

Annual Report

2015-2016



**PRASHANT
INDIA LTD.**

PRASHANT INDIA LTD.

Board of Directors

Shri P. M. Gondalia
Chairman & Managing Director

Shri H. M. Gondalia
Whole Time Director

Shri H. B. Malavia
Independent Director

Mrs. Poonam Khandelwal
Independent Director

Statutory Auditors

Devendra Gheewala & Co.
Chartered Accountants
Surat

Company Secretary

Mrs. Rashmi Bhatt

Bankers

State Bank of India

Registered Office

Block No. 456, Palsana Char Rasta,
N. H. No. 8, Palsana – 394315
Dist. Surat, Gujarat

Wind Power Division

Block No. 502P,
Village Dhank, Tal. Upleta
Dist Rajkot - 360460
Gujarat

Agro Division

Ruvapari Road,
Bhavnagar – 346 001
Gujarat

Investor Services Email Id

cs.prashantindia@gmail.com

Corporate Identification Number

L15142GJ1983PLC006574

Registrars and Transfer Agents

MCS Share Transfer Agent Ltd.
101, Shatdal Complex, 1st Floor,
Ashram Road, Ahmedabad - 380009.
Ph:- 079-2658 2878, 2879, 2880
Email:- mcsahmd@gmail.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting of the Members of **PRASHANT INDIA LIMITED** will be held on Friday, September 30, 2016 at 11.00 A.M. at the registered office of the company situated at Block No.456, National Highway No. 8, Palsana Char Rasta, Palsana, Taluka-Palsana, District-surat 394315 to transact the following business:

ORDINARY BUSINESS:-

1. To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2016, alongwith the Board of Directors Report and Auditors Report thereon.
2. To appoint a Director in place of Shri. H. M. Gondalia who retires by rotation and being eligible, offers himself for reappointment.
3. To consider ratification of appointment of Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the appointment of M/s DEVENDRA GHEEWALA & CO., Chartered Accountants (Registration No 115563W), be and is hereby ratified as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be decided by the Board of Directors.”

SPECIAL BUSINESS:-

4. To consider and, if thought fit, to pass, with or without modifications, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mrs. Poonam N. Khandelwal (holding DIN: 07084077), who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby reappointed as Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 2(two) consecutive years with effect from January 31, 2017 to January 30, 2019.

5. To consider and, if thought fit, to pass, with or without modifications, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the Board do hereby enter into a contractual agreement with M/s. Milan Textiles for using factory premises of the company at Block 456, Palsana Char Rasta, N. H. 8, Palsana - 394315, Dist. Surat and to allow utilization of textile manufacturing infrastructure of the company for industrial purpose, for a consideration based on the area occupied plus reimbursement of all expenses for utilizing the manufacturing infrastructure of the company as may be decided mutually from time to time.

“RESOLVED FURTHER THAT any of directors of the company is hereby authorized to sign and execute necessary documents as may be required.”

By Order of the Board of Directors

Place: Palsana

Date: 12.08.16

Sd/-
P. M. Gondalia
Chairman & Managing Director

NOTES :-

- (1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
- (2) Proxies in order to be effective should be duly completed, stamped and signed and must be deposited at the registered office of the company not less than 48 hours before the commencement of the annual general 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 proxy and such person shall not act as a proxy for any other person or shareholder.

- (1) Corporate Members intending to send their authorised representative(s) to attend the Meeting are requested to send to the company a certified true copy of the Board resolution authorising their representative to attend and vote on their behalf at the Annual General Meeting.
- (2) The Register of members and Share Transfer books will remain closed from 23.09.2016 to 30.09.2016 (both days inclusive).
- (3) **Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically. Members are also requested to intimate, indicating their folio number, the changes, if any, in their registered address. The Company has designated an exclusive e-mail id viz., cs.prashantindia@gmail.com to enable investors to register their complaints / queries, if any.**
- (4) Members may also note that the Notice of the 33rd Annual General Meeting and the Annual Report for 2015-16 will also be available on the Company's website www.prashantindia.info for download.
- (5) Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
- (6) **Information and other instructions relating to e-voting are as under:**
 - (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
 - (ii) The members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'polling paper'.
 - (iii) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
 - (iv) The Company has engaged the services of MCS Share Transfer Agent Ltd. as the Agency to provide e-voting facility.
 - (v) The Board of Directors of the Company has appointed Shri Devendra M. Gheewala, a Practicing Chartered Accountant, Proprietor, M/s Devendra Gheewala & Co., Surat as Scrutinizer to scrutinise the polling process and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
 - (vi) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member as on the cut-off date i.e. September 23, 2016.
 - (vii) A person, whose name is recorded in the register of members as on the cut-off date, i.e. September 23, 2016 only shall be entitled to avail the facility of remote e-voting / voting.
 - (viii) The Scrutinizer, after scrutinising the votes cast at the meeting (polling paper) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company. The results shall be communicated to the Stock Exchanges.
 - (ix) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 30, 2016.
 - (x) **The instructions for shareholders voting electronically are as under:-**
 - (i) The voting period begins on 26.09.2016 AT 09.00 AM and ends on 29.09.2016 AT 05.00. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.09.2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on Shareholders.
 - (iv) Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number as printed on this address slip of this annual report.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed in the address slip on this Annual Report.
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. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN: 160802021 for the relevant PRASHANT INDIA LTD. on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com 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.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 4

Mrs. Poonam N. Khandelwal was appointed by the members of the Company at their meeting held on 30th September, 2015 as an Independent Director to hold office for a period of 2 (two) consecutive years from January 31, 2015 to January 30, 2017.

