured at fair value
- Inventories at Cost or Net Realizable value, whichever is lower (refer accounting policies on Valuation of Inventory in para.2.12)

#### 2.2 Classification of assets and liabilities into current and non-current

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current by the Company when:

- it expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realize the asset within twelve months after the reporting period; or
- the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current by the Company when:

- it expects to settle the liability in its normal operating cycle;
- it holds the liability primarily for the purpose of trading;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

### 2.3 Use of accounting estimates and assumptions

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, revenue and expenses and disclosure of contingent liabilities at the date of the financial statements. Actual results could differ from those estimates. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Any revision to the accounting estimates is recognised prospectively.

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant effect on the carrying amounts of assets and liabilities within the next financial year are included in the following notes:-

- a) Measurement of Defined Benefit Obligations-(Note-36 to the financial statements)
- b) Measurement and likelihood of the occurrence of provisions and contingencies-(Note-19 to the financial statements)
- c) Recognition of the Deferred Tax Assets/Liabilities-(Note -20 to the financial statements)
- d) Key assumptions used in Fair Valuation Methods of Financial Assets and Financial Liabilities-(Note-.34 to the financial statements)

### 2.4 Revenue Recognition

**2.4.1 Revenue from the sale of goods:-**Revenue from the sale of goods is recognized when all the following conditions have been satisfied:

- a) the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- b) the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- c) the amount of revenue can be measured reliably;
- d) it is probable that the economic benefits associated with the transaction will flow to the Company and
- e) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes, levies or duties collected on behalf of the government/ other statutory bodies.

**Advances received from the customers** are reported as customer's deposits unless the above conditions for revenue recognition are met.

**2.4.2 Interest:-**Interest income is recognized using the Effective Interest Method.

**2.4.3 Dividend:-**Dividend income from investments is recognized when the rights to receive payment is established.

**2.4.4 Other Claims:-**Other claims (including interest on delayed realization from customers) are accounted for, when there is certainty of realization and can be measured reliably.

**2.4.5 Rendering of Services:-**When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction is recognized when the related services are rendered.

### 2.5 Leases

A finance lease is a lease that transfers substantially all the risks and rewards incidental to ownership of an asset. Title may or may not eventually be transferred.

An operating lease is a lease other than a finance lease.

#### 2.6.1 Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease.

**2.6.1.1 Finance lease** - Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant periodic rate of interest on the remaining balance of the liability.

Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

**2.6.1.2 Operating lease** - Lease payments under an operating lease is recognised as an expense on a straight-line basis over the lease term unless either:

- another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the Lessor are not on that basis; or
- the payments to the Lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the Lessor vary because of factors other than general inflation, then this condition is not met.

#### 2.6.2 Company as a Lessor

**2.6.2.1 Operating leases** - Lease income from operating leases (excluding amounts for services such as insurance and maintenance) is recognised in income on a straight-line basis over the lease term, unless either:

- another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished, even if the payments to the Lessor are not on that basis; or
- the payments to the Lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the Lessor vary according to factors other than inflation, then this condition is not met.

Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense over the initial lease term on the same basis as lease income.

**2.6.2.2 Finance leases** - Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

### 2.7 Property, Plant and Equipment (PPE)

Land is carried at historical cost. Historical cost includes expenditure which are directly attributable to the acquisition of the land like, rehabilitation expenses, resettlement cost and compensation if any etc.

All other Property, Plant and Equipment are carried at its cost less any accumulated depreciation and any accumulated impairment losses under Cost Model. The cost of an item of property, plant and equipment comprises:



- a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which the Company incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item depreciated separately.

Depreciation on property, plant and equipment, except freehold land, is provided as per cost model on straight line basis over the estimated useful lives of the assets.

Based on technical evaluation, the management believes that the useful lives considered best represents the period over which the management expects to use the asset. The estimated useful life of the assets is reviewed at the end of each financial year.

Depreciation on the assets added / disposed of during the year is provided on pro-rata basis with reference to the month of addition / disposal.

Property, Plant and Equipment which are not ready for intended use as at the date of balance sheet are disclosed as "Capital Work-In-Progress".

Transition to Ind AS:-The company elected to continue with the carrying value as per cost model (for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind ASs (i.e. 01-04-2016), measured as per the previous GAAP.

### **2.8 Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation (calculated on a straight-line basis over their useful lives) and accumulated impairment losses, if any.

Internally generated intangibles, excluding capitalised development costs, are not capitalised. Instead, the related expenditure is recognised in the statement of profit and loss and other comprehensive income in the period in which the expenditure is incurred. The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss.

An intangible asset with an indefinite useful life is not amortized but is tested for impairment at each reporting date.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss

Cost of Software recognized as intangible asset, is amortised on straight line method over a period of legal right to use or three years, whichever is less; with a nil residual value.

### **2.9 Investment Property**

Property (land or a building or part of a building or both) held to earn rentals or for capital appreciation or both, rather than for, use in the production or supply of goods or services or for administrative purposes; or sale in the ordinary course of businesses are classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Investment properties are depreciated using the straight-line method over their estimated useful lives.

### **2.10 Borrowing Costs**

Borrowing costs are expensed as and when incurred except where they are directly attributable to the acquisition, construction or production of qualifying assets i.e. the assets that necessarily takes substantial period of time to get ready for its intended use, in which case they are capitalised as part of the cost of those asset up to the date when the qualifying asset is ready for its intended use.

### **2.11 Investment in Subsidiary, Joint ventures and Associates**

Investment in Equity i.e. investment in subsidiaries, associates and joint venture companies are carried at cost less accumulated provisions for diminution in value, if any. Where an indication of impairment losses exists, the carrying value of the investment is assessed and written down immediately to its recoverable amount. On disposal of investment in subsidiaries and joint ventures, the difference between the net disposal proceeds and the carrying amounts are recognised in the Statement of profit and Loss.

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its investments in subsidiaries, joint ventures and associates as recognised in the financial statements at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. The Company has elected to continue with the carrying value for all of its investments in subsidiaries, joint ventures and associates as recognised in its Indian GAAP financials as deemed cost at the transition date.

### **2.12 Inventories**

Inventories are measured and valued on the following basis:-

- a) Spare Parts and Accessories:-at cost computed on First In First Out (FIFO) basis
- b) Finished Goods - at lower of the Cost or Net realizable value

### **2.13 Impairment of Assets (other than financial assets)**

The Company assesses at the end of each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the Statement of Profit and Loss.

### **2.14 Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### 2.14.1 Financial assets

#### 2.14.1 Initial recognition and measurement

All financial assets are recognised initially at fair value, in the case of financial assets not recorded at fair value, through profit or loss, plus transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

#### 2.14.2 Subsequent measurement

Financial assets are subsequently classified at measured cost:-

- Amortized Cost
- Fair value through Profit & Loss(FVTPL)
- Fair value through Other Comprehensive Income (FVTOCI)

##### 2.14.2.1 Financial Assets at amortised cost

Financial Assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

##### 2.14.2.2 Financial Assets at FVTOCI

A Financial Assets are classified as at the FVTOCI whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial Assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI financial asset is reported as interest income using the EIR method.

##### 2.14.2.3 Financial Assets at FVTPL

FVTPL is a residual category for Financial Assets. Any financial assets, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a financial asset, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Financial Assets included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

##### 2.14.2.4 Cash and Cash Equivalents

Cash and Cash Equivalents comprises of Balances with Bank and in hand as well as short-term and high liquid investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### 2.14.2.5 Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

### 2.14.2.7 Impairment of financial assets (other than fair value)

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Lease receivables under Ind AS 17
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

### 2.14.3 Financial liabilities

#### 2.14.3.1 Initial recognition and measurement

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

#### 2.14.3.2 Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

#### 2.14.3.3 Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

### **2.14.3.4 Financial liabilities at amortised cost**

After initial recognition, these are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

### **2.14.3.5 Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of a financial liability (or part of a financial liability) extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, shall be recognised in profit or loss.

### **2.14.4 Reclassification of financial assets**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

### **2.14.5 Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## **2.15 Taxation**

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (tax loss) for a period. Taxable profit differs from "profit before income tax" as reported in the statement of profit and loss and other comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary difference to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

### **2.16 Employee Benefits**

#### **2.16.1 Short-term Benefits**

All short term employee benefits are recognized in the period in which they are incurred.

#### **2.16.2 Post-employment benefits and other long term employee benefits**

##### **2.16.2.1 Defined contributions plans**

A defined contribution plan is a post-employment benefit plan for Provident fund and Pension under which the company pays fixed contribution into fund constituted under an enactment of law and the company will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of profit and loss in the periods during which services are rendered by employees.

##### **2.16.2.2 Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Gratuity, leave encashment are defined benefit plans (with ceilings on benefits). The company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in return of their service in the current and prior periods. The benefit is discounted to determine its present value and reduced by the fair value of plan assets, if any. The discount rate is based on the prevailing market yields of Indian Government securities as at the reporting date that have maturity dates approximating the terms of the company's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The application of actuarial valuation involves making assumptions about discount rate, expected rates of return on assets, future salary increases, mortality rates etc. Due to the long term nature of these plans, such estimates are subject to uncertainties. The calculation is performed at each balance sheet by an actuary using the projected unit credit method. When the calculation results in to the benefit to the company, the recognised asset is limited to the present value of the economic benefits available in the form of any future refunds from the plan or reduction in future contributions to the plan. An economic benefit is available to the company if it is realisable during the life of the plan, or on settlement of plan liabilities.

Re-measurement of the net defined benefit liability, which comprise actuarial gain and losses considering the return on plan assets (excluding interest) and the effects of the assets ceiling (if any, excluding interest) are recognised immediately in the other comprehensive income. The company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit and loss.

When the benefits of the plan are improved, the portion of the increased benefit relating to past service by employees is recognised as expense immediately in the statement of profit and loss.

### **2.16.3 Other Employee benefits**

Other employee benefits namely benefit on account of un availed leave have been accrued and provided for on actual basis as per the Company's policy as at the end of the each financial year.

### **2.17 Foreign currencies**

The company's reported currency and the functional currency for all of its operations is in Indian Rupees (INR) being the principal currency of the economic environment in which it operates.

Transactions in foreign currencies are converted into the reported currency of the company using the exchange rate prevailing at the transaction date. Monetary assets and liabilities denominated in foreign currencies outstanding at the end of the reporting period are translated at the exchange rates prevailing as at the end of reporting period. Exchange differences arising on the settlement of monetary assets and liabilities or on translating monetary assets and liabilities at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in statement of profit and loss in the period in which they arise.

Non-monetary items denominated in foreign currency are valued at the exchange rates prevailing on the date of transactions.

### **2.18 Earnings per Share**

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per shares is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per shares and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

### **2.19 Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

All provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future uncertain events not wholly within the control of the company, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Contingent Assets are not recognized in the financial statements. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

**NOTE 3 : PROPERTY, PLANT AND EQUIPMENT**

(Amount in INR)

	Freehold Land	Leasehold Land	Building (including water supply, roads and culverts*	Plant and Machinery	Furniture & Fixtures and Office Equipments	Coaching Vehicles	Vehicles	Total
<b>Gross Carrying Amount :</b>								
As at 1 April 2016	3,667,000	9,270,540	39,564,665	14,597,228	6,872,247	28,748	10,910,397	84,910,825
Additions	-	245,000	13,705,532	4,438,001	7,809,355	-	7,873,674	34,071,562
Deletions/Adjustments	-	-	-	-	15,906	-	4,785,569	4,801,475
<b>As at 31 March 2017</b>	<b>3,667,000</b>	<b>9,515,540</b>	<b>53,270,197</b>	<b>19,035,229</b>	<b>14,665,696</b>	<b>28,748</b>	<b>13,998,502</b>	<b>114,180,912</b>
As at 1 April 2017	3,667,000	9,515,540	53,270,197	19,035,229	14,665,696	28,748	13,998,502	114,180,912
Additions	-	-	1,603,940	1,686,634	2,282,841	-	9,470,315	15,043,730
Deletions/Adjustments	-	-	-	-	-	-	4,017,165	4,017,165
<b>As at 31st March 2018</b>	<b>3,667,000</b>	<b>9,515,540</b>	<b>54,874,137</b>	<b>20,721,863</b>	<b>16,948,537</b>	<b>28,748</b>	<b>19,451,652</b>	<b>125,207,477</b>
<b>Accumulated Depreciation and Impairment</b>								
As at 1 April 2016	-	-	-	-	-	-	-	-
Charge for the year	-	250,985	2,102,123	1,793,190	2,340,745	-	1,913,168	8,400,211
Impairment	-	-	-	-	-	-	-	-
Deletions/Adjustments	-	-	-	-	15,912	-	1,110,408	1,126,320
<b>As at 31 March 2017</b>	<b>-</b>	<b>250,985</b>	<b>2,102,123</b>	<b>1,793,190</b>	<b>2,324,833</b>	<b>-</b>	<b>802,760</b>	<b>7,273,891</b>
As at 1 April 2017	-	250,985	2,102,123	1,793,190	2,324,833	-	802,760	7,273,891
Charge for the year	-	252,193	2,159,163	2,078,532	2,480,986	-	2,478,553	9,449,427
Impairment	-	-	-	-	-	-	-	-
Deletions/Adjustments	-	-	-	-	-	-	1,958,013	1,958,013
<b>As at 31st March 2018</b>	<b>-</b>	<b>503,178</b>	<b>4,261,286</b>	<b>3,871,722</b>	<b>4,805,819</b>	<b>-</b>	<b>1,323,300</b>	<b>14,765,305</b>
<b>Net Carrying Amount</b>								
<b>As at 31st March 2018</b>	3,667,000	9,012,362	50,612,851	16,850,141	12,142,718	28,748	18,128,352	110,442,172
<b>As at 31 March 2017 (Restated)</b>	3,667,000	9,264,555	51,168,074	17,242,039	12,340,863	28,748	13,195,742	106,907,021
<b>As at 1 April 2016 (Restated)</b>	3,667,000	9,270,540	39,564,665	14,597,228	6,872,247	28,748	10,910,397	84,910,825

**Reconciliation of Carrying value as per Ind AS and Previous GAAP as on 01.04.2016**

	Freehold Land	Leasehold Land	Building (including water supply, roads and culverts	Plant and Machinery	Furniture & Fixtures and Office Equipments	Coaching Vehicles	Vehicles	Total
<b>Gross Carrying Amount :</b>								
As at 1 April 2016	3,667,000	11,715,762	69,906,541	30,261,498	22,467,552	626,445	16,925,202	155,570,000
<b>Accumulated Depreciation and Impairment</b>								
As at 1 April 2016	-	2,445,222	30,341,876	15,664,270	15,595,305	597,697	6,014,805	70,659,175
<b>Net carrying amount as Deemed Cost</b>	<b>3,667,000</b>	<b>9,270,540</b>	<b>39,564,665</b>	<b>14,597,228</b>	<b>6,872,247</b>	<b>28,748</b>	<b>10,910,397</b>	<b>84,910,825</b>

\* Building includes a space purchased for consideration of Rs.90,000/- for which deed of conveyance is still pending.



## NOTE 4 : CAPITAL WIP

(Amount in INR)

	Building (including water supply, roads and culverts)	Plant and Equipments	Others	Total
<b>Gross Carrying Amount :</b>				
As at 1 April 2016	6,167,084	-	-	6,167,084
Additions	-	-	-	-
Capitalisation/ Deletions	4,481,684			4,481,684
<b>As at 31 March 2017</b>	<b>1,685,400</b>	<b>-</b>	<b>-</b>	<b>1,685,400</b>
As at 1 April 2017	1,685,400	-	-	1,685,400
Additions	41,738,355	-	-	41,738,355
Capitalisation / Deletions	-	-	-	-
<b>As at 31st March 2018</b>	<b>43,423,755</b>	<b>-</b>	<b>-</b>	<b>43,423,755</b>
Provision and Impairment				
As at 1 April 2016	-	-	-	-
Charge for the year	-	-	-	-
Impairment	-	-	-	-
Deletions / Adjustments	-	-	-	-
<b>As at 31 March 2017</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
As at 1 April 2017	-	-	-	-
Charge for the year	-	-	-	-
Impairment	-	-	-	-
Deletions/Adjustments	-	-	-	-
<b>As at 31st March 2018</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Net Carrying Amount				
As at 31st March 2018	43,423,755	-	-	43,423,755
As at 31 March 2017 (Restated)	1,685,400	-	-	1,685,400
As at 1 April 2016 (Restated)	6,167,084	-	-	6,167,084

## Reconciliation of Carrying value as per Ind AS and Previous GAAP as on 01.04.2016

	Building (including water supply, roads and culverts)	Plant and Equipments	Others	Total
<b>Gross Carrying Amount :</b>				
As at 1 April 2016	6,167,084	-	-	6,167,084
Accumulated Depreciation and Impairment	-	-	-	-
As at 1 April 2016	-	-	-	-
<b>Net Carrying Amount</b>	<b>61,67,084</b>	<b>-</b>	<b>-</b>	<b>61,67,084</b>

**NOTE 5 : INTANGIBLE ASSETS**

(Amount in INR)

	<b>Costs</b>
<b>Gross Carrying Amount :</b>	
As at 1 April 2016	548,450
Additions	-
Deletions/Adjustments	-
<b>As at 31 March 2017</b>	<u>548,450</u>
As at 1 April 2017	548,450
Additions	-
Deletions/Adjustments	-
As at 31st March 2018	<u><b>548,450</b></u>
<b>Provision and Impairment</b>	
As at 1 April 2016	-
Charge for the year	64,242
Impairment	-
Deletions/ Adjustments	-
As at 31 March 2017	<u>64,242</u>
As at 1 April 2017	64,242
Charge for the year	64,242
Impairment	-
Deletions/Adjustments	-
As at 31st March 2018	<u><b>128,484</b></u>
<b>Net Carrying Amount</b>	
<b>As at 31st March 2018</b>	419,966
<b>As at 31 March 2017 (Restated)</b>	484,208
<b>As at 1 April 2016 (Restated)</b>	548,450
<b>Reconciliation of Carrying value as per Ind AS and Previous GAAP as on 01.04.2016</b>	
Gross Carrying Amount :	
As at 1 April 2016	609,368
Provision and Impairment	
As at 1 April 2016	<u>60,918</u>
<b>Net Carrying Amount</b>	<u><b>548,450</b></u>

**NOTE 6 : INVESTMENTS**

**Non Current**

(Amount in INR)

	Number of shares	Face value per share	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>(a) Investment in Equity Instruments</b>					
<b>(i) Equity Shares in Subsidiary Companies (Un-Quoted)</b>					
Anjana Minerals Private Limited (Address:Jamshedpur, Jharkhand)	138,000 (138,000)	10/- (10/-)	30,252,500	30,252,500	9,900,000
<b>(ii) Other Equity Investments (Un-Quoted)</b>					
Nicco Jubilee Park Limited (Address:Kolkata)	20,000 (20,000)	10/- (10/-)	- 200,000	- 200,000	- 200,000
Pebco Industries Limited (Address : Jamshedpur, Jharkhand )	25,000	10/-	2,50,000	2,50,000	2,50,000
Jamshedpur Airconnect Private Limited (Address:-Jamshedpur, Jharkhand)	22,00,000 (29,35,000)	10/- (10/-)	2,20,00,000	2,20,00,000	2,93,50,000
Adityapur Auto Cluster Limited (Address:-Jamshedpur, Jharkhand)	1,000 (1,000)	250/- (250/-)	2,50,000	2,50,000	2,50,000
<b>(iii)</b>					
Indus Ind Bank Limited (Address:Mumbai)	6,750** (6,750)	10/- (10/-)	1,21,20,300	95,13,788	64,80,338
Maruti Suzuki India Limited (Address:New Delhi)	50 (50)	125/- (125/-)	4,43,158	3,01,215	1,86,163
Jay Bharat Credits Limited (Address:Mumbai)	1,72,677 (1,72,677)	10/- (10/-)	16,04,169	17,26,770	17,26,770
<b>(b) Investment in Mutual Fund</b>					
DWS FIXED Maturity Plan-Series 34 G			-	-	7,645,668
Tata FMP 44A DIR PLAN G			-	-	4,486,072
Total :			<b>6,71,20,127</b>	<b>64,494,273</b>	<b>60,475,010</b>
Aggregate amount of unquoted investments :			52,952,500	52,952,500	52,081,740
Aggregate amount of quoted investments:			14,167,627	11,541,773	8,393,270
Market value of quoted investments :			14,167,627	11,541,773	8,393,270
Aggregate amount of impairment in value of investments :			-	-	-
Refer note 34 for classification					
** includes bonus shares					

**NOTE 6 : INVESTMENTS**

**Current**

(Amount in INR)

	Number of Units	NAV	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>(b) Investment in Mutual Fund</b>					
1. DSP Black Rock Income Opp. Fund - Dir G	105522.521	29.4827	3,111,089	2,905,204	2,628,735
2. DSP Black Rock Top 100 Equity Fund - Dir G	21120.962	200.174	4,227,867	3,881,166	3,152,008
3. DWS Ultra Short Term Fund Regular DD			-	-	1,043,681
4. Franklin India Prima Plus DP Folio no 13985413	0		-	17,034,691	14,585,633
5. Franklin India Prima Plus DP Folio no 14395509	155424.494	37.15439472	5,774,703	5,815,938	5,341,116
6. H D F C Balanced Fund DP (G)	28686.091	152.711	4,380,682	3,893,850	3,125,120
7. ICICI Pru Focussed Bluechip Fund - D	107306.564	40.47	4,342,697	28,686,524	3,034,630
8. ICICI Pru Balanced Advantage Fund (Folio no 44012/78)	221526.646	35.19	7,795,523		5,877,102
9. ICICI Pru Dynamic Direct ( G )(Folio no 44012/78)	17868.135	263.4362	4,707,114	7,024,610	3,213,239
10. ICICI Pru Dynamic - Direct (Growth)(Folio No 813324)	49854.354	263.4362	13,133,442	4,248,716	8,965,343
11. ICICI Pru Balanced Advantage Fund Dir and DP (G)	904652.275	35.19	31,834,714	15,675,640	24,000,425
12. Reliance Monthly Income Plan - Growth Plan (G)			-	-	686,990
13. DHFL Pramerica Ultra Short Term Fund -DD	1780.404	10.02029876	17,840	4,185	-
14. DHFL Pramerica Ultra Short Term Fund ( R ) DD	42013.781	10.02150009	421,041	421,041	-
15. SBI SHF Ultra Short Term Fund - Regular Plan DD			-	-	328,338
16. Tata Balance Fund - Direct Plan Growth	91826.912	209.3176	19,220,989	18,041,491	14,424,088
17. Tata Short Term Bond Fund DO -G	120533.216	33.534	4,041,961	3,794,904	-
18. Templeton India Growth fund - D			-	-	14,606,596
19. UTI Short Term Income Fund - G (528230076643 )	1336444.684	21.6357	28,914,916	27,160,565	7,054,780
20. UTI Short Term Income Fund - G (52830076643)					14,059,315
21. UTI Short Term Income Plan Instl. Dir Plan G					3,516,581
22. UTI Opportunities Fund G	29322.209	59.2951	1,738,663	1,559,983	1,318,063
23. Franklin Templeton India Growth Fund - D	254022.02	68.34	17,361,084	-	-
Total :			<b>151,024,324</b>	<b>140,148,506</b>	<b>130,961,782</b>
Aggregate amount of unquoted investments:			151,024,324	140,148,506	130,961,782
Aggregate amount of quoted investments :			-	-	-
Market value of quoted investments :			-	-	-
Aggregate amount of impairment in value of investments					
Refer note 34 for classification			-	-	-

