



# PEE CEE COSMA SOPE LIMITED

CIN : L24241UP1986PLC008344

## Company Information

<b>Board of Directors</b>		
<b>Shri Ashok Kumar Jain</b> 120, Jaipur House, Agra-282 002	: Executive Chairman	DIN : 00113133
<b>Shri Pramod Kumar Jain</b> 42, Surya Nagar, Agra-282 002	: Managing Director (Ceased on 21.08.2019)	DIN : 00112805
<b>Shri Mahendra Kumar Jain</b> 119, Jaipur House, Agra-282 002	: Whole Time Director	DIN : 00172395
<b>Shri Ankur Jain</b> 42, Surya Nagar, Agra-282 002	: Whole Time Director	DIN : 00172356
<b>Shri Mayank Jain</b> 119, Jaipur House, Agra-282 002	: Director	DIN : 00112947
<b>Shri Nemi Chandra Jain</b> 3, Churuch Road, Civil Lines, Agra-282 002	: Independent Director	DIN : 00172406
<b>Shri Amar Singh Rajput</b> 43-44, New Subhash Nagar, Phase-II Lawyer's Colony, Agra-282 002	: Independent Director	DIN : 00172301
<b>Shri Anil Gupta</b> Shanti Krishna' 5034/3, Sant Nagar, Karol Bagh, New Delhi-110 005	: Independent Director	DIN : 00283431
<b>Smt. Babita Agarwal</b> B-138, Kamla Nagar, Agra-282 005	: Independent Director	DIN : 07101475
<b>Company Secretary</b>	: Mrs. Nidhi Agarwal Flat No. 102, Kaveri Gold Apartment, Khandari, Agra-282002 (U.P.)	
<b>Chief Financial Officer</b>	: Brij Mohan Verma, 35/57 B, Lashkarpur, Agra-282 005 (U.P.)	
<b>Registered Office</b>	: "Padam Deep", G-10/8, Sanjay Place, Agra-282 002 (U.P.)	
<b>Bankers</b>	: State Bank of India, Sanjay Place, Agra	
<b>Auditors</b>	: M/s. BSD & Co., Chartered Accountants 810, 8th Floor, Antriksh Bhawan, 22, Kasturba Gandhi Marg, New Delhi-01	
<b>Works</b>	(1) 51 & 52, Malanpur Industrial Area, Malanpur, Distt - Bhind (M.P.) (2) 7th K.M. Stone, Adalpur, Dholpur (Raj.) (3) 655, Village Artoni, Agra (U.P.)	
<b>Registrar &amp; Share Transfer Agent</b>	: Skyline Financial Services Pvt. Ltd. D-153, 1st Floor, Okhla Ind. Area, Phase-I, New Delhi-110 020	
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**Annual General Meeting on Monday, 30th September, 2019  
at Hotel Ashish Palace, Fatehabad Road, Agra at 3.30 p.m.**

As a measure of economy copies of the Annual Report will not be distributed at the Annual General Meeting. Share holders are requested to kindly bring their copies to the meeting.



# PEE CEE COSMA SOPE LIMITED

## NOTICE TO THE 32ND ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of the Members of M/s Pee Cee Cosma Sope Limited will be held on Monday, 30th September, 2019 at 3.30 P.M. at Hotel Ashish Palace, Fatehabad, Agra-282001, Uttar Pradesh, to transact the following businesses:

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare a final dividend of 30% (Rs. 3.00 per equity share) for the year ended March 31, 2019.
3. To appoint a Director in place of Shri Mahendra Kumar Jain (DIN 00172395), who retires by rotation and being eligible, offers himself for re-appointment. To be passed as Special Resolution..

### SPECIAL BUSINESS :

4. To re-appoint Shri Anil Gupta, as an Independent Director for Second Term and, if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution** :  
“**Resolved that** pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 framed thereunder, read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Shri Anil Gupta (DIN: 00283431), who was appointed as an Independent Director and who holds office of the Independent Director up to 13th November, 2019 and who meets the criteria for Independence, being eligible for re-appointment be and is hereby re-appointed as a non-retiring Independent Director on the Board of the Company for Second Term of 5 (Five) consecutive years w.e.f. 14th November, 2019.”
5. To re-appoint Smt Babita Agarwal, as an Independent Director for Second Term and, if thought fit, to pass with or without modification(s),

the following resolution as **Special Resolution** :  
“**Resolved that** pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 framed thereunder, read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Smt Babita Agarwal (DIN: 07101475), who was appointed as an Independent Director and who holds office of the Independent Director up to 24th March, 2020 and who meets the criteria for Independence, being eligible for re-appointment be and is hereby re-appointed as a non-retiring Independent Director on the Board of the Company for Second Term of 5 (Five) consecutive years w.e.f. 25th March, 2020.”

6. To appoint Shri Mayank Jain (DIN: 00112947) as a Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution** :  
“**Resolved that** Shri Mayank Jain (DIN: 00112947), who was appointed as an Additional Director of the Company to hold office till the date of the Annual General Meeting, be and is hereby appointed as an ordinary Director of the Company whose office shall be liable for determination through retirement by rotation.”
7. To appoint Shri Ankur Jain (DIN: 00172356) as a Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution** :  
“**Resolved that** Shri Ankur Jain (DIN: 00172356), who was appointed as an Additional Director of the Company to hold office till the date of the Annual General Meeting, be and is hereby appointed as an ordinary Director of the Company whose office shall be liable for determination through retirement by rotation.”
8. To appoint Shri Ankur Jain (DIN: 00172356) as Whole Time Director of the Company and in this



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

**“Resolved that** pursuant to the provisions of sections 196, 197, 198 and 203 read with schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, Shri Ankur Jain be and is hereby appointed as the Whole Time Director of the Company w.e.f. 1st September, 2019 for a period of 5 years on the following remuneration:

1. Salary at the rate of Rs. 1,70,000 per month. Annual increment in salary, not exceeding Rs. 10,000/- per month as may be sanctioned by the Board will be effective from 1st April each year.
2. In addition to salary the Whole Time Director shall also be entitled to the following perquisites and allowances:
  - (i) **Gas, Electricity, Water and Furnishings:** The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.
  - (ii) **Medical Reimbursement:** Expenses incurred for self and his family.
  - (iii) **Leave Travel Concession:** Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.
  - (iv) **Club Fees:** Fees of clubs subject to a maximum of two clubs.
  - (v) **Medical Insurance:** Medical Insurance for self and his family.
3. For the purpose of calculating the above ceiling perquisites will be evaluated as per Income Tax Rules, 1962, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost.
4. The Whole Time Director shall also be entitled for the following benefits:

- (i) **Car:** Provision for use of Car for Company's business purposes and partly for personal or private purposes.
- (ii) **Telephone:** Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.
- (iii) **Entertainment Expenses:** Reimbursement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time.

Shri Ankur Jain shall not be entitled to sitting fees for attending meetings of the Board or any committee or committees thereof.

The terms and conditions of the said appointment and/or agreement may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, maximum amount payable to Mr Ankur Jain as a Whole Time Director in accordance with Schedule V of the Companies Act, 2013 or any amendments made thereafter in this regard.

Resolved further that aforesaid remuneration is approved for a period of 3 years in terms of the provisions of Schedule V of the Companies Act, 2013.

Resolved further that in the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.

Resolved further that board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorized to take all necessary steps to give effect to the aforesaid resolution.”

**Regd. Office:**

G-10/8, Padam-Deep  
Sanjay Place,  
Agra-282002  
Uttar Pradesh

By order of the board  
**For Pee Cee Cosma  
Sope Ltd.**

**Ashok Kumar Jain  
DIN:00113133  
Executive Chairman**

**Date : 30.08.2019  
Place : Agra**

**Add: 120, Jaipur House  
Agra- 282 002, U.P.**



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## NOTICE TO THE 32ND ANNUAL GENERAL MEETING

### NOTES :

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") relating to the Special Business to be transacted at the Annual General Meeting, is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
4. Every member entitled to vote at the meeting, or on any resolution to be moved thereat, shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the company, provided not less than three days' notice in writing of the intention so to inspect is given to the company.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 23rd September, 2019 to Monday, 30th September, 2019 (both days inclusive).
6. Payment of Final Dividend @30% (Rs. 3.00 per Equity Share having face value of Rs. 10 each) for the Financial Year ended on 31st March, 2019, as recommended by the Board, if

approved at this AGM, will be made only to those Members whose names appear in the Register of Members of the Company as on 23rd September, 2019, being the date of book closure or to their mandates, as the case may be. In respect of Equity Shares held in electronic form, the Final Dividend will be paid on the basis of beneficial ownership as on 23rd September, 2019, as per details furnished by the National Securities Depository Ltd. (NSDL) and Central Depositories Services (India) Ltd. (CDSL) for this purpose.

7. A. Members holding shares in physical form are requested to notify/send the following to the Registrar & Transfer Agent (RTA) of the Company M/s Skyline Financial Services Pvt Ltd., D-153/A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110 020; Phone No. 011-26812682-83:-
  - i) **Their bank account details** in order to receive payment of dividend through electronic mode,

Name	Bank Name	Bank A/c No	Branch Address	IFSC Code
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- ii) **Their email id**, in case the same have not been sent earlier, for the purpose of receiving the communication electronically,
  - iii) **Any change in their address/e-mail id/ECS mandate/ bank details, share certificate(s)**, held in multiple accounts in identical names or joint accounts in the same order of names, for consolidation of such shareholding into one account.
- B. Members holding shares in dematerialized form are requested to notify to their Depository Participant:
- i) **Their email id.**
  - ii) All changes with respect to their address, email id, ECS mandate and bank details.
- C. Kindly note that as per SEBI Circular CIR/MRD/DP/10/2013 dated March 21, 2013 it is mandatory for the company to print the bank account details of the investors in dividend payment instrument. Hence, **you are requested to register/ update your correct bank account details with the Company/RTA/Depository Participant, as the case may be.**
8. The Securities and Exchange Board of India has notified that the shareholders/ transferee of shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their Income Tax Permanent Account Number (PAN) card to the Company / RTA while transacting in the securities market including transfer, transmission or any other corporate



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action. Accordingly, all the shareholders/transferee of shares (including joint holders) in physical form are **requested to furnish a certified copy of their PAN Card to the company/ RTA** while transacting in the securities market including transfer, transmission or any other corporate action.

9. The shares of the Company are under compulsory Demat trading. **Members holding shares in physical form are requested to convert their shares into dematerialized form** in their own interest and convenience purpose.
10. In accordance with section 20 of the Companies Act, 2013 service of documents on members by a company is allowed through electronic mode. Accordingly, as a part of Green Initiative, soft copy of the Annual Report for the year ended March 31, 2019 has been sent to all the members whose email address (es) are registered with the Company/Depository Participant(s) unless any member has requested for a hard copy of the same. Further, in terms of SEBI Circular No. CIR/CFD/DIL/7/2011 dated 05.10.2011 the hard copies of Annual Report have been sent to all other members who have not registered their email address (es). **Members, who have not yet registered their email address with the Company/RTA/Depository Participant, are requested to do the same at the earliest by submitting duly filled in "e-Communication Registration Form" (available on our website [www.doctorsoap.com](http://www.doctorsoap.com) in Investor Relation) to the Company/RTA.** Members can also submit their form along with Attendance Slip at the Registration Counter at AGM. Members holding shares in dematerialized form are requested to register their email address with their Depository Participant only. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon receipt of request for the same, free of cost. The Notice of the 32nd Annual General Meeting and the Annual Report for 2018-19 will also be available on the Company's website [www.doctorsoap.com](http://www.doctorsoap.com) for download by the members. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during business hours.
11. The Shareholders/Proxies are requested to produce at the Registration Counter(s) the attendance slip duly completed and signed, for admission to the meeting hall. However, in case of non-receipt of Notice of Annual General Meeting, members are requested to write to the

Company at its registered office for issuing the duplicate of the same or download the same from Company's website [www.doctorsoap.com](http://www.doctorsoap.com).

12. In case you have any query relating to the enclosed Annual Accounts you are requested to send the same to the Company Secretary at the Registered Office of the Company at least 10 days before the date of Annual General Meeting so as to enable the management to keep the information ready for replying at the meeting.
13. **Transfer of unclaimed dividend to Investors' Fund:** In terms of the provisions of Section 125 of the Companies Act, 2013 read with Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, any dividend, which remains unpaid/unclaimed for a period of 7 years from the date of declaration, is required to be transferred to Investor Education and Protection Fund ('the Fund'). A shareholder can therefore claim the amount of unpaid/unclaimed dividend up till 7 years from the date of declaration of dividend. Detail of Dividend declared against which Dividend remain unpaid are mentioned below:

Financial Year ended	Rate of Dividend (%)	Date of Declaration of Dividend
31.03.2013	12	29.09.2013
31.03.2014	12	26.09.2014
31.03.2015	15	28.09.2015
31.03.2016	18	26.09.2016
31.03.2017	25	27.09.2017
31.03.2018	30	24.09.2018

14. Any shareholder who has not encashed the dividend warrants for the financial year 2012-13, 2013-14, 2014-15, 2015-16, 2016-17 and 2017-18 may claim the same immediately. **Please note that the unclaimed dividend once transferred to Investors Education and Protection Fund cannot be claimed by the shareholders.**
15. All the documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days between 11.00 am to 1.00 pm up to the date of Annual General Meeting. The Register of Directors' and Key Managerial Personnel & their Shareholding and the Register of Contracts & Arrangements in which directors are interested shall be open for inspection at the meeting to any person having right to attend the meeting
16. **Voting through electronic means :**
  - 1) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014,



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a member may exercise his right to vote by electronic means (e-voting) in respect of the resolutions contained in this notice.

- ii) The Company is providing e-voting facility to its members to enable them to cast their votes electronically. The Company has engaged the services of National Securities Depository Limited as the Authorised Agency to provide e-voting facilities.
- iii) The Board of Directors have appointed Mr Debabrata Deb Nath, Company Secretary in Whole Time Practice, 785, Pocket-E, Mayur Vihar-II, Delhi-110 091 as the Scrutinizer, for conducting the e-voting process in a fair and transparent manner.
- iv) Members are requested to carefully read the instructions for e-voting before casting their vote.
- v) The e-voting facility will be available during the following voting period after which the portal will be blocked and shall not be available for e-voting:

<b>Commencement of e-voting</b>	<b>From 9.00 a.m. (IST) on Friday, 27th September, 2019</b>
<b>End of e-voting</b>	<b>Upto 5.00 p.m. (IST) on Sunday, 29th September, 2019</b>

- vi) The cut-off date (i.e. the record date) for the purpose of e-voting is 23rd September, 2019.
- vii) Declaration of Result of e-voting:
  - a) The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date (i.e. the record date).
  - b) The Scrutinizer shall after the conclusion of Annual General meeting, will first count the votes cast at the meeting and thereafter unblocked the votes cast through remote e-voting in the presence of atleast two witnesses not in employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a Consolidated Scrutinisers report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of the voting forthwith.
  - c) The Scrutinizer's decision on the validity of the vote shall be final and binding.
  - d) The Results on resolutions shall be declared on or within 48 hours of the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolutions.
  - e) The result declared along with the Scrutinizer's report shall be

placed on the website of the Company ([www.doctorsoap.com](http://www.doctorsoap.com)) within 48 hours of passing of the resolutions at the AGM and communicated to the Stock Exchanges where the Company shares are listed.

- viii) The procedure and instructions for e-voting are given separately with this Annual Report.

### Explanatory Statement

**Item No. 4 & 5 :** Section 149(10) of the Companies Act, 2013 provides that an Independent Director shall hold office for a term of up to 5 (Five) consecutive years on the Board and shall be eligible for re-appointment for Second Term of 5 (Five) consecutive years on passing a Special Resolution by the Company and disclosure of such appointment in its Boards' Report. Section 149(11) provides that an Independent Director may hold office for up to 2 (Two) consecutive terms.

Pursuant to the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreements with the stock exchanges, Shri Anil Gupta and Smt Babita Agarwal were appointed as an Independent Directors on the Board of the Company for a period of 5 (Five) consecutive years w.e.f. 14th November, 2014 and 25th March, 2015. They shall hold office as an Independent Directors of the Company up to 13th November, 2019 and 24th March, 2020 ("First Term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

On the recommendation of the Nomination and Remuneration Committee, and based upon the performance evaluation of Independent Directors and the Board considers that, given their backgrounds, rich experiences of diversified sectors and contributions made by them during their tenure, the continued association of Shri Anil Gupta and Smt Babita Agarwal would be beneficial to the Company and it is desirable to continue to avail their services as Independent Directors.

Accordingly, the Board has recommended reappointment of Shri Anil Gupta and Smt Babita Agarwal as an Independent Directors of the Company, not liable to retire by rotation and for Second Term of 5 (Five) consecutive years on the Board of the Company effective from 14th November, 2019 and 25th March, 2020.

Section 149 of the Act and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an Independent Director of a Company shall meet the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013. Shri Anil Gupta and Smt Babita Agarwal are not disqualified



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from being appointed as Directors in terms of Section 164 of the Companies Act, 2013 and have given their consent to act as Directors and all of them have also given declarations that they meet with the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and under Listing Regulations (as amended from time to time). In the opinion of the Board, both the above two Directors meet the criteria of Independence and qualifies for appointment as an Independent Directors.

Details of Directors whose re-appointment as an Independent Directors for Second Term are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India (ICSI). Copy of draft letters of re-appointment of Shri Anil Gupta and Smt Babita Agarwal setting out the terms and conditions of appointment shall be available for inspection by the Members at the Registered Office of the Company.

Shri Anil Gupta and Smt Babita Agarwal are interested in the resolutions set out respectively at Item Nos. 4 & 5 of the Notice with regard to their respective re-appointments.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions. This statement may also be regarded as an appropriate disclosure under the Listing Regulations. The Board recommends the Resolutions set out at Item Nos.4 & 5 of the Notice for approval by the Members by way of Special Resolutions.

**Item No.6 & 7 :** Shri Mayank Jain and Shri Ankur Jain were co-opted on the Board of Directors of the

Company as Additional Directors to hold office until the date of ensuing annual general meeting. The Board is proposing to appoint them as ordinary directors in the ensuing AGM. Accordingly, the resolutions are placed before the members for their consideration and approval. The Board recommends the proposed resolution for adoption in the larger interest of the Company.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Shri, Ankur Jain, Shri Mayank Jain, Shri Mahendra Kumar Jain and their relative are concerned or interested, financially or otherwise, in this resolution.

**Item No.8 :** Till 21st August, 2019, the business operations and management of the Company are taken care by Shri Pramod Kumar Jain, Shri Mahendra Kumar Jain and Shri Ashok Kumar Jain. On 21st August, 2019, Shri Pramod Kumar Jain died due to long illness. Shri Mahendra Kumar Jain was also of more than 75 years and also not able to take care of day to day business due to his old age. In order to run the management of the Company there is a need to induct new Director as Executive Director of the Company.

Shri Ankur Jain is highly educated and running sister concern of the Company in the same line of business and real estate business of the group. He has more than 15 years of experience in soap and detergent business and other FMCG sector business and more than 10 years of experience in real estate business. Keeping in view his vast knowledge and experience board has appointed him as Whole Time Director of the Company w.e.f.1st September, 2019 for a period of 5 years.

The necessary information requires under Schedule V is as mentioned below:

### I. GENERAL INFORMATION

(1)	Nature of Industry	Pee Cee Cosma Sope Ltd engaged in the business of manufacturing, sale, purchase of detergent cake, cleaning preparation, soap chips, detergent powder and various toiletry and other products.
(2)	Date or expected date of commencement of commercial production	The Company is already in existence and is in operation since its inception in 1986
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable



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(4) Financial Performance of the Company for last 2 years is given below:

(Amount in Rs lacs)

Particulars	Financial Year ended	
	31st March 2019	31st March 2018
Net Revenue from Operation	7607.96	7850.84
Other Income	12.79	2.07
Total Income	7620.75	7852.91
Total Expenditure	7215.92	7296.26
Profit before tax	404.83	556.64
Provision for tax	121.17	189.79
Profit after tax	283.66	366.84
Paid-up Share Capital	264.62	264.62
Reserves and Surplus (excluding revaluation reserve)	1966.44	1778.33
(5) Export performance and net foreign exchange collaborations	The Company is not in exports.	
(6) Foreign investments or collaborators, if any	There was no Foreign investments of foreign collaborations.	

