

**27<sup>th</sup>**  
**ANNUAL**  
**REPORT**  
**2021-22**

**PASUPATI FINCAP LIMITED**

CIN-L70100HR1996PLC033099

Regd. Office: Village Kapriwas (Dharuhera) Distt. Rewari, Haryana

Head Office: 127-128, Tribhuvan Complex, Ishwar Nagar, New Delhi 110065

Website: [www.pasupatifincap.co.in](http://www.pasupatifincap.co.in), Email: [ho@pasupatitextiles.com](mailto:ho@pasupatitextiles.com)

Tel:- 47632200

**Dear Shareholder**

**Sub: - Go Green Initiative in Corporate Governance: Go Paperless.**

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" (Circular No 17/2011 dated 21-4-2011 and Circular No 18/2011 dated 29-4-2011) allowing paperless compliances by companies through electronic mode and same has also been allowed under the Companies Act, 2013. Companies are now permitted to send various notices / documents to its shareholders through electronic mode to the registered email address of shareholders. This move by the MCA is welcome since it will benefit the society at large through reduction in paper consumption and towards a Greener Environment. It will also ensure prompt receipt of communication, avoid loss in postal transit and helps the larger participation of shareholders in **E-Voting**. Keeping in view the underlying theme and circular issued by MCA and provisions of companies Act, 2013, we are keen to participate in Green Initiative and henceforth propose to send documents like General Meeting Notices (Including AGM), Audited Financial Statements, Directors Report, Auditors Report etc to the shareholders in electronic form, to the e-mail address provided by you and made available to us by Depositories /RTA.

In case you are holding shares in electronic form and have registered your e-mail id with the Depository, we will send all notices / documents etc at that e-mail id. If you desire to have a different e-mail id registered, please update the same with your Depository Participant (DP) or email at **admin@skylinerta.com** specifying your Client ID and DP Id.

All those shareholders who have not yet registered their e mail IDs or holding shares in physical form are requested to register their email IDs with NSDL/ CDSL and **or** our RTA or send their request to register their e-mail id at any one of the following mail ids along with Folio No and No of Shares / Client Id and DP ID:-

[admin@skylinerta.com](mailto:admin@skylinerta.com)

Kindly note that if any shareholders still wish to receive a physical copy of all the above mentioned communications / documents, the company undertakes to provide the same at no extra cost to you, if a request in this connection is received by the company or RTA. Please note that these documents will also be available on the Company's website [www.pasupatitextiles.co.in](http://www.pasupatitextiles.co.in)

We look forward for your encouraging support in welcoming the "Green Initiative" Thanking You,

Yours faithfully

**For Pasupati Fincap Ltd**



**VIDIT JAIN  
DIRECTOR**

**PASUPATI FINCAP LIMITED**

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 27<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY AT VILLAGE KAPRIWAS (DHARUHERA), DISTT. REWARI, HARYANA ON THURSDAY 29th SEPTEMBER, 2022 AT 11.30 AM TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited balance sheet as at 31<sup>st</sup> March 2022 and profit & loss statement for the year ended on that date and the reports of directors and auditors thereon.
2. To appoint director in place of Mr. Vidit Jain, who retires by rotation and being eligible, offers himself for re-appointment.

**REGISTERED OFFICE**

**Village Kapriwas  
(Dharuhera), Distt.Rewari,  
HARYANA**

**DATED: 10/08/2022**

**BY ORDER OF THE BOARD  
FOR PASUPATI FINCAP LIMITED**

**Sd/-  
VIDIT JAIN  
DIRECTOR  
DIN -01347588**

## **NOTES:**

- 1.** A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself 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 meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. 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 AGM will be held by strictly adhering to the Social Distancing Norms and other Safety Protocols/SOPs (including use of face masks and hand sanitizers) issued by the -Ministry of Health & Family Welfare, Government of India in view of the prevailing Covid Pandemic. Entry to the Venue shall be on a 'first come first serve basis' in view of the maximum permissible limit, as applicable at that time, for a gathering at a place
- 3.** Corporate members intending to send their authorised representative(s) to attend the Annual General Meeting are requested to send certified copy of the Board Resolution authorising such representative (s) to attend and vote on their behalf.
- 4.** The Register of Members and Transfer Books of the Company will be closed from 23<sup>rd</sup> September, 2022 to 29<sup>th</sup> September, 2022 both days inclusive.
- 5.** In terms of MCA Circular No. 20/2020 dated May 05, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 dispensing with the requirements of sending physical copies of Annual Reports to the Shareholders in view of the Covid Pandemic, the Notice of AGM is being sent by mail only to those Shareholders who have registered their e-mail addresses with the Company/Depositories. Members who have not registered their mail addresses are therefore requested to register/update the same with the Company's Registrar and Share Transfer Agent/Depositories. The Notice of the Meeting will be available on the Company's website [www.pasupatifincap.co.in](http://www.pasupatifincap.co.in) and the websites of the Stock Exchanges and National Securities Depository Limited (NSDL).
- 6.** Members who hold shares in de-materialized form are requested to bring their client ID and DP ID numbers for facilitating identification for attendance at the meeting.
- 7.** The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22<sup>nd</sup> September, 2022.
- 8.** Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date may obtain the User ID and password by sending a request at [ho@pasupatitextiles.com](mailto:ho@pasupatitextiles.com) by mentioning their Folio No. Client ID and Dp Id.
- 9.** Copies of relevant documents can be inspected at the Registered Office of the Company on all working days from Monday to Friday during business hours up to date of meeting.
- 10.** In case of joint holders attending the meeting, only such joint holder who is higher in the order of

names will be entitled to vote.

