

# PRAJEEV INVESTMENTS LIMITED

CIN: U65992WB1972PLC028510

Regd: office: 2nd Floor Hanuman Estate, 19 R N Mukherjee Road Kolkata 700001

Phone: +91-9073669435 Website: [www.prajeevinvestments.com](http://www.prajeevinvestments.com)

Email: [prajeevinvestments@gmail.com](mailto:prajeevinvestments@gmail.com)

## NOTICE TO THE MEMBERS

NOTICE IS HEREBY GIVEN that the 52<sup>nd</sup> Annual General Meeting of the Members of PRAJEEV INVESTMENTS Limited will be held on Thursday the 05<sup>th</sup> day of September 2024 at 4:00 PM (IST) at the registered office of the company at 2<sup>nd</sup> Floor, Hanuman Estate 19 R N Mukherjee Road, Kolkata 700001 to transact the following business:

### **ORDINARY BUSINESS**

#### **1. ADOPTION OF AUDITED FINANCIAL STATEMENTS.**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereupon.

#### **2. APPOINTMENT OF MR GOURI SHANKAR RATHI (DIN: 07919431), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION**

To appoint a Director in place of Mr. Gouri Shankar Rath (DIN: 07919431) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

#### **3. RE-APPOINTMENT OF M/S S.P.SARDA & CO. CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS FOR SECOND TERM OF 5 YEARS**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and based on the recommendation of the Audit Committee and Nomination and Remuneration Committee M/s S.P Sarda & Co, Chartered Accountants (Firm registration No 323054E ) be and are hereby re-appointed as the Statutory Auditors of the Company, for the second term of 5 years i.e. from the conclusion of this 52<sup>nd</sup> Annual General Meeting until the conclusion of 57<sup>th</sup> Annual General Meeting to be held in the year 2029 at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

Registered Office  
02nd Floor Hanuman Estate  
19, R N Mukherjee Road  
Kolkata 700001

By order of the Board of Directors  
For Prajeev Investments Limited

Place: Kolkata  
Date: 21<sup>st</sup> May 2024

Kumari Neha  
Company Secretary  
Mem No: 67731

#### Notes

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ('AGM' OR 'MEETING') IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. . Proxies, in order to be effective, must be received by the Company not less than 48 hours before the commencement of the Meeting.
2. A person shall not act as Proxy for more than Fifty (50) members and holding in aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as Proxy and such person shall not act as Proxy for any other member.
3. Attendance Slip, Proxy Form and the Route Map of the venue of the Meeting are annexed herewith.
4. Members/Proxies/Authorised Representatives are requested to carry valid ID proof such as PAN, Voter Card, Passport, Driving Licence, Aadhaar Card along with the Attendance Slip duly filled in for attending the Meeting.
5. Institutional Investors/Corporate Members (i.e. other than individuals, HUF, NRI etc.) intending to authorize their representatives for the purpose of voting through remote e-Voting, participation in the AGM and Voting at the AGM are requested to send a certified copy of the Board Resolution/ Authorization etc. authorizing their representative to attend and vote on their behalf, to the Scrutinizer by email at [sharmahemant619@gmail.com](mailto:sharmahemant619@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com)
6. The relevant details of the Director seeking re-appointment as required under Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015('Listing Regulations') is annexed as **Annexure- A** to the Notice.
7. The Annual Report for the financial year 2023-24 along with Notice of the AGM, Attendance Slip and Proxy Form are being sent through electronic mode to those Members whose email addresses are registered with the Company/Depository Participant(s). For members who have not registered their email addresses, physical copy of the aforesaid documents are being sent by the permitted mode. The physical copy of the Notice along with Annual Report shall also be made available to the Member(s) who

may request for the same in writing to the Company. The Notice of AGM along with the Annual Report for the financial year 2023-24 is also available on the Company's website at [www.prajeevinvestments.com](http://www.prajeevinvestments.com), websites of the Stock Exchanges i.e. CSE Limited at [www.cse-india.com](http://www.cse-india.com) respectively. The AGM Notice is also available on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

8. The Register of Members and the Share Transfer Books of the Company will remain closed from 30<sup>th</sup> August ,2024 to 05<sup>th</sup> September 2024 (both days inclusive).
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, IFSC , MICR code etc.

**For shares held in electronic form:** to their Depository Participant only and not to the Company or RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records, which will help the Company and its RTA to provide efficient and better service to the Members.

**For shares held in physical form:** to the Company's RTA in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, as per instructions mentioned in the Forms.

10. To support “Green Initiatives”, Members who have not yet registered their email address are requested to register the same with their depository participant(s) where shares are held in dematerialized form and with the RTA/Company where the shares are held in physical form. Members may follow the process detailed below for registration of email ID to obtain the Notice of AGM, Annual Report, user ID/password for e-Voting or any other document/information.
  - a. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by submitting duly filled and signed Form ISR-1, along with self attested copy of the PAN card and self-attested copy of any document (eg.: Driving License, Bank Statement, Election Identity Card, Passport, Aadhaar Card) in support of the address of the Member.
  - b. Members holding shares in dematerialized mode are requested to register/update their email addresses with their respective Depository Participants.
  - c. In case of any queries/difficulties in registering the email address, Members may write to the Company at [prajeevinvestments@gmail.com](mailto:prajeevinvestments@gmail.com)

11. **Instructions for Members for Remote e-Voting are given below:**

**a.** In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, SS-2 and Regulation 44 of the Listing Regulations and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on “e-Voting facility provided by Listed Companies”, the Company is pleased to provide the facility to members to exercise their right to vote on the resolutions proposed to be considered at the AGM by electronic means. The facility of casting the vote by the members using an electronic voting system from a place other than venue of the Meeting (“remote e-Voting”) will be provided by NSDL.

b. The remote e-Voting period commences on **Monday, 02<sup>ND</sup> September, 2024 at 9.00 a.m. (IST) and ends on Wednesday, 04<sup>th</sup> September, 2024 at 5.00 p.m. (IST)**. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **Monday, 29<sup>th</sup> August, 2023** may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.





c. Members desiring to vote through remote e-Voting may refer to the following steps:

**Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 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 e-mail address in their demat accounts in order to access e-Voting facility.

**Pursuant to aforesaid SEBI Circular, Login method for Individual shareholders holding securities in Demat mode with CDSL/NSDL/other depository participants is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ 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 “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb">https://eservices.nsdl.com/SecureWeb</a></p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 “Login” which is available under ‘Shareholder/Member’ 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 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 and you will be redirected to e-Voting website of NSDL</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

	<p>4. 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><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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 or joining virtual meeting &amp; voting during the meeting.</p>

**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
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL.	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 toll free no. 1800 22 55 33

**Step 2: Access through NSDL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

i. Login Method for NSDL e-Voting system for remote e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

- 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.
- Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
- 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.
- 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***

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

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- 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'.
  - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered.
- If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - 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).
  - Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After Entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.
- 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.
- 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.
- Now you are ready for e-Voting as the Voting page opens.

- 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.
- Upon confirmation, the message “Vote cast successfully” will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

## 12. General Guidelines for Shareholders:

- 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 [sharmahemant619@gmail.com](mailto:sharmahemant619@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) 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.
- It is strongly recommended not to share 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.
- 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.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com).
- You can also update your mobile number and email id in the user profile details of the folio which may be used for sending future communication(s).
- The facility for voting through ballot/polling papers shall be made available at the Meeting and the members attending the Meeting who have not already cast their vote by remote e-Voting shall be able to exercise their voting right at the Meeting through ballot paper. However, the members who have cast their vote by remote e-Voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again at the meeting.
- 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 i.e. **Tuesday, 29th August, 2024**. Any person who is not a member as on the said cut-off date should treat this Notice for information purpose only.
- Any person, who acquires shares of the Company and become a member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Monday, **29th August, 2024** may obtain the User ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or [mcssta@rediffmail.com](mailto:mcssta@rediffmail.com).

However, if you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password for casting your vote.

- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting or casting vote through ballot paper at the Meeting.
- Mr Hemant Sharma (Membership No. A42264, C.P No. 17411) Company Secretary in Wholetime Practice, has been appointed as the Scrutinizer to scrutinize the voting and remote e-Voting process in a fair and transparent manner.
- The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make, not later than 2 working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, and submit the Report to the Chairman or a person authorized by him in writing, who shall countersign the same.

**13. 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.**

- 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 [prajeevinvestments@gmail.com](mailto:prajeevinvestments@gmail.com).
- 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 [prajeevinvestments@gmail.com](mailto:prajeevinvestments@gmail.com).
- Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