## NOTE 7 : LOANS

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non Current</b>			
<b>Loans to Employees</b>			
- Secured Considered good	-	-	-
- Unsecured, considered good	-	-	-
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	-	-
<b>Loans to Body Corporates</b>			
- Secured Considered good	-	-	-
- Unsecured, considered good	-	-	-
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	-	-
<b>TOTAL</b>			
<b>CLASSIFICATION</b>			
- Secured Considered good			
- Unsecured, considered good		-	
- Doubtful			
<b>Current</b>			
<b>Loans to related parties</b>			
- Secured Considered good	-	-	-
- Unsecured, considered good	-	-	-
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	-	-
<b>Loans to others</b>			
- Secured Considered good		-	-
- Unsecured, considered good	4,02,91,565	1,85,28,212	1,34,26,178
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	-	-
	4,02,91,565	1,85,28,212	1,34,26,178
<b>Loans to employee</b>			
- Secured Considered good		-	-
- Unsecured, considered good	14,50,795	14,94,575	10,73,879
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	-	-
	14,50,795	14,94,575	10,73,879
<b>TOTAL</b>	<b>4,17,42,360</b>	<b>2,00,22,787</b>	<b>1,45,00,057</b>
<b>CLASSIFICATION</b>			
- Secured Considered good		-	-
- Unsecured, considered good	4,17,42,360	2,00,22,787	1,45,00,057
- Doubtful	-	-	-

Refer note 34 for classification

## NOTE 8 : OTHER FINANCIAL ASSETS

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non Current</b>			
Bank deposits	-	-	-
Other deposits	-	-	-
Less : Provision for doubtful deposits	-	-	-
Security deposits for utilities	61,95,404	61,75,491	57,65,191
Less : Provision	- 61,95,404	-	- 57,65,191
Other receivables	-	-	-
Less : Provisions	-	-	-
<b>TOTAL</b>	<b>61,95,404</b>	<b>-</b>	<b>61,75,491</b>
<b>Current</b>			
Interest accrued on			
- investments	-	-	-
- Bank deposits	-	-	-
- Others (specify in note)	-	-	-
Other deposits	-	-	-
Less : Provision for doubtful deposits	-	-	-
Claims receivables	2,67,25,459	1,46,46,777	2,71,58,831
Less : Provisions for doubtful claims	2,67,25,459	1,46,46,777	2,71,58,831
Balances with government authorities	-	13,883	54,86,182
Less : Provisions for doubtful claims	-	13,883	54,86,182
<b>TOTAL</b>	<b>2,67,25,459</b>	<b>1,46,60,660</b>	<b>3,26,45,013</b>
	-	-	-

**NOTE 9 : OTHER NON-CURRENT ASSETS**

(Amount in INR)

	<b>As at 31.03.2018</b>		<b>As at 31.03.2017 (Restated)</b>		<b>As at 01.04.2016 (Restated)</b>	
(i) <b>Capital Advances</b>	-	-	-	-	-	-
Less Provisions :	-	-	-	-	-	-
(ii) <b>Advances other than capital advances</b>						
Advance for goods and services	-	-	-	-	-	-
Less : Provision	-	-	-	-	-	-
<b>TOTAL</b>	-	-	-	-	-	-

**NOTE 10 : INVENTORIES**

(Amount in INR)

	<b>As at 31.03.2018</b>		<b>As at 31.03.2017 (Restated)</b>		<b>As at 01.04.2016 (Restated)</b>	
(a) Vehicles	7,68,48,492		10,15,61,821		4,90,32,208	
Less Provisions :	-	7,68,48,492		10,15,61,821		4,90,32,208
(b) Spares parts & Accessories	18,496,818		19,441,893		15,455,440	
Less Provisions :		18,496,818		19,441,893		15,455,440
(c) Pre-owned cars	20,26,000		32,50,000		17,75,000	
Less Provisions		20,26,000		32,50,000		17,75,000
<b>Stock in Trade (a+b+c)</b>		<b>9,73,71,310</b>		<b>12,42,53,714</b>		<b>6,62,62,648</b>

Method of valuation : Refer Note No. 2.12 - Significant Accounting Policies on "Inventories"

**NOTE 11 : TRADE RECEIVABLES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Current</b>			
Due for more than six months from the date they became payable			-
- Secured, considered good	-	-	-
- Unsecured, considered good	3,13,846	7,70,885	9,01,405
- Doubtful			
Less : Provision	3,13,846	7,70,885	9,01,405
<b>Others</b>			
- Secured, considered good			
- Unsecured, considered good	4,35,28,091	2,79,85,239	1,77,91,840
- Doubtful			
Less : Provision	4,35,28,091	2,79,85,239	1,77,91,840
<b>Total</b>	<b>4,38,41,937</b>	<b>2,87,56,124</b>	<b>1,86,93,245</b>

No Trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or member.

**NOTE 12 : CASH AND CASH EQUIVALENTS**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
(a) Balances with Banks			
- in Deposit Accounts	80,179,738	77,288,766	69,484,555
- in Current Accounts	33,643,074	25,351,042	7,791,659
- in Cash Credit Accounts	-	-	-
(b) Bank Balances outside India	-	-	-
(c) Cheques, Drafts and Stamps in hand	-	-	-
(b) Cash on hand	1,253,034	787,015	387,875
Total Cash and Cash Equivalents	115,075,846	103,426,823	77,664,089
Bank Overdraft	-	-	-
Total Cash and Cash Equivalents (net of Bank Overdraft)	115,075,846	103,426,823	77,664,089

1. Cash and cash equivalents comprises cash on hand and at bank, sweep accounts and term deposits held with banks with original maturities of more than 12 months inclusive of interest accrued thereon.

Refer note 34 for classification



**NOTE 13 : CURRENT ASSETS**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
(a) Advance to Revenue purchases	74,92,712	1,27,80,966	1,05,00,000
Less : Provision	74,92,712	-	1,27,80,966
(b) Advance to Related Parties	-	-	-
Less : Provision	-	-	-
(C) Advance to Employees	-	-	-
Less : Provision	-	-	-
<b>TOTAL</b>	<b>74,92,712</b>	<b>1,27,80,966</b>	<b>1,05,00,000</b>

**NOTE 14 : EQUITY SHARE CAPITAL**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Authorised</b> 47,50,000 Equity Shares of INR 10/- each (47,50,000 Equity Shares of INR 10/- each)	47,500,000	47,500,000	47,500,000
	<b>47,500,000</b>	<b>47,500,000</b>	<b>47,500,000</b>
<b>Issued, Subscribed and Paid-up</b> 9,97,770 Equity Shares of INR 10/- each (9,97,770 Equity Shares of INR 10/- each )	9,977,700	9,977,700	9,977,700
	<b>9,977,700</b>	<b>9,977,700</b>	<b>9,977,700</b>

**NOTE 14 : EQUITY SHARE CAPITAL (Contd.)**

1. Shares in the Company held by each Shareholders holding more than 5% Shares

Name of Shareholder	No of Shares held (Face value of INR 10 each)	% of Total Shares	No of Shares held (Face value of INR 10 each)	% of Total Shares
1. Mr. Kishan N Parikh	179,750	18.01%	179,750	18.01%
2. Kishan N Parikh (HUF)	109,495	10.97%	109,495	10.97%
3. Mrs. Alpa K Parikh	61,260	6.14%	61,260	6.14%
4. M/s Aerosoft Trading & Marketing P Ltd	128,500	12.88%	128,500	12.88%
5. M/s Calcutta Commodities (1965) P Ltd	148,875	14.92%	148,875	14.92%

2 During the year, the Company has not issued any shares.

3 The Company has one class of equity shares having a par value of Rs. 10/- each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

**4 Reconciliation of number of shares**

	<b>For the year ended 31.03.2018</b>	<b>For the year ended 31.03.2017</b>
Opening Issued, subscribed and paid up number of shares	997,770	997,770
Less: Number of shares bought back by the company during the year	-	-
Closing Issued, subscribed and paid up number of shares	<u>997,770</u>	<u>997,770</u>

## NOTE 15 : OTHER EQUITY

(Amount in INR)

	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Total
<b>Balance as at 01.04.2016</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>57,661,050</b>	<b>382,677,050</b>
Changes in accounting policy	-	-	-	36,098,932	36,098,932
Prior period errors	-	-	-	-	-
<b>Restated balance as at 01.04.2016</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>93,759,982</b>	<b>418,775,982</b>
Total comprehensive income during the year	-	-	-	25,272,759	25,272,759
Interim Dividend	-	-	-	-	-
Tax Adjustment of earlier years	-	-	-	(1,403,546)	(1,403,546)
<b>Appropriations</b>					
Transfer to/from General Reserve	-	-	-	-	-
Transfer to Other reserves	-	-	-	-	-
Proposed Final Dividend	-	-	-	(1,197,324)	(1,197,324)
Corporate Dividend tax	-	-	-	(207,185)	(207,185)
Any other change (to be specified)	-	-	-	-	-
<b>Balance as at 31.03.2017</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>116,224,686</b>	<b>441,240,686</b>
<b>Balance as at 01.04.2017</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>116,224,686</b>	<b>441,240,686</b>
Additions during the year	-	-	-	-	-
Adjustments during the year	-	-	-	-	-
Changes in accounting policy or prior period errors	-	-	-	-	-
<b>Restated balance as at 01.04.2017</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>116,224,686</b>	<b>441,240,686</b>
Transfer to Retained Earnings	-	-	-	-	-
Transfer from Other reserves/Retained earnings	-	-	-	-	-
Total comprehensive income during the year	-	-	-	26,179,332	26,179,332
Tax Adjustment of earlier years	-	-	-	182,733	182,733
<b>Appropriations</b>					
Proposed Dividend	-	-	-	(1,197,324)	(1,197,324)
Corporate Dividend tax	-	-	-	(207,185)	(207,185)
Transfer to/from General Reserve	-	-	-	-	-
<b>Balance as at 31.03.2018</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,000,000</b>	<b>141,182,242</b>	<b>466,198,242</b>

## NOTE 16 : BORROWINGS

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non current</b>			
Term Loans			
- From Banks	-	-	-
- From Other Parties	-	-	-
Loans from Related Parties	-	-	-
Other Loans	-	-	-
<b>Total</b>	<u>-</u>	<u>-</u>	<u>-</u>
<b>CLASSIFICATION</b>			
Secured	-	-	-
Unsecured	-	-	-
<b>Current</b>			
Loans repayable on demand			
- From Banks*	117,118,309	89,318,429	26,580,260
- From Other Parties	-	-	-
Loans from-Directors**	24,997,866	22,500,000	3,150,000
- Related Parties***	26,716,022	-	10,539,086
Other Loans	-	-	-
<b>Total</b>	<u>168,832,197</u>	<u>111,818,429</u>	<u>40,269,346</u>
<b>CLASSIFICATION</b>			
Secured	117,118,309	89,318,429	26,580,260
Unsecured	51,713,888	22,500,000	13,689,086

\*Refer note 38 (7) for details of charge on Assets

\*\*Finance received from the Director is repayable on demand. Interest paid on finance received from the Director is @ 12% p.a]

\*\*\*Finance is received from a related party, Interest paid on finance received is @ 12% p.a )

Refer note 34 for classification

**NOTE 17 : TRADE PAYABLES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Current</b>			
Dues to Micro, Small and Medium Enterprises (MSME)	-	-	-
Dues to Others	2,933,439	5,002,679	3,651,571
<b>TOTAL</b>	<b>2,933,439</b>	<b>5,002,679</b>	<b>3,651,571</b>

There is no reported Micro, Small and Medium Enterprises as defined in the "Micro, Small and Medium Enterprises Development Act, 2006", to whom the company owes dues and remaining outstanding as at 31.03.2018.

Refer note 34 for classification

**NOTE 18 : OTHER FINANCIAL LIABILITIES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non Current</b>			
Security Deposits	2,400,000	850,000	850,000
Earnest Money	-	-	-
Others	-	-	-
	<b>2,400,000</b>	<b>850,000</b>	<b>850,000</b>
<b>Current</b>			
Current maturities of long term debts	-	-	-
Unpaid dividends*	1,404,509	1,404,004	1,404,509
Security Deposits	-	-	-
Earnest Money	-	-	-
Liability for Salary, Wages and Allowances	2,312,951	1,746,112	1,851,885
Statutory dues payable	684,408	1,170,363	2,442,796
<b>TOTAL</b>	<b>4,401,868</b>	<b>4,320,479</b>	<b>5,699,190</b>

Refer note 34 for classification

**NOTE 19 : PROVISIONS**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non Current</b>			
Employee Benefits			
- Gratuity	-	-	-
- Leave Encashment			
- Other Employee Benefits			
Others	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Current</b>			
Employee Benefits			
- Gratuity	-	-	-
- Leave Encashment	-	213,124	71,127
- Ex-Gratia	1,326,580	1,484,453	1,243,814
- Performance Related Pay/Bonus	822,076	675,611	702,008
- Other Employee Benefits	-	-	-
Excise Duty on Closing Stock of vehicles	-	-	-
Others	-	-	-
<b>TOTAL</b>	<b>2,148,656</b>	<b>2,373,188</b>	<b>2,016,949</b>

**NOTE 20 : DEFERRED TAX LIABILITIES (NET)**

(Amount in INR)

	As at 1.04.2016 (Restated)	Liability (asset) for the year	As at 31.03.2017 (Restated)	Liability (asset) for the year	As at 31.03.2018
<b>Liability</b>					
Difference in Book value of the assets as per Companies act and Income Tax	(1,981,970)	1,101,233	(880,737)	623,976	(256,761)
Change in accounting Policy	19,104,964	1,665,493	20,770,457	3,849,319	24,619,776
	<b>17,122,994</b>	<b>2,766,726</b>	<b>19,889,720</b>	<b>4,473,295</b>	<b>24,363,015</b>
<b>Assets</b>					
Provision for Leave salary	(51,209)	(46,772)	(97,981)	-	(97,981)
Provision for Bonus	104,134	(209,946)	(105,812)	(271,777)	(377,589)
	<b>52,925</b>	<b>(256,718)</b>	<b>(203,793)</b>	<b>(271,777)</b>	<b>(475,570)</b>
<b>Deferred Tax Liability/(Assets) (net)</b>	<b>17,070,069</b>	<b>3,023,444</b>	<b>20,093,513</b>	<b>4,745,072</b>	<b>24,838,585</b>

**NOTE 21 : OTHER NON CURRENT LIABILITIES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
Deferred Income	-	-	-
<b>Total</b>	<u>-</u>	<u>-</u>	<u>-</u>

**NOTE 22 : OTHER CURRENT LIABILITIES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
Advance from customers / others	17,464,957	20,841,933	10,166,571
Others liabilities for expenses	14,078,509	9,367,129	5,519,332
<b>TOTAL</b>	<u>31,543,466</u>	<u>30,209,062</u>	<u>15,685,903</u>

**NOTE 23 : REVENUE FROM OPERATIONS**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>A. Sales</b>		
(a) Sales of Vehicles	1,542,567,814	1,308,106,946
(a) Sales of Spare Parts & Accessories	109,473,574	79,670,304
(a) Pre Owned Cars	21,874,522	16,690,602
<b>Total (A)</b>	<u>1,673,915,910</u>	<u>1,404,467,852</u>
<b>B. Other Operating Revenue</b>		
Service Charges	49,698,471	56,062,046
Course fee received	2,087,466	2,255,855
Other Operating Income	56,235,386	40,198,768
<b>Total (B)</b>	<u>108,021,323</u>	<u>98,516,669</u>
<b>Revenue from Operations (A+B)</b>	<u>1,781,937,233</u>	<u>1,502,984,521</u>

**NOTE 24 : OTHER INCOME**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b><u>Interest Income</u></b>		
Deposits with Banks	3,430,974	5,971,248
Investments	-	-
Loans	-	-
Others	-	-
<b><u>Dividend Income</u></b>		
From - Subsidiary	-	-
- Others	3,738,562	3,019,155
<b><u>Other Non-Operating Income</u></b>		
Income from sale of Investments	-	3,280,117
Profit on Sale of Assets	1,514,438	837,604
Gain on Foreign exchange Transactions	-	-
Liability / Provision Write Backs	-	-
Excise Duty on Decrease in Stock	-	-
Other receipts	11,350,612	9,886,672
<b>Total</b>	<b>20,034,586</b>	<b>22,994,796</b>

**NOTE 25 : COST OF MATERIALS CONSUMED**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
Raw Materials	-	-
Spares	-	-
Other Consumable Stores & Spareds	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**NOTE 26 : PURCHASES OF STOCK IN TRADE**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
Vehicles	1,156,758,251	1,166,122,616
Spare Parts and Accessories	76,199,993	69,932,977
Pre-owned cars	18,900,905	16,341,597
	<b>1,251,859,149</b>	<b>1,252,397,190</b>



**NOTE 27 : CHANGES IN FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>Opening Stock</b>		
(a) Vehicles	101,561,821	49,032,208
(b) Spare Parts	19,441,893	15,455,440
(c) Pre-owned Cars	3,250,000	1,775,000
	<b>124,253,714</b>	<b>66,262,648</b>
<b>Closing stock</b>		
(a) Vehicles	76,848,492	101,561,821
(b) Spare Parts	18,496,818	19,441,893
(c) Pre-owned Cars	2,026,000	3,250,000
	<b>97,371,310</b>	<b>124,253,714</b>
	<b>26,882,404</b>	<b>(57,991,066)</b>

**NOTE 28 : EMPLOYEE BENEFITS EXPENSES**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
Salary, Wages, Allowances ,Bonus etc.	30,843,646	24,645,793
Directors Remuneration	3,300,000	3,225,000
Contribution to P.F. & Other Funds*	2,426,915	2,000,820
Gratuity*	981,265	176,075
Leave Encashment	-	-
Other Employee Benefits	-	-
Staff Welfare	1,819,194	2,171,333
Training Expenses	1,522,574	692,691
★ Refer note 36 for additional information	<b>40,893,594</b>	<b>32,911,712</b>

**NOTE 29 : FINANCE COSTS**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>Interest Expenses</b>		
Unwinding of discounts	-	-
Interest on Bank Borrowings	9,973,892	6,436,368
Interest on Other Loans	4,290,755	3,365,966
Fair value changes (net)	(13,488,017)	(5,778,069)
<b>Total</b>	<b>7,76,630</b>	<b>40,24,266</b>

## NOTE 30 : OTHER EXPENSES

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>(A) Direct Expenses</b>		
Service Expenses	21,636,754	18,908,147
Consumable Stores, Tools	24,234	74,119
Power & Fuel	3,077,619	3,278,948
Generator Maintenance	121,078	169,716
Repairs to Buildings	4,161,438	1,917,226
Repairs to Plant and Machineries	363,827	370,412
Refurbishment charges of Pre-owned cars	2,551,663	1,831,052
Training vehicle Maintenance	486,174	574,861
	<b>3,24,22,787</b>	<b>27,124,481</b>
<b>(B) Selling Expenses</b>		
Publicity & Promotion	13,405,541	9,876,041
VAT, Service Tax & Goods & Service Tax	349,695,259	175,646,251
Transportation & Freight charges	212,594	201,365
New vehicle & Free Service Charges	12,892,327	12,018,234
Warranty/Discrepancy claims w/off	-	203,477
Test Drive vehicles	1,127,342	1,318,528
	<b>377,333,063</b>	<b>199,263,896</b>
<b>(C) Administrative Expenses</b>		
Communication Expenses	1,107,467	1,146,479
Vehicle Expenses	856,759	692,908
Travelling Expenses	5,217,371	4,594,314
Repair & Maintenance (others)	640,566	652,483
Computer Maintenance	972,597	1,166,735
General Expenses	1,081,713	1,464,238
Insurance Expenses	365,552	407,562
Internal Audit Fee	208,490	183,000
Legal and Consultancy Expenses	627,288	517,773
Security Expenses	2,046,068	1,500,699
Stationery Expenses	1,025,328	853,767
Payment to Auditors*	365,000	345,000
Rent Rates & Taxes	9,969,764	9,545,450
Bank charges	1,742,156	860,775
Donation	25,000	-
	<b>26,251,119</b>	<b>23,931,183</b>
<b>Total (A+B+C)</b>	<b>436,006,969</b>	<b>250,319,560</b>
<b>Payment to Auditors Include :-</b>		
- Statutory Audit Fee	285,000	265,000
- Taxation Matters	60,000	60,000
- Other Services	35,000	35,000
	<b>380,000</b>	<b>360,000</b>

**NOTE 31 : TAX EXPENSE**

(Amount in INR)

	<b>For the year ended 31.03.2018</b>	<b>For the year ended 31.03.2017 (Restated)</b>
Current Tax	51,15,000	75,57,000
Deferred Tax	47,45,072	30,23,444
MAT Credit Entitlement	-	-
<b>Total</b>	<b>98,60,072</b>	<b>1,05,80,444</b>

**Reconciliation between tax expense and accounting profit :**

(Amount in INR)

	<b>2017-18</b>	<b>2016-17</b>
Profit Before Tax	36,039,404	35,853,203
Effective Tax Rate	33.00%	33.00%
Tax expenses on accounting profit	11,893,003	11,831,557
Less : Exempt Income	4,451,046	1,906,763
Add : Disallowances of expenses	3,477,734	4,743,031
Less : Allowances	5,804,692	7,110,825
<b>Effective Tax on Accounting profit</b>	<b>5,115,000</b>	<b>7,557,000</b>

## NOTE 32 : OTHER COMPREHENSIVE INCOME

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>(A) (i) Items that will not be reclassified to profit or loss</b>		
Changes in revaluation surplus	-	-
Remeasurmnt of defined benefit plans	-	-
Equity instrument through OCI	-	-
Fair value changes relating to own credit risk of financial liabilities designated at FVTPL	-	-
	-	-
	-	-
<b>(ii) Income tax relating to items that will not be reclassified to profit or loss</b>		
Changes in revaluation surplus	-	-
Remeasurmnt of defined benefit plans	-	-
Equity instrument through OCI	-	-
Fair value changes relating to own credit risk of financial liabilities designated at FVTPL	-	-
	-	-
	-	-
<b>Total (A)</b>	-	-
<b>(B) (i) Items that will be reclassified to profit or loss</b>		
Exchange differences in translating the financial statements of a foreign operation	-	-
Debt instrument through OCI	-	-
The effective portion of gains and loss on hedging instruments in a cash flow hedge	-	-
	-	-
	-	-
<b>(ii) Income tax relating to items that will be reclassified to profit or loss</b>		
Exchange differences in translating the financial statements of a foreign operatio	-	-
Debt instrument through OCI	-	-
The effective portion of gains and loss on hedging instruments in a cash flow hedge	-	-
	-	-
<b>Total (B)</b>	-	-
<b>Total (A+B)</b>	-	-

### ADDITIONAL INFORMATIONS

#### NOTE 33(I) : First Time Adoption of Indian Accounting Standards (Ind ASs)

These are the Company's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in Note-2 have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in the financial statements for the year ended 31st March 2017 and in the preparation of an Opening Ind AS balance sheet as at 1st April 2016 (the Company's date of transition). In preparing its Opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (Previous GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the financial position, financial performance and cash flows is set out in the following tables and notes.