### II. INFORMATION ABOUT THE APPOINTEE

(1) Background details	Shri Ankur Jain is highly educated and running sister concern of the Company in the same line of business and real estate business of the group. He has more than 15 years of experience in soap and detergent business and other FMCG sector business and more than 10 years of experience in real estate business.
(2) Past remuneration	Nil
(3) Recognition or awards	Shri Ankur Jain is a man of rich experience in Soap and detergent industry and real estate industry.
(4) Job profile and his suitability	Shri Ankur Jain, being the Whole Time Director of the Company is entrusted with substantial powers in relation to normal business matters. He is having rich experience of over 15 years in FMCG sector.
(5) Remuneration proposed	<p>Monthly Salary:Rs.1,70,000 with a yearly increment of Rs.10,000 per month only whether paid as Salary, allowance(s) etc.</p> <p><b>Perquisites:</b></p> <p>a) Gas, Electricity, Water and Furnishings: The expenditure incurred by the company on Gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.</p> <p>b) Medical Reimbursement: Expenses incurred for self and his family.</p> <p>c) Leave Travel Concession: Leave as per rules of the company. Leave Travel Concession for self and family once in a year incurred in accordance with the rules of the company.</p> <p>d) Club Fees: Fees of clubs subject to a maximum of two clubs.</p> <p>e) Medical Insurance: Medical Insurance for self and his family.</p> <p><b>Additional Benefits</b></p> <p>a) Car: Provision for use of Car for Company's business purposes and partly for personal or private purposes.</p> <p>b) Telephone: Provision of Mobile phone and telephone at residence will not be considered as a perquisite but the company shall bill personal long distance calls.</p>





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		c) Entertainment Expenses: Re-imbusement of entertainment expenses actually and properly incurred for the business of the company subject to a reasonable ceiling as may be fixed from time to time. In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The exact figures are not readily available. However, the proposed remuneration is reasonably justified in comparison with the general market trends and remuneration package of top-level managerial persons having comparative qualifications and experience.
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	The appointee is the promoter of the Company. Save as the managerial remuneration he does not have any other material pecuniary relationship with the Company.
<b>III. OTHER INFORMATION</b>		
(1)	Reasons for loss or inadequate profits	The Company is in profit. However fixed remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/inadequacy of profits due to unavoidable circumstances.
(2)	Steps taken or proposed to be taken for improvement	The Company is taking cost cutting measures and exploring new avenues of business to improve profitability
(3)	Expected increase in productivity and profits in measurable terms	The company is expected to have improved sales and profitability figures in the next financial years.
<p>Aforesaid appointment of and payment of remuneration to Shri Ankur Jain as Whole Time Director of the Company has to be approved by the Members of the Company. Your approval is solicited to the resolution at item no. 8 of the notice.</p> <p>None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Shri Ankur Jain his relative are concerned or interested, financially or otherwise, in this resolution.</p> <p><b>Regd. Office:</b> G-10/8, Padam-Deep Sanjay Place, Agra-282002 Uttar Pradesh</p> <p><b>Date : 30.08.2019</b> <b>Place : Agra</b></p> <p style="text-align: right;">By order of the board <b>For Pee Cee Cosma Sope Ltd.</b></p> <p style="text-align: right;"><b>Ashok Kumar Jain</b> <b>DIN:00113133</b> <b>Executive Chairman</b> <b>Add: 120, Jaipur House</b> <b>Agra- 282 002, U.P.</b></p>		



# PEE CEE COSMA SOPE LIMITED

## NOTICE TO THE 32ND ANNUAL GENERAL MEETING

### DISCLOSURE REGARDING APPOINTMENT & RE-APPOINTMENT OF DIRECTORS IN THE ENSUING AGM

Brief particulars of Directors who are appointed/re-appointed in this AGM are as follows :

Particulars	Mahendra Kumar jain	Mayank Jain	Ankur Jain	Anil Gupta
DIN	00172395	00112947	00172356	00283431
Father's Name	Late Shri Padam Chand Jain	Shri Mahendra Kumar Jain	Late Shri Pramod Kumar Jain	Shri Shanti Sarup Gupta
Date of Birth	10.10.1943	13.11.1976	30.09.1979	09.09.1950
Address	119, Jaipur House, Agra-282010, Uttar Pradesh	119, Jaipur House, Agra-282010, Uttar Pradesh	42, Surya Nagar, Agra 282002, Uttar Pradesh	5034/3, Gali No.3, Near Khalsa Evening College Sant Nagar, Karol Bagh New Delhi 110005
Designation	Whole Time Director	Director	Whole Time Director	Director
Education	B.A.	M.B.A	M.B.A	B.Tech, FIE
Experience	More than 48 years of experience	More than 15 years of experience	More than 15 years of experience	More than 35 years experience in administrative field
Other Companies in which holds Directorship*	1) Pee Cee Realty Builders Pvt.Ltd. 2) Pee Cee Raj Developers Pvt. Ltd. 3) M2 Reality Pvt Ltd. 4) Ram Shyam Investment and Trading Co. Pvt. Ltd.	1) Suraj Bhan Agencies Ltd. 2) M2 Reality Pvt Ltd. 3) Ram Shyam Investment and Trading Co. Pvt. Ltd.	1) Suraj Bhan Agencies Ltd 2) Udharv Builders Pvt. Ltd. 3) Shree Riddhi Siddhi Realtech Pvt. Ltd. 4) Shree Riddhi Siddhi Edutech Pvt. Ltd. 5) Shree Riddhi Siddhi Buildwell Ltd.	Nil
Companies in which holds membership of committees*	NIL	NIL	NIL	NIL
Shareholding in the Company (No. & %)	83,584 (3.16%)	65,500 (2.48%)	83,384 (3.15%)	305 (0.01%)

\* excludes Directorships in Associations, Foreign and Section 8 Companies.



# PEE CEE COSMA SOPE LIMITED

## DIRECTORS' REPORT

**TO THE MEMBERS OF PEE CEE COSMA SOPE LTD** The Directors hereby present their 32nd Annual Report on the business and operations of the Company and the Financial Accounts for the year ended 31st March, 2019.

### Financial Highlights.

(Rs. in Lakhs)

Particulars	Current Year 31.03.2019	Previous Year 31.03.2018
Net Revenue from Operation	7607.96	7850.84
Other Income	12.79	2.07
Total Income	7620.75	7852.91
Total Expenditure	7215.92	7296.26
Profit before tax	404.83	556.64
Provision for tax	121.17	189.79
Profit after tax	283.66	366.80
Dividend on Equity Shares (including tax on distributed profits)	95.54	79.62
Transfer to General Reserve	10.00	10.00
Paid-up Share Capital	264.62	264.62
Reserves and Surplus (excluding revaluation reserve)	1966.44	1778.33

### Company Performance

During the year under review total income of the Company was Rs. 7620.75 Lakhs as against Rs. 7852.91 Lakhs in the previous year. The Company was able to earn a marginal profit for the year of Rs. 283.66 Lakhs against a profit of Rs. 366.80 Lakhs. Your Directors are putting in their best efforts to improve the performance of the Company.

### Statement of Company's Affair

Our financial performance continues to be encouraging and we believe that we will continue registering sustained growth going forward. The company developed some new products in Laundry soap, detergent and bathing soap and we see huge potential to tap the market there by generating handsome margins and turnover for the coming year.

### Change in nature of Business of the Company

There has been no change in the nature of business of the Company.

### Material Changes, etc.

Save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company- 31st March, 2019 and the date of this Report.

### Dividend

The Board of Directors had declared a dividend of Rs. 3.00/- per share (30%) on the Equity Shares of the Company, for the financial year ended March 31,

2019 amounting to Rs. 79,38,750. The aforesaid amount of dividend is exclusive of Dividend Tax amounting to Rs. 16,16,139. The dividend on equity shares will be paid to members whose names appear in the Register of Members as on 23rd September, 2019; in respect of shares held in dematerialised form, it will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited, as beneficial owners as on that date.

### Transfer of Unpaid Unclaimed Dividend and Shares to IEPF

During the year 2018-19, there was no Unpaid Dividend which is due to be transferred to Investor Education and Protection Fund (IEPF) Unclaimed Dividend for Financial Year 2018-19.

During the year 2018-19, the Company has transferred 23,700 equity shares in respect of which dividend has been unpaid/unclaimed for a consecutive period of seven years were also transferred to the Investor Education and Protection Fund Account in pursuance to Rule 6(5) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. Details of such transferred shares is available at Company's website and such shares can be claimed back from IEPF authority only after following the prescribed procedure.

### Share Capital



# PEE CEE COSMA SOPE LIMITED

## DIRECTORS' REPORT

The paid up Equity Share Capital as on 31st March, 2019 was Rs. 2,64,62,500. During the year under 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 its employees to purchase the shares of the Company.

### **Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013**

The Company neither granted any loans, guarantees nor made any investments under Section 186 of the Act as at the end of the Financial Year 2018-19.

### **Disclosure on Deposit under Chapter V**

The Company has neither accepted nor renewed any deposits during the Financial Year 2018-19 in terms of Chapter V of the Companies Act, 2013.

### **Report on Subsidiaries, Associates and Joint Venture companies**

The Company has no subsidiaries, associates and joint ventures companies.

### **Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

Pursuant to provisions of Section 134 of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 the details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are attached as 'Annexure 1' which forms part of this report.

### **Listing**

At present, the equity shares of the Company are listed at BSE Ltd. The annual listing fees for the financial year 2019-20 to BSE Ltd has been paid.

### **Corporate Governance**

In the light of Regulation-15 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 which is effective from 1st December, 2015, certain clauses of the said regulation in connection with Corporate Governance were not applicable on the Company.

### **Directors**

During the year, Shri Pramod Kumar Jain who retires by rotation on the AGM held on 24th September, 2018 was re-appointed as Director in pursuant to the provisions of Section 152 of the Companies Act, 2013. Shri Nemi Chandra Jain and Shri Amar Singh Rajput were re-appointed as Independent Director for a second term of 5 years in terms of Section 149 read with Schedule IV of the Act.

Pursuant to Sections 149, 152 and other applicable

provisions, if any, of the Companies Act, 2013, one-third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM. Consequently, Mr Mahendra Kumar Jain, Director will retire by rotation at the ensuing AGM, and being eligible, offer himself for re-appointment in accordance with the provisions of the Companies Act, 2013.

Pursuant to the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreements with the stock exchanges, Shri Anil Gupta and Smt Babita Agarwal were appointed as an Independent Director on the Board of the Company for a period of 5 (Five) consecutive years w.e.f. 14th November, 2014 and 25th March, 2015. They shall hold office as an Independent Director of the Company up to 13th November, 2019 and 24th March, 2020 ("First Term" in line with the explanation to Sections 149(10) and 149(11) of the Act). The Board has recommended re-appointment of Shri Anil Gupta and Smt Babita Agarwal as Independent Director of the Company, not liable to retire by rotation and for Second Term of 5 (Five) consecutive years on the Board of the Company.

The brief resumes of the Directors who are to be appointed/ re-appointed in the ensuing Annual General Meeting, the nature of their expertise in specific functional areas, names of companies in which they have held directorships, committee memberships/chairmanships and their shareholding, etc. are furnished in Corporate Governance Report and Notice of the ensuing AGM.

A brief resume of the Directors proposed to be re-appointed, the nature of their expertise in specific functional areas, disclosure of relationships between Directors inter-se, names of companies in which they have held directorships, committee memberships/chairmanships, their shareholding etc., are annexed to the notice of the ensuing AGM. The Directors recommend their re-appointment at the ensuing AGM. Pursuant to provisions of Section 134(3)(d) of the Companies Act, 2013, with respect to statement on declaration given by Independent Directors under Section 149(6) of the Act, the Board hereby confirms that all the Independent Directors of the Company have given a declaration and have confirmed that they meet the criteria of independence as provided in the said Section 149(6).



# PEE CEE COSMA SOPE LIMITED

## DIRECTORS' REPORT

### Key Managerial Personnel

The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows:

Name	Designation
Mr. Pramod Kumar Jain	Managing Director
Mr. Ashok Kumar Jain	Whole Time Director
Mr. Mahendra Kumar Jain	Whole Time Director
Mr. Brij Mohan Verma	Chief Financial Officer
Ms. Nidhi Agarwal	Company Secretary

### Policy on Directors appointment and Policy on remuneration

Pursuant to the requirement under Section 134(3)(e) and Section 178(3) of the Companies Act, 2013, the policy on appointment of Board members including criteria for determining qualifications, positive attributes, independence of a Director and the policy on remuneration of Directors, KMP and other employees is attached as 'Annexure-2' respectively, which forms part of this report.

### Particulars of remuneration of Directors/ KMP/ Employees

There are no employees who are in receipt of remuneration in excess of the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Detail of top ten employees in respect of their remuneration required under Rule 5(2) is attached as 'Annexure 3'.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as 'Annexure 4' which forms part of this report.

### Number of Meetings of the Board

During the Financial Year 2018-19, 4 (four) number of Board meetings were held. Attendance of Directors are as below:

Name	Total No. of Board meeting	Total No. of board meeting attended
Ashok Kumar Jain	4	4
Mahendra Kumar Jain	4	4
Pramod Kumar Jain	4	4
Nemi Chandra Jain	4	4
Amar Singh Rajput	4	4
Anil Gupta	4	3
Babita Agarwal	4	3

### Performance Evaluation of the Board, its Committees and Individual Directors

Pursuant to applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors.

A structured questionnaire has been prepared, covering various aspects of the functioning of the Board and its Committee, such as, adequacy of the constitution and composition of the Board and its Committees, matters addressed in the Board and Committee meetings, processes followed at the meeting, Board's focus, regulatory compliances and Corporate Governance, etc. Similarly, for evaluation of Individual Director's performance, the questionnaire covers various aspects like his/her profile, contribution in Board and Committee meetings, execution and performance of specific duties, obligations, regulatory compliances and governance, etc.

Board members had submitted their response on a scale of 5 (excellent) – 1 (poor) for evaluating the entire Board, respective Committees of which they are members and of their peer Board members, including Chairman of the Board.

The Independent Directors had met separately without the presence of Non-Independent Directors and the members of management and discussed, inter-alia, the performance of non-Independent Directors and Board as a whole and the performance of the Chairman of the Company after taking into consideration the views of executive and Non-Executive Directors.

The Nomination and Remuneration Committee has also carried out evaluation of every Director's performance. The performance evaluation of all the Independent Directors have been done by the entire Board, excluding the Director being evaluated. On the basis of performance evaluation done by the Board, it shall be determined whether to extend or continue their term of appointment, whenever the respective term expires. The Directors expressed their



# PEE CEE COSMA SOPE LIMITED

## DIRECTORS' REPORT

satisfaction with the evaluation process.

### Composition of Audit Committee

As on 31st March, 2019, the Audit Committee of the Company comprises the following directors:

1. Mr. Nemi Chandra Jain - Chairman  
(Independent Director)
2. Mr. Amar Singh Rajput - Member  
(Independent Director)
3. Mr. Pramod Kumar Jain - Member  
(Executive and Promoter Director)

Further, all recommendations of Audit Committee were accepted by the Board of Directors.

### Statutory Auditors and their Report

M/s B S D & Co., Chartered Accountants, Statutory Auditors of the Company were appointed at the 30th (Thirtieth) Annual General Meeting of the Company held on 27th September, 2017 for a term of five (5) years, subject to the ratification by Members at every subsequent Annual General Meeting till then. The Ministry of Corporate Affairs vide notification dated 7th May, 2018 has obliterated the requirement of seeking Members' ratification at every Annual General Meeting on appointment of Statutory Auditor during their tenure of five (5) years. Accordingly, the resolution for ratification of the appointment of Statutory Auditors of the Company has not been placed before the Members.

Vide notification dated February 16, 2015, the Ministry of Corporate Affairs notified the Indian Accounting Standards ("Ind AS") to be applicable to certain class of companies including listed companies, for the accounting periods beginning on or after April 1, 2016, with comparatives to be provided for the period ending on March 31, 2016. Ind AS has replaced the existing Indian GAAP prescribed under Section 133 of the Companies Act, 2013. The Financial Statement for the financial year ended March 31, 2017, forming part of this Annual Report have been prepared in accordance with Ind AS with a transition date of April 1, 2015. Explanations capturing areas of differences and reconciliations from Indian GAAP to Ind AS have been provided in the notes to accounts to the standalone and consolidated financial statements.

### Secretarial Auditors

Your Board, during the year, appointed M/s R & D

Company Secretaries, to conduct Secretarial Audit of the Company for the financial year ended 31st March, 2019. The Report of M/s R & D Company Secretaries in terms of Section 204 of the Act is provided in the "Annexure 5" forming part of this Report.

### Directors' Responsibility Statement

Pursuant to the provisions under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, the Directors confirm:

- a) That in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- b) That they had selected such accounting policies and applied them consistently, and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) That they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) That they had prepared the annual accounts on a going concern basis;
- e) That they had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) That they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively..

### Secretarial Standards

The Company has complied with the provisions of Secretarial Standards issued by Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.



### **Corporate Social Responsibility(CSR)**

The vision of Pee Cee Cosma Sope Ltd. is to take undertake CSR activities to make sustainable impact on the human development of under served communities through initiatives in Education, Health and Livelihoods.

Further, the Board of Directors of your Company has also adopted the CSR Policy of the Company as approved by the Corporate Social Responsibility Committee which is also available on the website of the Company at [www.doctorsoap.com](http://www.doctorsoap.com).

The detailed Annual Report on our CSR activities pursuant to Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is given in 'Annexure 6' forming part of this report.

### **Internal Financial Controls System**

According to Section 134(5)(e) of the Companies Act, 2013 the term Internal Financial Control (IFC) means the policies and procedures adopted by the company 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.

The Company has a well-placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly. The Company's IFC system also comprises due compliances with Company's policies and Standard Operating Procedures (SOP's) and audit and compliance by in-house Internal Audit Division, supplemented by internal audit checks from M/s Jay Pee & Associates, Chartered Accountants, the Internal Auditors and various transaction auditors. The Internal Auditors independently evaluate the adequacy of internal controls and concurrently audit the majority of the transactions in value terms. Independence of the audit and compliance is ensured by direct reporting of Internal Audit Division and Internal Auditors to the Audit Committee of the Board. During the year the Internal auditors have also been engaged for providing assistance in improvising IFC framework (including preparation of Risk & Control

Matrices for various processes) and deployment of Self-Assessment Tool.

Details of internal financial control and its adequacy in compliance with the provisions of Rule 8 (5)(viii) of Companies (Accounts) Rules, 2014 are included in the Management Discussion and Analysis Report, which forms part of this Report.

### **Risk Management Policy**

The Company has adopted a Risk Management Policy in accordance with the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. It establishes various levels of accountability and overview within the Company, while vesting identified managers with responsibility for each significant risk.

The Internal Audit Department facilitates the execution of Risk Management Practices in the Company, in the areas of risk identification, assessment, monitoring, mitigation and reporting. Through this programme, each Function and Unit addresses opportunities and risks through a comprehensive approach aligned to the Company's objectives. The Company has laid down procedures to inform the Audit Committee as well as the Board of Directors about risk assessment and management procedures and status.

Sustainability is embedded in the Corporate Enterprise Risk Management programme, which gives an opportunity to increase the effectiveness of risk management practices and for improving business efficiency. The Company's social and environmental policies correlate strongly with the risk management strategy and ultimately the financial performance.

This risk management process, which is facilitated by internal audit, covers risk identification, assessment, analysis and mitigation. Incorporating sustainability in the process also helps to align potential exposures with the risk appetite and highlights risks associated with chosen strategies. The current risk slate and the comprehensive risk policy have been further redefined during the year. The major risks forming part of the Enterprise Risk Management process are linked to the audit universe and are covered as part of the annual risk based audit plan.



# PEE CEE COSMA SOPE LIMITED

## DIRECTORS' REPORT

### Vigil Mechanism Policy

The Company has adopted a Vigil Mechanism Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

### Prevention of Sexual Harassment

During the year under review, the Company has not received any complaint under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

### Web address for Annual Return

The extract of the Annual Return in form MGT-9 for the financial year 2018-19 is annexed herewith as Annexure- 7 to this Report. The Complete set of Annual Report alongwith Annual Return shall be available on the website of the Company i.e. [www.doctorsoap.com](http://www.doctorsoap.com).

### Contracts or arrangements with Related Parties under Section 188(1) of the Companies Act, 2013

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract or arrangement with related parties which could be considered 'material' according to the policy of the Company on Materiality of Related Party Transactions. The detail of particulars of contracts or arrangements with related parties referred to in Section 188(1) is given in Form AOC-2 annexed with this report marked as 'Annexure 8'.

With reference to Clause 53(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your attention is drawn to the Related Party disclosures set out in Note no. 36 of the Financial Statements.

### Acknowledgements

Your Directors place on record their gratitude to the Central Government, State Governments and Company's Bankers for the assistance, co-operation and encouragement they extended to the Company. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of investors, vendors, dealers, business associates and employees in ensuring an excellent all around operational performance.