## ANNEXURE TO ITEM NO. 2 OF THE NOTICE

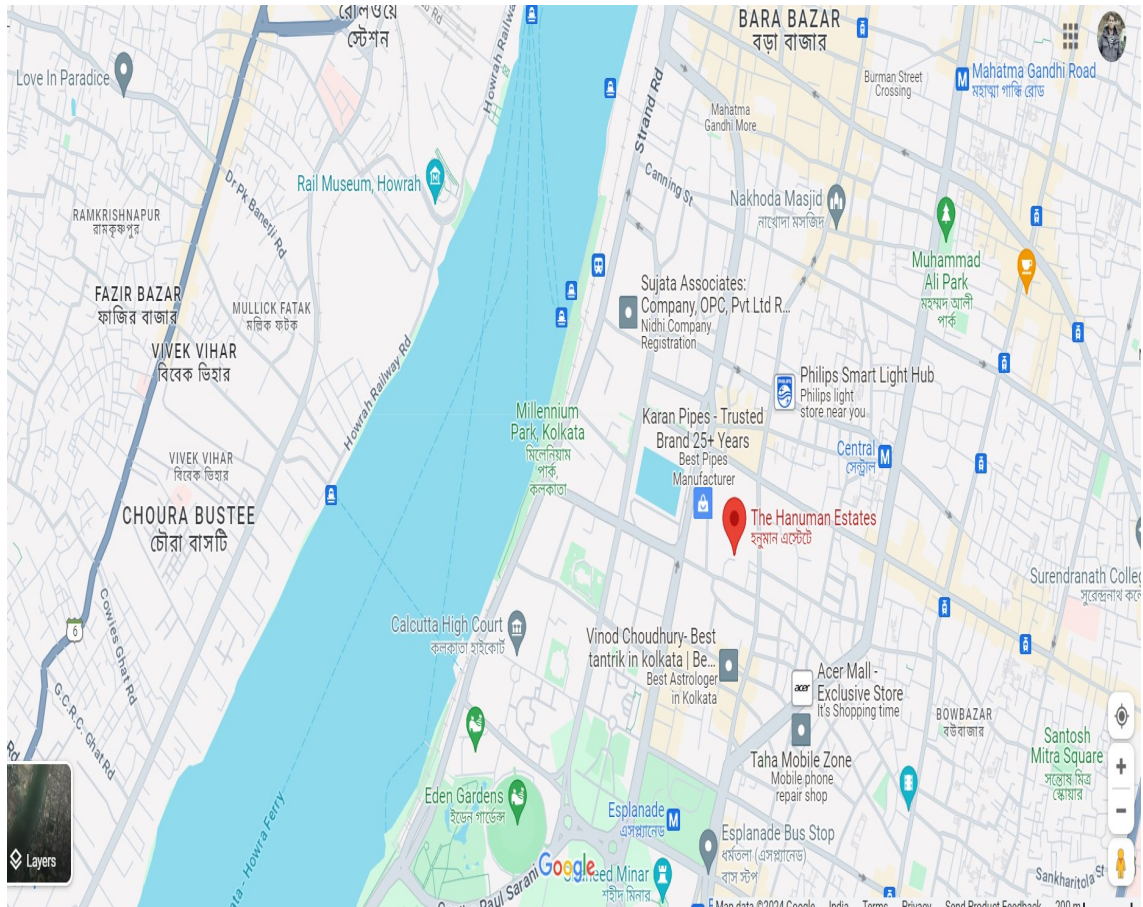
Details of Director seeking re-appointment at the forthcoming Annual General Meeting  
[in pursuance to the SEBI LODR Regulations, 2015 and Secretarial Standard on General Meetings]

(As on 31<sup>st</sup> March 2024)

<b>Name of Director</b>	Mr Gouri Shankar Rathi (DIN: 07919431)
<b>Date of Birth and Age</b>	17.03.1996 / 58 years
<b>Nationality</b>	Indian
<b>Date of First appointment on the Board of Directors of the Company</b>	01/09/2017
<b>Qualification</b>	Graduate in B.com (Hons.) from Rajasthan, Jaipur University
<b>Experience (including nature of expertise in specific functional areas ) Brief Resume</b>	35 years experience in the field of Accounts, Finance and Treasury
<b>No. of Shares held in the Company</b>	Nil
<b>List of Directorship held in other companies</b>	1. U.M Cables Limited 2. Bharat Minex Private Limited 3. Blackdiamond Trading Private Limited 4. Brij Investments Private Limited 5. UMIL Share & Stock Broking Services Limited 6. Usha Gases and Industries Limited.
<b>Chairman / Member of the Committee of the Boards of the Companies in which he is a Director</b>	Nil
<b>Listed Entities from which he resigned in the past three years</b>	Nil
<b>Relationship with other Directors, Manager and Key Managerial Personnel of the Company</b>	None
<b>Number of Meetings of the Board attended during the year 2023-24</b>	8 (Eight)
<b>Terms and Conditions of re-appointment</b>	He is a Non-Executive Non-Independent Director and liable to retire by rotation.
<b>Details of Remuneration sought to be paid</b>	Mr Gouri Shankar Rathi shall be entitled to sitting fees for attending meetings of the Board and Commission, if any as may be decided by the Board of Directors of the Company from time to time.
<b>Remuneration last drawn (including sitting fees, if any)</b>	Nil

## ROUTE MAP OF THE AGM VENUE

2<sup>ND</sup> Floor Hanuman Estates, 19 R N Mukherjee Road Kolkata 700001



**PRAJEEV INVESTMENTS LIMITED**

CIN: U65992WB1972PLC028510

Regd: office: 2nd Floor Hanuman Estate, 19 R N Mukherjee Road Kolkata 700001

Phone: +91-9073669435 Website: [www.prajeevinvestments.com](http://www.prajeevinvestments.com)

Email: [prajeevinvestments@gmail.com](mailto:prajeevinvestments@gmail.com)

**ATTENDANCE SLIP**

Name and Address of the Shareholder(s)

DP ID No../ Client ID NO./FOLIO No.

No. of Shares:

Full Name of the Member /  
Proxy attending the Meeting

I hereby record my presence at the 52<sup>nd</sup> Annual General Meeting of the Company being held at 02<sup>nd</sup> Floor Hanuman Estate, 19 R N Mukherjee Road Kolkata 700001 on **Thursday 05<sup>th</sup> Day of September 2024, at 4:00PM**

Signature of the Attending Member / Proxy

- Notes: 1. Shareholder / Proxyholder wishing to attend the meeting must bring the attendance Slip to the meeting and handover to the entrance, duly signed.
2. Shareholder / Proxyholder is requested to bring their copiers of the Annual Report with them to the meeting.

**PRAJEEV INVESTMENTS LIMITED**

**Electronic Voting**

The Company is providing electronic voting (e-voting) facility for the Resolution contained in the Notice convening 52<sup>nd</sup> Annual General Meeting on Thursday 05<sup>th</sup> day of September 2024. The Procedure for e-voting has been mentioned in the aforesaid notice. Your User ID and Password for e-voting purposes are given below.

Electronic Voting Sequence Number (EVSN)	User ID	Password

# PRAJEEV INVESTMENTS LIMITED

CIN: U65992WB1972PLC028510

Regd: office: 2nd Floor Hanuman Estate, 19 R N Mukherjee Road Kolkata 700001

Phone: +91-9073669435 Website: [www.prajeevinvestments.com](http://www.prajeevinvestments.com)

Email: [prajeevinvestments@gmail.com](mailto:prajeevinvestments@gmail.com)

## 52<sup>nd</sup> ANNUAL GENERAL MEETING

### PROXY FORM

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

Name of Member(s):

Registered Address:

Email ID:

Folio No.

DP ID no./ Client ID No.

- Applicable for investors holding shares in electronic form.

I/We being the Member(s) of ..... shares of Prajeev Investments Limited, hereby appoint :

(1) Name · .....Address : .....

Email ID: .....Signature:.....or failing him / her

(2) Name · .....Address : .....

Email ID: .....Signature:.....or failing him / her

(3) Name · .....Address : .....

Email ID: .....Signature:.....

as my/ our proxy to attend and vote (on a poll)for me/ us and on my/ our behalf at the 52<sup>nd</sup> Annual General Meeting of the Company to be held on Thursday, the 5th day of September, 2024 at 4:00pm at 2<sup>nd</sup> Floor, Hanuman Estate, 19 R N Mukherjee Road Kolkata 700001 and at any adjournment thereof in favour of/ against the Resolution(s) as are indicated below:

Resolution No	Description
Ordinary Business	
01.	Consider and Adopt (a) Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2024 together with the Reports of the Board of Directors and Auditors thereon,
02.	Re-appointment of Mr Gouri Shankar Rathi (07919431), Director of the Company who retires by rotation (Ordinary Resolution)
03.	Re-Appointment Of M/S S.P.Sarda & Co. Chartered Accountants As Statutory Auditor of the Company for Second term of 5 Years

Signed this.....day of .....2024

Signature of the Shareholder(s).....

Signature of the Proxyholder(s).....

Affix Revenue  
Stamp

**Notes:**

- (1) This form of Proxy in order to be effective should be duly completed and deposited at the Registered office of the Company not less than 48 hours before the commencement of the meeting.
- (2) Please Complete all details including details of member (s) in the above box before submission

# PRAJEEV INVESTMENTS LIMITED

CIN= U65992WB1972PLC028510

2<sup>ND</sup> Floor of Main Building of Hanuman Estates  
19 R N Mukherjee Road  
Kolkata -700 001

Phone +91 9073669435  
email- prajeevinvestments@gmail.com  
Website: www.prajeevinvestments.com

## **BOARD'S REPORT**

Dear members,

The Board of Directors hereby submits the 52<sup>nd</sup> report of the business and operations of your Company along with the audited financial statements, for the financial year ended March 31, 2024.

<b>FINANCIAL SUMMARY OR HIGHLIGHTS</b>		(Rs in lakhs)	
Particulars	31.03.2024	31.03.2023	
Turnover	18.57	12.54	
Profit before Interest, Depreciation & Tax	8.02	11.51	
Interest	0.00	0.00	
Depreciation	0.00	0.00	
Profit before Tax	8.02	11.51	
Less: Provision for Tax	1.25	1.79	
Less: Tax paid for earlier years	0.03	0.00	
Profit after Tax	6.74	9.71	
Earning Per Equity Share			
(a) Basic	6.74	9.72	
(b) Diluted	6.74	9.72	

## **DIVIDEND**

Yours Director have considered it financially prudent in the long term interest of the Company to reinvest the profit to built a strong reserve base and grow the business the Company. No Dividend has, therefore been recommended for the year ended 31<sup>st</sup> March 2024.

## **APPROPRIATIONS AND TRANSFER TO RESERVE**

The Board of Directors of your company, has decided not to transfer any amount to the reserves for the year under review.