**11.** In terms of Section 72 of the companies Act, 2013, the shareholders of the company may nominate a person on whom the shares held by him/her/them, shall vest in the event of his/her/their death. Shareholders desirous of availing this facility may submit nomination in FormSH-13.

**12.** Members are requested to update their valid email id with company's RTA or same can be done by sending an email at the company's investors email id: [ho@pasupatitextiles.com](mailto:ho@pasupatitextiles.com).

**13.** Members and Proxies are requested to produce the Attendance slip duly signed, at the entrance of the meeting venue.

**14.** The Ministry of Corporate Affairs(MCA) has vide its circular dated 29-4-2011 stated that service of notice/documents including Annual Report to the members can be made through e –mail. To support this green initiative of MCA, members who have not yet registered their e-mail addresses are requested to do so (i) in respect of the electronic holdings through their concerned depository participants and (ii) in respect of physical holdings to Skyline Financial Services Pvt. Ltd.

**15.** Pursuant to the provision of Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 securities can be transferred only in dematerialized form w.e.f. 1<sup>st</sup> April, 2019. Shareholders are advised to convert their Physical holding into demat form to avail benefits of dematerialization.

In compliance with the provisions of section 108 of the Act and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all resolutions set forth in this Notice.

The instructions for remote e-voting are as under:

The remote e-voting period begins on Monday, 26<sup>th</sup> September, 2022 at 09:00 A.M. and ends on Wednesday, 28<sup>th</sup> September, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 22<sup>nd</sup> September, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, 22<sup>nd</sup> September, 2022.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="602 1129 1455 1738">1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li data-bbox="602 1745 1455 2024">2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a</li> </ol>

	<p>Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>

<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at [abovementioned website](#).

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43</p>

**B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

i) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [Mrbajaj79@gmail.com](mailto:Mrbajaj79@gmail.com) or [Prefcomoffice@gmail.com](mailto:Prefcomoffice@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to ho@pasupatitextiles.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to ho@pasupatitextiles.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**C. Other Instructions:**

1. The e-voting period commences on 26<sup>th</sup> September, 2022 (9.00 a.m. IST) and ends on 28<sup>th</sup> September, 2022 (5 P.M). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22<sup>nd</sup> September, 2022, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently.
2. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on 22<sup>nd</sup> September, 2022.
3. Mr. Sumit Bajaj, Practicing company secretary (C.P No. 23948 and Membership No. 45042), has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
4. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make a consolidate report of the total votes in favour or against, not later than 48 hours of the conclusion of AGM, to the Managing Director or a person authorised by him.
5. A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
6. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.pasupatifincap.co.in](http://www.pasupatifincap.co.in) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

**ANNEXURE****PROFILE OF DIRECTORS**  
**(Seeking Re-appointment or Appointment)**

<b>NAME OF THE DIRECTOR</b>	<b>MR. VIDIT JAIN</b>
Date of Birth	13.09.1979
Date of Appointment	26/06/2001
Qualification	B.Sc in Economics from University of Pennsylvania(USA)
Expertise in specific functional areas	Industrial and Business Experience of 20 years
Name of the other Companies in which he/she holds Directorship	Pasupati Spinning & Weaving Mills Ltd. Shailja Investments Ltd. Pasupati Olefin Ltd Sulabh Impex Ltd
Memberships/ Chairmanships of committees of other companies	Pasupati Spinning & Weaving Mills Ltd. -Share Transfer Committee(Member)
Number of shares held in the Company	27,200

## PASUPATI FINCAP LIMITED

### DIRECTORS REPORT TO THE MEMBERS

Your Directors have pleasure in presenting their Report together with the Audited Accounts for the year ended 31<sup>st</sup> March, 2022.

<b>FINANCIAL RESULTS</b>	<b>(Rs.)</b>
Total Revenue	1,06,117
Total Expenses	52,004
Profit / Loss Before Tax	54,113
Profit / Loss for the year	54,113

### DIVIDEND

The Board of Directors does not recommend any dividend for the year.

### SPECIAL RESOLUTIONS PASSED THROUGH POSTAL BALLOT

No special resolution was passed through postal ballot during the Financial Year 2021-22. None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing a special resolution through postal ballot.

### DIVIDEND

The Board of Directors does not recommend any dividend for the year.

### DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The directors have prepared the annual accounts on a going concern basis.
- v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

### STATUTORY AUDITORS

M/s. Santosh Sushma Keshri & Co., Chartered Accountant, (Firm Registration No.021629), can continue as Statutory Auditors till the conclusion of the 31<sup>st</sup> AGM of the Company.

