

# PERVASIVE COMMODITIES LTD

(Earlier known as Starvox Electronics Limited)

CIN: L51909GJ1986PLC008539

Phone: (079) 2692 9554

REGD. OFFICE:

Fax : (079) 2274 3727

306, Sarthik Complex, Nr. Fun Republic,  
Iscon Cross Road, Satellite, Ahmedabad,  
Gujarat- 380015.

Website: [www.pervasivecommodities.com](http://www.pervasivecommodities.com)

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

REF/SEL/BSE/2015-16/REV/01

DATE: 15.10.2016

To,  
The Corporate Relations Department,  
The Bombay Stock Exchange,  
P. J. Towers, 25<sup>th</sup> floor,  
Dalal Street, Fort,  
Mumbai .

**Scrip Code: 517172:**

**Sub: Submission of Annual Report for Financial Year 2015-16:**

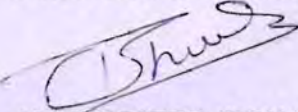
**Ref: Regulation 31 of SEBI (LODR) Regulation 2015:**

Dear Sir,

With reference to the captioned subject, kindly take on record the herewith annexed Annual Report for the year 2015-16.

Thanks and with regards,

**FOR PERVASIVE COMMODITIES LIMITED**



**AUTHORIZED SIGNATORY**

Encl: Annual Report 2015-16.

**PERVASIVE COMMODITIES LIMITED**  
(PREVIOUSLY KNOWN AS STARVOX ELECTRICS LIMITED)

**ANNUAL REPORT**

**FOR THE YEAR**

**2015-16**

**REGISTERED OFFICE**

Pervasive Commodities Limited  
306, Sarthik Complex,  
Nr. Fun Republic, Iscon Cross Road,  
Satellite, Ahmedabad - 380015  
(o) 079 - 2692 9554  
Email id: [pervasivecommodities@gmail.com](mailto:pervasivecommodities@gmail.com)  
(W) [www.pervasivecommodities.com](http://www.pervasivecommodities.com)

**AUDITORS:**

JIGNESH DOMADIYA &amp; CO.

CHARTERED ACCOUNTANTS

AHMEDABAD.

**BANKERS:**

KOTAK MAHINDRA BANK

BANK OF BARODA

**REGISTRAR AND  
SHARE TRANSFER AGENT:**

Accurate Securities and Registry Private Limited

23, 3<sup>rd</sup> Floor, Sarthik Complex,  
Nr. Fun Republic, Satellite,  
Ahmadabad - 380015**BOARD OF DIRECTORS:**

JITENDRA MEHTA

MANAGING DIRECTOR

CHANDRAKANT MEHTA

NON EXECUTIVE DIRECTOR

GORDHANBHAI PATEL

NON EXECUTIVE DIRECTOR

BHAVIN PATEL

INDEPENDENT DIRECTOR

KANDARP KINARIWALA

INDEPENDENT DIRECTOR

ASIT SHAH

INDEPENDENT DIRECTOR

ALKA KULKARNI

INDEPENDENT DIRECTOR

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## NOTICE

**Notice** is hereby given that 31<sup>st</sup> Annual General Meeting of members of Pervasive Commodities Limited will be held on Friday, 30<sup>th</sup> September 2016 at 10:00 a.m. at the Registered Office of the Company situated at 306, Sarthik Complex, Nr. Fun Republic, Iscon Cross Road, Satellite, Ahmedabad – 380015 to transact the following businesses:

### **ORDINARY BUSINESS:**

#### **01. Adoption of Audited Financial Statements**

To consider and if though fit, to pass, with or without modification the following resolution as an **Ordinary Resolution:**

To receive, consider and adopt the Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March 2016, including Audited Balance Sheet as at 31<sup>st</sup> March 2016 and the statement of Profit and Loss Account for the year ended on that date along with the reports of Auditors and Directors thereon.

#### **02. Reappointment of Director retiring by Rotation:**

To appoint a Director in place of Mr. Chandrakant Mehta (holding DIN: 02661333), whose retires by rotation and being eligible offers himself for re-appointment.

#### **03. Appointment of Statutory Auditors:**

To consider and if though fit, to pass, with or without modification the following resolution as an **Ordinary Resolution:**

“RESOLVED that pursuant to the provisions of Section 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Rakshit M. Shah & Co., Chartered Accountants of Ahmedabad having Membership No. 139597 be and is hereby appointed as the auditors of the company in place of the retiring auditors M/s. Jignesh Domadiya & Co., Chartered Accountants to hold the office of the auditors till the conclusion of the 36<sup>th</sup> annual general meeting on such remuneration as may be determined by the Board of directors of the Company.”

**Place: Ahmedabad**

**Date: 01<sup>st</sup> September 2016**

**Reg. office:**

**306, Sarthik Complex, Nr. Fun Republic**

**Iscon Cross Road, Satellite,**

**Ahmedabad - 380015**

**CIN: L32100GJ1986PLC008539**

**Email id: [pervasivecommodities@gmail.com](mailto:pervasivecommodities@gmail.com)**

**(W) [www.pervasivecommodities.com](http://www.pervasivecommodities.com)**

**By order of the Board**

**For Pervasive Commodities Limited**

**Jitendra Mehta**

**Managing Director**

**NOTES:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her self and the proxy need not be the member of the company. A person can act as proxy on behalf members not exceeding 50 (fifty) and holding in aggregate not more than 10% (ten per cent) of share capital of the Company. However a member holding more than 10% (ten per cent) of share capital in company may appoint a single person as proxy and in such case proxy shall not act as proxy for any other member.
2. A form of proxy is herewith attached. The proxies in order to be effective must be submitted at the registered office of the company not less than 48 hours before the commencement of the meeting duly signed by the member. Proxies submitted on behalf of the Companies, Societies etc. must be supported by an appropriate resolution/ authority, as applicable. Members/ proxies/ authorized representative are requested to bring the attendance slip sent herewith, duly filled in for attending the meeting.
3. In case of joint holders, only a 1<sup>st</sup> Joint holder will be permitted to vote.
4. The Register of Members of the company will remain closed from September 26, 2016 to September 30, 2016 (both days inclusive) in connection with ensuing Annual General Meeting for Financial Year 2015-16.
5. The Statement pursuant to section 102 of Companies act 2013 and /or Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2016 is annexed hereto and forms part of this notice.
6. Members are requested to inform the company of any change in their addresses immediately so as to enable the Company for any further communication at their correct addresses.
7. The Companies Act provides nomination facility to the members. As a member of the Company you have an option to nominate any person as your nominee to whom you shares shall vest in case of unfortunate event of death. It is advisable to avail this facility especially by the members holding shares on single name. This nomination would avoid process of acquiring rights in shares through transmission. In case of joint holders, nomination shall be effective only on death of the all the joint holders. If the share are held in Dematerialized form, the nomination form needs to be forwarded to your Depository Participant.
8. Trading in Equity Shares of the Company is compulsorily in Dematerialized mode by all the investors. Members are therefore requested to convert their Physical Shareholding in Demat Form in case they wish to trade their Equity Shares.
9. Members seeking any information or clarification on the accounts are requested to send written queries to the Company; at least 10 days before the meeting to enable the management keep the required information available at meeting.
10. Annual Report for the Financial year 2015-16 of the company has been uploaded on website of the Company [www.pervasivecommodities.com](http://www.pervasivecommodities.com)

11. All documents referred to in the accompanying notice and the explanatory statement shall be open for inspection at the registered office of the Company during normal business hours up to the date of and during the Annual general Meeting of the Company and also available for inspection by the members at the AGM.
12. Electronic copy of the Notice along with Annual Report including remote E Voting instructions, Attendance Slips, Proxy Form is being sent to all the members whose emails id are registered with the Company / Depository Participants for communication purpose. For members who have not registered their email ids, physical copy of notice along with Annual Report including remote E -Voting instructions, Attendance Slips, Proxy Form is sent by permitted mode of dispatch.
13. For protection of environment and to conserve natural resources, members are requested to register their emails, with Company / RTA or Depository Participant to enable company to send communication including Annual Report, notices, circulars etc. electronically.
14. Members holding shares in physical form in multiple folios on the same name and in the same order are requested to consolidate all their folios. For this purpose, application may be submitted to M/s. Accurate Securities and Registry Pvt. Ltd.
15. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Member / beneficial owner as on the cutoff date i. e. Friday, 23<sup>rd</sup> September 2016.
16. In terms of section 108 of Companies Act 2013 read with Companies (Management and Administration) Rules 2014, as amended from time and time and as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, the Company is pleased to provide the e voting facility through Central Depository Services Limited (CDSL) to its members holding shares in physical or dematerialized form, as on cutoff date to exercise their right to vote by electronic means on any or all of the business specified in the accompanying notice.

This is to clarify that it is not mandatory for a member to vote using the E voting facility and a member may avail the facility at his / her discretion, subject to compliance with the instruction for Remote E-Voting.

Further in case of Members who are entitled to vote, amongst members present in person at the meeting, but have not exercised right to vote by electronics means, the Chairman of the Company shall allow voting by way of poll in terms of Rule 20(4)(xi) of the said rules for the business specified in the accompanying notice.

It is specifically clarified that members who have exercised their right to vote by remote electronics means, may be allowed to participate in Annual General Meeting but shall not be eligible to vote by way of poll at the meeting as per proviso to Rule 20(4)(vii).

The Information with respect to voting process and other instructions regarding remote e-voting are detailed in note no. 20.

17. Shri Viral Ranpura, Practicing Company Secretary, Ahmedabad (Mem. No. A28496) has been appointed as Scrutinizer to scrutinize voting and remote e voting process in fair and transparent manner.

18. The Scrutinizer shall within a period not exceeding 3 (three) working days from the conclusion of the AGM make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit the same to the Chairman of the meeting or a person so authorized by him in writing, who shall countersign the same.
19. The results shall be declared forthwith by the Chairman or a person so authorized by him in writing on receipt of report from the Scrutinizer. The Results declared along with Scrutinizer's Report shall be placed on the Company's website [www.pervasivecommodities.com](http://www.pervasivecommodities.com) and on the website of CDSL and shall also be communicated to the BSE Limited.
20. The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to the same being passed with requisite majority.
21. Voting process and other instructions regarding Remote E Voting:

### **Section A: Voting Process**

The members should follow the following steps to cast their votes electronically:

- Step 1 Open your web browser during the voting period and log on to the e-voting Website:  
[www.evotingindia.com](http://www.evotingindia.com)
- Step 2 Click on "Shareholders" to cast your vote(s).
- Step 3 Please enter User ID –
  - a) For account holders in CDSL: Your 16 digits beneficiary ID.
  - b) For account holders in NSDL: Your 8 Character DP ID followed by 8 Digits Client ID.
  - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Step 4 Enter the Image Verification as displayed and Click on "Login".
- Step 5 If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting for any company, then your existing password is to be used. If you have forgotten the password, then enter the User ID and the image verification code and click on "Forgot Password" and enter the details as prompted by the system.
- Step 6 Follow the steps given below if you are a first time user either holding shares in Demat or Physical form:
  - 6.1 (a) Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both, members holding shares in physical or dematerialized form)

**Members holding shares in physical form** and who have not updated their PAN or have incorrect PAN with the Company are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. If the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of your name in CAPITAL letters.