In terms of provisions of Sections 149, 150, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Board of Directors of the Company had re-appointed subject to the approval of the members at the ensuing General Meeting, Mrs. Poonam N. Khandelwal as an Independent Director of the Company within the meaning of Section 2(47) read with Section 149(6) of the Companies Act, 2013 for a term of 2 consecutive years commencing from January 31, 2017 to January 30, 2019.

The Board recommends the re-appointment of Mrs. Poonam N. Khandelwal as an Independent Director, in accordance with the provisions of section 149 read with Schedule IV to the Act, to hold office for a term upto two consecutive years on the Board of Directors of the Company with effect from January 31, 2017 to January 30, 2019.

Except, Mrs. Poonam N. Khandelwal, none of the directors of the Company are interested or concerned in the resolution.

ITEM NO. 5

The Board has decided to enter into a contractual agreement with M/s. Milan Textiles for using factory premises of the company at Block 456, Palsana Char Rasta, N. H. 8, Palsana - 394315, Dist. Surat and to allow utilization of textile manufacturing infrastructure of the company for industrial purpose, for a consideration based on the area occupied plus reimbursement of all expenses for utilizing the manufacturing infrastructure of the company as may be decided mutually from time to time. The Board accordingly recommends the ordinary resolution as mentioned at item no. 5 of this notice for your approval.

Except, Mr. P. M. Gondalia and Mr. H. M. Gondalia, none of the directors of the Company are interested or concerned in the resolution.

DETAILS OF DIRECTORS SEEKING REAPPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

1) Name of Directors	H. M. Gondalia	Poonam N Khandelwal
2) Age	54 Years	44 Years
3) Qualification	S.Y.B.Com.	SSC
4) Date of Appointment	01.10.1988	31.01.2015
5) Experience	29 Years	7 Years
6) List of other Directorship in listed entities as on 31.3.2015	Nil	Nakoda Limited
7) Chairman/member of the Committee as on 31.03.2015	Audit Committee Management Committee	Audit Committee, Nomination and Remuneration Committee

DIRECTORS' REPORT

To,
The Members

Your directors have pleasure in presenting their 33rd Annual Report and the Audited Statement of accounts for the year ended on 31st March, 2016 together with the Auditors Report thereon.

FINANCIAL RESULTS

The summarized financial results for year ended 31st March 2016 are as under:

(Rs. in Lacs)	
Particulars	March 31, 2016
Sales and other Income	57.57
Less: total expenditure	99.24
Profit before exceptional and extraordinary items and tax	(41.67)
Less: exceptional items	0.00
Profit/(Loss) before extraordinary items and tax	(41.67)
Less: extraordinary items	0.00
Less: Tax expenses	0.00
Net Profit/(Loss) for the period	(41.67)

Your company's total income from job work wind power & rent is Rs. 57.57 Lacs.

The company continues to operate in Textiles and Wind power generation business.

The company had preferred an appeal in Gujarat High Court against BIFR order for winding up and the hon'ble court in its order dated 28.07.2015 has remanded back the matter to BIFR for reconsideration.

DIVIDEND

In view of losses the directors do not recommend any dividend for the year ended 31st March 2016.

SUBSIDIARY COMPANY:

As on March 31, 2016, the Company does not have any subsidiary.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Board consists of executive and non-executive directors including independent directors who have wide and varied experience in different disciplines of corporate functioning.

DECLARATION BY INDEPENDENT DIRECTORS

Pursuant to Section 149(7) of the Companies Act, 2013, the Company has received necessary declaration from each Independent Director confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

RELATED PARTY TRANSACTION

All the related party transaction entered into during the financial year 2015-16 were at an arm's length and in ordinary course of business.

The details of material transactions with related party are provided in Form AOC 2 as Annexure I, forming part of this Report.

All related party transactions as required under Accounting Standard 18 have been reported in the Notes to financial statements of the Company.

AUDITORS :

The appointment of M/s. Devendra Gheewala & Co., the Company's Auditors needs to be ratified at the annual general meeting and being eligible offers themselves for re-appointment. The Company has received a certificate

from the auditors to the effect that their re-appointment if made, would be in accordance with the provisions of section 141 of the Companies Act, 2013.

SECRETARIAL AUDIT AND THE APPOINTMENT OF THE SECRETARIAL AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Shri S. Durairaj, Company Secretary in Practice to hold the office of the Secretarial Auditors and to conduct the Secretarial Audit. The Secretarial Audit Report for the financial year ended March 31, 2016, is annexed as 'Annexure – II' to this report.

DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of section 134(5) the Board confirm and submit the Directors' Responsibility Statement:—

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) 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.
- (f) 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.

MANAGEMENT DISCUSSION AND ANALYSIS.