## **SECRETARIAL AUDIT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Renu Kathuria & Associates, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is annexed herewith as **Annexure-A**.

## **DEPOSITS**

During the year, the Company did not accept any deposits from the public within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

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

During the year under review, company has not given any loans, Guarantee or made any investments covered under the provisions of Section 186 of the Companies Act, 2013.

## **SUBSIDIARY COMPANIES:**

The Company does not have any subsidiary.

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

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

## **DIRECTORS & KMP**

### **(i) Retirement by rotation**

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Vedit Jain retires by rotation and is eligible for reappointment.

### **(ii) Declarations by Independent Directors**

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

### **(iii) Board Evaluation**

In compliance with the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance.

### **(iv) Board Meetings**

During the year, four (4) Board Meetings and four (4) Audit Committee Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

## **EXTRACT OF ANNUAL RETURN**

Pursuant to the provisions of section 134 (3) (a) of Companies Act 2013 substituted by Companies (Amendment) Act 2017 w.e.f. July 31, 2018 the web address of the extract of Annual Return of the Company is [www.pasupatifincap.co.in](http://www.pasupatifincap.co.in)

## **PARTICULARS OF EMPLOYEES**

The provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 requiring particulars of the employees in receipt of remuneration in excess of Rs. One Crore and Two Lakhs per year to be disclosed in the Report of Board of Directors are not applicable to the Company as none of the employees was in receipt of remuneration in excess of Rs. One Crore and Two Lakhs during the financial year 2021-22.

The information in accordance with the provisions of Section 197 of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is also

not applicable to company.

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

Since, Company is not doing any manufacturing operations, information relating to Conservation of Energy, Technology absorption and foreign exchange earnings and outgo as required under Section 134(3) (m) of the companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is not applicable.

**RELATED PARTY TRANSACTIONS:-**

No related Party Transaction was entered into during the financial year 2021-22.

**CODE OF CONDUCT**

The company has adopted code of conduct. The code of business conduct & Ethics as approved by the Board of Directors has been displayed at the website of the company, [www.pasupatificap.co.in](http://www.pasupatificap.co.in)

**VIGIL MECHANISM / WHISTLE BLOWER POLICY**

Pursuant to Section 177(9) of the Companies Act, 2013 the Company has formulated a Whistle Blower Policy to establish a vigil mechanism for directors and employees of the Company. A vigil (Whistle Blower) mechanism provides a channel to the employees and directors to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and directors to avail of the mechanism and also provide for direct access to the Chairperson of the Audit Committee. The Whistle Blower Policy of the Company has been uploaded and can be viewed on the Company's website.

**FOR AND ON BEHALF OF BOARD OF DIRECTORS**

**SD/-  
VIDITJAIN  
DIRECTOR  
(Din-01347588)**

**SD/-  
VRINDA JAIN  
DIRECTOR  
(Din-06641054)**

**Place: New Delhi  
Dated: 10/08/2022**

## SECRETARIAL AUDIT REPORT

FORM NO. MR.3

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2022

[Pursuant to section 204(1) of the Companies Act 2013, and Rule 9 of the Companies (Appointment and Remuneration personnel) Rules, 2014]

To  
The Members  
**PASUPATI FINCAP LIMITED**  
Village Kapriwas, Dharuhera,  
District Rewari, Haryana.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by **PASUPATI FINCAP LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2022 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March 2022 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

### **NON-COMPLIANCES/OBSERVATIONS/AUDIT QUALIFICATION, RESERVATION OR ADVERSE REMARKS –**

- a) As per Section 138 of the Companies Act, 2013 and Rule 13 of the Companies (Accounts) Rules 2014, there is no internal auditor appointed by the company during the audit period.
- b) Company is in the default of Appointment of Key Managerial Personnel under section 203 of the Companies Act, 2013. As there is no Company Secretary in the employment of the company till 1<sup>st</sup> December 2021.

**c) Company has been suspended by the BSE due to non-compliance with Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 for two consecutive quarters i.e. September 2019 and December 2019.**

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the Audit Period);**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): —

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; **(Not applicable to the Company during the Audit Period);**

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

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014; **(Not applicable to the Company during the Audit Period);**

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

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

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

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period).**

(i) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (**applicable to the company during audit period**)

We report that, as per Regulation 15(2) of (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para-C, D and E of Schedule V shall not apply, in respect of –

- (a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty-five crore, as on the last day of the previous financial year:

I further report that company having paid up capital of Rs. 4,70,00,000 (Four Crore Seventy Lacs) which is less than 10 crores and having net worth of Rs. 2,759,260 (Twenty-Seven Lacs Fifty-Nine Thousand and Two Hundred Sixty only) which is less than 25 Crore thus the company covered under regulation 15(2). Company also obtains a Chartered Accountant Certificate for the said purpose.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India (**SS1 and SS2 notified hence applicable to the Company during the audit period**).

(ii) The Listing Agreements entered into by the Company with Stock Exchanges.