#### Exemptions applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. Accordingly the Company has applied the following exemptions:

##### (i) Fair value measurement of financial assets or financial liabilities

First-time adopters may apply Ind AS 109 to day one gain or loss provisions prospectively to transactions occurring on or after the date of transition to Ind AS. Therefore, unless a first-time adopter elects to apply Ind AS 109 retrospectively to day one gain or loss transactions, transactions that occurred prior to the date of transition to Ind AS do not need to be retrospectively restated.

As a first time adopter of Ind AS, the Company has opted to apply Ind AS 109 prospectively.

##### (ii) Measurement of Property, Plant and Equipments

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its Property, Plant and Equipment as recognized in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 "Intangible Assets" and investment property covered by Ind AS 40 "Investment Properties".

##### (iii) Fair Value measurement of Equity Investments

Ind AS 101 permits an entity to designate particular Equity investments including investments in Subsidiaries, Associates and Joint Venture entities as at Fair Value Through Profit & Loss Account based on the facts and circumstances at the date of transition to Ind AS (rather than at initial recognition). Accordingly the Company has opted to avail this exemption to designate the equity instruments as FVTPL on the date of transition.

The Company has elected to apply the previous GAAP carrying amounts of its investments in Subsidiaries, Associates and Joint ventures as deemed cost as on the date of transition to Ind AS.

#### Exceptions

The following mandatory exceptions have been applied in accordance with Ind AS 101 in preparing the financial statements.

##### a) Estimates

The estimates as at 1st April, 2016 and as at 31st March, 2017 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences if any, in accounting policies). The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions as at the transition date and as of 31st March, 2017.

**b) Derecognition of financial assets and financial liabilities**

The Company has elected to apply the derecognition requirements for financial assets and financial liabilities in Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS.

**c) Classification and measurement of financial assets**

The Company has classified the financial assets in accordance with Ind AS 109 on the basis of facts and circumstances that exist at the date of transition to Ind AS.

**Note-33(II) : Reconciliation of Equity as at April 01, 2016 and March 31, 2017**

(Amount in INR)

Sl. No.	Particulars	As at April 01, 2016			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
(I)	<b>ASSETS :</b>				
	<b>Non-current Assets</b>				
	Property, Plant & Equipment	8,49,10,825	-	8,49,10,825	
	Capital Work In progress	61,67,084	-	61,67,084	
	Intangible assets	5,48,450	-	5,48,450	
	Investment Property	-	-	-	
	<b>Financial Assets:</b>				
	Investments	5,13,05,280	91,69,730	6,04,75,010	Fair valuation of Mutual Funds as per the Change in Accounting Policy
	Loans	57,65,191	(57,65,191)	-	Reclassified as Financial Assets as per Ind AS
	Other Financial Assets	-	57,65,191	57,65,191	Reclassified as Financial Assets as per Ind AS
Deferred Tax Assets(Net)	20,34,895	(20,34,895)	-	Fair valuation of Mutual Funds unrealized adjustments converted into liability	
Other Non current Assets	-	-	-		
	<b>Total Non current Assets</b>	<b>15,07,31,725</b>	<b>71,34,835</b>	<b>15,78,66,560</b>	
(II)	<b>Current Assets</b>				
	Inventories	6,62,62,648	-	6,62,62,648	
	<b>Financial Assets</b>				
	Investments	8,49,27,616	4,60,34,166	13,09,61,782	Fair valuation of Mutual Funds as per the Change in Accounting Policy
	Trade Receivables	1,86,93,245	-	1,86,93,245	
	Cash and Cash equivalents	7,76,64,089	-	7,76,64,089	
	Loans	6,25,48,387	(4,80,48,330)	1,45,00,057	Reclassified as per Ind AS requirements
	Other Financial Assets	-	3,26,45,013	3,26,45,013	
	Current Tax Assets (Net)	-	49,03,316	49,03,316	
	Other Current Assets	-	1,05,00,000	1,05,00,000	
	<b>Total Current Assets</b>	<b>31,00,95,985</b>	<b>4,60,34,165</b>	<b>35,61,30,150</b>	
	<b>Total Assets</b>	<b>46,08,27,710</b>	<b>5,31,69,000</b>	<b>51,39,96,710</b>	

**EQUITY AND LIABILITIES :**

(Amount in INR)

Sl. No.	Particulars	As at April 01, 2016			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
(I)	<b>Equity</b>				
(a)	Equity Share capital	99,77,700	-	99,77,700	
(b)	Other Equity	38,26,77,050	3,60,98,931	41,87,75,981	Fair valuation of Investments in Mutual Funds & Equity and Tax effects thereon
	<b>Total Equity</b>	<b>39,26,54,750</b>	<b>3,60,98,931</b>	<b>42,87,53,681</b>	
(II)	<b>Non-current Liabilities :</b>				
(a)	Financial Liabilities				
(i)	Borrowings	-	-	-	
(ii)	Other financial liabilities	8,50,000	-	8,50,000	
(b)	Provisions	-	-	-	
(c)	Deferred tax Liabilities (Net)	-	1,70,70,069	1,70,70,069	Fair valuation of Investments unrealized adjustments converted into liability
(d)	Other Non- current Liabilities				
	<b>Total Non current Liabilities</b>	<b>8,50,000</b>	<b>1,70,70,069</b>	<b>1,79,20,069</b>	
(III)	<b>Current Liabilities</b>				
(a)	<b>Financial Liabilities</b>				
(i)	Borrowings	4,02,69,347	-	4,02,69,347	
(ii)	Trade Payables	36,51,571	-	36,51,571	
(iii)	Other financial liabilities	-	56,99,190	56,99,190	Reclassified as per Ind AS requirements
(b)	Other current liabilities	1,78,41,461	(21,55,558)	1,56,85,903	
(c)	Provisions	55,60,581	(35,43,632)	20,16,949	
(d)	Current Tax liabilities (Net)	-	-	-	
	<b>Total Current Liabilities</b>	<b>6,73,22,960</b>	<b>-</b>	<b>6,73,22,960</b>	
	<b>Total Liabilities</b>	<b>6,81,72,960</b>	<b>1,70,70,069</b>	<b>8,52,43,039</b>	
	<b>Total Equity &amp; Liabilities</b>	<b>46,08,27,710</b>	<b>5,31,69,000</b>	<b>51,39,96,710</b>	

Sl. No.	Particulars	As at March 31, 2017			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
(I)	<b>ASSETS :</b>				
	<b>Non-current Assets</b>				
	Property, Plant & Equipment	10,69,07,021	-	10,69,07,021	
	Capital Work In progress	16,85,400	-	16,85,400	
	Intangible assets	4,84,208	-	4,84,208	
	Investment Property	-	-	-	
	<b>Financial Assets:</b>				
	Investments	5,47,35,520	97,58,753	6,44,94,273	
	Loans	61,75,491	(61,75,491)	-	Reclassified as Financial Assets as per Ind AS
	Other Financial Assets		61,75,491	61,75,491	Reclassified as Financial Assets as per Ind AS

**EQUITY AND LIABILITIES :**

(Amount in INR)

SI. No.	Particulars	As at March 31, 2017			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
(II)	Deferred Tax Assets(Net)	6,76,944	(6,76,944)	-	Fair valuation of Mutual Funds unrealized adjustments converted into liability
	Other Non current Assets	-	-	-	
	<b>Total Non current Assets</b>	<b>17,06,64,584</b>	<b>90,81,809</b>	<b>17,97,46,393</b>	
	<b>Current Assets</b>				Fair valuation of Mutual Funds as per the Change in Accounting Policy
	Inventories	12,42,53,714	-	12,42,53,714	
	<b>Financial Assets</b>				
	Investments	8,89,25,294	5,12,23,212	14,01,48,506	
	Trade Receivables	2,87,56,124	-	2,87,56,124	
	Cash and Cash equivalents	10,34,26,823	-	10,34,26,823	
	Loans	4,95,54,176	(2,95,31,389)	2,00,22,787	
Other Financial Assets	-	1,46,60,660	1,46,60,660		
Current Tax Assets (Net)	-	20,89,763	20,89,763		
Other Current Assets	-	1,27,80,966	1,27,80,966		
Total Current Assets	<b>39,49,16,131</b>	<b>5,12,23,212</b>	<b>44,61,39,343</b>		
Total Assets	<b>56,55,80,715</b>	<b>6,03,05,021</b>	<b>62,58,85,736</b>		
	<b><u>EQUITY AND LIABILITIES:</u></b>				
(I)	<b>Equity</b>				Fair valuation of Investments in Mutual Funds & Equity and Tax effects thereon
(a)	Equity Share capital	99,77,700	-	99,77,700	
(b)	Other Equity	40,10,29,178	4,02,11,508	44,12,40,686	
	<b>Total Equity</b>	<b>41,10,06,878</b>	<b>4,02,11,508</b>	<b>45,12,18,386</b>	
(ii)	<b>Non-current Liabilities :</b>				Fair valuation of Investments unrealized adjustments converted into liability
(a)	Financial Liabilities				
	(i) Borrowings	-	-	-	
	(ii) Other financial liabilities	8,50,000	-	8,50,000	
(b)	Provisions	-	-	-	
(c)	Deferred tax Liabilities (Net)	-	2,00,93,513	2,00,93,513	
(d)	Other Non- current Liabilities	-	-	-	
	<b>Total Non current Liabilities</b>	<b>8,50,000</b>	<b>2,00,93,513</b>	<b>2,09,43,513</b>	
(III)	<b>Current Liabilities</b>				
(a)	<b>Financial Liabilities</b>				
	(i) Borrowings	11,18,18,429	-	11,18,18,429	
	(ii) Trade Payables	50,02,679	-	50,02,679	



## Notes to the Financial Statements

### **EQUITY AND LIABILITIES :**

(Amount in INR)

Sl. No.	Particulars	As at March 31, 2017			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
	(iii) Other financial liabilities		43,20,479	43,20,479	Reclassified as per Ind AS requirements
(b)	Other current liabilities	3,10,92,955	(8,83,893)	3,02,09,062	
(c)	Provisions	58,09,774	(34,36,586)	23,73,188	
(d)	Current Tax liabilities(Net)		-		
	<b>Total Current Liabilities</b>	<b>15,37,23,837</b>	<b>-</b>	<b>15,37,23,837</b>	
	<b>Total Liabilities</b>	<b>15,45,73,837</b>	<b>2,00,93,513</b>	<b>17,46,67,350</b>	
	<b>Total Equity &amp; Liabilities</b>	<b>56,55,80,715</b>	<b>6,03,05,021</b>	<b>62,58,85,736</b>	

### **Note-33(III): Reconciliation of Profit for the year ended March 31, 2017 between Ind AS and Previous GAAP**

Sl. No.	Particulars	For the year ended March 31, 2017			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
A.	Sales (Net of other levies but including excise duty)	1,40,44,67,852	-	1,40,44,67,852	
B.	Other Operating Revenue	9,85,16,669	-	9,85,16,669	
I	<b>Revenue from Operations (A+B)</b>	<b>1,50,29,84,521</b>	<b>-</b>	<b>1,50,29,84,521</b>	
II	Other Income	2,29,94,796	-	2,29,94,796	
III	<b>Total Income (I+II)</b>	<b>1,52,59,79,317</b>		<b>1,52,59,79,317</b>	
	<b>Expenses</b>				
	Cost of Materials Consumed	-	-	-	
	Purchases of Stock-in-Trade	1,25,23,97,190	-	1,25,23,97,190	
	Changes in inventories of finished goods/work in progress and Stock in trade	-5,79,91,066	-	-5,79,91,066	
	Excise Duty	-	-	-	
	Employee Benefits Expense	3,29,11,712	-	3,29,11,712	
	Finance Costs	98,02,334	-57,78,069	40,24,266	Change in fair valuation of Mutual Fund & Equity Investments reclassified as per Ind AS
	Depreciation/Amortization/ Impairment expense	84,64,453	-	84,64,453	
	Other Expenses	25,03,19,560	-	25,03,19,560	
IV	<b>Total Expenses (IV)</b>	<b>1,49,59,04,183</b>	<b>-57,78,069</b>	<b>1,49,01,26,115</b>	
V	<b>Profit before exceptional items and tax (iii-iv)</b>	<b>3,00,75,134</b>	<b>57,78,069</b>	<b>3,58,53,203</b>	Fair valuation of Mutual Funds as per the Change in Accounting Policy
VI	Exceptional Items	-	-	-	
VII	<b>Profit before Tax (V-VI)</b>	<b>3,00,75,134</b>	<b>57,78,069</b>	<b>3,58,53,203</b>	Reclassified as per Ind AS requirements impact due to change in fair valuation
	Tax expense	89,14,951	16,65,493	1,05,80,444	

**Note-33(III): Reconciliation of Profit for the year ended March 31, 2017 between Ind AS and Previous GAAP**

Sl. No.	Particulars	For the year ended March 31, 2017			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
IX	<b>Profit for the period from continuing operations (VII-VIII)</b>	<b>2,11,60,183</b>	<b>41,12,576</b>	<b>2,52,72,759</b>	
X	Profit/(Loss) from discontinued operations	-	-	-	
XI	Tax expense of discontinued operations	-	-	-	
XII	Profit/(Loss) from discontinued operations (after Tax) (X-XI)	-	-	-	
XII	<b>Profit for the Period (IX+XII)</b>	<b>2,11,60,183</b>	<b>41,12,576</b>	<b>2,52,72,759</b>	
	<b>Other Comprehensive Income</b>				
	A (i) Items that will not be reclassified to profit or loss	-	-	-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-
	B (i) Items that will be reclassified to profit or loss	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
XIV	<b>Total Other Comprehensive Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
XV	<b>Total Comprehensive Income for the year (XIII+XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the year)</b>	<b>2,11,60,183</b>	<b>41,12,576</b>	<b>2,52,72,759</b>	

**Note : 34 : Financial Instruments**

**A. Accounting classification and fair values**

March 31, 2018	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortized Cost*	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Cash and cash equivalents	-	-	11,50,75,846	11,50,75,846	-	-	11,50,75,846	11,50,75,846
Non current Investment**	1,41,67,627	-	5,29,52,500	6,71,20,127	1,41,67,627	-	5,29,52,500	6,71,20,127
Non-current Other Financial Assets	-	-	61,95,404	61,95,404	-	-	61,95,404	61,95,404
Current investments	15,10,24,324	-	-	15,10,24,324	15,10,24,324	-	-	15,10,24,324
Loan	-	-	4,17,42,360	4,17,42,360	-	-	4,17,42,360	4,17,42,360
Other financial assets	-	-	2,67,25,459	2,67,25,459	-	-	2,67,25,459	2,67,25,459
Trade Receivables	-	-	4,38,41,937	4,38,41,937	-	-	4,38,41,937	4,38,41,937
	<b>16,51,91,950</b>	<b>-</b>	<b>28,65,33,506</b>	<b>45,17,25,456</b>	<b>16,51,91,950</b>	<b>-</b>	<b>28,65,33,506</b>	<b>45,17,25,456</b>

## Notes to the Financial Statements

### A. Accounting classification and fair values

(Amount in INR)

March 31, 2018	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortized Cost*	Total	Level 1	Level 2	Level 3	Total
<b>Financial liabilities</b>								
Borrowings	-	-	16,88,32,197	16,88,32,197	-	-	16,88,32,197	16,88,32,197
Other Non Current financial liabilities	-	-	24,00,000	24,00,000	-	-	24,00,000	24,00,000
Trade and other payables	-	-	29,33,439	29,33,439	-	-	29,33,439	29,33,439
Other financial liabilities	-	-	44,01,868	44,01,868	-	-	44,01,868	44,01,868
	-	-	17,85,67,505	17,85,67,505	-	-	17,85,67,505	17,85,67,505

\* The carrying amount of financial instruments carried at amortized cost are a reasonable approximation of fair value.

\*\* Includes the Investment in Equity in Subsidiary and Other companies carried at amortized cost are a reasonable approximation of fair value.

March 31, 2018	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortized Cost*	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Cash and cash equivalents	-	-	10,34,26,823	10,34,26,823	-	-	10,34,26,823	10,34,26,823
Non current Investment**	1,15,41,773	-	5,29,52,500	6,44,94,273	1,15,41,773	-	5,29,52,500	6,44,94,273
Non-current Other Financial Assets	-	-	61,75,491	61,75,491	-	-	61,75,491	61,75,491
Current investments	14,01,48,506	-	-	14,01,48,506	14,01,48,506	-	-	14,01,48,506
Loan	-	-	2,00,22,787	2,00,22,787	-	-	2,00,22,787	2,00,22,787
Other financial assets	-	-	1,46,60,660	1,46,60,660	-	-	1,46,60,660	1,46,60,660
Trade Receivables	-	-	2,87,56,124	2,87,56,124	-	-	2,87,56,124	2,87,56,124
	15,16,90,279	-	22,59,94,385	37,76,84,664	15,16,90,279	-	22,59,94,385	37,76,84,664
<b>Financial liabilities</b>								
Borrowings	-	-	11,18,18,429	11,18,18,429	-	-	11,18,18,429	11,18,18,429
Other Non Current financial liabilities	-	-	8,50,000	8,50,000	-	-	8,50,000	8,50,000
Trade and other payables	-	-	50,02,679	50,02,679	-	-	50,02,679	50,02,679
Other financial liabilities	-	-	43,20,479	43,20,479	-	-	43,20,479	43,20,479
	-	-	12,19,91,587	12,19,91,587	-	-	12,19,91,587	12,19,91,587

\* The carrying amount of financial instruments carried at amortized cost are a reasonable approximation of fair value.

\*\* Includes the Investment in Equity in Subsidiary and Other companies carried at amortized cost are a reasonable approximation of fair value.

April 1, 2016	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortized Cost*	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Cash and cash equivalents	-	-	7,76,64,089	7,76,64,089	-	-	7,76,64,089	7,76,64,089
Non current Investment**	2,05,25,010	-	3,99,50,000	6,04,75,010	2,05,25,010	-	3,99,50,000	6,04,75,010
Non-current Other Financial Assets	-	-	57,65,191	57,65,191	-	-	57,65,191	57,65,191
Current investments	13,09,61,782	-	-	13,09,61,782	13,09,61,782	-	-	13,09,61,782
Loan	-	-	1,45,00,057	1,45,00,057	-	-	1,45,00,057	1,45,00,057

**A. Accounting classification and fair values**

(Amount in INR)

April 1, 2016	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortized Cost*	Total	Level 1	Level 2	Level 3	Total
Other financial assets	-	-	3,26,45,013	3,26,45,013	-	-	3,26,45,013	3,26,45,013
Trade Receivables	-	-	1,86,93,245	1,86,93,245	-	-	1,86,93,245	1,86,93,245
	15,14,86,792	-	18,92,17,595	34,07,04,387	15,14,86,792	-	18,92,17,595	34,07,04,387
Borrowings	-	-	4,02,69,346	4,02,69,346	-	-	4,02,69,346	4,02,69,346
Other Non-Current financial liabilities	-	-	8,50,000	8,50,000	-	-	8,50,000	8,50,000
Trade and other payables	-	-	36,51,571	36,51,571	-	-	36,51,571	36,51,571
Other financial liabilities	-	-	56,99,190	56,99,190	-	-	56,99,190	56,99,190
	-	-	5,04,70,107	5,04,70,107	-	-	5,04,70,107	5,04,70,107

\* The carrying amount of financial instruments carried at amortized cost are a reasonable approximation of fair value.

\*\* Includes the Investment in Equity in Subsidiary and Other companies carried at amortized cost are a reasonable approximation of fair value.

**B. Measurement of fair values**

The Company uses the judgments and estimates in determining the fair values of the financial instruments that are recognized and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is given below:

- o Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities. This includes mutual funds that have quoted price and are valued using the closing NAV.
- o Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
- o Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs). This is the case for unlisted equity securities, preference shares borrowings, security deposits and other liabilities taken included in level 3.

**C. Valuation Techniques**

The following methods and assumptions were used to estimate the fair values

- 1) Fair value of the cash and short term deposits, current loans and advances and other current financial liabilities and other similar items approximate their carrying value largely due to short term maturities of these instruments.
- 2) The fair value of liquid mutual funds is based on quoted price whereas the quoted market price has been considered for valuing the Quoted Investments in Equity Shares.
- 3) Long-term borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors and the risk characteristics of the financed project.