E.g. If you your name is PANKAJ PATEL with sequence number 3 then enter PA00000003 in the PAN field.



- 6.1 (b) Enter the Date of Birth (DOB) as recorded in your demat account or registered with the Company for the said demat account or folio in dd/mm/yyyy format.
- 6.1 (c) Enter the Dividend Bank Details (account number) as recorded in your demat account or registered with the Company for the said demat account or folio. #

# please enter either the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field as mentioned in Step 3.

6.2 After entering these details appropriately, click on "SUBMIT" tab.

6.3 **For Demat holding:**

Members holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. **It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.**

**For Physical holding:**

Members holding shares in physical form will directly reach the Company selection screen. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- Step 7 Click on the EVSN of the Company "Pervasive Commodities Limited" i.e. **160906059** to vote.
- Step 8 On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES / NO" for voting. Select the option YES or NO as desired for casting your vote.
- Step 9 Click on Resolution File link if you wish to view the Notice.
- Step 10 After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Step 11 Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- Step 12 You can also take print-out of the voting done by you by clicking on "Click here to print" option on the Voting page.
- Step 13 If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Step 14 Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

**Step 15 Note for Non – Individual Shareholders and Custodians:**

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

After receiving the login details a Compliance User should be created using the admin login and password.

The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

**Step 16 Section B: Other instructions regarding Remote e-voting**

- (i) The voting period commences on Monday, 26<sup>th</sup> September 2016 at 09.00 am and shall end on Thursday 29<sup>th</sup> September 2016 at 05.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Pervasive Commodities Limited on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

**Date: 01.09.2016**  
**Place: Ahmedabad**

**By order of the board,**  
**For, Pervasive Commodities Limited**

**Jitendra Mehta**  
**Managing Director**

# **DIRECTORS' REPORT**

Dear Members,

Your Directors feel pleasure in presenting their 31<sup>st</sup> Annual Report together with the Audited Statements of accounts for the Financial Year ended on 31<sup>st</sup> March, 2016.

## **1. FINANCIAL RESULTS:**

During the year under review, the Company has shown notable performance. The extracts of financial results 2015-16 are as under:

<b>Particulars</b>	<b>(Rs. In Lacs)</b>	
	<b>Current Year 2015 - 16 Rs.</b>	<b>Previous Year 2014 - 15 Rs.</b>
Total Revenue	34.79	15.76
Profit before Depreciation and Tax	(17.41)	(20.96)
Profit Before tax and exceptional items	(17.41)	(20.96)
Exceptional Items	-	-
Profit Before Tax	(17.41)	(20.96)
Current Tax	-	-
Deferred Tax	-	-
Excess in provision for current tax for earlier years.	-	-
Profit after Tax	(17.41)	(20.96)
Add: Balance Brought forward	(99.57)	(78.61)
Balance Carried to Balance Sheet	(116.98)	(99.57)

## **2. DIVIDEND:**

During the Financial Year 2015-16, due to considerable financial loss, Directors do not recommend any Dividend.

## **3. FINANCE**

### **A. DEPOSITS AND LONG TERM BORROWINGS:**

Your Company has neither invited nor accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules 2014 during the period under review.

### **B. RELATED PARTIES TRANSACTIONS**

During the year, Company has not entered in to any related party transactions except payment of remuneration and hence no such disclosures have been made in relevant section of Related Party Transactions.

## **4. SUBSIDIARIES AND JOINT VENTURE**

Company does not have any subsidiary companies. Company has not made any investment in Joint Venture Companies.

## **5. DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of Section 134(3) of the Companies Act, 2013, in relation to the Financial Statements for FY 2015-16, the Board of Directors states that:

- a) in preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- b) the Directors have 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 on 31<sup>st</sup> March, 2016 and of the profits for the year ended 31<sup>st</sup> March, 2016;
- c) the Directors have 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 annual accounts have been prepared on a going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## **6. SCHEME OF ARRANGEMENT:**

The Hon'ble High Court of Gujarat at Ahmedabad vide its order dated 13.08.2015 has approved a scheme of arrangement by way of reduction of share capital. Pursuant to approved scheme, following major changes have been made having major impact on the business of Company.

### **A. Change of Name:**

The name of the Company has been changed from "Starvox Electronics Limited" to "Pervasive Commodities Limited" with effect from January 6, 2016. The Registrar of Companies, Gujarat, has issued a fresh Certificate of Incorporation on January 6, 2016.

### **B. Alteration of Main Object Clause:**

The Company was earlier engaged into the manufacturing and trading of Electronic Items. Now the Main Object clause of the Company has changed pursuant to aforementioned scheme approved by Hon'ble High Court of Gujarat at Ahmedabad which reads as under:

1. To carry on the business of manufacturing, processing, crushing, extracting, refining, blending and importers, exporters, dealers, distributors, traders, agents, representative, collaborators, merchandising of all types of oils including synthetic, edible, non edible hydrogenated, deodorized, refined oil, castor oil and its derivatives and other cooking and shortening medium by crushing or by chemical process from castor seeds, ground nut, coconut, cotton seeds, muster seeds or any other nut seeds or oil cakes, de-oiled cakes and natural and synthetic oil bearing substances.
2. To carry on all or any of the business of manufacturing of oil from groundnut, linseed cotton seeds, rape seeds, castor seeds, muster seeds and other oil seeds, rice bran and other oil cakes, oil extraction by crushing by chemical or any other processes cake and oil manufacturers, oil refiners, manufacturers of hydrogenated oil and all allied products."

### **C. Reduction of Paid Share Capital of the Company:**

The issued and paid up share capital of the Company has been reduced to Rs. 952,200/- divided into 95,220 Equity Shares of Rs. 10/- each by cancelling 90% of Paid Up Share Capital of the Company. Every Shareholder holding 100 Equity Shares of Rs. 10/- each were issued 10 Equity Shares of Rs. 10/- each.

### **7. INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to Financial Statements. During the year, such controls were tested and no reportable material weakness was observed.

### **8. AUDITORS:**

#### **STATUTORY AUDITORS:**

As per Section 139 of the Companies Act, 2013 and Companies (Audit & Auditors) Rules, 2015, Members of the Company in their General Meeting had appointed M/s, as Statutory Auditor of the Company for the term of five years subject to ratification by the members in every Annual General Meeting. M/s Jignesh Domadiya & Co. have submitted their resignation on 28.08.2016 as Statutory Auditor of the Company.

The Board of Directors of the Company recommended the appointment of M/s. Rakshit M. Shah & Co., Chartered Accountants, Ahmedabad having Firm Reg. No. 127338W in place of M/s. Jignesh Domadiya & Co., Chartered Accountants to hold the office for one term of five years i. e. till the conclusion of the 36<sup>th</sup> Annual General Meeting on such remuneration as may be determined by the Board of directors of the Company. They have confirmed their eligibility under Section 139 (1) of the Companies Act, 2013 and the Rules framed there under for appointment as Auditors of the Company. Hence, your Directors propose to appoint the Auditors as set out in the notice accompanying the Annual Accounts.

The observations contained in the Audit report for financial year 2015-16 submitted by M/s. Jignesh Domadiya & Co., Chartered Accountant, Ahmedabad are self explanatory and forms part of this Annual Report and does not contain any qualification, reservation or adverse remark.

#### **SECRETARIAL AUDITORS:**

Pursuant to Section 204 of the Companies Act, 2013 read with Rules thereof, the Board of Directors has appointed Mr. Viral Ranpura, Practicing Company Secretaries, Ahmedabad, as Secretarial Auditors of the Company for FY 2015-16. A Secretarial Audit Report for FY 2015-16 is annexed herewith as **Annexure A**.

There are no adverse observations in the Secretarial Audit Report which call for explanation.

The Board has appointed Mr. Viral Ranpura, Practicing, Company Secretaries, Ahmedabad, as Secretarial Auditors of the Company for FY 2016-17.

#### **COST AUDIT:**

Provisions of Section 148 of Companies Act 2013 are not applicable to the Company and hence no disclosures are required in that regard.

## **9. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

### **COMPOSITION:**

The Board comprises of 7 (Seven) Directors, of which 4 (Four) are Independent Directors.

### **DIRECTORS RETIRING BY ROTATION**

Mr. Chandrakant Mehta (holding DIN: 02661333), a Director, whose terms of office is liable to determination by retirement of Directors by rotation under section 152 of Companies Act 2013 and being eligible offers himself for reappointment. Directors recommend his re appointment.

### **DECLARATION BY INDEPENDENT DIRECTORS**

Pursuant to provisions of section 149(7) of Companies Act 2013, the Company has received declaration from Independent Directors for FY 2016-17 confirming that they meet the criteria of independence as prescribed under the Act and erstwhile Listing Agreement and SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

### **NUMBER OF MEETINGS OF THE BOARD**

The Board meets at regular interval with gap between two meetings not exceeding 120 days. Additional meetings were held as and when necessary. During the year under review, the Board met Ten times on 22.05.2015, 30.05.2015, 14.08.2015, 08.10.2015, 09.11.2015, 17.11.2015, 02.12.2015, 04.01.2016, 10.02.2016, 21.02.2016.

### **POLICY ON DIRECTORS' APPOINTMENT**

Pursuant to provisions of section 178 read with 134(3)(e) of Companies Act 2013, The Nomination and Remuneration Committee (NRC) has approved the criteria and process for identification / appointment of Directors which are as under:

#### **Criteria for Appointment:**

- A) The proposed Director shall meet all statutory requirements and should:
- Possess highest values, ethics and integrity.
  - Not have any direct or indirect conflict with business operations.
  - Be willing to devote time and efforts.
  - Have relevant experience.
  - Have understanding about corporate functionality.
  - Understand real value of stakeholders.

#### **Process for identification of Directors / Appointment of Directors:**

- Board Members may suggest any potential person to the Chairman of the Company meeting the above criteria. If the chairman deems fit, recommendation will be made by him to NRC.
- Chairman himself can also recommend a person to NRC.
- NRC shall process and evaluate the proposal and shall submit their recommendation to Board.
- Board shall consider such proposal on merit and decide suitably.



## **Criteria for Performance Evaluation**

The Board considered and approved criteria for performance evaluation of itself and that of its committees and individual directors as follow:

### **Criteria for Board Evaluation:**

- Focus on strategic decisions.
- Qualitative discussion and processes.

### **Criteria for Committee Evaluation:**

- Fulfillment of allotted responsibilities.
- Effectiveness of recommendation, meetings.

### **Criteria for Independent and Non Independent Directors' evaluation:**

- Contribution through their experience and expertise.
- Focus on Stakeholders' interest.

## **MANNER OF EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS**

The Evaluation of Board, its Committees and Individual Directors was carried out as per process and criteria laid down by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee.