### Regd. Office:

G-10/8, Padam-Deep  
Sanjay Place,  
Agra-282002  
Uttar Pradesh

By order of the board  
**For Pee Cee Cosma  
Sope Ltd.**

**Ashok Kumar Jain**

**DIN:00113133**

**Executive Chairman**

**Add: 120, Jaipur House  
Agra- 282 002, U.P.**

**Date : 13.08.2019**

**Place : Agra**

### Enclo:

1. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo- **Annexure-1**
2. Company's Policy on Directors' appointment and remuneration - **Annexure-2**
3. Statement of particulars of employees required under Rule 5 - **Annexure-3**
4. Statement of particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 - **Annexure-4**
5. Secretarial Audit Report - **Annexure-5**
6. Annual Report on CSR Activities - **Annexure-6**
7. Extract of Annual Return - **Annexure-7**
8. Form AOC-2 - **Annexure-8**





#### Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Conservation of Energy		
(i)	Steps taken or impact on conservation of energy	No steps taken during the year. Though Company is trying to find out various alternatives in relation to conservation of energy
(ii)	Steps taken by the Company for utilizing alternate sources of energy	No steps taken during the year. Though Company is trying to find out various alternatives in relation to conservation of energy
(iii)	Capital investment on Energy Conservation equipment	During the year 2018-19 there was no Capital Investment in the Company on Energy Conservation equipment
Technology Absorption		
(i)	The efforts made towards technology absorption	Nil
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	Nil
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	Nil
a)	the details of technology imported;	Nil
b)	the year of import;	Nil
c)	whether the technology been fully absorbed;	Nil
d)	if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Nil
	The expenditure incurred on Research and Development.	Nil
Foreign Exchange Earnings & Outgo		
	The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Nil

### Annexure-2

**Company's Policy on Directors' appointment and remuneration** Our policy on the appointment and remuneration of directors and key managerial personnel provides a framework based on which our human resources management aligns their recruitment plans for the strategic growth of the Company. The nomination and remuneration policy is provided herewith pursuant to Section 178(4) of the Companies Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy is also available on our website [www.doctorsoap.com](http://www.doctorsoap.com).

#### **NOMINATION AND REMUNERATION POLICY**

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 of the Listing

Agreement, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

**Definitions:** "Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

**"Key Managerial Personnel" means:**

- (i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- (ii) Chief Financial Officer;
- (iii) Company Secretary; and
- (iv) such other officer as may be prescribed.



## DIRECTORS' REPORT

“Senior Managerial Personnel” mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

**Objective:**

The objective of the policy is to ensure that

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

**Role of the Committee:** The role of the NRC will be the following:

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director’s performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size.
- Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

**APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT**

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company’s Policy.
- b) A person should possess adequate qualification, expertise and experience for the position he/ she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution..

**TERM / TENURE**

- a) **Managing Director/Whole-time Director :** The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Whole Time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.
- b) **Independent Director:** An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board’s report.  
No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.  
Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.  
At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

**EVALUATION :** The Committee shall carry out evaluation of performance of Director, KMP and



## DIRECTORS' REPORT

Senior Management Personnel yearly or at such intervals as may be considered necessary.

**REMOVAL** : The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

**RETIREMENT** : The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company..

### **POLICY FOR REMUNERATION TO DIRECTORS/ KMP/SENIOR MANAGEMENT PERSONNEL**

1) Remuneration to Managing Director / Whole-time Directors:

- a) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

2) Remuneration to Non- Executive / Independent Directors:

- a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

- c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.
  - d) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
    - i. The Services are rendered by such Director in his capacity as the professional; and
    - ii. In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.
  - e) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).
- 3) Remuneration to Key Managerial Personnel and Senior Management:
- a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
  - b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
  - c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.
  - d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

### **IMPLEMENTATION**

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.



# PEE CEE COSMA SOPE LIMITED

## DIRECTORS' REPORT

### Annexure-3

Statement of particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2019.

#### A. List of Top Ten Employees of the Company

Sr. Name	Designation	Remuneration (in Rs.)	Nature of employment	Qualifications	Experience (in years)	Date of Appointment	Age (in years)	Particulars of last employment	Percentage of equity shares in the company	Relationship with Director/ Manager & name of such person
1. Ashok Kumar Jain	Whole Time Director	2435354	Permanent	B A	42	10/11/1986	70	N.A.	4.60%	Brother
2. Pramod Kumar Jain	Managing Director	2358632	Permanent	B Tech, PHD	38	10/11/1986	67	N.A.	5.25%	Brother
3. Mahendra Kumar Jain	Whole Time Director	2245580	Permanent	B A	47	10/11/1986	76	N.A.	3.16%	Brother
4. G K Bhuwania	Vice President(MKT)	924000	Permanent	BSC LLB	32	01/04/1988	63	N.A.	NIL	Brother in Low
5. Brij Mohan Verma	(C F O)	979504	Permanent	CA (Inter)	26	01/10/2013	54	N.A.	NIL	NIL
6. D N Chaturvedi	Business Dev Manager	724400	Permanent	B Com	28	01/07/1991	57	N.A.	NIL	NIL
7. Avinash Chand Garg	Accounts Executive	568800	Permanent	B Com LLB	30	16/09/1989	55	N.A.	NIL	NIL
8. P S Dandotiya	Production Manager	505276	Permanent	MSC	42	01/01/2006	70	N.A.	NIL	NIL
9. Kuldeep Aganwal	General Manager	424208	Permanent	B Com	5	01/06/2017	32	N.A.	NIL	NIL
10. O.P. Goyal	Vice President	387168	Permanent	B S C	41	01/04/2006	74	N.A.	NIL	NIL

#### B. List of employees of the Company who have in receipt of remuneration prescribed in Rule 5(2)(i), 5(2)(ii) & 5(2)(iii)

Sr. Name	Designation	Remuneration (in Rs.)	Nature of employment	Qualifications	Experience (in years)	Date of Appointment	Age (in years)	Particulars of last employment	Percentage of equity shares in the company	Relationship with Director/ Manager & name of such person
NIL										



# PEE CEE COSMA SOPE LIMITED

## DIRECTORS' REPORT

### Annexure-4

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Rule	Particulars	Name	Remuneration	Ratio
5(i)	The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.	Pramod Kumar Jain	2435354	27.71:1
		Mahendra Kumar Jain	2245580	25.55:1
		Ashok Kumar Jain	2358632	26.83:1
5(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year.	<b>Name</b>	<b>Ratio</b>	
		Pramod Kumar Jain	8.63%	
		Mahendra Kumar Jain	4.43%	
		Ashok Kumar Jain	8.63%	
		Brij Mohan Verma	0.00%	
5(iii)	The percentage increase in the median remuneration of employees in the financial year.	Nidhi Agarwal	0.00%	
		7%		
5(iv)	The number of permanent employees on the rolls of the company.	338		
5(viii)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	The average % increase was 10% for all Employees and Managerial Personnel during the year. The increase is on the basis of performance of the Company and regular increment on yearly basis as per the Company's policy. Accordingly, no further justification required.		
5(xii)	It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.	Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior Management is as per the Remuneration Policy of the Company.		

**Note:** Rule 5 (1)(v), (vi), (vii), (ix), (x) and (xi) was omitted w.e.f.30th June, 2016 vide as Notified by Ministry of Corporate Affairs vide Notification GSR. 646(E)



# PEE CEE COSMA SOPE LIMITED

## SECRETARIAL AUDIT REPORT, FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

### Annexure-5

To

The Members

**Pee Cee Cosma Sope Ltd**

G-10/8 Padam Deep, Sanjay Place

Agra- 282 002, Uttar Pradesh

In terms of the provisions of section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014, and other applicable provisions, if any, we have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Pee Cee Cosma Sope Limited, a Company incorporated under the provisions of the Companies Act, 1956, vide CIN L 24241 UP 1986 PLC 008344 and having its registered office at G- 10/8 Padam Deep, Sanjay Place, Agra-282 002, Uttar Pradesh (hereinafter referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines

prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- 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, 2009 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; Not applicable as the Company has not issued/ proposed to issue any Employee Stock Option Scheme and Employee Stock Purchase Scheme during the financial year under review.
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable as the Company has not issued any debt securities during the financial year under review.
- 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 (De-listing of Equity Shares) Regulations, 2009; Not applicable as the Company has not delisted/ proposed to delist its equity shares from any stock exchange during the financial year under review.
- h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998; Not applicable as the Company has not bought back/ propose to buy back any of its securities during the financial year under review.
- vi. The Company has identified the following laws as specifically applicable to the Company.
  - a. Legal Metrology Act, 2009 and the rules made thereunder
  - b. Environment [Protection] Act, 1986
  - c. Hazardous Wastes [Management and Handling] Rules, 1989



# PEE CEE COSMA SOPE LIMITED

## SECRETARIAL AUDIT REPORT, FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

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

- i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India notified by Central Government;
- ii. The Listing Agreements entered into by the Company with BSE Limited read with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

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

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

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever applicable.

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

**We further report that** during the audit period, the Company has not entered into/carried out the following specific events/actions which may have a major bearing on the Company's affairs.

**FOR R&D  
Company Secretaries**

**Place: Delhi  
Dated: 13.08.2019**

**Debabrata Deb Nath  
Partner  
FCS No. : 7775; CP No. : 8612**

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

### 'Annexure A'

To  
The Members  
**Pee Cee Cosma Sope Limited**  
G-10/8 Padam Deep, Sanjay Place  
Agra- 282 002, Uttar Pradesh

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

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

**FOR R&D  
Company Secretaries**

**Place: Delhi  
Dated: 13.08.2019**

**Debabrata Deb Nath  
Partner  
FCS No. : 7775; CP No. : 8612**



# PEE CEE COSMA SOPE LIMITED

## SECRETARIAL AUDIT REPORT, FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

### Annexure-6

1. **A brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.**

The CSR Policy recommended by the CSR Committee has been approved by the Board of Directors and is available on the Corporate Website i.e., [www.doctorssoap.com](http://www.doctorssoap.com) under "Investors" Section.

Your Company lays special emphasis is on promoting education, eradication hunger, poverty and malnutrition; conservation of water, deployment of water for agriculture and human use.

2. **Composition of the CSR Committee**

As per Section 135 of the Companies Act, 2013, the Company has a Corporate Social

Responsibility (CSR) Committee of its Board of Directors. The Committee comprises of Shri Nemi Chandra Jain (Chairman), Shri Ashok Kumar Jain and ShriPramod Kumar Jain (Member).

3. **Average Net Profit of the Company for last three Financial Years i.e. (2015-16, 2016-17, 2017-18):** Rs. 368.03 Lakhs, as per applicable Section 198 of the Companies Act, 2013.

4. **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):** Rs. 7.36 Lakhs.

5. **Details of CSR spent during the Financial Year:**

- Total amount spent for the Financial Year: Rs. 2.25 Lakhs.
- Amount unspent: 5.11 Lakhs.
- Manner in which the amount spent during the Financial Year is detailed below.

Sl. No.	CSR Projects or activity defined	Sector in which the project is covered	Projects or programs (1) local area or other (2) State & District where projects or programs was undertaken	Amount outlay (budget) project or program wise	Amount spent on the projects or programs Sub-heads (1) Direct expenditure on projects or programs (2) Overheads	Cumulative Expenditure upto the reporting period (financial year 2018-19)	Amount spent : direct or through implementing agencies
1.	Financial support for procuring Computers for the prisoners in jail	Promoting education including special education	District Jail, Agra, Uttar Pradesh	2.25 Lakhs	Director Expenditure	2.25 Lakhs	Kyan Community Computer





# PEE CEE COSMA SOPE LIMITED

**FORM NO. MGT-9**

**Annexure-7**

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

### I. REGISTRATION AND OTHER DETAILS:

1	CIN	L24241UP1986PLC008344
2	Registration Date	10.11.1986
3	Name of the Company	Pee Cee Cosma Sope Ltd.
4	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company
5	Address of the Registered office & contact details	G-10/8, Padam-Deep, Sanjay Place, Agra-282 002, Uttar Pradesh
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	"M/s. Skyline Financial Services Pvt. Ltd. D-153 A, 1st Floor, Okhla Indl. Area, Phase-I New Delhi - 110020, India, email:info@skylinerta.com, praveen@skylinerta.com"

### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10% or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1.	Manufacture of soap and detergents, cleaning and polishing preparations, perfumes and toilet preparations	2424	100

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

SN	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
<b>NIL</b>					



# PEE CEE COSMA SOPE LIMITED

FORM NO. MGT-9

## IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

### i) Category-wise Share Holding

Category of Share holders	No. of Shares held at the beginning of the year [As on 31 March, 2018]				No. of Shares held at the end of the year [As on 31 March, 2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% Total Shares	
<b>A. Promoters*</b>									
<b>1) Indian</b>									
a) Individual/ HUF	1,804,224	-	1,804,224	68.18%	1,804,224	-	1,804,224	68.18%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	172,515	-	172,515	6.52%	172,515	-	172,515	6.52%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Partnership Firms	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub Total (A) (1)</b>	<b>1,976,739</b>	<b>-</b>	<b>1,976,739</b>	<b>74.70%</b>	<b>1,976,739</b>	<b>-</b>	<b>1,976,739</b>	<b>74.70%</b>	<b>0.00%</b>
<b>2) Foreign</b>									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub Total (A) (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
<b>TOTAL (A)</b>	<b>1,976,739</b>	<b>-</b>	<b>1,976,739</b>	<b>74.70%</b>	<b>1,976,739</b>	<b>-</b>	<b>1,976,739</b>	<b>74.70%</b>	<b>0.00%</b>
<b>B. Public</b>									
<b>Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	100	-	100	0.00%	100	-	100	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub-total (B)(1):-</b>	<b>100</b>	<b>-</b>	<b>100</b>	<b>0.00%</b>	<b>100</b>	<b>-</b>	<b>100</b>	<b>0.00%</b>	<b>0.00%</b>



# PEE CEE COSMA SOPE LIMITED

## FORM NO. MGT-9

Category of Share holders	No. of Shares held at the beginning of the year [As on 31 March, 2017]				No. of Shares held at the end of the year [As on 31 March, 2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% Total Shares	
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	45434	4200	49634	1.88	17844	4200	22044	0.83	-1.05
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual share-holders holding nominal share capital upto Rs. 1 lakh	276,586	200,125	476,711	18.01%	297,503	179,225	476,728	18.02%	0.00%
ii) Individual share-holders holding nominal share capital in excess of Rs 1 lakh	92,275	-	92,275	3.49%	122,729	-	122,729	4.64%	33.00%
Hindu Undivided Family	25657	-	25,657	0.97%	23258	-	23,258	0.88%	-9.35%
Non Resident Indians	760	-	760	0.03%	901	-	901	0.03%	18.55%
Clearing Members	674	-	674	0.03%	51	-	51	0.00%	-92.43%
IEPF	23,700	-	23,700	0.90%	23,700	-	23,700	0.90%	0.00%
<b>Sub-total (B)(2):-</b>	<b>465,086</b>	<b>204,325</b>	<b>669,411</b>	<b>25.30%</b>	<b>485,986</b>	<b>183,425</b>	<b>669,411</b>	<b>25.30%</b>	<b>0.00%</b>
<b>Total Public (B)</b>	<b>465,186</b>	<b>204,325</b>	<b>669,511</b>	<b>25.30%</b>	<b>486,086</b>	<b>183,425</b>	<b>669,511</b>	<b>25.30%</b>	<b>0.00%</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Grand Total (A+B+C+D)</b>	<b>2,441,925</b>	<b>204,325</b>	<b>2,646,250</b>	<b>100.00%</b>	<b>2,462,825</b>	<b>183,425</b>	<b>2,646,250</b>	<b>100.00%</b>	<b>0.00%</b>



# PEE CEE COSMA SOPE LIMITED

## FORM NO. MGT-9

### ii) Shareholding of Promoter\*

SN	Shareholder's Name	Share holding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total Shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered of total Shares	
1	Ankit Jain	249914	9.44%	-	249,914	9.44%	-	0.00%
2	Mahendra Kumar Jain HUF	149900	5.66%	-	149,900	5.66%	-	0.00%
3	Pramod Kumar Jain	138821	5.25%	-	138,821	5.25%	-	0.00%
4	Ashok Kumar Jain	121794	4.60%	-	121,794	4.60%	-	0.00%
5	Pramod Kumar Jain HUF	118260	4.47%	-	118,260	4.47%	-	0.00%
6	Maya Jain	117110	4.43%	-	117,110	4.43%	-	0.00%
7	Asha Lata Jain	111250	4.20%	-	111,250	4.20%	-	0.00%
8	Lajja Jain	104719	3.96%	-	104,719	3.96%	-	0.00%
9	P. C. Sons	90200	3.41%	-	90,200	3.41%	-	0.00%
10	Mahendra Kumar Jain	83584	3.16%	-	83,584	3.16%	-	0.00%
11	Ankur Jain	83384	3.15%	-	83,384	3.15%	-	0.00%
12	Anuj Jain	81391	3.08%	-	81,391	3.08%	-	0.00%
13	Ashok Kumar Jain HUF	78150	2.95%	-	78,150	2.95%	-	0.00%
14	Mayank Jain	65500	2.48%	-	65,500	2.48%	-	0.00%
15	Divya Jain	64556	2.44%	-	64,556	2.44%	-	0.00%
16	Pranit Jain	53625	2.03%	-	53,625	2.03%	-	0.00%
17	Stuti Jain	38604	1.46%	-	38,604	1.46%	-	0.00%
18	Shikha Jain	31062	1.17%	-	31,062	1.17%	-	0.00%
19	Richa Agrawal	8900	0.34%	-	8,900	0.34%	-	0.00%
20	Mayank Jain	6500	0.25%	-	6,500	0.25%	-	0.00%
21	Shalini Mittal	2000	0.08%	-	2,000	0.08%	-	0.00%
22	Mudita Mittal	1000	0.04%	-	1,000	0.04%	-	0.00%
23	Meeta Agarwala	1000	0.04%	-	1,000	0.04%	-	0.00%
24	Manish Agarwal	1000	0.04%	-	1,000	0.04%	-	0.00%
25	Vipin Garg	1000	0.04%	-	1,000	0.04%	-	0.00%
26	Veena Agarwal	1000	0.04%	-	1,000	0.04%	-	0.00%
27	Maya Infracon Pvt Ltd	57505	2.17%	-	57,505	2.17%	-	0.00%
28	M2 Reality Pvt Ltd	57505	2.17%	-	57,505	2.17%	-	0.00%
29	Shree Riddhi Siddhi Realtech Pvt Ltd	57505	2.17%	-	57,505	2.17%	-	0.00%



# PEE CEE COSMA SOPE LIMITED

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### iii) Change in Promoters\*- Shareholding (please specify, if there is no change)

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
<b>There is no Change in the Promoters' Shareholding</b>							

\*Promoters include promoter group as defined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009

### iv) Shareholding pattern of Top ten Shareholders (as on 31.03.2019) (Other than Directors, Promoters\* and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1.	SHRI PARASRAM HOLDINGS PVT.LTD.						
	At the beginning of the year	04/01/2018		9,652	0.36%	9,652	0.36%
	Changes during the year	06/04/2018	Transfer	-2200	-0.08%	7,452	0.28%
		20/04/2018	Transfer	-88	0.00%	7,364	0.28%
		04/05/2018	Transfer	-7313	-0.28%	51	0.00%
		11/05/2018	Transfer	500	0.02%	551	0.02%
		25/05/2018	Transfer	1627	0.06%	2,178	0.08%
		01/06/2018	Transfer	353	0.01%	2,531	0.10%
		08/06/2018	Transfer	-500	-0.02%	2,031	0.08%
		29/06/2018	Transfer	2586	0.10%	4,617	0.17%
		27/07/2018	Transfer	-1000	-0.04%	3,617	0.14%
		03/08/2018	Transfer	-1000	-0.04%	2,617	0.10%
		31/08/2018	Transfer	-480	-0.02%	2,137	0.08%
		07/09/2018	Transfer	-2081	-0.08%	56	0.00%
	<b>At the end of the year</b>	31/03/2019		56	0.00%	56	0.00%
2.	PACE STOCK BROKING SERVICES PVT LTD						
	At the beginning of the year	04/01/2018		-	0.00%	-	0.00%
	Changes during the year	20/04/2018	Transfer	10170	0.38%	10,170	0.38%
		22/06/2018	Transfer	-7170	-0.27%	3,000	0.11%
		01/02/2019	Transfer	14170	0.54%	17,170	0.65%
		01/03/2019	Transfer	-7170	-0.27%	10,000	0.38%
	<b>At the end of the year</b>	31/03/2019		10,000	0.38%	10,000	0.38%
3.	HEMANT SHAH						
	At the beginning of the year	04/01/2018		12,760	0.48%	12,760	0.48%
	Changes during the year	06/04/2018	Transfer	11	0.00%	12,771	0.48%
		13/04/2018	Transfer	60	0.00%	12,831	0.48%
		20/04/2018	Transfer	351	0.01%	13,182	0.50%
		11/05/2018	Transfer	1	0.00%	13,183	0.50%
		18/05/2018	Transfer	196	0.01%	13,379	0.51%
		29/06/2018	Transfer	25	0.00%	13,404	0.51%
		20/07/2018	Transfer	-6724	-0.25%	6,680	0.25%
		27/07/2018	Transfer	33	0.00%	6,713	0.25%
		28/09/2018	Transfer	-2013	-0.08%	4,700	0.18%
		05/10/2018	Transfer	-4500	-0.17%	200	0.01%
		19/10/2018	Transfer	7	0.00%	207	0.01%
		02/11/2018	Transfer	-107	0.00%	100	0.00%
		16/11/2018	Transfer	-70	0.00%	30	0.00%
		23/11/2018	Transfer	-27	0.00%	3	0.00%