- (a) **Industry Structure and Developments:-** Company is a Textile Company.
- (b) **Opportunities and Threats:-** The textile industry provides ample opportunities in domestic and as well as export market. However the uncertainty of raw material prices and government policies are detrimental to growth and profitability.
- (c) **Segmentwise or productwise Performance:-** Company operates in two segments (1) Textile and Wind Power Generation. This is mentioned as an annexure to the Balance Sheet.
- (d) **Outlook:-** The directors proposes to revive the company subject to approval of schemes to be approved by BIFR and other competent authorities.
- (e) **Risks & Concerns :-** Company do not foresee any such risk in near future, which will hamper the activities.
- (f) **Internal control systems and their adequacy:-** Company is in the process of implementing various software for better control.
- (g) **Discussion on financial performance with respect to operational performance:-** Company is a sick company and all efforts are being made to make settlements with secured creditors and concerned authorities.
- (h) **Human Resources Management Initiatives:-** The management is keenly interested this field. All the efforts are made to rationalize its manpower and make effective use of the same.

PARTICULARS OF EMPLOYEE:

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

EXTRACT OF ANNUAL RETURN:

Pursuant to Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return as at March 31, 2016, in the prescribed form MGT 9, forms part of this report and is annexed as 'Annexure – III'

INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

ACKNOWLEDGMENT:

The Directors express their sincere thanks to the employees, customers, suppliers, company's bankers and members of the company for their continued support.

For & On Behalf of the Board of Directors

Place : Palsana
Date : 28.05.2016

Sd/-
P. M. Gondalia
Chairman & Managing Director

INFORMATION AS PER SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2016**A. CONSERVATION OF ENERGY**

- a) Energy conservation measures taken: None at present
- b) Additional investment and proposals, if any, being implemented for reduction of consumption of energy: There are no proposals.
- c) Impact of measures at (a) & (b) above for reduction of energy consumption and consequent impact on the cost of production of goods: Does not arise.
- d) The Capital investment on energy conservation equipments: Nil

B. TECHNOLOGY ABSORPTION**Research & Development (R & D)**

- 1. Specific area in which R & D carried by the company: None at Present
- 2. Benefits derived as a result of the above R & D: Does not arise.
- 3. Future plan of action: Revival Scheme under consideration.
- 4. Expenditure on R & D: Nil

Technology absorption, adaptation and innovation:

- 1. Efforts being made towards technology absorption, adaptation and innovation: None
- 2. Benefits derived as a result of the above efforts e.g. Product improvement cost, reduction, product development, import substitution etc. : None
- 3. Imported technology : Not applicable as technology has not been imported.

C. FOREIGN EXCHANGE EARNING AND OUTGO:

Earning: Rs.Nil Outgo : Rs. nil

Annexure I**FORM NO. AOC -2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

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

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

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

Sl. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Shantilon Poly Pvt Ltd.	Job work income	On going	23,70,486	N.A.	Nil
2	Shantilon Poly Pvt Ltd.	Fuel Exps. Reimbursement	On going	25,51,378	N.A.	Nil

For & On Behalf of the Board of Directors

Place : Palsana
Date : 28.05.2016

Sd/-
P. M. Gondalia
Chairman & Managing Director

Annexure II**Form No. MR-3
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

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

To,
The Members,
Prashant India Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Prashant India Limited having CIN L15142GJ1983PLC006574 (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 Prashant India Ltd. 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, 2016 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 Prashant India Ltd. (“the Company”) for the financial year ended on March 31, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the Audit Period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not applicable to the Company during the Audit Period);
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable to the Company during the Audit Period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (Not applicable to the Company during the Audit Period);
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period); and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period).

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

- (i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India under the Companies Act, 2013.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange and the SEBI (LODR) Regulations 2015 during the period under review.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

The Company's shares are in the process of Dematerialisation.

BIFR having held the Company as sick under the provisions of sec. 3(1)(o) of the Sick Industrial Companies (Special Provisions) Act, 1985 and ordered for winding up of the Company, which is upheld by the AAIFR. This winding up order is challenged by the Company, by way of civil application before the hon'ble Gujarat High Court. The hon'ble court in its order dated 28.07.2015 has remanded back the matter to BIFR for reconsideration.

I further report that

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

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

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that 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.

Place: Surat
Date: 28.05.2016

Sd/-
S. Durairaj
Practising Company Secretary
COP No.: 7492

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

'ANNEXURE A'

To,
The Members,
Prashant India Limited

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

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

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of 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: Surat
Date: 28.05.2016

Sd/-
S. Durairaj
Practising Company Secretary
COP No.: 7492

Annexure III**FORM NO. MGT - 9
EXTRACT OF ANNUAL RETURN****As on financial year ended on March 31, 2016****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:**

1.	CIN	L15142GJ1983PLC006574
2.	Registration Date	23/11/1983
3.	Name of the Company	Prashant India Ltd.
4.	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company
5.	Address of the Registered office & contact details	Block 456, Palsana Char Rasta, N. H. 8, Palsana - 394315, Dist. Surat Email: cs.prashantindia@gmail.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent	MCS Share Transfer Agent Ltd. 101, Shatdal Complex, 1st Floor, Ashram Road, Ahmedabad - 380009. Ph:- 079-2658 2878, 2879, 2880 Email:- mcsahmd@gmail.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	Textile / Wind Power Generation	4320	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	NA	NA	NA	NA	NA