The obtaining and consolidation of feedback from all Directors in this regards, was coordinated by the Chairman of Independent Directors' meeting for Board and Non-Independent Directors while the process of evaluation of the Independent Directors was coordinated by the Chairman of the Company. Based on this, Chairman of the Company briefed the Board and each of the Individual Directors, as applicable.

## **10. REMUNERATION**

### **REMUNERATION POLICY**

The Company has formulated the policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees of the Company which is as under:

#### **A) Components of Remuneration**

- Fixed Pay comprising Basic Salary, HRA, Car Allowance (applicable to General Managers & above employees), Conveyance Allowances / Reimbursement, Company's contribution to Provident Fund, Superannuation Fund, Gratuity, etc.
- **Variable Pay, which is either in the form of:**  
Commission to Managing Directors and Commission to Whole-time Directors

#### **B) Annual Appraisal process:**

Annual Appraisals are conducted, following which annual increments and promotions in deserving cases are decided once in a year based on:

- Employees self-assessment
- Assessment by Immediate Superior and
- Assessment by Head of Department

Annual Increment leading to an increase in Fixed Pay consists of

- Economic Rise based on All India Consumer Price Index published by the Government of India or Internal Survey wherein inflation on commonly used items is calculated.

#### **Remuneration of Independent Directors:**

The Company has formulated a policy for the remuneration of Independent Directors as follows:

- Sitting Fees of Rs. 2500/- for each meeting of the Board or any Committee thereof, attended by them;
- Reimbursement of Expenses incurred by Independent Directors for attending any meeting of the Board.

#### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Mr. Jitendra Mehta, Managing Director of the Company has been paid remuneration in terms of Salary and Perquisites. Disclosure under provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2015, is as under.

<b>Name of Director</b>	<b>Salary</b>	<b>Perquisite</b>	<b>Total</b>
Jitendra Mehta	346,000	178478	524478

#### **11. AUDIT AND RISK MANAGEMENT:**

During the year, the Board decided that the Audit Committee shall also carry out the role of Risk Management and so Audit Committee has been renamed as Audit and Risk Management Committee and also changed its terms of reference in this context.

#### **COMPOSITION OF AUDIT COMMITTEE**

<b>Name of Director</b>	<b>Category of Directorship</b>
Mr. Bhavin Patel	Chairman
Mr. Kandarp Kinariwala	Member
Mr. Jitendra Mehta	Member

#### **VIGIL MECHANISM**

The Company has adopted a Whistle Blower Policy since March 2015 in compliance with erstwhile Listing Agreement and Companies Act 2013. The Policy empowers all the Stakeholders to raise concerns by making Protected Disclosures as defined in the Policy. The Policy also provides for adequate safeguards against victimization of Whistle Blower who avail of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The functioning of the Whistle Blower mechanism is reviewed by the Audit Committee on a quarterly basis.

#### **RISK MANAGEMENT POLICY**

The Board of Directors has developed and implemented Risk Management Policy for the Company. It has identified and assessed various risks factors, with potential impact on the Company in achieving its strategic objectives or may threaten its existence. The Policy lays down procedures for risk

identification, assessment, monitoring, review and reporting. The Policy also lists the roles and responsibilities of Board and Risk Management Committee.

## **12. ENVIRONMENT, HEALTH AND SAFETY**

The Company accords the highest priority to health, environment and safety. The Company does not carry on manufacturing operations. The Company takes at most care for the employees and ensures compliance with the applicable rules and regulation applicable to the Company.

## **13. CORPORATE GOVERNANCE**

As stipulated by Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, Corporate Governance Report is annexed to Director Report and forms part of this Annual Report. Certificate of the Auditors regarding compliance with the conditions of Corporate Governance as stipulated in Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 is annexed to the Board's Report.

## **14. MANAGEMENT DISCUSSION AND ANALYSIS**

As stipulated by Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, the Management Discussion and Analysis Report form part of this Annual Report.

## **15. CONSERVATION OF ENERGY, TECHNOLOGY ABSOPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

During the financial year 2015-16, Company has not undertaken any manufacturing operations. Company has neither earned nor spent anything in foreign currency. Hence no disclosure is required under this head pursuant to Companies (Accounts) Rules 2015.

## **16. THE EXTRACTS OF ANNUAL RETURN**

The extract of the Annual Return in Form MGT-9 is annexed to this Directors' Report under section 92 of Companies Act 2013.

## **17. APPRECIATION AND ACKNOWLEDGMENT**

The Directors feel pleasure thanking all the stakeholders who have reposed their faith in the management and the company and for their valuable support and cooperation.

**PLACE: AHMEDABAD**  
**DATE: 01.09.2016**

**BY ORDER OF THE BOARD**  
**FOR PERVASIVE COMMODITIES LIMITED**

**JITENDRA MEHTA**  
**MANAGING DIRECTOR**

Annexure A

Viral Ranpura CS, LLB  
Company Secretaries

**Form No. MR – 3**  
**Secretarial Audit Report**

For the Financial year ended on 31<sup>st</sup> March 2016

[Pursuant to section 204(1) of the Companies Act 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules 2015]

To  
The Members of  
**Pervasive Commodities Limited**  
306, Sarthik Complex, Nr. Fun Republic,  
Iscon Cross Road, Satellite,  
Ahmedabad – 15.

We were appointed by the Board of Directors of Pervasive Commodities Limited (herein after called the Company) to conduct Secretarial Audit of the Company for the Financial Year ended on 31<sup>st</sup> March 2016.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Pervasive Commodities Limited hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

**Management's Responsibility for Secretarial Compliances:**

The Company's Management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of Laws and Regulations.

**Auditors Responsibility**

Our Responsibility is to express an opinion on secretarial records, standards and procedures, followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

**Opinion**

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company and for the financial year ended on 31<sup>st</sup> March, 2016 according to 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 to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings. **Not Applicable to the Company during Audit Period.**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **Not Applicable to the Company during Audit Period.**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014. **Not Applicable to the Company during Audit Period.**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable to the Company during Audit Period.**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not Applicable to the Company during Audit Period.**
- (vi) There are no other specific acts applicable to the Company.  
We have also examined compliance with following applicable clauses:
- i) Secretarial Standard issued by Institute of Company Secretaries of India w. e. f. 01.07.2015.
  - ii) Listing Agreement till 30<sup>th</sup> November 2015 and provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 with effect from 01<sup>st</sup> December, 2015.

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place 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 usually sent 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.

There were no dissenting views on any matter by the members.

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

We further report that during the audit period the Company has following major events having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

1. The Hon'ble High Court of Gujarat vide its order dated 13.08.2015 has approved a Scheme of Arrangement by way of Reduction of Share Capital. Pursuant Para 6 of the Scheme Main Object Clause of the Company has changed.

**Date: 28.08.2016**  
**Place: Ahmedabad**

**Viral Ranpura**  
**Company Secretary**  
**(COP 10361) (ACS 28496)**

**Note: This Report is to be read with Our Letter of even date which is annexed as Annexure A and forms an integral part of this Report.**

Annexure A

To  
The Members of  
Pervasive Commodities Limited  
306, Sarthik Complex, Nr. Fun Republic,  
Iscon Cross Road, Satellite,  
Ahmedabad – 380015.

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 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. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Date: 28.08.2016**  
**Place: Ahmedabad**

**Viral Ranpura**  
**Company Secretary**  
**(COP 10361) (ACS 28496)**

**ANNEXURE B**  
**EXTRACT OF ANNUAL RETURN**

As on the financial year ended 31st March, 2016  
[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the  
Companies (Management and Administration) Rules, 2015]

**1. REGISTRATION AND OTHER DETAILS**

1)	Name of Company	Pervasive Commodities Limited
2)	CIN:	L51909GJ1986PLC008539
3)	Date of Incorporation	11.03.1986
4)	Category and Sub Category	Public Non Government Company
5)	Address of Registered office	Pervasive Commodities Limited 306, Sarthik Complex, Nr. Fun Republic, Iscon Cross Road, Satellite, Ahmedabad – 380015. (O) 079 2692 9554 (E) <a href="mailto:pervasivecommodities@gmail.com">pervasivecommodities@gmail.com</a> (W) <a href="http://www.pervasivecommodities.com">www.pervasivecommodities.com</a>
6)	Whether listed or not	Yes.
7)	Name, Address and contact details of Registrar to Issue and Share Transfer Agent	Accurate Securities and Registry Pvt. Ltd. 23, 3 <sup>rd</sup> Floor, Sarthik Complex, Nr. Fun Republic, Satellite, Ahmadabad – 380015 (o) 079 – 69430071 -76 Email id: <a href="mailto:accuratesecuritiesrta@gmail.com">accuratesecuritiesrta@gmail.com</a> Website: <a href="http://www.accuratesecurities.com">www.accuratesecurities.com</a>

**2. PRINCIPLE BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company are given below:

Sr. No.	Name and Description of main product or services	NIC Code of the Product / Services as per National Product Classification for Service Sectors 2010.	% of total turnover of the Company
1	Retail Trade Services → Agricultural raw materials → Oil Seeds.	99622110	100%

**3. Particulars of Holding Subsidiary and Associate Companies**

Sr. No	Name of the Company	Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% shares held	Applicable Section
-	-	-	-	-	-	-



#### 4. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of total equity)

##### i) Category-wise Share Holding:

Category of Shareholder	No. of Shares held at the beginning of the year 01.04.2015				No. of Shares held at the end of the year 31.03.2016				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of Total Shares	% Change during the year.
<b>A. PROMOTER AND PROMOTER GROUP</b>									
<b>1) INDIAN</b>									
(a) Individual / HUF	0	107350	107350	11.27	0	10735	10735	11.27	0.00
(b) Central Government									
(c) State Government (s)									
(d) Bodies Corporate									
(e) Financial Institutions / Banks									
(f) Any Other									
<b>Sub - Total A (1)</b>	<b>0</b>	<b>107350</b>	<b>107350</b>	<b>11.27</b>	<b>0</b>	<b>10735</b>	<b>10735</b>	<b>11.27</b>	<b>0.00</b>
<b>2) FOREIGN</b>									
a) Individuals (NRIs / Foreign Individuals)	0	164000	164000	17.22	0	16400	16400	17.22	0.00
b) Other individuals									
c) Bodies Corporate									
d) Banks / FIs									
e) Any others									
<b>Sub Total A (2)</b>	<b>0</b>	<b>164000</b>	<b>164000</b>	<b>17.22</b>	<b>0</b>	<b>16400</b>	<b>16400</b>	<b>17.22</b>	<b>0.00</b>
<b>Total Shareholding of Promoters A = A(1) + A(2)</b>	<b>0</b>	<b>271350</b>	<b>271350</b>	<b>28.50</b>	<b>0</b>	<b>27135</b>	<b>27135</b>	<b>28.50</b>	<b>0.00</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>1) INSTITUTIONS</b>									
a) Mutual Fund									
b) Banks / Financial Institutions	0	86600	86600	9.09	0	8660	8660	9.09	0.00
c) State / Central Government									
d) Venture Capital Funds									
e) Insurance companies									
f) Foreign Institutional Investors									
g) Foreign Venture Capital Investors									
h) Others									
<b>Sub Total B(1)</b>	<b>0</b>	<b>86600</b>	<b>86600</b>	<b>9.09</b>	<b>0</b>	<b>8660</b>	<b>8660</b>	<b>9.09</b>	<b>0.00</b>