# PEE CEE COSMA SOPE LIMITED

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SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
		05/12/2018	Transfer	-3	0.00%	-	0.00%
	<b>At the end of the year</b>	31/03/2019		-	0.00%	-	0.00%
4.	DEENA H SHAH						
	At the beginning of the year	04/01/2018		11,039	0.42%	11,039	0.42%
	Changes during the year	06/04/2018	Transfer	15	0.00%	11,054	0.42%
		13/04/2018	Transfer	404	0.02%	11,458	0.43%
		20/04/2018	Transfer	801	0.03%	12,259	0.46%
		18/05/2018	Transfer	810	0.03%	13,069	0.49%
		01/06/2018	Transfer	10	0.00%	13,079	0.49%
		08/06/2018	Transfer	25	0.00%	13,104	0.50%
		15/06/2018	Transfer	5	0.00%	13,109	0.50%
		22/06/2018	Transfer	25	0.00%	13,134	0.50%
		29/06/2018	Transfer	150	0.01%	13,284	0.50%
		30/06/2018	Transfer	115	0.00%	13,399	0.51%
		06/07/2018	Transfer	-5	0.00%	13,394	0.51%
		13/07/2018	Transfer	10	0.00%	13,404	0.51%
		20/07/2018	Transfer	-5454	-0.21%	7,950	0.30%
		21/09/2018	Transfer	-15	0.00%	7,935	0.30%
		28/09/2018	Transfer	-5235	-0.20%	2,700	0.10%
		19/10/2018	Transfer	5	0.00%	2,705	0.10%
		02/11/2018	Transfer	-80	0.00%	2,625	0.10%
		16/11/2018	Transfer	-2300	-0.09%	325	0.01%
		23/11/2018	Transfer	-5	0.00%	320	0.01%
		07/12/2018	Transfer	-33	0.00%	287	0.01%
		14/12/2018	Transfer	-2	0.00%	285	0.01%
		15/02/2019	Transfer	-285	-0.01%	-	-0.01%
	<b>At the end of the year</b>	31/03/2019		-	0.00%	-	0.00%
5.	SHAREKHAN LIMITED						
	At the beginning of the year	04/01/2018		9,791	0.37%	9,791	0.37%
	Changes during the year	13/04/2018	Transfer	(9,288)	-0.35%	503	0.02%
		27/04/2018	Transfer	(3)	0.00%	500	0.02%
		08/06/2018	Transfer	(460)	-0.02%	40	0.00%
		22/06/2018	Transfer	110	0.00%	150	0.01%
		29/06/2018	Transfer	620	0.02%	770	0.03%
		06/07/2018	Transfer	(716)	-0.03%	54	0.00%
		27/07/2018	Transfer	1,046	0.04%	1,100	0.04%
		17/08/2018	Transfer	(700)	-0.03%	400	0.02%
		14/09/2018	Transfer	(399)	-0.02%	1	0.00%
		12/10/2018	Transfer	49	0.00%	50	0.00%
		19/10/2018	Transfer	265	0.01%	315	0.01%
		26/10/2018	Transfer	(165)	-0.01%	150	0.01%
		02/11/2018	Transfer	(145)	-0.01%	5	0.00%
		09/11/2018	Transfer	150	0.01%	155	0.01%
		16/11/2018	Transfer	1,344	0.05%	1,499	0.06%
		21/12/2018	Transfer	(349)	-0.01%	1,150	0.04%
		04/01/2019	Transfer	(1,148)	-0.04%	2	0.00%
		22/03/2019	Transfer	21	0.00%	23	0.00%
		29/03/2019	Transfer	(23)	0.00%	-	0.00%
	<b>At the end of the year</b>	31/03/2019		-	0.00%	-	0.00%
6.	INVESTORS EDUCATION AND PROTECTION FUND						
	At the beginning of the year	04/01/2018		23,700	0.90%	23,700	0.90%



# PEE CEE COSMA SOPE LIMITED

## FORM NO. MGT-9

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	Changes during the year						
	<b>At the end of the year</b>	31/03/2019		23,700	0.90%	23,700	0.90%
7.	Madhu Khatri						
	At the beginning of the year	04/01/2018		9,624	0.36%	9,624	0.36%
	Changes during the year	13/04/2018	Transfer	9,291	0.35%	18,915	0.71%
		06/07/2018	Transfer	(1,000)	-0.04%	17,915	0.68%
		14/09/2018	Transfer	(1)	0.00%	17,914	0.68%
		16/11/2018	Transfer	(500)	-0.02%	17,414	0.66%
	<b>At the end of the year</b>	31/03/2019		17,414	0.66%	17,414	0.66%
8.	DHEERAJ KUMAR LOHIA						
	At the beginning of the year	04/01/2018		29,368	1.11%	29,368	1.11%
	Changes during the year	01/06/2018	Transfer	5,003	0.19%	34,371	1.30%
		08/06/2018	Transfer	4	0.00%	34,375	1.30%
		06/07/2018	Transfer	5,840	0.22%	40,215	1.52%
		20/07/2018	Transfer	12,351	0.47%	52,566	1.99%
		03/08/2018	Transfer	773	0.03%	53,339	2.02%
		10/08/2018	Transfer	627	0.02%	53,966	2.04%
		17/08/2018	Transfer	800	0.03%	54,766	2.07%
		24/08/2018	Transfer	1,919	0.07%	56,685	2.14%
		07/09/2018	Transfer	3,874	0.15%	60,559	2.29%
		21/09/2018	Transfer	490	0.02%	61,049	2.31%
		28/09/2018	Transfer	5,863	0.22%	66,912	2.53%
		05/10/2018	Transfer	408	0.02%	67,320	2.54%
		12/10/2018	Transfer	2,800	0.11%	70,120	2.65%
		26/10/2018	Transfer	678	0.03%	70,798	2.68%
		23/11/2018	Transfer	839	0.03%	71,637	2.71%
		28/12/2018	Transfer	2,109	0.08%	73,746	2.79%
		04/01/2019	Transfer	550	0.02%	74,296	2.81%
		15/02/2019	Transfer	777	0.03%	75,073	2.84%
		01/03/2019	Transfer	804	0.03%	75,877	2.87%
		08/03/2019	Transfer	500	0.02%	76,377	2.89%
	<b>At the end of the year</b>	31/03/2019		76,377	2.89%	76,377	2.89%
9.	Ritu Gupta						
	At the beginning of the year	04/01/2018		16,718	0.63%	16,718	0.63%
	<b>At the end of the year</b>	31/03/2019		16,718	0.63%	16,718	0.63%
10.	Richard John Masilani						
	At the beginning of the year	04/01/2018		8,358	0.32%	8,358	0.32%
	<b>At the end of the year</b>	31/03/2019		8,358	0.32%	8,358	0.32%
11.	Kundanbai Ghisulal mehta						
	At the beginning of the year	04/01/2018		5,300	0.20%	5,300	0.20%
	<b>At the end of the year</b>	31/03/2019		5,300	0.20%	5,300	0.20%
12.	Anita Hasmukh Jain						
	At the beginning of the year	04/01/2018		9,259	0.35%	9,259	0.35%
	<b>At the end of the year</b>	31/03/2019		9,259	0.35%	9,259	0.35%
13.	Priyank Gupta						
	At the beginning of the year	04/01/2018		10,170	0.38%	10,170	0.38%
	<b>At the end of the year</b>	31/03/2019		10,170	0.38%	10,170	0.38%
14.	SANGEETHA S						
	At the beginning of the year	04/01/2018		12,220	0.46%	12,220	0.46%
	<b>At the end of the year</b>	31/03/2019		12,220	0.46%	12,220	0.46%



# PEE CEE COSMA SOPE LIMITED

## FORM NO. MGT-9

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
<b>A. Executive Directors :</b>							
1	Ashok Kumar Jain						
	At the beginning of the year	01.04.2018		121,794	4.60%	121,794	4.60%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		121,794	4.60%	121,794	4.60%
2	Mahendra Kumar Jain						
	At the beginning of the year	01.04.2018		83,584	3.16%	83,584	3.16%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		83,584	3.16%	83,584	3.16%
3	Pramod Kumar Jain						
	At the beginning of the year	01.04.2018		138,821	5.25%	138,821	5.25%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		138,821	5.25%	138,821	5.25%
<b>B. Non-Executive Directors :</b>							
4	Nemi Chandra Jain						
	At the beginning of the year	01.04.2018		-	0.00%	-	0.00%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		-	0.00%	-	0.00%
5	Amar Singh Rajput						
	At the beginning of the year	01.04.2018		-	0.00%	-	0.00%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		-	0.00%	-	0.00%
6	Anil Gupta						
	At the beginning of the year	01.04.2018		305	0.01%	305	0.01%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		305	0.01%	305	0.01%
7	Babita Agarwal						
	At the beginning of the year	01.04.2018		-	0.00%	-	0.00%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		-	0.00%	-	0.00%
<b>C. Key Managerial Personnel other than MD/WTD</b>							
8	Brij Mohan Verma						
	At the beginning of the year	01.04.2018		-	0.00%	-	0.00%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		-	0.00%	-	0.00%
9	Nidhi Agarwal						
	At the beginning of the year	01.04.2018		-	0.00%	-	0.00%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year	31.03.2019		-	0.00%	-	0.00%





# PEE CEE COSMA SOPE LIMITED

## FORM NO. MGT-9

### V) INDEBTEDNESS -

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

	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
	<b>Indebtedness at the beginning of the financial year</b>				
i)	Principal Amount	27,473,372	-	-	27,473,372
ii)	Interest due but not paid	-	-	-	-
iii)	Interest accrued but not due	-	-	-	-
	<b>Total (i+ii+iii)</b>	<b>27,473,372</b>	<b>-</b>	<b>-</b>	<b>27,473,372</b>
	<b>Change in Indebtedness during the financial year</b>				
	*Addition	47,42,546	-	-	47,42,546
	* Reduction	-	-	-	-
	Net Change	47,42,546	-	-	47,42,546
	<b>Indebtedness at the end of the financial year</b>				
i)	Principal Amount	3,22,15,918	-	-	3,22,15,918
ii)	Interest due but not paid	-	-	-	-
iii)	Interest accrued but not due	-	-	-	-
	<b>Total (i+ii+iii)</b>	<b>3,22,15,918</b>	<b>-</b>	<b>-</b>	<b>3,22,15,918</b>

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

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount (Rs. /Lac)
		Pramod Kumar Jain	Ashok Kumar Jain	Mahendra Kumar Jain	
	Designation				
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	19,20,000	19,20,000	19,20,000	57,60,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	4,38,632	5,15,354	3,25,580	12,79,566
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>Total (A)</b>	<b>23,58,632</b>	<b>24,35,354</b>	<b>22,45,580</b>	<b>70,39,566</b>
	<b>Ceiling as per the Act</b>				<b>Rs. 42,00,000</b>



# PEE CEE COSMA SOPE LIMITED

## FORM NO. MGT-9

### B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount (Rs./Lac)
		Nemi Chandra Jain	Amar Singh Rajput	Anil Gupta	Babita Agarwal	
	<b>Independent Directors</b>					
	Fee for attending board committee meetings	49,500	34,000	20,000	20,000	1,23,500
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	<b>Total</b>	<b>49,500</b>	<b>34,000</b>	<b>20,000</b>	<b>20,000</b>	<b>1,23,500</b>

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

SN	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount (Rs./Lac)
		Brij Mohan Verma	Nidhi Agarwal	
	<b>Name</b>	<b>Brij Mohan Verma</b>	<b>Nidhi Agarwal</b>	
	Designation	CFO	CS	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	10,01,104	2,32,128	12,33,232
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5.	Others, please specify	-	-	-
	<b>Total</b>	<b>10,01,104</b>	<b>2,32,128</b>	<b>12,33,232</b>

### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

During the year 2018-19, there were no penalties/punishment/ compounding of offences under the Companies Act, 2013



# PEE CEE COSMA SOPE LIMITED

## SECRETARIAL AUDIT REPORT, FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

Form No. AOC-2

Annexure-8

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

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

Sl. No.	Particulars	Details
(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/arrangements/transactions	NA
(c)	Duration of the contracts / arrangements/transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions	NA
(f)	Date(s) of approval by the Board	NA
(g)	Amount paid as advances, if any	NA
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NA

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

Sl. No.	Particulars	Details
(a)	Name(s) of the related party and nature of relationship	Suraj Bhan Agencies Ltd Directors alongwith their relatives are holding more than 2% of total share capital
(b)	Nature of contracts/ arrangements/transactions	Transfer or receipt of goods, products, materials for an estimated amount upto Rs.30 Crore in each financial year and / or availing and providing of services, utilities and property on lease, for an estimated amount of up to Rs.1 Crore every financial year on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Suraj Bhan Agencies Ltd on arm's length basis.
(c)	Duration of the contracts / arrangements/transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Transfer or receipt of goods, products, materials for an estimated amount upto Rs. 30 Crore in each financial year and / or availing and providing of services, utilities and property on lease, for an estimated amount of up to Rs.1 Crore every financial year on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Suraj Bhan Agencies Ltd on arm's length basis.
(f)	Date(s) of approval by the Board	Shareholder approval dated 28th September, 2015
(g)	Amount paid as advances, if any	NA

For and on behalf of the board  
**For Pee Cee Cosma Sope Ltd.**

**Ashok Kumar Jain**  
Executive Chairman  
DIN:00113133  
Add: 120, Jaipur House  
Agra-282 002, U.P.

Date:13.08.2019  
Place:Agra



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

**Cautionary Statement :** This Management Discussion and Analysis statements of Annual Report has been included in adherence to the spirit enunciated in the code of corporate Governance approved by the Securities and Exchange Board of India, Statement in the Management Discussion and Analysis describing the Company's objectives, projections estimates expectation may be "Forward-Looking Statement" within the meaning of applicable securities laws and regulation. These statements are subject to certain risks and uncertainties. Actual result could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the Government policies, economic development, political factors and such other factors beyond the control of the Company.

- Company uses variety of indicators to measure business health. These include market share, net sales, organic growth, profit margins, GAAP and Non- GAAP income, cash flows and return on capital.
- Company also notes that it expects global macroeconomic and market conditions to remain highly challenging and category growth rates continuing to be slow

**Industry Structure, Developments & Outlook :** The FMCG sector broadly comprises three key segments - Food and Beverages (F&B) (19%), Healthcare (31%) and Household and Personal Care (HPC) (50%). India's fast-moving consumer goods (FMCG) story looks interestingly poised, supported by moderate inflation, increase in private consumption, and rural income.

The sector, which is considered as India's 4th largest, is expected to maintain its momentum of the last few years and is projected to grow by 11-12% during FY 2018-19, according to market research firm Nielsen.

This will be aided by favourable macros such as GDP growth and inflation. It has grown from US\$ 31.6

billion in 2011 to US\$ 52.75 billion in FY 2017-18 and is expected to reach US\$ 103.7 billion by FY 2020.

(Source: <https://www.moneycontrol.com/news/>)

**Liquidity and Capital Resources :**

The company expects cash flow from operations and debt issuances will be sufficient to meet the foreseeable business operating and recurring cash needs (including for debt services, capital expenditures, dividend, cost resulting from the Restructuring Program). The company believes to follow the program and generate the revenue with the best possible manner.

**Opportunities & Threats :** The opportunities for Soap and Detergent industries are due to rise in income of urban and rural population the demand for detergent is growing steadily. Cost effectiveness and timely delivery schedule is boosting the export of production made by soap and detergent companies. Now-a-days due to availability of Big Bazars, Reliance fresh etc. the end users of production can direct approach through this retail chain. People become conscious about their health and hygiene which increase the requirements of this industry. On the other hand the soap and detergent face threats from due to difficult in keeping consumers loyal to Company's brand. Consumers are price sensitive and shift to other brand in view of promotional offers. Higher advertisement and promotional expenses required for better brand building.

**Product wise Performance :** Presently the Company has been dealing in only one segment, i.e., Soap and Detergents. The details of the Soap and Detergents business segment is as follows:

Product	Sales			
	Current Year (2018-19)		Previous Year (2017-18)	
	Quantity (MT)	Value (Rs in Lacs)	Quantity (MT)	Value (Rs in Lacs)
Soap & Detergents	20686	7607.96	20799	7850.84



# PEE CEE COSMA SOPE LIMITED

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### Key Financial Ratios:

Particular	FY 2018-19	FY 2017-18
Debtor Turnover	47.64	52.47
Inventory Turnover	4.61	4.83
Interest Coverage Ratio	26.31	25.18
Current Ratio	2.24	2.02
Debt Equity Ratio	1.22	1.04
Operating Profit Margin	3.56%	4.65%
Net Profit Margin	3.72%	4.67%
Return on Net Worth	12.71%	17.95%

**Risks & Concern :** The Company is exposed to major risk and concern like higher raw material cost, internal cost, transportation cost and advertisement cost. Increasing competition firm multinational and domestic companies.

**Human resource / Industrial relations :** Management is keen on following the best practices for attracting, retaining and enhancing human resources of the Company. The company's Industrial relations continued to be harmonious during the year under review. The Company continue to invest in people through various initiatives which enable the work force to meet out the production requirements and challenges related thereto and to infuse positive enthusiasm towards the organization.

**Internal Control Systems and Adequacy :** The Internal Control Systems and procedure are adequate and commensurate with the size of the Company. The company has implemented suitable controls on ongoing basis to assure that all resources

are utilized optimally, financial transactions are reported with the accuracy and all applicable laws and regulations are strictly complied with.

The Company has a well-placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly. The Company's IFC system also comprises due compliances with Company's policies and Standard Operating Procedures (SOP's) and audit and compliance by in-house Internal Audit Division, supplemented by internal audit checks from M/s Jay Pee & Associates, Chartered Accountants, the Internal Auditors and various transaction auditors. The Internal Auditors independently evaluate the adequacy of internal controls and concurrently audit the majority of the transactions in value terms. Independence of the audit and compliance is ensured by direct reporting of Internal Audit Division and Internal Auditors to the Audit Committee of the Board. During the year the Internal auditors have also been engaged for providing assistance in improvising IFC framework (including preparation of Risk & Control Matrices for various processes) and deployment of Self Assessment Tool.

MDA is being one of very efficient way to provide meaningful and highly useful information to the investors. Any improvements in MDA and its presentation, format will lead to good corporate governance practice and a healthy relationship between companies and the investor-community



# PEE CEE COSMA SOPE LIMITED

## BALANCE SHEET AS AT 31ST MARCH 2019

(Amount in Rupees unless otherwise stated)

PARTICULARS	Note No.	As at March 31, 2019	As at March 31, 2018
<b>ASSETS</b>			
<b>1. Non Current Assets</b>			
(a) Property, Plant and Equipment	2	6,36,34,614	6,51,16,518
(b) Intangible Assets	2	3,54,275	-
(c) Investment Property	3	2,58,66,757	2,58,44,687
(d) Financial Assets			
(i) Other Financial Assets	4	53,17,746	58,17,363
(e) Deferred Tax Assets (net)	5	38,07,614	42,64,372
(f) Other Non-Current Assets	6	4,61,49,940	4,62,81,377
<b>Total Non Current Assets</b>		<b>14,51,30,946</b>	<b>14,73,24,317</b>
<b>2. Current Assets</b>			
(a) Inventories	7	11,74,00,800	11,13,11,325
(b) Financial Assets			
(i) Trade receivables	8	32,51,866	47,33,663
(ii) Cash and Cash Equivalents	9	21,25,610	15,81,689
(iii) Bank Balances other than (ii) above	10	12,52,189	9,86,087
(iv) Loans	11	2,09,33,905	-
(v) Other Financial Assets	12	3,524	17,814
(c) Other Current assets	13	38,60,560	22,77,974
<b>Total Current Assets</b>		<b>14,88,28,454</b>	<b>12,09,08,552</b>
<b>TOTAL ASSETS</b>		<b>29,39,59,400</b>	<b>26,82,32,869</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	14	2,64,62,500	2,64,62,500
(b) Other Equity	15	19,66,44,384	17,78,33,265
<b>Total Equity</b>		<b>22,31,06,884</b>	<b>20,42,95,765</b>
<b>Liabilities</b>			
<b>1. Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Other Financial Liabilities	16	26,95,875	26,83,113
(b) Provisions	17	16,34,406	14,68,362
<b>Total Non-Current Liabilities</b>		<b>43,30,281</b>	<b>41,51,475</b>



# PEE CEE COSMA SOPE LIMITED

## BALANCE SHEET AS AT 31ST MARCH 2019

(Amount in Rupees unless otherwise stated)

PARTICULARS	Note No.	As at March 31, 2019	As at March 31, 2018
<b>2. Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	18	3,22,15,918	2,74,73,372
(ii) Trade Payables	19		
(a) total outstanding dues of micro enterprises and small enterprises		2,71,169	1,23,479
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		1,43,52,841	1,33,02,917
(iii) Other Financial Liabilities	20	89,66,038	84,90,451
(b) Other Current Liabilities	21	1,05,13,615	63,17,055
(c) Provisions	22	67,081	59,881
(d) Current Tax Liabilities (net)	23	1,35,573	40,18,474
<b>Total- Current Liabilities</b>		<b>6,65,22,235</b>	<b>5,97,85,629</b>
<b>TOTAL LIABILITIES</b>		<b>29,39,59,400</b>	<b>26,82,32,869</b>

**Significant Accounting Policies**

**1**

**Notes to Balance Sheet and Statement of Profit & Loss**

**1-43**

The notes referred to above form an integral part of financial statements.

