

PANJON LIMITED, INDORE

ANNUAL REPORT 2020-21

PANJON LIMITED

01, Panjon Farm House, Nr. Hinkargiri Jain Tirth, Airport Bijasan Road, Indore(M.P.)

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PANJON LIMITED

Reg. Office At- 1, Panjon Farm House, Near Hinkargiri Tirth,
Airport Bijasan Road, Indore (M.P)
CIN-L24232MP1983PLC002320

[Email.id- info@panjon.in](mailto:info@panjon.in)

NOTICE

Notice is hereby given to all the members of the Company that the 38th Annual General Meeting of the Company will be held on Thursday dated the 30th September, 2021 at 02:00 P.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS:

- 1 To receive, consider and adopt the Audited Financial Statements for the Financial Year Ended 31st March, 2021, the Consolidated Financial Statements for the said Financial Year and the Report of the Directors and Auditors thereon.
- 2 To appoint Director in place of Anju Kothari (holding DIN 00567422), who retires by rotation and being eligible offers himself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) Mrs. Anju Kothari (holding DIN 00567422), who retires by rotation from the Board of Directors and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company and whose office shall be liable to retire by rotation.”

By Order of the Board
PANJON LIMITED

Place: Indore
Date: 21/08/2021

Sd/-
JAY KOTHARI
MANAGING DIRECTOR
DIN: 00572543

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the Thirty Seventh AGM shall be the Registered Office of the Company.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporate are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc.,

authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to csparuldwivedi@gmail.com with a copy marked to evoting@nsdl.co.in

4. National Securities Depository Limited (NSDL) will be providing facility for voting through remote e-voting, for participation in the Thirty eighth AGM through VC/OAVM and e-voting during the AGM.

5. Members may join the Thirty Eighth AGM through VC/ OAVM by following the procedure which shall be kept open for the Members from 15 minutes before the time scheduled to start the AGM and the Company may close the window for joining the VC/ OAVM 15 minutes after the scheduled time to start the Thirty Eighth AGM. The detailed instructions for participating in the Thirty Eighth AGM through VC/OAVM are given herewith to this Notice.

6. The facility of participation at the /AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.panjon.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

10. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

11. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 24, 2021 to Thursday, September 30, 2021 (both days inclusive) for the financial year ended March 31, 2021.

12. In compliance with SEBI Circular No. D&CC/FITT/CIR-15/2002 dated December 27, 2002 read with circular No. D&CC/FITT/CIR-18/2003 dated February 12, 2003, mandating a Common Agency for Share Registry Work, the company has already appointed M/s Skyline Financial Services Private Limited as the Registrar & Share Transfer Agent, having their office at D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi, 110020.

1. Members are requested to notify immediately any change in their address:

a. To their Depository Participants (DP) in respect of their electronic share accounts, and;

b. Share transfer agent M/s. Skyline Financial Services Private Limited as the Registrar & Share Transfer Agent, having their office at D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi, 110020.

2. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Board of Directors of the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.

3. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, M/s. Skyline Financial Services Private Limited for assistance in this regard.

13. In compliance with the above referred MCA Circulars and SEBI Circular dated May 12, 2020. Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.panjon.in and websites of the Stock Exchanges Limited website i.e. BSE at www.bseindia.com and on the website of Company's Registrar and Transfer Agent.

14. Information required to be furnished under Regulation 36 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, in respect of the directors seeking appointment/reappointment at the AGM, is furnished below. The directors have furnished consent/declaration for their appointment/reappointment as required under the Companies Act, 2013 and the Rules there under.

15. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

Dated: 21/08/2021

**R/o:01, Panjon Farm House, Near Hinkargiri TirthBijasan Airport Road,
Indore MP 452005 IN**

Sd/-

**Jai Kumar Kothari
Managing Director
DIN: 00572543**

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

I. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the company is pleased to provide members facility to exercise their right to vote at 38th Annual General Meeting (AGM) by electronic means /remote e-voting and the business may be transacted through e-Voting Services provided by NSDL.

II. The remote e-voting period begins on Monday, 27th day of September, 2021 (10.00 A.M.) and ends on Wednesday, 29th day of September, 2021 (5.00 P.M.) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 23rd day of September, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, 23rd day of September, 2021.

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

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID

	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- a) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

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

- a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to neeshcs2004@yahoo.co.in <**Please mention the e-mail ID of Scrutinizer**> with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section

of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

EXHIBIT TO NOTICE

Details of directors seeking appointments/ re- appointments at the Annual General meeting (In pursuance of clause 49 of the listing agreement)

Name of Director	Anju Kothari
Age	54
Qualification	M.Com
Date of Appointment	14/02/2019
Expertise	
Other Directorships (Excluding Pvt. Companies) as on 31 st March,2020	SANITEX CHEMICALS LIMITED
Chairman /Members of the Committees As on 31 st March, 2021	NIL
Shareholding in the Company	

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholders will be able to attend the AGM through VC / OAVM by visiting the following web link:<https://purvashare.instavc.com/broadcast/0526fd40-d886-11ea-88be-0b2f1cb07c46>
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their requesting advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@panjon.in
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. The procedure for E-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through Remote E-Voting and
are otherwise not barred from doing so, shall be eligible to vote through Chat system available during the AGM.
9. If any votes are casted by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
10. Shareholders who have voted through Remote E-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Sd/-

Dated: 21/08/2021

Registered Office:

**Place1, Panjon Farm House,
Near Hinkargiri Tirth,
Airport Bijasan Road
Indore MP 452005 IN**

**Jai Kumar Kothari
Managing Director
DIN: 00572543**

PANJON LIMITED

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CIN-L24232MP1983PLC002320
[Email.id- info@panjon.in](mailto:info@panjon.in)

DIRECTORS' REPORT

FOR THE FINANCIAL YEAR 2020-21

To,
The Members,

Your directors have pleasure in presenting their Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2021.

1. FINANCIAL HIGHLIGHTS (Standalone and Consolidated)

During the year under review, performance of your company as under:

Particulars	(Standalone) Year ended 31 st march 2021	(Consolidated) Year ended 31 st march 2021	(Standalone) Year ended 31 st march 2020	(Consolidated) Year ended 31 st march 2020
Revenue from operation (Total)	14,86,60,276	14,86,60,276	26,71,60,407	26,71,60,407
Expenditure	14,67,35,424	14,67,35,416	26,52,88,293	26,52,88,293
Profit/(Loss) before Extraordinary items & tax	19,24,851	19,24,860	18,72,114	18,72,114
Less: Extraordinary items	0	0	0	0
Profit/(Loss) before tax	19,24,851	19,24,860	18,72,114	18,72,114
Less: Tax Expense				
Profit from Associate	0	(7437)	0	(3,200)
Income tax (Earlier year)	65337	65337	(64,100)	(64,100)
Income tax (current year)	(3,00,000)	(3,00,000)	(3,54,000)	(3,54,000)
Deferred tax	(7,27,703)	(7,27,703)	(17,75,390)	(17,75,390)
Share in profit of associate company	0	0	0	0
Profit/(Loss) after tax	9,62,485	9,55,057	(3,21,377)	3,24,577

2. REVIEW OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

Your Directors Report that during the year under review the total turnover of the Company on standalone basis decreased to Rs. 14.86 Crores from Rs. 26.71 Crores in the previous year, Your director is focusing the expansion of the market of the products of the your Company, During the year Company has focused on the advertisement of the Company core products Panjon & Swad. Your Directors are focusing on promoting the brands of the Company Panjon & Swad, so that the Goodwill earned by this brand may be used in increasing the sales of the Company and thereby the profits of the Company. Your directors look forward for better working results in the years to come.

3. DIVIDEND

In order to plough back the profits for the activities of the company, your directors do not recommend any dividend for the financial year.

4. AMOUNTS TRANSFERRED TO RESERVES

The amount of Profit and Loss account of Rs.955057/- has been adjusted to Reserves and Surplus in the Balance Sheet.

5. CHANGES IN SHARE CAPITAL, IF ANY

During the Financial Year 2020-21, there was no change in the share capital of the company.

6. DISCLOSURE REGARDING ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS:

During the year Company has not issues any equity shares with Differential Rights.

7. DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTIONS

During the year Company has not issues any employee stock options.

8. DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES

During the year Company has not issues any sweat equity shares.

9. EXTRACT OF ANNUAL RETURN

The extract of Annual Return for the Financial Year 2020-21 has been enclosed with this report. **Annexure-V**

10. MANAGEMENT DISCUSSION AND ANALYSIS:

Management's Discussion and Analysis Report for the year under review, is presented in a separate section forming part of the Annual Report.

11. NUMBER OF BOARD MEETINGS

During the Financial Year 2020-21, [4] meetings of the Board of Directors of the company were held.

S.No.	Date of Board Meeting
01	30/07/2020
02	03/09/2020
03	13/11/2020
04	09/02/2021

12. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186

Complete details of LGSI covered under Sec 186 of CA, 2013. A suggestive format is provided below to provide the required details:

Company has not made any Loan, Guarantee and Investment under section 186 of Companies Act, 2013.

Details of Loans: Nil

Details of Investments: Nil

Details of Guarantee / Security Provided: Nil

13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act 2013 for the Financial Year 2020-21 in the prescribed format, **AOC 2** has been enclosed with the report **Annexure-I**.

14. AUDITORS AND THEIR REPORT

Your Directors Comments on the Auditor Report is as follows

1. Your Management is taking the Best possible steps for proper maintenance of the records of the Inventories and also ensure to physically verifying the Inventories of the Company. Company is trying to implement such systems for maintenance of the records and try to regularize the same in future.
2. There are no qualifications, reservations or adverse remarks or disclaimers made by **Giriraj & Lohiya** The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

15. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes/events, if any, occurring after balance sheet date till the date of the report to be stated.

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

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo are as under:

a) Conservation of Energy:

Steps taken for conservation	Company is installing such devices and instruments so as to minimize the energy consumption and preserve the energy resources.
Steps taken for utilizing alternate sources of energy	Company is not using the alternate sources of energy.
Capital investment on energy conservation equipments	Company has not done any capital investment on energy conservation; however company has installed the energy efficient machines so as to save energy.

b) Technology Absorption:

Efforts made for technology absorption	NIL
Benefits derived	
Expenditure on Research & Development, if any	
Details of technology imported, if any	
Year of import	
Whether imported technology fully absorbed	
Areas where absorption of imported technology has not taken place, if any	

c) Foreign Exchange Earnings/ Outgo: NIL

Earnings	
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Outgo	
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17. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATES:

Name of Associate Company	No. of Shares Held	Percentage of Holding (%)
Raunaq Laboratories Ltd	10,00,000	40%

18. RISK MANAGEMENT POLICY:

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

19. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board consist of the following directors namely:-

DIN/PAN NO	NAME	DESIGNATION	DATE OF APPOINTMENT	DATE OF CESSATION
00910638	PRAKASH DOSHI	Director	31/07/2002	-
00572543	JAY KUMAR KOTHARI	Managing director	03/09/2015	-
00567422	ANJU KOTHARI	Director	14/02/2019	-
01675521	ANJALI SHUKLA	Additional Director	01/02/2010	-
02610151	AMIT MANGALCHAND MEHTA	Director	31/07/2002	-
07867093	POOJA VISHAL BHANDARI	Director	27/09/2017	-
ABDPA8630Q	PRAMOD KUMAR AJMERA	CFO	03/09/2015	-
ACQPJ2770C	SUDARSHAN MOTILAL JAIN	CS	01/09/2018	-

20. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL: NIL

21. VOLUNTARY REVISION OF FINANCIAL STATEMENTS OR BOARD'S REPORT: NIL

22. STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has in place well defined and adequate internal controls commensurate with the size of the Company and the same were operating effectively throughout theyear.

23. VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a vigil mechanism for directors and employees to report genuine concerns has been established.