<b>2) NON - INSTITUTION</b>									
a) Bodies Corporate	0	301600	301600	31.67	0	30160	30160	31.67	0.00
b) Individuals									
- Individual Shareholders holding nominal share capital up to Rs. 2 Lac	13400	219300	232700	24.44	1380	25890	27270	28.64	0.00
- Individual Shareholders holding nominal share capital in excess of Rs. 2 Lac	0	40000	53400	5.61	0	0	0	0	0.00
c) Others									
- HUF	0	19950	19950	2.09	0	1995	1995	2.09	0.00
- Clearing Member	0	0	0	0.00	0	0	0	0.00	0.00
- NRI	0	0	0	0.00	0	0	0	0.00	0.00
- Trust	0	0	0	0	0	0	0	0	0.00
<b>Sub Total B (2)</b>									
<b>Total Public Shareholding B = B(1) + B(2)</b>	<b>13400</b>	<b>667450</b>	<b>680850</b>	<b>71.50</b>	<b>1380</b>	<b>66705</b>	<b>68085</b>	<b>71.50</b>	<b>0.00</b>
C. SHARES HELD BY CUSTODIANS FOR ADR / GDR									
<b>Grand Total (A + B+ C)</b>	<b>13400</b>	<b>938800</b>	<b>952200</b>	<b>100.00</b>	<b>1380</b>	<b>93840</b>	<b>95220</b>	<b>100.00</b>	<b>0.00</b>

**ii) Share Holding by Promoters:**

Shareholders' Name	No. of Shares held at the beginning of the year 01.04.2015			No. of Shares held at the end of the year 31.03.2016			% Change during the year
	No. of shares	% of total shares of the Company	% of shares pledged to total shares	No. of shares	% of total shares of the Company	% of shares pledged to total shares	
1. Modi Hasmukh R.	56000	5.88	-	5600	5.88	-	0
2. Patel Shirish G.	56750	5.96	-	5675	5.96	-	0
3. Patel Jyoti S.	20500	2.15	-	2050	2.15	-	0
4. Patel Amisha	11000	1.15	-	1100	1.15	-	0
5. Mehta Kunal J.	2300	0.24	-	230	0.24	-	0
6. Mehta Kuntal J.	2300	0.24	-	230	0.24	-	0
7. Sharedalal Rupal J.	2700	0.28	-	270	0.28	-	0
8. Sharedalal Jayesh C.	400	0.04	-	40	0.04	-	0
9. Shah Suresh A.	100	0.01	-	10	0.01	-	0
10. Mehta Jitendra C.	63900	7.13	-	6390	7.13	-	0
11. G S Patel HUF	12250	1.29	-	1225	1.29	-	0
12. Mehta Nita J.	6900	0.72	-	690	0.72	-	0
13. Modi Pravinchandra R.	3200	0.34	-	320	0.34	-	0

14. Modi Revaben R.	3200	0.34	-	320	0.34	-	0
15. Modi Vanlilla P.	600	0.06	-	60	0.06	-	0
16. Navinchandra R.	1600	0.17	-	160	0.17	-	0
17. Mehta Manhar B.	100	0.01	-	10	0.01	-	0
18. Kunal Trust	4000	0.42	-	400	0.42	-	0
19. Modi Bharat R	4600	0.48	-	460	0.48	-	0
20. Patel Anuja S	14950	1.57	-	1495	1.57	-	0
21. Kuntal Trust	4000	0.42	-	400	0.42	-	0

\*\* Change in Shareholding of Promoter and Promoter Group is due to Scheme of Arrangement by way of Reduction of Share Capital approved by Hon'ble High court of Gujarat on 13.08.2015, under section 100 of Companies Act 1956.

#### Change in Promoters' Shareholding:

Sr. No	Particulars	Date	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.
1	At the beginning of the year	01.04.2015	271350	28.50	27135	28.50
2	Date wise increase or decrease in promoters shareholding during the year specifying the reason for increase / decrease	13.08.2015	(271350)	(28.50)	NIL	NIL
		13.08.2015	27135	28.50		
3	At the end of the year	31.03.2016	27135	28.50	27135	28.50

\*\* Change in Shareholding of Promoters is due to Scheme of Arrangement by way of Reduction of Share Capital approved by Hon'ble High court of Gujarat on 13.08.2015, under section 100 of Companies Act 1956.

iii) Shareholding pattern of Top 10 Shareholders (other than Directors, Promoters and holders of ADR / GDRs)

Sr. No	Name of Shareholder	Shareholding		Date	Increase / Decrease in Shareholding	Cumulative Shareholding	
		No. of shares at the beginning (01.04.2015)	% of shares of the company			Nos. of shares	% of total shares of the company
1)	Arjun Leasing and Finance Limited	200000	21.00	13.08.15	(200000)**	NIL	NIL
				13.08.15	+20000	20000	21.00
				05.02.16	-20000	NIL	NIL
2)	Enigma Merchants LLP	0	0.00	05.02.16	23,345	23,345	24.52
3)	Micra Investment S A	60000	6.30	13.08.15	(60000)**	NIL	NIL
				13.08.15	6000	6000	6.30
4)	Canara Bank	46600	4.89	13.08.15	(46600)**	NIL	NIL
					4660	4660	4.89
5)	Dena Bank	40400	4.24	13.08.15	(40400)**	NIL	NIL
				13.08.15	4040	4040	4.24
6)	Patel Thakor C	20000	2.10	13.08.15	(20000)**	NIL	NIL
					2000	2000	2.10
7)	Patel C Harikrishnan	20000	2.10	13.08.15	(20000)**	NIL	NIL
					2000	2000	2.10
8)	Jagdish Amrutlal Akhani HUF	19950	2.10	13.08.15	(19950)**	NIL	NIL
				13.08.15	1995	1995	2.10
				28.01.16	10	2005	2.11
				05.02.16	(2005)	NIL	NIL

9)	Jagdish Amrutlal Akhani	13400	1.42	13.08.15	(13400) **	NIL	NIL
				13.08.15	1340	1350	1.42
				05.02.16	(1340)	NIL	NIL
10)	Patel Yashwant D	6100	0.64	13.08.15	(6100) **	NIL	NIL
				13.08.15	610	610	0.64

\*\* Change in Shareholding of Top 10 Shareholders is due to Scheme of Arrangement by way of Reduction of Share Capital approved by Hon'ble High court of Gujarat on 13.08.2015, under section 100 of Companies Act 1956.

**iv) Shareholding of Directors and Key Managerial Personnel:**

Sr. No	Name of Director and KMP	Shareholding at the beginning of the year 01.04.2015		Shareholding at the end of the year 31.03.2016	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Jitendra Mehta	63900	6.71	6390	6.71

\*\* Change in Shareholding of Promoter Director is due to Scheme of Arrangement by way of Reduction of Share Capital approved by Hon'ble High court of Gujarat on 13.08.2015, under section 100 of Companies Act 1956.

**v) Indebtedness of the Company including interest outstanding / accrued but not due for payment:**

Sr. No	Particulars of Debt	Secured Loans excluding Deposit	Unsecured Loans	Deposits	Total indebtedness
1	Inter Corporate Loan	NIL	33,40,265	NIL	33,40,265

**vi) Remuneration of Directors and Key Managerial Personnel:**

Company pays Annual Remuneration to Mr. Jitendra Mehta, Managing Director of the Company.

Name of Director	Salary & Perquisites	Commission	Total
Jitendra Mehta	5,24,478/-	-	5,24,478/-

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **INDUSTRY STRUCTURE AND DEVELOPMENTS:**

A commodity market is a market that trades in primary economic sector rather than manufactured products. Soft commodities are agricultural products such as wheat, coffee, cocoa and sugar. Hard commodities are mined, such as gold and oil. Investors access about 50 major commodity markets worldwide with purely financial transactions increasingly outnumbering physical trades in which goods are delivered. Futures contracts are the oldest way of investing in commodities. Futures are secured by physical assets. Commodity markets can include physical trading and derivatives trading using spot prices, forwards, futures, and options on futures.

### **BUSINESS OVERVIEW:**

The Company continuously focusing to explore and develop opportunities in the commodity market and the Company is doing investing activities and the management of the Company is building up the team to improve its investment decisions and increase the value of the stakeholders.

### **FINANCIAL AND OPERATING PERFORMANCE:**

The income from operation of the Company for the financial year 2015 - 16 was Rs. 34.11 lacs compared to Rs. 15.76 lacs during the previous year. However the Company has suffered loss of Rs. 17.41 lacs during the year as against a Loss of Rs. 20.96 lacs for the previous year. The Company expects to earn increased revenues in the near future.

### **HUMAN RESOURCES:**

The timely availability of skilled and technical personnel is one of the key challenges. The Company maintains healthy and motivating work environment through various measures. This will help the Company to retain and recruit skilled work force resulting in the timely completion of the work.

### **RISKS, INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has adequate internal control procedure commensurate with its size and nature of the business. The internal control system is supplemented by extensive internal audits, regular reviews by management and well-documented policies and guidelines to ensure reliability of financial and all other records to prepare financial statements.

### **INDUSTRIAL SAFETY, EMPLOYEE HEALTH AND SAFETY RISK:**

During the year Company has not carried out any manufacturing activities. However Company places utmost importance on the safety of its employees and other assets.

### **COMPLIANCE:**

The growth in business size coupled with increasing regulatory enactments has brought in additional compliance requirements. Non-compliance with statutory provisions may not only lead to monetary penalties but may also impact the reputation of the organization and the goodwill it has accumulated over the years. The risk is mitigated through regular monitoring and review of changes in the regulatory framework.

The Company regularly conducts a study to develop a comprehensive 360 degree view on the opportunities, risks and threats to the business. These include areas such as market trends, new competition, changing customer preferences, disruption in supplies, product development, talent management etc. The Company has constituted a Risk Management Committee (“RMC”), under whose guidance it seeks to better manage the effectiveness of the mitigation strategies of various risks and their implementation progress. The Company has a robust RMC framework to identify and evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company’s competitive advantage. The Board reviews the functioning of the RMC.

## **REPORT ON CORPORATE GOVERNANCE**

### **I. Company’s Philosophy on Code of Governance:**

The Company is committed to good corporate governance, envisages Commitment of the Company towards the attainment of high level of transparency, accountability and business propriety with the ultimate objective of increasing long terms shareholders value, keeping in view the needs and interest of all the stakeholders.

The Company is in compliance with the requirements stipulated under regulation 17 to 27 of SEBI (LODR) Regulations, as applicable, with regard to corporate governance.