As per our audit report of even date attached

For **B S D & Co.**,

For and on Behalf of the Board

Chartered Accountants

(Firm Regn. No. 000312S)

**CA. Surendra Khinvasra**

**(A. K. Jain)** Executive Chairman DIN No. : 00113133

(Partner)

**(P. K. Jain)** Managing Director DIN No. : 00112805

**Membership No. 070804**

**(M. K. Jain)** Director DIN No. : 00172395

**(N.C. Jain)** Director DIN No. : 00172406

Place : Agra

**(Nidhi Agarwal)** Company secretary

Dated: 30.05.2019

**(B.M. Verma)** Chief Financial Officer



# PEE CEE COSMA SOPE LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH 2019

(Amount in Rupees unless otherwise stated)				
	PARTICULARS	Note	Year Ended March 31, 2019	Year Ended March 31, 2018
<b>I</b>	<b>REVENUE</b>			
	1 Revenue from Operations	24	76,07,96,252	78,50,84,080
	2 Other Income	25	12,79,366	2,06,643
	<b>Total Revenue</b>		<b>76,20,75,618</b>	<b>78,52,90,723</b>
<b>II</b>	<b>EXPENSES</b>			
	1 Cost of Materials Consumed	26	53,13,57,733	54,03,89,001
	2 Changes in Inventories of Finished goods & Process goods	27	95,40,641	(24,77,470)
	3 Excise Duty on Sale of Goods		-	2,06,58,953
	4 Employee Benefit Expenses	28	8,02,27,552	7,63,47,479
	5 Finance Costs	29	15,99,416	23,02,295
	6 Depreciation & Amortization Expenses	30	58,73,092	67,73,536
	7 Other Expenses	31	9,29,93,882	8,56,32,682
	<b>Total Expenses</b>		<b>72,15,92,316</b>	<b>72,96,26,476</b>
<b>III</b>	<b>PROFIT BEFORE TAX</b>		<b>4,04,83,302</b>	<b>5,56,64,247</b>
<b>IV</b>	<b>Tax Expense</b>	32		
	i. Current Tax		1,16,61,300	1,95,28,400
	ii. Tax adjustment for earlier years (net)		(765)	-
	iii. Deferred Tax		4,56,758	(5,49,019)
<b>V</b>	<b>Total Tax Expense</b>		<b>1,21,17,293</b>	<b>1,89,79,381</b>
<b>VI</b>	<b>PROFIT FOR THE YEAR</b>		<b>2,83,66,009</b>	<b>3,66,84,866</b>
<b>VII</b>	<b>Other Comprehensive Income</b>			
	Items that will not be reclassified to statement of profit and loss			
	Remeasurement of Deferred Employee Benefit Plans		-	(7,914)
	Tax impacts on above		-	2,617
	Total Other Comprehensive Income/(loss)		-	(5,297)
<b>VIII</b>	<b>Total comprehensive Income for the year</b>		<b>2,83,66,009</b>	<b>3,66,79,569</b>
<b>IX</b>	<b>EARNINGS PER EQUITY SHARE</b>			
	(Nominal value of share Rs. 10/- each)			
	<b>Basic &amp; Diluted Earnings Per Share (in Rs)</b>	33	10.70	13.19
	<b>Significant Accounting Policies</b>	1		
	<b>Notes to Balance Sheet and Statement of Profit &amp; Loss</b>	1-45		
<b>The notes referred to above form an integral part of financial statements. As per our audit report of even date attached</b>				
For <b>B S D &amp; Co.</b> , Chartered Accountants (Firm Regn. No. 000312S) <b>CA. Surendra Khinvasra</b> (Partner) <b>Membership No. 070804</b>		For and on Behalf of the Board		
Place : Agra Dated: 30.05.2019		<b>(A. K. Jain)</b> Executive Chairman DIN No. : 00113133 <b>(P. K. Jain)</b> Managing Director DIN No. : 00112805 <b>(M. K. Jain)</b> Director DIN No. : 00172395 <b>(N.C. Jain)</b> Director DIN No. : 00172406 <b>(Nidhi Agarwal)</b> Company secretary <b>(B.M. Verma)</b> Chief Financial Officer		





# PEE CEE COSMA SOPE LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

(Amount in Rupees unless otherwise stated)

PARTICULARS	Year Ended March 31, 2019	Year Ended March 31, 2018
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit before tax and extra ordinary items	4,04,83,302	5,56,64,247
<b>Adjusted for</b>		
Depreciation	58,73,092	67,73,536
(Profit)/Loss on Sale of Fixed Assets	-	(65,349)
Interest Income	(1,60,380)	(1,08,822)
Interest & Finance Charges	13,35,687	18,15,467
Ind AS Adjustment due to Employee Benefit Expenses	-	(5,297)
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>4,75,31,701</b>	<b>6,40,73,781</b>
<b>ADJUSTMENTS FOR WORKING CAPITAL CHANGES:</b>		
Decrease/(Increase) in Trade Receivables	14,81,797	(19,86,760)
Decrease/(Increase) in Inventories	(60,89,475)	(1,65,76,620)
Increase/(Decrease) in Trade Payables	11,97,614	26,96,652
Decrease/(Increase) in Other Financial Assets	(2,04,19,998)	(3,71,259)
Decrease/(Increase) in Other Non Current Assets	5,88,195	(3,87,521)
Decrease/(Increase) in Other Current Assets	(15,82,586)	9,94,982
Decrease/(Increase) in Other Bank Balances	(2,66,103)	(1,22,984)
Increase/(Decrease) in Provisions	1,73,244	(41,44,352)
Increase/(Decrease) in Other non current financial liabilities	12,762	(8,76,887)
Increase/(Decrease) in Other financial liabilities	4,75,587	(8,56,929)
Increase/(Decrease) in Other current liabilities	3,13,659	(12,55,680)
<b>CASH GENERATED FROM OPERATING ACTIVITIES:</b>	<b>2,34,16,397</b>	<b>4,11,86,423</b>
Direct Taxes Paid	(1,21,17,293)	(1,89,79,381)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>1,12,99,104</b>	<b>2,22,07,042</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Sale of Fixed Assets	-	1,89,570
Purchase of Fixed Assets	(47,45,462)	(21,45,430)
Addition in Investment in Property	(22,070)	-
Interest Received during the year	1,60,380.00	1,08,822
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(46,07,152)</b>	<b>(18,47,038)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Interest & Finance Charges paid	(13,35,687)	(18,15,467)
Proceeds/(Repayment) of Non Current Borrowings	-	(14,83,143)
Proceeds/(Repayment) of Current Borrowings	47,42,545	(99,77,458)
Dividend Paid	(79,38,750)	(66,15,625)
Dividend Tax Paid	(16,16,139)	(13,46,782)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>(61,48,031)</b>	<b>(2,12,38,475)</b>
<b>NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>5,43,921</b>	<b>(8,78,471)</b>
<b>CASH AND CASH EQUIVALENTS ( OPENING BALANCE )</b>	<b>15,81,689</b>	<b>24,60,160</b>
<b>CASH AND CASH EQUIVALENTS ( CLOSING BALANCE )</b>	<b>21,25,610</b>	<b>15,81,689</b>



# PEE CEE COSMA SOPE LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

Notes	As at 31.03.2019	As at 31.03.2018
<b>a) 'RECONCILIATION STATEMENT OF CASH AND BANK BALANCES</b>		
Cash and cash equivalents at the end of the year as per above	21,25,610	15,81,689
Add : Balances with Banks in dividend/unclaimed dividend accounts	12,22,189	9,45,081
Add : Deposit with original maturity of more than three months but less than twelve months	30,000	41,006
Cash and bank balance as per balance sheet (refer note 9 & 10)	<u>33,77,799</u>	<u>25,67,776</u>

### b) 'DISCLOSURE AS REQUIRED BY IND AS 7

#### Reconciliation of liabilities arising from financing activities

31st March, 2019	Opening Balance	Cash Flows	Non Cash Changes	Closing Balances
Non Current Secured Borrowings	-	-	-	-
Current Secured Borrowings	2,74,73,373	47,42,545	-	3,22,15,918
<b>Total</b>	<b>2,74,73,373</b>	<b>47,42,545</b>	<b>-</b>	<b>3,22,15,918</b>
31st March, 2018	Opening Balance	Cash Flows	Non Cash Changes	Closing Balances
Non Current Secured Borrowings	14,83,143	(14,83,143)	-	-
Current Secured Borrowings	3,74,50,831	(99,77,458)	-	2,74,73,373
<b>Total</b>	<b>3,89,33,974</b>	<b>(1,14,60,601)</b>	<b>-</b>	<b>2,74,73,373</b>

#### As per our audit report of even date attached

For **B S D & Co.,**

For and on Behalf of the Board

Chartered Accountants

(Firm Regn. No. 000312S)

**CA. Surendra Khinvasra**

(Partner)

**Membership No. 070804**

**(A. K. Jain)** Executive Chairman DIN No. : 00113133

**(P. K. Jain)** Managing Director DIN No. : 00112805

**(M. K. Jain)** Director DIN No. : 00172395

**(N.C. Jain)** Director DIN No. : 00172406

Place : Agra

**(Nidhi Agarwal)** Company secretary

Dated: 30.05.2019

**(B.M. Verma)** Chief Financial Officer



# PEE CEE COSMA SOPE LIMITED

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

A Equity Share Capital		Balance as at 01.04.2017	Changes in Equity Share capital during the year	Balance as at 31.03.2018			
For the year ended 31.03.2018		2,64,62,500	-	2,64,62,500			
B Other Equity		Reserve and Surplus					
Particulars	Capital Reserve	General Reserve	Capital Redemption Reserve	Retained Earnings	Reimeasurement (Losses)/Gain on defined benefit Plan	Total Other Comprehensive Income	Total Other Equity
Balance as at 01.04.2017	23,03,275	2,55,53,442	7,23,12,500	4,87,29,444	2,17,442	2,17,442	14,91,16,103
Profit for the year	-	-	-	3,66,84,866	-	-	3,66,84,866
Other comprehensive income/(loss)	-	-	-	-	(5,297)	(5,297)	(5,297)
Dividend	-	-	-	(66,15,625)	-	-	(66,15,625)
Tax on Dividend	-	-	-	(13,46,782)	-	-	(13,46,782)
Transfer from Retained Earnings to General Reserve	-	10,00,000	-	(10,00,000)	-	-	-
<b>Balance as at 31.03.2018</b>	<b>23,03,275</b>	<b>2,65,53,442</b>	<b>7,23,12,500</b>	<b>7,64,51,903</b>	<b>2,12,145</b>	<b>2,12,145</b>	<b>17,78,33,265</b>
Balance as at 01.04.2018	23,03,275	2,65,53,442	7,23,12,500	7,64,51,903	2,12,145	2,12,145	17,78,33,265
Profit for the year	-	-	-	2,83,66,009	-	-	2,83,66,009
Other comprehensive income/(loss)	-	-	-	-	-	-	-
Dividend	-	-	-	(79,38,750)	-	-	(79,38,750)
Tax on Dividend	-	-	-	(16,16,139)	-	-	(16,16,139)
Transfer from Retained Earnings to General Reserve	-	1,000,000	-	(10,00,000)	-	-	-
<b>Balance as at 31.03.2019</b>	<b>23,03,275</b>	<b>2,75,53,442</b>	<b>7,23,12,500</b>	<b>94,263,023</b>	<b>2,12,145</b>	<b>2,12,145</b>	<b>19,66,44,384</b>

Note:- General Reserve has been created by transfer out of profit generated by the company and is available for distribution to shareholders.

**The Notes referred to above form an integral part of the Financial Statements**

**As per our audit report of even date attached**

For **B S D & Co.,** Chartered Accountants  
(Firm Regn. No. 000312S)

**CA. Surendra Khinvasra**  
(Partner)  
**Membership No. 070804**

Place : Agra  
Dated: 30.05.2019

For and on Behalf of the Board

**(A. K. Jain)** Executive Chairman DIN No. : 00113133  
**(P. K. Jain)** Managing Director DIN No. : 00112805  
**(M. K. Jain)** Director DIN No. : 00172395  
**(N.C. Jain)** Director DIN No. : 00172406  
**(Nidhi Agarwal)** Company secretary  
**(B.M. Verma)** Chief Financial Officer



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

**CORPORATE AND GENERAL INFORMATION :** Pee Cee Cosma Sope Limited ("the Company") is domiciled and incorporated in India and its equity shares are listed at Bombay Stock Exchange(BSE). The registered office of the Company is situated at Padam Deep, G-10/8, Sanjay Place, Agra-282002. The Company is engaged in the business of Manufacturing of Laundry Soap, Detergent Powder and Cake operating in State of Uttar Pradesh, Rajasthan and Madhya Pradesh. The financial statements of the company for the year ended 31st March 2019 were approved and authorized for issue by board of directors in their meeting held on 30th day of May, 2019

**STATEMENT OF COMPLIANCE :** The financial statements are a general purpose financial statement which have been prepared in accordance with the Companies Act 2013, Indian Accounting Standards and complies with other requirements of the law.

**BASIS OF PREPARATION :** These financial statements have been prepared complying in all material respects as amended from time to time with the accounting standards notified under Section 133 of the Companies Act 2013, read with the Companies (Indian Accounting Standards) Rules 2015. The financial statements comply with IND AS notified by Ministry of Corporate Affairs ("MCA"). The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years.

**Classification of Assets and Liabilities into current and Non-Current :** The Company presents its assets and liabilities in the Balance Sheet based on current/ non-current classification.

**As asset is treated as current when it is:**

- a) expected to be realised or intended to be sold or consumed in normal operating cycle;
- b) held primarily for the purpose of trading;
- c) expected to be realised within twelve months after the reporting period; or
- d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

**A liability is treated as current when :**

- a) it is expected to be settled in normal operating cycle;
- b) it is held primarily for the purpose of trading;
- c) it is due to be settled within twelve months after the reporting period; or
- d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the company has ascertained its operating cycle being a period within twelve months for the purpose of current and non-current classification of assets and liabilities.

### Significant Accounting Policies

#### (a) Basis of Measurement

The Financial Statements of the company are consistently prepared and presented under historical cost convention on an accrued basis in accordance with IND AS except for certain Financial Assets and Financial Liabilities that are measured at fair value.

The financial statements are presented in Indian Rupees ('INR'), which is the Company's functional and presentation currency and all amounts are rounded to the nearest Lacs (except otherwise indicated).

#### (b) Property, plant and equipment

- (i) Freehold land is carried at historical cost. All other Property, plant and equipment are stated at their cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment loss, if any, and the company uses cost model as per Ind AS-16. The cost of Tangible assets comprises its purchase price, borrowing cost, any other cost directly attributable to bringing the assets into present location and condition necessary for it to be capable of operating in the manner intended by the Management, initial estimation of any de-commissioning obligations and finance cost.



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

- (ii) **Depreciation** : Depreciation on Fixed Assets is provided on Written Down Value Method over their useful lives and in the manner specified in Schedule II of the Companies Act, 2013. Property, Plant & Equipment which are added/disposed off during the year the depreciation is provided on pro rata basis with reference to month of addition/deletion. Leasehold assets is amortised over the period of lease.
- (iii) **Component Accounting** : When significant parts of property, plant and equipment are required to be replaced at intervals, the Company derecognizes the replaced part, and recognizes the new part with its own associated useful life and it is depreciated accordingly. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.
- (iv) Expenditure during construction/erection period is included under Capital Work-in-Progress and is allocated to the respective fixed assets on completion of construction/ erection.
- (v) Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of Property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognized in Statement of Profit and Loss in the year of occurrence.
- (vi) The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.
- (vii) Capital work in progress includes cost of property, plant and equipment which are not ready for their intended use.

### 2. Intangible assets:

- (a) **Intangible assets** are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably. Intangible Assets are stated at cost which includes any directly attributable expenditure on making the asset ready for its intended use. Intangible assets with finite useful lives are capitalized at cost and amortized on a straight-line basis over a period of 5 years.
- (b) **Software:-** Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit and loss in the period in which the expenditure is incurred. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. Intangible assets with indefinite useful lives (like goodwill, brands), if any are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite life is made on prospective basis.

### 3. Investment Properties:

Investment properties are properties held either to earn rental income or capital appreciation or for both but not for sale in the ordinary course of business, use in production or supply of goods or services or for other administrative purposes. Investment properties are initially measured at cost including transaction cost. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation or impairment loss if any. Depreciation on investment properties are provided over the estimated useful life and is not different than useful life as mentioned in schedule II of the Companies Act 2013. The investment property of the company consists of land/plot therefore not depreciated.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the assets is recognised in profit or loss in the period of derecognised.

Though the company measures investment properties using cost based measurement, the fair value of investment properties is disclosed in the notes. Fair value are determined by using circle rates of the concerned registration authority.



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

### 4. Inventories:

Raw materials, Packing material, Stores and spares are valued at lower of cost (on a first in first out basis) and net realisable value.

Stock in process is valued at lower of cost (on a first in first out basis) and net realisable value.

Finished goods are valued at cost (on a first in first out basis) or net realisable value whichever is lower. Cost for this purpose include direct materials, direct labour utilities, variable direct costs and manufacturing overheads, based on the normal operating capacity and depreciation.

### 5. Cash and cash equivalents:

**a) Cash and cash equivalents are financial assets.** Cash and cash equivalents consist of cash and short-term highly liquid investments that are readily convertible to cash with original maturities of three months or less at the time of purchase and are carried at cost plus accrued interest.

For the purpose of the statement of Cash Flows, cash and cash equivalents consist of cash and short term deposits as defined above, net of outstanding bank overdrafts as they are considered as an integral part of the Company's cash management.

**b) Cash Flow Statement :** Cash Flow are reported using indirect method, whereby profit for the year is adjusted for effects of transactions of non cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing, and financing activities of the company are segregated.

**c) Bank Balances Other than above :** Dividend Escrow account balance, deposit with bank as margin money for guarantees issued by bank, deposits kept as security deposit for statutory authorities are accounted as bank balance other than cash and cash equivalent.

### 6. Financial instruments:

A financial instrument is any contract that at the same time gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments are recognized as soon as the company becomes a contracting party to the financial instrument. In cases where trade date and settlement date do not coincide, for non-derivative financial instruments the settlement date is used for initial recognition or derecognition, while for derivatives the trade date is used. Financial instruments stated as financial assets or financial liabilities are generally not offset; they are only offset when a legal right to set-off exists at that time and settlement on a net basis is intended.

### 7. Financial assets :

Financial assets include trade receivable, cash and cash equivalents, equity / debt instruments held. Initially all financial assets are recognised at amortised cost or fair value through Other Comprehensive Income or fair value through Statement of Profit or Loss, depending on its business model for those financial assets and their contractual cash flow characteristics. Subsequently, based on initial recognition/ classification, where assets are measured at fair value, gain and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

**(a) Trade receivables :** Trade receivables are recognised initially at fair value and subsequently measured at amortized cost less credit loss/impairment allowances.

Receivables that do not bear interest or bear below market interest rates and have an expected term of more than one year are discounted with the discount subsequently amortized to interest income over the term of the receivable.

Impairment is made on the expected credit loss model, which are the present value of the cash deficits over the expected life of receivables. The estimated impairment losses are recognised in the Statement of Profit and Loss. Subsequent changes in assessment of impairment are recognized in the Statement of Profit and Loss as changes in estimates.

The company makes provision for expected credit loss against trade receivables based on the simplified approach (i.e. the loss allowance is measured as the amount equal to lifetime expected credit losses).

**(b) Loans & other financial assets :** Loans and other financial assets are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and other financial assets



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

are measured at amortized cost using the effective interest method, less any impairment losses.

### 8. Financial Liabilities :

Financial liabilities such as loans and borrowings and other payables are recognized initially on the trade date, which is the date that the Company becomes a party to the contractual terms of the instrument. Financial liabilities other than fair valued through profit and loss are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss. The Company derecognizes a financial liability when its contractual obligations are settled or cancelled or expired.

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

It include financial liabilities held for trading and are designated such at initial recognition. Financial liabilities are held for trading if they are incurred for the purpose of repurchasing in near term and also include Derivatives that are not part of an effective hedge accounting in accordance with IND AS 109, classified as "held for trading" and carried at fair value through profit or loss. Financial liabilities at fair value through profit or loss are measured at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

#### Financial liabilities measured at amortised cost :

Post recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method ("EIR"). Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the Statement of Profit and Loss.

#### Loans and Borrowings :

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the effective interest method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

#### Trade and other payables:

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. Trade accounts payable and other non-derivative financial liabilities are in general measured at amortized cost using the effective interest method. Finance charges, including premiums payable on redemption or settlement, are periodically accrued using the effective interest method and increase the liabilities' carrying amounts unless they have already been settled in the period in which they were incurred.