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

A. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year i.e. 01.04.2015				No. of Shares held at the end of the year i.e. 31.03.2016				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	0	845910	845910	19.97	0	821710	821710	19.40	-0.57
b) Central Govt	0	0	0	0.00	0	0	0	0	0
c) State Govt(s)	0	0	0	0.00	0	0	0	0	0
d) Bodies Corp.	0	0	0	0.00	0	0	0	0	0
e) Banks / FI	0	0	0	0.00	0	0	0	0	0
f) Any other	0	0	0	0.00	0	0	0	0	0

Total shareholding of Promoter (A)	0	845910	845910	19.97	0	821710	821710	19.40	-0.57
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	8800	8800	0.21	0	8800	8800	0.21	0
b) Banks / FI	0	0	0	0.00	0	0	0	0	0
c) Central Govt	0	0	0	0.00	0	0	0	0	0
d) State Govt(s)	0	0	0	0.00	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0	0
f) Insurance Companies	0	0	0	0.00	0	0	0	0	0
g) FIIs	0	0	0	0.00	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0	0
i) Others (specify)	0	0	0	0.00	0	0	0	0	0
Sub-total (B)(1):-	0	8800	8800	0.21	0	8800	8800	0.21	0
2. Non-Institutions									
a) Bodies Corp.	0	1021957	1021957	24.13	0	1182253	1182253	27.91	3.78
b) Individuals									
i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	2337776	2337776	55.20	0	2211680	2211680	52.22	-2.98
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	21000	21000	0.50	0	11000	11000	0.26	-0.24
c) Others (specify)	0	0	0	0.00	0	0	0	0	0
Non Resident Indians	0	0	0	0.00	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0	0
Foreign Nationals	0	0	0	0.00	0	0	0	0	0
Clearing Members	0	0	0	0.00	0	0	0	0	0
Trusts	0	0	0	0.00	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0.00	0	0	0	0	0
Sub-total (B)(2):-	0	3380733	3380733	79.82	0	3404933	3404933	80.39	0.57
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	3389533	3389533	80.03	0	3413733	3413733	80.60	0.57
C. Shares held by Custodian for GDRs & ADRs : Nil									
Grand Total (A+B+C)	0	4235443	4235443	100.00	0	4235443	4235443	100.00	0

B. Shareholding of Promoter-

S N	Shareholder 's Name	Shareholding at the beginning of the year i.e. 01.04.2015			Shareholding at the end of the year i.e. 31.03.2016			% change in sharehold ing 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	Prabhudas M Gondalia	254224	6.00	0	254224	6.00	0	0.00
2	Harsukhbhai M. Gondalia	129288	3.05	0	129288	3.05	0	0.00
3	Mayur P Gondalia	277445	6.55	0	277445	6.55	0	0.00
4	Brijesh P Gondalia	46800	1.10	0	46800	1.10	0	0.00
5	Parulben H Gondalia	80546	1.90	0	80546	1.90	0	0.00
6	Vibhishaben M Gondalia	8600	0.20	0	8600	0.20	0	0.00
7	Shantaben P Gondalia	24807	0.59	0	24807	0.59	0	0.00

C. Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	845910	19.97	845910	19.97
	Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc.):	-24200	-0.57	821710	19.40
	At the end of the year	821710	19.40	821710	19.40

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

Sr. No.	Top 10 Shareholders	Shareholding at the beginning of the year i.e. 01.04.2015		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Shantilon Pvt Ltd *	397673 +75750	9.39 1.79	397673 473423	9.39 11.18
2.	Bridge International Pvt Ltd *	394171 +79171	9.31 1.87	394171 473342	9.31 11.18
3.	Procon Financial And Investment Pvt Ltd	206200	4.87	206200	4.87
4.	Jagdeep Rasiklal Doshi	11000	0.26	11000	0.26
5.	Mrs. Kiran Jalan	10000	0.24	10000	0.24
6.	Ajitkumar Adukia	9800	0.23	9800	0.23
7.	Pramila B. Khurana	6800	0.16	6800	0.16
8.	Fulchand P Jain	6744	0.16	6744	0.16
9.	Manish Shah	6512	0.15	6512	0.15
10.	Gunvantray D. Raval	6000	0.14	6000	0.14

* Increased in shareholding due to Transfer

E. Shareholding of Directors and Key Managerial Personnel:

S N	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1	Prabhudas M Gondalia	254224	6.000	254224	6.000
2	Harsukhbhai M. Gondalia	129288	3.050	129288	3.050
3	Haribhai B. Malvia	200	0.004	200	0.004
	At the end of the year	--	--		
1	Prabhudas M Gondalia			254224	6.000
2	Harsukhbhai M. Gondalia			129288	3.050
3	Haribhai B. Malvia			200	0.004

