

piccadily

5/09/2017

The Manager,
Listing Department
BSE Limited,
Phiroze Jeejee Bhoy Towers,
Dalal Street, Mumbai

Company No: 507498 (INE546C01010)

Regd: Notice of 24th Annual General Meeting, Annual Report and remote e-voting Instructions

Dear Sir,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of the Annual report for the financial year ended on 31/3/2017 (containing notice of 24th Annual General Meeting, Standalone Financial Statements, Directors & Auditors Report thereon and Corporate Governance Report, Management Discussion and Analysis Report and consolidated financial statements and Auditors report thereon

This is for your information please.

Thanking You,
Sincerely yours,
For Piccadily Sugar & Allied Industries Ltd


Group Secretary

Piccadily Sugar & Allied Industries Ltd.

CIN No. : L15424PB1993PLC013137

Regd. Office: Jakhall Road, Patran, Distt. Patiala (Punjab)-147001
Phone : +91-1764-242027, 242501

Corresp. Address : # 304, Sector 9-D, Chandigarh-160009 Ph.: 0172-4660993-994
Website : www.psailpatran.com E-mail : piccadilygroup34@rediffmail.com

**24th ANNUAL REPORT
2016-17**



**PICCADILY SUGAR &
ALLIED INDUSTRIES LTD.**

Board of Directors

Sh. Devinder Sharma, Wholetime Director & Chairman
Sh. Harvinder Singh Chopra, Director
Sh. Jai Parkash Kaushik, Director
Ms. Madhu Sharma, Director

DIN No

03264719
00129891
02354480
07149078

Auditors

M/s Jain & Associates
SCO: 819-820, Sector-22-A, Chandigarh.

Chief Financial Officer

Sh. Sunil Kumar

CIN No. : L15424PB1993PLC013137

Registrar & Share Transfer Agent

Abhipra Capital Ltd.
Ground Floor, Abhipra Complex, Dilkhush Industrial Area,
A-387, GT Karnal Road, Azadpur, Delhi-110033

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NOTICE

Notice is hereby given that the Twenty fourth Annual General Meeting of the members of Piccadilly Sugar & Allied Industries Limited will be held on Friday, 29th September 2017 at 11.00 A M at its Registered office. i.e. Jakhla Road, Patran, Distt. Patiala, Punjab to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt, the audited Financial Statements of the company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Sh. Devinder Sharma (DIN:03264719), who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment.
3. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution

"Resolved That pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s Aggarwal Sahil & Associates, Chartered Accountants, Chandigarh (Registration No.: 026978N) be and is hereby appointed as Statutory Auditor of the Company in place of M/s. Jain & Associates, Chartered Accountants, Chandigarh (Registration No.: 001361N), the retiring Statutory Auditor, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 29th Annual General Meeting of the Company, subject to ratification by the Members at every Annual General Meeting till the 29th Annual General Meeting, at such remuneration plus service tax as applicable and reimbursement of out-of-pocket expenses in connection with the audit as the Board of Directors may fix in this behalf."

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:-
"Resolved that pursuant to the provisions of Section 20 (2) and other applicable provisions of the Companies Act 2013, the Wholetime Director of the company be and is hereby authorised to determine the fee for delivery of any document as may be delivered by the company through a particular mode, as requested by the shareholders"

By Order of the Board of Directors & Chariman
Sd/-

Dated: 27/05/2017
Place: Patran, Patiala

Devinder Sharma
Wholetime Director & Chariman
(Din No :03264719)

Notes:-

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy so appointed need not be a member of the company. The instrument appointing Proxy should however be deposited at the Registered office of the company not less than 48 hours before the time and date fixed for the meeting.

A person can act as a Proxy on behalf of members not exceeding Fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as a Proxy for any other member.

A proxy form is attached to the Annual Report

2. The company has already notified closure of Register of members and Share Transfer Books from Friday, 22nd September to Friday, 29th September 2017 (both days inclusive) for purpose of Annual General Meeting.

3. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their depository participants with whom they are maintaining demat accounts. Members holding shares in physical form are requested to advise any change of address to the Company/Registrar and Share Transfer Agent.

4. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board resolution authorising their representative to attend and vote on their behalf at the meeting.

5. Members are requested to bring their attendance slip along with their copy of Annual report at the meeting.

6. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices, Circulars etc from the company electronically.

7. Members desiring of any information as regards to accounts are requested to write to the company at least Ten days in advance to enable the management to keep the information ready

8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository participants with whom they are maintaining their Demat Accounts. Members holding their shares in physical form can submit details to the Registrars and Transfer Agents M/S Abhipra Capital Ltd., Ground Floor, Abhipra Complex, Dilkhush Industrial Area, A-387, GT Karnal Road, Azadpur, Delhi-110033.

9. Members holding shares in physical form are requested to consider converting their holdings to dematerialised form to eliminate all risks associated with physical shares and for ease of portfolio management.

10. Additional information required to be furnished in respect of director seeking appointment/reappointment:

Sh. Devinder Sharma (DIN No.: 03264719) is a Graduate in Arts is having more than 26 years experience & has been associated with Hotel, Textile and Engineering Industry. He has got rich experience in project implementation, Marketing & Sales, Administration etc. He has been associated with the company from the last 6 years.

He has been managing the affairs of the company from the last 6 years with strong dedication and devotion.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution except Sh. Devinder Sharma, Director.

11. During the e voting period, members of the company holding shares either in physical form or dematerialised form as on cut-off-date i.e. 22nd September 2017 may cast their vote electronically. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the company as on the cut of date.

12. E-voting

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 & regulation 44 of the SEBI (Listing Obligations and Disclosure requirement) regulation 2015. The Company is pleased to provide its members facility to exercise their right to vote at the 24th Annual General Meeting (AGM) on the items mentioned in the notice by electronic means through e-voting Services provided by Central Depository Services Ltd (CDSL).

The instructions for shareholders voting electronically are as under:

(i) The voting period begins on 26/9/2017 (9.00 A.M) and ends on 28/9/2017 (5.00 P.M.) 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) i.e. 22/9/2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on Shareholders.

(v) 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.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

PAN	For Members holding shares in Demat Form and Physical Form Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	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. • 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 (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) 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.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xiii) 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.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) 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.

(xix) 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. Apple 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.

(xx) 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 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.

• 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 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.

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, under help section or write an email to helpdesk.evoting@cDSLindia.com toll free no: 1800-222-990

A. A person, whose name is recorded in the register of members or in the register beneficial owners maintained by the Depositories as on the cut of date only shall be entitled to avail the facility of remote e-voting / voting at the AGM through ballot paper.

B. The Chairman shall at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

C. The Scrutinizer shall after the conclusion of voting the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and shall may, not later than 3 days of the conclusion of the AGM, a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same & declare the result of the voting forthwith.

D. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.picagro.com and on the website of CDSL immediately after the declaration of result by the chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchange.

During the evoting period, members of the company holding shares either in physical form or dematerialised form as on the cut of date i.e. 22nd September 2017 may cast their vote electronically. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the company as on cut off date. As per Explanation (ii) of Rule 20 of the Companies (Management and Administration) Rules 2014, cut off date means a date not earlier than 7 days before the date of meeting.

13. Road Map for the Venue of 24th Annual General meeting is also provided in the report to assist the members for attending the meeting.

By Order of the Board of Directors
Sd/-
Devinder Sharma
Wholetime Director & Chairman

Dated: 27/05/2017
Place: Patran, Patiala

EXPLANATORY STATEMENT

Explanatory Statement for resolutions mentioned under item no 4 pursuant to section 102 of the Companies Act 2013 (hereinafter referred to as the "Act")

Item No 4

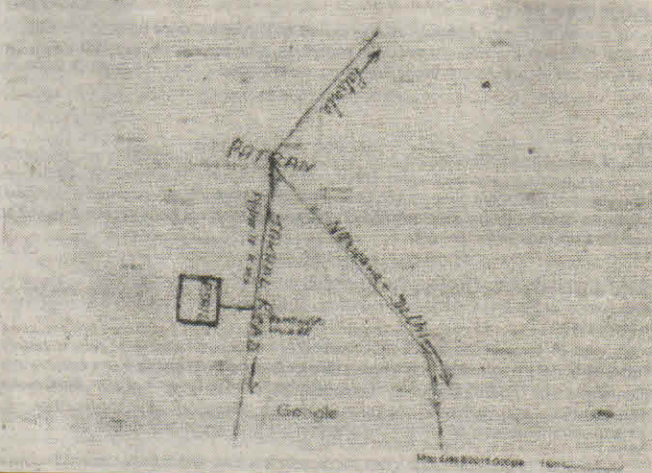
As per proviso to Section 20 (2) of the Companies Act, 2013, a shareholder may request delivery of any document as may be delivered by the company through a particular mode for which he shall pay such fee as may be determined by the Company in its Annual General Meeting. Since the cost of dispatch may vary from time to time and depending on the mode of dispatch, your director's recommends to authorize the Whole time Director to determine fee for delivery of any such documents through a particular mode as requested by the shareholder

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 4 of the Notice

By Order of the Board of Directors
Sd/-
Devinder Sharma
Wholetime Director & Chairman

Dated: 27/05/2017
Place: Patran, Patiala

Google Maps Patran



DIRECTOR'S REPORT

Dear Share Holders,

Your Directors have the pleasure in presenting their 24th Annual Report together with Audited Accounts of the Company for the year ended 31st March 2017

1. Financial Results :

Particulars	(Rs. in lacs)	
	31st March 17	31st March 16
Total Income	1053.38	1202.00
Increase/(decrease) of Stock in trade	274.07	(371.18)
Profit before Interest & Depreciation	289.70	279.64
Less : Interest	26.36	30.50
Depreciation	253.21	248.37
Profit/(Loss) before Tax	10.13	0.77
Provision for Tax/Deferred Tax	-	-
Net Profit/(Loss)	10.13	0.77
Transfer to General Reserve	10.13	0.77

2. Review of the Operations

A) Sugar Mill

Sugar Mill did not commence the crushing operations during the season 2016-17, due to adverse conditions prevailing in the entire state of Punjab.

B) Distillery

The Distillery has produced 260956 cases of Punjab Medium Liquor (PML). The Distillery recorded a turnover of Rs.794.40 Lacs in the financial year 2016-17. The sales of company as compared to the previous year, declined due to intense competition prevailing in the Liquor industry.

The company is establishing a new grain based Distillery Plant of 3 KLPD capacity at Bawal, Distt. Rewari Haryana. The Plant will be commissioned in the year 2017-18.

3. Share Capital

During the period under review the company has not issued any sweat equity, ESOP, Bonus shares, and/or Convertible debenture during the year..

4. Dividend

Your Directors have not recommended any dividend on the equity shares for the financial year ended March 31, 2017, due to accumulated Losses.

5. Directors & Key Managerial Personnel

Sh. Devinder Sharma, Director of the Company retires by rotation and is eligible for the reappointment.

The Independent Directors have submitted their disclosure to the Board that they fulfill all the requirements as to qualify as an independent director under section 149 (6) of the Companies Act 2013, 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Sh. Jatinder Singh, Chief Financial Officer resigned during the year and Sh. Sunil Kumar has been appointed Chief Financial Officer of the Company.

6. Number of meetings of the Board

During the year under review 4 (Four) meetings of the Board of Directors were held to transact the business of the company. The time gap between the two consecutive meetings was not exceeding 120 days. Details of the Board meetings including attendance of Directors at these meetings are provided in the Corporate Governance Report annexed to this report.