## **CORPORATE GOVERNANCE**

By virtue of Regulation 15(2)(a) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 Provisions of the corporate governance are not applicable on the company

## **BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/ STATE OF COMPANY'S AFFAIR**

The Company has made a total revenue of 18.59 lakhs in the current year ended on 31<sup>st</sup> March 2024 as compared to Rs 12.69 lakhs in the previous year ended 31<sup>st</sup> March 2023. However the Company has incurred a Profit of Rs 6.74 lakhs in the current year as compared to Profit of Rs 9.72 lakhs in the previous year. Your directors are trying their level

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best to increase profitability in the company and are expected to make profits in the near future.

The detailed Management Discussion & Analysis report is attached hereto with the Director's Report and should be read as part of Director's report

## **CHANGE IN THE NATURE OF BUSINESS IF ANY**

During the year, there has been no change in the business activity of the company

## **SHARE CAPITAL**

The Paid up Equity Share Capital as on 31<sup>st</sup> March 2024 was 10.00 lakhs. During the year under the review, the company has not issued any shares. The Company has not issued shares with differential voting rights. It has neither issued employee stock options nor Sweat equity shares and does not have any scheme to fund it employees to purchase the shares of the company.

## **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS.**

No Such significant orders had been passed by any regulator, courts or tribunals during the financial year 2023-24

## **DETAILS OF SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES**

The Company has no subsidiary or Joint Ventures however the Company have a Associate Company. The Details of which have been provided in AOC-1.

## **PUBLIC DEPOSITS**

The Company has not accepted any public deposits during the year.

## **STATUTORY AUDITORS**

In accordance with the provision of section 139 of the Companies Act 2013, M/s **S.P. SARDA & CO. Chartered Accountants (Firm Registration no 323054E)** have been re-appointed as Statutory Auditors of the Company to hold office from the conclusion of 52<sup>nd</sup> Annual General Meeting till the conclusion of 57<sup>th</sup> Annual General Meeting of the Company at a remuneration to be decided by the Board of Directors in consultation with the auditors plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

## **AUDITOR'S REPORT**

There were no qualification, reservation or adverse remark or disclaimer made by the auditor in his report for the financial year 2023-24.

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## **COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company has complied with all the applicable Secretarial Standards

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows.

(A) **Conservation of Energy** : The Company's operations are not power extensive. The Company is taking every Step to conserve and minimize the use of energy wherever possible.

(B) **Technology Absorption**: The Company has not imported any technology during the year 2023-24

(C) **Foreign exchange earnings and Outgo**: There was no inflows and outflows of the foreign exchange during the year.

## **CORPORATE SOCIAL RESPONSIBILITY:**

As the provisions of Section 135 of the Companies Act,2013 and the rules thereunder, do not applicable on the company. Therefore the Company is not required to comply with this section

## **PARTICULARS OF EMPLOYEES:**

The Company has not employed any individual whose remuneration falls within the perview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

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

The Company have not granted any Loans or Guarantee during the financial year and Since the Company is an NBFC Company Section 186 doesnot apply related with investments activities.

## **DIRECTORS AND KMP**

During the Financial year the following changes are made in the Composition of Board of Directors.

Sl No	Name of Director	Appointment or Cessation	Date of Appointment or cessation
1.	Anil Kumar Agarwal	Chief Executive Officer	01.02.2024
2.	Dhrub Jyoti Basu	Director	06.02.2024
3.	Anju Jhunhunwala	Director	06.02.2024
4.	Sarika Pachisia	Chief Financial Officer	01.02.2024
5.	Kumari Neha	Company Secretary	01.02.2024

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Appointment of Mr Dhrub Jyoti Basu and Ms Anju Jhunhunwala as an Independent Directors was regularized by the members of the Company at the Extra-ordinary general meeting held on 06<sup>th</sup> February 2024.

## **COMMITTEES OF BOARD OF DIRECTORS:**

The Board of Directors of the Company has constituted the following committees in terms of the provisions of the Companies Act.

### Audit Committee

Sr. No.	Name of the Committee Member	Position held
1.	Mr. Dhrub Jyoti Basu	Chairman
2.	Ms. Anju Jhunhunwala	Member
3.	Mr. Ghanshyam Das Lakhota	Member

### Nomination and Remuneration Committee

Sr. No.	Name of the Committee Member	Position held
1.	Ms. Anju Jhunhunwala	Chairman
2.	Mr. Dhrub Jyoti Basu	Member
3.	Mr. Ghanshyam Das Lakhota	Member

### Stakeholders Relationship Committee

Sr. No.	Name of the Committee Member	Position held
1.	Mr. Dhrub Jyoti Basu	Chairman
2.	Ms. Anju Jhunhunwala	Member
3.	Mr. Ghanshyam Das Lakhota	Member

## **NUMBER OF MEETING OF BOARD OF DIRECTORS**

During the year ended March 2024, the Board of Directors of the company met 8 (Eight) times as per the given dates.

Name of Directors	06.06.2023	07.08.2023	10.11.2023	01.02.2024	06.02.2024	20.02.2024	28.02.2024	25.03.2024
Ghanshyam Das Lakhota	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Anil Kumar Agarwal	Yes	Yes	Yes	Yes	Yes	-	-	-
Gouri Shankar Rathi	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

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Dhrub Jyoti Basu	-	-	-	-	-	Yes	Yes	Yes
Anju Jhunjunwal a	-	-	-	-	-	Yes	Yes	Yes

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All related party transactions that were entered into during the financial year 2023-24 were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Details of the transactions with related parties are provided in the accompanying financial statements. There were no transactions during the year which would require to be reported in Form AOC-2.

## **DISCLOSURE REGARDING MAINTENANCE OF COST RECORDS**

The Company is not required to maintain cost records as specified by the central government under subsection (1) of section 148 of the Companies Act, 2013.

## **SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s Garima Gupta, a Practising Company Secretary to undertake the Secretarial Audit of the Company for the year ended 31<sup>st</sup> March 2024. The Secretarial Audit Report is annexed as **Annexure A**.

## **CODE OF CONDUCT:**

The Board of Directors has approved a code of Conduct which is applicable to the Members of the Board and Senior Management Personnel of the Company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviours of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as "Code of Conduct for Board Members and Senior Management Personnel." The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and Senior Management Personnel. All the Board Members and the Senior Management personnel have confirmed compliance with the code.

## **PREVENTION OF SEXUAL HARASSMENT AT WORK PLACE**

Though there were no employees at the Company so the requirement of the Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') is not applicable on the Company.

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## **WHISTLE BLOWER POLICY**

The Company has a vigil mechanism Policy to deal with instance of fraud and mismanagement, if any. In staying true to our values of Strength, performance and passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility. The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. Towards this end, this policy is formulated to provide an opportunity to employees to access , in good faith, the Audit Committee in case they observe unethical and improper practices or any other wrongful conduct in the Company and to prohibit managerial personnel from taking any adverse personal action against those employees.

## **DECLARATION BY AN INDEPENDENT DIRECTOR**

The Independent Directors have given a declaration stating that they meet the criteria of Independence laid down in Section 149(6) of the Companies Act,2013.

## **DIRECTOR'S RESPONSIBILITY STATEMENT**

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013.

A. The applicable accounting standards have been followed in preparation of annual accounts for Financial Year ended 31<sup>st</sup> March 2024 and proper explanations have been furnished relating to material departures.

B. The accounting policies have been selected and applied consistently and prudent judgements and estimates have been made so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the company for year under review.

C. That proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with provisions of the act for safeguarding assets of the company and for preventing and detecting fraud and other irregularities.

D. The annual accounts for the Financial Year ended 31<sup>st</sup> March 2024 have been prepared on a going concern basis;

E. The adequate systems to ensure compliance with the provisions of all applicable laws are in place and are operating effectively.

F. The directors had devised proper systems to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

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

During the year under review, no materials orders were passed by any regulatory authority or court which would affect the status of going concern of the company.

## **ACKNOWLEDGEMENTS**

The Directors take this opportunity to express their appreciation for the support and co-operation extended by our various partners and other business associates. The Directors gratefully acknowledge the ongoing co-operation and support provided by all Statutory and Regulatory Authorities.

## **FOR AND ON BEHALF OF THE BOARD OF DIRECTORS PRAJEEV INVESTMENTS LIMITED**

Ghanshyam Das Lakhotia  
Director  
DIN: 05264718

Gouri Shankar Rathi  
Director  
DIN: 07919431

Place: Kolkata  
Date: 21<sup>st</sup> May 2024

# PRAJEEV INVESTMENTS LIMITED

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## 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 ventures

### Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	No Subsidiary
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A
4.	Share capital	N.A
5.	Reserves & surplus	N.A
6.	Total assets	N.A
7.	Total Liabilities	N.A
8.	Investments	N.A
9.	Turnover	N.A
10.	Profit before taxation	N.A
11.	Provision for taxation	N.A
12.	Profit after taxation	N.A
13.	Proposed Dividend	N.A
14.	% of shareholding of holding company	N.A

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year.

For and on behalf of  
Prajeev Investments Limited

Ghanshyam Das Lakhotia  
DIN: 05264718

Gouri Shankar Rathi  
DIN: 07919431

# PRAJEEV INVESTMENTS LIMITED

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## Part "B": Associates and Joint Ventures

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

(Rupees in lakhs)	
Name of associates	Blackdiamond Trading Private Limited
1. Latest audited Balance Sheet Date	31.03.2024
2. Shares of Associate/Joint Ventures held by the company on the year end	
Nos.	35000
Amount of Investment in Associates/Joint Venture	35.00
Extend of Holding%	43.75
3. Description of how there is significant influence	Associate
4. Reason why the associate/joint venture is not consolidated	Consolidated
5. Net worth attributable to shareholding as per latest audited Balance Sheet	95.00
6. Profit/Loss for the year	
i. Considered in Consolidation	5.66
ii. Not Considered in Consolidation	7.27

1. Names of associates or joint ventures which are yet to commence operations.
2. Names of associates or joint ventures which have been liquidated or sold during the year.