V. INDEBTEDNESS

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

Rs. In lacs

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3513.09	-	-	3513.09
ii) Interest due but not paid	7187.09	-	-	7187.09
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	10700.18	-	-	10700.18
Change in Indebtedness during the financial year				
* Addition	0	-	-	0
* Reduction	0	-	-	0
Net Change	0	-	-	0
Indebtedness at the end of the financial year				
i) Principal Amount	3513.09	-	-	3513.09
ii) Interest due but not paid	7719.20	-	-	7719.20
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	11232.29	-	-	11232.29

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Sh. P. M. Gondalia (MD)	Sh. H. M. Gondalia (WTD)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	208521	174843	383364
	(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 (A)	208521	174843	383364
	Ceiling as per the Act			30,00,000

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount
		Sh. H. B. Malavia	Smt. Poonam Khandelwal	
1	Independent Directors			
	Fee for attending board / committee meetings	-	20000	-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (1)	-	20000	-
2	Other Non-Executive Directors			
	Fee for attending board committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	-	20000	-
	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		
		Mrs. Rashmi Bhatt, Company Secreatry	Sh. Prashant Parekh CFO	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	300000	-	300000

	(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	300000		300000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2016.

REPORT ON CORPORATE GOVERNANCE

The Company's policies and practices continued to aim at efficient conduct of business and in effective meeting its obligations to the shareholders as the company believe in good corporate governance.

BOARD OF DIRECTORS:Composition of the Board

Sr. No.	Name of Director	PD/ NPD*	ED/ NED/ID *	Number of board meetings during the year 2015-16		Attendance In last AGM	Number of directorships in other Companies	Number of committee positions held in other companies
				Held	Attended			
1	Mr. P. M. Gondalia	PD	ED	6	6	Yes	--	--
2	Mr. H. M. Gondalia	PD	ED	6	6	Yes	--	--
3	Mr. H. B. Malvia	NPD	NED/ID	6	6	Yes	--	--
4	Mrs. Poonam Khandelwal	NPD	NED/ID	6	6	Yes	1	--

* PD — Promoter Director; NPD — Non-Promoter Director; ED — Executive Director; NED — Non-Executive Director; ID — Independent Director.

Details of Meetings of Board of Directors held during the year 2015-2016:

Sr. No.	Date of Board Meeting	Board Strength	No. of Directors present
1	30.04.2015	4	4
2	28.05.2015	4	4
3	15.07.2015	4	4
4	14.08.2015	4	4
5	06.11.2015	4	4
6	09.02.2016	4	4

AUDIT COMMITTEE:

The audit committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations.

The composition of the Audit Committee and the details of meetings attended by its members during the year are given below:

Sr. No.	Name of Director and Position	Meetings/Attendance				
		30.04.2015	28.05.15	14.08.2015	06.11.15	09.02.16
1	Mr. H. B. Malavia, (Chairman)	Present	Present	Present	Present	Present
2	Mr. H. M. Gondalia	Present	Present	Present	Present	Present
3	Mrs. Poonam N. Khandelwal	Present	Present	Present	Present	Present

NOMINATION AND REMUNERATION COMMITTEE:

The nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act.

The composition of the nomination and remuneration committee and the details of meetings attended by its members during the year are given below:

Sr. No.	Name of Director and Position	Meetings/Attendance			
		28.05.15	14.08.2015	06.11.15	09.02.16
1	Mr. H. B. Malavia, Chairman	Present	Present	Present	Present
2	Mr. P. M. Gondalia, Director	Present	Present	Present	Present
3	Mrs. Poonam N. Khandelwal, Director	Present	Present	Present	Present

During the year company did not pay any commission or sitting fees to directors. The Remuneration paid to directors during the year is as under.

Name of Director	Designation	Salary (Rs.)	Sitting fees	Perks (Rs.)	Commission (Rs.)	Total (Rs.)
Mr. Prabhudas M. Gondalia	Chairman & M.D.	208521/-	Nil	Nil	Nil	208521/-
Mr. Harsukhbhai M. Gondalia	Whole Time Director	174843/-	Nil	Nil	Nil	174843/-
Mr. Haribhai B. Malavia	Director	Nil	Nil	Nil	Nil	Nil
Mrs. Poonam N. Khandelwal	Director	Nil	20000	Nil	Nil	20000

STAKEHOLDER RELATIONSHIP COMMITTEE:

The stakeholders' relationship committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Act under chairmanship of Mr. H. B. Malavia and Mr. P. M. Gondalia is the members of the committee.

The committee oversees the redressed of complaints of the shareholders and investors in relation to transfer of shares, non-receipt of annual reported.

MANAGEMENT COMMITTEE:

The Management Committee is constituted under chairmanship of Mr. P. M. Gondalia. Mr. H. M. Gondalia is the member of the committee.

ANNUAL GENERAL MEETING :

Details of last three Annual General Meetings held:

Financial Year	2012-2013	2013-2014	2014-2015
Day	Monday	Tuesday	Wednesday
Date	30.09.2013	30.09.2014	30.09.2015
Time	11.00A.M.	11.00 A.M.	11.00 A.M.
Venue	456, N. H. 8, Palsana Char Rasta, Palsana, Surat-394315	456, N. H. 8, Palsana Char Rasta, Palsana, Surat-394315	456, N. H. 8, Palsana Char Rasta, Palsana, Surat-394315

No special resolutions were put through postal ballot during last three year.