7. Board evolution

In a separate meeting of independent Directors, performance of nonindependent directors, performance of Board as a whole and performance of Chairman was evaluated. Based on such report of the meeting of independent Directors and taking into account the views of executive director and non executive director the Board had evaluated its performance on various perimeters such as Board composition and structure, effectiveness of board processes, effectiveness of flow of information, contributions from each directors etc.

8. Material Changes & commitment affecting the Financial position of the company

There are no material changes affecting the financial position of the company subsequent to the close of the financial year 2016-17 till the date of report.

9. Significant & material orders passed by the Regulators or Courts or Tribunals

There are no significant material orders passed by the regulators or Courts or Tribunal which would impact the going concern status of the company and its future operation. However, Members attention is drawn to the statement on Contingent Liabilities and commitments in the notes forming part of the financial statement.

10. Deposits

Your company has not accepted any deposits from the public during the year. Further there is not any non compliance of Chapter 5 of Companies Act 2013 and rules framed there under.

11. Risk Management

Your company carries out a periodical exercise to identify various risks involved in the business & operations of the company. After identification, such risks are assessed for the degree of risks involved and accordingly steps are taken to mitigate those risks. The objective of such exercise is to mitigate the probable adverse impact on business operations and thus enhance the competitiveness. The risk assessment process of the company defines the risk management approach at all levels across the organization including determination of the degree of risks and proper steps to be taken to avoid the probable harm. The Board is updated periodically on the risks identified and steps taken for mitigating them.

12. Auditors & Audit report

a. Statutory Auditors

M/s. Jain & Associates, Chartered Accountants Chandigarh, the Statutory Auditors of the Company, retire at the conclusion of this Annual General Meeting and The Board of Directors at its meeting held on 27th May, 2017 have recommended appointment of M/s Aggarwal Sahil & Associates., Chartered Accountants, Chandigarh (Registration No.: 026978N) as the Statutory Auditors of the Company in place of M/s. Jain & Associates, Chartered Accountants Chandigarh, existing Statutory Auditors of the company.

In terms of the provisions of Section 139 of Companies Act, 2013 M/s Aggarwal Sahil & Associates, Chartered Accountants have furnished a certificate that their appointment, if made will be within the limits prescribed under the said section of the Act. As required under regulation 33 of the SEBI (listing Obligations and Disclosure requirements) regulations 2015 they have also confirmed that they have hold a valid certificate issued by the Peer review Board of the Institute of Chartered Accountants of India.

The Notes on Financial statements referred to in the Auditors report are self explanatory and do not call any further comments.

b. Secretarial Auditors

Pursuant to the provisions of section 204 of the Companies Act, 2013 read with the Companies (Appointment and remuneration of Managerial Personnel) Rules 2014 the Board has appointed Mr. Kanwaljit Singh, Practicing Company Secretary as Secretarial Auditors of your company for the financial year 2017-2018. The Secretarial Audit report for the financial year 2016-17 is annexed to this report as Annexure-A

13. Amounts proposed to be carried to Reserves

Particulars of the amounts proposed to be carried to reserves have been covered as part of the financial performance of the company.

14. Conservation of Energy, Technology Absorption and Foreign Exchange earnings and outgo

As required under Section 134 (3)(m) of the Companies Act 2013 read with rule 8 of the Companies (Accounts) Rules 2014, the information relating to the conservation of the energy, technology absorption and foreign exchange earnings and outgo, is annexed and forms part of the report as per Annexure B.

15. Subsidiary

There is no subsidiary of your company & hence no consolidation is made.

16. Contracts or Arrangements with related Parties

Pursuant to section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules 2014, the Particulars of contracts or arrangements entered into by the company with related parties have been done at arm's length and are in the ordinary course of business. Hence, no particulars are being provided in Form AOC-2.

17. Particulars of Loans, Guarantees or Investments

Details of Loans, Guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements, and however there is no transaction during the year.

18. Internal Controls

The company's internal Control system is commensurate with its size, scale and complexities of its operations. The Audit committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control system and suggests improvements to strengthen the same. It also reviews the Internal Audit reports.

19. Change in the nature of business

During the year under review, there has been no change in the nature of business of the company.

20. Extract of Annual Return

The details forming part of the extract of the Annual return is given in Annexure C of this report.

21. Corporate Social Responsibility

The expenditure on the corporate social responsibility is not applicable on the company as there are no average profits during the last three preceding years.

22. Corporate Governance & Policies

Pursuant to regulation 34 (3) of SEBI (Listing obligation and disclosure requirements) 2015. Management discussion and Analysis, Corporate Governance Report and Auditors certificate regarding compliance of conditions of corporate governance are made part of the Annual Report as per Annexure D.

Your board has in accordance with the requirements of Companies Act 2013 & SEBI (Listing obligation and disclosures requirement) 2015 has adopted policies such as Related Party Transaction, Corporate Social Responsibility, Whistle Blower and Vigil Mechanism. These policies are available on the website of the company and can be viewed on www.psailpatran.com.

Your board has in accordance with the requirements of Companies Act 2013 & SEBI (Listing obligation and disclosure requirements) 2015, has formed Nomination & Remuneration Committee, Corporate Social Responsibility Committee, Audit Committee, & Stakeholders relationship Committee and details thereof are given in Annexure D.

23. Disclosure under the sexual harassment of women at workplace (Prevention, Prohibition and Redressal Act 2013)

During the year under review, there were no cases filed pursuant to the aforesaid Act

24. Information Pursuant to Rule 5 of the Companies (Appointment and remuneration of managerial personnel) Rules 2014

Sr. no	Information required	Input
1.	The ratio of the remuneration of each Director to the median remuneration of the employees of the company for the financial year.	Please refer Annexure E-1
2.	The percentage increase in remuneration of each Director, Chief Financial officer, Company Secretary or manager, if any in the financial year	Please refer Annexure E-2
3.	The percentage increase in the median remuneration of employees in the financial year.	(15.70)
4.	The number of permanent employees on the rolls of company	5
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	Average percentile decrease of 0.22% in salaries of managerial personnel: Average percentile increase in salaries of non managerial personnel: The salary decreases are a functions of various factors due to reduction in the staff as a cost cutting measure, industry trends economic situation, besides company performance. There are no exceptional circumstances for increase in the managerial remuneration.
6.	Affirmation that the remuneration is as per the remuneration policy of the company	The remuneration paid to the Directors is as per the remuneration policy of the company.
7.	Statement showing the name of every employee of the company who- (i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two Lakhs rupees. (ii) if employed for the part of financial year, was in receipt of remuneration for any part of that year at a rate which, in the aggregate was not less than eight lakhs and fifty thousands rupees per month. (iii) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, or as the case may be, at a rate, in the aggregate, is in excess of that drawn by the Managing Director or Whole-time Director or Manager and holds by himself or along with his spouse and dependent children not less than two percent of the equity shares of the company	Nil

Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. Remuneration policy is stated as per Annexure E-3

25. Director's Responsibility Statement

Pursuant to the requirement under section 134 (3) (c) and section 134(5) of the Companies Act 2013, your Directors hereby report that:

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- The Directors had selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable & prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit & Loss of the Company for the said period.
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The Directors have prepared the Annual Account ongoing concern basis.
- The Directors in the case of a listed company had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. Frauds Reported by Statutory Auditors

During the Financial Year under the view, the statutory auditors have not reported any frauds (under Sub-Section (12) of Section 143 of companies Act, 2013, other than those which were reportable to Central Govt.

27. Appreciation

Your Directors wish to place on record their appreciation towards the contribution of all the employees of the company and their gratitude to the company's valued customers, farmers, bankers, vendors, for their continued support and confidence in the company.

Place : Patran, Patiala
Date : 27/5/2017

For Piccadilly Sugar & Allied Industries Limited
Sd/-
(Madhu Sharma)
Director
Din No 07149078

Sd/-
(Devinder Sharma)
Wholetime Director & Chairman
Din No 03264719

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017

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

To,
The Members,
Piccadily Sugar & Allied Industries Limited
Jakhhal Road, Patran,
Distt. Patiala, Punjab.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by PICCADILY SUGAR & ALLIED INDUSTRIES LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the PICCADILY SUGAR & ALLIED INDUSTRIES LIMITED'S books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by PICCADILY SUGAR & ALLIED INDUSTRIES LIMITED ("the Company") for the financial year ended on March 31, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2013.
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and the amendments thereof: Not Applicable, as none of the securities of the company were delisted during the audit period.
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- Not applicable as the company has not issued any securities during the financial year under review.
 - e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014- Not Applicable as the company has not provided any share based benefits to the employees during the year.
 - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Chapter V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- Not applicable as the company has not issued any debt securities during the financial year under review.
 - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- Not applicable as the company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review.
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not applicable as the company has not bought back any of its securities during the financial year under review.
- (vi) The major provisions and requirements have also been complied with as prescribed under all applicable Labour laws viz. The Factories Act, 1948, The Payment of Wages Act, 1936, The Minimum Wages Act, 1948, The Payment of Bonus Act, 1965, Industrial Dispute Act, 1947, Employee State Insurance Act, 1948, The Employee's Provident Fund and Miscellaneous Provisions Act, 1952.
- (vii) Environment Protection Act, 1986 and other environmental laws.
- (viii) Hazardous Waste (Management and Handling) Rules, 1989 and the Amendments Rules, 2003.
- (ix) The Air (Prevention and Control of Pollution) Act, 1981
- (x) The Water (Prevention and Control of Pollution) Act, 1974

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India as notified by Government of India.
- b) The SEBI (Listing Obligations & Disclosure) Regulations, 2015 being listed with BSE Limited.

During the period under review the Company has complied with the provisions of the act, rules, regulations, guidelines, standards, etc. mentioned above.

Based on our examination and the information received and records maintained, I further report that:

1. 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.

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

3. All decision is carried through majority while the dissenting members' views, if any, are captured and recorded as part of the minutes.

4. The company has proper board processes.

Based on the compliance mechanism established by the company and on the basis of the compliance certificate(s) issued by the Company Secretary/ Officers and taken on record by the board of directors in their meeting(s), I am of an opinion that:

1. 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.

2. On examination of the relevant documents and records, on test check basis, the company has complied with the following laws specifically applicable to the company:

- a. Sugar Cess Act, 1982
- b. Essential Commodities Act, 1955
- c. Sugar Development Fund Act, 1982
- d. Levy Sugar Price Equilization Fund Act, 1976

I further report that, apart from the instances stated above, there were no instances of:

- (i) Public / Rights / Preferential issue of shares / debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger / amalgamation / reconstruction etc.
- (v) Foreign technical collaborations.

Place: Chandigarh
Date : 27.05.2017

Sd/-
KANWALJIT SINGH
FCS No. 5901
C P No.: 5870

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,
Piccadilly Sugar & Allied Industries Limited
Jakhal Road, Patran,
Distt. Patiala, Punjab.

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records, based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that the 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 extent of verification of 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.