(iii) During the audit period 21-22, the Company has amended the main objects of the Company by Alteration in its Object Clause of the Memorandum of Association, due to which the Company has no longer been remains as NBFC and the NBFC Compliances enforces by RBI becomes not applicable to the Company during the audit period.

**I further report that** The Board of Directors of the Company is constituted without proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There are no changes in the composition of the Board of Directors took place during the period under review were carried out in compliance with the provisions of the Act.

**I further report that** as per provision of Section 177 of Companies Act, 2013 the audit committee is not duly constituted as the audit committee shall consist of a minimum of three directors with independent directors forming a majority but, in the company, there is only one independent director so the company is not able to comply with the said provision of Companies Act, 2013.

**I further report that** as per the provision of section 178 of Companies Act, 2013 the Nomination and Remuneration Committee is not duly constituted as the Nomination and Remuneration Committee shall consist of three or more non-executive directors out of which not less than one half shall be independent directors but, in the company, there is only one independent director so the company also not able to comply with the said provision of Companies Act, 2013.

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.

All decisions at Board Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**I further report that** the Company has made good the compliance by submitting the Half-yearly Compliance Certificate in terms of Regulation 40(9) or (10) and Regulation 7(3) of SEBI(LODR) Regulation, 2015 for the half-yearly period of Apr-Sept 2020 during the year 2021-22.

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

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

**For Renu Kathuria & Associates**  
Company Secretaries  
(Peer Reviewed Firm)

Place: Faridabad  
Date: 05.08.2022

**Renu Kathuria**  
Proprietor  
M. No. F11374 | CP No. 16026  
Unique No. S2016HR414800  
UDIN: F011374D000748561

**ANNEXURE A TO THE SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**

To  
The Members  
**PASUPATI FINCAP LIMITED**  
Village Kapriwas, Dharuhera,  
District Rewari, Haryana.

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

1. Maintenance of Secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of 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 follow provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Renu Kathuria & Associates**  
Company Secretaries  
(Peer Reviewed Firm)

Place: Faridabad  
Date: 05.08.2022

**Renu Kathuria**  
Proprietor  
M. No. F11374 | CP No. 16026  
Unique No. S2016HR414800  
UDIN: F011374D000748561



**SANTOSH SUSHAMA KESHRI & CO.**  
Chartered Accountants

Office: A-757, G.D.Colony  
Mayur Vihar, Phase-III  
Near Hanuman Mandir  
Delhi – 110096  
Ph : 011-42488132, Mobile : 9891406135  
E-mail : [keshri2004@gmail.com](mailto:keshri2004@gmail.com)

To the Members of **PASUPATI FINCAP LIMITED**

### **Report on the Financial Statement**

We have audited the accompanying financial statements of **PASUPATI FINCAP LIMITED, HARYANA** (“the Company”), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

### **Auditor’s Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence obtained by us in terms of the reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on financial statements

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2022, and its profit and its cash flows for the year ended on that date.

### **Emphasis of Matter**

*We draw attention to Note No. 6(a) & 6 (b) of the financial statements as at 31 March 2022, the Company advanced loans to related companies covered in the register maintained u/s 189 and to others, amounting to Rs.60,814.00 (Previous Year Rs. 60,814.00) are subjected to confirmation and recoverability of the same could not be established.*

Our opinion is not further qualified on these matters.

### **Report on the other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2016, 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**" statement on the matters specified in paragraph 3&4 of the Order, to the extent applicable.

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 appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Amendment Rules, 2018.
- e) On the basis of written representations received from the directors as on March 31, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “**Annexure B**”; and
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Amendment Rules, 2017, in our opinion and to the best of our information and according to the explanations given to us:
- i) As explained to us, The Company does not have any pending litigation as on date of balance sheet.
  - ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii) There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Company.

**For SANTOSH SUSHAMA KESHRI & Co.**  
*Chartered Accountants*  
Firm’s registration number: 021629N

**Santosh Kumar**  
*Proprietor*  
Membership number: 509170  
UDIN: 22509170AJWBDP3315  
New Delhi,  
30<sup>th</sup> May 2022

## **Annexure - A to the Auditors' Report**

The Annexure referred to in paragraph 1 with the heading 'Report on other Legal and Regulatory Requirements' of our report of even date to the members of **PASUPATI FINCAP LIMITED** on the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2022.

1. The company is not having any Fixed Assets in its books as on date of Balance sheet, and hence, this clause is not applicable to this company.
2. The company is not having any inventory to report in its books of account as on date of Balance sheet, and hence, this clause is not applicable to this company.
3. According to the information and explanations given to us, the Company has not granted any secured or unsecured loan, during the reporting period, to the persons covered in the register maintained under section 189 of the Act.
4. 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 Companies Act, 2013 in respect of loans, investments, guarantees and security.
5. The Company has not accepted any deposits from public.
6. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the products or services rendered by the Company.
7. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including income tax, sales tax, wealth tax, service tax, value added tax, cess, Goods and Service Tax and other material statutory dues as applicable have been generally regularly deposited during the year by the company with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.