### **II. Board of Directors and Composition:**

The composition of the Board is in conformity with Regulation 17 of the SEBI (LODR) Regulations, 2015 read with Section 149 of the Act. As on 31<sup>st</sup> March, 2016, the Board comprises of 7 Directors, who brings in a wide range of skills and experience to the Board. The Chairman is Non-Executive and the number of Independent Directors is (4) Four. None of the Directors of the Company are related to each other.

None of the Directors on the Board is a Member on more than 10 Committees and Chairman of more than 5 Committees across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by the Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI (LODR) Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as Mentioned under Regulation 16(1)(b) of the SEBI (LODR) Regulations read with Section 149(6) of the Act.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other Listed companies as on March 31, 2016 are given herein below.

During the year, Ten Board Meetings were held. The dates on which the meeting held were as follows: 22/05/2015, 30/05/2015, 14/08/2015, 08/10/2015, 09/11/2015, 17/11/2015, 02/12/2015, 04/01/2016, 10/02/2016, 21/02/2016.

## Composition of Board and attendance record:

Sr. No	Name of Director	Designation	Attendance Particulars		Total Nos. of other Directorship and Membership	
			BM	AGM	Directorship	Memberships
1	Jitendra Mehta	MD	10	1	-	-
2	Chadrakant Mehta	NED	10	1	-	-
3	Gordhanbhai Patel	NED	10	1	-	-
4	Bhavin Patel	ID	10	1	3	2
5	Kandarp Kinariwala	ID	10	1	2	2
6	Asit Shah	ID	10	1	-	-
7	Alka Kulkarni	ID	10	1	-	-

MD – Managing Director, ED – Executive Directors, NED – Non Executive Director, ID – Independent Director.

Note: Directorships in Foreign Body Corporates, Private Limited Companies, section 8 companies and Associations are excluded.

### III. Audit and risk management Committee:

The Audit Committee is constituted in line with the Provision of Regulation 18 of SEBI (LODR) Regulations, 2015 read with Section 177 of the Act.

The Audit Committee met 4 times on 30<sup>th</sup> May 2015, 14<sup>th</sup> August, 2015; 9<sup>th</sup> November, 2015; and 10<sup>th</sup> February, 2016 and statutory auditors also attended the meeting and attendance of the members was as under;

### Composition and Attendance of Audit Committee:

Name of Members of Audit Committee	Designation	30.05.2015	14.08.2015	09.11.2015	10.02.2015
Mr. Bhavin Patel	Chairman	√	√	√	√
Mr. Kandarp Kinariwala	Member	√	√	√	√
Mr. Jitendra Mehta	Member	√	√	√	√

### IV. Nomination Remuneration Committee:

The Remuneration Committee met twice during the year on 25<sup>th</sup> May, 2015 and 9<sup>th</sup> February, 2016. The nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI (LODR) Regulations, read with Section 178 of the Act.

The constitution of the committee and the attendance of each member during the year is as given below:



<b>Name of Members of Nomination Committee</b>	<b>Designation</b>	30.06.15	22.03.16
Mr. Jitendra Mehta	Chairman	√	√
Mr. Bhavin Patel	Member	√	√
Mr. Chandrakant Mehta	Member	√	√

The terms of reference of the 'Remuneration Committee' are as follows:

- i. To determine on behalf of the Board and on behalf of the Shareholders the Company's policy on specific remuneration packages for Executive Directors including pension rights and any compensation payment.
- ii. Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.
- iii. To carry out the evaluation of every Director.
- iv. To evaluate the criteria for evaluation of Independent Directors and the Board.

**Details of Remuneration paid to Directors during FY 2015-16**

<b>Name of Director</b>	<b>Salary &amp; Perquisites</b>	<b>Commission</b>	<b>Total</b>
Jitendra Mehta	5,24,478/-	-	5,24,478/-

**V. Stakeholders Relationship Committee:**

The stakeholders' relationship committee is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations read with section 178 of the Act.

The Stakeholders Relationship Committee met twice during the financial year. The details of the meeting attended by the Directors are as given below:

<b>Name of the Director</b>	<b>Category of Directorship</b>	<b>Chair Person / Member</b>	<b>No of meetings attended as a member.</b>
Chandrakant Mehta	NED	Member	4
Bhavin Patel	ID	Member	4
Jitendra Mehta	MD	Member	4

The terms of reference of the committee are inter alia as follows:

- (a) Review the reports submitted by the Registrars and Share Transfer Agents of the Company at half yearly intervals.
- (b) Investor relations and redressal of shareholders grievances including relating to non-receipt of dividend, Annual Report, non - receipt of shares etc.
- (c) Oversee the performance of the Registrars and Share Transfer Agents of the Company.

There are no Shareholder's complaints pending with the Company.

### **Independent Directors' Meeting:**

A separate meeting of independent directors was held on 15<sup>th</sup> December 2015 under the chairmanship of Mr. Kandarp Kinariwala, to review the performance of Non Independent Directors, the Board and its' chairperson and assess the quality, quantity and timeliness of flow of information about the Company Management and the Board. Details of attendance of the Directors at the said meeting are:

<b>Name of Director</b>	<b>Designation</b>	<b>No of meeting attended</b>
Mr. Bhavin Patel	Independent Director	1
Mr. Kandarp Kinariwala	Independent Director	1
Mr. Asit Shah	Independent Director	1

### **VI. General Body Meetings:**

Details of AGMs of the company held during the last three years are given below:

<b>Meeting</b>	<b>Date</b>	<b>Time</b>	<b>Venue</b>	<b>Nos. of resolution passed.</b>
30 <sup>th</sup> AGM	30.09.2015	10.00 AM	Registered office of the Company.	3 Ordinary Business 3 Special Business
29 <sup>th</sup> AGM	18.09.2014	10.00 AM	Registered office of the Company.	3 Ordinary Business 5 Special Business
28 <sup>th</sup> AGM	26.09.2013	10.00 AM	Registered office of the Company.	4 Ordinary Resolution 1 Special Business

During the year, shareholders have not passed any resolution through Postal Ballot.

Apart from that none of the resolution was passed through Postal Ballot.

### **VII. Disclosures:**

1.1 There were no materially significant related party transactions i.e. transaction of the Company of material nature with its Promoters, Directors or the Management or their relatives etc. that would conflict with the interests of the Company.

1.2 The Company has Whistle Blower Policy (WBP) in line with Regulation 22 of the SEBI (LODR) Regulations, 2015. The Company affirms that no employee has been denied access to the Audit Committee.

1.3 All mandatory requirements as per SEBI (LODR) Regulations, 2015 have been complied with by the Company.

1.4 The Company follows Accounting Standards issued by The Institute of Chartered Accountants of India and there are no statutory audit qualifications in this regard.

1.5 In terms of SEBI (LODR) Regulations, 2015 the person heading the finance function has made a certification i.e. (CEO / CFO Certificate) to the Board of Directors in the prescribed format for the year under review which has been reviewed by the Audit Committee and taken on record by the Board.

## Code of Business Conduct

The Company has adopted a Code of Business Conduct based on the business principles of the Company. The Company has revised its' Code of Business Conduct *inter-alia* to include the Independent Directors under the purview of the Code of Business Conduct in accordance with the provisions of the Act and erstwhile Listing Agreement and SEBI (LODR) Regulations 2015. The Code of Business Conduct has also been posted on the official website of the Company [www.pervasivecommodities.com](http://www.pervasivecommodities.com). In compliance with the Code, Directors and Senior Management of the Company have affirmed their compliance with the Code for the year under review. A declaration to this effect signed by the Director forms part of this annual report.

### VIII. Means of Communication:

During the year, quarterly unaudited financial results with Limited Review Report and annual audited financial results of the Company with Auditors' Report thereon were submitted to the stock exchanges upon their approval by the Board of Directors. The Company publishes its' financial results in two daily newspapers having wider circulation. The Company's official website, [www.pervasivecommodities.com](http://www.pervasivecommodities.com) also displays the official news releases of relevance and presentations for investors, in addition to the financial results.

The Company will be sending soft copies of Annual Report for the FY 2015-16 to those shareholders whose email IDs are registered with the Depository Participants (DPs) and / or with the Company's Registrar and Share Transfer Agent, unless they have opted for a physical copy, to support the "Green Initiative in Corporate Governance", an initiative taken by the Ministry of Corporate Affairs.

### IX. General Shareholder Information:

#### a) Annual General Meeting Details

31<sup>st</sup> Annual General Meeting

**Date** : 30/09/2016, Friday.  
**Time** : 10.00 a.m.  
**Venue** : 306, Sarthik Complex, Nr. Fun Republic,  
Iscon Cross Road, Satellite, Ahmedabad - 380015

#### b) Financial Year [Tentative]:

Financial year : 01/04/2016 to 31/03/2017  
- Results for the quarter ending on June 30, 2016 : Second week of August, 2016.  
- Results for the quarter ending on September 30, 2016 : Second week of November, 2016.  
- Results for the quarter ending on December 31, 2016 : Second week of February, 2017.  
- Results for the quarter ending on March 31, 2017 : Last week of May, 2017.

#### c) Date of Book closure:

The Share Transfer Books of the Company shall remain closed from 26<sup>th</sup> September 2016 to 30<sup>th</sup> September 2016. (Both the days inclusive.)

#### d) Dividend Payment Date: The Board of Directors does not recommend any Dividend.

**e) Listing on Stock Exchanges:**

1) The Stock Exchange, Mumbai - 517172

Annual Listing Fees to BSE Ltd have been paid on time. The Company has established Demate Connectivity with NSDL and CDSL both. ISIN – INE443P01012.

**Market Price Data and Performance:**

Month	High	Low	Volume	Price of SEL	BSE Sensex
June 2014	9.15	9.15	100	9.15	

After June 2014, no trade has taken place in the scrip of Company and hence no records disclosed.

Distribution of Shareholding as on 31<sup>st</sup> March 2016.

**By size of shareholding:**

Nos. of shares	Nos. of shareholders	% of shareholders	Nos. of shares	% of shareholding
Up to 500	362	72.84	6590	6.92
501 to 1000	49	9.86	4600	4.83
1001 to 2000	36	7.24	5660	5.94
2001 to 3000	12	2.41	2950	3.10
3001 to 4000	5	1.01	1800	1.89
4001 to 5000	10	2.01	4705	4.94
5001 to 10,000	5	1.01	3000	3.15
10001 above	18	3.62	65915	69.23
	497	100.00	95,220	100.00

**By Category of shareholders:**

Sr. No	Category	Nos. of Shares	% of Capital	Nos. of Shareholders	% of Shareholders
1	Individual	27270	28.64	446	89.74
2	Bodies Corporate	30160	31.67	4	0.80
3	Promoter	27135	28.50	44	8.85
4	Nationalized Banks	8660	9.09	2	0.40
5	Hindu Undivided Family	1995	2.10	1	0.20
		95,220	100.00	497	100.00

**Dematerialization of shares and liquidity:**

Equity shares of the Company can be traded in dematerialized form by the investors. The Company has established connectivity with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Demat security (ISIN) code for the equity shares is INE443P01012.