Place: Chandigarh
Date : 27.05.2017

Sd/-
KANWALJIT SINGH
FCS No. 5901
C P No.: 5870

Annexure to the Directors Report for the year 2016-17

Information as per section 134 (3) (m) read with Companies (Disclosure of particulars in the report of Board of Director's) Rules 1988 and forming part of the Directors Report for the year ended 31st March 2017

A. 1. CONSERVATION OF ENERGY

As regard energy conservation your company is giving prime consideration for energy saving since beginning with the result, steam consumption and power consumption has been reduced considerably. The data achieved with regards to conservation of energy is furnished below:-

The sugar unit of the company did not commence the crushing operations during the year and distillery unit remained operational throughout the financial year, all the necessary steps have been taken by the company to conserve the energy at all the levels by optimum utilization.

2. STEAM SAVING DEVICES

Your company has installed necessary steam saving devices in its distillery unit.

3. Energy Saving

To minimize the electric load of the plant regular improvement are being done by adding LED in place of CFL, by adding VFD on big motors and by adding planetary drives in place of conventional gear drive.

B. Technology Absorption**i) Research and Development**

No research and development work has been carried out by the company therefore; there is no expenditure under this head.

ii) Technology Adaptation & Innovation.

The company is using well-proved indigenous technology for its Distillery Unit

C. Foreign Exchange Earning and Outgo

Foreign Exchange Earning	Nil
Foreign Exchange Outgo	Nil

Place : Patran, Patiala
Date : 27/5/2017

For Piccadilly Sugar & Allied Industries Limited
Sd/- Sd/-
(Madhu Sharma) (Devinder Sharma)
Director Wholetime Director & Chairman
Din No 07149078 Din No 03264719

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

CIN	L15424PB1993PLC013137
Registration Date	15/03/1993
Name of the Company	PICCADILY SUGAR & ALLIED INDUSTRIES LTD
Category/Sub-category of the Company	Company Limited by shares/Non Government Company
Address of the Registered office & contact details	Jakhal Road, Patran, Distt. Patiala(Punjab)-147001 Phone No. 01764-242501, 242020
Whether listed company	Yes
Name, Address & contact details of the Registrar & Transfer Agent, if any.	Abhipra Capital Ltd. A-387, Dilkhush Industrial Area, G. T. Kamal Road Azadpur, Delhi-110033 011-41411130 Fax: 11-42390930
Email Id of the Company	Piccadilygroup34@rediffmail.com
Website	www.psailpatran.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Distillery	11011 & 11012	67.40%
2	Sugar	10721	32.60%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

S. no.	Name and address of the Company	CIN	Holding/Subsidiary /Associate	% of shares held	Application Section
1	-	-	-	-	-
2	-	-	-	-	-

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

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year	
	Demat	Physical	During the year Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoter s										
(1) Indian										
a) Individual/ HUF	3485263	0	3485263	14.99	3485263	0	3485263	14.99	nil	
b) Central Govt	0	0	0	0	0	0	0	0	0	
c) State Govt(s)	0	0	0	0	0	0	0	0	0	
d) Bodies Corp.	13950291	0	13950291	59.99	13950291	0	13950291	59.99	nil	
e) Banks / FI	0	0	0	0	0	0	0	0	0	
f) Any other	0	0	0	0	0	0	0	0	0	
Total shareholding of	17435554	0	17435554	74.98	17435554	0	17435554	74.98	nil	
Promoter (A)										
B. Public Shareholding										
1. Institutions	0	0	0	0	0	0	0	0	0	
a) Mutual Funds	0	0	0	0	0	0	0	0	0	
b) Banks / FI	0	0	0	0	0	0	0	0	0	
c) Central Govt	0	0	0	0	0	0	0	0	0	
d) State Govt(s)	0	0	0	0	0	0	0	0	0	
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0	
f) Insurance Companies	0	0	0	0	0	0	0	0	0	
g) FIs	0	0	0	0	0	0	0	0	0	
h) Foreign Venture	0	0	0	0	0	0	0	0	0	
Capital Funds	0	0	0	0	0	0	0	0	0	
i) Others (specify)	0	0	0	0	0	0	0	0	0	
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0	

2. Non-Institutions									
a) Bodies Corp.	213471	5900	219371	0.95	193561	5900	199461	0.86	0.09
i) Indian	0	0	0	0	0	0	0	0	
ii) Overseas	0	0	0	0	0	0	0	0	
b) Individuals	0	0	0	0	0	0	0	0	
i) Individual shareholders holding nominal share capital upto Rs.2 lakh	2156695	2101992	4258687	18.31	2223532	2095492	4319024	18.57	0.26
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	642156	10350	652506	2.81	714327	0	714327	3.07	0.26
c) Others (specify) (HUF)	54408	-	54408	0.23	47286	0	47286	0.20	(0.03)
Non Resident Indians	166651	464700	631351	2.72	72934	461550	534484	2.30	(0.42)
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	
Foreign Nationals	0	0	0	0	0	0	0	0	
Clearing Members	2650	-	2650	0.01	4341	0	4341	0.02	0.01
Trusts 0	0	0	0	50	0	50	0	nil	
Foreign Bodies - D R	0	0	0	0	0	0	0	0	
Sub-total (B)(2):-	3236031	2582942	5818973	25.02	3256061	2562942	5818973	25.02	nil
Total Public Shareholding (B) = (B)(1) + (B)(2)	3236031	2582942	5818973	25.02	3245806	2562942	5818973	25.02	nil
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	
Grand Total (A+B+C)	20671585	2582942	23254527	100.00	20691585	2562942	23254527	100.00	nil

B) Shareholding of Promoter-

S N	Shareholder's Name	Shareholding at the beginning of the year 01.04.2016			Shareholding at the end of the year 31.03.2017			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	Siddhartha Vashishta	3475263	14.94	-	3475263	14.94	-	NIL
2	Prachi Setty	10000	0.04	-	10000	0.04	-	NIL
3	Piccadilly Agro Ind.Ltd.	8341936	35.87	-	8341936	35.87	-	NIL
4	Soon-N-Sure Holdings Ltd.	5569702	23.95	-	5569702	23.95	-	NIL
5	Piccadilly Hotels Private Ltd.	38653	0.17	-	38653	0.17	-	NIL
	TOTAL	17435554	74.98	-	17435554	74.98	-	NIL

C) Change in Promoters' Shareholding (please specify, if there is change)

SN	Particulars	Shareholding at the beginning of the year 01.04.2016		Cumulative Shareholding during the year 31.03.2017	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	-	-	-	-	-
2	-	-	-	-	-
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer/bonus/sweat equity etc.):				
1	-	-	-	-	-
2	-	-	-	-	-

D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	At the beginning of the year 01/4/2016	
		No. of shares	% of total shares of the company
1	Rajneesh Kumar Sharma	155000	0.67
2	Navdisha Real Estate Pvt. Ltd.	103091	0.44
3	Praful Mehta	98000	0.42
4	Jitender Mittal	82473	0.36
5	Alka Jindal	59075	0.25
6	Dilip Hundrajmal	36020	0.15
7	Nair Prasant Gopinath	34396	0.15
8	Patel Pareshkumar	25000	0.11
9	Shri Parasram Holdings Pvt. Ltd.	24223	0.10
10	Sudesh Bala Bhasin	23400	0.10
	TOTAL	640678	2.75
	At the end of the year 31/03/2017		
1	Praful Mehta	253225	1.08
2	Rajneesh Kumar Sharma	155000	0.67
3	Navdisha Real Estate Pvt. Ltd.	103091	0.44
4	Jitender Mittal	82473	0.36
5	Nayana Nitin Desai	67319	0.29
6	Alka Jindal	56075	0.24
7	Dilip Hundrajmal	31140	0.13
8	Sudesh Bala Bhasin	23400	0.10
9	Rupaliben Jagdishbhai Patel	23031	0.09
10	Narendra Ambalal	22664	0.09
		817418	3.49

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year 01.04.2016		Cumulative Shareholding during the year 31.03.2017	
		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				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

V) INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment. (Amount in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	28,697,657	0	0	28,697,657
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	12,100,377	0	0	12,100,377
Total (i+ii+iii)	40,798,034	0	0	40,798,034
Change in Indebtedness during the financial year				
* Addition	38,095,531	0	0	38,095,531
* Reduction	-38,095,531	0	0	-38,095,531
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	2,702,503	0	0	2,702,503
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	2,702,503	0	0	2,702,503

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

S.N.	Particulars of Remuneration	Name of the WTD Devinder Sharma	Total Amount
1	Gross salary	600000	600000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others, please specify	600000	600000
	Total (A)		
	• Ceiling as per the Act	-	-

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		----	---	---	---	
1	Independent Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	187968	187968
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	187968	187968

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, If any (give Details)
A. COMPANY Penalty Punishment Compounding	NIL				
B. DIRECTORS Penalty Punishment Compounding	NIL				
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding	NIL				

Management Discussion and Analysis Report

The sugar industry is an important agro-based industry that impacts the livelihood of about 50 million sugar cane farmers and around 5 lakh workers directly employed in the sugar mills, apart from those employed in various ancillary activities including farm labour and transporters.

The Sugar stocks situation in the country is comfortable and is sufficient to cater domestic demand. The Sugar season 2016-17 started with a pretty high opening balance of 77.5 lakh tons, which has effectively set-off fears of any sugar shortage. With the import of 5.00 lakh tons of sugar, the sugar availability in the country during the season, is expected to be at 285.5 Lakh tons (77.5 lakh tons opening balance, 203 lakh tones estimated sugar production for the year 2016-17 and 5 lakh tons of sugar import). This will leave a comfortable opening balance for 2017-18 (Starting from November) at around 43 lakh tons of sugar after a domestic consumption of 242.5 lakh tons. The detail of last 5 years production is as under:

Year	Production in million tonnes
2011-12	26.3
2012-13	25.1
2013-14	24.4
2014-15	28.4
2015-16	20.3

Although it is too early to estimate sugar production numbers for 2017-18 sugar season, reports show that there are signs of good sowing and good water availability for 2017-18 sugar season, which will lead to bigger cane crop and sugar production in 2017-18, as compared to 2016-17 sugar season.

The sugarcane price paid by the Indian sugar mills to their farmers as compared to the sugarcane price paid by other major sugar producing countries like, Brazil, Thailand, and Australia etc is approximately 50% to 60% higher. Further, a comparison with other competing crops in India like paddy, wheat, cotton, soya bean etc. would confirm that the sugarcane prices have been increased at a substantially higher rate than others over the past decade, resulting in 50-60% higher remuneration to the cane farmers when compared to the remuneration from other similar staple crop. (Source ISMA Journal)

The Central Government fixed Fair & Remunerative Price (FRP) for the season 2016-17 at Rs 230/- per quintal at a recovery of 9.5% and Rs 2.42 for every additional recovery of 0.1%. For the season 2017-18, the Central Government has fixed Fair & Remunerative Price (FRP) at Rs 255/- per quintal for the season 2017-18 linked to a basic recovery rate of 9.5% subject to premium of Rs 2.68 per quintal for every 0.1% increase in recovery. The approved FRP reflects an increase of 10.87% over the FRP of the sugar season 2016-17.

There is a need to have single pricing formula throughout the country rather than having Fair & Remunerative Price (FRP) or State Advised Price (SAP)

Sugar Exports

At present sugar industry is reeling under high price of sugar cane fixed both by the Central Government and some state Governments, have become a burden on the sugar industry in India. High Sugarcane costs which account for the bulk of cost of production, have made Indian sugar completely uncompetitive in the Global market, thereby eliminating the possibility of exports in the international market.