- b) According to the information and explanations given to us there are no dues of income tax , sales tax, wealth tax, service tax, value added tax, cess and Goods and Service Tax which have not been deposited with the appropriate authorities on account of any dispute.
8. The Company has not defaulted in repayment of dues to financial institutions or banks. There were no debentures outstanding during the year.
  9. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) nor taken any term loan during the year.
  10. According to information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit
  11. According to information and explanations given to us, the company did not paid or made provision for payment of managerial remuneration for the reporting period.
  12. The Company is not a Nidhi Company, and therefore, this clause is no applicable on it.
  13. According to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
  14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Consequently, this clause is not applicable on it.
  15. According to the information and explanations given to us and on the basis of our examination of the records of the company, Company has not entered into any non-cash transactions with directors or persons connected with him.

16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and therefore this clause is not applicable on it.

**For SANTOSH SUSHAMA KESHRI & Co.**

*Chartered Accountants*

Firm's registration number: 021629N

**Santosh Kumar**

*Proprietor*

Membership number: 509170

UDIN: 22509170AJWBDP3315

New Delhi,

30<sup>th</sup> May 2022

## **Annexure - B to the 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")**

We have audited the internal financial controls over financial reporting of **PASUPATI FINCAP LIMITED** ("the Company") as of 31 March 2022 in conjunction with our audit of the standalone 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For SANTOSH SUSHAMA KESHRI & Co.**

*Chartered Accountants*

Firm's registration number: 021629N

**Santosh Kumar**

*Proprietor*

Membership number: 509170

UDIN: 22509170AJWBDP3315

New Delhi,

30<sup>th</sup> May 2022

**BALANCE SHEET AS AT 31 ST MARCH,2022**

PARTICULARS	NOTE NO.	31 MARCH 2022 Rs.	31 MARCH 2021 Rs.
<b>A EQUITY AND LIABILITIES</b>			
<b>I Shareholders' funds</b>			
(a)Share Capital	1	47,000,000	47,000,000
(b)Reserves & Surplus	2	(46,959,110)	(47,013,223)
		<u>40,890</u>	<u>(13,223)</u>
<b>II Non-Current Liabilities</b>			
(a)Long-Term Borrowings	3	-	-
<b>III Current liabilities</b>			
(a)Trade Payables	4	-	66,659
(b)Other Current Liabilities	5	20,000	13,000
(c)Short- Term Provisions		-	-
<b>Total</b>		<u><u>60,890</u></u>	<u><u>66,436</u></u>
<b>B ASSETS</b>			
<b>I Non Current assets</b>			
(a)Long term Loan & Advances	6	60,814	60,814
<b>II Current assets</b>			
(a)Trade receivables		-	-
(b)Cash and Cash Equivalent	7	76	5,622
(c)Short term loans and advances	8	-	-
<b>Total</b>		<u><u>60,890</u></u>	<u><u>66,436</u></u>
<b>Significant Accounting Policies &amp; Notes on Accounts</b>	<b>12</b>		

As per our report attached  
**FOR SANTOSH SUSHAMA KESHRI & CO.**  
Chartered Accountants  
FRN021629N

For and on behalf of the Board  
**FOR PASUPATI FINCAP LTD**

(SANTOSH KUMAR)  
Proprietor  
M.No. 509170  
Place:New Delhi  
Date: 30/05/2022

**Vidit Jain**  
(Director)  
DIN: 01347588

**Vrinda Jain**  
(Director)  
DIN: 06641054

**PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022**

Particulars	Note No.	31 March 2022 Rs.	31 March 2021 Rs.
I. Revenue from operation (Net)			
II. Other income	9	106,117	35,695
<b>III. Total revenue ( I+II)</b>		<b>106,117</b>	<b>35,695</b>
IV. Expenses :			
Finance costs	10	5,546	2,950
Other expenses	11	46,458	2,805,228
<b>V.Total expenses</b>		<b>52,004</b>	<b>2,808,178</b>
<b>VI. Profit before expected and extrodinary item and tax ( III-V)</b>		<b>54,113</b>	<b>(2,772,483)</b>
VII. Exceptional items		-	-
<b>VIII. Profit before extraodanry items and tax(VI-VII)</b>		<b>54,113</b>	<b>(2,772,483)</b>
IX. Extraordinary items		-	-
<b>X. Profit before tax(VIII-IX)</b>		<b>54,113</b>	<b>(2,772,483)</b>
XI. Tax expenses:			
- Current Tax		-	-
- Deferred Tax		-	-
- Income Tax for previous years		-	-
<b>XII. Profit/(Loss) for the year (X - XI)</b>		<b>54,113</b>	<b>(2,772,483)</b>
XIII. Earning Per Share			
-Basic		0.01	(0.59)
-Diluted		0.01	(0.59)
<b>Significant Accounting Policies &amp; Notes on Accounts</b>	<b>12</b>		

As per our report attached  
**FOR SANTOSH SUSHAMA KESHRI & CO.**  
Chartered Accountants  
FRN021629N