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For and on behalf of  
Prajeev Investments Limited

Ghanshyam Das Lakhotia  
DIN: 05264718

Gouri Shankar Rathie  
DIN: 07919431

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## **DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT**

This is to confirm that the Company has adopted the Code of Conduct for its Board Members and Senior Management Personnel. The Code is available on the Company's website at [www.prajeevinvestments.com](http://www.prajeevinvestments.com). I confirm that the company has in respect of the financial year ended 31<sup>st</sup> March 2024 received from the Senior Management Team of the Company and the members of the Board, a declaration of compliance with the code of conduct as applicable to them. For the purpose of this declaration Senior Management team means the Member of the Management one level below the Chief Executive Officer as on 31<sup>st</sup> March 2024.

Place: Kolkata  
Date: 21.05.2024

Ghanshyam Das Lakhotia  
Director  
DIN: 05264718

# PRAJEEV INVESTMENTS LIMITED

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## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### CAUTIONARY STATEMENT

The management Discussion and Analysis Report may contain certain statements that might be considered forward looking. These statements are subject to certain risks and uncertainties. Actual results may differ materially from those expressed in the statement as important factors could influence Company's operations such as Government Policies, economic development, political factors and such other factors beyond the control of the Company.

### OPPORTUNITIES & THREATS AND RISKS & CONCERN

Over the years, your company has achieved an appropriate balance between risks and return by setting up efficient risk mitigation system to meet various forms of financial and other risks. The Primary risks that the company is exposed to market risks and operational risks

### OUTLOOK

The Company is confident in spite of the possible recessionary conditions. It will perform better in view of the Strong fundamentals of the Indian Companies and to hopeto improve its turnover

### DISCUSSION ON FINNACIAL REVIEW

Rs in Lakhs

Particulars	FY 2023-24	FY 2022-23
Turnover	18.57	12.54
Profit before Interest, Depreciation & Tax	8.02	11.51
Interest	0.00	0.00
Depreciation	0.00	0.00
Profit before Tax	8.02	11.51
Less: Provision for Tax	1.25	1.79
Less: Tax paid for earlier years	0.03	0.00
Profit after Tax	6.74	9.71
Earning Per Equity Share		
(a) Basic	6.74	9.72
(b) Diluted	6.74	9.72

Place: Kolkata  
Date: 21.05.2024

Ghanshyam Das Lakhotia  
Director  
DIN: 05264718

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## CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATEION

To

M/s Prajeev Investments Limited  
2<sup>nd</sup> Floor Hanuman Estates Ltd  
19 R N Mukherjee Road  
Kolkata 700001

We, the undersigned, to the best of our knowledge and belief certify that:-

(a) We have reviewed the financial statements and the Cash flow statement for the financial year 31<sup>st</sup> March 2024 and to the best of our knowledge and belief, we state that:

- (i) these statements donot contain any materially untrue statement or omit any material fact or contain any 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 the existing accounting standards, applicable laws and regulations.

(b) We further state that to the best of our knowledge and belief, there are 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 hereby declare that all the members of the Board of Directors and management committee have conformed compliance with the code of conduct as adopted by the Company.

(d) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the audit committee defeciencias in the design or operation of internal controls, if any, of which we were aware and the steps we have taken or propose to take to rectify these defeciencias.

(e) We have indicated, based on our most recent evaluation, wherever applicable to the Auditors and the Audit Committee

- (i) Significant changes, if any, in the internal control over financial reporting during the year
- (ii) Significant changes, if any, in the accounting policies made during the year and the same has been disclosed in the notes to financial statements and
- (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management in the Company's internal control system over financial reporting

Place: Kolkata  
Date: 21.05.2024

Anil Kumar Agarwal  
Chief Executive Officer

Sarika Pachisia  
Chief Financia Officer

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**For The Financial Year Ended 31<sup>st</sup> March, 2024**

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

To,  
The Members,  
Prajeev Investments Limited  
2<sup>nd</sup> Floor Hanuman Estates Ltd  
19 R N Mukherjee Road  
Kolkata-700001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. **PRAJEEV INVESTMENTS LIMITED** (hereinafter called the “Company”) bearing CIN No. U65992WB1972PLC028510 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 and as per the explanations given to us and the representations made by the Management, 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, 2024 (“**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 **PRAJEEV INVESTMENTS LIMITED** for the financial year ended on 31<sup>st</sup> March, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) to the extent applicable to the Company:

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable during the Audit Period)**
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable during the Audit Period)**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities and Security Receipts) Regulations, 2008; **(Not Applicable 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, 2021; **(The Company has started the Process for Delisting from Calcutta Stock Exchange)**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable during the Audit Period)**
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable during the Audit Period)**
- (j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(vi) Information Technology Act, 2000 and the rules made thereunder.

As informed by the management, the Company is an NBFC Company having registration no B – 05.04033 and following the guidelines as per RBI Act. The CIN no of the Company is L65992WB1972PLC028510 however due erroneous in filing earlier CIN no have been changed to U65992WB1972PLC028510. The Company is in process to rectify the CIN.

I further report that, having regard to the compliance system prevailing in the company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the company has generally complied with the laws applicable to the company.

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

- (i) The Secretarial Standards pursuant to Section 118(10) of the Act issued (SS-1 & SS-2) by The Institute of Company Secretaries of India complied generally.
- (ii) The Listing Agreements entered into by the Company with, Calcutta Stock Exchange Limited.

During the Audit period under review and as per representations and clarifications provided by the management, I confirm that the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc. as mentioned hereinabove.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

**I further report that,**

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors. There were few changes in the composition of the Board of Directors during the period under review.
2. 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.
3. All decisions at the Board Meetings and Committee 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 as per the explanations given to me and the representations made by the Management and relied upon by me there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, as per the explanations given to us there were no specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. as referred to above.

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

Date: 20.05.2024  
Place: Kolkata

For M/s Garima Gupta  
Practising Company Secretary

C.P No 9308, ACS No. 9308  
PRN No.: 3519/2023

## **‘Annexure A’**

To,  
The Members,  
Prajeev Investments Limited

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

### **Management Responsibility**

1.It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

### **Auditor’s Responsibility**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India.
4. We believe that audit evidence and information obtained from the Company’s management is adequate and appropriate for us to provide a basis for our opinion.
5. Wherever required, we have obtained reasonable assurance whether the statements prepared, documents or records, in relation to Secretarial Audit, maintained by the Company, are free from misstatement.
6. Wherever required, we have obtained the management’s representation about the compliance of laws, rules and regulations and happening of events etc.

### **Disclaimer**

7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted affairs of the Company.
8. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

Date: 20.05.2024  
Place: Kolkata

For M/s Garima Gupta  
Practising Company Secretary

UDIN:

C.P No 9308, ACS No. 9308  
PRN No.: 3519/2023

**INDEPENDENT AUDITOR'S REPORT**

**TO THE MEMBERS OF PRAJEEV INVESTMENTS LIMITED**

**Report on the Audit of the Standalone Ind AS Financial Statements**

**Opinion**

We have audited the accompanying standalone Ind AS financial statements of PRAJEEV INVESTMENTS LIMITED, which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss and Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone Ind AS financial statements").

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2021, as amended, ("Ind AS") and other accounting principles generally accepted in, of the state of affairs of the Company as at March 31, 2024, the Profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

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

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements of the current year. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

**Information Other than the Standalone Ind AS financial Statements and Auditor's Report Thereon**

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



## **S. P. Sarda & Co.**

*Chartered Accountants*

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

In connection with our audit of the statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

### **Management's Responsibility for the Standalone Ind AS financial Statements**

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

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

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

### **Auditor's Responsibilities for the Audit of the Standalone Ind AS financial Statements**

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

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



## **S. P. Sarda & Co.**

*Chartered Accountants*

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

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

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

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

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

**Siddha Weston, 9, Weston Street, Unit No. 320, Kolkata-700013 | Phone No. 033 40064746**

**Email: [spsarda1995@yahoo.com](mailto:spsarda1995@yahoo.com)**



**Report on Other Legal and Regulatory Requirements**

1. As required by the Non-Banking Financial Companies Auditors' Report (Reserve Bank) Directions, 2008 ("the Directions") issued by the Reserve Bank of India ("the Bank") in exercise of powers conferred by Section 45MA of the Reserve Bank of India Act, 1934 and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we hereby report on the matters specified in paragraphs 3 and 4 of the said Directions to the extent applicable:

i. The Company is engaged in the business of a non-banking financial institution and has duly obtained a Certificate of Registration (Certificate No. B.05.04033) from the Reserve Bank of India Act, 1934.

ii. The Company is holding COR issued by the Bank. The Company has more than 50% of its assets in financial assets and it has earned 100% income from financial assets.

iii. The Net-Owned fund of the company is not more than 50 crores as on 31<sup>st</sup> March, 2024.

iv. The Board of Directors have duly passed a resolution for the non-acceptance of the "Public Deposits" within the meaning of paragraph 2(1)(xii) of Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998 for the financial year ended 31st March, 2024.

v. The Company has not accepted any "Public Deposits" within the meaning of paragraph 2(1) (xii) of Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998 during the year ended 31st March, 2024.

vi. The Company has complied with the prudential norms relating to income recognition, accounting standards, assets classification and provisioning for bad and doubtful debts as far as applicable to it in terms of Non-Systemically Important Non-Banking Financial (Non – Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2016/Non-Banking Financial (Non – Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

vii. The Company is Non-Systemically Important non-deposit taking NBFC as defined in paragraph 2(1) (xxviii) of the Non-Systemically Non-Banking Financial (Non – Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2016 & accordingly Para 3(c) (iv) of the Directions is not applicable.