Ethanol

The three Oil Manufacturing Companies viz Indian oil Corporation (IOC), Bharat Petroleum Corporation Limited (BPCL) & Hindustan Petroleum Corporation Limited (HPCL) had issued tenders for procuring around 2880 million liters of ethanol accumulatively for the current season which is ending November.

Owing to lack of enough cane for crushing, sugar mills have offered a lower amount of ethanol and Oil Manufacturing Companies have offered a lower amount of ethanol and OMCs have finalized contracts with sugar mills for 806.9 million liters.

Distillery

The distillery continues to supply quota of Punjab Medium Liquor allotted to it by the Government of Punjab. The basic rate per case for 50 degree for the year 2017-18 are as under: Quart is Rs. 265.15, Pint is Rs. 287.68 & Nips is Rs. 348.28.

Out Look / Projection :

The company's projection on crushing of sugarcane for the next year 2017-18 is dependent on the prices of sugarcane & finished sugar, which are not viable in the present scenario.

The company will supply the entire quota of Punjab Medium Liquor allotted to the distillery by the Government of Punjab and it will endeavor to sell free quota also.

Risk and Concern

The steep escalation in the prices of sugarcane & raw materials will adversely affect profitability of sugar mill & other products of the company.

Competition from the other distilleries in the state of Punjab may affect the sale of Country Liquor.

Internal Control System & their Adequacy

The auditor have felt that the company has a reasonable system of authorization at proper levels with necessary controls on the purchase of sugar cane, issue of materials and components & other related system of internal control is commensurate with the size of the company. They also felt that the company has a reasonable system of recording receipts of raw materials and components and the company is recording the sales and purchase through the software. The Software engineers regularly check software program me.

Material Development in HRD/IR

The company has appointed 5 persons as regular staff along with contractual & seasonal staff for the efficient working of all the units of the company.

CORPORATE GOVERNANCE REPORT

In compliance with the Corporate Governance as stipulated in regulation 34(3) of SEBI (Listing Obligation & Disclosure requirement) regulation 2015 the Company has been incorporating for the past few years, a separate section on Corporate Governance, in its Annual report. The shareholders and investors would have found the information informative and useful. Company's policies on the Corporate Governance and due compliance report on specific areas where ever applicable for the financial year ended 31st March 2017 are given here under divided into following areas:

1. Company's philosophy on Corporate Governance

The Company adheres to good corporate practices and is constantly striving to better them and adopt the best practices. It is believed that adherence to business ethics and commitment to social corporate responsibility would help the company achieve its goal of maximizing value of its stakeholders.

2. Board of Directors

The Board consists of four Directors. The Directors on our board are highly qualified and experienced individuals who are active participants in the decision-making process and provide guidance and objective judgment to the company. The names of the directors are as following:

I. Composition of the Board

	Name of Directors	Executive or non-executive director	Nature	No of Directorship held in other companies	Committee position in other companies Chairman Member
1	Sh. Harvinder Singh Chopra	Non-executive	Independent Director	9	- 4
2	Sh. Devinder Sharma	Executive Director	Wholetime Director	1	- -
3	Sh. Jai Parkash Kaushik	Non-executive	Independent Director	1	- 1
4	Ms Madhu Sharma	Non-executive	Woman Director	-	- -

II. Directors interest in the company and attendance records

Attendance of each director at Board meeting, last Annual General Meeting and number of other directorship of each Director in various companies.

Name of Directors	Attendance Particulars		No. of Shares held
	No. of Board meetings attended	Last AGM	
Sh. Harvinder Singh Chopra	4	Yes	Nil
Sh. Devinder Sharma	4	Yes	Nil
Sh. Jai Parkash Kaushik	4	Yes	Nil
Ms Madhu Sharma	4	No	Nil

During the financial year 2016-17, Four Board meetings were held on 30/5/2016, 13/8/2016, 14/11/2016 & 14/2/2017.

3. Board Committees Meetings and Procedures

1. Audit Committee

The Audit Committee comprises of three Directors one Executive & two non executive directors. The Audit committee met four times during the year and attendance of members at the meetings was as under:

Name of Member	Status	No. of meetings attended
Sh. Jai Parkash Kaushik	Chairman	4
Sh. Harvinder Singh Chopra	Member	4
Sh. Devinder Sharma	Member	4

The Chief Financial Officer and Statutory Auditors are invitees. The Group Secretary is the Secretary of the Committee.

Audit Committee meetings were held on 28/5/2016, 11/8/2016, 11/11/2016 & 13/2/2017

Powers of the Audit Committee

- To investigate any activity within terms of reference
- To seek information from any employee
- To obtain outside Legal or other professional advice

To secure attendance of outsiders with relevant expertise, if it considers necessary.

Terms of Reference

The terms of reference stipulated by the Board to the Audit Committee are following

- Company's financial reporting process and the disclosure of its Financial information to ensure that the Financial statement is correct, sufficient & credible
- Recommending the Board, the appointment, Reappointment and, if required or removal of Statutory Auditors, including cost auditors and fixation of Audit Fees and other terms of appointment.
- The Audit Committee should have discussion with the auditors periodically about internal control system, the scope of Audit including the observations of the Auditors and review the half yearly and annual financial statement before submission th the Board and also ensure compliance of internal control systems.
- The Audit Committee should have authority to investigate into any mater in relation to the items specified in section 292 A of the Companies Act 1956/Companies Act 2013 or referred to it by the Board and for this purpose, shall have full access to the information contained in the records of the company and external professional advice, if necessary.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Discussion with the internal auditors any significant findings and follow up thereon.
- The Chairman of the Audit Committee shall attend the Annual General Meeting of the company to provide any clarification on matters relating to audit sought by the members of the company.
- Reviewing with the management ,annual financial statements and Auditors report thereon before submission to Board for approval with particular reference to
 - Matters required to be included in the Directors responsibility statement to be included in the Director report in terms of Companies Act 2013
 - Changes if any, in accounting policies and practices and reason for the same.
 - Major accounting entries involving estimates based on the exercise of judgment by the management.

- Compliance with listing and other legal requirements relating to financial statements.
 - Qualifications in draft audit report
 - To review quarterly financial statements before submission to board for approval
- To review the functioning of Whistle Blower mechanism

II. Nomination and Remuneration Committee

The board has constituted a Nomination & remuneration Committee as per the requirements of Companies Act 2013 and formulates the term of reference in conformity with The SEBI (Listing Obligation & Disclosure requirement) regulation 2015. The committee comprises of three non executive Directors. The committee met on 19/5/2016 & 3/11/2016 and the attendance of the meeting is as follows:

Name of Member	Status	No. of meetings attended
Sh. Harvinder Singh Chopra	Chairman	2
Sh. Jai Parkash Kaushik	Member	2
Ms Madhu Sharma	Member	2

The role of the Committee shall, inter alia, include the following:

- Laying down the criteria, to identify the persons who are qualified to become Directors and who can be appointed in the senior management.
 - Recommending to the Board, appointment and removal of Directors and senior management.
 - Carrying out evolution of every Directors performance.
 - Formulating criteria for determining qualification, positive attributes and independence of directors.
 - Recommending to Board, a policy relating to remuneration of Directors, Key managerial personnel and other employees.
 - Devising a policy on Board diversity.
- Details of Directors remuneration paid for the year 2016-2017

a) Wholetime Director Rs.6,00,000

No sitting fees have been paid to any Director for attending the Board meeting or Committee meeting.

III Stakeholders Relationship Committee

The Committee works under the following terms of reference..

- To monitor share transfer process
- To oversee the performance of company's Registrar & Transfer Agents.
- Recommend methods to upgrade the standard of services to investors
- Carry out any other function as is referred by the Board from to time or enforced by any statutory notification / amendment or modification as may be applicable
- Monitor implementation of the code of conduct for prohibition of insider Trading
- To look into the redressing of shareholders and investors complaints like transfer of shares, non receipt of shares, non receipt of Balance sheet, non receipt of dividend etc.
- To do all other acts or deeds as may be necessary or incidental thereto. The main object of the committee is to strengthen the investor relations

The Board requested the committees to follow the revised terms in conducting the proceedings and authorizes Group Secretary to take necessary steps for implementing the terms of reference. During the year, committee met 11 times During the years all Complaints received from the shareholders were resolved. As on date, no requests involving transfer of shares is pending.

In order to expedite the process of share transfer & demat of shares, Board has appointed M/s Abhipra Capital Limited, Registrar & Share transfer agent of the company to look into the work of Share Transfer, Share Demat work, & liaison with National Securities & Depository Limited (NSDL) & Central Depository services Ltd. (CDSL)

IV. Corporate Social Responsibility Committee

In compliance with the requirements of section 135 read with schedule VII of the Companies Act 2013, the Board had constituted Corporate Social Responsibility Committee comprising of Sh. Harvinder Singh Chopra, Director as Chairman, & Sh. Devinder Sharma, Whole time Director as member. & Sh. Jai parkash Kaushik as Member.

4. (A) General Body Meeting

Location and time for last 3 Annual General Meetings:

Year	Meeting	Location	Date	Time
2014	Annual General Meeting	Piccadilly Sugar & Allied Industries Limited, Jakhai Road, Patran, Distt. Patiala, Punjab	Tuesday 30/9/2014	10.30 A.M
2015	Annual General Meeting	Piccadilly Sugar & Allied Industries Limited, Jakhai Road, Patran, Distt. Patiala, Punjab	Wednesday 30/9/2015	11.00 A.M.
2016	Annual General Meeting	Piccadilly Sugar & Allied Industries Limited, Jakhai Road, Patran, Distt. Patiala, Punjab	Friday 30/9/2016	11.00 A.M.

(B) Book Closure Date

Friday 22nd September to Friday 29th September 2017 for the purpose of Annual General Meeting.

(C) Means of Communication

The quarterly results are published in the Business Standard (English) & Desh Sevak (Punjabi)

5. Listing of Stock Exchange & Stock Code

The shares of the company continue to be listed on BSE Limited. (BSE) & Stock code of the company is 507498

Note: Company has already made the payment of Annual listing Fees for the year 2017-2018

6. Stock Market Data

The details of monthly highest and lowest closing quotations of the equity shares of the company and number of shares traded during the each calendar month at BSE Limited during the year ended 31st March 2017 as are under:

Month	High (Rs.)	Low (Rs)	Total no shares traded
April 2016	5.69	3.82	43188
May 2016	6.40	4.36	73977
June 2016	6.40	5.00	52472
July 2016	7.70	6.72	1,22,950
August 2016	8.88	6.74	1,11,281
September 2016	9.00	6.40	1,31,775
October 2016	12.80	7.01	3,56,826
November 2016	12.80	8.01	1,32,110
December 2016	11.34	7.58	53652
January 2017	13.90	9.66	1,25,872
February 2017	13.11	8.52	1,19,127
March 2017	9.99	7.21	1,50,838

Distribution of Shareholding as at 31st March 2017

Shares holding of nominal value of Rs. 10/- each	Share holders		Number of shares	Amount (in Rs)	Total (in %)
	Number	(in %)			
Upto 2500	45532	96.22	3242379	32423790	13.94
2501-5000	1007	2.13	420769	4207690	1.81
5001-10000	423	0.89	333493	3334930	1.43
10001-20000	187	0.40	270948	2709480	1.17
20001-30000	71	0.15	179345	1793450	0.77
30001-40000	23	0.05	82602	826020	0.35
40001-50000	19	0.04	87364	873640	0.38
50001-100000	28	0.06	206399	2063990	0.89
100001 & above	27	0.06	18431228	184312280	79.26
Total	47317	100	23254527	232545270	100

Share Holding Pattern at 31st March 2017

	Number of Equity Shares	Percentage
Promoters	17435554	74.98
Bodies Corporate	199461	0.86
Individuals	5033401	21.64
NRI	534484	2.30
Clearing Members	4341	0.02
HUF	47286	0.20
Total	23254527	100

7. Outstanding GDRs/ ADRs warrants or convertible instruments, conversion data and likely impact on equity. N.A.

8. Demat of Shares as on 31/03/2017

The detail of demat of shares is as under:

	Number of equity Shares	Percentage
NSDL	16259598	69.92
CDSL	4431987	19.06
PHYSICAL	2562942	11.02
TOTAL	23254527	100.00

Company has already made the Annual Payment Fees of both NSDL & CDSL

9. DISCLOSURE

a) Disclosure on materially significant related party transaction i.e. transactions of the company of material nature, with it promoters the directors or the management their subsidiaries or relatives etc., that may have potential conflict with the interest of the company at large.