**Outstanding GDRs / ADRs / Warrants and other convertible instruments etc.**

The Company has not issued any ADR, GDR or convertible instruments till date.

**Registered office and Correspondence Address:**

The stakeholders may approach the company on:

**Pervasive Commodities Limited**

306, Sarthik Complex, Nr. Fun Republic, Iscon Cross Road, Satellite, Ahmedabad – 380015.

Email id: [pervasivecommodities@gmail.com](mailto:pervasivecommodities@gmail.com)

website: [www.pervasivecommodities.com](http://www.pervasivecommodities.com)

**Registrar & Transfer Agents:**

The Company has appointed Registrar & Transfer Agent. All the share transfer related work is being carried out by the Registrar & Transfer Agent. The details of Registrar and Share Transfer Agent are as under:

**Accurate Securities and Registry Pvt. Ltd.**

23, 3<sup>rd</sup> Floor, Sarthik Complex,

Nr. Fun Republic, Satellite,

Ahmadabad – 380015

(o) 079 – 69430071 -76

Email id: [accuratesecuritiesrta@gmail.com](mailto:accuratesecuritiesrta@gmail.com)

Website: [www.accuratesecurities.com](http://www.accuratesecurities.com)

**For and on behalf of the Board  
Pervasive Commodities Ltd .**

**Jitendra Mehta  
Managing Director**

**Place: Ahmedabad**

**Date: 01/09/2016**

## **DECLARATION BY THE MD / CFO**

We hereby certify that:

A. We have reviewed Financial Statements and the Cash Flow Statement for the year ended 31<sup>st</sup> March, 2016 and to the best of our knowledge and belief:

- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii. These statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;

B. To the best of our knowledge there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct and no instances of fraud took place;

C. We accept responsibility for establishing and maintaining internal controls for financial reporting.

We have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and have taken steps to rectify the same, wherever found;

D. We have indicated to the Auditors and the Audit Committee;

- i. Significant changes in internal control over financial reporting during the year;
- ii. Significant changes in accounting policies, if any, have been disclosed in the notes to the financial statements;
- iii. instances of significant fraud and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**Place: Ahmedabad**  
**Date: 01/09/2016**

**Jitendra Mehta**  
**Managing Director**

## **AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

The Members of  
**Pervasive Commodities Limited**  
Ahmedabad.

We have examined the compliance of the conditions of Corporate Governance by Pervasive Commodities Limited for the year ended 31st March, 2016, as stipulated in regulations of SEBI (LODR) Regulations relating to the Corporate Governance of the said Company.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Regulations.

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

**Place: Ahmedabad**  
**Date: 01/09/2016**

**For, Jignesh Domadiya & Co.**  
**Chartered Accountants**  
**Firm Reg. No.: 131400W**

**Jignesh Domadiya**  
**(Proprietor)**  
**M. No.: 136708**

## PERVASIVE COMMODITIES LIMITED

Financial Year : 2015-16  
Assessment Year : 2016-17

### Auditor :



Mo No. 91 9925033716

FRN 131400W, M No. 136708

**JIGNESH DOMADIYA & CO**

Chartered Accountants

204, RAJKAMAL - A, OPP SAKAR-III, NR C U SHAH

COLLEGE, INCOME TAX, AHMEDABAD - 380014





9925033716

**JIGNESH DOMADIYA & CO.**

Chartered Accountants

204, RAJKAMAL - A, OPP SAKAR-III,  
NR C U SHAH COLLEGE, INCOME TAX,  
AHMEDABAD - 380014

## INDEPENDENT AUDITOR'S REPORT

To,

The Members of,

**PERVASIVE COMMODITIES LIMITED**

### REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of PERVASIVE COMMODITIES LTD, which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### AUDITOR'S RESPONSIBILITY

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

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

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

#### OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its LOSS and its cash flows for the year ended on that date.

#### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by The Companies (Auditors' Report) order 2016 issue by the Central Government of India in terms of section 143(11) of the Act (here in refer to as the "ORDER") and on the basis of such check of the books and records of the Company as we considered appropriate and according to the information and explanation given to us, we give in Annexure a statement on the matters specified in paragraph 3 and 4 of the order.

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'.

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

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company does not have any, on long-term contracts including derivative contracts.
- iii. There is no amount required to be transferred, to the Investor Education and Protection Fund by the Company.

For, JIGNESH DOMADIYA & CO.

Chartered Accountants

JIGNESH J DOMADIYA

Proprietor

M.No. 136708

FRN : 131400W

Place : Ahmedabad

Date : 30/05/2016

**ANNEXURE REFERRED TO IN PARAGRAPH 1 OF THE AUDITOR'S REPORT ON ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2016**

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report to the extent:

- (i) The Company Does not have any fixed assets. So clause (a), (b) & (c) are not applicable to the company.
- (ii) The inventories have been physically verified by the management at reasonable interval. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification.
- (iii) As explained to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. So clause (a), (b) & (c) are not applicable to the company.
- (iv) According to the information and explanations given to us, Company has not provide any loans, investments, guarantees and security as per provision of section 185 and 186 of companies act, 2013. Therefore, the provision of clause (iv) of the Companies (Auditor's Report) Order, 2016 are not applicable to the company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits in contravention of Directives issued by Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal..
- (vi) It has been explained to us that the maintenance of cost records has not been prescribed under section 148(1) of the companies act, 2013.
- (vii) a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Service Tax, Duty of Customs, Duty of Excise, VAT, Cess and any other statutory dues, to the extent applicable, have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2016 for a period of more than six months from the date they become payable;  
b. According to the information and explanations given to us, there are no dues of sales tax, income tax, custom duty, wealth tax, excise duty and Cess which have not been deposited on account of any dispute.
- (viii) Based on our audit procedures and according to information & explanation given to us, we are of the opinion that Company has not defaulted in repayment of dues to financial institutions, banks & government. The Company has not issued any debentures.
- (ix) Company has not raised any money through initial public offer or further public offer (including debt instrument) and term loans.
- (x) Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the course of our audit that causes the financial statements to be materially misstated.
- (xi) The Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

- (xii) Company is not a Nidhi Company, so Nidhi Rules, 2014 are not applicable to it. Therefore, the provisions of clause (xii) of the Companies (Auditor's Report) Order, 2016 are not applicable to the company.
- (xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013. All the details have been disclosed in the Financial Statements as required under Accounting Standard 18, related party disclosure specified under section 133 of the act, read with rule 7 of the Companies (Accounts) Rules, 2014.
- (xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) According to the information and explanations given to us, company has not entered into any non-cash transactions with directors or person connected with him.
- (xvi) Company is not required to be registered under section 45-IA of the Reserve Bank Of India Act, 1934.

For, JIGNESH DOMADIYA & CO.

Chartered Accountants

JIGNESH J DOMADIYA

Proprietor

M.No. 136708

FRN : 131400W

Place : Ahmedabad

Date : 30/05/2016

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

Referred to paragraph (f) of the Independent Auditor's report of even date to the members of PERVASIVE COMMODITIES LTD. for the year ended March 31, 2016

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

We have audited the internal financial controls over financial reporting of PERVASIVE COMMODITIES LTD. as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

### **Auditors' Responsibility**

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

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

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

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

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

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

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, JIGNESH DOMADIYA & CO.

Chartered Accountants

JIGNESH J DOMADIYA

Proprietor

M.No. 136708

FRN : 131400W

Place : Ahmedabad

Date : 30/05/2016

# PERVASIVE COMMODITIES LIMITED

306, SARTHIK COMPLEX, ISCON CROSS ROAD NR FUN REPUBLIC, SATELLITE AHMEDABAD-380015

## BALANCE SHEET FOR THE PERIOD 1st APRIL, 2015 TO 31st MARCH, 2016

PARTICULARS	REFER NOTE NO.	31.03.16 Rs.	31.03.15 Rs.
<b>EQUITY AND LIABILITIES</b>			
SHAREHOLDER'S FUNDS			
Share Capital	2	952,200	9,522,000
Reserves & Surplus	3	(1,496,143)	(8,324,906)
SHARE APPLICATION MONEY PENDING ALLOTMENTS			
NON CURRENT LIABILITES			
Long Term Borrowings	4	3,340,265	-
Deferred Tax Liabilities (Net)		-	-
Other Long Term Liabilities		-	-
Long Term Provisions		-	-
CURRENT LIABILITIES			
Short Term Borrowings		-	-
Trade Payables	5	705,718	1,094,038
Other Current Liabilities			
Short Term Provisions	6	2,652	1,100
<b>TOTAL</b>		<b>3,504,692</b>	<b>2,292,232</b>
<b>ASSETS</b>			
NON CURRENT ASSETS			
Fixed Assets			
Tangible Assets		-	-
Intangible Assets		-	-
Capital Work-in-Progress		-	-
Intangible Assets Under Development		-	-
Non Current Investments		-	-
Deferred Tax Assets (Net)		-	-
Long Term Loans and Advances	7	14,870	915,025
Other Non Current Assets		-	-
CURRENT ASSETS			
Current Investments		-	-
Inventories	8	-	567,622
Trade Receivables	9	3,048,883	147,205
Cash and Cash Equivalents	10	398,442	537,374
Short Term Loans and Advances	11	42,497	125,006
Other Current Assets		-	-
Preliminary Expenses		-	-
<b>TOTAL</b>		<b>3,504,692</b>	<b>2,292,232</b>
Significant Accounting Policies	1		

The accompanying notes form an integral part of these financial statements.