### 9. Impairment of non-financial assets :

At each reporting date, the company assesses whether there is any indication that a non-financial asset may be impaired. If any such indication exists, the recoverable amount of the non-financial asset is estimated in order to determine the extent of the impairment loss, if any. Recoverable amount is determined:

- In the case of an individual asset, at the higher of the Fair Value less cost to sell and the value in use: and
- In the case of cash generating unit (a group of assets that generates identified, independent cash flows) at the higher of cash generating unit's fair value less cost to sell and the value in use.

Where it is not possible to estimate the recoverable amount of an individual non-financial asset, the company estimates the recoverable amount of the smallest cash generating unit to which the non-financial asset belongs. The recoverable amount is the higher of an asset's or cash generating unit's fair value less costs of disposal and its value in use. If the recoverable amount of a non-financial asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount of the non-financial asset or cash generating unit is reduced to its recoverable amount. Impairment losses are recognized immediately in the statement of Profit and Loss. Where an impairment loss subsequently reverses, the carrying amount of the non-financial asset or cash generating unit is increased to the revised estimate of its recoverable amount. However, this increased amount cannot exceed the carrying amount that would have been determined had no impairment loss been recognized for that non-financial asset or cash generating unit in prior periods. A reversal of an impairment loss is recognized immediately in the statement of Profit and Loss.



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

### 10 Revenue recognition :

The company derives revenue from sale of manufactured goods and traded goods. Effective 01.04.2018, the company has followed Ind-AS 115. In accordance with Ind AS 115, the company recognises revenue from sale of products and services at a time when performance obligation is satisfied and upon transfer of control of promised products or services to customer in an amount that reflects the consideration the company expects to receive in exchange for their products or services. The company disaggregates the revenue based on nature of products/Geography.

**Interest Income :** For all Financial instruments measured at amortised cost, interest income is recorded using effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income on unsecured loans are accounted for on accrual basis.

### 11 Employees Benefits :

(a) **Short term employee Benefit :** All employees' benefits payable wholly within twelve months rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex-gratia are recognized during the period in which the employee renders related service.

(b) **Defined Contribution Plan :** Contributions to the Employees' Provident Fund and Employee's State Insurance are recognized as Defined Contribution Plan and charged as expenses in the year in which the employees render the services.

(c) **Defined Benefit Plan ( Unfunded ) :** The Leave Encashment and Gratuity are defined benefit plans. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out at each balance sheet date, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. Re-measurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not classified to the statement of profit and loss in subsequent periods. Past Service cost is recognised in the statement of profit and loss in the period of plan amendment. Net Interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The Company recognises the following changes in the net defined benefit obligation under employee benefit expenses in the statement of profit and loss.

- Service costs comprising current service costs, gains and losses on curtailments and non-routine Settlements.
- Net interest income or expense.

(d) **Long term Employee Benefit :** Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability at the present value of the defined benefit obligation at the balance sheet date.

(e) **Termination benefits :** Termination benefits are recognised as an expense in the period in which they are incurred.

The Company shall recognise a liability and expense for termination benefits at the earlier of the following dates:

- (a) when the entity can no longer withdraw the offer of those benefits; and
- (b) when the entity recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of termination benefits.

### 12 Borrowing costs :

(a) Borrowing costs that are specifically attributable to the acquisition, construction, or production of a qualifying asset are capitalised as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.

(b) For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The





# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

(c) All other borrowing costs are recognised as expense in the period in which they are incurred.

### 13 Leases :

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

(a) **Finance Lease** : Finance Lease that transfer substantially all of the risks and benefits incidental to ownership of the leased item, are capitalised at the commencement of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and a reduction in the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability .Finance charges are recognised in finance costs in the statement of profit and loss unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's policy on borrowing costs.

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

(b) **Operating Lease** : Assets acquired on leases where a significant portion of the risks and rewards of ownership are retained by lessor are classified as operating leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned. Payments/receipts under operating lease are recorded in the Statement of Profit and Loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

### 14 Taxes on income :

Income Tax expenses comprise current tax expenses and the net change in the deferred tax asset or liabilities during the year. Current and Deferred tax are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

**Current Tax** : The Company provides current tax based on the provisions of the Income Tax Act, 1961 applicable to the Company.

**Deferred Tax** : Deferred tax is recognised using the Balance Sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or liability is settled, based on tax rates (and tax laws) that have been enacted or substantially enacted at the reporting date. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

### 15 Provisions, Contingent liabilities, Contingent assets and Commitments :

(a) **General** : The Company recognizes provisions for liabilities and probable losses that have been incurred when it has a present legal or constructive obligation as a result of past events and it is probable that the



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

Company will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a financing cost.

### **Contingent liability is disclosed in the case of :**

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation:
- A present obligation arising from past events, when no reliable estimate is possible:
- A possible obligation arising from past events, unless the probability of outflow of resources is remote.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

Contingent assets are not recognised but are disclosed in financial statement when an inflow of economic benefit is probable.

**(b) Other Litigation claims :** Provision for litigation related obligation represents liabilities that are expected to materialise in respect of matters in appeal.

### **16 Exceptional Items :**

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company is such that its disclosure improves the understanding of the performance of the company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

### **17 Earnings per share :**

Basic Earnings per share is calculated by dividing the profit from continuing operations and total profit, both attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. In case there are any dilutive securities during the period presented, the impact of same is given to arrive at diluted earning per share.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

### **18 Segment accounting :**

The company's business falls within a primary business segment viz . "Manufacturing of Laundry Soap, Detergent Powder and Cake, which is the only segment".

### **19 Fair value measurement :**

The Company measures financial instruments such as derivatives and certain investments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either :

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

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non- financial asset takes in to account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole;



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

- Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

### 20 Use of judgements, estimates and assumptions :

The preparation of the company's financial statements required management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment in the future periods in the carrying amount of assets or liabilities affected.

The following are the key assumptions concerning the future, and other other key sources of estimation uncertainty at the end of reporting period that may have significant risk of causing material adjustments to the carrying amounts of assets and liabilities with in :-

- a) Useful life of property, plant and equipment and intangible assets:** The company has estimated useful life of the Property, Plant and Equipment as specified in Schedule II to Companies Act 2013. However, the actual useful life for individual equipments could turn out to be different, there could be technology changes, breakdown, unexpected failure leading to impairment or complete discard. Alternately, the equipment may continue to provide useful service well beyond the useful assumed.
- b) Fair value measurement of financial instruments:** When the fair values of financial assets and financial liabilities cannot be measured based on quoted process in active market, the fair value is measured using valuation techniques including book value and discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not possible, a degree of judgement is required in establishing fair values.
- c) Impairment of financial and non-financial assets:** The impairment provisions for the financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the input for the impairment calculations, based on Company's past history, existing market conditions, technology, economic developments as well as forward looking estimates at the end of each reporting period.
- d) Taxes:** Taxes have been paid / provided, exemptions availed, allowances considered etc. are based on the extent laws and the company's interpretation of the same based on the legal advice received wherever required. These could differ in the view taken by the authorities, clarifications issued subsequently by the government and court, amendments to statutes by the government etc.
- e) Defined benefit plans:** The cost of defined benefit plans and other post-employment benefits plans and the present value of such obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future.
- f) Provisions:** The Company makes provisions for leave encashment and gratuity, based on report received from the independent actuary. These valuation reports use complex valuation models using not only the inputs provided by the Company but also various other economic variables. Considerable judgement is involved in the process.
- g) Contingencies:** A provision is recognised when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligations at the end of the reporting period. However, the actual liability could be considerably different.



# PEE CEE COSMA SOPE LIMITED

(Amount in Rupees unless otherwise stated)											
2. PROPERTY, PLANT and EQUIPMENTS											
Particulars	Lands (Lease-hold)	Land (Free-hold)	Buildings	Plant & Machinery	Furniture & Fixtures	Electric Fittings/ Appl.	Computers	Vehicles	Total Tangible	Soft wares	Total Tangible
<b>Gross Carrying Value as on 01.04.2017</b>	<b>7,43,925</b>	<b>3,18,76,200</b>	<b>6,00,51,583</b>	<b>7,03,08,786</b>	<b>5,700,595</b>	<b>52,01,526</b>	<b>23,46,954</b>	<b>1,90,64,270</b>	<b>19,52,93,840</b>	-	<b>19,52,93,840</b>
Addition	-	-	26,036	7,86,675	2,600	97,745	5,20,048	7,93,207	22,26,311	-	22,26,311
Deletions	-	-	24,601	-	-	-	-	19,61,242	19,85,843	-	19,85,843
<b>Gross Carrying Value as on 31.03.2018</b>	<b>7,43,925</b>	<b>3,18,76,200</b>	<b>6,00,53,018</b>	<b>7,10,95,461</b>	<b>57,03,195</b>	<b>52,99,271</b>	<b>28,67,002</b>	<b>1,78,96,235</b>	<b>19,55,34,308</b>	-	<b>19,55,34,308</b>
<b>Accumulated Depreciation as on 01.04.2017</b>	<b>58,279</b>	-	<b>4,32,57,888</b>	<b>5,75,72,727</b>	<b>53,61,280</b>	<b>45,17,028</b>	<b>21,06,171</b>	<b>1,26,32,502</b>	<b>12,55,05,876</b>	-	<b>12,55,05,876</b>
Depreciation for the period	9,713	-	18,70,886	22,25,349	20,192	2,14,155	2,97,403	21,35,838	67,73,536	-	67,73,536
Deductions/Adjustments	-	-	21,103	-	-	-	-	18,40,519	18,61,622	-	18,61,622
<b>Accumulated Depreciation as on 31.03.2018</b>	<b>67,992</b>	-	<b>4,51,07,671</b>	<b>5,97,98,076</b>	<b>53,81,472</b>	<b>47,31,183</b>	<b>24,03,574</b>	<b>1,29,27,821</b>	<b>13,04,17,790</b>	-	<b>13,04,17,790</b>
<b>Gross Carrying Value as on 01.04.2018</b>	<b>7,43,925</b>	<b>3,18,76,200</b>	<b>6,00,53,018</b>	<b>7,10,95,461</b>	<b>57,03,195</b>	<b>52,99,271</b>	<b>28,67,002</b>	<b>1,78,96,235</b>	<b>19,55,34,308</b>	-	<b>19,55,34,308</b>
Addition	-	-	-	4,73,387	2,400	1,51,423	2,07,534	35,09,963	43,44,707	4,00,756	47,45,463
Deletions	-	-	-	-	-	-	-	-	-	-	-
<b>Gross Carrying Value as on 31.03.2019</b>	<b>7,43,925</b>	<b>3,18,76,200</b>	<b>6,00,53,018</b>	<b>7,15,68,848</b>	<b>57,05,595</b>	<b>54,50,694</b>	<b>30,74,536</b>	<b>2,14,06,198</b>	<b>19,98,79,014</b>	<b>4,00,756</b>	<b>20,02,79,770</b>
<b>Accumulated Depreciation as on 01.04.2018</b>	<b>67,992</b>	-	<b>4,51,07,671</b>	<b>5,97,98,076</b>	<b>53,81,472</b>	<b>47,31,183</b>	<b>24,03,574</b>	<b>1,29,27,821</b>	<b>13,04,17,790</b>	-	<b>13,04,17,790</b>
Depreciation for the period	9,713	-	16,27,307	19,56,724	14,566	1,77,214	3,36,699	17,04,388	58,26,611	46,481	58,73,092
Deductions/Adjustments	-	-	-	-	-	-	-	-	-	-	-
<b>Accumulated Depreciation as on 31.03.2019</b>	<b>77,705</b>	-	<b>4,67,34,978</b>	<b>6,17,54,800</b>	<b>53,96,038</b>	<b>49,08,397</b>	<b>27,40,273</b>	<b>1,46,32,209</b>	<b>13,62,44,401</b>	<b>46,481</b>	<b>13,62,90,882</b>
<b>Net Carrying Value as on 31.03.2018</b>	<b>6,75,934</b>	<b>3,18,76,200</b>	<b>1,49,45,347</b>	<b>1,12,97,385</b>	<b>3,21,723</b>	<b>5,66,089</b>	<b>4,63,428</b>	<b>49,68,414</b>	<b>6,51,16,518</b>	-	<b>6,51,16,518</b>
<b>Net Carrying Value as on 31.03.2019</b>	<b>6,66,221</b>	<b>3,18,76,200</b>	<b>1,33,18,040</b>	<b>98,14,048</b>	<b>3,09,557</b>	<b>5,42,298</b>	<b>3,34,263</b>	<b>67,73,989</b>	<b>6,36,34,614</b>	<b>3,54,275</b>	<b>6,39,88,889</b>



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

(Amount in Rupees unless otherwise stated)		
Particulars	As at March 31, 2019	As at March 31, 2018
<b>Note 3 : Investment in Property</b>		
<b>Investment Property (Valued at Cost)</b>		
Developed Plots measuring 8101.65 sq. yard at village Machwa Tehsil and District Jaipur (Rajasthan) in the Project of M/s Ansal Properties & Infrastructure Ltd., New Delhi		
Opening Balance	2,58,44,687	2,58,44,687
Additions	22,070	-
Deletions	-	-
Closing Balance	2,58,66,757	2,58,44,687
<b>Total</b>	<b>2,58,66,757</b>	<b>2,58,44,687</b>
<b>Fair Value</b>	<b>4,87,71,933</b>	<b>4,87,71,933</b>
<b>Note : The fair value of Investment properties has been determined on the basis of available circle rates of the property of the concerned registration authority and has been categorised in level 3 fair value.</b>		
<b>Note 4 : Other Non Current Financial Assets</b>		
(Unsecured considered good unless otherwise stated)		
Security Deposit Paid	12,49,264	13,18,928
Bank Deposit with maturity more than twelve months	8,80,982	8,15,000
Deposit/NSC held as security money with more than twelve months*	1,000	1,000
Interest Accrued on Deposits/NSC more than twelve months	24,151	1,30,652
Advance Tax/Tax deducted at source (Net of Provision for Tax)	31,62,349	35,51,783
<b>Total</b>	<b>53,17,746</b>	<b>58,17,363</b>
*Pledged with Sales Tax Department		
<b>Note 5 : Deferred Tax Assets (net)</b>		
Property Plant & Equipment	33,34,260	37,59,089
<b>Total</b>	<b>33,34,260</b>	<b>37,59,089</b>
Employee Benefits	4,73,354	5,05,283
Net Deferred asset on account of IND AS Adjustment	-	-
<b>Total</b>	<b>4,73,354</b>	<b>5,05,283</b>
<b>Net Deferred Tax Asset</b>	<b>38,07,614</b>	<b>42,64,372</b>
<b>Note 6 : Other Non Current Assets</b>		
(Unsecured considered good unless otherwise stated)		
Capital Advance for Immovable Property at Greater Noida U.P.	4,60,00,000	4,60,00,000
Prepaid Expenses	1,49,940	2,81,377
<b>Total</b>	<b>4,61,49,940</b>	<b>4,62,81,377</b>
<b>Note 7 : Inventories</b>		
(Valued at lower of cost and net realisable value)		
Raw Materials including Packing Materials	7,71,78,280	6,14,32,276
Stock in Process	31,90,292	22,36,576
Finished Goods	3,50,35,907	4,55,30,264
Stores & Spares and Other Materials	19,96,321	21,12,209
<b>Total</b>	<b>11,74,00,800</b>	<b>11,13,11,325</b>



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

(Amount in Rupees unless otherwise stated)		
Particulars	As at March 31, 2019	As at March 31, 2018
<b>Note 8 : Trade Receivables</b>		
Considered Good- Unsecured	32,51,866	47,33,663
<b>Total</b>	<b>32,51,866</b>	<b>47,33,663</b>
The concentration of credit risk is limited due to large and unrelated customer base.		
<b>Note 9 : Cash &amp; Cash Equivalents</b>		
Balances with Banks:		
-In Current Account	11,23,703	12,66,818
Deposit with original maturity of less than three months	40,000	40,000
Cash on Hand	9,60,597	2,73,107
Stamp on hand	1,310	1,764
<b>Total</b>	<b>21,25,610</b>	<b>15,81,689</b>
There are no repatriation restrictions with regard to cash & cash equivalents as at the end of reporting period and prior periods.		
<b>Note 10 : Other Bank Balances</b>		
Balances with Banks in Earmarked Accounts:		
-Unclaimed Dividend Account	12,22,189	9,45,081
Deposit with original maturity of more than three months but less than twelve months	30,000	41,006
<b>Total</b>	<b>12,52,189</b>	<b>9,86,087</b>
<b>Note 11 : Loans</b>		
(Unsecured, considered good)		
Inter Corporate Loan	2,09,33,905	-
<b>Total</b>	<b>2,09,33,905</b>	<b>0</b>
<b>Note 12 : Other Current Financial Assets</b>		
Interest accrued and due on Bank FDR's maturing with in twelve months	3,524	17,814
<b>Total</b>	<b>3,524</b>	<b>17,814</b>
<b>Note 13 : Other Current Assets</b>		
(Unsecured, considered good unless otherwise stated)		
Advance against goods, services & others	17,25,094	6,80,826
<b>Total</b>	<b>17,25,094</b>	<b>6,80,826</b>
Balance with Government/statutory authorities	16,49,390	10,57,765
Prepaid Expenses	4,86,076	5,39,383
<b>Total</b>	<b>38,60,560</b>	<b>22,77,974</b>
<b>Note 14 : Equity Share Capital</b>		
<b>Authorised</b>		
2750000 (2750000) Equity Shares of Rs 10/- each	2,75,00,000	2,75,00,000
725000 (725000) 12% Non Cumulative Compulsorily Redeemable Preference Shares of Rs 100/- each	7,25,00,000	7,25,00,000
<b>Issued, Subscribed &amp; Fully Paid up</b>		
2646250 (2646250) Equity Shares of Rs 10/- each fully paid up	2,64,62,500	2,64,62,500
<b>Total Issued, Subscribed &amp; Fully Paid up</b>	<b>2,64,62,500</b>	<b>2,64,62,500</b>



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

**Note 14.1: Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year**

Particulars	As At March 31, 2019		As At March 31, 2018	
	Number	Amount	Number	Amount
Equity Shares				
Shares outstanding at the beginning of the year	26,46,250	2,64,62,500	26,46,250	2,64,62,500
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<b>26,46,250</b>	<b>2,64,62,500</b>	<b>26,46,250</b>	<b>2,64,62,500</b>

**Note 14.2 : Terms/ Rights Attached to Shares**

**Equity :** Equity The Company has only one class of Equity Shares having a par value of Rs. 10 per share. Each holder of Equity Shares is entitled to one vote per share and ranks pari passu. The Dividend proposed by the Board of Directors is subject to approval of the shareholders at the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders. During the year ended March 31, 2019 the amount of dividend proposed as distribution to equity shareholders is Rs. 3 per share ( P.Y. Rs. 3.00 per share).

**Note 14.3 :** 1466250 Equity Shares out of issued subscribed and paid up share capital were allotted in pursuant to the Scheme of Arrangement as approved by the Hon'ble Allahabad High Court on 5th July 2011 without payment being received in cash.

**Note 14.4 :** 723125 12% Non Cumulative Compulsorily Redeemable Preference Shares, redeemable at par within a period of 10 years from the date of issue, with a call option available to the company for early redemption, have been issued

without payment being received in cash to the share holders of Amalgamating Company in pursuance of Scheme of Arrangement as approved by Hon'ble Allahabad High Court on 5th July 2011.

**Note 14.5 :** In earlier years Company has redeemed 253093 & 196708 totalling 449801 12% Non Cumulative Compulsorily Redeemable Preference Shares of Rs. 100 each .The same is approved by Board of Directors in their meeting held at 29.05.2013 & 11.02.2014 respectively. In respect to above Capital Redemption Reserve of Rs. 44980100/- has been created by debiting Rs. 4498010/- from Preference Share Redemption Reserve and Rs. 40482090/- from surplus in the Statement of Profit and Loss.

**Note 14.6 :** In earlier years Company has further redeemed balance 273324 12% Non Cumulative Compulsorily Redeemable Preference Shares of Rs. 100 each .The same is approved by Board of Directors in their meeting held at 14.11.2014 & 12.02.2015 respectively. In respect to above Capital Redemption Reserve of Rs. 27332400/- has been created by debiting Rs. 5466480/- from Preference Share Redemption Reserve and Rs. 21865920/- from surplus in the Statement of Profit and Loss.



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

**Note 14.7: Details of Equity Shareholders holding more than 5% shares in equity capital of the company.#**

Name of Shareholder	As At March 31, 2019		As At March 31, 2018	
	No. of Share Held	% of Holding	No. of Share Held	% of Holding
Mr. Mahendra Kumar Jain (HUF)	1,49,900	5.66	1,49,900	5.66
Mr. Pramod Kumar Jain	1,38,821	5.25	1,38,821	5.25
Mr. Ankit Jain	2,49,914	9.44	2,49,914	9.44

#The aforesaid disclosure is based upon percentages computed separately for class of shares outstanding as at the balance sheet date. As per records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal & beneficial ownership of shares.