There are no transactions with any of the related Parties were in conflict with the interests of the company.

b) Details of non-compliance by the company, penalties and stricture imposed on the company by Stock Exchange or SEBI or any statutory Authority, on any matter related to capital markets, during the last three years.

No penalties, strictures were imposed on the company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets, during the last three years.

10. WEBSITE: The company's website www.psailpatran.com contains all the necessary information as required by SEBI (Listing Obligation & Disclosure requirement) regulation 2015

11. Registrar for Demat & Transfer of Shares

Abhipra Capital Ltd.,
Ground Floor, Abhipra Complex, Dilkhush Industrial Area,
A-387, GT Karnal Road, Azadpur, Delhi-110033

12. Address for Correspondence & Plant Location

Piccadilly Sugar & Allied Industries limited
Jakhhal Road, Patran, Distt. Patiala Punjab.

13. Annual General Meeting Date, Time & Venue

Date : 29th September 2017 (Friday)
Time : 11.00 A.M.
Venue : Jakhai Road, Patran, Distt. Patiala Punjab.

14. Certificate on Compliance of Code of Conduct

I hereby confirm that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the Directors and Senior Management Personnel as Approved by the Board for the Financial Year ended 31st March, 2017 in terms of clause 49 (D) (ii) of the Listing Agreement entered with the Stock Exchanges.

Place: Patran, Patiala
Date: 27/05/2017

Sd/-
(Devinder Sharma)
Wholetime Director & Chairman

15. CEO/ CFO Certification under clause 49 (V) of Listing Agreement

To,
The Board of Directors
Piccadilly Sugar & Allied Industries limited,
Jakhai Road, Patran,
Distt. Patiala Punjab.
Sirs,

1. We have reviewed financial statements and the cash flow statement of Piccadilly Sugar & Allied Industries limited for the year ended 31st March, 2017 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 together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's Code of Conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting.

We have not come across any reportable deficiencies in the design or operation of such internal controls.

4. We have indicated to the Auditors and the Audit Committee:

(i) That there are no significant changes in internal control over financial reporting during the year;

(ii) That there are no significant changes in accounting policies during the year; and

(iii) That there are no instances of significant fraud of which we have become aware.

Place: Patran Patiala
Date: 27/5/2017

Sd/-
Sunil Kumar
(Chief Financial Officer)

16. Reconciliation of Share Capital

Pursuant to Regulation 55A of the SEBI (Depositories and participants) Regulations 1996, quarterly audit of the company's share capital is carried out by Practicing Company Secretary for the purpose of reconciliation of the total share capital admitted with National Securities Depository limited (NSDL) and Central Depository Services (India) Limited (CDSL) and in physical form with the issued & Listed capital of the company. The Audit confirms that the total issued /paid up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL & CDSL)

17. General

Company has complied with the corporate Governance requirements specified in regulations 17 to 27 and Clauses (b) to (i) of regulation 46(2) of listing regulations

18. Certificate on Compliance of Code of Conduct

I hereby confirm that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the Directors and Senior Management Personnel as approved by the Board for the Financial Year ended 31st March, 2017.

Place: Patran, Patiala
Date: 27/05/2017

Sd/-
(Devinder Sharma)
Wholetime Director & Chairman

AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

We have examined the compliance of the conditions of Corporate Governance by Piccadilly Agro Industries Ltd. for the year ended 31st March, 2017, as stipulated in regulation 17 to 27 & Clause (b) to (i) of subregulation (2) of regulation 46 of SEBI (Listing Obligation & Disclosure requirement) regulation 2015.

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 statement of the company.

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

On the basis of representation received from company, we state that during the year ended 31st March, 2017 no investor grievances were pending for a period exceeding one month except where dispute or for want of completion of legal formalities. We further 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.

for Jain & Associates
Chartered Accountants
Sd/-
(Krishan Mangawa)
(Partner)

Dated : 27.5.2017
Place : Patran Patiala

M.No.513236
Firm Regd.No.01361N

Annexure E-1		
S. No	Name of Director	Ratio of remuneration to the median remuneration of the employees of the company
1	Sh. Devinder Sharma	4.10
2	Sh. Harvinder Singh Chopra	Nil
3	Sh. Jai Parkash Kaushik	Nil
4	Ms. Madhu Sharma	Nil

Annexure E-2		
S. No	Name of Director/KMP	Ratio of remuneration to the median remuneration of the employees of the company
1	Sh. Devinder Sharma	4.10
2	Sh. Jatinder Singh	(48.05) (Only for Four Months)

Annexure E-3

Remuneration policy for Directors, Key managerial Personnel and other employees

I. Introduction

This policy applies to the Board of Directors, Key managerial Personnel and Senior Management personnel of Piccadilly Sugar & Allied Industries Limited, "The Company"

This policy envisages the framework for nomination, remuneration and evaluation of Board of Directors, Key Managerial Personnel and Senior Management personnel as provided under provisions of Section 179(3) of Companies Act 2013 including rules thereof and Regulation 19 read along with Schedule II of the SEBI listing Regulations

II Definitions

1. "Board" means Board of Directors of the company.
2. "Committee" means Nomination and Remuneration Committee of the company as constituted or reconstituted by the Board from time to time.
3. "Key managerial Personnel" (KMP) means:
 - a) Chief Executive officer or Managing Director or the Manager
 - b) Whole time Director
 - c) Chief Financial officer
 - d) Company Secretary and
 - e) Such other officers as may be prescribed under the Act from time to time.
4. "Senior management Personnel" (SMP) means personnel of the company who are members of the core management team, excluding Board of Directors and are one level below the Executive Directors including "Functional heads"

III Appointment and Removal of Director, KMP & SMP

A. Directors

1. The committee shall consider criteria such as qualifications, skills, expertise and experience of the person to be appointed as Director, KMP or at a senior management level and accordingly recommend to the Board his/her appointment.
2. The age of the person to be appointed as a Non executive Director shall not be less than 21 years and not more than 75 years. The Committee at its discretion may recommend to the Board for the continuation of Director for a further term of appointment who has completed 75 years.
The age of the person to be appointed as an Executive Director shall not be less than 21 years and not more than 75 years
3. The appointment, tenure of Director/Independent Director, removal, disqualification of any Director, KMP or at a senior Management Level shall be as per provisions and procedure laid down under the rules made there under the Companies Act 2013, Listing regulations or any other enactment for the time being in force.
4. All actions of the committee shall be made as recommendation to the Board of the company.

IV Board Diversity

The Board shall have an optimum composition of Directors by comprising expert from different fields viz finance, law, management, sales, marketing, engineering, research, technical operations or any other areas related to the company business.

The board shall ensure that there is an appropriate balance of skills, experience and knowledge so as to enable the Board to discharge its functions and duties effectively.

V Remuneration of Director, KMP and SMP

The Board of Directors of the company shall decide the remuneration of Executive /Non- Executive Directors on the basis of recommendation of the Committee subject to overall limits provided under the Companies Act 2013 and rules made there under, including any amendments, modifications and re-enactments thereto and in compliance with Listing regulations or any other enactment for the time being in force.

The remuneration of Directors shall be approved by the shareholders of the company as & when required.

I. Executive Directors.

The Board of Director upon the recommendation of committee may appoint any Executive Directors, finalize/ vary terms & conditions, tenure subject to overall limits as prescribed under the act.

a. Fixed salary

Each Executive Director shall be paid fixed salary consisting of basic salary and such other allowances and perquisites as may be recommended by the committee and decided by the Board and performance evaluation of each Executive Director from time to time, subject to overall limits as prescribed under the Act.

Option 1. The salary may be revised annually. Or

Option 2. The salary shall remain fixed for the tenure of Executive Directors

b. Commission

The Board may approve payment of commission subject to limits provided under the Act. The eligibility and amount of commission to be paid to each Director shall be recommended by the committee on the basis of performance evaluation of the Director undertaken by the committee and the Board.

c. Non monetary benefits

Executive Directors may be entitled to club membership, company vehicle with Driver, petrol reimbursement, vehicle maintenance, telephone expenses, fax, internet at residence, payment of mobile phone bills, fully furnished accommodation, house rent allowance in lieu thereof, reimbursement of gas, electricity bills, reimbursement of medical expenses

d. Separation/retirement benefits

Executive Director shall be eligible to the following prerequisites which shall be included in the computation of the ceiling on remuneration provided in the Act:

(a) Contribution to Provident Fund, superannuation fund or annuity fund 1961 or any amendment thereof, to the extent these are either singly or put together are not taxable under the Income tax Act

(b) Gratuity payable at a rate not exceeding one month's salary for each completed year service and

(c) Encashment of Leave at the end of tenure.

In case of Loss or inadequacy of profits, the aforesaid prerequisites shall not be included in computation of the ceiling remuneration provided in the Act.

II. Non-Executive Directors:

The Company shall issue a letter of appointment to every Non-Executive Independent Director.

The components of payment of remuneration to Non-Executive Directors shall include:

a. Sitting fees:

Sitting fees may be paid for Board Meetings and any Committee Meetings attended by the Director. Different amount of sitting fees may be paid for different types of meetings within limits as prescribed under the Act.

Committee shall include Audit Committee, Nomination and Remuneration Committee Stakeholders Relationship Committee, Corporate Social Responsibility Committee or such Committees as may be constituted by the Board from time to time.

b. Commission:

The Board may approve payment of commission subject to the limits provided in the Act. The eligibility and the amount of commission to be paid to each Director shall be recommended by the Committee on the basis of annual performance evaluation of the Director.

c. Professional fees:

Directors may be paid fees for services of professional nature, if in the opinion of Committee, the Director possesses the requisite qualification for the practice of the profession. Such professional fees shall not be considered as remuneration for the purpose of Act.

B) Key Managerial Personnel and Senior Management Personnel

The Company shall issue an appointment letter to every KMP and SMP.

The remuneration components payable to KMP/SMP may be:

a) Fixed Salary:

Each KMP/SMP shall be Paid Fixed Salary consisting of basic salary and such allowances and prerequisites as per service rules of the Company. The band of the salary shall be determined according to the industry standards, market conditions, scale of Company's business relating to the position, educational parameters and experience in the industry as detailed in the service rules of the Company and such other factors as may be prescribed therein.