MEANS OF COMMUNICATION:

Quarterly results:

The Quarterly and Annual results of the company are published in leading newspapers which includes The Financial Express English & Gujarati and the same is also displayed on the Company's website: www.prashantindia.info.

GENERAL SHAREHOLDERS INFORMATION:

- 1) Annual General Meeting : 33rd Annual General Meeting
 Day, Date, Time & Venue : Friday 30th September, 2016 at 11.00 A.M.
 Block No.456, N.H.8, Palsana Char Rasta, Palsana Surat-394315

2) Financial Year/Calender: (tentative)

- Results for first Quarter ending 30.06.2016 : On or before 14.08.2016
 Results for second Quarter ending 30.09.2016 : On or before 14.11.2016
 Results for third Quarter ending 31.12.2016 : On or before 14.02.2017
 Results for fourth Quarter ending 31.03.2017 : On or before 30.05.2017

- 3) Date of Book Closures : 23.09.2016 to 30.09.2016 (both days inclusive)

4) Dividend Payment Date : No dividend declared

5) Listing on Stock Ex. : Bombay Stock Exchange Limited.

Scrip Code : 519014 Annual Listing Fee for F.Y. 2015-16 paid to the Bombay Stock Exchange Ltd.

6) Distribution of shareholding as on March 31, 2016:

Distribution of Shares	No. of Share	%	No. of Holders	%
1 to 100	290027	6.8476	3168	37.5222
101 to 200	408694	9.6494	2218	26.2703
201 to 500	773718	18.2677	2306	27.3126
501 to 1000	402031	9.4921	546	6.4669
1001 to 5000	313142	7.3934	185	2.1912
5001 and above	2047831	48.3499	20	0.2369
Total	4235443	100.00	8443	100.00

7) Plant Location : Block No.456, N.H. 8, Palsana Char Rasta, Palsana Surat-394315

8) Regd. Office : Block No.456, N.H. 8, Palsana Char Rasta, Palsana Surat-394315

9) Address for Investors Correspondence: Block No.456, N.H. 8,
Palsana Char Rasta, Palsana,
Surat-394315
Email : cs.prashantindia@gmail.com

10) Name, Address & contact details of the Registrar & Transfer Agent: MCS Share Transfer Agent Ltd.
101, Shatdal Complex, 1st Floor,
Ashram Road, Ahmedabad - 380009.
Ph:- 079-2658 2878, 2879, 2880
Email:- mcsahmd@gmail.com

By Order of the Board of Directors
Sd/-

Place: Palsana
Date: 12.08.16

P. M. Gondalia
Chairman & Managing Director

CERTIFICATE OF COMPLIANCE WITH THE CODE OF BUSINESS CONDUCT

In terms of Regulation 26(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the members of Board of Directors and senior management personal have confirmed compliance with the code of conduct for the year ended 31st March 2016.

Place : Palsana
Date : 28.05.2016

Sd/-
Prabhudas M.Gondalia
Chairman & Managing Director

CEO/CFO CERTIFICATION

To,
The Board of Directors,
Prashant India Limited

I certify that :

1. I have reviewed financial statements and cash flow statement of Prashant India Limited for the year ended on 31st March 2016 and to the best of my knowledge and belief :
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statement 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 my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct;
3. I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of the internal control system of the company pertaining to the financial reporting and I have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of internal control, if any, of which I am aware and the steps taken or proposed to be taken to rectify the deficiencies;
4. I have indicated to the auditors and 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 i have become aware.

Place : Palsana
Date : 12.08.2016

For Prashant India Limited
Sd/-
P. M. Gondalia
CMD

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To Members
Prashant India Limited

We have examined the compliance of conditions of Corporate Governance by Prashant India Limited ("the Company") for the year ended on 31st March, 2016, as stipulated in Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Place : Surat
Date : 28-05-2016

(21)

For DEVENDRA GHEEWALA & CO.
CHARTERED ACCOUNTANTS
Sd/-
D.M.GHEEWALA
PROPRIETOR
M.No. : 049857
FRN. : 115563W

Tel. : (O) 0261 – 2311826
(M) 98251 06826



DEVENDRA GHEEWALA & CO.
CHARTERED ACCOUNTANTS

CA. Devendra M. Gheewala,
F.C.A., DISA (ICA)

407, Union Trade Center, B/s. Apple Hospital, Udhna Darwaja, Surat - 395002

Independent Auditor's Report

To
The Members of **PRASHANT INDIA LTD.**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Prashant India Limited** ('the Company'), which comprise the Balance Sheet as at March 31, 2016 and 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 Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone 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 thereunder.

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

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

Opinion

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

Emphasis of Matter

We draw attention to the following matters in the Notes to the standalone financial statements :

Note no2(a) : Regarding non accounting for gratuity, leave encashment & bonus liability contrary to sec.128 of the Companies Act, 2013 and AS-15 issued by the ICAI.