For, JIGNESH DOMADIYA & CO.  
Chartered Accountants

For and on behalf of the Board  
PERVASIVE COMMODITIES LIMITED

JIGNESH J DOMADIYA  
Proprietor  
M.No. 136708  
FRN : 131400W

Jitendra C Mehta      Bhavin A Patel  
Director                      Director  
Place : Ahmedabad  
Date : 30/05/2016



# PERVASIVE COMMODITIES LIMITED

306, SARTHIK COMPLEX, ISCON CROSS ROAD NR FUN REPUBLIC, SATELLITE AHMEDABAD-380015

## STATEMENT OF PROFIT AND LOSS FOR THE PERIOD 1st APRIL, 2015 TO 31st MARCH, 2016

PARTICULARS	REFER NOTE NO.	31.03.16 Rs.	31.03.15 Rs.
1. Revenue from Operations	12	3,411,367	1,576,550
2. Other Income	13	67,660	346,691
<b>3. TOTAL REVENUE (1+2)</b>		<b>3,479,027</b>	<b>1,923,241</b>
<b>4. Expenses</b>			
Cost of Materials Consumed	14	554,070	440,972
Purchase of Stock-in-Trade	15	2,862,652	-
Changes in Inventories of Stock-in-Trade	16	20,600	105,448
Employee Benefits Expense	17	1,032,539	1,423,524
Finance Costs	18	49,022	12,773
Depreciation & Amortization Expense	19	-	98,547
Administration & Other Expense	20	701,181	1,938,599
Prior Period Items (Net)			
<b>TOTAL EXPENSES</b>		<b>5,220,064</b>	<b>4,019,863</b>
<b>5. Profit before Exceptional &amp; Extraordinary Items and Tax (3-4)</b>		<b>(1,741,037)</b>	<b>(2,096,622)</b>
6. Exceptional Items		-	-
<b>7. Profit before Extraordinary Items and Tax (5-6)</b>		<b>(1,741,037)</b>	<b>(2,096,622)</b>
8. Extraordinary Items		-	-
<b>9. Profit Before Tax (7-8)</b>		<b>(1,741,037)</b>	<b>(2,096,622)</b>
10. Tax Expense			
- Current Tax		-	-
- Deferred Tax		-	-
		-	-
		-	-
<b>PROFIT / (LOSS) FOR THE PERIOD (9-10)</b>		<b>(1,741,037)</b>	<b>(2,096,622)</b>
Earning Per Equity Shares			
Basic		(18.28)	(2.10)
Diluted		-	-

For, JIGNESH DOMADIYA & CO.  
Chartered Accountants

For and on behalf of the Board  
**PERVASIVE COMMODITIES LIMITED**

JIGNESH J DOMADIYA  
Proprietor  
M.No. 136708  
FRN : 131400W

Jitendra C Mehta      Bhavin A Patel  
Director                      Director  
Place : Ahmedabad  
Date : 30/05/2016

**PERVASIVE COMMODITIES LIMITED**

306, SARTHAK COMPLEX, ISCON CROSS ROAD NR FUN REPUBLIC, SATELLITE AHMEDABAD-380015

**Cash Flow Statement for the year ended on 31st March 2016**

A	CASH FLOW FROM OPERATING ACTIVITIES	AS AT 31/03/2016	AS AT 31/03/2015
	Net Profit Before Tax	(1,741,037)	(2,096,622)
	Adjustments for:		
	Depreciation & Amortisation	0	98,547
	(Profit) / loss on sale / write off of assets	0	544,641
	Interest Expenses	49,022	12,773
	Interest Income	(67,410)	(346,965)
	Dividend Income	0	308,996
	<b>Operating Profit before Working Capital Changes</b>	<b>(1,759,425)</b>	<b>(1,787,626)</b>
	Adjustments for:		
	Decrease/(Increase) in Receivables	(2,901,678)	271,679
	Decrease/(Increase) in Loans & Advances	982,664	(761,036)
	Decrease/(Increase) in Inventories	567,622	217,830
	Increase/(Decrease) in Payables	(386,768)	571,801
	<b>Cash generated from operations</b>	<b>(3,497,585)</b>	<b>(1,487,352)</b>
	Income Tax paid		
	<b>Net Cash flow from Operating activities</b>	<b>(3,497,585)</b>	<b>(1,487,352)</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Other Non Current Assets	0	0
	Proceeds from sale of fixed assets	0	200,000
	Interest Income	67,410	346,965
	Dividend Income	0	0
	<b>Net Cash used in Investing activities</b>	<b>67,410</b>	<b>546,965</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Proceeds from Long term Borrowings	3,340,265	0
	(Increase) / Decrease in Long Term Loan & Advances	0	0
	Interest Expenses	(49,022)	(12,773)
	Increase in Share Capital	0	649,000
	<b>Net Cash used in financing activities</b>	<b>3,291,243</b>	<b>636,227</b>
	<b>Net increase/(Decrease) in cash &amp; Cash Equivalents</b>	<b>(138,933)</b>	<b>(304,160)</b>
	Cash and Cash equivalents as at 01.04.2015	537,374	841,534
	<b>Cash and Cash equivalents as at 31.03.2016</b>	<b>398,441</b>	<b>537,374</b>
	<b>Cash &amp; Cash Equivalents</b>	<b>As on 31.03.2016</b>	<b>As on 31.03.2015</b>
	Cash in Hand	229,685	2,717
	Balances with banks in current accounts	118,756	(6,343)
	Fixed Deposits with Bank	50,000	541,000
	<b>Cash &amp; Cash equivalents as stated 31.03.2016</b>	<b>398,442</b>	<b>537,374</b>

**NOTES :**

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on "Cash Flow Statement" issued by ICAI.

2. The previous year figures have been regrouped/restated wherever necessary to confirm to this year's classification.

For, JIGNESH DOMADIYA & CO.  
Chartered Accountants

For and on behalf of the Board  
PERVASIVE COMMODITIES LIMITED

JIGNESH J DOMADIYA  
Proprietor  
M.No. 136708  
FRN : 131400W

Jitendra C Mehta      Bhavin A Patel  
Director                      Director  
Place : Ahmedabad  
Date : 30/05/2016

## NOTE - 1 : SIGNIFICANT ACCOUNTING POLICIES

### 1 BASIS OF ACCOUNTING

- a These financial statements have been prepared on accrual basis under the historical cost convention in accordance with the generally accepted accounting principles in India and comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) of Companies Act, 1956 (Companies (Accounting standards) Rules 2006, as amended) and other relevant provisions of the Companies Act, 2013.
- b All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Revised Schedule VI to the Companies Act, 2013. Based on the nature of operations, and time between the procurement of materials and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

### 2 USE OF ESTIMATES

The preparation of the financial statements in conformity with generally accepted accounting principles, Accounting Standards notified under Section 133 of the Companies Act, 2013 and the relevant provisions thereof, requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of liabilities as at the date of financial statements and reported amounts of income and expenditure during the period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

### 3 INCOME & EXPENDITURE

Accounting of Income & Expenditure is done on accrual basis

### 4 INVENTORIES

Inventories are valued at the lower of cost and net realisable value. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to its location and includes, where applicable, appropriate overheads based on normal level of activity. Interest costs are not included in value of inventories. Obsolete, slow moving and defective inventories are identified at the time of physical verification of inventories and where necessary, provision is made for such inventories. Net realisable value is estimated selling price in the ordinary course of business less estimated cost of completion and selling expenses.

5 SALES

Sales are exclusive of Sales Tax and after deducting discounts. Discounts are recognized when substantially all conditions appurtenant thereto have been fulfilled.

6 EMPLOYEE BENEFITS

A) Short term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

B) Gratuity liability has not been provided.

7 PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

8 Unless specifically stated to be otherwise, these policies are consistently followed.

## NOTES TO THE FINANCIAL STATEMENTS

PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 2 : SHARE CAPITAL</b>		
EQUITY SHARE CAPITAL		
Authorised		
10,00,000 Equity Share of par value of Rs. 10 each	10,000,000	10,000,000
Issued, Subscribed & Fully Paid Up		
95220 Equity Share of par value of Rs. 10 each	952,200	9,996,000
Subscribed & Fully Paid Up		
95220 Equity Share of par value of Rs. 10 each	952,200	9,996,000
Forfeited & Unissued Shares		
47400 Equity Share of par value of Rs. 5 each	-	474,000
<b>TOTAL</b>	<b>952,200</b>	<b>9,522,000</b>

The Company has only one class of Equity Shares having a par value of Rs. 10/- per share, each shareholder is eligible for one vote per share without restriction and are entitled to dividend, as and when declared. All Shares rank equally with regard to Company's residual assets.

**Reconciliation of the No of shares and amount outstanding at the beginning and at the end of the reporting period:**

PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
Opening Balance		
Number of Shares	952200	999600
Amount (Rs)	9522000	9996000
Other Changes		
Number of Shares	-856980	-47400
Amount (Rs)	-8569800	-474000
Closing Balance		
Number of Shares	95220	952200
Amount (Rs)	952200	9522000

The Details of Shareholders holding more than 5% shares as at 31.03.2016

is setout below:

Name of Shareholder	No of Share as at 31.03.2016	%
Enigma Merchants LLP	23345	24.52
Jitendra C Mehta	6390	6.71
Micra Investment S A	6000	6.30
Hasmukh R Modi	5600	5.88
Shirish G Patel	5670	5.95

PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 3 : RESERVES &amp; SURPLUS</b>		
(I) STATE CASH SUBSIDY FOR INVESTMENT IN FIXED ASSETS		
Opening balance	1,182,728	1,182,728
Add: Additions / transfers during the year	---	---
Less: Utilisations / transfers during the year	1,182,728	---
Closing balance	---	1,182,728
(II) INVESTMENT ALLOWANCE UTILISED RESERVE		
Opening balance	213,276	213,276
Add: Additions / transfers during the year	---	---
Less: Utilisations / transfers during the year	213,276	---
Closing balance	---	213,276
(II) CAPITAL RESERVE		
Opening balance	237,000	---
Add: Additions / transfers during the year	1,148,344	237,000
Less: Utilisations / transfers during the year	---	---
Closing balance	1,385,344	237,000
(IV) Surplus/(Deficit) in Statement of Profit & Loss		
As per last Balance Sheet	(9,957,910)	(7,861,288)
Add : Profit/(Loss) for the year from Profit & Loss Statement	(1,741,037)	(2,096,622)
Less : Written Off in Capital Reduction	(8,817,460)	-
Closing Balance	(2,881,487)	(9,957,910)
<b>TOTAL</b>	<b>(1,496,143)</b>	<b>(8,324,906)</b>

PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 4 : LONG TERM BORROWINGS</b>		
Unsecured Loan		
Inter Corporate Deposits		
S J Infratech Pvt Ltd	3,340,265	-
<b>TOTAL</b>	<b>3,340,265</b>	<b>-</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 5 : TRADE PAYABLES</b>		
Sundry Creditors for Goods	(294,215)	7,763
Sundry Creditors for Expenses	999,933	1,086,275
<b>TOTAL</b>	<b>705,718</b>	<b>1,094,038</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 6 : SHORT TERM PROVISIONS</b>		
TDS Payable	-	1,100
VAT Payable	2,052	-
Professional Tax Payable	600	-
<b>TOTAL</b>	<b>2,652</b>	<b>1,100</b>

PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 7 : LONG TERM LOANS &amp; ADVANCES</b>		
UNSECURED CONSIDERED GOOD		
Security Deposits	14,870	15,025
Anax Reality Pvt Ltd	-	900,000
<b>TOTAL</b>	<b>14,870</b>	<b>915,025</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 8 : INVENTORIES</b>		
Raw Materials	-	528,461
Stores & Spares	-	11,708
Packing Materials	-	6,853
Work In Progress	-	20,600
<b>TOTAL</b>	<b>-</b>	<b>567,622</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 9 : TRADE RECEIVABLE</b>		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Unsecured, considered good	-	14,362
Other Trade receivables		
Unsecured, considered good	3,048,883	132,843
<b>TOTAL</b>	<b>3,048,883</b>	<b>147,205</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 10 : CASH AND CASH EQUIVALENTS</b>		
Cash on Hand	229,685	2,717
Current Account:		
In current accounts	59,434	19,363
In deposit accounts - Bank FDRs	50,000	541,000
Balances held as security against OD facility	59,323	(25,706)
<b>TOTAL</b>	<b>398,442</b>	<b>537,374</b>



PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 11 : SHORT TERM LOANS &amp; ADVANCES</b>		
Prepaid expenses - Unsecured, considered good	-	4,167
Balances with government authorities		
Unsecured, considered good		
TDS Receivable on FDR Interest	2,906	10,859
TDS Receivable on Service Charges	21,425	30,636
Other loans and advances (Interest Receivable on Bank FDRs)		
Secured, considered good	18,166	66,344
Other loans and advances (to employees)	-	13,000
<b>TOTAL</b>	<b>42,497</b>	<b>125,006</b>

PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 12 : REVENUE FROM OPERATION</b>		
Sales of Goods	3,384,480	1,503,950
Service Charges Income	26,887	72,600
<b>TOTAL</b>	<b>3,411,367</b>	<b>1,576,550</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 13 : OTHER INCOME</b>		
<b>OTHER NON-OPERATING INCOME</b>		
Interest income on Bank Fixed Deposits	66,710	89,973
Kasar	250	-
Exchange Rate Difference	-	(274)
Interest income on IT Refund	700	5,992
Interest income on Partly Paid Shares	-	251,000
<b>TOTAL</b>	<b>67,660</b>	<b>346,691</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 14 : COST OF MATERIAL CONSUMED</b>		
Opening Stock	547,022	659,404
Add : Purchases	7,048	328,590
	554,070	987,994
Less : Closing Stock	-	547,022
<b>TOTAL</b>	<b>554,070</b>	<b>440,972</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 15 : PURCHASE OF STOCK-IN-TRADE</b>		
Purchases	2,862,652	-
<b>TOTAL</b>	<b>2,862,652</b>	<b>-</b>

PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 16 : CHANGES IN INVENTORIES OF STOCK-IN-TRADE</b>		
Closing Stock of Work In Progress	-	20,600
Less : Opening Stock of Work In Progress	20,600	126,048
<b>TOTAL</b>	<b>(20,600)</b>	<b>(105,448)</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 17 : EMPLOYEE BENEFITS EXPENSE</b>		
Salary and Wages	908,578	1,247,229
Contributions to Provident and other Funds	123,961	173,297
Staff Welfare Expenses	-	2,998
<b>TOTAL</b>	<b>1,032,539</b>	<b>1,423,524</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 18 : FINANCE COSTS</b>		
Interest on Bank O/D Facility	13,757	12,773
Interest on Loans	35,265	-
<b>TOTAL</b>	<b>49,022</b>	<b>12,773</b>
PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 19 : DEPRECIATION &amp; AMORTIZATION EXPENSE</b>		
Depreciation	-	98,547
<b>TOTAL</b>	<b>-</b>	<b>98,547</b>

PARTICULARS	31.03.16 Rs.	31.03.15 Rs.
<b>NOTE - 20 : ADMINISTRATION &amp; OTHERS EXPENSES</b>		
Bank Charges	1,733	-
CDSL Fees	18,240	-
Depository Charges	12,023	-
ROC Fees	25,400	-
Publication Expenses	12,098	-
Share Transfer Agent Fees	52,530	-
Professional Tax	2,400	-
Sitting Fees	6,000	-
Website Expenses	12,802	-
Power and Fuel	32,265	54,226
Repairs and Maintenance - Building	1,814	35,960
Repairs and Maintenance - Others	4,719	22,465
Insurance Expenses	-	16,346
Communication Expenses	40,632	46,924
Travelling and Conveyance Expenses	60,446	102,482
Printing and Stationery Expense	18,390	18,350
Legal and Professional Expense	41,000	536,006
Payments to Auditors	18,000	18,260
Bad trade and other receivables, loans and advances written off	-	12,403
Selling Expenses	-	10,000
Advertisement Expense	18,067	37,763
Vehicle Expense	24,120	38,351
Entertainment Expense	13,883	32,347
Listing Fees	249,720	213,484
BSE Fees	29,748	-
Technical Consultancy Charges	-	98,000
Miscellaneous Expenses	1,978	33,163
Freight Expenses	3,174	12,675
Rent Expenses	-	7,000
Loss on Sale of Fixed Assets	-	544,641
Servicing Expenses	-	47,753
<b>TOTAL</b>	<b>701,181</b>	<b>1,938,599</b>

## NOTE - 21 : OTHER NOTES

### NOTES TO ACCOUNTS

- 1 SALARY INCLUDES FOLLOWING REMUNERATION TO THE MANAGING DIRECTOR, JT. DIRECTOR & WHOLE TIME DIRECTOR

PARTICULARS	31.03.16	31.03.15
Salary	346,000	33,400

- 2 AUDITOR'S REMUNERATION

PARTICULARS	31.03.16	31.03.15
Company Audit Fees	18,000	18,260
Other Matters	-	-

- 3 DUES TO SMALL, MICRO & MEDIUM ENTERPRISES #

PARTICULARS	31.03.16	31.03.15
1. Principal amount due and remaining unpaid	-	-
2. Interest due on (1) above and the unpaid interest	-	-
3. Interest paid on all delayed payments under MSMED Act	-	-
4. Payment made beyond the appointed date during the year	-	-
5. Interest due and payable for the period of delay other than (3) above	-	-
6. Interest accrued and remaining unpaid	-	-
7. Amount of further interest remaining due and payable in succeeding years	-	-

# The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 are as per available information with the Company

# The assessee has explained that relevant details of registration under MSMED Act 2006 are not furnished by the vendor and hence not reported

- 4 Balances of certain debtors, creditors, loans and advances are subject to confirmation.
- 5 In the opinion of the Management current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated except where indicated otherwise.

- 6 RELATED PARTY DISCLOSURES

In accordance with the Accounting Standards (AS-18) on Related Party Disclosures, where control exists and where key management personnel are able to exercise significant influence and, where transactions have taken place during the year, alongwith description of relationship as identified, are given below:-

A) Relationships

1) Key Management Personnel

Name	Designation
Jitendra C Mehta	Director

2) Associates / Enterprises over which key management personnel are able to exercise significant influence

Name	Designation
Nil	

B) The following transactions were carried out with related parties in the ordinary course of business

Related Party Transactions	Name	Key Management Personnel & Relatives	Others
Managerial Remuneration	Jitendra C Mehta	346000	Nil
Director's Perquisites	Jitendra C Mehta	178478	Nil

7 EARNINGS PER SHARE (EPS) - The numerators and denominators used to calculate Basic and Diluted Earning per share:

PARTICULARS	31.03.16	31.03.15
Profit / (Loss) attributable to the Equity Shareholders - (A)	(1,741,037)	(2,096,622)
Basic/ Weighted average number of Equity Shares outstanding during the year (B)	95,220	999,600
Nominal value of Equity Shares (Rs)	10	10
Basic/Diluted Earnings per share (Rs) - (A)/(B)	(18.28)	(2.10)
Calculation of profit attributable to Shareholders		
Profit / (Loss) Before Tax	(1,741,037)	(2,096,622)
Less : Income Tax/Wealth Tax Adjustment	-	-
Less : Income Tax Provision	-	-
Less : Deferred Tax Provision	-	-
Profit / (Loss) attributable to Shareholders	(1,741,037)	(2,096,622)

Signature to the Schedule 1 to 20

In terms of our report of even date annexed

For, JIGNESH DOMADIYA & CO.

Chartered Accountants

For and on behalf of the Board

PERVASIVE COMMODITIES LIMITED

JIGNESH J DOMADIYA

Proprietor

M.No. 136708

FRN : 131400W

Jitendra C Mehta

Director

Bhavin A Patel

Director

Place : Ahmedabad

Date : 30/05/2016

**Pervasive Commodities Limited**  
**(Earlier known as Starvox Electronics Ltd)**

306, Sarthik Complex, Nr Fun Republic,  
Iscon Cross Road, Satellite, Ahmedabad – 15.  
Email id: [pervasivecommodities@gmail.com](mailto:pervasivecommodities@gmail.com)  
Website: [www.pervasivecommodities.com](http://www.pervasivecommodities.com)  
CIN: L32100GJ1986PLC008539

31<sup>ST</sup> Annual General Meeting – 30<sup>th</sup> September 2016

**ATTENDANCE SLIP**

This attendance slip duly filled in is to be handed over at the entrance of the meeting hall.

For Demat Shares

For physical Shares

DP ID:	Regd. Folio No:
Client ID:	Nos. of shares held:

Full Name of the Member attending: \_\_\_\_\_

Name of the proxy: \_\_\_\_\_

(To be filled in if proxy has been duly deposited with the Company)

I, hereby record my presence at the 31<sup>st</sup> Annual General Meeting of the company to be held on Friday, 30<sup>th</sup> September 2016 at 10.00 a.m. at 306, Sarthik Complex, Nr. Fun Republic, Iscon Cross Road, Satellite, Ahmedabad – 380015.

\_\_\_\_\_  
(Members' / Proxy's signature)

(To be signed at the time of handing over this slip)

\*Persons attending the Annual General Meeting are required to bring their Annual Report.

**Pervasive Commodities Limited**  
**(Earlier known as Starvox Electronics Ltd)**

306, Sarthik Complex, Nr Fun Republic,  
Iscon Cross Road, Satellite, Ahmedabad – 15.

Email id: [pervasivecommodities@gmail.com](mailto:pervasivecommodities@gmail.com)

Website: [www.pervasivecommodities.com](http://www.pervasivecommodities.com)

CIN: L32100GJ1986PLC008539

31<sup>ST</sup> Annual General Meeting – 30<sup>th</sup> September 2016

**PROXY FORM**

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

Name of the member (s): \_\_\_\_\_

Registered address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Folio No. / Client Id: \_\_\_\_\_

DP Id: \_\_\_\_\_

I/ We, being the member of \_\_\_\_\_ Equity shares of Pervasive Commodities Limited, hereby  
appoint:

Name:	Email id:
Address:	Signature:

Or failing him / her

Name:	Email id:
Address:	Signature:

Or failing him / her

Name:	Email id:
Address:	Signature:

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the  
31<sup>st</sup> **Annual General Meeting** of the Company, to be held on the Friday, 30<sup>th</sup> September, 2016 at 10.00  
a.m. at 306, Sarthik Complex, Nr. Fun Republic, Iscon Cross Road, Satellite, Ahmedabad – 380015 and at  
any adjournment thereof in respect of such resolutions as are indicated overleaf:



Sr. No	Resolution	Vote - Refer Note 4		
		For	Against	Abstain
	<b>ORDINARY BUSINESS</b>			
1	Adoption of the Financial Statements of the Company and reports of the Auditors and the Directors thereon.			
2	Reappointment of Mr. Gordhan Patel, a Director liable to retire by Rotation.			
3	Appointment of M/s Rakshit Shah & Co., Chartered Accountant, Ahmedabad as Statutory Auditor for FY 2016 17.			

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2016

Signature of Member(s)

Signature of Proxy Holder

<p>Affix Revenue Stamp of not less than Re. 1 /-</p>
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**Notes:**

1. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the 31<sup>st</sup> Annual General Meeting.
2. 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.
3. A Proxy need not be a member of the Company.
4. It is optional to indicate your preference. If you leave 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in any manner as he/she may deem appropriate.



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