2. As required by Section 143 (3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including and the Cash Flow dealtwith by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2021.



e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 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 A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, during the year no remuneration was paid by the Company to its directors during the year under the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has no pending litigation as on the Balance sheet date.

ii. The Company has no long-term contracts including derivative contracts for which there were any material foreseeable losses,

iii. No amount was required to be transferred, to the Investor Education and Protection Fund by the company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.



v. As stated in Notes to the standalone financial statements

- (a) No Dividend was proposed in the previous year.
- (b) No interim dividend declared and paid by the Company during the year
- (c) The Board of Directors of the Company have not proposed any dividend for the year.
- (d) The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023. Based on our examination which included test checks, the Company has not used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility.

3. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For S P Sarda & Co.,  
Chartered Accountants  
Firm's registration No. 323054E

  
**S. P. Sarda**  
Partner

Membership No. 057550

Date: 21/05/2024

UDIN: 24057550BKAVKX 4194



**Annexure "A" to the Independent Auditor's Report of the even date to the members of PRAJEEV INVESTMENTS LIMITED on the standalone Ind AS financial statement for the year ended 31 March 2024.**

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

1. We have audited the internal financial controls over standalone Ind AS financial reporting of **PRAJEEV INVESTMENTS LIMITED** ("the Company") as of 31<sup>st</sup> March 2024 in conjunction with our audit of standalone Ind AS financial statement of the Company for the year ended on that date.

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

2. 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 Act.

**Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over standalone Ind AS 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") issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, 2013 to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over standalone Ind AS financial reporting and their operating effectiveness. Our audit of internal financial controls over standalone Ind AS financial reporting included obtaining an understanding of internal financial controls over standalone Ind AS 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.
5. 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 standalone Ind AS financial reporting.



## **S. P. Sarda & Co.**

Chartered Accountants

### **Meaning of Internal Financial Controls over Standalone Ind AS financial Reporting**

6. A Company's internal financial control over standalone Ind AS 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 standalone Ind AS 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 Standalone Ind AS financial Reporting**

7. Because of the inherent limitations of internal financial controls over standalone Ind AS 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 standalone Ind AS 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**

8. In our opinion, to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls system over standalone Ind AS financial reporting and such internal financial controls over standalone Ind AS financial reporting were operating effectively as at 31 March 2024 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S P Sarda & Co.

Chartered Accountants

Firm's registration No. 323054E

  
S P Sarda

Partner

Membership No. 057550

Place: Kolkata

Date: 21/05/2024

UDIN: 24057550BKAVKX4194



## **ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT**

To the best of our information and according to the explanations provided to us by the company and the books of account and records examined by us in the normal course of business, we state that:

### **i. Property, Plant and Equipments:**

The company has no Property, Plant and Equipment accordingly reporting under clause (a), (b), (c), (d) and (e) of the said order is not applicable during the year.

### **ii. 2. Inventory:**

a) The Company does not have any inventory. Accordingly, reporting under clause 3(ii) (a) of the Order is not applicable.

b) The Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point during the year. Accordingly, reporting under clause 3(ii) (b) of the Order is not applicable.

### **iii. Loans, Guarantee and Advances given:**

In our opinion and according to the information and explanations given to us, the Company has not made any investments, provided any guarantee or security or granted any loans or advances in nature of loans, secured or unsecured to companies, firms, Limited Liability Partnership. Accordingly, reporting under clause 3(iii) (a), (b), (c), (d), (e) and (f) of the Order are not applicable.

### **iv. Loans, Guarantee and Advances to Director of Company:**

During the year, the Company has not granted any loans or made any investments, or provided any guarantee or security to parties covered under section 185 and 186 of the Act. Accordingly, clause 3(iv) of the said Order is not applicable to the Company.

### **v. Deposits:**

In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or deemed to be deposits during the year and therefore, the provisions of the clause 3(v) of the Order is not applicable to the Company.

### **vi. Maintenance of costing records:**

The Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Act in respect of any activities of the Company. Therefore, the provision of Clause 3(vi) of the said Order is not applicable to the Company.



**vii. Deposit of statutory liabilities:**

a) According to the information and explanations given to us and on the basis of our examination the records, the Company is generally regular in depositing undisputed applicable statutory dues including Goods and Services Tax, income tax and any other statutory dues to the appropriate authorities and there are no undisputed dues outstanding as on March 31, 2024 for a period of more than six months from the date they become payable.

b) In our opinion and according to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited.

**viii. Disclosure of Undisclosed Transactions:**

There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

**ix. Loans or Other Borrowings:**

a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not taken any loans or other borrowings from banks, financial institutions and Government. Accordingly, clause 3(ix) (a) of the Order is not applicable.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not have any outstanding dues on account of loan payable to bank or financial institution or other lender. Accordingly, clause 3(ix) (b) of the Order is not applicable.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not obtained any term loans during the year. Accordingly, reporting under clause 3(ix) (c) of the Order is not applicable.

d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not raised funds on short-term basis from banks and financial institutions during the year. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable.

e) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) The Company has not raised any secured loans during the year. Accordingly, reporting on clause 3(ix)(f) of the Order is not applicable.



**x. Money Raised by IPOs, FPOs:**

- a) According to the information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments).
- b) According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

**xi. Fraud and whistle-blower complaints:**

- a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- c) No whistle-blower complaints have been received by the Company during the year.

**xii. Nidhi Company:**

The Company is not a Nidhi Company. Accordingly, reporting under clause 3 (xii) of the Order is not applicable to the Company.

**xiii. Related Party Transactions:**

In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

**xiv. Internal Audit System:**

As per section 138 of the Act read with Rule 13 of the Companies (Accounts) Rules, 2014, the provisions of Internal Audit are not applicable on the Company. Therefore, clause (xiv) of the order is not applicable to the company.

**xv. Non Cash Transactions:**

In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors during the year and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

**xvi. Registration under RBI act:**

a) According to the information and explanation given to us and the records of the company examined by us, the company is registered under section 45 IA of the Reserve Bank of India Act, 1934 vide its Registration Number B.05.04033.

b) According to the information and explanation given to us and the records of the company examined by us, the company is engaged in Non-Banking Financial activities with a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3 (xvi) (b) of the Order is not applicable.

c) According to the information and explanation given to us and the records of the company examined by us, the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and is fulfilling the said criteria.

d) The Group has more than one CIC as part of the Group, viz. Brij Investments Private Limited (Registration Number B. 05.05190) and Umil Share & Stock Broking Services Limited (Registration Number 05.00669).

**xvii. Cash Losses:**

The company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

**xviii. Resignation of Statutory Auditors:**

There has been no instance of any resignation of the statutory auditors occurred during the year.

**xix. Material uncertainty on meeting liabilities:**

On the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet will get discharged by the company as and when they fall due.



**S. P. Sarda & Co.**

*Chartered Accountants*

**xx. Compliance of CSR:**

The Company is not required to spend amount in pursuance of the Corporate Social Responsibility as stipulated under Section 135 of the Companies Act, 2013. Accordingly, reporting under clause 3(xx) (a) and (b) of the Order are not applicable.

**xxi. Qualifications or adverse remarks in the consolidated financial statements:**

The Company is not required to prepare Consolidated Financial Statements. Accordingly, clause 3(xxi) of the Order is not applicable.

For S. P Sarda & Co.

Chartered Accountants

ICAI Firm's Registration No. : 323054E



S. P. Sarda

(Partner)

Membership No : 057550

Place : Kolkata

Date : 21/05/2024

UDIN : 24057550BKAVKX4194



**PRAJEEV INVESTMENTS LIMITED**

( CIN - U65992WB1972PLC028510)

**Balance Sheet as ON 31-03-2024**

Particulars	Note No.	( Rs in 000)	( Rs in 000)
		31-03-2024	31-03-2023
<b>ASSETS</b>			
<b>Non -Current Assets</b>			
<u>Financial Assets</u>			
Investments	3	49,245	48,697
Other Non-Current assets		-	-
<b>Total Non-Current Assets</b>		<b>49,245</b>	<b>48,697</b>
<b>Current Assets</b>			
<u>Financial Assets</u>			
Trade Receivable			
Cash & Cash Equivalents	4	80	45
Others Financial Assets			
Current Tax Assets (net)	5	87	3
<b>Total Current Assets</b>		<b>167</b>	<b>47</b>
<b>Total Assets</b>		<b>49,412</b>	<b>48,744</b>
<b>EQUITY AND LIABILITIES</b>			
Equity Share Capital	6	1,000	1,000
Other Equity	7	48,404	47,730
<b>Total Equity</b>		<b>49,404</b>	<b>48,730</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
<u>Financial Liabilities</u>			
Other Financial Liabilities			
Provisions		-	-
<b>Total Non-Current Liabilities</b>		<b>-</b>	<b>-</b>
<b>Current Liabilities</b>			
<u>Financial Liabilities</u>			
Trade Payables	8	9	14
Provisions		-	-
<b>Total Current Liabilities</b>		<b>9</b>	<b>14</b>
<b>Total Liabilities</b>		<b>9</b>	<b>14</b>
<b>Total Equity and Liabilities</b>		<b>49,412</b>	<b>48,744</b>

Significant Accounting Policies and  
Notes on Accounts

1 & 2  
3-32

As per our report of even date.