Note no.2(b) : Regarding accounts of the company having been prepared on 'Going Concern Basis', despite

- *operations of Agro Division of the Company having stood suspended, since the year 1998,*
- *net losses / cash losses having been incurred by the Company over the past several years including the current financial year ,*
- *net worth of the Company having been totally eroded and substantial losses having been carried forward as at 31st March, 2016*
- *current liabilities exceeded Company's current assets as at the balance sheet date,*
- *BIFR having held the Company as sick under the provisions of sec.3(1)(o) of the Sick Industrial Companies (Special Provisions) Act, 1985 and ordered for winding up of the Company, which is upheld by the AAIFR in the absence of adequate data and information for its compilation on an alternative basis and consequently no adjustments having been made in the accounts relating to the recoverability of recorded asset amounts and in respect of recorded liabilities and contingent liabilities that might devolve on the company.*

These condition, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Note no.24(b) : Regarding non provision of liabilities of Rs.7733.62 lacs

Note no24(k) : Regarding certain balances being subject to confirmation the effect of which could not be quantified,

Our opinion is not modified in respect of these matters.

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 the paragraph 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 purposes of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. Except for the matters described in the Emphasis of matter paragraph above, in our opinion, the aforesaid standalone financial statement comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. The going concern matter described in sub paragraph (b) under the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the opening effectiveness of such controls, refer to our separate report in Annexure 'B'
 - g. On the basis of written representations received from the directors as on 31st March, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 to the financial statements)
 - ii. The Company did not have any long term contracts including derivate contracts for which there were any material foreseeable losses requiring provision under the applicable law or accounting standards
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **DEVENDRA GHEEWALA & CO.**
CHARTERED ACCOUNTANTS

Place : Surat.
Date : 28-05-2016

Sd/-
D.M.GHEEWALA
PROPRIETOR
M.No. : 049857
FRN. : 115563W

Annexure 'A' to the Independent Auditor's Report -

The Annexure referred to in our Independent Auditor's Report to the members of Prashant India Ltd. on the standalone financial statements for the year ended on 31st March, 2016, Statement on matters specified in paragraphs 3 & 4 of the Companies (Auditor's Report) Order 2016 :

1. In respect of Fixed Assets :
 - (a) The company maintained proper records showing full particulars, including quantitative details and situation of Fixed Assets.
 - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the company.
 - (c) As explained to us, the Company has a program for physical verification of fixed assets at periodic intervals. In our opinion, the period of verification is reasonable having regard to the size of the company and the nature of its assets. The discrepancies noticed on such verification were not material and the same have been properly dealt with in the books of account.
2. In respect of Inventories :

Physical verification of inventory (except stocks lying with third parties, confirmation for which has been obtained and in stocks in transit) has been conducted at reasonable intervals by the management. The discrepancies noticed on such verification were not material and the same have been properly dealt with in the books of account.
3. In respect of loans granted by the company :
 - (a) The Company has not granted any loans, secured or unsecured, to companies, firms, LLPs or other parties listed in Register maintained u/s 189 read with clause 76 of section 2 of the Companies Act, 2013.
 - (b) Since there are no transactions of loans given by the company, clauses (a), (b) & (c) of paragraph 3(iii) of the order are not applicable.
4. In our opinion and according to the information and explanations given to us, in respect of loans, investment and guarantees, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
5. According to the information and explanations given to us, the company has not accepted deposits from the public. The directives issued by the RBI and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, where applicable, have been complied with. No order has been passed by CLB or National Company Law Tribunal or RBI or any court or any other tribunal for any contraventions.
6. The company has defaulted in repayment of dues to various financial institutions and banks. The company has been declared sick u/s 3(1)(b) of the Sick Industrial Companies (Special Provisions) Act, 1985 by the BIFR vide order dt.20 09-2005 and has been held to be wound up u/s 20(1) of the said Act by the BIFR vide order dt.14 09-2006. The financial institutions and banks have, from time to time, either settled their entire dues or assigned their entire dues in favor of strategic investors. Accordingly, as on 31st March, 2016 there is no outstanding of any dues of any financial institution or a bank. Please refer to Audit note no.5, 7 & 24(b) also.

7. As informed to us, maintenance of cost record has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for job work activity and power generation activity undertaken by the Company.
8. In respect of statutory dues :
- (a) According to the information and explanations given to us, the Company has been regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax and any other statutory dues with the appropriate authorities except that following statutory dues which on account of disputes are outstanding as at the last day of the financial year for a period of more than six months from the date they became payable :

Nature of statute-Authority	Nature of dues	Amount Rs. lacs	Period	Forum where dispute is pending
Customs Act, 1962 & Central Excise Act, 1944	Custom duty	77.03	Prior to year 2000	None of State Authority
Land Revenue Act	Land rev.	4.87		None of State Authority

- (b) The disputed dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax not having been deposited on account of dispute, then the amounts involved and the forum where dispute is pending are as follows:

Nature of statute-Authority	Nature of dues	Amount Rs. lacs	Period	Forum where dispute is pending
G.S.T. Act, 1969	Sales tax	119.78	FY 1993-94 to FY 1998-99	AC, Bhavnagar
I.T. Act, 1961	Income Tax- A.Y. 1992-93	Not fixed	FY 1991-92	High Court, Gujarat

9. The Company has not raised fresh moneys either by way of public issue/ follow on offer (including debt instruments) or term loans during the year.
10. The managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
11. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or any fraud on the Company by its officers / employees has been noticed or reported during the course of our audit, for the year under Audit
12. In our opinion, the Company is not a Nidhi Company. Hence, paragraph 3(xii) of the Order is not applicable.
13. The company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review.