24. DEPOSITS

The Company has not accepted any public deposits and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

24. MANAGERIAL REMUNERATION

During the year 2020-21 your company has paid remuneration of Rs. 18,00,000/- to the following Directors:

S.No.	Name	Designation	Amount
1.	Shri Jay Kothari	Chairman & Managing Director	9,00,000
2.	Smt. Anju Kothari	Director	9,00,000

25. RECEIPT OF ANY COMMISSION BY MD / WTD FROM A COMPANY OR FOR RECEIPT OF COMMISSION / REMUNERATION FROM ITS HOLDING OR SUBSIDIARY: NIL

26. BOARD INDEPENDENCE:

Our definition of 'Independence' of Directors is derived from Clause 49 of the Listing Agreement with Stock Exchanges and Section 149(6) of the Companies Act, 2013. Based on the confirmation/disclosures received from the Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are Independent in terms of Clause 49 of the Listing Agreement and Section 149(6) of the Companies Act, 2013:-

- a) Mr. Prakash Doshi
- b) Mr. Amit Mangalchand Mehta
- c) Mrs. Pooja Bhandari.

27. RE-APPOINTMENT OF INTERNAL AUDITOR:

Company has appointed M/s. Jakhetiya & Co. as Internal Auditor to carry out the Internal Audit function.

28. SECRETARIAL AUDIT REPORT:

The Board of Directors of the Company has appointed Neelesh Gupta & Co., Practising Company Secretaries, to conduct the Secretarial Audit and his Report on Company's Secretarial Audit is appended to this Report as **Annexure-III**

29. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY: NA

30. CORPORATE GOVERNANCE:

The Company is committed to maintaining the standards of Corporate Governance and adhering to the Corporate Governance requirements as set out by Securities and Exchange Board of India. The Report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report. The Certificate from the Managing Director of the Company confirming compliance with the conditions of Corporate Governance as stipulated under Clause 49 is also published elsewhere in this Annual Report. **Annexure-VI**.

31. STATUTORY AUDITORS

In the 36th Annual General Meeting, the Statutory Auditors M/s Giriraj & Lohiya, Chartered Accountants (Firm Registration Number.006031C), were appointed for a term of five years i.e. until the conclusion of Pursuant to provisions of section 139 of the Companies Act, 2013 and rules made there under, the term of Annual General Meeting to be held in the Year 2024 Office of M/s Giriraj & Lohiya, Chartered Accountants (Firm Registration Number.006031C), under Section 139 and 142 of the Companies Act, 2013 and the rules framed there-under for appointment as Statutory Auditors of the Company. Their appointment is subject to ratification by the Members at every subsequent Annual General Meeting held after the AGM held on 30th September, 2019. Pursuant to the amendments made to Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017 effective

from 07th May, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from the Statute. In view of the above, ratification of the Members for continuance of their appointment at this Annual General Meeting is not being sought. The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors. The remuneration payable to the Statutory Auditors shall be determined by the Board of Directors based on the recommendation of the Audit Committee.

32. COST AUDITORS: NA

33. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2021, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021 and of the profit /loss of the Company for that period;
- c) the directors 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) the directors had prepared the annual accounts on a going concern basis;
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively. *[List of laws applicable to the company may be mentioned here]*

34. OCCUPATIONAL HEALTH & SAFETY (OH&S):

This initiative involved positive engagement of personnel on the plant at every level. With regard to contractor safety, two key areas of focus were identified, namely Facility Management for the contractors' employees and Equipment, Tools & Material Management. The Facility Management initiative was implemented to ensure adequate welfare facilities for contract labour such as washrooms with bathing facilities, rest rooms, availability of drinking water etc. The Equipment, Tools & Material Management Program ensured that the tools used by contractors were safe. The process of screening of contractors was made more stringent to ensure that the contractors were aligned with the Company's objectives to ensure 'Zero Harm'.

35. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE(PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made thereunder, your company has constituted Internal Complaints Committees (ICC). Statement showing the number of complaints filed during the financial year and the number of complaints pending as on the end of the financial year is shown as under: -

Category	No. of complaints pending at the beginning of F.Y. 2019-20	No. of complaints filed during the F.Y. 2019-20	No. of complaints pending
Sexual Harassment	Nil	Nil	Nil

Since, there is no complaint received during the year which is appreciable as the management of the company endeavor to provide safe environment for the female employees of the company.

36. DECLARATION BY THE INDEPENDENT DIRECTORS:

All the Independent Directors have given their declaration of Independence stating that they meet the criteria of independence as prescribed under section 149(6) of the Companies Act, 2013. Further that the Board is of the opinion that all the independent directors fulfill the criteria as laid down under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 during the year 2019-20.

37. PREVENTION OF INSIDER TRADING

In view of the SEBI (Prohibition of Insider Trading) Regulation, 2015 the Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company.

The Code requires Trading Plan, pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

38. PARTICULARS OF EMPLOYEES:

The ratio of the remuneration of each whole-time director and key managerial personnel (KMP) to the median of employees' remuneration as per Section 197 (12) of the Companies Act, 2013, read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of the Board's report as **Annexure-IV**.

Additionally, the following details form part of **Annexure IV** to the Board's report:

- Remuneration to Whole Time Directors
- Remuneration to non-executive / independent directors
- Percentage increase in the median remuneration of employee in the financial year
- Number of permanent employees on the rolls of company
- The company did not allot any sweat equity shares or having employees' stock option scheme.

39. EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013 and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and Individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors. The Directors were satisfied with the evaluation results, which reflected the overall engagement and effectiveness of the Board and its Committees with the Company.

40. BOARD DIVERSITY

The Company recognizes and embraces the importance of diverse board in overall Success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural, and geographical background, age, ethnicity, gender, and race that will help us retain our competitive advantage.

The current policy is to have an appropriate mix of executive, non executive and independent directors to maintain the independence of Board, and separate its function of governance and management.

41. SECRETARIAL STANDARDS OF ICSI

The Secretarial Standards as specified by the Institute of Company Secretaries of India for Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) came into effect from 1st July 2015. The Company is in compliance with the same.

42. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

During the year under review, the provision of section 125(2) of Companies Act, 2013 do not apply as the company was not required to transfer any amount to the Investor Education Protection Fund (IEPF) established by Central Government of India.

43. ACKNOWLEDGEMENTS:

Your directors wish to place on record their sincere appreciation and acknowledge with gratitude for the assistance, cooperation and encouragement by valued customers, suppliers, bankers, shareholders and employees of the company and look forward for their continued support.

**By Order of the Board
PANJON LIMITED**

Sd/-

**JAY KOTHARI
Managing Director
DIN: 00572543**

Sd/-

**ANJU KOTHARI
Director
DIN: 00567422**

**Place: Indore
Date: 21/08/2021**

Annexure-I

FORM NO. AOC -2

(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 arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis: Nil.

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

2. Details of contracts or arrangements or transactions at Arm's length basis.

S L. No.	Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/transaction	Duration of the contracts/arrangements/transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1.	Mrs. Anju Kothari	Salary				9,00,000
4.	Mr. Jay Kothari	Salary				9,00,000

**By Order of the Board
PANJON LIMITED**

**Sd/-
JAY KOTHARI
Managing Director
DIN: 00572543**

**Sd/-
ANJU KOTHARI
Director
DIN: 00567422**

Place: Indore
Date: 21/08/2021

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

ANNEXURE TO DIRECTORS REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company is involved in manufacturing and trading of Allopathic and Ayurvedic Medicines. There is a reasonable potential of the product both in the domestic as well international market & these markets may offer sizable opportunities as well as a double digit growth in the years to come.

The company has built Market capabilities and Distribution network to meet out the requirement in domestic markets & continually strives to enhance market presence as well as explore new markets & territories for growth.

INDIAN ECONOMY OVERVIEW

In the Indian economy is poised to overcome the sub-5 per cent growth of gross domestic product (GDP) witnessed over the last two years. The growth slowdown in the last two years was broad based, affecting in particular the industry sector. Inflation too declined during this period, but continued to be above the comfort zone, owing primarily to the elevated level of food inflation. Yet, the developments on the macro stabilization front, particularly the dramatic improvement in the external economic situation with the current account deficit (CAD) declining to manageable levels after two years of worryingly high levels was the redeeming feature of 2020-21. The fiscal deficit of the Centre as a proportion of GDP also declined for the second year in a row as per the announced medium term policy stance. Reflecting the above and the expectations of a change for the better, financial markets have surged. Moderation in inflation would help ease the monetary policy stance and revive the confidence of investors, and with the global economy expected to recover moderately, particularly on account of performance in some advanced economies, the economy can look forward to better growth prospects in 2020-21 and beyond.

(Source: <http://indiabudget.nic.in>)

OUTLOOK AND PROSPECTS

Over the last few months, the Government has adopted a number of measures to stabilize the economy by containing fiscal and current account deficit. It has also taken measures to improve industry and investment sentiments while promising to address other bottlenecks. These stability measures are very likely to ensure that economic growth will steadily return. We thus expect 2020-21 to be a year of economic stability, while growth at higher trajectory may return only in 2020-21.

(i) Industry structure and developments:

The market Of Allopathic and Ayurvedic Medicines is increasing day by day and Every day there in new discovery of the new drugs and medicines. Company is mainly focusing to promote the Brand Panjon & Swad so as to capture the market to a large extent.

(ii) Concerns:

The fear of a recurrence of recession and its fallout in the broader economy may affect prospects of growth in the company. Although the chances are bleak, there is a building fear of a possible double dip in world economies and the same can adversely affect company's growth possibilities.

- **Risk:** The Company is into a highly capital intensive industry segment. Non availability of funds or increased cost of funding will result in pressurized margins. The Company requires a substantial amount of long term/short term funds to meet its requirement for various Infrastructure/Construction projects. To manage this, the Company proactively manages the debt levels from banks to provide adequate liquidity for its operations.
- **Government Policy Risk:** There could be unfavorable regulatory measures in government policies towards the infrastructure industry and may impact the long term planning of the Company. However, your Company has a robust order book and is confident of maintaining the present level of operations.
- **Competition Risk:** To mitigate this, your Company ensures that it is constantly moving up the value chain by taking up contracts of larger ticket size, thus ensuring that it is operating amidst fewer players.

(iii) **Outlook:**

The Allopathic and Ayurvedic Medicines business is dependent on investment and also on the research and development in this sector. Company is concentrating over the development of the research and development Department and therefore, the overall outlook of the industry is positive. The Company has always been striving to keep options of alternate avenues of growth alive for countering any negative impact due to either a slow down or a credit crunch which is feared and cannot be ruled out. The Company forever keeps trying upgrade its product(s) variants to be able to cater to the niche international market thus expands its marketing reach both in the country as well as overseas market.

(iv) **Internal Control Systems and their adequacy:**

The Company has clearly laid down policies, guidelines and procedures that form a part of the internal control system which provide for automatic checks and balances. The Audit committee reviews the effectiveness and efficiency of these systems to ensure that all the assets are protected against loss and that the financial and operational information is complete and accurate.

Audits are finalized and conducted based on the internal risk assessment. Significant findings are brought to the notice of the Audit committee of the Board and corrective measures recommended for implementation. Our work opportunities and competitive compensation policy helps us in attracting and retaining our personnel.

(v) **Human relations:**

The company lays special emphasis to the human resources function in our organization and believes.

The company has an elaborate performance evaluation system in place involving goal setting, and periodic reviews involving confirmation and annual reviews. The review sessions impress upon several aspects of the professionals careers such as career and competency development, financial rewards and recognition. We endeavor to link careers to competencies, individual preferences and organizational needs.

The compensation package has a fixed component and a variable component linked to the corporate and individual performance.

(vi) **Safety:**

Safety management is integrated with the Company's overall environment, health and safety (EHS) management system and zero accident is taken up as the Company's goal. The following measures have been taken by the Company:

- Identification of hazard and risk present in work environment and its rectification.
- Continuous monitoring of unsafe condition and unsafe acts through safety inspection.
- Safety induction training for all employees and specific job safety awareness programs on a continuous basis

(vii) **Environment friendly operations:**

Environmental protection is a prime concern for us and we are aware of our core responsibility to the society in this regard.

(viii) **Cautionary Statement:**

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, among other things, economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates, changes in Government regulations, tax laws and other statutes and incidental factors.

**By Order of the Board
PANJON LIMITED**

**Sd/-
JAY KOTHARI
Managing Director
DIN: 00572543**

**Place: Indore
Date: 30/06/2021**

Annexure-III

MR-3

Secretarial Audit Report

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

Annexure to the Directors Report

**To,
The Members,
PANJON LIMITED
CIN- L24232MP1983PLC002320
1, Panjon Farm House, Near Hinkargiri Tirth,
Airport Bijasan Road, Indore MP 452005 IN**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PANJON LIMITED** (hereinafter called 'the company'). The 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.