For and on behalf of the Board  
**FOR PASUPATI FINCAP LTD**

(SANTOSH KUMAR)  
Proprietor  
M.No. 509170  
Place:New Delhi  
Date: 30/05/2022

**Vidit Jain**  
(Director)  
DIN: 01347588

**Vrinda Jain**  
(Director)  
DIN: 06641054

**PASUPATI FINCAP LTD**

**NOTES FORMING PART OF FINANCIAL STATEMENT FOR THE YEAR ENDED 31.03.2022**

PARTICULARS	AS AT 31ST MARCH,2022	AS AT 31ST MARCH,2021
<b>1 Share capital</b>		
<b>Authorised</b>		
50,00,000 Equity Shares of Rs. 10 each	<b>50,000,000</b>	<b>50,000,000</b>
47,00,000 Equity Shares of Rs. 10 each fully paid in cash	47,000,000	47,000,000
	<b>47,000,000</b>	<b>47,000,000</b>

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

	31ST MARCH,2022		31ST MARCH,2021	
	Number	Amount	Number	Amount
At the beginning of the period	4,700,000	47,000,000	4,700,000	47,000,000
Issued during the period	-	-	-	-
Bought back during the period	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>4,700,000</b>	<b>47,000,000</b>	<b>4,700,000</b>	<b>47,000,000</b>

**b. Terms/ Rights attached to Equity Shares**

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

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

**c. Details of Shareholders holding more than 5% shares in the Company**

	31ST MARCH,2022		31ST MARCH,2021	
	Number	Holding	Number	Holding
<b>Promoters and Promoter Group</b>				
Orion Stocks Ltd.	509,795	10.85%	509,795	10.85%
Orion Investmart Pvt. Ltd.	374,746	7.97%	374,746	7.97%
Sanjay Raghu Kalukhe	248,910	5.30%	248,910	5.30%

**2 Reserves and Surplus**

<b>a General Reserve</b>	375,000		375,000	
Opening Balance	-	375,000	-	375,000
Add/Less:Transferred during the year				
<b>b Special Reserve Fund</b>				
Opening Balance	200,000		200,000	
Add/Less:Net Profit/Loss for the Current Year	-	200,000	-	200,000
<b>c Surplus of Profit &amp; Loss A/c</b>				
Opening Balance	(47,588,223)		(44,815,740)	
Add/Less:Net Profit/Loss for the Current Year	54,113	(47,534,110)	(2,772,483)	(47,588,223)
<b>Total</b>		<b>(46,959,110)</b>		<b>(47,013,223)</b>

NOTES FORMING PART OF FINANCIAL STATEMENT FOR THE YEAR ENDED 31.03.2022

Particulars	As At 31st March 2022 ( in Rs.)	As At 31st March 2021 ( in Rs.)
<b><u>Note No.-03 Long Term Borrowings</u></b>		
<b>(a) Security Deposits</b>		
	-	-
<b>Total(a)</b>	-	-
<b>(b) Loan Taken</b>		
	-	-
<b>Total(b)</b>	-	-
<b>Grand Total(a+b)</b>	-	-
<b><u>Note No.-04 Trade Payable</u></b>		
Skyline Financial Services Pvt. Ltd.	-	17,487
DBS Publicity Pvt. Ltd.	-	49,172
	-	<b>66,659</b>
<b><u>Note No.-05 Other Current Liabilities</u></b>		
<b>(a) Others Payables</b>		
Expenses Payable	-	3,000
Auditor Remuneration	20,000	10,000
	<b>20,000</b>	<b>13,000</b>
<b><u>Note No.-06 Long Term Loans &amp; Advances</u></b>		
<b>(a) Loans &amp; Advances to Related Parties</b>		
Sulabh Impex Limited	60,814	60,814
<b>Total(a)</b>	60,814	60,814
<b>(b) Loans &amp; Advances to Others</b>		
<b>Secured</b>		
	-	-
<b>Total(b)</b>	-	-
<b>Unsecured</b>		
	-	-
<b>Total(c)</b>	-	-
<b>Grand Total(a+b)</b>	<b>60,814</b>	<b>60,814</b>
<b><u>Note No.-07 Cash &amp; Cash Equivqlents</u></b>		
<b>(a) Cash in Hand (As certified by the Management)</b>		
	-	-
<b>(b) Balances with in Current with Schedule Bank</b>		
Punjab National Bank	76	5,622
	<b>76</b>	<b>5,622</b>
<b><u>Note No.-08 Short Term Loans &amp; Advances</u></b>		
<b>Total(d)</b>	-	-