The same shall be reviewed annually based on the Company's annual appraisal policy.

b. Variable pay:

A portion of the overall salary may be paid as variable pay to every KMP/SMP. This shall be as per the Performance Linked Pay Scheme of the Company, which is designed to bring about increase in overall organizational effectiveness through alignment of Company, Functional and Individual objectives.

c. Prerequisites/Other Benefits:

Prerequisite / Other Benefits are benchmarked with Industry practices from time to time keeping an overall salary structure in mind. These may, include petrol reimbursement, vehicle maintenance, telephone, reimbursement of mobile phone bills, leave travel assistance and reimbursement of medical expenditure for self and family and such other benefits as per Company Policy.

KMP/SMP may be entitled to personal accident insurance, group accident insurance coverage, medical insurance coverage, term insurance and such other benefits as per Company policy.

d. Annual Pay Revision /Promotion

Evaluation of KMP/SMP shall be based on appraisal against stated Objectives/goals of the individual which in turn shall be aligned to the Functional and Enterprise Score Card. Key Result Areas (KRAs) are set at the beginning of the year in consultation with the Executive Director.

Pay revisions / promotions will be achievement oriented and will also have reference to industry benchmarks, where appropriate.

e. Separation/Retirement Benefits :

Separation /retirement benefits as per Company policy which shall include contribution to provident fund, superannuation, gratuity and leave encashment.

C) Directors and Officers Liability Insurance :

The Company will take Directors and Officers Liability Insurance or such insurance of like nature for indemnifying any of the Director, KMP and SMP against any liability in respect of any negligence, default, misfeasance, breach of duty or trust for which they may be guilty in relation to the Company. The premium paid on such insurance shall not be treated as part of remuneration payable to Managing Director, Whole time Director, Chief Executive Officer, Chief Financial Officer or Company Secretary, Provided that if any such person is proved to be guilty, the premium paid shall be treated as part of the remuneration.

D) Stock Options:

The Committee may recommend issue of stock options to Directors (other than Independent Directors and Promoter Directors), KMP/SMP, which may be granted by the Board subject to the compliance of the provisions of applicable laws.

VI. Criteria for evaluation of Board

The evaluation of Board shall be carried out annually as per the provisions of the Companies

Act, 2013 rules thereof and the Listing Regulations. Performance evaluation of each Director will be based on the criteria as laid down from time to time by the Nomination and Remuneration Committee.

Criteria for performance evaluation shall include aspects such as attendance for the meetings, participation and independence, during the meetings, interaction with management, role and accountability, knowledge and proficiency and any other factor as may be decided by the Nomination and Remuneration Committee.

Further, performance evaluation of an Executive Director will also be based on business achievements of the Company.

VII. Amendment

Based on the recommendation of the Committee, the Board reserves its right to amend or modify this Policy in whole or in part, at any time, when it deems appropriate, in accordance with any amendment to the applicable provisions of the Companies Act, 2013, including rules thereof and the Listing Regulations.

INDEPENDENT AUDITOR'S REPORT

To the Members of Piccadilly Sugar & Allied Industries Ltd

Report on the Financial Statements

We have audited the accompanying financial statements of Piccadilly Sugar & Allied Industries Ltd ("the Company"), which comprises the Balance Sheet as at March 31, 2017; the Statement of Profit and Loss and 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 ("the Act") 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 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 of 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 the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of 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:

- (a) in the case of the balance sheet, of the state of affairs of the company as at 31st March, 2017;
- (b) in the case of the Statement of Profit and Loss, of the profit of the company for the year ended on that date, and
- (c) in the case of cash flow statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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, 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 written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164(2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer Note XXIII to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 32 to the financial statements.

For JAIN & ASSOCIATES
Chartered Accountants
(Regd No.:001361N)

Sd/-
Krishan Mangawa
Partner

Membership No.: 513236

Place : Patran (Patiala)

Date: 27.05.2017

Re: M/s Piccadilly Sugar & Allied Industries Limited ('the Company')

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) According to information and explanations given by the management, the company has a system of physical verification of all its fixed assets over a period of four years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
(c) According to information and explanations given by the management, the title deeds of immovable properties included in fixed assets are held in the name of the Company.
- (ii) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. The Company is maintaining proper records of inventory. No material discrepancies were noticed on verification between the physical stocks and the book records.
- (iii) (a) The Company has not granted any loan to body corporate covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly paragraph (iii) (b) and (c) of the order is not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, in respect of loans, investments, guarantees and security made.
- (v) The company has not accepted any deposits from the public.
- (vi) The Company is required to maintain cost records under section 148(1) of the Companies Act, 2013, for the products of the company and according to the information and explanations given to us, we are of the opinion that prima facie, the specified accounts and records have been made and maintained.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues applicable to it.
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
(c) According to the records of the Company, there are no dues outstanding on account of income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax and cess.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to the financial institution, bank, debenture holder or Government during the year.
- (ix) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments). The term loans availed by the company during the year have been applied for the purpose for which it has been availed.
- (x) According to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/ provided managerial remuneration within limits under section 197 read with Schedule V to the Act.
- (xii) In our opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.
According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company

For JAIN & ASSOCIATES
Chartered Accountants
(Regd No.:001361N)
Sd/-
Krishan Mangawa
Partner
Membership No.: 513236

Place: Patran (Patiala)
Date: 27.05.2017

"Annexure B" to the Independent Auditor's Report of even date on the Financial Statements of Piccadilly Sugar & Allied Industries Limited

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

To the Members of Piccadilly Sugar & Allied Industries Limited

We have audited the internal financial controls over financial reporting of Piccadilly Sugar & Allied Industries Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified 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 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, 2017, 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 JAIN & ASSOCIATES
Chartered Accountants
(Regd No.:001361N)
Sd/-
Krishan Mangawa
Partner
Membership No.: 513236

Place: Patran (Patiala)
Date: 27.05.2017

BALANCE SHEET AS ON 31st MARCH 2017

		(Amount in Rs.)		
S No.	Particulars	NOTES	As At 31.03.2017	As At 31.03.2016
I. EQUITY AND LIABILITIES				
(1) Shareholder's funds				
	(a) Share Capital	1	232,209,520	232,209,520
	(b) Reserves & Surplus	2	(81,579,815)	(82,514,704)
(2) Non-current liabilities				
	(a) Long-term borrowings	3	1,838,004	39,802,476
	(b) Long-term provisions	4	2,637,574	2,614,839
(3) Current Liabilities				
	(a) Short term borrowings	5	-	44,895,468
	(b) Trade Payables	6	143,112,264	168,019,311
	(c) Other current liabilities	7	122,886,106	26,096,073
	(d) Short term provisions	8	483,115	454,664
TOTAL			421,586,768	431,577,648
II. ASSETS				
(1) Non-Current assets				
	(a) Fixed assets			
	(i) Tangible assets	9	284,969,539	309,245,029
	(ii) Capital work-in-progress		73,352,038	32,024,354
	(b) Deferred tax assets (net)	10	11,345,819	11,424,351
	(c) Long term loans and advances	11	5,904,268	5,904,268
(2) Current assets				
	(a) Inventories	12	28,545,760	55,763,171
	(b) Trade receivables	13	222,247	177,109
	(c) Cash & cash equivalents	14	2,356,436	3,731,678
	(d) Other current assets	15	14,890,660	13,307,688
TOTAL			421,586,768	431,577,648

Notes on Financial Statements & Significant Accounting Policies 1 to 34

AUDITORS REPORT

As per our separate report of even date.
for JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN : 01361 N
Sd/-
Krishan Mangawa
(Partner)
M. No. : 513236
DATE: 27.05.2017
PLACE : Patran, Patiala

Sd/-
Madhu Sharma
(Director)
DIN No. 7149078

For & on behalf of the board
Sd/-
Devinder Sharma
(Whole Time Director
& Chariman)
DIN No. 03264719

Sd/-
Nikhilesh Verma
(Company Secretary)
Sd/-
Sunil Kumar
(CFO)

Profit and loss statement for the period ended 31st March 2017

S No.	Particulars	NOTES	(Amount in Rs)	(Amount in Rs)
			As At	As At
I.	Revenue from operations	16	78,793,468	105,605,469
II.	Other Income	17	26,544,887	14,594,910
III.	Total Revenue (I + II)		105,338,355	120,200,379
IV.	Expenses:			
	Cost of materials consumed	18	115,208	57,955,916
	Change in F.G, WIP, and Stock-in-Trade	19	27,406,786	(37,117,922)
	Employee benefit expense	20	5,779,969	8,942,383
	Finance costs	21	2,636,492	3,049,596
	Depreciation and amortization expense	9	25,320,868	24,837,419
	Other expenses	22	43,065,611	62,456,105
	Total expenses		104,324,934	120,123,497
V.	Profit before exceptional and extraordinary items and tax (III - IV)		1,013,420	76,882
VI.	Exceptional items Previous year Expenses			-
VII.	Profit before tax (V - VI)		1,013,420	76,882
VIII	Tax expense:			
	(1) Current tax		-	-
	(2) Deferred tax		78,532	(147,640)
	Income tax of last years		-	-
	Deferred tax assets		-	-
IX	Profit (Loss) for the period (VII + VIII)		934,888	224,522
X	Earnings per equity share:			
	(1) Basic		0.04	0.01
	(2) Diluted		-	-
	Nominal Value of each share		10	10

AUDITORS REPORT

As per our separate report of even date.

for JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 01361 N

Sd/-
Krishan Mangawa
(Partner)
M. No. : 513236
DATE: 27.05.2017
PLACE : Patran, Patiala

Sd/-

Madhu Sharma
(Director)

DIN No. 07149078

For & on behalf of the board

Sd/-

Devinder Sharma
(Whole Time Director
& Chariman)

DIN No. 03264719

Sd/-

Nikhilesh Verma
(Company Secretary)

Sd/-
Sunil Kumar
(CFO)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2017

Particulars	For the year ended 2016-2017 (Amount in Rs.)	For the year ended 2015-2016 (Amount in Rs.)
A Cash Flow from operating Activities		
Net profit after taxation	934,888	224,522
Adjustment for:		
Depreciation	25,320,868	24,837,419
Interest Received	(451,553)	(87,827)
Provision for taxation	-	-
Interest on Loans	2,576,478	2,946,569
Gratuity Expense	22,735	9,645
Deferred Tax Liability/Asset Provision	78,532	(147,640)
Net Loss on Sale of Fixed Asset	-	-
Operating profit before working capital change	28,481,948	27,782,688
Adjustment for:		
Trade and other receivables	(1,628,110)	7,533,071
Inventories	27,217,411	(36,364,055)
Long term Loans & Advances	-	-
Trade Payables & short term borrowings	26,987,517	15,571,501
Short term provision	28,451	111,987
Cash generated from operations	81,087,217	14,635,192
Direct Taxes Paid	-	-
Net Cash Flow from Operating Activities	81,087,217	14,635,192
B Cash flow from investing activities		
Net (Purchase)/sale of fixed assets (including capital work in progress)	(42,373,062)	(14,054,328)
Interest Received	451,553	87,827
Net Cash Flow from Investing Activities	(41,921,509)	(13,966,501)
C Cash flow from financing activities		
Receipt/Repayment of Term Loans	(25,864,095)	1,372,407
Interest on Loans Paid during the year	(14,676,855)	(527,819)
Net cash Flow From Financing Activities	(40,540,950)	844,588
D Net increase in cash & cash equivalents	(1,375,242)	1,513,279
Opening Balance of Cash & cash Equivalents	3,731,678	2,218,399
Closing Balance of Cash & cash Equivalents	2,356,436	3,731,678