The Company's Board of Directors are responsible for the matters of Compliances of the various provisions of the Companies Act, 2013 and other applicable laws. Our responsibility to conduct the audit of the Compliances made during the year upon test check basis. We have adopted such methods and procedure and based on our verification of the **PANJON LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2021 has 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, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not Applicable for the review period)**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable for the review period)**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not Applicable for the review period)**
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable for the review period)**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable for the review period)**

Further all the listing compliances and checks are been carried out in the reference with **Secretarial Compliance Report** along with all the observations made as uploaded on the stock exchange.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreement entered into by the Company with the Stock Exchange and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

During the period under review and as per the explanations and representations made by the management and subject to clarifications given to us, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc., mentioned above.

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

During the year Company has received the In principal approval for revocation of suspension from BSE subject to compliance of the certain compliances and company is in process to comply these compliances.

We further report that:

The Board of Directors of the Company are duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

During the year Mrs. Kothari Sajjanbhai (DIN: 00618999), Director of the company resigned w.e.f 01ST January, 2020 and Mr. Jay Kothari (holding DIN 00572543), who retires by rotation from the Board of Directors and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company and.”

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

All decisions at Board Meetings and Committee Meetings were carried out by majority as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that Company has filed required Form MGT 14 except for the approval of unaudited results for the Two quarter ended 31st July, 2020 and 30th September, 2020.

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, standards etc.

We further report that:-

During the audit period of the company, there were instances of:

1. Internal Auditor

During the year M/s. Jakhetya & Co. were appointed as the internal auditor of company for the financial year 2020-21.

2. Secretarial Auditor

During the year M/s. Neelesh Gupta & Co. were appointed as the Secretarial auditor of company for the financial year 2020-21.

Date: 21/08/2021
Place: Indore

For Neelesh Gupta & Co.,
Company Secretaries

Sd/-
CS. Neelesh Gupta
Proprietor
C.P. No.6846

UDIN: F006381C000815629

**To,
The Members,
PANJON LIMITED
CIN- L24232MP1983PLC002320
At- 1, Panjon Farm House, Near Hinkargiri Tirth,
Airport Bijasan Road, Indore (M.P.)**

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records.

The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

- Company has held all requisite no. of Board Meetings/audit committee meetings/ Nomination & Remuneration committee complied with the provision of Companies Act, 2013.
- Management properly maintained minutes book and duly authenticated by the chairman.
- Management has kept and properly entered records in all statutory books in their registered office.
- All Requests for transfer of shares received by the company during the year have been executed by registrars & share transfer agents.
- Notice of Board meetings were duly sent to all the directors.
- Notice of annual general meeting has been duly sent to all the members.
- The Company has obtained secured loans from banks/ financial institutions as on 31st March, 2021 and duly entered in statutory register.
- Company has not directly indirectly advanced any loans to any of their Director or KMP or any other person in whom the director is interested.
- Company has not accept any deposit (u/s 73)

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, Standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. We hereby declared that apart from the Audit undertaken by us, We have also relied on the SECRETARIAL COMPLIANCE REPORT for all the compliance related to SEBI Act, 1992 and regulation thereof for the year 2020-21, which has been examined and prepared by M/s. RAMESH CHANDRA MISHRA & ASSOCIATES.
7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: 21/08/2021
Place: Indore

For Neelesh Gupta & Co.,
Company Secretaries

Sd/-
CS. Neelesh Gupta
Proprietor
C.P. No.6846

Annexure IV

PARTICULARS OF EMPLOYEES

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) Ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year 2020-21, the percentage increase in remuneration of Directors, Chief Financial Officer and Company Secretary during the financial year 2020-21.

S. No.	Name of the Director/Key and Designation	Remuneration of Director/ KMP for the financial year 2020-21 (Including Non-Executive Independent Director)	Remuneration of Director/ KMP for the financial year 2019-20	% increase (decrease) in remuneration in the financial year 2020-21	Ratio of remuneration of each Director/ KMP to median remuneration of employees
1.	Jay Kothari Managing Director	9,00,000	9,00,000	0%	6.82:1
2.	Anjali Shukla Director	-	-	-	-
3.	Anju Kothari Director	9,00,000	9,00,000	0%	6.82:1
4.	Prakash Doshi Non-Executive Independent Director	-	-	-	-
5.	Amit Mangalchand Mehta Non-Executive Independent Director	-	-	-	-
6.	PoojaVishal Bhandari Non-Executive Independent Director	-	-	-	-
7.	PramodKumarAjmera Chief Financial Officer	2,68,206	3,69,038	7.82/-	2.79:1
8.	Sudarshan Motilal Jain	1,20,000	1,20,000	-	-

	Company Secretary				
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ii. Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year –

As stated above in item no (I).

iii. Percentage increase in the median remuneration of employees in the financial year –

Median Remuneration 2020-21	Median Remuneration 2019-20	% Increase in the Median Remuneration
1,31,935/-	1,17,970/-	

iv. Number of permanent employees on the rolls of company –

As on 31st March, 2021 the total number of employees on the roll was 25.

Company has more employees or workers but they are not on permanent basis and are working on contract basis through some other entity.

v. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: the detail is as provided above.

vi. Affirmation that the remuneration is as per the Remuneration Policy of the Company: It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the company.

**By Order of the Board
PANJON LIMITED**

Place: Indore
Date: 21/08/2021

**Sd/-
JAY KOTHARI
Managing Director
DIN: 00572543**

**Sd/-
ANJU KOTHARI
Director
DIN: 00567422**

Annexure-V

EXTRACT OF ANNUAL RETURN

As on the financial year ended 31.03.2019

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

FORM NO. MGT - 9

I. Registration and Other Details

CIN	L24232MP1983PLC002320
Registration Date	23/12/1983
Name of the Company	PANJON LIMITED
Category / Sub-Category of the Company	Company Limited by Shares
Address of the Registered Office and contact details	1, Panjon Farm House, Near Hinkargiri Tirth, Airport Bijasan Road, Indore, Madhya Pradesh
Whether listed company	Listed
Name, address and contact details of Registrar and Transfer Agent, if any	Skyline Financial Services Private Limited D-153 A Ist Floor Okhla Industrial Area, Phase - I, New Delhi-110 020 Tel.: +91 11 30857575 Fax: +91 11 30857562

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:

Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
Manufacturing of Allopathic Medicine and Ayurvedic Medicine (Pharmaceutical goods)	99884300	100

III. NAME AND ADDRESS OF THE SUBSIDIARY/ASSOCIATES COMPANIES:

Name and address of the Companyt	CIN / GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
Raunaq Laboratories Ltd WG 554/1 Sony Nagarnakodar Road	U99999PB1994PLC014099	Associate	40%	2(6)

with the Custodian of Enemy Property									
ii) Other Foreign Nationals	0	0	0	0	0	0	0	0	0
iii) Foreign Bodies									
iv) NRI / OCBs	49202	42300	91502	0.59%	75432	42300	117732	0.76	0.17
v) Clearing Members/ Clearing House	0	0	0	0	0	0	0	0	0
vi) Trusts	1900	0	1900	0.01%	1900	0	1900	0.01	0
vii) HUF	146732	0	146732	0.95%	146332	0	146332	0.94	(0.01)
viii) LLP	0	0	0	0	0	0	0	0	0
ix) Foreign Portfolio Investor (Corporate)	0	0	0	0	0	0	0	0	0
x) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
Sub-Total (B)(2):	3577849	3856862	7434711	47.97%	3578348	3856363	7434711	47.97	0
Total Public Shareholding (B)=(B)(1) + (B)(2)	3577849	3856862	7432711	47.97%	3578348	3856363	7434711	47.97	0

Grand Total(A+B)	3637038	11861662	15498700	100%	3642337	11856363	15498700	100%	0
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ii) Shareholding of Promoters

Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
	No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	
VARSHA BAFNA	500200	3.23	0	500200	0	3.23	0
NAGIN KOTHARI	1000	0.01	0	1000	0	0.01	0
SAJJAN BAI KOTHARI	8951	0.06	0	8951	0	0.06	0
ANJU JAY KOTHARI	2010000	12.96	0	2010000	12.96	0	0
JAY KOTHARI	2043838	13.13	0	2043838	13.13	0	0
ADITYA KOTHARI	1000000	6.45	0	1000000	6.45	0	0
ARCHIT KOTHARI	1000000	6.45	0	1000000	6.45	0	0
BODIES CORPORATES							0
SANITEX CHEMICALS LTD.	500000	3.23	0	500000	3.23	0	0
RAUNAQ LABORATORIES LIMITED	1000000	6.45	0	1000000	6.45	0	0

iii) Change in Promoters' Shareholding (Please specify, if there is no change) There is no change in Promoters Shareholding:

	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	8063898	52.03%	8063989	52.03%
Datewise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
At the end of the year	8063898	52.03%	8063989	52.03%

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

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
MONO HERBICIDES LIMITED	1750000	11.29	1750000	11.29
SHARDHA MANISH MEHTA	875000	5.65	875000	5.65
RAJU MANGILAL BORA	437500	2.82	437500	2.82
ANIL MANSUKHLAL	437500	2.82	437500	2.82

KOTHARI				
MANISH GYANCHAND MEHTA	202712	1.31	202712	1.31
SM SHETI SEVA PRIVATE LIMITED	115000	0.74	115000	0.74
MIRAJ COMMERCIAL & TRADING PVT LTD	92000	0.59	92000	0.59
KEEN INVESTMENT AND LEASING LIMITED	92000	0.59	92000	0.59
MACK TRADING COMPANY LIMITED	92000	0.59	92000	0.59
SANWARMAL PAVANKUMAR (HUF) PAVANKUMAR	65000	0.42	65000	0.42

v) Shareholding of Directors and Key Managerial Personnel

For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
MR. PRAKASH DOSHI				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/bonus/s weat equity etc):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL
MR. JAY KOTHARI				
At the beginning of the year	2043838	13.19	2043838	13.19%
Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/bonus/s weat equity etc):	Nil	Nil	Nil	Nil
At the end of the year	2043838	13.19	2043838	13.19%
MRS. ANJALI SHUKLA				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/bonus/s weat equity etc):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL
MR. AMIT MANGALCHAND MEHTA				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase/Decrease in shareholding during the	NIL	NIL	NIL	NIL

year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):				
At the end of the year	NIL	NIL	NIL	NIL
MRS.ANJU KOTHARI				
At the beginning of the year	2010000	12.96	2010000	12.96
Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
At the end of the year	2010000	12.96	2010000	12.96
MRS. POOJA BHANDARI				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL

V. INDEBTNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Rs. Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year i.e. 01.04.2020				
i) Principal Amount	89,18,716	46,56,000	-	1,35,74,716
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-

Total (i+ii+iii)	89,18,716	46,56,000	-	1,35,74,716
Change in Indebtedness during the financial year i.e. 2020-21				
Addition	-	-	-	-
Reduction	23,47,792	-	-	23,47,792
Net Change	(23,47,792)	-	-	(23,47,792)
Indebtedness at the end of the financial year i.e. 31.03.2021				
i) Principal Amount	65,70,924	46,56,000	-	1,12,26,924
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	65,70,924	46,56,000	-	1,12,26,924

VI. REMUNERATION OF DIRECTOR AND KMP

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

S.No.	Particular of Remuneration	Jay Kothari	Total (In Rs.)
1	Gross Salary		
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	9,00,000	9,00,000
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	NIL	NIL
2	Stock Options	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission	NIL	NIL
	- as % of profit	NIL	NIL
	- others, specify....	NIL	NIL
5	Others, please specify	NIL	NIL
	Total	9,00,000	9,00,000

B. Remuneration to Executive Directors:

Sl. no.	Particulars of Remuneration	Remuneration to Executive Directors			Total (In Rs.)
1.		Mrs. Anjali Shukla	Mrs. Anju Kothari		
	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	9,00,000		9,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL		NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL		NIL
2.	Stock Option	NIL	NIL		NIL
3.	Sweat Equity	NIL	NIL		NIL
4.	Commission - as % of profit - others, specify...	NIL	NIL		NIL
5.	Others, please specify	NIL	NIL		NIL
	Total (A)	NIL	9,00,000		9,00,000