**Notes forming part of financial statements for the year ended 31st March, 2022**

<b>Particulars</b>	<b>For the year ended 31 March 2022 Rs.</b>	<b>For the year ended 31 March 2021 Rs.</b>
<b><u>Note No.-9 Other Income</u></b>		
Liabilities no longer required written back	106,117	35,695
	<b>106,117</b>	<b>35,695</b>
<b><u>Note No.-10 Finance Cost</u></b>		
Interest & Financial Charges	5,546	2,950
	<b>5,546</b>	<b>2,950</b>
<b><u>Note No.-11 Other Expenses</u></b>		
<b><u>(A) Administrative &amp; Other Expenses</u></b>		
Advertisement Expenses	4,536	54,546
Rates & Taxes	2,400	1,263,470
Legal & Professional Expenses	29,522	14,250
Irrecoverable Claims written off	-	172,424
Irrecoverable Advances written off	-	1,290,538
	<b>36,458</b>	<b>2,795,228</b>
<b><u>(b) Payment to Auditor</u></b>		
Statutory Audit Fees	10,000	10,000
	<b>10,000</b>	<b>10,000</b>
	<b>46,458</b>	<b>2,805,228</b>

Notes forming part of the financial statements for the year ended 31.03.2022

Note	Particulars
<b>12</b>	<b>Significant accounting policies</b>
<b>1</b>	<p><b>Basis of accounting and preparation of financial statements</b></p> <p>The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention except for categories of fixed assets acquired before 1 April, 2010, that are carried at revalued amounts. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.</p>
<b>2</b>	<p><b>Use of estimates</b></p> <p>The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.</p>
<b>3</b>	<p><b>Revenue Recognition</b></p> <p>Revenue and expenses are recognised on their accrual including provisions and/or adjustments for committed obligations and amounts determined as payable and receivables during the period.</p>
<b>4</b>	<p><b>Foreign Currency Transaction</b></p> <p>Foreign Currency Transaction are accounted for at the prevailing foreign exchange rates at the time the transaction took place.</p>
<b>5</b>	<p><b>Depreciation</b></p> <p>The company is not having any Fixed Assets.</p>
<b>6</b>	<p><b>Investments</b></p> <p>The Unquoted Investments are stated at the purchase price plus expenses i.e.brokerage,fees and duties etc.related with the purchases.</p>
<b>7</b>	<p><b>Impairment of Assets</b></p> <p>If the carrying amount of fixed assets exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the selling price and the value determined by the present value of estimated future cash flows.</p>
<b>8</b>	<p><b>Fixed Assets</b></p> <p>No Fixed Assets have been held by company.</p>
<b>9</b>	<p><b>Inventory</b></p> <p>Company is not carrying any inventory</p>
<b>10</b>	<p><b>Disclosure under AS-15 (Revised) – Employee Benefits</b></p> <p>There are no long Term Employees Benefits which require assessment of future liability of the company as per AS-15 issued under the companies (Accounting Standards) Rules, 2006</p>
<b>11</b>	<p><b>Sundry Debtors, Loans and Advances and Sundry Creditors</b></p> <p>In the opinion of the Board of Directors, the Current Assets, Loans and Advances are approximately of the value stated if realised in the course of business. The provisions for all known liabilities are adequate and not in excess of the amount reasonable required. Balance of Sundry Creditors, Sundry Debtors and Loans &amp; Advances are subject to confirmation and reconciliation.</p>

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2022

Note	Particulars			
12	<b>Earning Per Share</b>			
	The Company report Basic and Diluted earning per share (EPS) in accordance with Accounting Standard – 20 issued by the Institute of Chartered Accountants of India. The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The Diluted EPS have been computed using the weighted average number of equity shares and Diluted potential equity shares outstanding at the end of the year.			
		<b>Particulars</b>	<b>As on 31.03.2022</b>	<b>As on 31.03.2021</b>
		Net Profit After Tax (Rs.)	54,113	(2,772,483)
		No. of Paid up Equity Shares (Weighted Average)	4,700,000	4,700,000
		Face Value Per Share (Rs.)	10.00	10.00
		Earning Per Share (Rs.)		
	Basic	0.01	(0.59)	
	Diluted	0.01	(0.59)	
13	<b>Related Party Disclosures</b>			
	The Company has made the following transactions with related parties as defined under the provisions of Accounting Standard-18 issued by the Institute of Chartered Accountants of India.			
	<b>List of related parties along with the nature and volume of transaction is given below from 01.04.2021 to 31.03.2022.</b>			
	<b>Directors &amp; Key managerial persons &amp; their associate concerns</b>	<b>Nature of Relationship</b>		
	(a) Sh. Vidit Jain	Self		
	(b) Mrs. Vrinda Jain	Self		
	(c) Sh. Anand Kumar Aggarwal	Self		
	(d) Eladathuparambil Mohandas	Self		
	(e) Mukesh Kakkar	Self		
	(f) Aditi Pardal	Self		
<b>Enterprises owned / controlled by the directors relatives</b>	<b>Description of Relationship</b>			
(B) Shivani Textiles Limited	Company under common control			
(C) Sulabh Impex Limited	Company under common control			
<b>Enterprises owned / controlled by the Directors and/or their Relatives</b>	<b>Nature of Transaction</b>	<b>Amount as on 31/03/2022 (Rs.)</b>		
<u>Sulabh Impex Limited</u>	Loans and Advances			
Opening Balance (Dr.)		60,814		
Less: Amount recovered		-		
Closing Balance (Dr.)		<b>60,814</b>		
14	<b>Auditor's Remuneration</b>			
	Statutory Audit Fee	10,000		
	<b>Total</b>	<b>10,000</b>		
15	Previous years figures have been regrouped and rearranged wherever considered necessary.			
16	Figures are rounded off to the nearest rupee.			