**Significant estimates:** the fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses its judgment to select a method and makes suitable assumptions at the end of each reporting period.

**Note-35: Financial Risk Management****A. Financial risk management objectives and policies**

The Company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's

## Notes to the Financial Statements

principal financial assets include loans, trade and other receivables, and cash and cash equivalents that are derived directly from its operations.

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note presents information about the risks associated with its financial instruments, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and Cash equivalents, trade receivables, financial asset measured at amortized cost	Ageing analysis/ Credit rating	Diversification of bank deposits, credit limits and other securities
Liquidity Risk	Borrowings and other liabilities	Periodic cash flows	Availability of committed credit lines and borrowing facilities
Market Risk-foreign exchange	Future commercial transactions, recognized financial assets and liabilities not denominated in INR	Cash flow forecast sensitivity analysis	Regular watch and review by senior management and audit committee.
Market Risk-interest rate	Cash and Cash equivalents, Bank deposits and mutual funds	Cash flow forecast sensitivity analysis	Regular watch and review by senior management and audit committee.

### **Credit Risk:**

Credit risk arises from cash and cash equivalents, investments carried at amortized cost and deposits with banks and financial institutions, as well as including outstanding receivables.

### **Credit risk management:**

Receivables arise mainly out of sale of vehicles. However at present the company did not expose any credit risk.

### **Provision for expected credit loss:**

The Company provides for expected credit risk loss for doubtful/ credit impaired assets, by lifetime expected credit losses (Simplified approach). At present there is no credit risk attached to those assets as such no provision has been made for any expected credit loss.

Carrying value of the assets which subjected to any credit loss are as under:-

	31-Mar-18	31-Mar-17	1-Apr-16
Investments	5,29,52,500	5,29,52,500	3,99,50,000
Trade Receivables	4,38,41,937	28,756,124	18,693,245

### **Significant estimates and judgments for Impairment of financial assets:**

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

### **Liquidity Risk:**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at local level in the operating companies of the Company in accordance with practice and limits set by the Company.

### **Market risk:**

#### **a) Foreign currency risk**

The Company is exposed to foreign exchange risk arising from foreign currency transactions. Foreign exchange risk in respect of foreign operation is considered to be insignificant. The Company also imports and risk is managed by regular follow up. Company has a policy which is implemented when foreign currency risk becomes significant.

#### **b) Cash flow and fair value interest rate risk**

The Company's main interest rate risk arises from bank deposits with change in interest rate exposes the Company to cash flow interest rate risk. Company policy is to maintain most of its deposits at fixed rate. Company manages the risk using guidelines from Department of public enterprises (DPE), diversification of bank deposits credit limits and other securities.

### **B. Capital management**

The company being a private sector entity manages its capital through its own business strategy. The Company's objective when managing the capital is to:

- Safeguard their ability to continue as Going concern, so that they can continue to provide returns for Share holders and benefits for their Stakeholders and
- Maintain an optimal capital structure to reduce the cost of capital.

Consistent with others in the same industry, the Company monitors capital on the basis of gearing ratio calculated as Net Debt (Total Borrowings net of Cash and cash equivalents) divided by Total Equity's.

**Capital Structure of the company is as follows :**

	<b>As at 31.03.2018</b>	<b>As at 31.03.2017</b>	<b>As at 01.04.2016</b>
Equity Share capital	9,977,700	9,977,700	9,977,700
Other Equity's	46,61,98,242	44,12,40,686	41,87,75,982
<b>Total</b>	<b>47,61,75,942</b>	<b>45,12,18,386</b>	<b>42,87,53,682</b>
Short term debt	16,88,32,197	111,818,429	40,269,346
Ratio	2.82	4.04	10.65

**Note-36: Employee benefits**

\* The Company has classified the various benefits provided to the employees as under:

(a) Defined Contribution Schemes:- Contributions to Provident Fund, Pension Fund and Employee State Insurance are covered under Defined contribution plans and amount of Rs.24,26,915/- (PY: Rs.19,45,428/-) contributed to those funds during the year have been recognized as expenses in the financial statements.

b) Defined Benefit Schemes:-The Gratuity fund of employees is managed by Trustees by way of taking a policy in Life Insurance Corporation of India and the present value of the obligation is determined based on the actuarial valuation done by LIC. The Component of net benefit expenses recognized in the Statement of Profit and Loss during the year is given as under:-

	<b>31.03.2018</b>	<b>31.03.2017</b>
Present value of Past Service Benefit	48,10,940	39,68,910
Add: Current service cost	4,72,687	3,43,929
	<b>52,83,627</b>	<b>43,12,839</b>
Less: Fund value as on renewal date (net of settlements and inclusive of interest earned)	54,83,468	41,62,863
	(1,99,841)	1,49,976
Additional contribution for existing fund	4,65,844	-
Add: Current service cost	4,72,687	1,49,976
	9,38,531	1,49,976
Life coverage premium	29,264	22,696
Add: G S T @ 18%	5,268	3,403
Add: Interest	-	-
Total liability at the end of the year towards Gratuity	<b>9,73,063</b>	1,76,075
Total value of Service Gratuity including Life Coverage on Sum Assured	<b>1,94,55,905</b>	1,54,99,312
<b>Actuarial Assumptions:</b>		
Mortality Rate	LIC(2006-08) Ultimate	LIC(2006-08) Ultimate
Withdrawal Rate	1 % to 3% depending on age	1 % to 3% depending on age
Discount Rate	7.5 % p.a	8 % p.a
Salary Escalation	7 %	7 %

\*INR 8,202 has been paid in excess to employees.

**Note-37: Unrecognized Items**

Contingent Liabilities not provided for the demand disputed in appeals in respect of various duties and others are as given below:

(INR in Lacs)

Sl. No.	Particulars	As on 31.03.2018	As on 31.03.2017	As on 01.04.2016
1	Cental Excise & Service Tax Tribunal, Eastern Bench, Kolkata(1991-92 and 1993-94)	14.29*	14.29*	14.29 *
2	Deputy Commissioner of Income Tax, Circle -7, Kolkata. (SLP filed and admitted before Supreme Court of India)(1979-80)	6.37	6.37	6.37
	<b>Total Amount</b>	<b>20.66</b>	<b>20.66</b>	<b>20.66</b>

\*Amount of R.2.50 lacs deposited against demand

**Note-38: Other information**

1) The Government of India introduced Goods and Service Tax (GST) with effect from 1st July 2017. Accordingly Sales and service charges are credited inclusive of Value Added Tax (VAT) and Service Tax up to 30th June 2017 which are now subsumed under GST. Sales are credited inclusive of VAT collected INR 4,94,21,606/- (up to June 30, 2017) and Good & Services Tax of INR 29,17,87,393.- (from July 2017 onwards) and Service charges/course fee are credited inclusive of Service tax collected INR 19,47,197/- (up to June 30, 2017) and Good & Services Tax of INR 65,39,063/-from July 2017 onwards). GST including VAT and Service Tax (up to June 2017) have been debited to Profit & Loss Account.

2) **Capital Commitments:**

Estimated amount of contracts remaining pending to be executed and not provided for (net of advance) - I N R 3,50,00,000/- (PY: INR 4, 12, 00,000/-)

3) **Leases**

The Company has taken premises/land under operating leases and lease rental of INR 2,589,588/- (PY:INR 2,589,588/-) paid during year have been recognized as expenses in the Statement of Profit and Loss. Rental Income of leased premises of INR 9,12,000/- (PY:-INR 9,12,000) has been recognised as income in the Statement of Profit and Loss.

4) **Related Party Disclosures**

(a) List of Related Parties and type of relationship:-

<b>Name of the Party</b>	<b>Nature of Relationship</b>
1) Where control exists:- (a) Anjana Minerals Private Limited	Subsidiary Company
2) Key Managerial Personnel(KMP) (a) Mr. Kishan N. Parikh (b) Mrs. Alpa K. Parikh (c) Mr. Kirti C.Adeshra (d) Mrs. Shilpa Aggarwal	Managing Director Director Chief Financial Officer Company Secretary
3) Relative of KMP (a) Ms. Priyanjali K.Parikh	
4) Enterprises over which KMP having significant influence (a) Kishan N.Parikh (HUF) (b) Brisco Private Limited (c) Pebco Industries Limited (d) Anjana Minerals Private Limited	Common Directorship -Do- -Do- -Do-



## Notes to the Financial Statements

(b) Transactions with the Related parties made during the year:-

(Amount in INR)

Nature of Transactions	Where Control Exists	Key Managerial Personnel	Relative of K M P	Enterprises where KMP having significant influence / control
Remuneration Paid*	-	51,70,572	-	-
	-	(50,45,000)	-	-
Rent paid**	-	12,26,502	-	3,97,447
	-	(12,42,334)	-	(3,97,440)
Rent Received	-	-	-	6,12,000
	-	-	-	(6,12,000)
Loan Taken	-	1,50,00,000	-	2,65,00,000
	-	(1,93,50,000)	-	(4,85,00,000)
Loan Repaid	-	1,25,00,000	-	4,26,822
	-	-	-	(4,85,00,000)
Interest Paid during the year	-	27,24,864	-	18,10,767
	-	(4,41,912)	-	(29,24,054)
Dividend paid during the year	-	3,00,312	24,180	1,90,326
	-	(3,00,312)	(21,600)	(1,90,326)
Investments in Shares	-	-	-	-
	-	-	-	(2,03,52,500)
<b><u>Year end balances:</u></b>				
<b>Amount Payable</b>	-	<b>2,49,97,866</b>	-	<b>2,60,73,178</b>
	-	<b>(2,25,00,000)</b>	-	<b>(1,05,39,086)</b>
<b>Amount receivable</b>	-	-	-	-

\* Includes HRA, PF and Bonus, etc.

\*\*Rent is exclusive of Service Tax

Previous year figures are shown in brackets.

### 5) Earnings Per Share

	2017-2018	2016-2017
Net Profit after Tax	2,61,79,332	2,52,72,759
Nos. of Equity Shares	9,97,770	9,97,770
Face value of Equity Shares	10	10
Basic & Diluted Earnings per Share	26.24	25.33

6) Expenditure in Foreign Currency on account of other matters during the year INR 532, 649/- (PY: INR 795,919/-)

7) **Assets pledged as Security**

The carrying amounts of the assets pledged as security for current and non-current borrowings are as under:-

(Amount in INR)

Particulars	Note	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
<b>Current</b>				
Primary Security (First charge on Raw Material, SIP, Finished goods, stock in transit, Stores and spares, Finished goods, and all other current assets, and receivables both present and future.	6,7,8, 10,11, 12, 13,	48,32,73,948	44,40,49,580	35,12,26,834
Collateral Security	-	-	-	-
<b>Total current assets pledged as security</b>		<b>48,32,73,948</b>	<b>44,40,49,580</b>	<b>35,12,26,834</b>
<b>Non-Current*</b>				
Primary Security		-	-	-
Collateral Security (First charge on all present and future fixed assets of the company by way of: Equitable Mortgage of workshop land and building, hypothecation of plant and machinery and fixed deposit of INR 0.25 Crores)	3	8,01,42,354	8,13,41,668	6,70,99,433
<b>Total Non-current assets pledged as security</b>		<b>8,01,42,354</b>	<b>8,13,41,668</b>	<b>6,70,99,433</b>
<b>Total Assets pledged as security</b>		<b>56,34,16,302</b>	<b>52,53,91,248</b>	<b>41,83,26,267</b>

\* Amount refers to Net carrying value

- 8) A case of embezzlement of cash noticed has been noticed by the company during the year done by one of its employee engaged in renewal of car insurance of the customers. The matter has been reported to local police station on dated 12-02-2018. As per the estimate of the management, the amount involved is INR 11,06,860 approximately or more.

9) **Segment Reporting**

SI. No.	PARTICULARS	Year ended	
		31-Mar-18	31-Mar-17
1	<b>Segment Revenue</b>		
	Automobile	1,79,24,20,512	1,51,15,13,760
	Investment	12,08,86,373	1,39,01,834
	Others	9,66,423	5,03,722
	Total (a)	1,91,42,73,308	1,52,59,19,316
	Unallocable revenue (b)	-	-
	<b>Total (a + b)</b>	<b>1,91,42,73,308</b>	<b>1,52,59,19,316</b>

**9) Segment Reporting**

SI. No.	PARTICULARS	Year ended	
		31-Mar-18	31-Mar-17
<b>2</b>	<b>Segment Results (Profit before tax and interest)</b>		
	Automobile	3,48,92,645	3,48,92,645
	Investment	1,46,30,643	1,33,85,948
	Others	(8,13,081)	(24,78,895)
	Other unallocable expenses (net of unallocable income)	-	-
	<b>Total</b>	<b>4,87,10,206</b>	<b>4,57,99,697</b>
	Interest & other charge	1,26,71,796	99,46,811
	<b>Total Profit before tax</b>	<b>3,60,38,411</b>	<b>3,58,52,886</b>
<b>3</b>	<b>Segment Assets</b>		
	Automobile	40,21,05,586	33,27,97,294
	Investment	31,22,12,597	29,42,02,760
	Others	1,16,28,136	1,20,85,669
	<b>Total</b>	<b>72,59,46,319</b>	<b>63,97,63,672</b>
<b>4</b>	<b>Segment Liabilities</b>		
	Automobile	20,69,13,263	15,16,14,832
	Investment	1,57,82,020	1,60,19,000
	Others	2,70,75,090	2,09,11,457
	<b>Total</b>	<b>24,97,70,373</b>	<b>18,85,45,289</b>

**Notes:**

- i. The Company has disclosed Business segment as the primary segment. Segments have been identified taking into account the nature of the business, the differing risks and returns, the organisational structure and internal reporting system. The Company's operations predominantly relates to trading and servicing of automobile items i.e. vehicles and related spares, and investment activities. Other business segment includes rents and miscellaneous activities, which do not contribute significantly in the context of total revenue.
  - ii. The Group cater mainly to the needs of the domestic market. There is no export; as such there are no reportable geographical segments.
  - iii. Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the Segments.
- 10) Previous period's figures have been restated as per Ind AS and regrouped and rearranged wherever considered necessary.

## Notes to the Financial Statements

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Note - 1 and 2 represent Corporate information and Significant Accounting Policies respectively, Note- 3 to 22 form part of the Balance Sheet as at 31st March, 2018 and Note-23 to 32 form part of Statement of Profit & Loss for the year ended on that date. Note-33 to 38 represents additional information to the Financial Statements.

Signature to Note 1 to 38.

**As per our report annexed  
For Chetan & Co.  
Chartered Accountants  
Firm Registration No. 321151E**

**For and on behalf of the Board of  
PEBCO MOTORS LIMITED**

**(Malaya Ray Choudhuri)  
Partner  
Membership No. 053201**

**Kishan N Parikh**  
Chairman and Managing Director  
DIN:00453209

**Alpa K Parikh**  
Director  
DIN:00361647

**Place : Kolkata  
Dated: -May 28, 2018**

**C. Thomas**  
Chief Financial Officer

**Shilpa Aggarwal**  
Company Secretary  
M.No.-A32344

### To the Members of

**M/s. Pebco Motors Limited**

### Report on the Financial Statements

We have audited the accompanying Consolidated Ind AS financial statements of **Pebco Motors Limited** (hereinafter referred to as "**the Holding Company**") and its one subsidiary company (collectively referred to as "**the Group**"), which comprise the consolidated balance sheet as at 31st March 2018, the consolidated statement of profit and loss including other comprehensive income, the consolidated statement of cash flows and the consolidated statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

### Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS 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 thereunder.

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 consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by other auditors in terms of their reports referred to in sub-paragraph (a) of the "Others Matters" paragraph below, are sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us and on the other financial information of the subsidiary companies, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, the consolidated state of affairs (financial position) of the Group as at 31st March 2018, and their consolidated profit (financial performance including other comprehensive income), the consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

### Other Matters

- a) We did not audit the financial statements of one subsidiary company whose financial statements reflect total assets of INR 10.76 Lacs (PY:INR 11.45 Lacs) as at 31st March 2018 and total revenues of INR 0.57 Lacs (PY:INR 12.39 Lacs) for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary company and our report in terms of sub-section (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary company, is based solely on the report of the other auditors.
- b) The comparative financial information of the Group for the year ended 31st March 2017 and the transition date opening balance sheet as at 1st April 2016 included in these Consolidated Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditors, whose audit reports for the year ended 31st March 2017 dated 29th May 2017 expressed an unqualified opinion on those consolidated financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not qualified in respect of above matters with respect to our reliance on the work done by and the report of the other auditors.

### Report on Other Legal and Regulatory Requirements

- 1) Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of the sub-section (11) of section 143 of the Act, is not applicable on the consolidated Ind AS financial statements as referred in proviso to Para 2 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 purpose of our audit of the aforesaid consolidated Ind AS financial statements.
  - b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other comprehensive income, the Consolidated statement of Cash Flows and the Consolidated statement of changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained by the Holding company audited by us and its subsidiary company as reported by the other auditors.

- d) in our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the relevant rules issued thereunder;
- e) On the basis of the written representations received from the Directors of the Holding company as on 31st March 2018 and taken on record by the Board of Directors of the Holding company and the report of the other auditors in case of one subsidiary company, none of the Directors is disqualified as on 31st March 2018 from being appointed as Director under the sub-section (2) of Section 164 of the Companies Act, 2013.
- f) with respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and its subsidiary company incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure-A".
- g) with respect to the other matters to be included in the Auditors' 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 and based on the consideration of reports of the other auditors in case subsidiary company as noted in the "Other Matters" paragraph above:
  - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. [Refer Note No.37 of the accompanying consolidated Ind AS financial statements]
  - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring the amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.

Place : Kolkata  
Dated : 28th May, 2018

For : **CHETAN & CO.**  
Chartered Accountants  
Firm Regn. No. 321151E

**Malaya Ray Chaudhuri**  
Partner  
Membership No. 053201

### ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Group as of and for the year ended 31st March 2018, we have audited the internal financial controls over financial reporting of Pebco Motors Limited (hereinafter referred as "the Holding Company"), and its one subsidiary company, which is a company incorporated in India, as of that date.

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

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

#### Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

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



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

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

### **Opinion**

According to the information and explanations given to us, and based on our audit, in our opinion, the Holding Company and its subsidiary company, which is a company incorporated in India, has generally maintained, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were generally operating effectively as of 31st March 2018 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 Controls over Financial Reporting" issued by the Institute of Chartered Accountants of India.

### **Other Matters**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting, insofar as it relates to one subsidiary company which is incorporated in India, is based on the corresponding report of the auditors of such company incorporated in India.

Place : Kolkata  
Dated : 28th May, 2018

For : **CHETAN & CO.**  
Chartered Accountants  
Firm Regn. No. 321151E

**Malaya Ray Chaudhuri**  
Partner  
Membership No. 053201

## Consolidated Balance Sheet as at 31st March 2018

(Amount in INR)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>ASSETS</b>				
<b>Non-Current Assets</b>				
(a) Property, Plant & Equipments	3	110,442,172	106,907,021	85,436,845
(b) Capital Work in Progress	4	43,423,755	1,685,401	6,192,295
(c) Intangible Assets	5	28,994,466	29,058,708	8,770,450
(d) Investment Property		-	-	-
(e) Financial Assets				
(i) Investments	6	36,867,627	34,241,773	50,575,010
(ii) Loans	7	-	-	-
(iii) Other Financial Assets	8	6,195,404	6,175,491	5,765,191
(f) Deferred Tax Assets (net)		-	-	-
(g) Other Non-current assets	9	-	-	-
<b>Total Non-Current Assets (A)</b>		<b>225,923,424</b>	<b>178,068,394</b>	<b>156,739,791</b>
<b>Current Assets</b>				
(a) Inventories	10	97,371,310	124,253,714	67,002,183
(b) Financial Assets				
(i) Investments	6	151,980,508	140,148,506	131,061,782
(ii) Trade Receivables	11	43,841,937	28,756,124	19,265,193
(iii) Cash & Cash equivalents	12	115,195,723	104,571,601	77,925,078
(iv) Loans	7	41,742,360	20,022,787	14,572,574
(v) Other Financial Assets	8	26,725,459	14,660,660	32,645,013
(c) Current Tax Assets (Net)		2,398,783	2,089,763	4,903,316
(d) Other Current Assets	13	7,492,712	12,780,966	10,500,000
<b>Total Current Assets (B)</b>		<b>486,748,792</b>	<b>447,284,121</b>	<b>357,875,139</b>
<b>Total Assets (A+B)</b>		<b>712,672,216</b>	<b>625,352,514</b>	<b>514,614,930</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share Capital	14	9,977,700	9,977,700	9,977,700
(b) Other Equity	15	465,581,304	440,692,464	418,651,492
Equity attributable to equityholders of the Company		475,559,004	450,670,164	428,629,192
Non-controlling Interests		-	-	-
<b>Total Equity (A)</b>		<b>475,559,004</b>	<b>450,670,164</b>	<b>428,629,192</b>
<b>Liabilities</b>				
<b>Non-Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	16	-	-	-
(ii) Other Financial Liabilities	18	2,400,000	850,000	850,000
(b) Provisions	19	-	-	-
(c) Deferred Tax Liabilities (net)	20	24,838,585	20,093,513	17,084,371
(d) Other Non-Current Liabilities	21	-	-	-
<b>Total Non-Current Liabilities (B)</b>		<b>27,238,585</b>	<b>20,943,513</b>	<b>17,934,371</b>
<b>Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	16	168,832,197	111,818,429	40,607,599
(ii) Trade payables	17	2,933,439	5,002,679	3,718,422
(iii) Other Financial Liabilities	18	4,416,868	4,335,479	5,699,190
(b) Other Current Liabilities	22	31,543,466	30,209,062	16,009,207
(c) Provisions	19	2,148,656	2,373,188	2,016,949
(d) Current Tax Liabilities (net)		-	-	-
<b>Total Current Liabilities (C)</b>		<b>209,874,627</b>	<b>153,738,837</b>	<b>68,051,367</b>
<b>Total Equity and Liabilities (A+B+C)</b>		<b>712,672,215</b>	<b>625,352,514</b>	<b>514,614,930</b>
Corporate Information	1			
Significant Accounting Policies	2			
Additional informations	33-38			
The Accompanying Notes form an integral part of Consolidated Financial Statements.				