As per our separate report of even date. for JAIN & ASSOCIATES CHARTERED ACCOUNTANTS FRN : 01361 N Sd/- Krishan Mangawa (Partner) M. No. : 513236 DATE: 27.05.2017 PLACE : Patran, Patiala	Sd/- Madhu Sharma (Director) DIN No. 07149078	For & on behalf of the board Sd/- Devinder Sharma (Whole Time Director & Chariman) DIN No. 03264719	Sd/- Nikhilesh Verma (Company Secretary) Sd/- Sunil Kumar (CFO)
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NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017

NOTE	1	SHARE CAPITAL	As At 31.03.2017	As At 31.03.2016
1.A) AUTHORISED				
		30000000 Equity shares of Rs. 10/-each	300,000,000	300,000,000
B)		ISSUED SUBSCRIBED & PAID UP 23254527 Equity Shares of Rs. 10/- each fully called up and paid up. LESS: Unpaid Calls 67150 Equity Shares of Rs.5 each Unpaid	232,545,270 (335,750) 232,209,520	232,545,270 (335,750) 232,209,520
2. RIGHT OF SHAREHOLDERS				
A)		Each Shareholder is entitled to one vote per share.		
B)		Each Shareholder has the right in profit/surplus in proportion to amount paid up with respect to share holding.		
C)		In the event of winding up, the equity shareholders will be entitled to receive the remaining balance of assets, if any, in proportionate to their individual shareholding in the paid up equity capital of the company.		
D)		There is no change in the Number of Share outstanding at the beginning and at the end of the Financial year.		
3) DETAIL SHAREHOLDERS HOLDING MORE THAN 5% SHARES				
			No. of Shares held	No. of Shares held
1.		Mr. Sidhartha Vashishta	3,475,263	3,475,263
2.		Soon-N-Sure Holdings LTD	5,569,702	5,569,702
3.		Piccadilly Agro Ind. LTD	8,341,936	8,341,936
NOTE 2 RESERVES & SURPLUS				
		Capital subsidy	3,000,000	3,000,000
		Profit & Loss Account As per last Balance Sheet	(85,514,704)	(85,739,226)
		Add: As per profit & Loss Account	934,888	224,522
		Grand Total	(84,579,815)	(85,514,704)
NOTE 3 LONG TERM BORROWINGS				
SECURED				
		Loans and Advances from Related Parties (Term loan of Rs.250.00 Lacs from Piccadilly Agro Industries Ltd. is secured against Plant & Machinery. Rate of interest is 10.75%) It is rescheduled for a period of 5 years till FY 2017.	-	25,000,000
		HDFC BANK (Secured against hypothecation of vehicles under Hire purchase agreement)	1,539,182	1,974,141
		TATA Capital Financial Services Ltd. (Secured against hypothecation of vehicles under Hire purchase agreement)	298,822	707,324
		Tata Capital Financial Services Ltd(Ertiga) (Secured against hypothecation of vehicles under Hire purchase agreement)	-	20,634
		Interest accrued on term loan Repayable along with the principal amount.	-	12,100,377
		Total	1,838,004	39,802,476
NOTE 4 LONG TERM PROVISIONS				
		1. Gratuity Provision	2,637,574	2,614,839
		TOTAL	2,637,574	2,614,839
NOTE 5 SHORT TERM BORROWINGS				
		Piccadilly Agro Industries Ltd.	-	44,895,468
NOTE 6 TRADE PAYABLES				
		1. Sundry Creditors	-	-
A)		Total Outstanding dues of Micro and Small Scale Industrial Enterprises	143,112,264	168,019,311
B)		Total Outstanding dues of creditors other than Micro and Small Scale Industrial Enterprises	-	-
		TOTAL	143,112,264	168,019,311
NOTE 7 OTHER CURRENT LIABILITIES				
		1. Statutory Liabilities	2,221,588	4,521,313
		2. Creditors for capital expenditure	101,871,013	17,265,379
		3. Expenses Payable	1,511,657	3,313,823
		4. Others	16,417,348	17,265,379
		5. Current Maturities of long term debts.	864,499	995,558
		TOTAL	122,886,106	26,096,073
NOTE 8 DETAILS OF SHORT TERM PROVISION				
		1. BONUS PAYABLE	483,115	454,664
		2. PROVISION FOR INCOME TAX	-	-
		TOTAL	483,115	454,664

Note - 9
(Amount in Rs. + Paisa)

NOTE 9 FORMING PART OF BALANCE SHEET AS ON 31.03.2017

Particulars	GROSS BLOCK AT COST			DEPRECIATION			NET BLOCK			
	As on 4/1/2016	ADDITIONS during the year	Less: Sale/Trf.	Total Cost as on 31/03/2017	Depreciation upto 31/03/2016	Depreciation during the year	Dep. W/back	Total Depreciation	W.D.V. AS ON 3/31/2017	W.D.V. AS ON 3/31/2016
1 Land	59487154	3251252	0	62738406	0	0	0	0	62738406	59487154
2 Buildings	122076160	0	0	122076160	45686821	6533957	0	52120778	69955381	76489337
3 Plant & Machinery	522594457	0	0	522594457	359236676	17628017	0	376864693	145729763	163357781
4 Furniture & Fixtures	2164007	0	0	2164007	1823883	57160	0	1881043	282964	340125
5 Office Equipment	3121513	0	0	3121513	2917090	29401	0	2946491	175022	204422
6 Agrl. Equipments	1111004	27000	0	1138004	837139	41495	0	878634	259370	273865
7 Vehicles	10937390	0	0	10937390	4201526	1027193	0	5228719	5708671	67356864
8 Tractor	459974	0	0	459974	436975	0	0	436975	22999	22999
9 Computer	1928013	0	0	1928013	1827406	3644	0	1831050	96963	100606
TOTAL	723879672	3278252	0	727157924	416867516	25320868	0	442188383	284969539	307012153
Previous Year	708559450	17553096	0	726112546	392030097	24837419	0	416867516	309245029	316529353
CAPITAL WORK IN PROGRESS										
1 Brewery Project Under Construction	772361	0	0	772361	0	0	0	0	772361	772361
2 Decanter Plant Under Construction	0	0	0	0	0	0	0	0	0	0
3 Ethanol	0	765184	0	765184	0	0	0	0	765184	0
4 Advances for capital assets	33484867	38329626	0	71814493	0	0	0	0	71814493	33484867
Total	34257228	39094810	0	73352038	0	0	0	0	73352038	34257228
Grand Total	758136900	42373062	0	800509962	416867516	25320868	0	442188383	358321577	341269382
Previous Year	744082572	17553096	3495768	758136900	392030097	24837419	0	416867516	341269383	352052475

NOTE 10 DEFERRED TAX		
	31.03.2017	31.03.2016
A. Deferred Tax Asset		
On Account of Disallowance under section 43B of Income Tax Act	964,293	948,476
On Account of Carried Forward Losses	49,397,915	52,495,074
Total	50,362,208	53,443,550
B. Deferred Tax Liability		
On Account of Timing Difference due to Depreciation	39,016,389	42,019,199
Net Deferred Tax Assets (A-B)	11,345,819	11,424,351
Last Year Balance in Deferred Tax Assets	11,424,351	11,276,711
Charged Through P&L Account	(78,532)	147,640
NOTE 11 LONG TERM LOAN & ADVANCES		
Security Deposit with Electricity Department	5,904,268	5,904,268
TOTAL	5,904,268	5,904,268
NOTE 12 INVENTORIES		
(As per inventories taken, valued & certified by the management)		
Raw Materials		
Finished Goods	19,130	134,338
Stores Chemicals and Packing Material	20,366,661	47,773,447
	8,159,969	7,855,386
TOTAL	28,545,760	55,763,171
NOTE 13 TRADE RECEIVABLES		
SUNDRY DEBTORS (Unsecured but considered good)		
a) debts outstanding for a period exceeding six months		
b) Other Debts	222,247	177,109
TOTAL	222,247	177,109
NOTE 14 CASH & CASH EQUIVALENTS		
a) Cash in Hand		
b) Balance with Schedule Banks in Current Accounts in Fixed Deposits	177,254	324,186
Maturing within 12 months	1,026,131	2,329,518
Maturing after 12 months		
c) Interest accrued on FDR	379,680	379,680
	773,371	698,294
TOTAL	2,356,436	3,731,678
* Fixed Deposit with the Bank Rs. 3.80 lacs (Rs. 3.80 lacs), are under lien with Sales Tax Department		
NOTE 15 OTHER CURRENT ASSETS		
B. LOANS & ADVANCES		
(Unsecured but considered good)		
Advances recoverable in cash or in kind or for value to be received		
Recoverable from Government Authorities & Others	14,890,660	13,307,688
TOTAL	14,890,660	13,307,688
NOTE 16 DETAIL OF REVENUE FROM OPERATIONS		
Sale of Product		
Gross Sales	78,793,468	105,605,469
Less: Excise Duty	78,793,468	105,605,469
Net Sales	78,793,468	105,605,469

NOTE 17 OTHER INCOME	31.03.2017	31.03.2016
Interest Income	451,553	87,827
Other non-operative Income	25,822,501	14,507,083
Rental Income	270,833	-
	26,544,887	14,594,910
NOTE 18 COST OF RAW MATERIAL CONSUMED		
Opening Stock of Raw Materials	134,338	186,120
Purchases during the year	-	57,904,134
	134,338	58,090,254
Less Closing Stock	19,130	134,338
	115,208	57,955,916
NOTE 19 DETAILS OF CHANGES IN FG, WIP, STOCK IN TRADE		
Opening Stock FG. Stock	47,773,447	10,655,525
	TOTAL 'A'	47,773,447
Closing Stock FG. Stock	20,366,661	47,773,447
	TOTAL 'B'	47,773,447
	TOTAL (A-B)	(37,117,922)
NOTE 20 EMPLOYEE BENEFIT EXPENSES		
Provident Fund	50,832	64,343
Staff & Labour Welfare	466,917	391,174
Salaries Wages & Bonus	5,239,485	8,477,221
Gratuity	22,735	9,645
	5,779,969	8,942,383
NOTE 21 FINANCIAL EXPENSES		
Interest Expense		
Interest-other	2,576,478	2,946,569
Other Borrowing Cost		
Bank Charges	60,014	103,027
	2,636,492	3,049,596
NOTE 22 DETAIL OF OTHER EXPENSES		
Manufacturing Expenses		
Electrical Repair	44,670	327,554
Chemicals	793,206	1,785,157
Packing Material	19,798,491	25,713,790
Env. & ETP Expenses	719,011	579,305
Power & Fuel	4,250,003	11,441,395
Excise Duty	-	247,995
Machinery Repair	421,412	1,401,577
	Total A	26,026,793
Selling Expenses		
Advertisement	20,120	50,141
Freight/Carriage Outwards	350,448	3,706,341
L-13 Operating Expenses	2,113,250	2,924,035
Loading Charges	258,342	339,993
	Total B	2,742,160
Administrative & Other Expenses		
Insurance	26,231	20,240
Professional / Legal Fees	1,857,917	2,081,331
Fee & Taxes	8,031,281	7,200,834
Printing & Stationery	124,603	498,376
Audit Fee	100,000	100,000
Tax Audit Fee	25,000	25,000
Postage, Telephone & Telegram	393,459	1,061,608
Travelling & Conveyance	341,990	434,812
Rent	-	1,100

News Paper & Periodicals	2,810	6,918
Running & Maintenance of Vehicles	1,383,943	335,376
Repair & Maintenance		
Computer	4,600	34,294
Building	146,232	86,677
Other	1,300	8,922
Donation	3,100	3,600
Farm expenses	1,254,192	1,111,832
Director Remuneration	600,000	600,000
Sundry Balances W/o	-	327,902
Total C	14,296,658	13,938,822
Grand Total (A+B+C)	43,065,611	62,456,105

NOTE 23 CONTINGENT LIABILITIES

	As at 31st March, 2017	As at 31st March, 2016
a) Additional demand raised by Sales tax authorities pending in appeals	Unascertained	Unascertained
a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances).	Unascertained	Unascertained
c) Contingent Liability in respect of Interest on cane cess, if any.	Unascertained	Unascertained
d) Contingent Liability in respect of Unassessed cases of Income Tax, Sales Tax, Cane Cess, Excise duty, etc.	Unascertained	Unascertained

NOTE 24 REMUNERATION PAID TO DIRECTORS

	As at 31st March, 2017 Rs. In Lacs	As at 31st March, 2016 Rs. In Lacs
The remuneration paid to directors is as follows:		
Whole time director	6.00	6.00
The Remuneration to Directors is paid in accordance with Part II of Schedule V of Companies Act, 2013.		