C. Remuneration to other Directors:**1. Independent Directors (Rs. In Lakhs)**

S.No.	Particular of Remuneration	Remuneration to Independent Directors			Total Amount
		Mrs. Pooja Bandhari	Shri Amit Mehta	Shri Prakash Doshi	
1	-Fee for attending Board/Committee Meetings	NIL	NIL	NIL	NIL

2	-Commission	NIL	NIL	NIL	NIL
3	- Others, please specify	NIL	NIL	NIL	NIL
	Total B.1	NIL	NIL	NIL	NIL

2. Other Non-Executive Directors Directors (Rs. In Lakhs)

S.No.	Particular of Remuneration				Total
1	-Fee for attending Board/Committee Meetings	NIL	NIL	NIL	NIL
2	-Commission	NIL	NIL	NIL	NIL
3	- Others, please specify	NIL	NIL	NIL	NIL
	Total B2	NIL	NIL	NIL	NIL
	Total (B1+B2)	NIL	NIL	NIL	NIL

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

S.No.	Particular of Remuneration	PramodKumarAjmera (CFO)	Sudarshan Motilal Jain (CS)	Total
1	Gross Salary	2,68,206	120000	3,88,206
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	NIL	NIL	NIL
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	NIL	NIL	NIL
2	Stock Options	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL
	- others, specify....	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total C	2,68,206	1,20,000	3,88,206

VII. PENALTY/PUNISHMENT/COMPOUNDING OF OFFENCES - None

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	AUTHORITY [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTOR					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICER IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**By Order of the Board
PANJON LIMITED**

Place: Indore
Date: 21/08/2021

**Sd/-
JAY KOTHARI
Managing Director
DIN: 00572543**

**sd/-
ANJU KOTHARI
Director
DIN: 00567422**

Annexure-VI

CORPORATE GOVERNANCE REPORT

REPORT OF COMPLIANCE WITH REGULATION 24 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS)

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on code of Governance as adopted by the Board is as under:

- (i) Ensure that the quantity, quality and frequency of financial and managerial information, which management shares with the Board, fully places the Board members in control of the company's affairs.
- (ii) Ensure that the Board exercises its fiduciary responsibilities towards shareowners and creditors, thereby ensuring high accountability.
- (iii) Ensure that the extent to which the information is disclosed to present and potential investors is maximised.
- (iv) Ensure that the decision-making is transparent and documentary evidence is traceable through the minutes of the meetings of the Board/Committee thereof.
- (v) Ensure that the Board, Employees and all concerned are fully committed to maximizing long-term value to the shareowners and the company.
- (vi) Ensure that the core values of the company are protected.

2. BOARD OF DIRECTORS:

(i) **Details of Directors:**

The Company is having seven directors in the Board and having optimum composition of the 3 independent directors in the Board of Directors of the Company. Details of the Directors of the Company as at 31st March, 2021 are as under:

Directors	Executive/ Executive Independent	No. of outside directorship held		No. of outside Committee positions held	
		Public	Private	Member	Chairman
Shri Jay Kothari	Promoter/Executive	1	-	-	-
Shri Amit Mehta	NED/IND	-	-	-	-
Shri Prakash Doshi	NED/IND	-	-	-	-
Smt. Anjali Shukla	Executive	-	1	-	-
Smt. Pooja Bhandari	NED/IND	-	-	-	-
Smt. Anju Kothari	Executive	1	-	-	-

3.AUDIT COMMITTEE:

(A) Brief description of terms of reference:

- (i) Review with the management the annual/half-yearly financial statements.
- (ii) Hold separate discussion with Head-Internal Audit, Statutory Auditors and among members of the Audit Committee to find out whether the company's financial statements are fairly presented in conformity with the Accounting Standards issued by the ICAI.
- (iii) Review the company's financial and risk management policies and the adequacy of internal control systems.
- (iv) Review the adequacy of accounting records maintained in accordance with the provisions of the Companies Act 2013.
- (v) Review the performance of Statutory Auditors and recommend their appointment and remuneration to the Board, considering their independence & effectiveness.
- (vi) Perform other activities consistent with the Company's Memorandum and Articles, the Companies Act, 2013 and other Governing Laws.

(B) Composition of Committee and number of meetings held:

S. NO.	Name	Designation	Position in Committee
1	Mr. Amit M. Mehta	Director NED/IND	Chairman
2	Mr. Prakash Doshi	Director NED/IND	Member
3.	Mrs. Pooja Bhandari	Director NED/IND	Member
4.	Mrs. Anjali Shukla	Director NED	Member
5.	Mr. Jay Kothari	Executive Director	Member

The Statutory Auditors and head of the finance department was also invited by the Committee to express their views in the Meeting. The Chairman of the Audit Committee has also attended the Annual General Meeting of the members of the company. During the year under review, four meetings of the Audit Committee were held.

4. NOMINATION & REMUNERATION COMMITTEE POLICY:

(A) Brief description of terms of reference:

The terms of reference of the Committee are to review and recommend compensation payable to the executive directors. The Committee also ensures that the compensation policy of the Company provides for performance-oriented incentives to management.

(B) Composition of Committee and number of meetings held:

<u>S.</u> <u>NO.</u>	Name	Designation	Position in Committee
<u>1.</u>	Mr. Prakash Doshi	Director NED/IND	Member
<u>2.</u>	Mr. Amit Kumar Mehta	Director NED/IND	Member
<u>3.</u>	Mrs. Pooja Bhandari	Director NED/IND	Member

During the year under review, there was one meeting of the remuneration committee was held.

5. SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE:

(A) Brief description of terms of reference:

The Company has a 'Shareholders Grievance & Transfer Committee' at the Board level to look into the Redressing of shareholders and investors complaints like:

Transfer of Shares, transmissions and delay in confirmation in D-mat of shares.

- (i) Non-receipt of Annual Report, etc.

(B) Composition of Committee and number of meetings held:

<u>S. NO.</u>	Name	Designation	Position in Committee
	Mr. Prakash Joshi	Director NED/IND	Chairman
	Mr. Amit Kumar Mehta	Director NED/IND	Member
	Mr. Anju Kothari	Director	

The Company has given powers to implement transfer, transmission and D-mat of Shares to the Share Transfer Agent and to resolve the relating problems as professional agency. The Committee meets only on specific nature of complaints not resolved within a period of 14 days from the date of its receipts.

6. GENERAL MEETINGS:

Location and time, where last three AGMs were held:

Financial Year	2017-18	2018-19	2019-20
Date	29.09.2018	30.09.2019	30.09.2019
Time	11:30 A.M.	11:00 A.M.	11:00 A.M.
Venue	Indore (M.P.)	Indore (M.P.)	Indore (M.P.)

7. DISCLOSURES:

- (i) There are no material significant related party transactions made by the Company with its promoters, directors or the management, their subsidiaries or relative that may have potential conflict with the interests of company at large. The register of contracts containing transactions in which directors are interested is placed before the Board regularly for its approval.
- (ii) During the last three years there was no penalty, strictures imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority, on any matter related to capital markets.

8. MEANS OF COMMUNICATION:

The results are sent to Stock Exchanges for general information and for putting on their website. The notice of the AGM along with the report is sent to the shareholders well in Advance of the AGM. In addition the Stock Exchange is also notified in advance of any development that may materially affect the working of the Company. Disclosures with in regard to the shareholding pattern, change in major shareholding etc. are also periodically sent to the Stock Exchanges as required under the SEBI Take –over Regulations.

9. GENERAL INFORMATION TO SHAREHOLDERS:

- (i) **Date, Time and Venue of Annual General Meeting:** 30th September, 2021
at 11:00 A.M. (IST) through Video Conferencing

(“VC”) / Other Audio-Visual Means (“OAVM”)

(ii) **Financial Calendar** : 01st April 2020 to 31st March 2021

First Quarter Results	On 03 rd September, 2020
Second Quarter Results	On 13 th November, 2020
Third Quarter Results	On 9 th February, 2021
Results for the year ended 31st March, 2020	On 30 th June, 2021

(i) **Dates of Book Closure** : From 24.09.2021 to 30.09.2021

(ii) **Date of Board Meeting for Consideration of : 30.06.2021**
Annual Accounts

(iii) **Listing on Stock Exchanges** : Mumbai Stock Exchange Ltd., Mumbai

(iv) **Stock Code** :
Mumbai Stock Exchange Ltd., Mumbai : 526345

(v) **Demat ISIN No. for CDSL and NSDL** : INE744D01019

(vi) **Share Transfer System:**

(vii) Shareholders/Investors' Grievance Committee also approves share transfers and meets at frequent intervals. The Company's Share Transfers Agent Skyline Financial Services Pvt. Ltd. Process these transfers. Share transfers are registered and returned within a period of 15 days from the date of receipt, if the documents are clear in all respects. In cases where shares are transferred after sending notice to the transferors, in compliance of applicable provisions, the period of transfer is reckoned from the date of expiry of the notice.

By Order of the Board
PANJON LIMITED

Sd/-

sd/-

JAY KOTHARI
Managing Director
DIN: 00572543

ANJU KOTHARI
Director
DIN: 00567422

Place: Indore
Date: 21/08/2021

**Annexure-VII
Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures
Part “A”: Subsidiaries**

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

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

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

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

Part “B”: Associates and Joint Ventures

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

Sl. No.	Name of associates/Joint Ventures	Raunaq Laboratories Ltd
01.	Latest audited Balance Sheet Date	
02.	Shares of Associate/Joint Ventures held by the company on the year end	
	No.	1000000
	Amount of Investment in Associates/Joint Venture	10000000
	end of Holding%	40%
03.	Description of how there is significant influence	Associate Company
04.	Reason why the associate/joint venture is not consolidated	Consolidated
05.	Net worth attributable to shareholding as per latest audited Balance Sheet	
06.	Profit/Loss for the year	
	Considered in Consolidation	(7200)
	Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations.

2. Names of associates or joint ventures which have been liquidated or sold during the year.

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

**By Order of the Board
PANJON LIMITED**

Place: Indore
Date: 21/08/2021

**Sd/-
JAY KOTHARI
Managing Director
DIN: 00572543**

**sd/-
ANJU KOTHARI
Director
DIN: 00567422**



GIRIRAJ & LOHIYA
Chartered Accountants

Independent Auditor's Report

To the Members of PANJON LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of PANJON LIMITED ('the Company'), which comprise the standalone balance sheet as at 31 March 2021, the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as 'the standalone financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2021, its profit, other comprehensive income, changes in equity and its cash flows for the year then ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the ~~and~~ evidence we have obtained is sufficient and appropriate to provide a



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basis for our opinion on the standalone financial statements.

Emphasis of matter

We draw your attention to note 29(17) of the standalone financial statements, which describes the economic and social consequences/disruption to the company is facing as a result of COVID-19 which is impacting supply chain / consumer demand / financial markets / commodity prices / personnel available for work.

Key Audit Matters

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

Information other than the standalone financial statements and Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.



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Management's and Board of Directors' Responsibility for the Standalone Financial statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("The Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will



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always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

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



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disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtained sufficient appropriate audit evidence regarding the financial information of the entity within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements.
- Materiality in the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and quantitative factors in (i) planning the scope of our audit work and in evaluating the result of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

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

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

From the matters communicated with those charged with governance, we determine those



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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of section 164(2) of the Act.
 - (f) On With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".



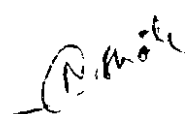
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- (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company has disclosed the impact of pending litigations as at 31 March 2021 on its financial position in its standalone financial statements – Refer Note 30 to the standalone financial statements.
 - Provision has been made in the standalone financial statements, as required under the applicable law or Ind AS, for material foreseeable losses on long-term contracts including derivative contracts. Refer Note 16 to the standalone financial statements.
 - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limits laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

for M/S Giriraj & Lohiya
Chartered Accountants

Firm's Registration No: 006031C


(CA Natwar Lal Bhatia)

Partner

Membership No: 076076

Date

Place : Jaipur

UDIN For This Document is



GIRIRAJ & LOHIYA

Chartered Accountants

Annexure (A) to the Independent Auditors report on the standalone financial statement of PANJON LTD.