As per our report annexed

**For Chetan & Co.**

*Chartered Accountants*

FR No. 321151E

**(Malaya Ray Choudhuri)**

*Partner*

*Membership No. : 053201*

Place : Kolkata

Dated : 28th May, 2018

For and on behalf of the Board of Pebco Motors Limited

**Kishan N. Parikh**

Chairman & Managing Director

DIN : 00453209

**Alpa K. Parikh**

Director

DIN : 00361647

**Shilpa Aggarwal**

Company Secretary

Membership No. A32344

**C. Thomas**

Chief Financial Officer

## Consolidated Statement of Profit & Loss for the year ended 31st March 2018

(Amount in INR)

Sr. No.	Particulars	Note No.	For the year ended 31.03.2018	For the year ended 31.03.2017
	<b>Revenue from Operations</b>	<b>23</b>		
A	Sales (Net of other levies but including excise duty)		1,673,915,910	1,405,207,387
B	Other Operating Revenue		108,021,323	98,516,669
(i)	<b>Revenue from Operations (A+B)</b>		<b>1,781,937,233</b>	<b>1,503,724,056</b>
(i)	Other Income		24,20,090,770	23,493,812
(iii)	Total Income (I+II)		1,802,028,003	1,527,217,868
(iv)	<b>Expenses</b>			
	Cost of Materials Consumed	25	-	-
	Purchases of Stock-in-Trade	26	1,251,859,149	1,252,397,190
	Changes in inventories of finished goods/ work in progress and Stock in trade	27	26,882,404	-57,251,531
	Excise Duty		-	-
	Employee Benefits Expense	28	40,923,594	32,941,712
	Finance Costs	29	776,630	4,024,266
	Depreciation/Amortization/ Impairment expense		9,513,669	8,806,493
	Other Expenses	30	436,101,870	250,870,509
	Total Expenses (IV)		1,766,057,316	1,491,788,639
(v)	Profit before exceptional items and Tax (III-IV)		35,970,687	35,429,230
(vi)	Exceptional Items		-	-
(vii)	Profit before Tax (V-VI)		35,970,687	35,429,230
(viii)	Tax expense	31	9,860,072	10,580,444
(ix)	Profit for the period from continuing operations (VII-VIII)		26,110,615	24,848,786
(x)	Profit/(Loss) from discontinued operations		-	-
(xi)	Tax expense of discontinued operations		-	-
(xii)	Profit/(Loss) from discontinued operations (after Tax) (X-XI)		-	-
(xiii)	Profit for the Period (IX+XII)		26,110,615	24,848,786
	Other Comprehensive Income	32		
A	(i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B	(i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
(XIV)	Total Other Comprehensive Income		-	-
(XV)	<b>Total Comprehensive Income for the year (XIII+XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the year)</b>		<b>26,110,615</b>	<b>24,848,786</b>
(XVI)	Earnings per equity share (for continuing operation) :			
	(1) Basic		26	25
	(2) Diluted		26	25
(XVII)	Earnings per equity share "(for discontinued operation):			
	(1) Basic		-	-
	(2) Diluted		-	-
(XVIII)	Earnings per equity share (for both discontinued & continuing operation):			
	(1) Basic		26	25
	(2) Diluted		26	25
	<b>Refer note 38 (6) for calculation of EPS</b>			
	Corporate Information	1		
	Significant Accounting Policies	2		
	Additional informations	33-38		
	The Accompanying Notes form an integral part of Consolidated Financial Statements.			

As per our report annexed

**For Chetan & Co.**

Chartered Accountants

FR No. 321151E

**(Malaya Ray Choudhuri)**

Partner

Membership No. : 053201

Place : Kolkata

Dated : 28th May, 2018

For and on behalf of the Board of Pebco Motors Limited

**Kishan N. Parikh**

Chairman & Managing Director

DIN : 00453209

**Alpa K. Parikh**

Director

DIN : 00361647

**Shilpa Aggarwal**

Company Secretary

Membership No. A32344

**C. Thomas**  
Chief Financial Officer

**CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2018**  
**CASH FLOW STATEMENT (Indirect Method) - CONSOLIDATED**

(Amount in INR)

	<b>For the year ended 31.03.2018</b>	<b>For the year ended 31.03.2017</b>
<b>(A) Cash Flow from Operating Activities :</b>		
<b>Profit Before Tax</b>	<b>35,970,687</b>	<b>35,429,230</b>
Adjustment for :		
Depreciation / Impairment of fixed assets	9,513,669	8,806,493
Interest pertaining to Investing Activities	14,264,647	9,802,334
Finance cost related to financing activity	-	-
Fair value change (net)	(13,488,017)	(5,778,069)
Interest / Dividend from Investments	(7,169,536)	(8,990,403)
Income on sale of investments	-	-
Profit/loss on sale of fixed assets	(1,514,438)	(1,278,413)
Povisions made & write off	-	-
Provision/Liability write back	(247,109)	(995,475)
<b>Operating Profit before Current/Non Current Assets and Liabilities</b>	<b>37,329,903</b>	<b>36,995,697</b>
<b>Adjustment for :</b>		
Trade Receivable	(15,085,813)	(9,490,931)
Inventories	26,882,404	(57,251,531)
Current/Non current/Loans, Other financial assets and other assets	(21,908,526)	5,557,285
Short/Long Term Liabilities and Provisions	51,596,123	76,303,829
<b>Cash Generated from Operation</b>	<b>78,814,091</b>	<b>52,114,349</b>
Income Tax Paid/Refund	(6,916,525)	7,099,142
<b>Net Cash Flow from Operating Activities (A)</b>	<b>71,897,566</b>	<b>59,213,491</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
(Purchase)/ Sale of Fixed Assets	(53,208,494)	(44,779,620)
Investment in Bank Deposits	3,430,974	5,971,248
Interest / Dividend from Investments	3,738,562	3,019,155
Investment in Mutual Fund Investment	(14,457,856)	7,246,514
Fair value change (net)	13,488,017	5,778,069
<b>Net Cash from Investing Activities (B)</b>	<b>(47,008,797)</b>	<b>(22,764,634)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of Long Term Borrowings	-	-
Interest & Finance cost pertaining to Financing Activities	(14,264,647)	(9,802,334)
<b>Net Cash used in Financing Activities (C)</b>	<b>(14,264,647)</b>	<b>(9,802,334)</b>
Net Increase / (Decrease) in Cash & Bank Balances (A+B+C)	10,624,122	26,646,523
<b>Cash &amp; Cash equivalent (opening balance)</b>	<b>104,571,601</b>	<b>77,925,078</b>
<b>Cash &amp; Cash equivalent (closing balance)</b>	<b>115,195,723</b>	<b>104,571,601</b>
(All figures in bracket represent outflow)		
Refer Note 12 for components of cash & cash equivalents.		

As per our report annexed

**For Chetan & Co.**

*Chartered Accountants*

FR No. 321151E

**(Malaya Ray Choudhuri)**

*Partner*

*Membership No. : 053201*

Place : Kolkata

Dated : 28th May, 2018

For and on behalf of the Board of Pebco Motors Limited

**Kishan N. Parikh**

Chairman & Managing Director

DIN : 00453209

**Alpa K. Parikh**

Director

DIN : 00361647

**Shilpa Aggarwal**

Company Secretary

Membership No. A32344

**C. Thomas**

Chief Financial Officer

## Notes to the Financial Statements

### CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.2018

#### A. SHARE CAPITAL

(Amount in INR)

Particulars	Balance as at 01.04.2016	Changes in Equity Share Capital during the year	Balance as at 31.03.2017	Balance as at 01.04.2017	Changes in Equity Share Capital during the year	Balance as at 31.03.2018
9,97,770 Equity Shares of INR 10/- each (9,97,770 Equity Shares of INR 10/- each )	9,977,700	-	9,977,700	9,977,700	-	9,977,700

#### B. OTHER EQUITY

(Amount in INR)

	Capital Reserve	Capital Redemption reserve	General Reserve	Security Premium Account	Retained Earnings	Total
<b>Balance as at 01.04.2016</b>	52,558,000	2,458,000	270,081,600	1,686,000	55,768,960	382,552,560
Changes in accounting policy	-	-	-	-	36,098,932	36,098,932
Prior period errors	-	-	-	-	-	-
<b>Restated balance as at 01.04.2016</b>	52,558,000	2,458,000	270,081,600	1,686,000	91,867,892	418,651,492
Total Comprehensive Income for the year	-	-	-	-	24,848,786	24,848,786
Interim Dividend	-	-	-	-	-	-
Tax Adjustment of earlier years	-	-	-	-	(1,403,305)	(1,403,305)
Appropriations	-	-	-	-	-	-
Proposed Dividend	-	-	-	-	(1,197,324)	(1,197,324)
Corporate Dividend tax	-	-	-	-	(207,185)	(207,185)
Transfer to/from General Reserve	-	-	-	-	-	-
<b>Balance as at 31.03.2017</b>	52,558,000	2,458,000	270,081,600	1,686,000	113,908,864	440,692,464
<b>Balance as at 01.04.2017</b>	52,558,000	2,458,000	270,081,600	1,686,000	113,908,864	440,692,464
Total Comprehensive Income for the year	-	-	-	-	26,110,615	26,110,615
Buyback of equity shares	-	-	-	-	-	-
Interim Dividend	-	-	-	-	-	-
Tax Adjustment of earlier years	-	-	-	-	182,733	182,733
<b>Appropriations</b>	-	-	-	-	-	-
Proposed Dividend	-	-	-	-	(1,197,324)	(1,197,324)
Corporate Dividend tax	-	-	-	-	(207,185)	(207,185)
Transfer to/from General Reserve	-	-	-	-	-	-
<b>Balance as at 31.03.2018</b>	52,558,000	2,458,000	270,081,600	1,686,000	138,797,704	465,581,304

As per our report annexed

**For Chetan & Co.**

Chartered Accountants

FR No. 321151E

**(Malaya Ray Choudhuri)**

Partner

Membership No. : 053201

Place : Kolkata

Dated : 28th May, 2018

For and on behalf of the Board of Pebco Motors Limited

**Kishan N. Parikh**

Chairman & Managing Director

DIN : 00453209

**Alpa K. Parikh**

Director

DIN : 00361647

**Shilpa Aggarwal**

Company Secretary

Membership No. A32344

**C. Thomas**

Chief Financial Officer

### Note-1: CORPORATE INFORMATION

PEBCO MOTORS LIMITED (hereinafter referred as "the Holding Company") is a public limited company incorporated in India with its registered office at Kolkata, in the state of west Bengal. The Holding Company is the oldest dealer of Maruti Suzuki India Limited in Jharkhand and has ISO9001:2008 standards certification. At present the Holding Company is primarily dealing with Prestigious Dealership of Maruti Suzuki India Ltd, and Sale of Maruti True Value Cars.

The Consolidated Financial Statements relates to the Holding Company and its 82.42% holding Subsidiary company namely Anjana Minerals Private Limited incorporated in India. (Hereinafter together referred to as "the Group")

### Note-2 : SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 Basis of preparation of financial statements

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

For all the periods up to and including the year ended 31st March 2017, the Group prepared its financial statements in accordance with the Accounting Standards(AS) notified under section 133 of the Companies Act,2013 read together with paragraph 7 of the Companies (Accounting Standards) Rules 2014 and in accordance with the companies (Accounting standards) Rules, 2006.These financial statements for the year ended 31st March 2018 are the first financial statements of the Group prepared in accordance with Ind AS. [Refer Note-33(I) for information on First Time Adoption of Ind AS].

These financial statements have been prepared and presented under the Going concern basis under historical cost convention, except for

- Certain financial assets and liabilities measured at fair value (refer accounting policies on financial instruments in para.2.14)
- Defined Benefit Plans- plan assets measured at fair value
- Inventories at Cost or Net Realizable value, whichever is lower (refer accounting policies on Valuation of Inventory in para.2.12)

#### 2.2 Basis of consolidation

##### 2.2.1 Subsidiaries

Subsidiaries are all entities over which the Holding Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date when control ceases. The acquisition method of accounting is used to account for business combinations by the Company.

The Company combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, cash flows, income and expenses. Intercompany transactions, balances and un-realized gains on transactions between group companies are eliminated. Un-realized losses between group companies are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. All the companies within the Group normally use accounting policies as adopted by the Holding company for like transactions and events in similar circumstances. In case of significant deviations of a particular constituent company within the Group, appropriate adjustments are made to the financial statement of such constituent company to ensure conformity with the Group consolidated accounting policies.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

### 2.3 Classification of assets and liabilities into current and non-current

The Group presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current by the Group when:

- it expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realize the asset within twelve months after the reporting period; or
- the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current by the Group when:

- it expects to settle the liability in its normal operating cycle;
- it holds the liability primarily for the purpose of trading;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

### 2.4 Use of accounting estimates and assumptions

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, revenue and expenses and disclosure of contingent liabilities at the date of the financial statements. Actual results could differ from those estimates. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Any revision to the accounting estimates is recognised prospectively.

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant effect on the carrying amounts of assets and liabilities within the next financial year are included in the following notes:-

- a) Measurement of Defined Benefit Obligations-(Note-36 to the financial statements)
- b) Measurement and likelihood of the occurrence of provisions and contingencies-(Note-19 to the financial statements)
- c) Recognition of the Deferred Tax Assets/Liabilities-(Note -20 to the financial statements)
- d) Key assumptions used in Fair Valuation Methods of Financial Assets and Financial Liabilities-(Note-.34 to the financial statements)

### 2.5 Revenue Recognition

**2.5.1 Revenue from the sale of goods** : Revenue from the sale of goods is recognized when all the following conditions have been satisfied:

- a) the Group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- b) the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;

- c) the amount of revenue can be measured reliably;
- d) it is probable that the economic benefits associated with the transaction will flow to the Group; and
- e) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes, levies or duties collected on behalf of the government/ other statutory bodies.

**Advances received from the customers** are reported as customer's deposits unless the above conditions for revenue recognition are met.

**2.5.2 Interest:**-Interest income is recognized using the Effective Interest Method.

**2.5.3 Dividend:**-Dividend income from investments is recognized when the rights to receive payment is established.

**2.5.4 Other Claims:**-Other claims (including interest on delayed realization from customers) are accounted for, when there is certainty of realization and can be measured reliably.

**2.5.5 Rendering of Services:**-When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction is recognized when the related services are rendered.

## 2.6 Leases

A finance lease is a lease that transfers substantially all the risks and rewards incidental to ownership of an asset. Title may or may not eventually be transferred.

An operating lease is a lease other than a finance lease.

### 2.6.1 Group as a lessee

A lease is classified at the inception date as a finance lease or an operating lease.

**2.6.1.1 Finance lease** - Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant periodic rate of interest on the remaining balance of the liability.

Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Group's general policy on the borrowing costs.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

**2.6.1.2 Operating lease** - Lease payments under an operating lease is recognised as an expense on a straight-line basis over the lease term unless either:

- another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the Lessor are not on that basis; or
- the payments to the Lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the Lessor vary because of factors other than general inflation, then this condition is not met.

### 2.6.2 Group as a Lessor

**2.6.2.1 Operating leases** - Lease income from operating leases (excluding amounts for services such as insurance and maintenance) is recognised in income on a straight-line basis over the lease term, unless either:



- another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished, even if the payments to the Lessor are not on that basis; or
- the payments to the Lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the Lessor vary according to factors other than inflation, then this condition is not met.

Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense over the initial lease term on the same basis as lease income.

**2.6.2.2 Finance leases**-Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

### 2.7 Property, Plant and Equipment (PPE)

Land is carried at historical cost. Historical cost includes expenditure which are directly attributable to the acquisition of the land like, rehabilitation expenses, resettlement cost and compensation if any etc.

All other Property, Plant and Equipment are carried at its cost less any accumulated depreciation and any accumulated impairment losses under Cost Model. The cost of an item of property, plant and equipment comprises:

- a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which the Group incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item depreciated separately.

Depreciation on property, plant and equipment, except freehold land, is provided as per cost model on straight line basis over the estimated useful lives of the assets.

Based on technical evaluation, the management believes that the useful lives considered best represents the period over which the management expects to use the asset. The estimated useful life of the assets is reviewed at the end of each financial year.

Depreciation on the assets added / disposed of during the year is provided on pro-rata basis with reference to the month of addition / disposal.

Property, Plant and Equipment which are not ready for intended use as at the date of balance sheet are disclosed as "Capital Work-In-Progress".

Transition to Ind AS:-The Group elected to continue with the carrying value as per cost model (for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind ASs (i.e. 01-04-2016), measured as per the previous GAAP.

### 2.8 Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation (calculated on a straight-line basis over their useful lives) and accumulated impairment losses, if any.

Internally generated intangibles, excluding capitalised development costs, are not capitalised. Instead, the related expenditure is recognised in the statement of profit and loss and other comprehensive income in the period in which the expenditure is incurred. The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss.

An intangible asset with an indefinite useful life is not amortized but is tested for impairment at each reporting date.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss

Cost of Software recognized as intangible asset, is amortised on straight line method over a period of legal right to use or three years, whichever is less; with a nil residual value.

### **2.9 Investment Property**

Property (land or a building or part of a building or both) held to earn rentals or for capital appreciation or both, rather than for, use in the production or supply of goods or services or for administrative purposes; or sale in the ordinary course of businesses are classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Investment properties are depreciated using the straight-line method over their estimated useful lives.

### **2.10 Borrowing Costs**

Borrowing costs are expensed as and when incurred except where they are directly attributable to the acquisition, construction or production of qualifying assets i.e. the assets that necessarily takes substantial period of time to get ready for its intended use, in which case they are capitalised as part of the cost of those asset up to the date when the qualifying asset is ready for its intended use.

### **2.11 Investment in Subsidiary, Joint ventures and Associates**

Investment in Equity i.e. investment in subsidiaries, associates and joint venture companies are carried at cost less accumulated provisions for diminution in value, if any. Where an indication of impairment losses exists, the carrying value of the investment is assessed and written down immediately to its recoverable amount. On disposal of investment in subsidiaries and joint ventures, the difference between the net disposal proceeds and the carrying amounts are recognised in the Statement of profit and Loss.

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its investments in subsidiaries, joint ventures and associates as recognised in the financial statements at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. The Group has elected to continue with the carrying value for all of its investments in subsidiaries, joint ventures and associates as recognised in its Indian GAAP financials as deemed cost at the transition date.

### **2.12 Inventories**

Inventories are measured and valued on the following basis:-

- a) Spare Parts and Accessories:- at cost computed on First In First Out (FIFO) basis
- b) Finished Goods - at lower of the Cost or Net realizable value

### 2.13 Impairment of Assets (other than financial assets)

The Group assesses at the end of each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the Statement of Profit and Loss.

### 2.14 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### 2.14.1 Financial assets

##### 2.14.1 Initial recognition and measurement

All financial assets are recognised initially at fair value, in the case of financial assets not recorded at fair value, through profit or loss, plus transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

##### 2.14.2 Subsequent measurement

Financial assets are subsequently classified at measured cost:-

- Amortized Cost
- Fair value through Profit & Loss(FVTPL)
- Fair value through Other Comprehensive Income (FVTOCI)

##### 2.14.2.1 Financial Assets at amortised cost

Financial Assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

##### 2.14.2.2 Financial Assets at FVTOCI

A Financial Assets are classified as at the FVTOCI whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial Assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On

derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI financial asset is reported as interest income using the EIR method.

### 2.14.2.3 Financial Assets at FVTPL

FVTPL is a residual category for Financial Assets. Any financial assets, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a financial asset, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Financial Assets included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

### 2.14.2.4 Cash and Cash Equivalents

Cash and Cash Equivalents comprises of Balances with Bank and in hand as well as short-term and high liquid investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### 2.14.2.5 Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement? and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

### 2.14.2.7 Impairment of financial assets (other than fair value)

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Lease receivables under Ind AS 17
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

## 2.14.3 Financial liabilities

### 2.14.3.1 Initial recognition and measurement

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

### 2.14.3.2 Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

#### 2.14.3.3 Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Group has not designated any financial liability as at fair value through profit and loss.

#### 2.14.3.4 Financial liabilities at amortised cost

After initial recognition, these are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

#### 2.14.3.5 Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of a financial liability (or part of a financial liability) extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, shall be recognised in profit or loss.

### 2.14.4 Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

### **2.14.5 Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### **2.15 Taxation**

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (tax loss) for a period. Taxable profit differs from "profit before income tax" as reported in the statement of profit and loss and other comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary difference to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

### **2.16 Employee Benefits**

#### **2.16.1 Short-term Benefits**

All short term employee benefits are recognized in the period in which they are incurred.

#### **2.16.2 Post-employment benefits and other long term employee benefits**

##### **2.16.2.1 Defined contributions plans**

A defined contribution plan is a post-employment benefit plan for Provident fund and Pension under which the Group pays fixed contribution into fund constituted under an enactment of law and the Group will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of profit and loss in the periods during which services are rendered by employees.

### 2.16.2.2 Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Gratuity, leave encashment are defined benefit plans (with ceilings on benefits). The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in return of their service in the current and prior periods. The benefit is discounted to determine its present value and reduced by the fair value of plan assets, if any. The discount rate is based on the prevailing market yields of Indian Government securities as at the reporting date that have maturity dates approximating the terms of the Group's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The application of actuarial valuation involves making assumptions about discount rate, expected rates of return on assets, future salary increases, mortality rates etc. Due to the long term nature of these plans, such estimates are subject to uncertainties. The calculation is performed at each balance sheet by an actuary using the projected unit credit method. When the calculation results in to the benefit to the Group, the recognised asset is limited to the present value of the economic benefits available in the form of any future refunds from the plan or reduction in future contributions to the plan. An economic benefit is available to the Group if it is realisable during the life of the plan, or on settlement of plan liabilities.

Re-measurement of the net defined benefit liability, which comprise actuarial gain and losses considering the return on plan assets (excluding interest) and the effects of the assets ceiling (if any, excluding interest) are recognised immediately in the other comprehensive income. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit and loss.

When the benefits of the plan are improved, the portion of the increased benefit relating to past service by employees is recognised as expense immediately in the statement of profit and loss.

### 2.16.3 Other Employee benefits

Other employee benefits namely benefit on account of un availed leave have been accrue and provided for on actual basis as per the Group's policy as at the end of the each financial year.