NOTE 25 DISCLOSURE AS PER AS-17 SEGMENT REPORTING

Segment Reporting :- As per the Accounting standard No. 17 issued by the Institute of Chartered Accountants of India, New Delhi, segment reporting is applicable to the company as the company has two profit centers i.e. Sugar Unit & Distillery Unit. The main financials of the reporting is given as under:-

	Sugar	Distillery	Total
a) Segment Revenue			
Sales & other Income	258.98	794.40	1,053.38
Inter Segment Revenue	-	-	-
TOTAL	258.98	794.40	1,053.38
b) Segment Results			
Profit/Loss before Interest, Dep. & Taxation	227.64	61.46	289.11
Depreciation	59.77	193.44	253.21
Profit/Loss After Depreciation	167.88	(131.98)	35.90
Interest Expenses	-	25.76	25.76
Profit Before Tax	167.88	(157.74)	10.13
Provision for Taxation			
Deffered Tax Liability	0.79	-	0.79
Net Profit/Loss	167.09	(157.74)	9.35
Other information			
Segment Assets	2,106.85	1,995.56	4,102.41
Segment Liabilities	2,112.16	579.03	2,691.19
Capital Employed	(5.31)	1,416.53	1,411.22
Capital Expenditure Depreciation debited to P&LA/c	59.77	193.44	253.21

Notes:

- The Company has identified Business Segments as primary Segments. The reportable business Segments are "Sugar" and "Distillery".
- The type of products in each business segments are as under:
Sugar : Sugar, Molasses and Bagasse
Distillery: Punjab Made Liquor, ENA and Denatured Spirit
- Inter-divisional transfers have been valued at prevailing market price.
- There is no unallocated amount of revenue /expenses

NOTE 26 PAYABLES & RECEIVABLES

Balance of certain sundry debtors, loans & advances (including capital advances), creditors and other process of confirmation/reconciliation. The management is of the opinion that adjustment, in liabilities if any, arising out of such reconciliation would not be material.

NOTE 27 ADVANCES RECOVERABLE

In the opinion of the Board, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business. The provision for known liabilities is adequate and not in excess of amount reasonably necessary.

NOTE 28 DISCLOSURE AS PER AS-20 EARNING PER SHARE

	As at 31st March, 2017	As at 31st March, 2016
Profit During the Year (In Rs.)	934,888	224,522
No. of Shares	23,254,527	23,254,527
Face Value	10	10
Basic/Diluted Earning Per Shares	0.04	0.01

NOTE 29 DISCLOSURE AS PER AS-18 RELATED PARTY DISCLOSURE

	As at 31st March, 2017 Rs. In Lacs	As at 31st March, 2016 Rs. In Lacs
(a) List of Related Parties and Relationships: Piccadilly Agro Industries Limited		
(b) Related Party Transactions: Purchase of Goods: Piccadilly Agro Industries Limited	1	209
TOTAL	1	209
Rent / Lease Rent Income: Piccadilly Agro Industries Limited	3	-
TOTAL	3	-
Interest Expense: Piccadilly Agro Industries Limited	-	27
TOTAL	-	27
Professional Charges Harvinder & Associates	2	2
TOTAL	2	2

NOTE 30 FOREIGN EXCHANGE TRANSACTION

	As at 31st March, 2017	As at 31st March, 2016
(a) Value of imports calculated on CIF basis by the company during the financial year in respect of:		
1. Raw Materials	NIL	NIL
2. Components and Spare Parts	NIL	NIL
3. Capital Goods	NIL	NIL
(b) Expenditure in Foreign Travelling	NIL	NIL
(c) Earning in Foreign Currency	NIL	NIL

NOTE 31 MICRO SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006

The company has not received intimation from suppliers regarding the status under Micro Small and Medium Enterprises Act 2006 and hence disclosures if any, relating to amounts unpaid as at the year end together with Development interest paid/payable as required under the said Act have not been given.

NOTE 32 DISCLOSURE ON SPECIFIED BANK NOTES (SBNs)

During the year, the Company had specified bank notes or other denomination note as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December, 30 2016, the denomination wise SBNs and other notes as per the notification is given below:

Particulars	SBNs*	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	409,000	69,649	478,649
(+) Permitted receipts	-	1,530,514	1,530,514
(-) Permitted payments	38,000	1,193,866	1,231,866
(-) Amount deposited in Banks	371,000	330,000	701,000
Closing cash in hand as on December 30, 2016	-	76,297	76,297

* For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016.

NOTE 33 REGROUPING OF FIGURES

The previous year figures have been recast/ regrouped whenever considered necessary to facilitate comparison with revised Schedule XI.

NOTE 34 SIGNIFICANT ACCOUNTING POLICIES**1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The Financial statements have been prepared in accordance with generally accepted accounting principles in India. The Company has prepared these consolidated financial statements to comply in all material respects with the Accounting Standards, notified under section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014. The consolidated financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2 USE OF ESTIMATES

The preparation of financial statements in conformity with Accounting Principles generally accepted in India, requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

3 Fixed Assets & Depreciation :

Due to application of schedule II to the Companies Act, 2013 with effect from April 1, 2014, the management has re-estimated useful life and residual values of all its fixed assets and determined separate useful life for each major asset, if they have useful life i.e. materially different from that of remaining asset. The management believes that the depreciation rates currently used fairly reflect its estimate of the useful life and residual value of fixed asset. If asset has zero remaining useful life on the date of Schedule II becoming effective, i.e. April 01, 2014, its carrying amount, after retaining any residual value, is charged to the opening balance of retained earnings. The carrying amount of other assets i.e., whose remaining useful life is not nil on April 01, 2014, is depreciated over their remaining useful life.

4 Inventories:

Raw Material	At Cost on FIFO Basis
Work in Process	At estimated cost including expenses attributable to production on percentage completion basis/Net Realizable value, whichever is low.
Finished Goods	At weighted average cost/ net realizable value whichever is low, including Excise duty and all expenses attributable to production
By Products	At net Realizable value inclusive of Excise Duty.
Stores and spares	At Cost.

5 FOREIGN CURRENCY TRANSACTIONS

- Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.
- Monetary items denominated in foreign currencies at the year end are restated at year end rates. In case of items which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognised as exchange difference.
- Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

6 INVESTMENTS

Current investments are carried at lower of cost and quoted/fair value, computed category-wise.
Long-term investments are stated at cost.

7 RECOGNITION OF INCOME AND EXPENDITURE

Sale are recognised when goods are supplied and are recorded net of rebates and sale tax but inclusive of excise duty. Expenses are accounted for on accrual basis.

8 CURRENT & DEFERRED TAX

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognised only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognised if there is virtual certainty that sufficient future taxable income will be available to realise the same. Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

9 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

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

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote.

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

10 Accounting policies not specifically referred to are in consistent with generally accepted accounting principles.

As per our separate report of even date.

for JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS

FRN : 01361 N

Sd/-

Krishan Mangawa

(Partner)

M. No. : 513236

DATE: 27.05.2017

PLACE : Patran, Patiala

Sd/-
Madhu Sharma
(Director)

DIN No. 07149078

For & on behalf of the board

Sd/-
Devinder Sharma
(Whole Time Director
& Chariman)

DIN No. 03264719

Sd/-
Nikhlesh Verma
(Company Secretary)

Sd/-
Sunil Kumar
(CFO)

PICCADILY SUGAR & ALLIED INDUSTRIES LIMITED
L15424PB1993PLC013137

Registered Office: Jakhal Road, Patran, Distt. Patiala, Punjab

Name of the member(s): _____ e-mail id: _____
 Registered address: _____ Folio No./Client id: _____
 *DP ID: _____

I/WE, BEING THE MEMBER(S) OF _____ shares of Piccadily Agro Industries Limited, hereby appoint:

- 1) _____ of _____ having e-mail id _____ or falling him.
 2) _____ of _____ having e-mail id _____ or falling him.
 3) _____ of _____ having e-mail id _____ or falling him.

& whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me /us and on my/our behalf at the 24th ANNUAL GENERAL MEETING of the Company, to be held on Friday, September 29, 2017 at 11.00 A.M. AT Registered Office: Jakhal Road, Patran, Distt. Patiala, Punjab and at any adjournment thereof in respect of such resolutions as are indicated below:

**I wish my above Proxy to vote in the manner as indicated in the box below:

Sr. No.	Resolutions	For	Against
1.	Consider and adopt: Audited Financial Statement, Reports of the Board of Directors and Auditors		
2.	To appoint a Director in place of Sh. Devinder Sharma who retires by rotation and other for the re-appointment.		
3.	Appointment of Auditors and fixing their remuneration.		
4.	Approval of payment of expenses for sending and document.		

Signed this _____ day of _____ 2017

Signature of shareholder _____ Affix a Revenue Stamp _____
 Signature of First proxy holder _____ Signature of second proxy holder _____ Signature of third proxy holder _____

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company not less than 48 hours before the commencement of the meet in.
 (2) A proxy need not be member of the Company.
 (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the capital of the Company carrying voting rights. member holding more than 10% of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
 ** (4) this is only optional. Please put a 'X' in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
 (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
 (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of the joint holders should be stated.

PICCADILY SUGAR & ALLIED INDUSTRIES LIMITED
L15424PB1993PLC013137

Registered Office: Jakhal Road, Patran, Distt. Patiala, Punjab

ATTENDANCE SLIP

Folio No. / DP ID & Client ID : _____ Shares Held : _____

Please tick whether Member / Joint holder / Proxy _____

I certify that I am a Member / Proxy / authorised representative for the member of the Company.

I hereby record my presence at the 24th Annual General Meeting at 11.00 a.m. on September 29, 2017 at Registered Office: Jakhal Road, Patran, Distt. Patiala, Punjab

Name of the Member / Proxy
 (in BLOCK Letters)

Member's or Proxy's Signature

Note : Shareholder / Proxy must bring the admission Slip to the Meeting and hand it over at the entrance duly signed.