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Panjon Limited of even date)

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

We have audited the internal financial controls with reference to standalone financial statements of PANJON LIMITED ("the Company") as of 31 March 2021 in conjunction with our audit of the standalone financial statements of the Company for the year then ended.

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain



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reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized



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acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2021, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

for M/S Giriraj & Lohiya

Chartered Accountants

Firm's Registration No: 006031C


(CA Natwar Lal Bhatia)

Partner

Date

Place : Jaipur

Membership No: 076076

UDIN For This Document :



GIRIRAJ & LOHIYA

Chartered Accountants

Annexure (B) of Independent Auditor Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Infosys Limited of even date)

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2021, we report the following:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and fixed assets.
 - (b) The Company has a regular program of physical verification of its property, plant and equipment and fixed assets, by which all property, plant and equipment and other fixed assets are verified in a phased manner every year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Accordingly in phase manner all property, plant and equipment and other fixed assets were physically verified during the year and no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us, the title deeds of all immovable properties are held in the name of Company as on the balance sheet date. In respect of immovable properties taken on lease and disclosed as right-of-use- assets in the standalone financial statements, the lease agreements are in the name of the Company.
- (ii) The inventory, except goods-in-transit, has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on verification between the physical stock and the book records were not material.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of paragraph 3(iii) (a), (b), (c) of the Order are not applicable to the Company.



GIRIRAJ & LOHIYA
Chartered Accountants

- (iv) The company has not granted any loan or provided any guarantees or security to the parties covered under section 185 of the act. The company has complied with the provision of section 186 of the act in respect of investment made or loans or guarantee or security provided to the parties covered under section 186.
- (v) The Company has not accepted any deposits from the public within the meaning of the directives issued by the Reserve Bank of India, provisions of sections 73 to 76 of the Act, any other relevant provisions of the Act and the relevant rules framed there under.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148 of the Act for the purpose of this type of company.
- (vii) (A) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident fund, Employees' State Insurance, Income- tax, Goods and Services tax, Duty of Customs, Cess and any other statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Duty of excise, Sales tax/GST.
- (B) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Income-tax, Goods and Services tax, duty of Customs, Cess and any other material statutory dues were in arrears as at 31 March 2021, for a period of more than six months from the date they became payable.
- (C) According to the information and explanations given to us, there are no dues of Income-tax or Sales tax or Service tax or Goods and Services tax or Duty of Customs or Duty of Excise or Value added tax which have not been deposited by the Company on account of disputes, except for the following:



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Name of the statute	Nature of dues	Amount*	Amount deposited	Net amount	Period to which the amount	Forum where dispute is pending
The central excise act, 1944	Excise duty	168000	143000	25000	F.Y. 2002-03	Superintendent (Central Excise)
VAT ACT	VAT TAX DEMAND	53118	0	53118	F.Y. 2016-17	Commercial Tax Officer
The ESI Act 1948	ESI	666800	0	666800	F.Y. 2012-13	Office of ERY Recovery Officer
The Central Sales Tax Act, 1956	CST	377929	0	377929	F.Y. 2016-17	Appellate Deputy Commissioner Commercial Tax
The Income Tax Act, 1956	Income Tax	625000	0	625000	A.Y. 2004-05	Income Tax(Appeals)

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks.
- (ix) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable to the Company.
- (x) To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) In our opinion and according to the information and explanations given to us and based on examination of the records of the Company, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) According to the information and explanations given to us, in our opinion, the Company is not a Nidhi Company as prescribed under section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable, and



GIRIRAJ & LOHIYA
Chartered Accountants

details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

for M/S Giriraj & Lohiya

Chartered Accountants

Firm's Registration No: 006031C


(CA Natwar Lal Bhatia)

Partner

Date

Place : Jaipur

Membership No: 076076

UDIN For This Document is

PANJON LIMITED, INDORE

ANNUAL REPORT 2020-21

PANJON LIMITED

01 Panjon Farm House, Nr. Hinkargiri Jain Trith, Airport-Bijasan Road, Indore (M.P.)

PANJON LIMITED, INDORE

CIN : L24232MP1983PLC002320

BALANCE SHEET AS AT 31ST MARCH, 2021

<i>Particulars</i>	<i>Note No.</i>	<i>as at 31.03.2021</i>	<i>as at 31.03.2020</i>
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	1	9,512,532	11,187,094
(b) Capital work-in-progress			
(c) Investment Property			
(d) Goodwill			
(e) Other Intangible assets -	1	120,120	36,458
(f) Intangible assets under development			
(g) Biological Assets other than bearer plants			
(h) Financial Assets			
(i) Investments	2	10,700,276	10,790,213
(ii) Trade receivables	3	45,658,199	48,504,925
(iii) Loans			
(iv) Others			
(i) Deferred tax assets (net)	4	6,006,548	6,734,251
(j) Other non-current assets			
Current assets			
(a) Inventories	5	38,745,413	38,074,004
(b) Financial Assets			
(i) Investments			
(ii) Trade receivables	6	37,061,444	33,037,605
(iii) Cash and cash equivalents	7	3,117,698	2,759,344
- (iv) Bank balances other than (iii) above			
(v) Loans	8	41,489,395	40,978,112
(vi) Others	9	92,850	17,378
(c) Current Tax Assets (Net)			
(d) Other current assets			
Total Assets		192,504,475	192,119,385
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	10	155,000,000	155,000,000
(b) Other Equity	11	13,129,754	12,257,206
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	10,711,603	13,103,458
(ii) Trade payables			
(iii) Other financial liabilities (other than those specified in item (b), to be specified)			
(b) Provisions			
(c) Deferred tax liabilities (Net)			
(d) Other non-current liabilities			
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	515,321	471,258
(ii) Trade payables	14	9,083,315	7,403,842
(iii) Other financial liabilities (other than those specified in item (c))	15	2,000,000	2,000,000
(b) Other current liabilities			
(c) Provisions	16	2,064,481	1,834,438
(d) Current Tax Liabilities (Net)	17	0	49,184
Total Equity and Liabilities		192,504,475	192,119,385

Significant Accounting Policies & Notes to Account 1 to 30

As per our Report of even date

For and On behalf of board

For: GIRIRAJ & LOHIYA
 CHARTERED ACCOUNTANTS
 FRN: 006031 C

PANJON LIMITED

(NATWAR LAL BHATIA)
 PARTNER
 M No: 076076
 PLACE : INDORE
 DATE : 30th June 2021

(JAY KOTHARI)
 (DIN : 00572543)
 MANAGING DIRECTOR

(ANJU KOTHARI)
 (DIN : 00567422)
 DIRECTOR

PANJON LIMITED, INDORE

CIN : L24232MP1983PLC002320

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2021

PARTICULARS	NOTES	31/03/2021 (Amt. in Rs.)	31/03/2020 (Amt. in Rs.)
I. Revenue from operations	18	145,393,981	264,257,402
II. Other Income	19	3,266,295	2,903,005
III. Total Revenue (I + II)		148,660,276	267,160,407
IV. Expenses			
Cost of material Consumed	20	13,474,876	14,066,786
Purchase of Stock In Trade	21	103,284,749	221,911,993
Change in inventories of Finished Goods, Stock-in -Trade and work-in-progres	22	820,668	-733,990
Employee benefit expenses	23	4,192,696	4,699,384
Finance Cost	24	979,270	1,497,564
Depreciation and amortisation expenses	25	2,253,204	2,727,532
Other expenses	26	21,729,962	21,119,024
Total Expenses		146,735,424	265,288,293
V. Profit/(loss) before exceptional items and tax (III- IV)		1,924,851	1,872,114
VI. Exceptional Items		0	0
VII. Profit before tax (V - VI)		1,924,851	1,872,114
VIII. Tax expense			
Income Tax (earlier Years)		65,337	-64,100
Income Tax (Current Year)		-300,000	-354,000
Deferred Tax		-727,703	-1,775,390
IX. Profit (Loss) from the period from continuing oprations (VII-VIII)		962,485	-321,377
X. Profit (Loss) from discountinuing operations		0	0
XI. Tax Expense of Discountinuing Operations		0	0
XII. Profit (Loss) from Discountinuing operations (X- XI)		0	0
XIII. Profit/(loss) for the period (IX+XII)		962,485	-321,377
XIV. Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss			
(ii) Income tax relating to items that will not be reclassified to profit or loss			
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss		-89,937	-111,080
XV. Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		872,548	-432,457
XVII.. Earnings per equity share (for continuing operation):	27		
1) Basic		0.062	-0.021
2) Diluted		0.062	-0.021
XVII.. Earnings per equity share (for discontinued operation):			
1) Basic		0.000	0.000
2) Diluted		0.000	0.000
XVII.. Earnings per equity share (for discontinued & continuing operations):			
1) Basic		0.062	-0.021
2) Diluted		0.062	-0.021

Notes of Accounts and Significant of Accounting Policy
As per our Report of even date

1 to 30

For and On behalf of board

For: GIRIRAJ & LOHIYA
CHARTERED ACCOUNTANTS
FRN: 006031 C

PANJON LIMITED

(NATWAR LAL BHATIA)
PARTNER
M No: 076076
PLACE : INDORE
DATE : 30th June 2021

(JAY KOTHARI)
(DIN : 00572543)
MANAGING DIRECTOR

(ANJU KOTHARI)
(DIN : 00567422)
DIRECTOR

PANJON LIMITED, INDORE

Notes on Financial Statements for the Year ended 31/03/2021

PARTICULARS	31.03.2021	31.03.2020
NOTE : 2		
NON-CURRENT ASSETS :		
(h) FINANCIAL ASSETS :		
(i) Investments :		
A Quoted:	Current Year	Previous Year
Equity Shares ; Fully paid up	No. of Share	No. of Share
AUTO RIDERS FINANCE LTD - Equity Shares of Rs 10/- at a	3000	3000
premium of Rs 25/- each (Market Value of Rs. 0.47 Each)		1,410
AJWA FUN WORLD & RESORTS LTD -Equity Shares of Rs	10000	10000
10/- Each (Market Value of Rs. 6.83 Each)		68,300
BULLISH BONDS LTD -Equity Shares of Rs 125.70/- Each	166	166
(Market Value of Rs. 13.05/- Each)		2,166
		8,433
TOTAL (A)	71,876	161,813
B Unquoted:	Current Year	Previous Year
Equity Shares ; Fully paid up	No. of Share	No. of Share
BHARAT PHARMACEUTICALS LTD - Equity Shares of Rs 10.00	45000	45000
Each		450,000
DECORA TUBES LTD - Equity Shares of Rs 10.00 at a	8600	8600
premium of Rs 5.00 each		99,000
BIO CHEM SYNERGY LTD - Equity Shares of Rs 10.00 Each	500	500
		5,000
SANITAX CHEMICALS LTD., BARODA- Equity shares @ Rs	36700	36700
		73,400
2.00 each paid up (nominal value Rs 10.00 fully paid up)		
PANJON PHARMA LTD - Equity Shares of Rs 10.00 each	100	100
		1,000
Raunag Laboratories Ltd. - Equity Shares of Rs. 10.00 Each	1000000	1000000
(Includes goodwill of Rs. -1950-)		10,000,000
		10,000,000
TOTAL (B)	10,628,400	10,628,400
TOTAL (A) + (B)	10,700,276	10,790,213
NOTE : 3		
NON-CURRENT ASSETS :		
(h) FINANCIAL ASSETS :		
(ii) Trade receivables:		
(Unsecured, considered good)	45,658,199	48,504,925
TOTAL	45,658,199	48,504,925
NOTE : 4		
NON-CURRENT ASSETS :		
(i) DEFERRED TAX ASSETS :		
Opening Balance	6,734,251	8,509,642
Add: Created during the year	-727,703	-1,775,390
Less: Reversal during the year	0	0
Closing Balance	6,006,548	6,734,251
TOTAL	6,006,548	6,734,251
NOTE : 5		
CURRENT ASSETS :		
(a) INVENTORIES:		
(As valued & certified by Directors)		
Raw Material	3,622,566	2,282,047
Packing Material	8,931,954	8,780,397
Finished Goods	28,190,892	29,011,580
TOTAL	38,745,413	38,074,004
NOTE : 6		
CURRENT ASSETS :		
(b) FINANCIAL ASSETS :		
(ii) Trade receivables:		
(Unsecured, considered good)	37,061,444	33,037,605
TOTAL	37,061,444	33,037,605