**For S.P.SARDA & CO**

Firm Registration No. 323054E

Chartered Accountants

(S.P.Sarda)

Partner

Membership No. 057550

Place: Kolkata

Dated: 21/05/2024

UDIN: 24057550BKAVK X 4194

**For Prajeev Investments Limited**

A K Agarwal  
Chief Executive  
officer

G D Lakhota  
Director  
DIN: 05264718

G S Rathi  
Director  
DIN: 07919431

Sarika Pachisia  
Chief Financial  
Officer

Kumari Neha  
Company Secretary  
ACS:A67731

**PRAJEEV INVESTMENTS LIMITED**

(CIN - U65992WB1972PLC028510)

**Statement of Profit and Loss as on 31-03-2024**

Particulars	Note No.	(Rs in 000)	(Rs in 000)
		31-03-2024	31-03-2023
<b>Revenue from Operation</b>			
Interest Income	9	1	15
Other operating Income	10	1,857	1,254
<b>Total Revenue from operations</b>		<b>1,859</b>	<b>1,269</b>
<b>Other income</b>		-	-
<b>Total Income</b>		<b>1,859</b>	<b>1,269</b>
<b>Expenses:</b>			
Employee benefit expenses	11	56	-
Finance Cost	12	183	4
Depreciation and amortisation expenses		-	-
Other Expenses	13	818	114
<b>Total expenses</b>		<b>1,057</b>	<b>117</b>
<b>Profit/(Loss) before tax</b>		<b>802</b>	<b>1,151</b>
<b>Tax expense:</b>			
(a) Current tax		125	180
(b) Earlier year tax		3	-
(c) Deferred tax Liability (reversal)		-	-
<b>Total tax expenses</b>		<b>128</b>	<b>180</b>
<b>Profit/(loss) after tax</b>		<b>674</b>	<b>972</b>

**Earning per Equity Share (from continuing operations)**

Nominal Value of per Share Rs 10/-

Basis

6.74

9.72

Diluted

6.74

9.72

Significant Accounting Policies and

1 &amp; 2

Notes on Accounts

3-32

As per our report of even date.

**For S.P.SARDA & CO**

Firm registration No. 323054E

Chartered Accountants

**(S.P.Sarda)**

Partner

Membership No. 057550

Place: Kolkata

Dated: 21/05/2024

UDIN: 24057550BKAVKX4194

**A K Agarwal**

Chief Executive officer

**For Prajeev Investments Limited****G D Lakhota**

Director

DIN: 05264718

**G S Rathi**

Director

DIN: 07919431

**Sarika Pachisia**

Chief Financial Officer

**Kumari Neha**

Company Secretary

ACS:A67731



**PRAJEEV INVESTMENTS LIMITED**  
( CIN - U65992WB1972PLC028510)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024**

Particulars	( Rs in 000) Figures for the Year Ended 31.03.2024 (Rs.)	( Rs in 000) Figures for the Year Ended 31.03.2023 (Rs.)
<b>A. Cash Flow from Operating Activities</b>		
Net Profit / (Loss) before tax	802	1,151
<b>Adjusted for:</b>		
Contingent Provision against Standard Assets	-	-
Depreciation	-	-
Dividend	(1,571)	(1,254)
Interest Income	-	(15)
Profit on Disposal of Investments	(287)	-
Operating Profit before Working Capital Changes	(1,055)	(117)
<b>Movement in Working Capital</b>		
Decrease/ (increase) in Non Current Investments	-	-
Decrease/ (increase) in Trade and Other Receivables	-	-
Increase/ (decrease) in Short Term Provision	-	-
Increase/ (decrease) in Trade and Other Payable	(6)	-
Cash generated from/ (used in) Operations	(1,061)	(117)
Direct taxes paid (net of refunds)	212	182
<b>Net cash flow from/ (used in) Operating Activities</b>	(1,273)	(299)
<b>B. Cash Flow from Investing Activities</b>		
Purchase of Investments	(548)	(980)
Interest Income	-	15
Profit on Disposal of Investments	287	-
Dividend	1,571	1,254
<b>Net Cash Flow from/ (used) in Investing Activities</b>	1,309	289
<b>C. Cash Flow from Financing Activities</b>		
Interest	-	-
Increase/ (decrease) in Short Term Borrowings	-	-
<b>Net Cash Flow from / (used) in Financing Activities</b>	-	-
Net Increase / (Decrease) in Cash and Cash Equivalents	36	(11)
Cash and cash equivalents at the beginning of the year	45	56
Cash and cash equivalents at the end of the year*	80	45
	(0)	0

\* Note:- The above cash flow statement has been prepared in under the indirect method as set out in the Indian Accounting Standard-7 on Cash Flow Statements prescribed under Companies Act 2013.

As per our report of even date.

**For S.P.SARDA & CO**

Firm registration No. 323054E

Chartered Accountants

(S.P.Sarda)

Partner

Membership No. 057550

Place: Kolkata

Dated: 21/05/2024

UDIN:



A K Agarwal

Chief Executive officer

G D Lakhotia

Director

DIN: 05264718

G S Rathi

Director

DIN: 07919431

Sarika Pachisia

Chief Financial Officer

Kumari Neha

Company Secretary

ACS:A67731



240576508KAVKX 4194

**GENERAL INFORMATION, SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS**  
**AS ON 31-03-2024**

**1 Corporate Information:**

The Company is Prajeev Investments Limited ('the Company') is incorporated in India under the provisions of Companies Act, applicable in India and is a Non-Banking Finance Company (NBFC) regulated by the Reserve Bank of India ('RBI').

**2 STATEMENT ON SIGNIFICANT ACCOUNTING POLICIES**

**a) Basis of Preparation of Accounts**

These standalone Ind AS financial statements of the Company have been prepared in accordance with Indian Accounting Standard (Ind AS) and presentation requirements of Division III of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair value. The IND AS are prescribed under section 133 of the Companies Act, 2013 (the 'Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act. The accounting policies have been applied consistently over the periods presented in the financial statements.

**b) Use of estimates**

The preparation of the financial statements is in conformity with Generally Accepted Accounting Principles (GAAP) in India and requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, assets and liabilities and disclosures relating to contingent liabilities as on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in future periods.

**c) Investments**

Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of the investments. Such reduction being determined and made for each investment individually.

**d) Revenue Recognition**

- (i) Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- (ii) Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.
- (iii) Dividend income from Shares / Mutual Fund is recognised on receipt basis
- (iv) Income and expenditure are recognised on accrual basis

**e) Employee Benefits**

Short term employee benefits are recognised as an expense in statement of profit and loss of the year in which the employee has rendered services. Accounting standard (AS) 15 (revised 2005) is applicable for the company but the number of employees are less than 10, hence no provision for long term employee benefits such as gratuity, pf etc. has not been provided in the accounts (Less Ten).

**f) Taxation**

**Current Taxation**

Current Tax is determined as the amount of tax payable in respect of taxable income for the period based on applicable tax rates and laws.

**Deferred Taxation**

Deferred tax is recognised, subject to consideration of Prudence, on time difference, being the difference between income and accounting Income that originate in one period and are capable of reversal in one or more subsequent period. Deferred tax Assets arising on account of unabsorbed depreciation or carried forward of losses are recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient future tax income will be available against which such deferred tax assets can be realised.

**g) Earnings per Share**

In determining earnings per share, the Company considers the net profit after tax and includes the post-tax effect of any extra-ordinary item. The number of equity shares used in computing basic earnings per share is the weighted average number of equity shares outstanding during the period. The number of equity shares used in computing diluted earnings per share comprises weighted average number of equity shares considered for deriving basic earnings per share and also weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

**h) Provisions and contingent liabilities**

The Company recognizes a provision when there is a present obligation as a result of past event that probably requires an out flow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a Contingent Liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources.

**3 Investments**

**Non Current Investment**  
**Unquoted (Valued at cost)**

**Investment in Equity Shares**

Blackdiamond Trading Pvt Ltd  
Brij Investments Pvt Ltd  
Jhawar Venture Management Pvt Ltd (Physical)  
KGVK Agro Ltd (Physical)  
Neutral Publishing House Ltd  
PARS Consultancy & Services Pvt Ltd (Physical)  
UMIL Share & Stock Broking Services Ltd  
Usha Breco Ltd

31st March 2024	
Quantity	Amount
35,000	3,500
10	0
35,000	3,500
27,475	500
2,00,000	5,005
5,000	500
50	1
4,73,869	3,837
7,76,404	16,842

31st March 2023	
Quantity	Amount
35,000	3,500
10	0
35,000	3,500
27,475	500
2,00,000	5,005
5,000	500
50	1
4,73,869	3,837
7,76,404	16,842

**Quoted (Valued at cost)**

**Investment in Equity Shares**

Aditya Birla Capital Market Ltd  
RBL Bank Ltd  
Usha Martin Education & Solutions Ltd  
Usha Martin Ltd

2,000	366
2,045	1,003
18,57,610	9,485
6,32,000	20,750
24,93,655	31,603

2,000	366
2,045	1,003
20,57,610	10,506
6,27,000	19,000
26,88,655	30,875

**Investment in Mutual Fund**

Aditya Birla Sunlife - Liquid Fund  
ICICI Prudential Liquid Fund Growth  
Kotak Liquid Fund Regular Plan Growth

2,087.870	800
-	-
-	-
	800
	49,245

-	-
1,494.454	490
109.383	490
	980
	48,697

**Fair Market Value as on Balance Sheet date:**

Unquoted Shares  
Quoted Shares

16,842
2,11,419

16,842
1,42,557



**PRAJEEV INVESTMENTS LIMITED**  
( CIN - U65992WB1972PLC028510)

	31-3-2024	31-3-2023
<b>4 Cash and Cash Equivalents</b>		
Cash in Hand	14	3
Balance in current account	66	41
	<b>80</b>	<b>45</b>

<b>5 Current Tax Assets (net)</b>		
Income Tax /TDS (Net off Prov. For Tax Rs 125100, P.Y. Rs. 179600)	87	3
	<b>87</b>	<b>3</b>