### Note 15 : Other Equity

	As at March 31, 2019	As at March 31, 2018
<b>a. Capital Reserve</b>		
Balance at the beginning of the year	23,03,275	23,03,275
Additions during the year	-	-
Closing Balance	<b>23,03,275</b>	<b>23,03,275</b>
<b>b. General Reserve</b>		
Balance at the beginning of the year	2,65,53,442	2,55,53,442
Add: Transferred from Surplus in Statement of Profit and Loss	10,00,000	10,00,000
Closing Balance	<b>2,75,53,442</b>	<b>2,65,53,442</b>
<b>c. Capital Redemption Reserve</b>		
Balance at the beginning of the year	7,23,12,500	7,23,12,500
Additions during the year	-	-
Closing Balance	<b>7,23,12,500</b>	<b>7,23,12,500</b>
<b>d. Surplus in the Statement of Profit &amp; Loss</b>		
Balance at the beginning of the year	7,64,51,903	4,87,29,444
Add: Additions during the year	2,83,66,009	3,66,84,866
Less: Dividend adjusted for previous year	79,38,750	66,15,625
Less: Dividend tax adjusted for previous year	16,16,139	13,46,782
Less: Transferred to General Reserve	10,00,000	10,00,000
Closing Balance	<b>9,42,63,023</b>	<b>7,64,51,903</b>
<b>e. Other Comprehensive Income</b>		
Balance at the beginning of the year	2,12,145	2,17,442
Add: Additions during the year	-	(5,297)
Closing Balance	<b>2,12,145</b>	<b>2,12,145</b>
<b>Total</b>	<b>19,66,44,385</b>	<b>17,78,33,265</b>
<b>Note 16 : Other Non-Current Financial Liabilities</b>		
Security Deposit Received	26,95,875	26,83,113
Total	<b>26,95,875</b>	<b>26,83,113</b>
<b>Note 17 : Non Current Provisions</b>		
Provision for Employee Benefit -Leave Encashment	16,34,406	14,68,362
Total	<b>16,34,406</b>	<b>14,68,362</b>
<b>Note 18 : Current Borrowings</b>		
Secured		
(a) Working Capital Loan From Bank	3,22,15,918	2,74,73,372
Total	<b>3,22,15,918</b>	<b>2,74,73,372</b>





# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

**Note 18.1 : Nature of Security of Working Capital Loans :** Working capital loan from State Bank of India, are secured by way of hypothecation charge on entire current assets comprising of stocks of raw material, stores & spares, stock in process, Finished Goods lying in Unit's works, godowns, offices, and elsewhere in units possession including the goods in transit & cash credit balance in their accounts and further secured by all present and future book debts/receivables etc. It is further collaterally secured by way of equitable mortgage of Factory land & building situated at plot no.51-52 Malanpur Industrial Area, Distt. Bhind. (M.P.) measuring 31017.58 sft, Factory Land and Building at 7 km Stone Adalpur Dholpur, Rajasthan, measuring 52155.63 sq.mt. and hypothecation of entire plant & machinery movable and immovable (present & future) in the name of company located at various units and elsewhere. Further secured by personal guarantee of Sri M.K.Jain, Sri A.K.Jain, Sri P.K.Jain.

**Note: 19 - Trade Payables (Amount in Rupees unless otherwise stated)**

Particulars	As at March 31, 2019	As at March 31, 2018
Total outstanding dues of micro enterprises and small enterprises:	2,71,169	1,23,479
Total outstanding dues of trade payables and acceptances other than above	1,43,52,841	1,33,02,917
<b>Total</b>	<b>1,46,24,010</b>	<b>1,34,26,396</b>

The information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("the Act") has been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. This information has been relied upon by the auditors.

**Note 19.1 : Disclosure pertaining to Micro, Small and medium enterprises:**

Particulars	As at March 31, 2019	As at March 31, 2018
a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;		
- Principal Amount	2,71,169	1,23,479
- Interest due	NIL	NIL
b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small & Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	NIL	NIL
c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL
d) the amount of interest accrued and remaining unpaid at the end of each NIL accounting year; and	NIL	NIL
e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL
<b>Note 20 : Other Current Financial Liabilities</b>		
Unclaimed dividends*	12,22,189	9,45,080
Due to Directors	4,79,408	3,60,000
Due to Employees	72,64,441	71,85,371
<b>Total</b>	<b>89,66,038</b>	<b>84,90,451</b>
*Appropriate amounts shall be transferred to Investor Education & Protection Fund if and when due.		
<b>Note 21 : Other Current Liabilities</b>		
Advance from Customers	63,54,589	45,07,464
Statutory Dues Payable	41,59,026	18,09,591
<b>Total</b>	<b>1,05,13,615</b>	<b>63,17,055</b>
<b>Note 22 : Current Provisions</b>		
Provision for Employee Benefit		
-Leave Encashment	67,081	59,881
<b>Total</b>	<b>67,081</b>	<b>59,881</b>
<b>Note 23 : Current Tax Liabilities</b>		
Provision for Income Tax (Net of Prepaid Tax)	1,35,573	40,18,474
<b>Total</b>	<b>1,35,573</b>	<b>40,18,474</b>



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

(Amount in Rupees unless otherwise stated)		
Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
<b>Note 24 : Revenue From Operations</b>		
Sale of Products Domestic		
Manufactured Goods	76,07,96,252	78,50,84,080
<b>Total</b>	<b>76,07,96,252</b>	<b>78,50,84,080</b>
<b>The Disclosures as required by Ind-AS 115 are as under :</b>		
Particulars	Year Ended March 31, 2019	
<b>The Company disaggregates revenue based on nature of products/geography as under :</b>		
Revenue based on Geography		
Sales		
Domestic		
Laundry Soap		52,80,43,858
Detergent Cake & Powder		23,27,52,394
<b>Total</b>		<b>76,07,96,252</b>
<b>Reconciliation of Revenue</b>		
Gross Value of contract Price		76,21,80,886
Less : Variable components i.e. Sales Return and Rate Difference		13,84,634
Other operating revenue		
<b>Revenue from operations as recognised in financial statement</b>		<b>76,07,96,252</b>
<b>Reconciliation of Advance received from Customers-Contract Liabilities</b>		
Balance at the beginning of the year		45,07,464
Less : Revenue recognised out of balance of advance received from customer at beginning of year		45,07,464
Add : Advance received during the year from customers for which performance obligation is not satisfied and shall be recognised as revenue in next year		63,54,589
<b>Balance as at the end of the year</b>		<b>63,54,589</b>
Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
<b>Note 25: Other Income</b>		
Interest Income		
- on Fixed deposits with bank	1,36,221	70,181
- on Inter corporate loan	10,38,342	-
- Others	24,159	38,641
Profit on Sale of Fixed Asset	-	65,349
Liabilities no longer required written back	16,996	7,281
Misc. Income	63,648	25,191
<b>Total</b>	<b>12,79,366</b>	<b>2,06,643</b>
<b>Note 26 : Cost of Material Consumed</b>		
Inventory at the beginning of the year	6,14,32,276	4,59,12,207
Add : Purchases during the year	54,71,03,736	55,59,09,070



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Less : Inventory at the end of the year	7,71,78,279	6,14,32,276
<b>Total</b>	<b>53,13,57,733</b>	<b>54,03,89,001</b>
Note : -The Consumption figures shown above are after adjusting excess and shortage ascertained on physical count, unserviceable items etc. - Raw Material Consumed includes consumption of packing materials <b>(Amount in Rupees unless otherwise stated)</b>		
Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
<b>Note 27 : Change in inventories in Finished Goods and Process Goods</b>		
<b>Inventories at the end of year</b>		
Process Goods	31,90,292	22,36,576
Finished Goods	3,50,35,907	4,55,30,264
	3,82,26,199	4,77,66,840
<b>Less : Inventories at the beginning of year</b>		
Process Goods	22,36,576	44,17,983
Finished Goods	4,55,30,264	4,08,71,387
	4,77,66,840	4,52,89,370
<b>Total</b>	<b>(9,54,0,641)</b>	<b>24,77,470</b>
<b>Note 28 : Employee Benefit Expenses</b>		
Salaries, Wages, Allowances and Bonus	6,62,68,481	6,14,59,603
Company's Contribution to Provident and Other funds.	57,93,747	66,38,750
Directors Remuneration	69,53,166	65,26,067
Staff Welfare Expenses	12,12,158	17,23,059
<b>Total</b>	<b>8,02,27,552</b>	<b>7,63,47,479</b>
<b>Note 29 : Finance Cost</b>		
Interest on Secured loans	10,94,840	15,74,974
Interest paid to Others	2,40,847	2,40,493
Bank Charges and Commission	2,63,729	4,86,828
<b>Total</b>	<b>15,99,416</b>	<b>23,02,295</b>
<b>Note 30 : Depreciation and Amortisation Expenses</b>		
Depreciation on tangible assets	58,26,611	67,73,536
Amortisation of intangible assets	46,481	-
<b>Total</b>	<b>58,73,092</b>	<b>67,73,536</b>
<b>Note 31 : Other Expenses</b>		
<b>Manufacturing Expenses</b>		
Stores & Spares consumed	14,16,958	11,42,420
Power & Fuel	1,65,89,635	1,44,06,761
Lab Maintenance	1,05,992	1,27,362
Machinery Repairs	19,68,798	16,41,798
Factory Building Repairs	10,13,950	5,88,037
<b>Total</b>	<b>2,10,95,333</b>	<b>1,79,06,378</b>



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

(Amount in Rupees unless otherwise stated)

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
<b>Establishment Expenses</b>		
Rent	19,54,231	18,60,256
Rates and Taxes	2,26,187	1,81,457
Insurance Charges	8,79,100	8,77,254
Directors Sitting Fees	1,23,500	1,15,450
Auditors Remuneration	2,50,000	2,50,000
Travelling & Conveyance	54,29,485	49,21,745
Legal & Professional Charges	25,67,127	17,40,996
Printing & Stationery Expenses	3,61,324	3,83,106
Membership Fees & Subscription	5,35,591	4,51,721
Postage and Telephones	6,34,060	7,78,240
Electricity Expenses	12,37,823	11,13,648
Other Repairs	22,25,900	23,37,714
Vehicle Running & Maintenance Expenses	32,47,355	27,53,198
Security Service Charges	35,93,484	31,72,370
Charity & Donations	2,65,601	1,68,200
CSR Expenditure	2,25,000	-
Fixed Assets Written Off	-	3,498
Other Expenses	9,71,500	9,67,890
<b>Total</b>	<b>2,47,27,268</b>	<b>2,20,76,743</b>
<b>Selling Expenses:</b>		
Advertisement & Publicity Expenses	52,60,926	42,28,390
Sales Promotion Expenses	1,21,69,808	90,33,337
Freight Charges & Forwarding Charges	2,93,44,909	3,12,24,390
Sales Commission & Brokerage	-	8,64,426
GST / Entry Tax / Vat /Service Tax paid	3,95,639	2,99,018
<b>Total</b>	<b>4,71,71,282</b>	<b>4,56,49,561</b>
<b>Total</b>	<b>9,29,93,883</b>	<b>8,56,32,682</b>
<b>Note 32 : Income Tax</b>		
Tax expense comprises of :		
Current Income Tax	1,16,61,300	1,95,28,400
Tax Related to Earlier years	(765)	-
Deferred tax	4,56,758	(5,49,019)
<b>Total</b>	<b>1,21,17,293</b>	<b>1,89,79,381</b>
<b>The major components of Income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the company at 27.82 and the reported tax expense in statement of profit and loss are as follows :</b>		



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

(Amount in Rupees unless otherwise stated)

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Accounting profit before tax	4,04,83,302	5,56,64,247
Applicable tax rate	27.82%	33.06%
Computed tax expense	1,12,62,455	1,84,02,600
<b>Tax effect of :</b>		
Expenses disallowed (net)	3,77,843	7,46,561
Effect of expenses allowed on payment basis	48,196	(738)
Effect of Ind AS adjustments	-	(2,617)
Other adjustments	(27,194)	-
Interest Charged u/s 234B & C of Income Tax Act	-	380,925
<b>Current Tax Provision (A)</b>	<b>1,16,61,300</b>	<b>1,95,26,730</b>
Incremental/ (decremental) deferred tax liability on account of Ind AS adjustments	-	2,617
Incremental deferred tax assets on account of tangible and intangible fixed assets	4,24,829	(5,09,914)
Incremental deferred tax assets on account of others	31,929	(41,722)
<b>Deferred Tax Provision (B)</b>	<b>4,56,758</b>	<b>(5,49,019)</b>
<b>Tax expenses for earlier years (net) (C)</b>	<b>(765)</b>	<b>-</b>
<b>Tax expense recognised in statement of profit and loss (A+B+C)</b>	<b>1,21,17,293</b>	<b>1,89,77,711</b>
<b>Note 33 : Earnings Per Share</b>		
Profit/(Loss) after tax	2,83,66,009	3,66,84,866
Equity Shares outstanding at the year end	26,46,250	26,46,250
Nominal Value Per Share (Rs)	10.00	10.00
Basic & Diluted Earnings Per Share	10.70	13.90
<b>Note 34 : Auditors Remuneration</b>		
Audit Fees	2,50,000	2,50,000
<b>Total</b>	<b>2,50,000</b>	<b>2,50,000</b>
<b>Note 35 : Contingent Liability</b>		
<b>Claims against the company not acknowledge as debt</b>		
Excise (including Service Tax)	195,119	4,19,223
Trade Tax & VAT	28,31,205	6,29,085
State Levies*	14,03,603	14,03,603
ESI	1,05,241	1,05,241
Guarantees		
FDR held as security in Sales Tax	30,000	41,006
NSC Held as Security in Sales Tax	1,000	1,000
*The SDO Gohad has raised a demand of Rs.14,03,603.00 on the Company as charges for change of land use from agriculture to industrial in respect of its factory land measuring 7.25 acres in Malanpur Industrial Area, Malanpur District Bhind which is disputed by the Company and is still pending at the Court of Collector Bhind (M.P.).		



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

**36 Related Party Disclosure** : Related party disclosures as required by Indian Accounting Standard (Ind AS)-24 is as under:-

**1 Entities over which Key Managerial Personnel or their relatives exercises significant influence**

M/S Pee Cee Reality Builders Private Limited	M/S Suraj Bhan Agencies Limited
M/S Ram Shyam Investment and Trading Co. Private Limited	M/S M2 Reality Private Limited
M/S Jai Gopal Investment and Trading Co. Private Limited	M/S Maya Infracon Private Limited
M/S Pee Cee Raj Developers Private Limited	M/S Padam Housing & Developers Pvt. Ltd.
M/S Lucerne Constructions Private Limited	M/S Maya Realtech LLP
M/S Shree Riddhi Siddhi Buildwell Limited	M/S Shree Riddhi Siddhi Edutech Private Ltd.
M/S Shree Riddhi Siddhi Realtech Private Limited	

P.C.Sons HUF

Director is Karta

Mahendra Kumar Jain HUF

Director is Karta

**2 Key Management Personnel**

**Designation**

Mr. Ashok Kumar Jain

Chairman (Executive)

Mr. Pramod Kumar Jain

Managing Director

Mr. Mahendra Kumar Jain

Whole Time Director

Mr. Nemi Chand Jain

Independent Director

Mr. Amar Singh Rajput

Independent Director

Mr. Anil Gupta

Independent Director

Smt. Babita Agarwal

Independent Director

Mr. Brij Mohan Verma

Chief Financial Officer

Smt. Nidhi Agarwal

Company Secretary

**3 Relatives Of Key Management Personnel**

Asha Lata Jain

Wife Of Director

Maya Jain

Wife Of Director

Lajja Jain

Wife Of Director

Mayank Jain

Son of Director

Ankur Jain

Son of Director

Anuj Jain

Son of Director

Ankit Jain

Son of Director

**4 The following transactions were carried out with the related parties in the ordinary course of business:**

S.	Name of Related Party No.	Entities over which Key Managerial Personnel or their relatives exercises significant influence		Key Management Personnel	
		2018-19	2017-18	2018-19	2017-18
1	<b>Trading Sale</b> Suraj Bhan Agencies Limited	55,312,366	81,081,417		
2.	<b>Remuneration paid(Including Perquisites)</b> Ashok Kumar Jain Mahendra Kumar Jain Pramod Kumar Jain Mr. Brij Mohan Verma Smt. Nidhi Agarwal			2,329,832 2,221,902 2,401,432 1,001,104 232,128	2,161,375 2,136,522 2,228,170 1,011,206 218,082
3	<b>Rent Paid</b> Pee Cee Reality Builders Private Limited	720,000	660,000		
4	<b>Sales Incentive</b> Suraj Bhan Agencies Limited	401,391	608,110		
5	<b>Reimbursement of Expenses</b> Suraj Bhan Agencies Limited	7,893,220	5,515,396		



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

6	<b>Interest paid on Security Deposit</b> Suraj Bhan Agencies Limited	189,000	189,000		
7	<b>Sitting Fees Paid</b> Mr. Nemi Chandra Jain Mr. Amar Singh Rajput Mr. Anil Gupta Smt. Babita Agarwal Outstanding balance as at 31.03.2019			49,500 34,000 20,000 20,000	37,500 31,000 22,000 25,000
1	<b>Advances For Land Purchase</b> M/S Pee Cee Reality Builders Private Limited	46,000,000	46,000,000		
2	<b>Remuneration Payable Accounts</b> Ashok Kumar Jain Mahendra Kumar Jain Pramod Kumar Jain Mr.Brij Mohan Verma Smt. Nidhi Agarwal			157,158 160,000 160,000 75,200 18,097	120,000 120,000 120,000 75,200 18,097
3	<b>Security Deposit</b> Suraj Bhan Agencies Limited	2,100,000	2,100,000		
37	<b>Balances of trade receivable, trade payable, loan/advances given and other financial and non financial assets and liabilities are subject to reconciliation and confirmation from respective parties. The balance of said trade payable, loan/advances given and other financial and non financial assets and liabilities are taken as shown by the books of accounts. the ultimate outcome of such reconciliation and confirmation cannot presently be determined, therefore, no provision for any liability that may result out of such reconciliation and confirmation has been made in the financial statement, the financial impact of which is unascertainable due to the reasons as above stated.</b>				
38	<b>Defined Benefit Plan- Gratuity</b>				
	<b>1 Actuarial Assumptions</b>				
	a) <b>Economic Assumptions</b> : The principal assumptions are the discount rate & salary growth rate. The discount rate is generally based upon the market yields available on Government bonds at the accounting date relevant to currency of benefit payments for a term that matches the liabilities. Salary growth rate is company's long term best estimate as to salary increases & takes account of inflation, seniority, promotion, business plan, HR policy and other relevant factors on long term basis as provided in relevant accounting standard. These valuation assumptions are as follows:				
		<b>31/03/2019</b>	<b>31/03/2018</b>		
	i) Discounting Rate	7.75	7.75		
	ii) Future salary Increase	5	5		
	b) <b>Demographic Assumption</b> Attrition rates are the company's best estimate of employee turnover in future determined considering factors such as nature of business & industry, retention policy, demand & supply in employment market, standing of the company , business plan, HR Policy etc as provided in the relevant accounting standard. Attrition rates as given below:				
		<b>31/03/2019</b>	<b>31/03/2018</b>		
	i) RetirementAge (Years)	58	58		
	ii) Mortality rates inclusive of provision for disability**	100% of IALM (2006 -08)			
	iii) Attrition at Ages	<b>Withdrawal</b>	<b>Withdrawal</b>		
		<b>Rate (%)</b>	<b>Rate (%)</b>		
	Up to 30 Years	5.00	2.00		
	From 31 to 44 years	3.00	3.00		
	Above 44 years	2.00	2.00		



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

### 2. Scale of Benefits

a) Salary for calculation of gratuity	Last drawn qualifying salary.
b) Vesting Period	5 years of service.
c) Benefit on normal retirement	As per the provisions of payment of Gratuity Act 1972 as amended.
d) Benefit on early retirement / withdrawal / resignation	Same as normal retirement benefit based on service upto the date of exit.
e) Benefit on death in service	Same as normal retirement benefit based on service upto the date of death & no vesting conditions apply.
f) Limit	20.00 Lakhs

### 2.1 (a): Table Showing Changes in Present Value of Obligations:

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Present value of the obligation at the beginning of the period	88,20,889	88,06,833
Interest cost	6,83,619	6,82,530
Current service cost	8,87,935	8,06,391
Past Service Cost	-	-
Benefits paid (if any)	(8,22,229)	(13,92,348)
Actuarial (gain)/loss	(46,679)	(82,517)
Present value of the obligation at the end of the period	95,23,535	88,20,889

### 2.1 (b): Bifurcation of total Actuarial (gain) / loss on liabilities

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Actuarial gain / losses from changes in Demographics assumptions (mortality)	Not Applicable	Not Applicable
Actuarial (gain)/ losses from changes in financial assumptions	-	(1,38,937)
Experience Adjustment (gain)/ loss for Plan liabilities	(46,679)	56,420
Total amount recognized in other comprehensive Income	(46,679)	(82,517)