PANJON LIMITED, INDORE

Notes on Financial Statements for the Year ended 31/03/2021

PARTICULARS	31.03.2021	31.03.2020
NOTE : 7		
CURRENT ASSETS :		
(b) FINANCIAL ASSETS :		
(iii) Cash and Cash Equivalents		
Cash & Bank Balances		
Cash in Hand	1,490,541	2,041,775
Balances with Banks	63,788	212,490
Other Bank Balances		
F.D.R Axis Bank	321,471	301,978
F.D.R Punjab National Bank	513,088	0
F.D.R Indian Bank	512,915	0
F.D.R IDBI Bank	215,937	203,104
TOTAL	3,117,698	2,759,344

NOTE : 8		
CURRENT ASSETS :		
(b) FINANCIAL ASSETS :		
(v) Loans:		
(a) Security Deposit	614,493	584,111
(b) Others Loans		
UNSECURED- CONSIDERED GOOD		
Loans and Advances to Others	40,874,902	40,394,001
TOTAL	41,489,395	40,978,112

NOTE : 9		
CURRENT ASSETS :		
(b) FINANCIAL ASSETS :		
(vi) Others:		
Prepaid Expenses	36,171	17,376
Tax Refundable	56,679	0
TOTAL	92,850	17,376

NOTE : 12

NON-CURRENT LIABILITIES :

(a) FINANCIAL LIABILITIES :

(i) Borrowings :

(a) Deposits :

Trade Deposit

4,656,000

4,656,000

(Unsecured, considered good)

(b) Term Loans :

(Secured, considered good)

M.P.F.C. Capital Markets Ltd., Indore

(Secured against equitable mortgage of Land & Building situated at 104, Sector - 1, Industrial Area, Pitampur, District - Dhar (M.P.))

Maturity Pattern	
Rate of Interest	F.Y. 2022-23
12.00%	2000000

2,956,328

4,429,266

LIC - Loan on Key Man Insurance Policy

1,034,547

1,242,934

Reliance Commercial Finance Ltd.

0

206,423

Axis Bank - Car Loan

1,321,235

1,676,380

HDFC Bank - Car Loan

286,312

389,170

SBI Bank - Car Loan

457,181

503,264

TOTAL

10,711,603

13,103,458

PANJON LIMITED, INDORE

Notes on Financial Statements for the Year ended 31/03/2021

PARTICULARS	31.03.2021	31.03.2020
NOTE : 13		
CURRENT LIABILITIES :		
(a) FINANCIAL LIABILITIES :		
(i) Borrowings :		
SECURED LOANS :		
(a) Loans Repayable on Demand :		
Axis Bank OD A/c	78,594	234,369
(Secured against FDR)		
IDBI Bank OD A/c	85,338	236,889
(Secured against FDR)		
Indian Bank OD A/c	351,389	0
(Secured against FDR)		
TOTAL	515,321	471,258
NOTE : 14		
CURRENT LIABILITIES :		
(a) FINANCIAL LIABILITIES :		
(ii) Trade Payables :		
For Goods Supplied and Expenses	9,083,315	7,403,842
TOTAL	9,083,315	7,403,842
NOTE : 15		
CURRENT LIABILITIES :		
(a) FINANCIAL LIABILITIES :		
(iii) Other financial liabilities		
Current Maturity of Long Term Debts :		
M.P.F.C. Capital Markets Ltd., Indore (Top-Up)	2,000,000	2,000,000
(Secured against mortgage of Land & Building situated at 104, Sector - 1, Industrial Area, Pitampur, District - Dhar (M.P.))		
TOTAL	2,000,000	2,000,000
NOTE : 16		
CURRENT LIABILITIES :		
(c) PROVISIONS :		
(i) Provision for Employee Benefits	1,530,011	1,234,165
(ii) Provision for Others	534,470	600,273
TOTAL	2,064,481	1,834,438
NOTE : 17		
CURRENT LIABILITIES :		
(d) CURRENT TAX LIABILITIES :		
Provision for Income Tax	0	49,184
TOTAL	0	49,184

PANJON LIMITED, INDORE

Notes on Financial Statements for the Year ended 31/03/2021

PARTICULARS	31.03.2021	31.03.2020
NOTE : 18		
<u>REVENUE FROM OPERATIONS :</u>		
Sale of Trading Goods	145,393,981	264,257,402
TOTAL	145,393,981	264,257,402
NOTE : 19		
<u>OTHER INCOME :</u>		
Interest Received	3,266,295	2,903,005
TOTAL	3,266,295	2,903,005
NOTE : 20		
<u>COST OF MATERIAL CONSUMED :</u>		
RAW MATERIAL CONSUMED		
Purchases	8,882,066	8,923,222
Add : Opening Stock	2,282,047	2,443,150
Less: Closing Stock	3,822,566	2,282,047
TOTAL (A)	7,541,548	9,084,325
PACKING MATERIAL CONSUMED		
Purchases	6,084,888	8,235,716
Add : Opening Stock	6,780,397	5,527,143
Less: Closing Stock	6,931,954	6,780,397
TOTAL (B)	5,933,329	4,982,462
TOTAL (A) + (B)	13,474,876	14,066,786
NOTE : 21		
<u>PURCHASED OF FINISHED GOODS :</u>		
Net Purchase of Products	103,284,749	221,911,993
TOTAL	103,284,749	221,911,993
NOTE : 22		
<u>INCREASE / DECREASE IN STOCK :</u>		
<u>STOCKS AT COMMENCEMENT</u>		
Finished Goods	29,011,560	28,277,570
	29,011,560	28,277,570
<u>LESS : STOCK AT CLOSE</u>		
Finished Goods	28,190,892	29,011,560
	28,190,892	29,011,560
INCREASE (-) / DECREASE (+) IN STOCK	TOTAL	820,668 -733,990
NOTE : 23		
<u>EMPLOYEE BENEFIT EXPENSES :</u>		
Gratuity Expenses	311,749	729,079
Salary & Wages etc.	883,506	920,358
Staff Welfare and Other Benefits	1,197,441	1,249,947
Salary to Managing Person	1,800,000	1,800,000
TOTAL	4,192,696	4,699,384
NOTE : 24		
<u>FINANCE COST :</u>		
Interest to Financial Institution (M.P.F.C. Reliance & LIC)	979,270	1,497,564
TOTAL	979,270	1,497,564
NOTE : 25		
<u>DEPRECIATION AND AMORTISATION EXPENSES :</u>		
Depreciation Expenses	2,253,204	2,727,532
TOTAL	2,253,204	2,727,532

PANJON LIMITED, INDORE

Notes on Financial Statements for the Year ended 31/03/2021

PARTICULARS	31.03.2021	31.03.2020
NOTE : 26		
<u>OTHER EXPENSES :</u>		
Advertisement & Publicity	3,022,078	2,482,130
Auditor's Remuneration	50,000	50,000
Bank Charges & Commission	18,473	18,179
Carriage & Freight	260,336	125,341
E Commerce Sales Expenses	5,100,388	2,154,172
Insurance	418,166	152,148
Legal and Professional Expenses	944,488	1,242,821
Marketing, Travelling, & Conveyance Expenses	2,858,454	8,444,104
Miscellaneous Expenses	3,898,598	1,429,536
Other Operating Expenses	1,498,052	2,397,130
Power & Fuel	967,133	1,647,836
Postage and Telegram	22,859	40,888
Rate Diff., Discount & Rejection	198,081	44,998
Repair & Maintenance	334,473	427,707
Sales Promotion Expenses	1,208,521	1,667,493
Sales Tax Assessment	281,835	-
Stationery & Printing	107,039	306,076
Telephone & Trunkcall Expenses	78,530	180,057
Vehicle Repairs & Maintenance	485,460	348,611
TOTAL	21,729,962	21,119,024

NOTE : 27

EARNING PER EQUITY SHARE :

Earning available to Equity Shareholder after Taxes	962,485	-321,377
Equity Share holders	15,498,700	15,498,700
Weighted no. of Equity Share holders	15,498,700	15,498,700
Earning per share Basic	0.062	-0.021
Earning per share Diluted	0.062	-0.021
as nominal value of Equity Shares Rs. 10/- each		

PANJON LIMITED, INDORE

Notes on Financial Statements for the Year ended 31/03/2021

PARTICULARS	31.03.2021	31.03.2020
NOTE : 10		
<u>EQUITY AND LIABILITIES :</u>		
<u>EQUITY:</u>		
<u>(a) Equity Share capital :</u>		
<u>AUTHORISED :</u>		
15500000 Equity Shares of Rs. 10/- each	155,000,000	155,000,000
Number of Shares	(No. of Share - 15500000)	(No. of Share - 15500000)
<u>ISSUED AND SUBSCRIBED :</u>		
15498700 Equity Shares of Rs. 10/- Each (Previous Year 15498700 Equity Shares of Rs. 10/- Each)	154,987,000	154,987,000
<u>I FULLY PAID UP :</u>		
15498700 Equity Shares of Rs. 10/- Each Fully paid-up. (out of which 1000000 Equity Shares issued under Swap Agreement) (Previous Year 15498700 Equity Shares of Rs. 10/- Each)	154,987,000	154,987,000
<u>II FORFEITURE OF SHARES :</u>		
	13,000	13,000
TOTAL	155,000,000	155,000,000

Number of shares outstanding at the beginning and at the end of the Reporting Period
The Company has only one Class of Issued Share i.e. Equity Share having Par Value of Rs. 10/- per Share

	2021	2021	2020	2020
	Number	Value	Number	Value
Equity Shares of Rs. 10/- each outstanding at the beginning of the year	15,498,700	154,987,000	15,498,700	154,987,000
Add: Issued during the year	0	0	0	0
Less: Surrender during the year	0	0	0	0
Equity Shares outstanding at the end of the year	15,498,700	154,987,000	15,498,700	154,987,000

S. NO.	Name of the Shareholder	As on 31st March 2021		As on 31st March 2020	
		Percentage of holding	Number of shares	Percentage of holding	Number of shares
1	Raunaq Laboratories Ltd.	6.45%	1,000,000	6.45%	1,000,000
2	Anju Kothari	12.97%	2,010,000	12.97%	2,010,000
3	Jay Kothari	13.19%	2,043,838	13.19%	2,043,838
4	Aditya Kothari	6.45%	1,000,000	6.45%	1,000,000
5	Archit Kothari	6.45%	1,000,000	6.45%	1,000,000
6	Shraddha Manish Mehta	5.65%	875,000	5.65%	875,000
7	Mono Herbicides Ltd.	11.29%	1,750,000	11.29%	1,750,000
		62.45%	9,678,838	62.45%	9,678,838
As per records of the Company, including its Register of Members and other declarations received from them regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.					

PANJON LIMITED, INDORE

Notes on Financial Statements for the Year ended 31/03/2021

NOTE : 11

EQUITY AND LIABILITIES :

EQUITY:

(b) Other Equity

	Share application money pending allotment	Reserves and Surplus				Revaluation Surplus	Money received against share warrants	Total
		Capital Reserve	Securities Premium Reserve	Revenue Reserves	Retained Earnings			
Balance as at 31.03.2019	0	50,336,000	33,480,500	976,517	-72,103,354	0	0	12,689,663
Profit of Financial Year 2019-20	0	0	0	0	-432,457	0	0	-432,457
Total Comprehensive Income of Financial Year 2019-20	0	0	0	0	0	0	0	0
Share of accumulated profit in Associate Company	0	0	0	0	0	0		0
Balance as at 31.03.2020	0	50,336,000	33,480,500	976,517	-72,535,811	0	0	12,257,206
Profit of Financial Year 2020-21	0	0	0	0	872,548	0	0	872,548
Total Comprehensive Income of Financial Year 2020-21	0	0	0	0	0	0	0	0
Share of accumulated profit in Associate Company	0	0	0	0	0	0		0
Balance as at 31.03.2021	0	50,336,000	33,480,500	976,517	-71,663,263	0	0	13,129,754

Capital Reserve :

Capital reserve has used for meet of Capital and other Capital related obligations.