<b>6 Equity Share Capital</b>	31-3-2024	31-3-2023
<u>Authorised</u>		
200000 Equity Shares of Rs.10 each	2,000	2,000
155000 Preference Share of Rs. 100 each	15,500	15,500
	<b>17,500</b>	<b>17,500</b>
<u>Issued Subscribed and Paid-up</u>		
100000 equity shares of Rs.10/- Each Fully Paid up	1,000	1,000
	<b>1,000</b>	<b>1,000</b>

a) Reconciliation of shares																			
		<table><tr><th>Nos.</th><th>Amount</th></tr><tr><td>Balance at the beging of Financial Year</td><td>1,00,000</td></tr><tr><td>Allotment during the Financial Year</td><td>-</td></tr><tr><td>Balance at the end of Financial Year</td><td>1,00,000</td></tr></table>	Nos.	Amount	Balance at the beging of Financial Year	1,00,000	Allotment during the Financial Year	-	Balance at the end of Financial Year	1,00,000	<table><tr><th>Nos.</th><th>Amount</th></tr><tr><td>Balance at the beging of Financial Year</td><td>1,00,000</td></tr><tr><td>Allotment during the Financial Year</td><td>-</td></tr><tr><td>Balance at the end of Financial Year</td><td>1,00,000</td></tr></table>	Nos.	Amount	Balance at the beging of Financial Year	1,00,000	Allotment during the Financial Year	-	Balance at the end of Financial Year	1,00,000
Nos.	Amount																		
Balance at the beging of Financial Year	1,00,000																		
Allotment during the Financial Year	-																		
Balance at the end of Financial Year	1,00,000																		
Nos.	Amount																		
Balance at the beging of Financial Year	1,00,000																		
Allotment during the Financial Year	-																		
Balance at the end of Financial Year	1,00,000																		

b) Shareholders holding more than 5% of Equity Share capital		
<u>Name of Shareholders</u>	<u>Nos.</u>	<u>% Holding</u>
Shri Brij Kishore Jhawar	91,800	91.80%

c) Shareholding of Promoters as below:		
Shares held by promoters at the end of the year		
Sl No.	Promoter's name	
1	Rajeev Jhawar	
2	Brij Kishore Jhawar	
3	Shanti Devi Jhawar	
4	Susmita Jhawar	
5	Stuti Raghav Agarwalla	
6	Shreya Jhawar	
7	Amisha Jhawar	

31st March 2024	
No. of Shares	% Change
500	0%
91,800	0%
2,200	0%
1,000	0%
500	0%
1,000	0%
1,000	0%

31st March 2023	
No. of Shares	% Change
500	0%
91,800	0%
2,200	0%
1,000	0%
500	0%
1,000	0%
1,000	0%

<b>8 Trade Payables</b>		
Audit Fees Payable	9	9
Rates & Taxes Payable	-	6
	<b>9</b>	<b>14</b>

8a	Particulars	Outstanding for following periods from due date of payment - 31 March 2024				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
	(i) MSME	-	-	-	-	-
	(ii) Others	9	-	-	-	9
	(iii) Disputed dues – MSME	-	-	-	-	-
	(iv) Disputed dues - Others	-	-	-	-	-

8b	Particulars	Outstanding for following periods from due date of payment - 31 March 2023				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
	(i) MSME	-	-	-	-	-
	(ii) Others	14	-	-	-	14
	(iii) Disputed dues – MSME	-	-	-	-	-
	(iv) Disputed dues - Others	-	-	-	-	-

<b>Revenue from Operation</b>		
<b>9 Interest Income</b>	1	15
	<b>1</b>	<b>15</b>

<b>10 Other operating income</b>		
Dividend Income	1,571	1,254
Profit on Sale of MF/ Shares	287	-
	<b>1,857</b>	<b>1,254</b>

<b>11 Employees Benefits Expenses</b>		
Salary	56	-
	<b>56</b>	<b>-</b>

<b>12 Finance Cost</b>		
Interest Paid	183	4
	<b>183</b>	<b>4</b>



**PRAJEEV INVESTMENTS LIMITED**  
(CIN - U65992WB1972PLC028510)

	Currency in INR '000		Currency in INR '000	
	31-3-2024		31-3-2023	
<b>13 Other Expenses</b>				
<u>Audit Fees:</u>				
Statutory Audit Fees	9		9	
Other Matters	16	25	1	10
Advertisement Expenses		32		-
Bank Charges		0		-
Brokerage		9		5
Demat Charges		7		3
Filing Fees		155		27
Listing Fees		388		-
General Expense		6		0
GST Paid		32		12
IPFT Charges		0		-
Professional Fees		48		8
Rates & Taxes		6		5
Rent		13		13
Stamp Charges		0		0
SEBI Turnover Charges		0		-
Security Transactions Charges		3		-
Services Tax		5		-
Telephone Charges		7		2
Transaction Charges		0		-
Travelling & Conveyance		82		30
	<b>818</b>		<b>114</b>	

**14 Important Financial Ratios**

Particulars	Numerator/ Denominator		31-3-2024	31-3-2023	% Variance	Reason for variance (more than 10%)
Current Ratio	Current Assets/Current Liabilities		19.66	3.30	4.96	NA
Debt Equity Ratio	Total Debt/Shareholder's Equity	Total Equity	NA	NA	NA	NA
Debt Service Coverage Ratio	Earnings available for debt services/(Interest+Installments)	Debt Service = Interest	N/A	N/A	N/A	NA
Return on Equity Ratio	(Net Profit after taxes-Preference Dividend(if any))/Shareholder's Equity*100	Average total equity	0.01	0.02	(0.32)	NA
Inventory Turnover Ratio	Cost of Goods Sold/Average Inventory		N/A	N/A	N/A	NA
Trade Receivables Turnover	Net Credit Sales/Average Trade Receivables	Average trade receivables	N/A	N/A	N/A	NA
Trade Payables Turnover Ratio	Net Credit purchases/Average Trade Payables	Average trade payables	N/A	N/A	N/A	NA
Net Capital Turnover Ratio	Sales/Net Assets	Working capital	0.04	0.03	44%	Increase in Assets
Net Profit Ratio	Net Profit/Sales*100	Total Income	36.25	76.59	-53%	Increase in Expenses
Return on Capital Employed	EBIT/(1-tax rate)/Capital employed*100	Capital employed = Net worth	0.02	0.02	(0.02)	NA
Return on Investment	Net Profit after tax/Investments*100	Average invested funds in treasury investments	1.37	2.00	(0.31)	NA

- 15 The Company is a Small and Medium Sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 2013. Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.
- 16 Based on the information available with the Company, there are no dues payable to parties covered under the "Micro, Small and Medium Enterprises Development Act, 2006". There is also no interest paid or payable to such enterprises.
- 17 Figures in brackets show Negative balances.  
Figures are rearranged / regrouped wherever necessary.  
Unless otherwise mentioned, all figures are in INR '000.

**18 Related Party Disclosure**

**a Key Management Personnel**

Anil Kumar Agarwal	Chief Executive officer
Gouri Shankar Rath	Director
Ghanshyam Das Lakhota	Director

**b Relatives of Key Management Personnel and Person having significant influence in the company**  
Rajeev Jhawar

**c Enterprise where Key Management Personnel & their relatives exercise significant influence**  
Usha Martin Limited

**d Related Party Transaction**

Name	Relation	Transaction	2023-2024	
			Transaction Value (Rs. in '000)	Outstanding Credit (Debit) Balance (Rs. in '000)
Anil Kumar Agarwal	Chief Executive officer	Salary	20	-
		Reimbursement of Expenses	17.5	-
Gouri Shankar Rath	Director	Reimbursement of Expenses	17.5	-
Ghanshyam Das Lakhota	Director	Reimbursement of Expenses	17.5	-
Dhrub Jyoti Basu	Director	Reimbursement of Expenses	5	-
Anju Jhunjhunwala	Director	Reimbursement of Expenses	12	-
Sarika Pachisia	Chief Financial Officer	Salary	16	-
Kumari Neha	Company Secretary	Salary	20	-



**PRAJEEV INVESTMENTS LIMITED**  
( CIN - U65992WB1972PLC028510 )

19 Earnings per share :	Currency in INR '000	Currency in INR '000
	31-3-2024	31-3-2023
Earning per Shares (EPS) :		
a) Weighted average number of Equity shares of Rs.10/- each		
Number of shares at the beginning of the year	1,00,000	1,00,000
Shares issued during the year	-	-
Total Number of equity shares outstanding at the end of the year	1,00,000	1,00,000
Weighted average number of equity shares outstanding during the year	1,00,000	1,00,000
b) Net profit after tax available for equity share holders	674	972
c) Basic and Diluted earning per share (Rs.)	6.74	9.72
Profit after Taxation	674	972
Weighted average number of Rs. 10 share outstanding	1,00,000	1,00,000
Basic and Diluted Earning per share		
On Profit after Taxation	6.74	9.72
20 Value of Imports Calculated on CIF Basis :	NIL	NIL
21 Expenditure in Foreign Currency :	NIL	NIL
22 Earnings in Foreign Exchange :	NIL	NIL
23 Contingent Liabilities (to the extent not provided for)	NIL	NIL
24 There is no Benami Property held by or financed by the company.		
25 The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.		
26 The Company does not maintain relationship with Struck off Companies.		
27 The Company neither holds nor has carried out any transactions in any Crypto Currency/ Virtual Currency during the financial year.		
28 There has been no instance where the Company has not recorded any transaction in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), unless there is immunity for disclosure under any scheme.		
29 The company is Level IV ; Small and Medium Sized company (SMC) as defined in the gernal Instructions in respect of Accounting Standards notified under The Companies Act, 2013. Accordingly, the company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.		
30 Additional disclosure requirements as per RBI Circular No. RBI/2022-23/26 DOR.ACC.REC.No.20/ 21.04.018/2022-23		
A) Exposure		

**1) Exposure to real estate sector-NIL**

Particulars	Current Year	Previous Year
<b>i) Direct exposure</b>		
a) Residential Mortgages – Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits	NIL	NIL
b) Commercial Real Estate – Lending secured by mortgages on commercial real estate (office buildings, retail space, multipurpose commercial premises, multifamily residential buildings, multi tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits.	NIL	NIL
c) Investments in Mortgage-Backed Securities (MBS) and other securitized exposures –		
i. Residential	NIL	NIL
ii. Commercial Real Estate		
<b>ii) Indirect Exposure</b>		
Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies.	NIL	NIL
<b>Total Exposure to Real Estate Sector</b>	NIL	NIL