### 2.17 Foreign currencies

The Group's reported currency and the functional currency for all of its operations is in Indian Rupees (INR) being the principal currency of the economic environment in which it operates.

Transactions in foreign currencies are converted into the reported currency of the Group using the exchange rate prevailing at the transaction date. Monetary assets and liabilities denominated in foreign currencies outstanding at the end of the reporting period are translated at the exchange rates prevailing as at the end of reporting period. Exchange differences arising on the settlement of monetary assets and liabilities or on translating monetary assets and liabilities at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in statement of profit and loss in the period in which they arise.

Non-monetary items denominated in foreign currency are valued at the exchange rates prevailing on the date of transactions.

### **2.18 Earnings per Share**

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per shares is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per shares and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

### **2.19 Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

All provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future uncertain events not wholly within the control of the Group, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Contingent Assets are not recognized in the financial statements. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.



**NOTE 3 : PROPERTY, PLANT AND EQUIPMENT**

(Amount in INR)

	Freehold Land	Leasehold Land	Building (including water supply, roads and culverts*	Plant and Machinery	Furniture & Fixtures and Office Equipments	Coaching Vehicles	Vehicles	Total
<b>Gross Carrying Amount :</b>								
As at 1 April 2016	3,667,000	9,612,580	39,701,288	14,629,414	6,887,418	28,748	10,910,397	85,436,845
Additions	-	245,000	13,705,532	4,438,001	7,809,355	-	7,873,674	34,071,562
Deletions/Adjustments	-	342,040	136,623	32,186	31,077	-	4,785,569	5,327,495
<b>As at 31 March 2017</b>	<b>3,667,000</b>	<b>9,515,540</b>	<b>53,270,197</b>	<b>19,035,229</b>	<b>14,665,696</b>	<b>28,748</b>	<b>13,998,502</b>	<b>114,180,912</b>
As at 1 April 2017	3,667,000	9,515,540	53,270,197	19,035,229	14,665,696	28,748	13,998,502	114,180,912
Additions	-	-	1,603,940	1,686,634	2,282,841	-	9,470,315	15,043,730
Deletions/Adjustments	-	-	-	-	-	-	4,017,165	4,017,165
<b>As at 31st March 2018</b>	<b>3,667,000</b>	<b>9,515,540</b>	<b>54,874,137</b>	<b>20,721,863</b>	<b>16,948,537</b>	<b>28,748</b>	<b>19,451,652</b>	<b>125,207,477</b>
<b>Accumulated Depreciation and Impairment</b>								
As at 1 April 2016	-	-	-	-	-	-	-	-
Charge for the year	-	250,985	2,102,123	1,793,190	2,340,745	-	1,913,168	8,400,211
Impairment	-	-	-	-	-	-	-	-
Deletions/Adjustments	-	-	-	-	15,912	-	1,110,408	1,126,320
<b>As at 31 March 2017</b>	<b>-</b>	<b>250,985</b>	<b>2,102,123</b>	<b>1,793,190</b>	<b>2,324,833</b>	<b>-</b>	<b>802,760</b>	<b>7,273,891</b>
As at 1 April 2017	-	250,985	2,102,123	1,793,190	2,324,833	-	802,760	7,273,891
Charge for the year	-	252,193	2,159,163	2,078,532	2,480,986	-	2,478,553	9,449,427
Impairment	-	-	-	-	-	-	-	-
Deletions/Adjustments	-	-	-	-	-	-	1,958,013	1,958,013
<b>As at 31st March 2018</b>	<b>-</b>	<b>503,178</b>	<b>4,261,286</b>	<b>3,871,722</b>	<b>4,805,819</b>	<b>-</b>	<b>1,323,300</b>	<b>14,765,305</b>
Net Carrying Amount								
<b>As at 31st March 2018</b>	<b>3,667,000</b>	<b>9,012,362</b>	<b>50,612,851</b>	<b>16,850,141</b>	<b>12,142,718</b>	<b>28,748</b>	<b>18,128,352</b>	<b>110,442,172</b>
<b>As at 31 March 2017 (Restated)</b>	<b>3,667,000</b>	<b>9,264,555</b>	<b>51,168,074</b>	<b>17,242,039</b>	<b>12,340,863</b>	<b>28,748</b>	<b>13,195,742</b>	<b>106,907,021</b>
<b>As at 1 April 2016 (Restated)</b>	<b>3,667,000</b>	<b>9,612,580</b>	<b>39,701,288</b>	<b>14,629,414</b>	<b>6,887,418</b>	<b>28,748</b>	<b>10,910,397</b>	<b>85,436,845</b>

**Reconciliation of Carrying value as per Ind AS and Previous GAAP as on 01.04.2016**

	Freehold Land	Leasehold Land	Building (including water supply, roads and culverts*	Plant and Machinery	Furniture & Fixtures and Office Equipments	Coaching Vehicles	Vehicles	Total
Gross Carrying Amount:	3,667,000	12,057,802	72,638,995	30,905,212	22,770,961	626,445	16,925,202	159,591,617
As at 1 April 2016								
Accumulated Depreciation and Impairment								
As at 1 April 2016	-	2,445,222	32,937,707	16,275,798	15,883,543	597,697	6,014,805	74,154,772
<b>Net carrying amount as Deemed Cost</b>	<b>3,667,000</b>	<b>9,612,580</b>	<b>39,701,288</b>	<b>14,629,414</b>	<b>6,887,418</b>	<b>28,748</b>	<b>10,910,397</b>	<b>85,436,845</b>

\* Building includes a space purchased for consideration of Rs.90,000/- for which deed of conveyance is still pending.

## NOTE 4 : CAPITAL WIP

(Amount in INR)

	Building (including water supply, roads and culverts)	Plant and Equipments	Others	Total
<b>Gross Carrying Amount :</b>				
As at 1 April 2016	6,192,295	-	-	6,192,295
Additions	-	-	-	-
Capitalisation/ Deletions	4,506,894			4,506,894
<b>As at 31 March 2017</b>	<b>1,685,401</b>	<b>-</b>	<b>-</b>	<b>1,685,401</b>
<b>As at 1 April 2017</b>	<b>1,685,401</b>	<b>-</b>	<b>-</b>	<b>1,685,401</b>
Additions	41,738,355	-	-	41,738,355
Capitalisation/ Deletions	-	-	-	-
<b>As at 31st March 2018</b>	<b>43,423,756</b>	<b>-</b>	<b>-</b>	<b>43,423,756</b>
<b>Provision and Impairment</b>				
As at 1 April 2016	-	-	-	-
Charge for the year	-	-	-	-
Impairment	-	-	-	-
Deletions/Adjustments	-	-	-	-
<b>As at 31 March 2017</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
As at 1 April 2017	-	-	-	-
Charge for the year	-	-	-	-
Impairment	-	-	-	-
Deletions/Adjustments	-	-	-	-
<b>As at 31st March 2018</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Net Carrying Amount</b>				
<b>As at 31st March 2018</b>	<b>43,423,756</b>	<b>-</b>	<b>-</b>	<b>43,423,755</b>
<b>As at 31 March 2017 (Restated)</b>	<b>1,685,401</b>	<b>-</b>	<b>-</b>	<b>1,685,401</b>
<b>As at 1 April 2016 (Restated)</b>	<b>6,192,295</b>	<b>-</b>	<b>-</b>	<b>6,192,295</b>

## Reconciliation of Carrying value as per Ind AS and Previous GAAP as on 01.04.2016

	Building (including water supply, roads and culverts)	Plant and Equipments	Others	Total
<b>Gross Carrying Amount :</b>				
As at 1 April 2016	6,192,295	-	-	6,192,295
<b>Accumulated Depreciation and Impairment</b>				
As at 1 April 2016	-	-	-	-
<b>Net Carrying Amount</b>	<b>6,192,295</b>	<b>-</b>	<b>-</b>	<b>6,192,295</b>

**NOTE 5 : INTANGIBLE ASSETS**

(Amount in INR)

	<b>Costs</b>
<b>Gross Carrying Amount :</b>	
As at 1 April 2016	8,770,450
Additions	20,352,500
Deletions/Adjustments	-
<b>As at 31 March 2017</b>	<b><u>29,122,950</u></b>
As at 1 April 2017	29,122,950
Additions	-
Deletions/Adjustments	-
<b>As at 31st March 2018</b>	<b><u>29,122,950</u></b>
<b>Provision and Impairment</b>	
As at 1 April 2016	-
Charge for the year	<u>64,242</u>
Impairment	-
Deletions/Adjustments	-
As at 31 March 2017	64,242
As at 1 April 2017	64,242
Charge for the year	64,242
Impairment	-
Deletions/Adjustments	-
<b>As at 31st March 2018</b>	<b><u>128,484</u></b>
<b>Net Carrying Amount</b>	
<b>As at 31st March 2018</b>	<b>28,994,466</b>
<b>As at 31 March 2017 (Restated)</b>	<b>29,058,708</b>
<b>As at 1 April 2016 (Restated)</b>	<b>8,770,450</b>
<b>Reconciliation of Carrying value as per Ind AS and Previous GAAP as on 01.04.2016</b>	
Gross Carrying Amount :	
As at April 2016	8,831,368
Provision and Impairment	
As at 1 April 2016	<u>60,918</u>
<b>Net Carrying Amount</b>	<b><u>8,770,450</u></b>

**NOTE 6 : INVESTMENTS****Non Current**

(Amount in INR)

	Number of shares	Face value per share	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>(a) Investment in Equity Instruments</b>					
<b>(i) Other Equity Investments (Un-Quoted)</b>					
Nicco Jubilee Park Limited	20,000	10/-	2,00,000	2,00,000	2,00,000
(Address:Kolkata)	(20,000)	(10/-)			
Pebco Industries Limited	25,000	10/-	2,50,000	2,50,000	2,50,000
(Address : Jamshedpur, Jharkhand)	(25,000)	(10/-)			
Jamshedpur Airconnect Private Limited	22,00,000	10/-	2,20,00,000	2,20,00,000	2,93,50,000
(Address:-Jamshedpur, Jharkhand)	(29,35,000)	(10/-)			
Adityapur Auto Cluster Limited	1,000	250/-	2,50,000	2,50,000	2,50,000
(Address:-Jamshedpur, Jharkhand)	(1,000)	(250/-)			
<b>(ii) Other Equity Investments (Quoted)</b>					
Indus Ind Bank Limited	6,750**	10/-	1,21,20,300	95,13,788	64,80,338
(Address:Mumbai)	(6,750)	(10/-)			
Maruti Suzuki India Limited	50	125/-	4,43,158	3,01,215	1,86,163
(Address:New Delhi)	(50)	(125/-)			
Jay Bharat Credits Limited	1,72,677	10/-	16,04,169	17,26,770	17,26,770
(Address:Mumbai)	(1,72,677)	(10/-)			
<b>(b) Investment in Mutual Fund</b>					
DWS FIXED Maturity Plan-Series 34 G			-	-	7,645,668
Tata FMP 44A DIR PLAN G			-	-	4,486,072
<b>Total :</b>			<b>36,867,627</b>	<b>34,241,773</b>	<b>50,575,010</b>
Aggregate amount of unquoted : investments			52,952,500	52,952,500	52,081,740
Aggregate amount of quoted investments:			14,167,627	11,541,773	8,393,270
Market value of quoted investments:			14,167,627	11,541,773	8,393,270
Aggregate amount of impairment in value of investments:			-	-	-

Refer note 34 for classification

\*\* includes bonus shares

**NOTE 6 : INVESTMENTS**

**Current**

(Amount in INR)

	Number of Units	NAV	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>(b) Investment in Mutual Fund</b>					
1. DSP Black Rock Income Opp. Fund - Dir G	105522.521	29.4827	3,111,089	2,905,204	2,628,735
2. DSP Black Rock Top 100 Equity Fund - Dir G	21120.962	200.174	4,227,867	3,881,166	3,152,008
3. DWS Ultra Short Term Fund Regular DD	-			-	1,043,681
4. Franklin India Prima Plus DP Folio no 13985413	0			17,034,691	14,585,633
5. Franklin India Prima Plus DP Folio no 14395509	155424.494	37.15439472	5,774,703	5,815,938	5,341,116
6. H D F C Balanced Fund DP (G)	28686.091	152.711	5,336,866	3,893,850	3,225,120
7. ICICI Pru Focussed Bluechip Fund - D	107306.564	40.47	4,342,697	28,686,524	3,034,630
8. ICICI Pru Balanced Advantage Fund(Folio no 44012/78)	221526.646	35.19	7,795,523		5,877,102
9. ICICI Pru Dynamic Direct ( G )(Folio no 44012/78)	17868.135	263.4362	4,707,114	7,024,610	3,213,239
10. ICICI Pru Dynamic - Direct (Growth)(Folio No 813324)	49854.354	263.4362	13,133,442	4,248,716	8,965,343
11. ICICI Pru Balanced Advantage Fund Dir and DP (G)	904652.275	35.19	31,834,714	15,675,640	24,000,425
12. Reliance Monthly Income Plan - Growth Plan (G)				-	686,990
13.DHFL Pramerica Ultra Short Term Fund -DD	1780.404	10.02029876	17,840	4,185	-
14.DHFL Pramerica Ultra Short Term Fund ( R ) DD	42013.781	10.02150009	421,041	421,041	-
15. SBI SHF Ultra Short Term Fund - Regular Plan DD				-	328,338
16. Tata Balance Fund - Direct Plan Growth	91826.912	209.3176	19,220,989	18,041,491	14,424,088
17. Tata Short Term Bond Fund DO -G	120533.216	33.534	4,041,961	3,794,904	-
18. Templeton India Growth fund - D				-	14,606,596
19. UTI Short Term Income Fund - G (528230076643 )					7,054,780
20. UTI Short Term Income Fund - G (52830076643)	1336444.684	21.6357	28,914,916	27,160,565	14,059,315
21. UTI Short Term Income Plan Instl. Dir Plan G					3,516,581
22. UTI Opportunities Fund G	29322.209	59.2951	1,738,663	1,559,982	1,318,063
23. Franklin Templeton India Growth Fund - D	254022.02	68.34	17,361,084	-	-
Total :			<u>151,980,508</u>	<u>140,148,506</u>	<u>131,061,782</u>
Aggregate amount of unquoted investments:			151,980,508	140,148,506	131,061,782
Aggregate amount of quoted investments:			-	-	-
Market value of quoted investments:			-	-	-
Aggregate amount of impairment in value of investments:					
Refer note 34 for classification					

## NOTE 7 : LOANS

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non Current</b>			
<b>Loans to Employees</b>			
- Secured Considered good	-	-	-
- Unsecured, considered good	-	-	-
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	-	-
<b>Loans to Body Corporates</b>			
- Secured Considered good	-	-	-
- Unsecured, considered good	-	-	-
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>CLASSIFICATION</b>			
- Secured Considered good			
- Unsecured, considered good		-	
- Doubtful			
<b>Current</b>			
<b>Loans to related parties</b>			
- Secured Considered good	-	-	-
- Unsecured, considered good	-	-	-
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	-	-
<b>Loans to others</b>			
- Secured Considered good		-	-
- Unsecured, considered good	4,02,91,565	1,85,28,212	1,34,98,695
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	1,85,28,212	-
<b>Loans to employees</b>			
- Secured Considered good		-	-
- Unsecured, considered good	14,50,795	14,94,575	10,73,879
- Doubtful	-	-	-
- Less : Provision for Doubtful loans	-	14,94,575	-
<b>TOTAL</b>	<b>4,17,42,360</b>	<b>2,00,22,787</b>	<b>1,45,72,574</b>
<b>CLASSIFICATION</b>			
Secured Considered good		-	-
- Unsecured, considered good	4,17,42,360	2,00,22,787	1,45,72,574
- Doubtful	-	-	-

Refer note 34 for classification

**NOTE 8 : OTHER FINANCIAL ASSETS**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non Current</b>			
Bank deposits	-	-	-
Other deposits	-	-	-
Less : Provision for doubtful deposits	-	-	-
Security deposits for utilities	61,95,404	61,75,491	57,65,191
Less : Provision	- 61,95,404	-	- 57,65,191
Other receivables	-	-	-
Less : Provisions	-	-	-
<b>TOTAL</b>	<b>61,95,404</b>	<b>-</b>	<b>61,75,491</b>
<b>Current</b>			
Interest accrued on			
- investments	-	-	-
- Bank deposits	-	-	-
- Others (specify in note)	-	-	-
Other deposits	-	-	-
Less : Provision for doubtful deposits	-	-	-
Claims receivables	2,67,25,459	1,46,46,777	2,71,58,831
Less : Provisions for doubtful claims	- 2,67,25,459	-	- 2,71,58,831
Balances with government authorities	-	13,883	54,86,182
Less : Provisions for doubtful claims	-	13,883	54,86,182
<b>TOTAL</b>	<b>2,67,25,459</b>	<b>1,46,60,660</b>	<b>3,26,45,013</b>

- -

**NOTE 9 : OTHER NON-CURRENT ASSETS**

(Amount in INR)

	<b>As at 31.03.2018</b>	<b>As at 31.03.2017 (Restated)</b>	<b>As at 01.04.2016 (Restated)</b>
(i) <b>Capital Advances</b>	-	-	-
Less Provisions :	-	-	-
<b>(ii) Advances other than capital advances</b>			
Advance for goods and services	-	-	-
Less : Provision	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>

**NOTE 10 : INVENTORIES**

(Amount in INR)

	<b>As at 31.03.2018</b>	<b>As at 31.03.2017 (Restated)</b>	<b>As at 01.04.2016 (Restated)</b>
(a) Vehicles	7,68,48,492	10,15,61,821	4,90,32,208
Less Provisions :	-	-	-
(b) Spares parts & Accessories	18,496,818	19,441,893	16,194,975
Less Provisions :	18,496,818	-	-
(c) Pre-owned cars	20,26,000	32,50,000	17,75,000
Less Provisions	20,26,000	-	-
<b>Stock in Trade (a+b+c)</b>	<b>9,73,71,310</b>	<b>12,42,53,714</b>	<b>6,70,02,183</b>

Method of valuation : Refer Note No. 2.12 - Significant Accounting Policies on "Inventories"



**NOTE 11 : TRADE RECEIVABLES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Current</b>			
Due for more than six months from the date they became payable			-
- Secured, considered good	-	-	-
- Unsecured, considered good	3,13,846	7,70,885	14,73,353
- Doubtful			
Less : Provision	- 3,13,846	- 7,70,885	- 14,73,353
<b>Others</b>			
- Secured, considered good			
- Unsecured, considered good	4,35,28,091	2,79,85,239	1,77,91,840
- Doubtful			
Less : Provision	- 4,35,28,091	- 2,79,85,239	- 1,77,91,840
<b>Total</b>	<b>4,38,41,937</b>	<b>2,87,56,124</b>	<b>1,92,65,193</b>

No Trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or member

Refer note 34 for classification

**NOTE 12 : CASH AND CASH EQUIVALENTS**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
(a) Balances with Banks			
- in Deposit Accounts	80,179,738	77,288,766	69,484,555
- in Current Accounts	33,704,214	26,380,973	7,990,201
- in Cash Credit Accounts	-	-	-
Bank Balances outside India	-	-	-
Cheques, Drafts and Stamps in hand	-	-	-
Cash on hand	1,311,771	901,862	450,322
<b>Total Cash and Cash Equivalents</b>	<b>115,195,723</b>	<b>104,571,601</b>	<b>77,925,078</b>
Bank Overdraft	-	-	-
<b>Total Cash and Cash Equivalents (net of Bank Overdraft)</b>	<b>115,195,723</b>	<b>104,571,601</b>	<b>77,925,078</b>

1. Cash and cash equivalents comprises cash on hand and at bank, sweep accounts and term deposits held with banks with original maturities of more than 12 months inclusive of interest accrued thereon.

Refer note 34 for classification

**NOTE 13 : OTHER CURRENT ASSETS**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
(a) Advance to Revenue purchases	74,92,712	1,27,80,966	1,05,00,000
Less : Provision	74,92,712	-	1,27,80,966
(b) Advance to Related Parties	-	-	-
Less : Provision	-	-	-
(C) Advance to Employees	-	-	-
Less : Provision	-	-	-
<b>TOTAL</b>	<b>74,92,712</b>	<b>1,27,80,966</b>	<b>1,05,00,000</b>

**NOTE 14 : EQUITY SHARE CAPITAL**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Authorised</b> 47,50,000 Equity Shares of INR 10/- each (47,50,000 Equity Shares of INR 10/- each)	47,500,000	47,500,000	47,500,000
	<b>47,500,000</b>	<b>47,500,000</b>	<b>47,500,000</b>
<b>Issued, Subscribed and Paid-up</b> 9,97,770 Equity Shares of INR 10/- each (9,97,770 Equity Shares of INR 10/- each )	9,977,700	9,977,700	9,977,700
	<b>9,977,700</b>	<b>9,977,700</b>	<b>9,977,700</b>

**NOTE 14 : EQUITY SHARE CAPITAL (Contd.)**

1. Shares in the company held by each Shareholders holding more than 5% Shares

Name of Shareholder	No of Shares held (Face value of INR 10 each)	% of Total Shares	No of Shares held (Face value of INR 10 each)	% of Total Shares
1. Mr. Kishan N Parikh	1,79,750	18.01%	1,79,750	18.01%
2. Kishan N Parikh (HUF)	109,495	10.97%	109,495	10.97%
3. Mrs. Alpa K Parikh	61,260	6.14%	61,260	6.14%
4. M/s Aerosoft Trading & Marketing P Ltd	128,500	12.88%	128,500	12.88%
5. M/s Calcutta Commodities (1965) P Ltd	148,875	14.92%	148,875	14.92%

- 2 During the year, the company has not issued any shares.