Securities Premium Reserve :

Securities premium account is used to record the premium on issue of equity shares. The same is utilised in accordance with the provisions of The Companies Act, 2013.

Revenue Reserve & Retained Earnings :

This reserve is the retained earnings of the company , which are kept aside out of the company's profit to meet future (known or unknown) obligations.

PANJON LIMITED, INDORE

Statements of Changes In Equity for the Year ended 31/03/2021

(a) Equity Share capital :

Number of shares outstanding at the beginning and at the end of the Reporting Period The Company has only one Class of issued Share i.e. Equity Share having Par Value of Rs. 10/- per Share				
	2021	2021	2020	2020
	Number	Value	Number	Value
Equity Shares of Rs.10/- each outstanding at the beginning of the year	15,498,700	154,987,000	15,498,700	154,987,000
Add: Issued during the year	0	0	0	0
Less: Surrendered during the year	0	0	0	0
Equity Shares outstanding at the end of the year	15,498,700	154,987,000	15,498,700	154,987,000

(b) Other Equity

	Share application money pending allotment	Reserves and Surplus				Revaluation Surplus	Money received against share warrants	Total
		Capital Reserve	Securities Premium Reserve	Revenue Reserves	Retained Earnings			
Balance as at 31.03.2019	0	50,336,000	33,480,500	976,517	-72,103,354	0	0	12,689,663
Profit of Financial Year 2019-20	0	0	0	0	-432,457	0	0	-432,457
Total Comprehensive Income of Financial Year 2019-20	0	0	0	0	0	0	0	0
Share of accumulated profit in Associate Company	0	0	0	0	0	0	0	0
Balance as at 31.03.2020	0	50,336,000	33,480,500	976,517	-72,535,811	0	0	12,257,206
Profit of Financial Year 2020-21	0	0	0	0	872,548	0	0	872,548
Total Comprehensive Income of Financial Year 2020-21	0	0	0	0	0	0	0	0
Share of accumulated profit in Associate Company	0	0	0	0	0	0	0	0
Balance as at 31.03.2021	0	50,336,000	33,480,500	976,517	-71,663,263	0	0	13,129,754

Capital Reserve :

Securities Premium Reserve :

Revenue Reserve & Retained Earnings :

Capital reserve has used for meet of Capital and other Capital related obligations.

Securities premium account is used to record the premium on issue of equity shares. The same is utilised in accordance with the provisions of The Companies Act, 2013.

This reserve is the retained earnings of the company , which are kept aside out of the company's profit to meet future (known or unknown) obligations.

Significant Accounting Policies & Notes to Account

As per our Report of even date

For: GIRIRAJ & LOHIYA
CHARTERED ACCOUNTANTS
FRN: 006031 C

(NATWAR LAL BHATIA)
PARTNER
M No: 076076
PLACE : INDORE
DATE : 30th June 2021

For and On behalf of board

PANJON LIMITED


(JAY KOTHARI)
(DIN : 00572543)
MANAGING DIRECTOR


(ANJU KOTHARI)
(DIN : 00567422)
DIRECTOR

Notes on Financial Statements for the Year ended 31/03/2021

NOTE:1

(Amount in Rupees)

PANJON LIMITED ,INDORE**CALCULATION OF DEFERRED TAX ASSETS/LIABILITIES : AS ON 31.03.2021**

	As on 31.03.2021	Tax Effect 26.00%	As on 31.03.2020	Tax Effect 26.00%
<u>DEFERRED TAX LIABILITY ON ACCOUNT OF DEPRECIATION</u>				
W.D.V. AS PER BOOKS OF ACCOUNTS :	9,632,652		11,223,552	
Less: W.D.V. AS PER INCOME TAX ACT. :	10,033,065	-104,107	10,914,359	80,390
	-400,413		309,193	
BONUS	0	0	0	0
EXPENSES ALLOWED AGAINST TDS NOT PAID	0	0	0	0
Total Deferred Tax Liability	-400,413	-104,107	309,193	80,390
<u>DEFERRED TAX ASSETS ON ACCOUNT OF :</u>				
UNABSORBED LOSSES & DEP.	18,521,460	4,815,580	22,388,253	5,820,946
INDIRECT TAXES	2,018,575	524,830	1,660,246	431,664
EXPENSES DISALLOWED AGAINST TDS NOT PAID	2,161,662	562,032	2,161,662	562,032
BONUS	0	0	0	0
Total Deferred Tax Assets	22,701,697	5,902,441	26,210,161	6,814,642
Net Deferred Tax Liability	-23,102,110	-6,006,549	-25,900,968	-6,734,252

AMOUNT TO BE WRITTEN BACK TO THE P&L A/C.**727,703****1,775,390**


PANJON LIMITED, INDORE
CASH FLOW STATEMENT PURSUANT TO CLAUSE NO. 32
OF THE LISTING AGREEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

PARTICULARS	CURRENT 2020-21	CURRENT 2019-20
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax & Extraordinary Item	1924851	1872114
Add: Depreciation	2253204	2727532
Misc. Expenses Written off	0	0
	4178055	4599646
Less: Profit on Sales of Assets :	0	0
Cash Flow before Working Capital Changes	4178055	4599646
Less:-		
Increase/(Decrease) in Inventories	671409	1826142
Increase/(Decrease) in Debtors	1177113	-2361399
Increase/(Decrease) in other Advances	586755	4812655
Increase/(Decrease) in other Current Assets	0	0
Increase/(Decrease) in Trade & Other Payable	-1860333	-3621760
	3603112	3944008
Less:- Income Tax Provision	-300000	-354000
Expenses related to earlier years	65337	-64100
Net Cash Flow from Operating Activities	3368449	3525908
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchases of Fixed Assets	-662303	-5201961
Sales/Transfer of Fixed Assets	0	0
Sales/Transfer of Investment	89,937	111,081
Net Cash Flow from Investing Activities	-572367	-5090881
C. CASH FLOW FROM FINANCING ACTIVITIES		
Decrease in Long Term Borrowings	-2391854	385184
Decrease in Short Term Borrowings	44063	-942533
Increase in Share Capital	0	0
Increase in Reserves and Surplus	-89937	-111080
Net Cash Flow from Financing Activities	-2437728	-668429
(A+B+C)	358354	-2233401
Balance as on 01-04-2020	2759344	4992746
Balance as on 31-03-2021	3117698	2759344
	0	0

BY THE ORDER OF THE BOARD



JAY KOTHARI
(DIN : 00572543)
MANAGING DIRECTOR


ANJU KOTHAR
(DIN : 00567422)
DIRECTOR

AUDITOR CERTIFICATE

The Board of Directors
PANJON LIMITED
01 Panjon Farm House, Nr. Hinkargiri Jain Trith, Airport-
Bijasan Road, Indore (M.P.)

We have examined the attached Cash Flow Statement of **PANJON LIMITED** for the year ended 31ST MARCH, 2021. The Statement has been prepared by the Company in accordance with the requirement of Listing Agreement with the Over the Counter Exchange of India and is based on and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report to the members of the Company

AS PER REPORT OF EVEN DATE
For: **GIRIRAJ & LOHIYA**
CHARTERED ACCOUNTANTS

(NATWAR LAL BHATTIA)
PARTNER
M No: 076076
PLACE : INDORE
DATE : 30th June 2021

PANJON LIMITED, INDORE
NOTES ON ACCOUNTS

NOTES "28"

CORPORATE INFORMATION

Panjon Limited (the "Company") is an Indian public limited company, incorporated on December, 1983 as Panjon private limited and subsequently converted into a public limited company on November 7, 1992. The Company is engaged in the manufacturing & trading of consumer and pharmaceutical products. The Company is listed On the Bombay Stock Exchange ("BSE").

NOTES "29"

SIGNIFICANT ACCOUNTING POLICIES

1 BASIS OF ACCOUNTING

The financial statements of the company have been prepared in accordance with the Indian Accounting Standards. The company has prepared these financial statements to comply in all material respects with the Companies (Indian Accounting Standards) Rules 2015 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention (except certain financial assets and liabilities and defined benefit plan and plan assets are measured at fair value). The accounting policies adopted in the preparation of financial statements are as per Ind AS which is in transition with Indian GAAP used in previous year.

2 USE OF ESTIMATES

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as on the date of the financial statements and the reported income and expenses during the reporting period. The estimates and assumptions used in the financial statements are based upon the Management's evaluation of the relevant facts and circumstances as on the date of financial statements.

Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results may vary from these estimates.

3 INVENTORIES

Raw material and packing material are valued at cost or NRV whichever is lower, inclusive of excise duty and other taxes except for which credit is available. There is no Work in process stock at the year-end. Finished goods valued at cost or net realizable value whichever is less.

4 CASH & CASH EQUIVALENTS

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

5 EVENTS OCCURRING AFTER THE BALANCE SHEET

Material events occurring after the balance sheet are considered up to the date of approval of the accounts by the board of directors. There are no substantial events having an impact on the results of the current year Balance Sheet.

6 REVENUE RECOGNITION

Revenue is recognized only when the risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, service tax, and excise, adjusted for discounts (net).

Income arising on disposal of scrap/waste is recognized on receipt basis and Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

EXCISE DUTY / SERVICE TAX / GOODS AND SERVICE TAX

Excise duty / Service tax / Goods and Service Tax is accounted on the basis of both, payments made in respect of goods cleared / services provided and provisions made for goods lying in bonded warehouses.

7 PROPERTY, PLANT AND EQUIPMENTS

Fixed Assets are stated at cost less accumulated depreciation. The cost includes purchase consideration, financing costs till commencement of commercial production and other directly attributable costs incurred to bring an Asset to its working condition for its intended use. Subsidy towards specific assets is reduced from the cost of fixed assets.

Depreciation on Fixed Assets is provided based on the useful life of the asset in the manner prescribed in Schedule II to the Companies Act, 2013.

8 INVESTMENTS

Long term Investments made by the Company are stated at both fair value and amortised cost depending on the nature of the investments and any adjustments are made through other comprehensive income.

Current Investments are valued at Fair market value and any adjustments required are made through Profit & loss

9 EMPLOYEE BENEFITS

(a) Short Term Employee Benefit

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognize as an expense during the period when the employees render the services. These benefits include performance incentive and compensated absences.

(b) Post Employment Benefits

(i) Defined Contribution Plans: A defined contribution plan is a post-employment benefit plan under which the company pays specified contributions to a separate entity. The Company makes specified monthly contribution towards Employee State Insurance Scheme and Contributory Provident Fund administered by Provident Fund Commissioner is defined contribution plans. The company's contribution paid/payable under the schemes is recognized as expense in the Profit and Loss Statement during the period in which the employee renders the related service.

(ii) Defined Benefit Plans: The Company has not taken Group Gratuity policy hence the present value of the obligation under such defined benefit plans is determined based on actuarial valuation as advised by Actuarial, using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, are as advice by actuarial, Actuarial gains and losses are recognized immediately in the Profit & Loss account.

10 BORROWING COSTS

Borrowing Costs directly attributable to the acquisition, construction and production of qualifying assets are capitalised as part of the Cost of such assets. All other borrowing costs are charged to the Statement of Profit and Loss.

11 GOVERNMENT GRANTS

The company has not received any government grant during the year.

12 FOREIGN CURRENCY TRANSACTION

NIL

13 INCOME TAXES

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates.

Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period.

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

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

14 PROVISIONS, CONTINGENT LIABILITY AND CONTINGENT ASSETS

Provision is recognized in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities, which are not provided in the accounts as on Balance Sheet date against Excise Demand of Rs 168,000/-, Income Tax Demand of Rs. 6,25,000/-, ESIC Demand Rs. 6,66,800 /-, VAT Tax Demand (F.Y. 2016-17) of Rs. 53,118/- and Central Sales Tax Demand (F.Y. 2016-17) of Rs. 37,79,29/-

Contingent assets are neither recognized nor disclosed in the financial statements.

15 CASH FLOW STATEMENTS

Cash Flow Statement has been prepared under Indirect Method as set out in the Indian Accounting Standard-7 specified in Companies act, 2013 read with relevant rules and as required by the Securities and Exchange Board of India.