**PRAJEEV INVESTMENTS LIMITED**  
(CIN - U65992WB1972PLC028510)

**2) Exposure to capital market**

Particulars	Current Year	Previous Year
i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt.	NIL	NIL
ii) Advances against shares/bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity oriented mutual funds.	NIL	NIL
iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security.	NIL	NIL
iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances	NIL	NIL
v) Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers.	NIL	NIL
vi) Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources.	NIL	NIL
vii) Bridge loans to companies against expected equity flows / issues	NIL	NIL
viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds.	NIL	NIL
ix) Financing to stockbrokers for margin trading	NIL	NIL
x) All exposures to Alternative Investment Funds:		
(i) Category I	NIL	NIL
(ii) Category II	NIL	NIL
(iii) Category III	NIL	NIL
<b>Total exposure to capital market</b>	<b>NIL</b>	<b>NIL</b>

**3) Sectoral exposure**

Sectoral	Current Year			Previous Year		
	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off-balance sheet)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
<b>1 Agriculture and Allied Activities</b>	-	-	-	-	-	-
<b>2 Industry</b>						
i) BPO Solutions	-	-	-	-	-	-
ii) Jewellery	-	-	-	-	-	-
iii) Others	-	-	-	-	-	-
<b>Total of Industry (i+ii+Others)</b>	-	-	-	-	-	-
<b>3 Services</b>						
i)	-	-	-	-	-	-
ii)	-	-	-	-	-	-
Others	-	-	-	-	-	-
<b>Total of Industry (i+ii+...+Others)</b>	-	-	-	-	-	-
<b>4 Personal Loans</b>						
i)	-	-	-	-	-	-
ii)	-	-	-	-	-	-
Others	-	-	-	-	-	-
<b>Total of Industry (i+ii+...+Others)</b>	-	-	-	-	-	-
<b>5 Others, if any (please specify)</b>	-	-	-	-	-	-

**4) Intra-group exposures- NIL**

Particulars	Current Year	Previous Year
i) Total amount of intra-group exposures	-	-
ii) Total amount of top 20 intra-group exposures	-	-
iii) Percentage of intra-group exposures to total exposure of the NBFC on borrowers/customers	-	-

**5) Unhedged foreign currency exposure- NIL**

Particulars	Current Year	Previous Year
i) Unhedged foreign currency exposures	-	-
ii) Policies to manage currency induced risk- NA	-	-



31 Information as required in terms of Paragraph 18 of Master Direction - Non-Banking Financial Company - Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016.

Particulars	Amount Outstanding (Rs. '000)	Amount Overdue (Rs. '000)
<b>Liabilities Side</b>		
1) Loans & Advances availed by the NBFCs inclusive of Interest accrued thereon but not paid	-	-
a) Debentures :Secured	-	-
:Unsecured	-	-
(Other than falling within the meaning of public deposits*)	-	-
b) Deferred Credit (Car Loan)	-	-
c) Term Loans	-	-
d) Inter Corporate Loans & Borrowings	-	-
e) Commercial Paper	-	-
f) Public Deposits	-	-
g) Other Loans (Specify nature)	-	-

Assets Side :	Amount Outstanding
2) Break-up value of Public Deposits above (outstanding public deposits inclusive of interest accrued thereon but not paid) :	-
a) In the form of unsecured debentures	-
b) In the form of partly secured debentures i.e. debentures where there is a	-
c) Other public deposits	-
3) Break up of Loans and Advances including bills receivables [other than those included in (iv) below] :	-
a) Secured	-
b) Unsecured	-
4) Break up of Leased Assets and stock on hire and other assets counting towards AFC activities	-
a) Lease assets including lease rentals under Sundry Debtors :	-
i) Financial Lease	-
ii) Operating Lease	-
b) Stock on hire including hire charges under Sundry Debtors:	-
i) Assets on hire	-
ii) Repossessed Assets	-
c) Other loans counting towards AFC activities	-
i) Loans where assets have been repossessed	-
ii) Loans other than (a) above	-

5) Break up of Investments :

Current Investments :	Current Year	Previous Year
<b>Quoted :</b>		
a) Shares :	-	-
i) Equity	-	-
ii) Preference	-	-
b) Debentures & Bonds	-	-
c) Units of Mutual Funds	-	-
d) Government Securities	-	-
e) Others (Please Specify)	-	-
<b>Unquoted :</b>		
a) Shares :	-	-
i) Equity	-	-
ii) Preference	-	-
b) Debentures & Bonds	-	-
c) Units of Mutual Funds	-	-
d) Government Securities	-	-
e) Others (Please Specify)	-	-
<b>Long Term Investments :</b>		
<b>Quoted :</b>		
a) Shares :		
i) Equity	31,602.94	30,874.65
ii) Preference	-	-
b) Debentures & Bonds	-	-
c) Units of Mutual Funds	799.86	979.95
d) Government Securities	-	-
e) Others	-	-
<b>Unquoted :</b>		
a) Shares :		
i) Equity	16,842.13	16,842.13
ii) Preference	-	-
b) Debentures & Bonds	-	-
c) Units of Mutual Funds	-	-
d) Government Securities	-	-
e) Others (Gold Coin)	-	-

6) Borrower group - wise classification of assets financed in (ii) and (iii) above :

Category	(Net of provision)		
	Secured	Unsecured	Total
1. Related Parties** :			
a) Subsidiaries	NIL	NIL	NIL
b) Companies in the same group	NIL	NIL	NIL
c) Other Related Parties	NIL	NIL	NIL
2. Other than Related Parties			
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

\*\*Related parties in terms of AS-18 "Related Party relationships" notified under the Accounting Standards/ issued by the ICAI, have been certified by the management & relied upon by the Auditors.



7) Investors group - wise classification of all investments (Current and Long Term) in Shares and securities (both quoted and unquoted) :

Category	Current Year	Previous Year
	Market Value/Book Value/ Break up or Fair Value or NAV ( Net of Provision)	Market Value/Book Value/ Break up or Fair Value or NAV ( Net of Provision)
1. Related Parties** :		
a) Subsidiaries	NIL	NIL
b) Companies in the same group	3,501	3,501
c) Other Related Parties	NIL	NIL
2. Other than Related Parties	45,744	45,196
<b>TOTAL</b>	<b>49,245</b>	<b>48,697</b>

Note: Investments whose Market Value/ Break-up Value/ Fair Value/ NAV, were not available have been considered at book value for the purpose of calculation of market value.

**8) Other Information**

Particulars	Amount
a) Gross Non - Performing Assets	
1. Related Parties	NIL
2. Other than Related Parties	NIL
b) Net Non - Performing Assets	
1. Related Parties	NIL
2. Other than Related Parties	NIL
c) Assets Acquired in satisfaction of debt	NIL

**32 Disclosure as per RBI Circular DOR.No.BP.BC.63/21.04.048/2020-21 dated April 17, 2020-**

Particulars	Amount
1. Special Mention Accounts/SMA Category loans wherein the moratorium has been given	NIL
2. Amount of loan where asset classification has been extended	NIL
3. Provisions made against the above @ 5%	NIL

**For S.P.SARDA & CO**  
Firm registration No. 323054E  
Chartered Accountants

  
(S.P.Sarda)  
Partner

Membership No. 057550  
Place: **KOLKATA**  
Date: **21/08/2024**  
UDIN: **24057550BKAVKX4194**

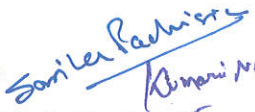


**For Prajeev Investments Limited**

  
**A K Agarwal**  
Chief Executive officer  
DIN: 05264718

  
**G D Lakhota**  
Director  
DIN: 05264718

  
**G S Rath**  
Director  
DIN: 07919431

  
**Sarika Pachisia**  
Chief Financial Officer  
DIN: 07919431

  
**Kumari Neha**  
Company Secretary  
ACS:A67731



**PRAJEEV INVESTMENTS LIMITED**  
(CIN - U65992WB1972PLC028510)

**7. Other Equity**

Particulars	Attributable to the equity holders of the parent								Total other equity	
	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus					Profit for the year		
			Capital Reserve	Securities Premium Account	Capital Redemption Reserve	Fixed Assets Revaluation Reserve	General Reserve			Reserve u/s Section 45 IC of the RBI Act, 1934
As at 1 April 2022	-	-	-	-	15,000	-	1,300	29,873	585	46,758
Profit for the year	-	-	-	-	-	-	-	195	777	972
Other comprehensive income	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	15,000	-	1,300	30,068	1,362	47,730
At 31st March 2023	-	-	-	-	15,000	-	1,300	30,068	1,362	47,730
As at 1 April 2023	-	-	-	-	15,000	-	1,300	30,068	1,362	47,730
Profit for the year	-	-	-	-	-	-	-	135	539	674
Other comprehensive income	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	15,000	-	1,300	30,203	1,901	48,404
Dividends	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	-	-
Acquisition of non-controlling interests	-	-	-	-	-	-	-	-	-	-
At 31st March 2024	-	-	-	-	15,000	-	1,300	30,203	1,901	48,404

As per our report of even date.

**For S.P.SARDA & CO**

Firm registration No. 323054E

Chartered Accountants



(S.P.Sarda)

Partner

Membership No. 057550

Place: Kolkata

Dated: 21/05/2024

UDIN: 24057550BKAVKX4194

**For Prajeev Investments Limited**

*(Signature)*

**A K Agarwal**

Chief Executive officer

DIN: 00075989

*(Signature)*

**G D Lakhota**

Director

DIN: 05264718

*(Signature)*

**G S Rathi**

Director

DIN: 07919431

*(Signature)*

**Sarika Pachisia**

Chief Financial Officer

**Kumari Neha**

Company Secretary

ACS:A67731