- 3 The Company has one class of equity shares having a par value of Rs. 10/- each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

**4 Reconciliation of number of shares**

	<b>For the year ended 31.03.2018</b>	<b>For the year ended 31.03.2017</b>
Opening Issued, subscribed and paid up number of shares	997,770	997,770
Less: Number of shares bought back by the company during the year	-	-
Closing Issued, subscribed and paid up number of shares	<u>997,770</u>	<u>997,770</u>

## NOTE 15 : OTHER EQUITY

(Amount in INR)

	Capital Reserve	Capital Redemption Reserve	General Reserve	Security Premium Account	Retained Earnings	Total
<b>Balance as at 01.04.2016</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,081,600</b>	<b>1,686,000</b>	<b>55,768,960</b>	<b>382,552,560</b>
Changes in accounting policy	-	-	-	-	36,098,932	36,098,932
Prior period errors	-	-	-	-	-	-
<b>Restated balance as at 01.04.2016</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,081,600</b>	<b>1,686,000</b>	<b>91,867,892</b>	<b>418,651,492</b>
Total comprehensive income during the year	-	-	-	-	24,848,786	24,848,786
Interim Dividend	-	-	-	-	-	-
Tax Adjustment of earlier years	-	-	-	-	(1,403,305)	(1,403,305)
<b>Appropriations</b>						
Transfer to/from General Reserve	-	-	-	-	-	-
Transfer to Other reserves	-	-	-	-	-	-
Proposed Final Dividend	-	-	-	-	(1,197,324)	(1,197,324)
Corporate Dividend tax	-	-	-	-	(207,185)	(207,185)
Any other change (to be specified)	-	-	-	-	-	-
<b>Balance as at 31.03.2017</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,081,600</b>	<b>1,686,000</b>	<b>113,908,864</b>	<b>440,692,464</b>
<b>Balance as at 01.04.2017</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,081,600</b>	<b>1,686,000</b>	<b>113,908,864</b>	<b>440,692,464</b>
Additions during the year	-	-	-	-	-	-
Adjustments during the year	-	-	-	-	-	-
Changes in accounting policy or prior period errors	-	-	-	-	-	-
<b>Restated balance as at 01.04.2017</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,081,600</b>	<b>1,686,000</b>	<b>113,908,864</b>	<b>440,692,464</b>
Transfer to Retained Earnings	-	-	-	-	-	-
Transfer from Other reserves/Retained earnings	-	-	-	-	-	-
Total comprehensive income during the year	-	-	-	-	26,110,615	26,110,615
Tax Adjustment of earlier years	-	-	-	-	182,733	182,733
Appropriations						
Proposed Dividend	-	-	-	-	(1,197,324)	(1,197,324)
Corporate Dividend tax	-	-	-	-	(207,185)	(207,185)
Transfer to/from General Reserve	-	-	-	-	-	-
<b>Balance as at 31.03.2018</b>	<b>52,558,000</b>	<b>2,458,000</b>	<b>270,081,600</b>	<b>1,686,000</b>	<b>138,797,704</b>	<b>465,581,304</b>

## NOTE 16 : BORROWINGS

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non current</b>			
Term Loans			
- From Banks	-	-	-
- From Other Parties	-	-	-
Loans from Related Parties	-	-	-
Other Loans	-	-	-
<b>Total</b>	<u>-</u>	<u>-</u>	<u>-</u>
<b>CLASSIFICATION</b>			
Secured	-	-	-
Unsecured	-	-	-
<b>Current</b>			
Loans repayable on demand			
- From Banks*	117,118,309	89,318,429	26,580,260
- From Other Parties	-	-	-
Loans from-Directors**	24,997,866	22,500,000	3,150,000
- Related Parties***	26,716,022	-	1,08,77,339
Other Loans	-	-	-
<b>Total</b>	<u>168,832,197</u>	<u>111,818,429</u>	<u>40,607,599</u>
<b>CLASSIFICATION</b>			
Secured	117,118,309	89,318,429	26,580,260
Unsecured	51,713,888	22,500,000	14,027,339

\*Refer note 38 (7) for details of charge on Assets

\*\*Finance received from the Director is repayable on demand. Interest paid on finance received from the Director is @ 12% p.a]

\*\*\*Finance is received from a related party, Interest paid on finance received is @ 12% p.a )

Refer note 34 for classification

**NOTE 17 : TRADE PAYABLES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Current</b>			
Dues to Micro, Small and Medium Enterprises (MSME)	-	-	-
Dues to Others	2,933,439	5,002,679	3,718,422
<b>TOTAL</b>	<b>2,933,439</b>	<b>5,002,679</b>	<b>3,718,422</b>

There is no reported Micro, Small and Medium Enterprises as defined in the "Micro, Small and Medium Enterprises Development Act, 2006", to whom the company owes dues and remaining outstanding as at 31.03.2018.

Refer note 34 for classification

**NOTE 18 : OTHER FINANCIAL LIABILITIES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non Current</b>			
Security Deposits	2,400,000	850,000	850,000
Earnest Money	-	-	-
Others	-	-	-
	<b>2,400,000</b>	<b>850,000</b>	<b>850,000</b>
<b>Current</b>			
Other Liabilities	15,000	15,000	-
Unpaid dividends*	1,404,509	1,404,004	1,404,509
Security Deposits	-	-	-
Earnest Money	-	-	-
Liability for Salary, Wages and Allowances	2,312,951	1,746,112	1,851,885
Statutory dues payable	684,408	1,170,363	2,442,796
<b>TOTAL</b>	<b>4,416,868</b>	<b>4,335,479</b>	<b>5,699,190</b>

Refer note 34 for classification

## NOTE 19 : PROVISIONS

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
<b>Non Current</b>			
Employee Benefits			
- Gratuity	-	-	-
- Leave Encashment			
- Other Employee Benefits			
Others	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Current</b>			
Employee Benefits			
- Gratuity	-	-	-
- Leave Encashment	-	213,124	71,127
- Ex-Gratia	1,326,580	1,484,453	1,243,814
- Performance Related Pay/Bonus	822,076	675,611	702,008
- Other Employee Benefits	-	-	-
Excise Duty on Closing Stock of vehicles	-	-	-
Others	-	-	-
<b>TOTAL</b>	<b>2,148,656</b>	<b>2,373,188</b>	<b>2,016,949</b>

## NOTE 20 : DEFERRED TAX LIABILITIES (NET)

(Amount in INR)

	As at 1.04.2016 (Restated)	Liability (asset) for the year	As at 31.03.2017 (Restated)	Liability (asset) for the year	As at 31.03.2018
<b>Liability</b>					
Difference in Book value of the assets as per Companies act and Income Tax	(1,981,970)	1,101,233	(880,737)	623,976	(256,761)
Change in accounting Policy	19,104,964	1,665,493	20,770,457	3,849,319	24,619,776
	<b>17,122,994</b>	<b>2,766,726</b>	<b>19,889,720</b>	<b>4,473,295</b>	<b>24,363,015</b>
<b>Assets</b>					
Provision for Leave salary	(51,209)	(46,772)	(97,981)	-	(97,981)
Provision for Bonus	104,134	(209,946)	(105,812)	(271,777)	(377,589)
	<b>52,925</b>	<b>(256,718)</b>	<b>(203,793)</b>	<b>(271,777)</b>	<b>(475,570)</b>
<b>Deferred Tax Liability/(Assets) (net)</b>	<b>17,070,069</b>	<b>3,023,444</b>	<b>20,093,513</b>	<b>4,745,072</b>	<b>24,838,585</b>

**NOTE 21 : OTHER NON CURRENT LIABILITIES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
Deferred Income	-	-	-
<b>Total</b>	<u>-</u>	<u>-</u>	<u>-</u>

**NOTE 22 : OTHER CURRENT LIABILITIES**

(Amount in INR)

	As at 31.03.2018	As at 31.03.2017 (Restated)	As at 01.04.2016 (Restated)
Advance from customers / others	17,464,957	20,841,933	10,166,571
Others liabilities for expenses	14,078,509	9,367,129	58,42,636
<b>TOTAL</b>	<u>31,543,466</u>	<u>30,209,062</u>	<u>16,009,207</u>

**NOTE 23 : REVENUE FROM OPERATIONS**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>A. Sales</b>		
(a) Sales of Vehicles	1,542,567,814	1,308,106,946
(b) Sales of Spare Parts & Accessories	109,473,574	80,409,839
(c) Pre Owned Cars	21,874,522	16,690,602
<b>Total (A)</b>	<u>1,673,915,910</u>	<u>1,405,207,387</u>
<b>B. Other Operating Revenue</b>		
Service Charges	49,698,471	56,062,046
Course fee received	2,087,466	2,255,855
Other Operating Income	56,235,386	40,198,768
<b>Total (B)</b>	<u>108,021,323</u>	<u>98,516,669</u>
<b>Revenue from Operations (A+B)</b>	<u>1,781,937,233</u>	<u>1,503,724,056</u>



**NOTE 24 : OTHER INCOME**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b><u>Interest Income</u></b>		
Deposits with Banks	3,430,974	5,971,248
Investments	-	-
Loans	-	-
Others	-	-
<b><u>Dividend Income</u></b>		
From - Subsidiary	-	-
- Others	3,738,562	3,019,155
<b><u>Other Non-Operating Income</u></b>		
Income from sale of Investments	-	3,280,117
Profit on Sale of Assets	1,514,438	1,278,413
Fair Value gain in Financial Instruments	56,184	-
Liability / Provision Write Backs	-	58,170
Excise Duty on Decrease in Stock	-	-
Other receipts	11,350,612	9,886,709
<b>Total</b>	<b>20,090,770</b>	<b>23,493,812</b>

**NOTE 25 : COST OF MATERIALS CONSUMED**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
Raw Materials	-	-
Spares	-	-
Other Consumable Stores & Spareds	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**NOTE 26 : PURCHASES OF STOCK IN TRADE**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
Vehicles	1,156,758,251	1,166,122,616
Spare Parts and Accessories	76,199,993	69,932,977
Pre-owned cars	18,900,905	16,341,597
	<b>1,251,859,149</b>	<b>1,252,397,190</b>

**NOTE 27 : CHANGES IN FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>Opening Stock</b>		
(a) Vehicles	101,561,821	49,032,208
(b) Spare Parts	19,441,893	16,194,975
(c) Pre-owned Cars	3,250,000	1,775,000
	<b>124,253,714</b>	<b>67,002,183</b>
<b>Closing stock</b>		
(a) Vehicles	76,848,492	101,561,821
(b) Spare Parts	18,496,818	19,441,893
(c) Pre-owned Cars	2,026,000	3,250,000
	97,371,310	124,253,714
	<b>26,882,404</b>	<b>(57,251,531)</b>

**NOTE 28 : EMPLOYEE BENEFITS EXPENSES**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
Salary, Wages, Allowances ,Bonus etc.	30,873,646	24,675,793
Directors Remuneration	3,300,000	3,225,000
Contribution to P.F. & Other Funds*	2,426,915	2,000,820
Gratuity*	981,265	176,075
Leave Encashment	-	-
Other Employee Benefits	-	-
Staff Welfare	1,819,194	2,171,333
Training Expenses	1,522,574	692,691
	<b>40,923,594</b>	<b>32,941,712</b>

\*Refer Note 36 for additional informations

**NOTE 29 : FINANCE COSTS**

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>Interest Expenses</b>		
Unwinding of discounts	-	-
Interest on Bank Borrowings	9,973,892	6,436,368
Interest on Other Loans	4,290,755	3,365,966
Fair value changes (net)	(13,488,017)	(5,778,069)
<b>Total</b>	<b>776,630</b>	<b>4,024,266</b>

## NOTE 30 : OTHER EXPENSES

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>(A) Direct Expenses</b>		
Service Expenses	21,636,754	18,908,147
Consumable Stores, Tools	24,234	74,119
Power & Fuel	3,077,619	3,278,948
Generator Maintenance	121,078	169,716
Repairs to Buildings	4,161,438	1,917,226
Repairs to Plant and Machineries	363,827	370,412
Refurbishment charges of Pre-owned cars	2,551,663	1,831,052
Training vehicle Maintenance	486,174	574,861
	<b>32,422,787</b>	<b>27,124,481</b>
<b>(B) Selling Expenses</b>		
Publicity & Promotion	13,405,541	9,876,041
VAT, Service Tax, Goods & Service Tax	349,695,259	175,646,251
Transportation & Freight charges	212,594	201,365
New vehicle & Free Service Charges	12,892,327	12,018,234
Warranty/Discrepancy claims w/off	-	203,477
Test Drive vehicles	1,127,342	1,318,528
	<b>377,333,063</b>	<b>199,263,896</b>
<b>(C) Administrative Expenses</b>		
Communication Expenses	1,107,467	1,146,479
Vehicle Expenses	856,759	692,908
Travelling Expenses	5,228,081	4,603,914
Repair & Maintenance (others)	640,566	652,483
Computer Maintenance	972,597	1,166,735
General Expenses	1,081,713	1,464,238
Insurance Expenses	365,552	407,562
Internal Audit Fee	208,490	183,000
Legal and Consultancy Expenses	653,388	523,521
Security Expenses	2,046,068	1,500,699
Stationery Expenses	1,025,328	853,767
Payment to Auditors *	380,000	360,000
Rent, Rates & Taxes	9,997,364	9,554,950
Bank charges	1,742,247	860,885
Miscellaneous Expenses	40,400	510,991
	<b>26,346,020</b>	<b>24,482,132</b>
<b>Total (A + B + C)</b>	<b>4,36,01,870</b>	<b>25,08,70,599</b>
<b>Payment to Auditors Include :-</b>		
- Statutory Audit Fee	285,000	265,000
- Taxation Matters	60,000	60,000
- Other Services	35,000	35,000
	<b>380,000</b>	<b>360,000</b>

**NOTE 31 : TAX EXPENSE**

(Amount in INR)

	<b>For the year ended 31.03.2018</b>	<b>For the year ended 31.03.2017 (Restated)</b>
Current Tax	51,15,000	75,57,000
Deferred Tax	47,45,072	30,23,444
MAT Credit Entitlement	-	-
<b>Total</b>	<b>98,60,072</b>	<b>1,05,80,444</b>

**Reconciliation between tax expense and accounting profit :**

(Amount in INR)

	<b>2017-18</b>	<b>2016-17</b>
<b>Profit before Tax</b>	<b>35,970,687</b>	<b>35,429,230</b>
Effective Tax Rate	33.00%	33.00%
Tax expenses on accounting profit	11,870,327	11,691,646
Less: Exempt Income	4,451,046	1,906,763
Add: Disallowances of expenses	3,477,734	4,743,031
Less: Allowances	5,804,692	7,110,825
<b>Effective Tax on Accounting profit</b>	<b>5,092,323</b>	<b>7,417,089</b>

## NOTE 32 : OTHER COMPREHENSIVE INCOME

(Amount in INR)

	For the year ended 31.03.2018	For the year ended 31.03.2017 (Restated)
<b>(A) (i) Items that will not be reclassified to profit or loss</b>		
Changes in revaluation surplus	-	-
Remeasurement of defined benefit plans	-	-
Equity instrument through OCI	-	-
Fair value changes relating to own credit risk of financial liabilities designated at FVTPL	-	-
	-	-
	-	-
<b>(ii) Income tax relating to items that will not be reclassified to profit or loss</b>		
Changes in revaluation surplus	-	-
Remeasurement of defined benefit plans	-	-
Equity instrument through OCI	-	-
Fair value changes relating to own credit risk of financial liabilities designated at FVTPL	-	-
	-	-
	-	-
<b>Total (A)</b>	-	-
<b>(B) (i) Items that will be reclassified to profit or loss</b>		
Exchange differences in translating the financial statements of a foreign operation	-	-
Debt instrument through OCI	-	-
The effective portion of gains and loss on hedging instruments in a cash flow hedge	-	-
	-	-
	-	-
<b>(ii) Income tax relating to items that will be reclassified to profit or loss</b>		
Exchange differences in translating the financial statements of a foreign operation	-	-
Debt instrument through OCI	-	-
The effective portion of gains and loss on hedging instruments in a cash flow hedge	-	-
	-	-
<b>Total (B)</b>	-	-
<b>Total (A+B)</b>	-	-

### **Note-33(I) : First Time Adoption of Indian Accounting Standards (Ind ASs)**

These are the Group's first consolidated financial statements prepared in accordance with Ind AS.

The accounting policies set out in Note-2 have been applied in preparing the consolidated financial statements for the year ended 31st March 2018 and the comparative information presented in the consolidated financial statements for the year ended 31st March 2017. In preparing its Ind AS balance sheet for the year ended March 31,2017, the Holding Company has adjusted the amounts reported previously in consolidated financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules,2006 (as amended) and other relevant provisions of the Act (Previous GAAP). As explanation of how the transition from previous GAAP to Ind AS has affected the financial position, financial performance and cash flows is set out in the following tables and notes.

#### **Exemptions applied**

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. Accordingly the Group has applied the following exemptions:

##### **(i) Fair value measurement of financial assets or financial liabilities**

First-time adopters may apply Ind AS 109 to day one gain or loss provisions prospectively to transactions occurring on or after the date of transition to Ind AS. Therefore, unless a first-time adopter elects to apply Ind AS 109 retrospectively to day one gain or loss transactions, transactions that occurred prior to the date of transition to Ind AS do not need to be retrospectively restated.

As a first time adopter of Ind AS, the Group has opted to apply Ind AS 109 prospectively.

##### **(ii) Measurement of Property, Plant and Equipments**

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its Property, Plant and Equipment as recognized in the consolidated financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 "Intangible Assets" and investment property covered by Ind AS 40 "Investment Properties".

##### **(iii) Fair Value measurement of Equity Investments**

Ind AS 101 permits an entity to designate particular Equity investments including investments in Subsidiaries, Associates and Joint Venture entities as at Fair Value Through Profit & Loss Account based on the facts and circumstances at the date of transition to Ind AS (rather than at initial recognition). Accordingly the Group has opted to avail this exemption to designate the equity instruments as FVTPL on the date of transition.

The Group has elected to apply the previous GAAP carrying amounts of its investments in Subsidiaries, Associates and Joint ventures as deemed cost as on the date of transition to Ind AS.

#### **Exceptions**

The following mandatory exceptions have been applied in accordance with Ind AS 101 in preparing the financial statements.

##### **a) Estimates**

The estimates as at 31st March, 2017 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences if any, in accounting policies).The estimates used by the Group to present these amounts in accordance with Ind AS reflect conditions as at 31st March, 2017.

**b) Derecognition of financial assets and financial liabilities**

The Group has elected to apply the derecognition requirements for financial assets and financial liabilities in Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS.

**c) Classification and measurement of financial assets**

The Group has classified the financial assets in accordance with Ind AS 109 on the basis of facts and circumstances that exist at the date of transition to Ind AS.

**Note 33(ii) : Reconciliation of Equity as at March 31, 2017**

(Amount in INR)

SI. No.	Particulars	As at April 01, 2016			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
(I)	<b>ASSETS :</b>				
	<b>Non-current Assets</b>				
	Property, Plant & Equipment	106,907,021	-	106,907,021	
	Capital Work In progress	1,685,401	-	1,685,401	
	Intangible assets	29,058,708	-	29,058,708	
	Investment Property	-	-	-	
	<b>Financial Assets:</b>				
	Investments	24,483,020	9,758,753	34,241,773	Fair valuation of Invest-ments in Mutual Funds & Equity
	Loans	6,175,491	-6,175,491	-	Reclassified as Financial Assets as per Ind AS
	Other Financial Assets		6,175,491	6,175,491	Re-classified as Financial Assets as per Ind AS
	Deferred Tax Assets(Net)	676,944	-676,944	-	Fair valuation of Mutual Funds unrealized adjustments converted into liability
	Other Non current Assets	-	-	-	
<b>Total Non current Assets</b>	<b>168,986,585</b>	<b>9,081,809</b>	<b>178,068,394</b>		
(II)	<b>Current Assets</b>				
	Inventories	124,253,714	-	124,253,714	
	Financial Assets				
	Investments	88,925,294	51,223,212	140,148,506	Fair valuation of Mutual Funds as per the Change in Accounting Policy
	Trade Receivables	28,756,124	-	28,756,124	
	Cash and Cash equivalents	104,571,601	-	104,571,601	
	Loans	49,554,176	-29,531,389	20,022,787	Reclassified as per Ind AS requirements
	Other Financial Assets	-	14,660,660	14,660,660	
	Current Tax Assets (Net)	-	2,089,763	2,089,763	
	Other Current Assets	-	12,780,966	12,780,966	
	<b>Total Current Assets</b>	<b>396,060,909</b>	<b>51,223,212</b>	<b>447,284,121</b>	
	<b>Total Assets</b>	<b>565,047,494</b>	<b>60,305,020</b>	<b>625,352,514</b>	

**EQUITY AND LIABILITIES :**

(Amount in INR)

Sl. No.	Particulars	As at April 01, 2016			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
<b>(I) Equity</b>					
(a)	Equity Share capital	99,77,700	-	99,77,700	
(b)	Other Equity	400,480,956	40,211,508	440,692,464	Fair valuation of Investments in Mutual Funds & Equity and Tax effects thereon
	<b>Total Equity</b>	<b>410,458,656</b>	<b>40,211,508</b>	<b>450,670,164</b>	
<b>(1) Non-current Liabilities :</b>					
(a)	Financial Liabilities				
(i)	Borrowings	-	-	-	
(ii)	Other financial liabilities	8,50,000	-	8,50,000	
(b)	Provisions	-	-	-	
(c)	Deferred tax Liabilities (Net)	-	20,093,513	20,093,513	Fair valuation of Investments unrealized adjustments converted into liability
(d)	Other Non- current Liabilities				
	<b>Total Non current Liabilities</b>	<b>8,50,000</b>	<b>20,093,513</b>	<b>20,943,513</b>	
<b>(III) Current Liabilities</b>					
(a)	Financial Liabilities				
(i)	Borrowings	111,818,429	-	111,818,429	
(ii)	Trade Payables	5,002,679	-	5,002,679	
(iii)	Other financial liabilities		4,335,479	4,335,479	Reclassified as per Ind AS requirements
(b)	Other current liabilities	31,107,960	-898,898	30,209,062	
(c)	Provisions	5,809,770	-3,436,582	2,373,188	
(d)	Current Tax liabilities(Net)	-	-	-	
	<b>Total Current Liabilities</b>	<b>153,738,838</b>	<b>-1</b>	<b>153,738,837</b>	
	<b>Total Liabilities</b>	<b>154,588,838</b>	<b>20,093,512</b>	<b>174,682,350</b>	
	<b>Total Equity &amp; Liabilities</b>	<b>565,047,494</b>	<b>60,305,020</b>	<b>625,352,514</b>	