16 RESEARCH & DEVELOPMENT

The Company has not incurred any expenditure on research & development activity.

17 Estimation of uncertainties relating to the global health pandemic from COVID-19 (COVID-19)

The COVID-19 pandemic is an evolving human tragedy declared a global pandemic by the World Health Organisation with adverse impact on economy and business. Supply Chain disruptions in India as a result of the outbreak started with restrictions on movement of goods, closure of borders etc., in several states followed by a nationwide lockdown as well as statewide lockdown announced by Government, to stem the spread of COVID-19. Due to this the operations in many of manufacturing, distribution centres, warehouses and extended supply chain partner locations got temporarily disrupted. Manufactures and supplies essential day-to-day products amongst others and a large part of portfolio is considered essential to consumer requirements in these challenging times.

In light of these circumstances, the Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financial assets, inventory, receivables, advances, property plant and equipment, Intangibles etc. as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information such as our current contract terms, financial strength of partners, investment profile, future volume estimates from the business etc. Having reviewed the underlying data and based on current estimates the Company expects the carrying amount of these assets will be recovered and there is no significant impact on liabilities accrued.

NOTE : 30**OTHER DISCLOSURES****(i) Cash Flow Statement (Ind AS-7)**

Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) issued by "The Institute of Chartered Accountants of India".

(ii) Provision for Income Tax had been made in pursuance to section 115JB of the Income Tax Act, 1961 in the Balance Sheet made for Financial Year 2020-2021 (i.e. ending on 31-03-2021).**(iii) Auditors' Remuneration:**

PARTICULARS	2020-21	2019-20
(a). Audit Fees	25,000	25,000
(b). Tax Audit Fees	25,000	25,000
(c). Out of Pocket Expenses	0	0
TOTAL	50,000	50,000

(iv) Remuneration to Directors:

PARTICULARS	2020-21	2019-20
(a). Chairman & WTD	-	-
(b). Managing Director	900,000	900,000
(c). Director	900,000	900,000
TOTAL	1,800,000	1,800,000

(v) Income Tax assessment has been completed up to Assessment Year 2020-21 and Sales Tax Assessment has been completed up to Accounting Year 2016-2017.**(vi) Balance of Sundry Debtors/ Creditors; Loans & advances are subject to confirmation.****(vii) Debtors which are outstanding from long time are fully realizable, however, confirmation letter has been send to all debtors, some of them have confirmed. However, during the year the company has received some part payments from all major debtors and expecting that remaining balance will be recovered in the coming financial year.****(viii) Company is in the Process of compiling the information of MSMED Act. However the matter of interest is not material in the opinion of the board of directors.****(ix) Related Party Disclosure (As identified by the Management)**

As per Indian Accounting Standard, the disclosures of transactions with the related parties are given below:

(a). Related Party Relationship:

Where control Exists	M/s. Sanitex Chemicals Ltd., Baroda	Shri Jay Kothari is the Director of the the Company
	M/s. S. N. Enterprises , Indore	Shri Jay Kothari is the Karta of the firm
Key Management Personnel	Shri Nagin Chand Kothari	Chairman & WTD
	Shri Jay Kothari	Managing Directors
	Smt. Sajjanbai Kothari	Directors
	Smt. Anju Kothari	Directors
	Smt. Anjali Shukla	Directors
	Smt. Pooja Bhandhari	Directors

(b). Transaction with Related Parties:

Type of Relationship	Description and nature of Transaction	Volume of Transaction
(a) Shri Jay Kothari	Director's Remuneration	Rs. 900,000
(b) Smt. Anju Kothari	Director's Remuneration	Rs. 900,000
(c) Smt. Priyanka Kothari	Salary	Rs. 480,000
(d) Shri Jay Kothari	Rent	Rs. 180,000

(x) Deferred Tax Assets/ (Liability): -

In Accordance with the "Indian Accounting Standard", the company has recognized the Accumulated Deferred Tax Assets (Liability) (Net)

	As at 31.03.2021	As at 31.03.2020
a) Deferred Tax Liability on account of:		
(i) Depreciation	-104,107	80,390
(iii) Expenses Allowed	0	0
Total	-104,107	80,390
b) Deferred Tax Assets:		
(i) Unabsorbed Losses & Dep.	4,815,580	5,820,946
(ii) Employees Benefits	-	-
(iii) Taxes, Duties, Cess etc,	1,086,862	993,696
Total	5,902,441	6,814,642
Deferred Tax Assets /(liability)	6,006,549	6,734,252

(xi) **Basic EPS: -**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the periods are adjusted for the effects of all dilutive potential equity shares.

	As At 31.03.2021	As At 31.03.2020
Net Profit as per Profit & Loss Account After Tax	962,485	-321,377
Equity shares of Rs.10/- each	15498700	15498700
Weighted No. of Equity shares of Rs.10/- each	15498700	15498700
Basic EPS	0.062	-0.021
Diluted EPS	0.062	-0.021

(xii) **SEGMENTAL INFORMATION**

In terms of Indian Accounting Standards , the Company has identified the following Segments, details are as under: -

(1) **Sales Revenue:**

Business Segments	Manufacturing	Trading	Total
Sales	0	145,393,981	145,393,981
Purchase	-14,966,952	-103,284,749	-118,251,701
Increase/(Decrease) In Stock			671,409
Direct Expenses			0
Gross Profit			27,813,688
Indirect Income			3,266,295
Indirect Expenses			-29,155,132
Net Profit			1,924,851

(A) **Primary Segments**

(2) **Segment Results Before Intt. & Tax:**

Net Profit	2,904,121
Add: Exceptional Items	0
Less: Interest	-979,270
Net Profit Before Tax	1,924,851
Less: Income Tax & Fringe Benefit Tax	-300,000
Less: Income Tax/Exp. related to earlier years	65,337
Add: Deferred Tax Asset	-727,703
Net Profit After Tax	962,485

(3) **Segment Assets:**

Unallocable Assets	192,504,475
Total Assets	192,504,475

(4) **Segment Liabilities:**

Unallocable Liabilities	192,504,475
Total Liabilities	192,504,475

(B) Secondary Segments

Geographic Segments	Total Revenue
Central	xxx
North	xxx
East	xxx
West	xxx
South	xxx
Total	

(xiii) Value of Raw materials consumed

Item	Amount
Sugar	2,883,952
Liquid Glucose	2,025,213
Citric Acid	144,517
Others	2,487,866
Total	7,541,548

(xiv) Purchase of Trading Goods

Item	Amount
Allopathic and Ayurvedic Items Purchase	103,284,749
Others	0
Total	103,284,749

(xv) As per Indian Accounting Standard "Employee benefits", the disclosures as defined in the Accounting Standard are given below:

The Following tables' summaries the components of the net benefit expenses recognized in the profit and loss account the fund status and amount recognized in the balance sheet for the gratuity benefit plan.

1. Table Showing Changes in Present Value of Obligations:

Period	2020-2021	2019-2020
Present value of the obligation at the beginning of the period	1,129,390	400,311
Interest cost	79,057	28,022
Current service cost	95,584	77,668
Benefits paid (if any)	0	0
Actuarial (gain)/loss	137,108	623,389
Present value of the obligation at the end of the period	1,441,139	1,129,390

2. Key results (The amount to be recognized in the Balance Sheet):

Date	31.03.2021	31.03.2020
Present value of the obligation at the end of the period	1,441,139	1,129,390
Fair value of plan assets at end of period	0	0
Net liability/(asset) recognized in Balance Sheet and related	1,441,139	1,129,390
Funded Status	-1,441,139	-1,129,390

3. Expense recognized in the statement of Profit and Loss:

Period	2020-2021	2019-2020
Interest cost	79,057	28,022
Current service cost	95,584	77,668
Expected return on plan asset	0	0
Net actuarial (gain)/loss recognized in the period	137,108	623,389
Expenses to be recognized in the statement of profit and loss accounts	311,749	729,079

4. Actuarial (Gain)/Loss recognized:

Period	2020-2021	2019-2020
Experience Adjustment (gain)/loss for Plan Liabilities	-137,108	-623,389
Experience Adjustment (gain)/loss for Plan Assets	0	0
Total Actuarial (gain)/loss	-137,108	-623,389
Actuarial (gain)/loss recognized	-137,108	-623,389
Outstanding actuarial (gain)/loss at the end of the period	0	0

5. Summary of membership data at the date of valuation and statistics based thereon:

Date	31.03.2021	31.03.2020
Number of employees	7	6
Total monthly salary	194,090	157,590
Average Past Service (Years)	11	11.7
Expected Average remaining working lives of employees (Years)	11.6	9.7
Average Age (Years)	48.4	50.3

6. The assumptions employed for the calculations are tabulated:

Period	2020-2021	2019-2020
Discount rate	7.00 % per annum	7.00 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum

(xvi) **IMPAIRMENT OF ASSETS**

No material Impairment of Assets has been identified by the Company and as such no provision is required as per relevant provisions issued by the Institute of Chartered Accountants of India.

(xvii) Trading of the shares of the Company has been suspended by Bombay Stock Exchange and it's formalities for regularization are pending.

(xviii) The Previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

AS PER REPORT OF EVEN DATE

For: GIRIRAJ & LOHIYA
CHARTERED ACCOUNTANTS
FRN: 006031 C

(NATWAR LAL BHATIA)
PARTNER
M No: 076076

PLACE: INDORE
DATE : 30th June 2021

FOR & ON BEHALF OF THE BOARD


sd

JAY KOTHARI
MANAGING DIRECTOR


sd

ANJU KOTHARI
DIRECTOR

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 : **L24232MP1983PLC002320**

Name of the company : **Panjon Limited**

Registered office : 1, Panjon Farm House, Near Hinkargiri Tirth,
Airport Bijasan Road, Indore (M.P)452005

Name of the member (s) :

Registered address :

E-mail Id :

Folio No/ Client Id :

DP ID :

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

1. Name:Address:..... E-mail

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

2. Name:Address:..... E-mail

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

3. Name:Address:..... E-mail

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

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on the Thursday, 30th September 2021 At 11.00 A.M. at 1, Panjon Farm House, Near Hinkargiri Tirth, Airport Bijasan Road, Indore (M.P)452005and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution type	Description	For	Against
1.	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements for the Financial Year Ended 31st March, 2020, the Consolidated Financial Statements for the said Financial Year and the Report of the Directors and Auditors thereon		
2.	Ordinary Resolution	To appoint Director in place of Jay Kothari (holding DIN 00572543), who retires by rotation and being eligible offers himself for re-appointment.		

Signed this..... day of..... 2021

Signature of Shareholder.....

Signature of Proxy holder(s).....

<p>Affix Rs.1</p> <p>Revenue Stamp</p>
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Note:

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
2. This is only optional. Please put “x” in the appropriate column against the resolution indicated in the box. If you leave the “For” or “Against” column blank against any or all resolutions. Your proxy will be entitled to be vote in the manner/as he/she thinks appropriate.

PANJON LIMITED

Reg Office At- 1, Panjon Farm House, Near Hinkargiri Tirth, Airport Bijasan Road,
Indore (M.P) 452005
CIN-L24232MP1983PLC002320
Email.id- info@panjon.in

BALLOT FORM

1. Name(s) of Shareholder(s)/ Beneficial Owner

Including joint- holders if any :

2. Registered address of the sole/

First named Shareholder :

3. Registered Folio No. /Client ID No.:

4. No. Of Shares Held :

5. I/ We hereby exercise my/ our vote in respect of Resolution/s to be passed through postal ballot for the business stated in the Notice of the company by sending my/our assent/dissent to the said resolution by Placing Tick () mark at the appropriate block below:

S. No	Resolution Type	Particulars	I/We assent to the Resolution/s	I/We dissent to the Resolution/s
1.	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements for the Financial Year Ended 31st March, 2021, the Consolidated Financial Statements for the said Financial Year and the Report of the Directors and Auditors thereon		
2.	Ordinary Resolution	To appoint Director in place of Jay Kothari (holding DIN 00572543), who retires by rotation and being eligible offers himself for re-appointment.		

Place: Indore

Date:Signature of the Shareholder/Beneficial Owner