FOR SANTOSH SUSHAMA KESHRI &amp; CO.

CHARTERED ACCOUNTANTS

FRN021629N

For and on behalf of the Board  
FOR PASUPATI FINCAP LTD

(SANTOSH KUMAR)

Proprietor

M.No. 509170

PLACE : NEW DELHI

Date: 30/05/2022

Vidit Jain  
(Director)  
DIN: 01347588Vrinda Jain  
(Director)  
DIN: 06641054

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH,2022.**

	<b>F.Y. 2021-22</b>	<b>F.Y. 2020-21</b>
	<b>Rs.</b>	<b>Rs.</b>
<b><u>CASH FLOW FROM OPERATIONAL ACTIVITIES :</u></b>		
A. <b>Net Profit / (Loss ) Before Tax</b>	54,113	(2,772,483)
<b><u>ADJUSTMENTS : For</u></b>		
Bank Charges Expenses	5,546	2,950
Operating Profit before working Capital Changes	<b>59,659</b>	<b>(2,769,533)</b>
<b><u>ADJUSTMENTS : For</u></b>		
Change in Current Assets		
Other Current Assets	-	172,424
Change in Current Liabilities		
Trade Payables	(66,659)	43,351
Other Current Liabilities	7,000	3,000
Cash Generation form Operations (A)	<b>-</b>	<b>(2,550,758)</b>
<b><u>CASH FLOW FROM INVESTING ACTIVITIES :</u></b>		
B. Change in Loans & Advances (B)	-	8,521,883
	<b>-</b>	<b>8,521,883</b>
<b><u>CASH FLOW FROM FINANCING ACTIVITIES :</u></b>		
C. Proceeds from (Repayment of ) Long Term & Other Borrowing	-	(3,910,636)
Interest Payment	(5,546)	(2,950)
	<b>(5,546)</b>	<b>(3,913,586)</b>
NET INCREASE IN CASH & CASH EQUIVALENTS (A + B + C)	<b>(5,546)</b>	<b>2,057,539</b>
CASH & CASH EQUIVALENTS (OPENING BALANCE )	5,622	301,274
CASH & CASH EQUIVALENTS (CLOSING BALANCE )	76	5,622
	<b>(5,546)</b>	<b>(295,652)</b>

Place:New Delhi

Date: 30/05/2022

**PASUPATI FINCAP LIMITED**

**Regd Office & Works: Village Kapriwas (Dharuhera) Distt. Rewari (Haryana) Website-  
www.pasupatifincap.co.in, Email-ho@pasupatitextiles.com Ph: 011—47632200  
CIN- L70100HR1996PLC033099**

**PROXY FORM**

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

<b>CIN:</b>	<b>L70100HR1996PLC033099</b>
<b>Name of the company:</b>	<b>PASUPATI FINCAP LIMITED</b>
<b>Registered office:</b>	<b>Village Kapriwas (Dharuhera) Distt. Rewari, Haryana</b>

<b>Name of the member (s):</b>	
<b>Registered address:</b>	
<b>E-mail Id:</b>	
<b>Folio No*</b>	
<b>Client Id:</b>	
<b>DP ID:</b>	

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name: .....

Address: .....

E-mail Id: .....

Signature: ....., ..... or failing him/her

2. Name: .....

Address: .....

E-mail Id: .....

Signature: ....., ..... or failing him/her

3 Name: .....

Address: .....

E-mail Id: .....

Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27<sup>th</sup> Annual general meeting of the company, to be held on Thursday the 29th September, 2022, At 11.30 a.m. at Village Kapriwas (Dharuhera) Rewari , Haryana, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	For	Against
1.	Consideration and adoption of Annual Audited Account & Reports for the Financial Year ended 31st March, 2022.		
2.	To appoint a director in place of Mr. Vedit Jain, who retires by rotation and being eligible, offers himself for re-appointment.		

Signed this ----- day of -----2022

Signature of shareholder-----

Signature of Proxy Holder(s) -----

Affix revenue Stamp of Rs. 1/-
---

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

**ATTENDENCE SLIP  
PASUPATI FINCAP LTD.**

**Regd. Office: Village Kapriwas (Dharuhera) Distt. Rewari (Haryana)  
Head Office : 127-128, Tribhuvan Complex, Ishwar Nagar , New Delhi  
Website: www.pasupatifincap.co.in, Email- ho@pasupatitextiles.com  
CIN- L70100HR1996PLC033099**

I hereby record my presence at the 27<sup>th</sup> Annual General Meeting being held on Thursday the 29<sup>th</sup> September, 2022 at 11.30 A.M. at Village Kapriwas (Dharuhera), Distt. Rewari, Haryana.

Name of the Shareholder \_\_\_\_\_  
(In block letters)

Folio No./ DPID No. and Client I D No. \_\_\_\_\_

No. of shares held \_\_\_\_\_

(Signature of the shareholder/ Proxy)