**Note 33(iii) : Reconciliation of Profit for the year ended March 31, 2017 between Ind AS and Previous GAAP**

SI. No.	Particulars	For the year ended March 31, 2017			Remarks
		Indian GAAP	Ind AS adjustments	Ind AS	
	Sales (Net of other levies but including excise duty)	1,404,467,852	739,535	1,405,207,387	
	Other Operating Revenue	99,256,204	(739,535)	98,516,669	
I	Revenue from Operations (A+B)	1,503,724,056	-	1,503,724,056	
II	Other Income	23,493,812	-	23,493,812	
III	Total Income (I+II)	1,527,217,868	-	1,527,217,868	
	<b>Expenses</b>				
	Cost of Materials Consumed	-	-	-	
	Purchases of Stock-in-Trade	1,252,397,190	-	1,252,397,190	
	Changes in inventories of finished goods/work in progress and Stock in trade	-57,251,531	-	-57,251,531	
	Excise Duty	-	-	-	
	Employee Benefits Expense	32,941,712	-	32,941,712	
	Finance Costs	9,802,334	(5,778,069)	4,024,266	Change in fair valuation of Mutual Fund & Equity Investments reclassified as per Ind AS
	Depreciation/Amortization/ Impairment expense	8,806,493	-	8,806,493	
	Other Expenses	250,870,509	-	250,870,509	
IV	Total Expenses (IV)	1,497,566,707	(5,778,069)	1,491,788,639	Fair valuation of Mutual Funds as per the Change in Accounting Policy
V	Profit before exceptional items and Tax (III-IV)	29,651,161	5,778,069	35,429,230	
VI	Exceptional Items	-	-	-	
VII	<b>Profit before Tax (V-VI)</b>	<b>29,651,161</b>	<b>5,778,069</b>	<b>35,429,230</b>	
	Tax expense	8,914,951	1,665,493	10,580,444	Reclassified as per Ind AS requirements impact due to change in fair valuation
IX	<b>Profit for the period from continuing operations (VII-VIII)</b>	<b>20,736,210</b>	<b>4,112,576</b>	<b>24,848,786</b>	
X	Profit/(Loss) from discontinued operations	-	-	-	
XI	Tax expense of discontinued operations	-	-	-	
XII	Profit/(Loss) from discontinued operations	-	-	-	
	Profit for the Period (IX+XII)	20,736,210	4,112,576	24,848,786	
	<b>Other Comprehensive Income</b>				
	A (i) Items that will not be reclassified to profit or loss	-	-	-	
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	
	B (i) Items that will be reclassified to profit or loss	-	-	-	
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	
XIV	<b>Total Other Comprehensive Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	
	Total Comprehensive Income for the year (XIII+XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the year)	0,736,210	4,112,576	24,848,786	

## Notes to the Financial Statements

April 1, 2016	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortized Cost*	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Cash and cash equivalents	-	-	115,195,723	115,195,723	-	-	115,195,723	115,195,723
Non current Investment**	14,167,627	-	22,700,000	36,867,627	14,167,627	-	22,700,000	36,867,627
Non-current Other Financial Assets	-	-	6,195,404	6,195,404	-	-	6,195,404	6,195,404
Current investments	151,980,508	-	-	151,980,508	151,980,508	-	-	151,980,508
Loan	-	-	41,742,360	41,742,360	-	-	41,742,360	41,742,360
Other financial assets	-	-	26,725,459	26,725,459	-	-	26,725,459	26,725,459
Trade Receivables	-	-	43,841,937	43,841,937	-	-	43,841,937	43,841,937
	<b>166,148,134</b>	<b>-</b>	<b>256,400,883</b>	<b>422,549,018</b>	<b>166,148,134</b>	<b>-</b>	<b>256,400,883</b>	<b>422,549,018</b>
<b>Financial liabilities</b>								
Borrowings	-	-	168,832,197	168,832,197	-	-	168,832,197	168,832,197
Other Non Current financial liabilities	-	-	2,400,000	2,400,000	-	-	2,400,000	2,400,000
Trade and other payables	-	-	2,933,439	2,933,439	-	-	2,933,439	2,933,439
Other financial liabilities	-	-	4,416,868	4,416,868	-	-	4,416,868	4,416,868
	<b>-</b>	<b>-</b>	<b>178,582,505</b>	<b>178,582,505</b>	<b>-</b>	<b>-</b>	<b>178,582,505</b>	<b>178,582,505</b>

\* The carrying amount of financial instruments carried at amortized cost is a reasonable approximation of fair value.

\*\* Includes the Investment in Equity in Subsidiary and Other companies carried at amortized cost are a reasonable approximation of fair value.

April 1, 2016	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortized Cost*	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Cash and cash equivalents	-	-	104,571,601	104,571,601	-	-	104,571,601	104,571,601
Non current Investment**	11,541,773	-	22,700,000	34,241,773	11,541,773	-	22,700,000	34,241,773
Non-current Other Financial Assets	-	-	6,175,491	6,175,491	-	-	6,175,491	6,175,491
Current investments	140,148,506	-	-	140,148,506	140,148,506	-	-	140,148,506
Loan	-	-	20,022,787	20,022,787	-	-	20,022,787	20,022,787
Other financial assets	-	-	14,660,660	14,660,660	-	-	14,660,660	14,660,660
Trade Receivables	-	-	28,756,124	28,756,124	-	-	28,756,124	28,756,124
	<b>151,690,278</b>	<b>-</b>	<b>196,886,663</b>	<b>348,576,941</b>	<b>151,690,278</b>	<b>-</b>	<b>196,886,663</b>	<b>348,576,941</b>
<b>Financial liabilities</b>								
Borrowings	-	-	111,818,429	111,818,429	-	-	111,818,429	111,818,429
Other Non Current financial liabilities	-	-	850,000	850,000	-	-	850,000	850,000
Trade and other payables	-	-	5,002,679	5,002,679	-	-	5,002,679	5,002,679
Other financial liabilities	-	-	4,335,479	4,335,479	-	-	4,335,479	4,335,479
-	<b>-</b>	<b>-</b>	<b>122,006,587</b>	<b>122,006,587</b>	<b>-</b>	<b>-</b>	<b>122,006,587</b>	<b>122,006,587</b>

\* The carrying amount of financial instruments carried at amortized cost is a reasonable approximation of fair value.

\*\* Includes the Investment in Equity in Subsidiary and Other companies carried at amortized cost are a reasonable approximation of fair value.

### B. Measurement of fair values

The Group uses the judgments and estimates in determining the fair values of the financial instruments that are recognized and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is given below:

- o Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities. This includes mutual funds that have quoted price and are valued using the closing NAV.
- o Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
- o Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs. This is the case for unlisted equity securities, preference shares borrowings, security deposits and other liabilities taken included in level 3.

### C. Valuation Techniques

The following methods and assumptions were used to estimate the fair values

- 1) Fair value of the cash and short term deposits, current loans and advances and other current financial liabilities and other similar items approximate their carrying value largely due to short term maturities of these instruments.
- 2) The fair value of liquid mutual funds is based on quoted price whereas the quoted market price has been considered for valuing the Quoted Investments in Equity Shares.
- 3) Long-term borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors and the risk characteristics of the financed project.

**Significant estimates** : the fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses its judgment to select a method and makes suitable assumptions at the end of each reporting period.

### Note - 35 : Financial Risk Management

#### A. Financial risk management objectives and policies

The Group's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that are derived directly from its operations.

The Group's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Group's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Group's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Holding Company and Subsidiary company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note presents information about the risks associated with its financial instruments, the Company's objectives, policies and processes for measuring and managing risk, and the Group's management of capital.

## Notes to the Financial Statements

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and Cash equivalents, trade receivables, financial asset measured at amortized cost	Ageing analysis/ Credit rating	Diversification of bank deposits, credit limits and other securities
Liquidity Risk	Borrowings and other liabilities	Periodic cash flows	Availability of committed credit lines and borrowing facilities
Market Risk-foreign exchange	Future commercial transactions, recognized financial assets and liabilities not denominated in INR	Cash flow forecast sensitivity analysis	Regular watch and review by senior management and audit committee.
Market Risk-interest rate	Cash and Cash equivalents, Bank deposits and mutual funds	Cash flow forecast sensitivity analysis	Regular watch and review by senior management and audit committee.

### **Credit Risk:**

Credit risk arises from cash and cash equivalents, investments carried at amortized cost and deposits with banks and financial institutions, as well as including outstanding receivables.

### **Credit risk management:**

Receivables arise mainly out of sale of vehicles. However at present the company did not expose any credit risk.

### **Provision for expected credit loss:**

The Company provides for expected credit risk loss for doubtful/ credit impaired assets, by lifetime expected credit losses (Simplified approach). At present there is no credit risk attached to those assets as such no provision has been made for any expected credit loss.

Carrying value of the assets which subjected to any credit loss are as under:-

	As at 31-Mar-18	As at 31-Mar-17
Investments	5,29,52,500	5,29,52,500
Trade Receivables	4,38,41,937	28,756,124

### **Significant estimates and judgments for Impairment of financial assets:**

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Group uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Group Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

### **Liquidity Risk:**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying businesses, Group treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors forecasts of the Company's liquidity position

(comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at local level in the operating companies of the Group in accordance with practice and limits set.

### **Market risk:**

#### **a) Foreign currency risk**

The Group is exposed to foreign exchange risk arising from foreign currency transactions. Foreign exchange risk in respect of foreign operation is considered to be insignificant. The Group also imports and risk is managed by regular follow up. The Group has a policy which is implemented when foreign currency risk becomes significant.

#### **b) Cash flow and fair value interest rate risk**

The Group's main interest rate risk arises from bank deposits with change in interest rate exposes the Company to cash flow interest rate risk. Group policy is to maintain most of its deposits at fixed rate. Group manages the risk using guidelines from Department of public enterprises (DPE), diversification of bank deposits credit limits and other securities.

The Group companies being private sector entities manage its capital through its own business strategy. The Company's objective when managing the capital is to :

- Safeguard their ability to continue as Going concern, so that they can continue to provide returns for Share holders and benefits for their Stakeholders and
- Maintain an optimal capital structure to reduce the cost of capital.

#### **Capital Structure of the Holding company is as follows :**

<b>Particulars</b>	<b>As at 31.03.2018</b>	<b>As at 01.04.2017</b>
Equity Share capital	9,977,700	9,977,700
Other Equity's	46,55,81,304	44,06,92,464
Total	47,55,59,004	45,06,70,164
Short term debt	16,88,32,197	11,18,18,429
Ratio	2.82	4.03

### **Note-36: Employee benefits**

\* The Group has classified the various benefits provided to the employees as under:

- (a) Defined Contribution Schemes:- Contributions to Provident Fund, Pension Fund and Employee State Insurance are covered under Defined contribution plans and amount of INR 19,45,428/- (PY: INR 15,29,573/-) contributed to those funds during the year have been recognized as expenses in the consolidated financial statements.
- b) Defined Benefit Schemes:-The Gratuity fund of employees is managed by Trustees by way of taking a policy in Life Insurance Corporation of India and the present value of the obligation is determined based on the actuarial valuation done by LIC. The Component of net benefit expenses recognized in the Statement of Profit and Loss during the year is given as under :-

## Notes to the Financial Statements

	31.03.2018	31.03.2017
Present value of Past Service Benefit	48,10,940	39,68,910
Add: Current service cost	4,72,687	3,43,929
	<b>52,83,627</b>	<b>43,12,839</b>
Less: Fund value as on renewal date (net of settlements and inclusive of interest earned)	54,83,468	41,62,863
	(1,99,841)	1,49,976
Additional contribution for existing fund	4,65,844	-
Add: Current service cost	4,72,687	1,49,976
	9,38,531	1,49,976
Life coverage premium	29,264	22,696
Add: G S T @ 18%	5,268	3,403
Add: Interest	-	-
Total liability at the end of the year towards Gratuity	<b>9,73,063*</b>	1,76,075
Total value of Service Gratuity including Life Coverage on Sum Assured	<b>1,94,55,905</b>	1,54,99,312
<b>Actuarial Assumptions:</b>		
Mortality Rate	LIC(2006-08) Ultimate	LIC(2006-08) Ultimate
Withdrawal Rate	1 % to 3% depending on age	1 % to 3% depending on age
Discount Rate	7.5 % p.a	8 % p.a
Salary Escalation	7 %	7 %

\*INR 8,202 has been paid in excess to employees.

### Note-37: Unrecognized Items

Contingent Liabilities not provided for the demand disputed in appeals in respect of various duties and others are as given below :

Sl. No.	Particulars	As on 31.03.2018	As on 31.03.2017	As on 01.04.2016
1	Cental Excise & Service Tax Tribunal, Eastern Bench, Kolkata (1991-92 and 1993-94)	14.29.000*	14.29.000*	14.29.000*
2	Deputy Commissioner of Income Tax, Circle -7, Kolkata. (SLP filed and admitted before Supreme Court of India)(1979-80)	6,37,000	6,37,000	6,37,000
	<b>Total Amount</b>	<b>20,66,000</b>	<b>20,66,000</b>	<b>20,66,000</b>

\*Amount of R.2,50,000/- deposited against demand

### Note-38: Other information

#### 1) Principles of Consolidation

- The Consolidated Financial Statements as explained above relates to the Holding Company and its 82.42% holding subsidiary company namely Anjana Minerals Private Limited incorporated in India.
- The financial statements of the Holding company as well as its subsidiary company have been drawn up to March 31, 2018.

- iii. Additional information relating to Holding Company and Subsidiary Company as per schedule III of Companies Act, 2013.

Name of the entity	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (in INR)	As % of Consolidated Profit or Loss	Amount (in INR)	As % of Consolidated Other Comprehensive Income	Amount (in INR)	As % of Consolidated Income	Amount (in INR)
Pebco Motors Limited – Holding Company	99.77	47,44,97,943	100	2,61,10,615	-	-	100	2,61,10,615
Anjana Minerals Private Limited Subsidiary company	0.23	10,61,061	-	-	-	-	-	-
<b>Total</b>	<b>100</b>	<b>47,55,59,004</b>	<b>100</b>	<b>2,61,10,615</b>	<b>-</b>	<b>-</b>	<b>100</b>	<b>22,61,10,615</b>

- 2) The Government of India introduced Goods and Service Tax (GST) with effect from 1st July 2017. Accordingly Sales and service charges are credited inclusive of Value Added Tax (VAT) and Service Tax up to 30th June 2017 which are now subsumed under GST. Sales are credited inclusive of VAT collected INR 4,94,21,606/- (up to June 30, 2017) and Good & Services Tax of INR 29,17,87,393.- (from July 2017 onwards) and Service charges/course fee are credited inclusive of Service tax collected INR 19,47,197/- (up to June 30, 2017) and Good & Services Tax of INR 65,39,063/-from July 2017 onwards). GST including VAT and Service Tax (up to June 2017) has been debited to Profit & Loss Account.

**3) Capital Commitments:**

Estimated amount of contracts remaining pending to be executed and not provided for (net of advance) INR 3,50,00,000/- (PY: INR 4, 12, 00,000/-)

**4) Leases**

The Group has taken premises/land under operating leases and lease rental of INR 2,589,588/- ( P Y: I N R 2,589,588/-) paid during year have been recognized as expenses in the Statement of Profit and Loss. Rental Income of leased premises of INR 9,12,000/- (PY:-INR 9,12,000) has been recognised as income in the Statement of Profit and Loss.

5) **Related Party Disclosures**

(a) List of Related Parties and type of relationship:-

Name of the Party	Nature of Relationship
1) Where control exists:- (a) Anjana Minerals Private Limited	Subsidiary Company
2) Key Managerial Personnel (KMP) (a) Mr. Kishan N. Parikh (b) Mrs. Alpa K. Parikh (c) Mr. C. Thomas (d) Mrs. Shilpa Aggarwal	Managing Director Director Chief Financial Officer Company Secretary
3) Relative of KMP (a) Ms. Priyanjali K.Parikh	
4) Enterprises over which KMP having significant influence (a) Kishan N. Parikh (HUF) (b) Brisco Private Limited (c) Pebco Industries Limited (d) Anjana Minerals Private Limited	Common Directorship -Do- -Do- -Do-

(b) Transactions with the Related parties made during the year:-

(Amount in INR)

Nature of Transactions	Where Control Exists	Key Managerial Personnel	Relative of K M P	Enterprises where KMP having significant influence / control
Remuneration Paid*	-	51,70,572	-	-
	-	(50,45,000)	-	-
Rent paid**	-	12,26,502	-	3,97,447
	-	(12,42,334)	-	(3,97,440)
Rent Received	-	-	-	6,12,000
	-	-	-	(6,12,000)
Loan Taken	-	1,50,00,000	-	2,65,00,000
	-	(1,93,50,000)	-	(4,85,00,000)
Loan Repaid	-	1,25,00,000	-	4,26,822
	-	-	-	(4,85,00,000)
Interest Paid during the year	-	27,24,864	-	18,10,767
	-	(4,41,912)	-	(29,24,054)
Dividend paid during the year	-	3,00,312	24,180	1,90,326
	-	(3,00,312)	(21,600)	(1,90,326)
Investments in Shares	-	-	-	-
	-	-	-	(2,03,52,500)
<b>Year end balances:</b>				
Amount Payable	-	2,49,97,866	-	2,60,73,178
	-	(2,25,00,000)	-	(1,05,39,086)
Amount receivable	-	-	-	-



## Notes to the Financial Statements

\* Includes HRA, PF and Bonus, etc.

\*\*Rent is exclusive of Service Tax

Previous year figures are shown in brackets.

### 6) Earnings Per Share

	2017-2018	2016-2017
Net Profit After Tax	2,61,10,615	2,48,48,786
Nos. of Equity Shares	9,97,770	9,97,770
Face value of Equity Shares	10	10
Basic & Diluted Earnings per Share	26.17	24.9

7) Expenditure in Foreign Currency on account of other matters during the year INR 532, 649/- (PY: INR 795,919/-)

### 8) Assets pledged as Security

The carrying amounts of the assets pledged as security for current and non-current borrowings are as under:-

(Amount in INR)

Particulars	Note	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
<b>Current</b>				
Primary Security (First charge on Raw Material, SIP, Finished goods, stock in transit, Stores and spares, Finished goods, and all other current assets, and receivables both present and future.	6,7,8, 10,11, 12, 13,	48,32,73,948	44,40,49,580	35,12,26,834
Collateral Security	-	-	-	-
<b>Total current assets pledged as security</b>		<b>48,32,73,948</b>	<b>44,40,49,580</b>	<b>35,12,26,834</b>
<b>Non-Current*</b>				
Primary Security		-	-	-
Collateral Security (First charge on all present and future fixed assets of the company by way of: Equitable Mortgage of workshop land and building, hypothecation of plant and machinery and fixed deposit of INR 0.25 Crores)	3	8,01,42,354	8,13,41,668	6,70,99,433
<b>Total Non-current assets pledged as security</b>		<b>8,01,42,354</b>	<b>8,13,41,668</b>	<b>6,70,99,433</b>
<b>Total Assets pledged as security</b>		<b>56,34,16,302</b>	<b>52,53,91,248</b>	<b>41,83,26,267</b>

\* Amount refers to Net carrying value

- 9) A case of embezzlement of cash noticed has been noticed by the company during the year done by one of its employee engaged in renewal of car insurance of the customers. The matter has been reported to local police station on dated 12-02-2018. As per the estimate of the management, the amount involved is INR 11,06,860/- approximately or more.

10) **Segment Reporting**

SI. No.	PARTICULARS	Year ended	
		31-Mar-18	31-Mar-17
1	<b>Segment Revenue</b>		
	Automobile	1,79,24,20,512	1,51,22,53,295
	Investment	12,08,86,373	1,43,42,643
	Others	9,66,423	5,61,929
	Total (a)	<b>1,91,42,73,308</b>	<b>1,52,71,57,867</b>
	Un-allocable revenue (b)	-	-
	<b>Total (a + b)</b>	<b>1,91,42,73,308</b>	<b>1,52,71,57,867</b>
2	<b>Segment Results (Profit before tax and interest)</b>		
	Automobile	3,48,92,645	3,48,92,645
	Investment	1,46,30,643	1,33,85,948
	Others	(8,13,081)	(24,78,895)
	Other un-allocable expenses (net of un-allocable income)	-	-
	Total	<b>4,87,10,206</b>	<b>4,57,99,697</b>
	Interest & other charge	1,26,71,796	99,46,811
	<b>Total Profit before tax</b>	<b>3,60,38,411</b>	<b>3,58,52,886</b>
3	<b>Segment Assets</b>		
	Automobile	40,21,05,586	33,27,97,294
	Investment	31,22,12,597	29,42,02,760
	Others	1,16,28,136	1,20,85,669
	<b>Total</b>	<b>72,59,46,319</b>	<b>63,97,63,672</b>
4	<b>Segment Liabilities</b>		
	Automobile	20,69,13,263	15,16,14,832
	Investment	1,57,82,020	1,60,19,000
	Others	2,70,75,090	2,09,11,457
	<b>Total</b>	<b>24,97,70,373</b>	<b>18,85,45,289</b>

### Notes:

- i The Company has disclosed Business segment as the primary segment. Segments have been identified taking into account the nature of the business, the differing risks and returns, the organisational structure and internal reporting system. The Company's operations predominantly relates to trading and servicing of automobile items i.e. vehicles and related spares, and investment activities. Other business segment includes leasing, rents and miscellaneous activities, which do not contribute significantly in the context of total revenue.
  - ii. The Group cater mainly to the needs of the domestic market. There is no export; as such there are no reportable geographical segments.
  - iii. Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the Segments.
- 11) Previous period's figures have been restated as per Ind AS and regrouped and rearranged wherever considered necessary.

Note:-1 and 2 represents Corporate information and Significant Accounting Policies respectively, Note- 3 to 22 form part of the Balance Sheet as at 31st March, 2018 and Note-23 to 32 form part of Statement of Profit & Loss for the year ended on that date. Note-33 to 38 represents additional information to the Consolidated Financial Statements.

Signature to Note 1 to 38

**As per our report annexed  
For Chetan & Co.  
Chartered Accountants  
Firm Registration No. 321151E**

**(Malaya Ray Choudhuri)  
Partner  
Membership No. 053201**

**Place : Kolkata  
Dated:-May 28,2018**

**For and on behalf of the Board of  
PEBCO MOTORS LIMITED**

**Kishan N Parikh**  
Chairman and Managing Director  
DIN:00453209

**Alpa K Parikh**  
Director  
DIN:00361647

**C. Thomas**  
Chief Financial Officer

**Shilpa Aggarwal**  
Company Secretary  
M.No.-A32344