### 2.2 : Key results (The amount to be recognized in the Balance Sheet):

Period	As on: 31.03.2019	As on: 31.03.2018
Present value of the obligation at the end of the period	95,23,535	88,20,889
Fair value of plan assets at end of period	1,30,52,743	1,24,90,445
Net liability/(asset) recognized in Balance Sheet & related analysis	(3,52,92,08)	(36,69,556)
Funded Status	35,29,208	36,69,556

### 2.3 (a) : Expense recognized in the statement of Profit and Loss:

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Interest cost	6,83,619	6,82,530
Current service cost	8,87,935	8,06,391
Past Service Cost	-	-
Expected return on plan asset	(9,68,009)	(8,91,381)
Expenses to be recognized in P&L	6,03,545	5,97,540

### 2.3 (b) : Other comprehensive (income) / expenses (Remeasurement)

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Actuarial (gain)/loss - obligation	(46,679)	(82,517)
Actuarial (gain)/loss - plan assets	61,634	74,603
Total Actuarial (gain)/loss	14,995	(7,914)





# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

### 2.4 : Table showing changes in the Fair Value of Planned Assets:

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Fair value of plan assets at the beginning of the period	1,24,90,445	1,15,01,692
Expected return on plan assets	9,68,009	8,91,381
Contributions	4,78,152	15,64,323
Benefits paid	(8,22,229)	(13,92,348)
Actuarial gain/(loss) on plan assets	(61,634)	(74,603)
Fair Value of Plan Asset at the end of the Period	1,30,52,743	1,24,90,445

### 2.5 : Table showing Fair Value of Planned Assets:

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Fair value of plan assets at the beginning of the period	1,24,90,445	1,15,01,692
Actual return on plan assets	9,06,375	8,16,778
Contributions	4,78,152	15,64,323
Benefits paid	(8,22,229)	(13,92,348)
Fair value of plan assets at the end of the period	1,30,52,743	1,24,90,445

### 2.6 : Actuarial (Gain)/Loss on Planned Assets:

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Actual return on plan assets	9,06,375	8,16,778
Expected return on plan assets	9,68,009	8,91,381
Actuarial gain/ (Loss)	(6,16,34)	(74603)

### 2.7 : Experience adjustment:

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Experience Adjustment (Gain ) / loss for Plan liabilities	(46,679)	56,420
Experience Adjustment Gain / (loss ) for Plan assets	(61,634)	(74,603)

### 3.1 : Summary of membership data at the date of valuation and statistics based thereon:

Period	From: 01.04.2018 To 31.03.2019	From: 01.04.2017 To 31.03.2018
Number of employees	273	272
Total monthly salary	21,59,900	20,70,990
Average Past Service (Years)	9.5	9.3
Average Future Service (yr)	14.6	14.8
Average Age (Years)	43.4	43.2
Weighted average duration (based on discounted cash flows) in yrs.	10	10
Average monthly salary	7,912	7,531

### 3.2 : The assumptions employed for the calculations are tabulated:

Discount rate	7.75 % per annum	7.50 % per annum
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# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	IALM 2006-08 Ultimate	IALM 2006-08 Ultimate
Expected rate of return	7.75% per annum	7.50% per annum
Withdrawal rate (Per Annum)	5.00% p.a. (18 to 30 Years)	5.00% p.a. (18 to 30 Years)
Withdrawal rate (Per Annum)	3.00% p.a. (30 to 44 Years)	3.00% p.a. (30 to 44 Years)
Withdrawal rate (Per Annum)	2.00% p.a. (44 to 58 Years)	2.00% p.a. (44 to 58 Years)
<b>3.3 : Benefits valued:</b>		
Normal Retirement Age	58 Years	58 Years
Salary	Last drawn qualifying salary	Last drawn qualifying salary
Vesting Period	5 Years of service	5 Years of service
Benefits on Normal Retirement	15/26 * Salary * Past Service (yr)	15/26 * Salary * Past Service (yr)
Benefit on early exit due to death and disability	As above except that no vesting conditions apply	As above except that no vesting conditions apply
Limit	20,00,000	20,00,000
<b>3.4: Current Liability (*Expected payout in next year as per schedule III of the Companies Act, 2013) :</b>		
<b>Period</b>	<b>As on: 31.03.2019</b>	<b>As on: 31.03.2018</b>
Current Liability (Short Term)*	-	-
Non Current Liability (Long Term)	-	-
Total Liability	-	-
<b>3.5: Effect of plan on entity's future cash flows</b>		
<b>3.5 (a): Funding arrangements and funding policy</b>		
The company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the company. Any deficit in the assets arising as results of such valuation is funded by the company		
<b>3.5 (b): Expected contribution during the next annual reporting period</b>		
The Company's best estimate of Contribution during the next year	11,44,752	10,77,074
<b>3.5 (c): Maturity profile of defined benefit obligation</b>		
Weighted average duration (based on discounted cash flows) in years	10	10
<b>3.5 (d): Estimate of expected benefit payments (In absolute terms i.e. undiscounted)</b>		
01 Apr 2019 to 31 Mar 2020		5,22,814
01 Apr 2020 to 31 Mar 2021		11,25,249
01 Apr 2021 to 31 Mar 2022		6,56,471
01 Apr 2022 to 31 Mar 2023		13,29,848
01 Apr 2023 to 31 Mar 2024		8,02,433
01 Apr 2024 Onwards		75,40,896



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

### 3.6: Projection for next period:

Best estimate for contribution during next Period	11,44,752
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**3.7: Sensitivity Analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:**

Period	As at: 31.03.2019
Defined Benefit Obligation (Base)	95,23,535 @ Salary Increase Rate : 5%, & discount rate :7.75%
Liability with x% increase in Discount Rate	88,42,386; x=1.00% [Change (7)% ]
Liability with x% decrease in Discount Rate	1,02,93,724; x=1.00% [Change 8% ]
Liability with x% increase in Salary Growth Rate	1,03,07,325; x=1.00% [Change 8% ]
Liability with x% decrease in Salary Growth Rate	88,19,319; x=1.00% [Change (7)% ]
Liability with x% increase in Withdrawal Rate	96,32,824; x=1.00% [Change 1% ]
Liability with x% decrease in Withdrawal Rate	94,01,497; x=1.00% [Change (1)% ]

**Note.** The fair value of plan assets as at 31.03.2019 is more than the present value of obligation as at 31.03.2019, therefore no adjustment have been made in the Balance Sheet. Further the amount of premium of Rs. 5,15,599/- paid to LIC is debited to Statement of Profit and Loss.

**Description of Risk Exposures :** Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -

- A) Salary Increases- Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
- B) Investment Risk – If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.
- C) Discount Rate : Reduction in discount rate in subsequent valuations can increase the plan's liability.
- D) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
- E) Withdrawals – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

**Leave encashment (Unfunded) :** The valuation of Leave Encashment has been done on the basis of actuarial valuation on projected unit ( PUC) method and is provided in the financial statement and does not require disclosure as mentioned in Para 158 of IND AS 19. Provision of leave encashment as per actuarial is less than the liability provided in books of accounts, hence the management has made the provision for leave encashment on accrual basis.

### Defined Contribution Plan

**Provident Fund -** The company contributes Provident Fund ( Employer as well as Employee Share) to Provident Fund Commissioner Aga ( U.P) and Employers Contribution to such fund is charged to Statement of Profit and Loss. The Provident fund contribution charged to Statement of Profit and Loss for the the year ended 31.03.2019 amounted to Rs 33,05,131/-



# PEE CEE COSMA SOPE LIMITED

## BALANCE SHEET AS AT 31ST MARCH 2019

### 39. Fair value measurement

Financial instruments: Accounting classification and fair value measurements :

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the Accounting Standard. An explanation of each level follows underneath the table.

31st March, 2019

Particulars	Carrying Value	Classification			Fair Value		
		FVTPL	FVTOCI	Amortised Cost	Level 1	Level 2	Level 3
<b>Financial Assets</b>							
Other Non Current Financial Assets	5,317,746	-	-	5,317,746	-	-	-
Trade Receivable	3,251,866	-	-	3,251,866	-	-	-
Cash and Cash Equivalents	2,125,610	-	-	2,125,610	-	-	-
Other Bank Balances	1,252,189	-	-	1,252,189	-	-	-
Loans	20,933,905	-	-	20,933,905	-	-	-
Other Current Financial Assets	3,524	-	-	3,524	-	-	-
	<b>32,884,841</b>	-	-	<b>32,884,841</b>	-	-	-
<b>Financial Liabilities</b>							
Other Non Current Financial Liabilities	2,695,875	-	-	2,695,875	-	-	-
Current Borrowings	32,215,918	-	-	32,215,918	-	-	-
Trade Payables	14,624,010	-	-	14,624,010	-	-	-
Other Current Financial Liabilities	8,966,038	-	-	8,966,038	-	-	-
	<b>58,501,841</b>	-	-	<b>58,501,841</b>	-	-	-
<b>Financial Assets</b>							
Other Non Current Financial Assets	5,817,363	-	-	5,817,363	-	-	-
Trade Receivable	4,733,663	-	-	4,733,663	-	-	-
Cash and cash equivalents	1,581,689	-	-	1,581,689	-	-	-
Other Bank Balances	986,087	-	-	986,087	-	-	-
Other Current Financial Assets	17,814	-	-	17,814	-	-	-
	<b>13,136,616</b>	-	-	<b>13,136,616</b>	-	-	-
<b>Financial Liabilities</b>							
Other Non Current Financial Liabilities	2,683,113	-	-	2,683,113	-	-	-
Current Borrowings	27,473,372	-	-	27,473,372	-	-	-
Trade Payables	13,426,396	-	-	13,426,396	-	-	-
Other Current Financial Liabilities	8,490,452	-	-	8,490,452	-	-	-
	<b>52,073,333</b>	-	-	<b>52,073,333</b>	-	-	-



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

**40 Financial Risk Management :** The company activities exposes it to variety at financial risk i.e. Credit Risk , Liquidity Risk , Capital Risk , Interest Rate Risk. These risks are managed by senior management of the company and is supervised by Board of Directors of the company , to minimise potential adverse effects on the financial performance of the company.

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash & cash equivalent, Financial instruments, Financial assets & Trade Receivable	Credit Rating and ageing analysis	Diversification of counter Parties, setting of trade receivable, review of of outstanding / overdues
Liquidity Risk	Other Liabilities	Maturity Analysis	Maintenance of Sufficient cash and cash Equivalent, Fixed Deposit & other marketable securities

The Board of Directors of the company provides guiding principles for overall risk management, as well as policies covering specific areas i.e. credit risk & Investment of Surplus liquidity.

The company's risk management is carried out by finance department, accordingly, this department identifies, evaluates and hedges financial risk.

**A) Price Risk :** The main Raw materials for manufacturing of Soap, Cake & Powder are Rice Brand Oil, Palm Fatty Oil, Acid Oil etc. The prices of Raw materials are mainly dependent on the price of Crude Oil. The majority of Raw materials are being procured indigenously. In case of fluctuation in price of Raw Materials, the Company makes appropriate changes in the prices of Finished Products, after due discussions with the dealers. The prices of Finished Goods are generally reviewed every year and appropriate changes in prices are made to offset the increase in cost.

**B) Credit Risk : Credit risk arises from cash and cash equivalents, financial assets measured at amortised cost and trade receivables**

(i) **Credit Risk :** Credit risk from cash and cash equivalents and bank deposits is considered immaterial in view of the creditworthiness of the banks the company works with. Credit risk is the risk i.e a customer or the counter party fails to pay to the company causing financial loss. The credit risk primarily arises from outstanding receivables from customer. The company has specific policies for managing customer credit risk on an ongoing basis; These policies factor in the customer financial position, past experience and other customer specific factor.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the company. The Company makes provision for doubtful debt or write off when a debtor fails to make contractual payments greater than two years past due. When loans or receivables have either been provided for or written off, the company continues to engage in enforcement activity to attempt to recover the receivable due. When recoveries are made, these are recognised in the Statement of Profit and Loss. The company has low credit risk in respect to cash and cash equivalent, other bank balances, other financial assets, trade receivables and security deposits paid.

(ii) **Liquidity Risk :** Liquidity Risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. Management monitors rolling forecasts of the liquidity position and cash and cash equivalent on the basis of expected cash flows. The company takes into account the liquidity of the market in which the entity operates.

The following table summarized the liquidity position of the company :-

S. No	Particulars	As at 31 March 2019	As at 31 March 2018
i	Undrawn fund based credit facilities from bank	2,52,84,082	3,00,26,628
ii	Cash & cash equivalents and Bank Balances	21,25,610	15,81,689
iii	Trade Receivables	32,51,866	47,33,663
iv	Other Current Financial Assets	3,524	17,814
	<b>Total</b>	<b>3,06,65,082</b>	<b>3,63,59,794</b>
v	Bank and Other Borrowings	3,22,15,918	2,74,73,372

The above chart depicts that the company have adequate liquidity and considers liquidity risk as low risk



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

(iii) **Capital Risk Management:** The company capital risk management objective is to ensure that all times its remains a going concern and safeguards the interest of the shareholders and other stakeholders. The company monitors capital on the basis of carrying amount of equity plus its subordinated loan, less cash and other cash equivalents as presented on the face of the statement of financial position and cash flow hedges recognised in other comprehensive income.

The company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to the shareholders, return capital to shareholders or issue new shares.

The amount managed as capital by the Company are summarised as follows:

Particulars	As at 31 March 2019	As at 31 April 2018
Current Borrowings	3,22,15,918	2,74,73,372
Less: Cash and Cash Equivalents	21,25,610	15,81,689
Net Debt 30,090,308	2,58,91,683	
Total Equity	22,31,06,884	20,42,95,765
Net Debt to Equity Ratio	0.13	0.13

The above chart depicts that the company have low capital risk

### Dividend

Particulars	As at 31 31.03.2019	As at 31 31.03.2018
<b>Dividend recognised in the financial statements</b>		
Final dividend for year ended 31-Mar-18 of Rs 3 per equity share (31-Mar-17 Rs 2.50 )	79,38,750	66,15,625
Dividend tax	16,16,139	13,46,782

### Dividend not recognised in the financial statements

In addition to the above dividend, since year end, the Board of directors have recommended the payment of final dividend of Rs 3 per equity share ( PY Rs 3 per equity share)

This proposed dividend is subject to the approval of shareholder of the company in ensuing Annual General Meeting and upon approval would result in cash outgo of Rs 79,38,750 (including dividend distribution tax of Rs 16,16,139.

(iv) **Interest Rate Risk :** The company has working capital facilities with the bank. The company policy is to minimize cash flow risk exposure on short term borrowings. At 31st March the company is exposed to changes in market interest rate through bank borrowings at variable interest rates. The company exposure to interest rate risk on borrowings is as follows:

Particulars	As at 31 March 2019	As at 31 March 2018
Current Borrowings at variable rate	3,22,15,918	2,74,73,372

The above chart depicts that the company have low interest risk

(v) **Foreign Currency Risk :** The company do not normally deal in foreign currency transactions. The company do not have any foreign currency risk.

41 The Company is engaged in single product i.e. Manufacturing of Laundry Soap, Detergent Powder and Cake. These in context of Indian Accounting Standard 108 (Ind AS 108) on Segment Reporting are considered to constitute one single primary segment

### Information about Geographical Areas

The following information discloses revenue from customers based on geographical areas.

Revenue on product group wise (Ind AS 108, Para 32) and as per geographical area (Ind AS 108, Para 33(a))

Particulars	Year Ended 31.03.2019	Year Ended 31.03.2018
Manufacturing of Laundry Soap, Detergent Powder and Cake	760796252	785084080
<b>Total</b>	<b>760796252</b>	<b>785084080</b>



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

### 42 CORPORATE SOCIAL RESPONSIBILITY (CSR)

The details of expenditure incurred on CSR are as under:

Particulars	Year Ended 31.03.2019
a) The Gross amount required to be spent by the company during the year as per Section 135 of Companies Act 2013 read with Schedule VII	7,36,055
b) Amount spent during the year on :	
i) Construction / acquisition of any assets	
ii) On purposes other than (i) above	2,25,000
c) Unspent amount in CSR	5,11,055
d) The breakup of expenses included in amount spent are as under:	
Particulars	
Social welfare	2,25,000

### 43 Standards issued but not effective

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

#### **Ind AS 12 Income tax (amendments relating to income tax consequences of dividend and uncertainty over other income tax treatments):**

The Company does not expect any significant impact of this amendment in financial statements.

#### **Ind AS 19 Plan amendment, curtailment or settlement:**

The Company does not expect this amendment to have any impact on its financial statements

#### **Ind AS 23 Borrowing Cost :**

The amendment clarifies that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of fund that an entity generally borrows when calculating capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.

#### **Ind AS 28 Long term interest in associates and joint ventures :**

The Company does not currently have any long term interest in joint ventures.

#### **Ind AS 103 Business combinations and Ind AS 111 joint arrangements :**

The Company will apply the pronouncements if and when it obtains control/ joint control of a business that is joint operation.

#### **Ind AS 109 Prepayment features with negative compensation :**

The Company does not expect this amendment to have any impact on its financial statements.

#### **Ind AS 116 will replace existing lease standard Ind AS 17 Leases :**

Ind AS 116 sets out the principles for recognition measurement, presentation and disclosure of leases for both lessor and lessee

### 44 Event after the reporting period

Dividends declared by the company are based on the profits available for distribution. Distribution of dividends out of general reserve and retained earnings is subject to applicable dividend distribution tax. On 30th May 2019, the Board of directors have proposed a final dividend of 3/- per share in respect of the year ended March 31 2019 subject to approval of shareholders at the Annual General Meeting. The proposal is subject to approval of



# PEE CEE COSMA SOPE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019

shareholders at the Annual General Meeting, and if approved, would result in a cash outflow approximately Rs. 7938750 inclusive of corporate dividend tax of Rs. 1616139.

- 45 Previous years figures have been regrouped, rearranged or reclassified, wherever necessary to confirm the current year's classification.

**As per our audit report of even date attached**

For **B S D & Co.**,

Chartered Accountants

(Firm Regn. No. 000312S)

**CA. Surendra Khinvasra**

(Partner)

**Membership No. - 070804**

Place : Agra

Dated: 30.05.2019

For and on Behalf of the Board

**(A. K. Jain)** Executive Chairman DIN No. : 00113133

**(P. K. Jain)** Managing Director DIN No. : 00112805

**(M. K. Jain)** Whole Time Director DIN No. : 00172395

**(N.C. Jain)** Director DIN No. : 00172406

**(Nidhi Agarwal)** Company secretary

**(B.M. Verma)** Chief Financial Officer





# PEE CEE COSMA SOPE LIMITED

"Padam Deep", G-10/8, Sanjay Place, Agra-282 002

## PROXY FORM

Form No. MGT-11  
Proxy form

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

CIN:	L24241UP1986PLC008344
Name of the company:	Pee Cee Cosma Sope Ltd
Registered office:	G-10/8, Padam-Deep, Sanjay-Place, Agra-282002, Uttar Pradesh
Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

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

- Name : .....  
Address : .....  
E-mail Id : .....  
Signature : ....., or failing him
- Name : .....  
Address : .....  
E-mail Id : .....  
Signature : ....., or failing him
- Name : .....  
Address : .....  
E-mail Id : .....  
Signature : .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual general meeting of the company, to be held on the **Monday, 30th September 2019 at 3.30 P.M. at Hotel Ashish Palace, Fatehabad Road, Agra, 282 001, U.P.** and at any adjournment thereof in respect of such resolutions as are indicated below:

- Resolution No.** (1) Adoption of Audited Financial Statements for the financial year ended 31st March, 2019.  
(2) Declaration of dividend of 30% on Equity Shares for the financial year 2018-19. (3) To appoint a Director in place of Shri Mahendra Kumar Jain (DIN : 00172395) who retires by rotation and, being eligible, offers himself for re-appointment.  
(4) Reappointment of Mr. Anil Gupta (DIN : 00283431) as an Independent Director for a second term of five years  
(5) Re-appoint of Mrs. Babita Agarwal (DIN : 07101475) as an Independent Director for a second term of five years  
(6) To appoint Shri Mayank Jain (DIN : 00112947) as Director of the company (7) To appoint Shri Ankur Jain (DIN : 00172356) as Director of the company (8) To appoint Shri Ankur Jain (DIN : 00172356) as whole time Director of the company

**Signed this .....** Signature of Shareholder..... Signature of Proxy holder(s) .....

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

AFFIX  
Re. 1.00  
REVENUE  
STAMP



# PEE CEE COSMA SOPE LIMITED

"Padam Deep", G-10/8, Sanjay Place, Agra-282 002

## ATTENDANCE SLIP

Folio/Client I.D. No. ....

Full Name of the Shareholder ..... No. of Shares held .....

Full Name of Proxy ..... I hereby record my presence at the Thirty Two Annual General Meeting of the Company held on **Monday, 30th September 2019 at 3.30 P.M. at Hotel Ashish Palace, Fatehabad Road, Agra, U.P.**

This slip may please to handed over at the entrance of the Meeting Hall.

Signature of Shareholder/Proxy