14. According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, etc. as required by the applicable accounting standards and provisions of the Companies Act, 2013.
15. 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 any non cash transactions with directors or persons connected with him. Hence, paragraph 3(xv) of the Order is not applicable.
16. The Company is not required to be Registered u/s 45 IA of the Reserve Bank of India Act, 1934 and hence, provisions of paragraph 3(xvi) of the Order is not applicable.

For **DEVENDRA GHEEWALA & CO.**
CHARTERED ACCOUNTANTS

Place : Surat.
Date : 28-05-2016

Sd/-
D.M.GHEEWALA
PROPRIETOR
M.No. : 049857
FRN. : 115563W

**Annexure ‘B’ to the Independent Auditor’s Report -
Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of
the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of **PRASHANT INDIA LIMITED** as of 31 March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For **DEVENDRA GHEEWALA & CO.**
CHARTERED ACCOUNTANTS

Place : Surat.
Date : 28-05-2016

Sd/-
D.M.GHEEWALA
PROPRIETOR
M.No. : 049857
FRN. : 115563W

PRASHANT INDIA LTD.

31st March, 2016

BALANCE SHEET AS AT 31ST MARCH, 2016 .

Sr. No.	Particulars	Note No.	Rs.	31-03-2016 Rs.	Rs.	31-03-2015 Rs.
I. EQUITIES AND LIABILITIES -						
1.	Shareholders' Funds :					
a.	Share capital	'3'	42,354,430		42,354,430	
b.	Reserves & surplus	'4'	(376,894,722)	(334,540,292)	(372,727,866)	(330,373,436)
2.	Non Current Liabilities :					
a.	Long term borrowings	'5'	290,063,254		290,063,254	
b.	Deferred tax liabilities		0		0	
c.	Other long term liabilities	'6'	2,006,537	292,069,791	2,006,537	292,069,791
3.	Current Liabilities :					
a.	Short term borrowings	'7'	61,245,591		61,245,591	
b.	Trade payables	'8'	1,011,863		1,854,980	
c.	Other current liabilities	'9'	3,107,860		185,193	
d.	Short term provisions	'10'	8,345,474	73,710,788	8,345,474	71,631,238
T O T A L.... (I)				31,240,287		33,327,592
II. ASSETS -						
1.	Non current assets					
a.	Fixed assets	'11'	25,872,127		25,437,235	
b.	Non current investments		0		0	
c.	Deferred tax assets(net)		0		0	
d.	Long term loan & advanc	'12'	3,105,082		5,946,318	
e.	Other non current assets	'13'	412,038	29,389,247	412,038	31,795,591
2.	Current assets,					
a.	Current investments		0		0	
b.	Inventories	'14'	0		61,213	
c.	Trade receivables	'15'	1,204,016		998,015	
d.	Cash & bank balance	'16'	647,024		472,773	
e.	Short term loans & advances		0		0	
f.	Other current assets		0	1,851,040	0	1,532,001
T O T A L....(II)				31,240,287		33,327,592
Corporate information		'1'				
Significant account policies		'2'				

For and on behalf of Board of Directors of
PRASHANT INDIA LTD.

As per our audit report of even date
For **DEVENDRA GHEEWALA & CO.**
CHARTERED ACCOUNTANTS

- 1 Sd/-
P.M.GONDALIA
Chairman & M.D.
- 2 Sd/-
H.M.GONDALIA
Whole Time Director
- 3 Sd/-
PRASHANT S.PAREKH
Chief Financial Officer
- 4 Sd/-
RASHMI T. BHATT
Company Secretary

Sd/-
(**D. M. GHEEWALA**)
PROPRIETOR
M.No. : 049857
FRN. : 115563W

Place : Surat.
Date : 28-05-2016

PRASHANT INDIA LTD.

31st March, 2016

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2016

Sr. No.	Particulars	Note No.	Rs.	31-03-2016 Rs.	Rs.	31-03-2015 Rs.
I.	Revenue from operations	'17'		4,079,196		3,486,592
II.	Other income	'18'		1,678,325		618,667
III.	Total Revenue			5,757,521		4,105,259
IV.	Expenses -					
	1. Cost of materials consumed	'19'		642,531		1,164,563
	2. Purchase of stock in trade			0		0
	3. Changes in inventory of finished goods	'20'		-		-
	4. Employee benefits expenses	'22'		1,453,022		1,192,662
	5. Finance costs	'22'		42,400		28,720
	6. Depreciation and amortization	'11'		1,022,784		4,603,084
	7. Other expenses	'23'		6,763,640		4,779,851
	Total expenses			9,924,377		11,768,880
V.	Profit before exceptional and extraordinary items and tax			(4,166,856)		(7,663,621)
VI.	Exceptional items	'11'		0		7,065,295
VII.	Profit before extraordinary items and tax (V - VI)			(4,166,856)		(598,326)
VIII.	Extraordinary items			0		0
IX.	Profit before tax (VII-VIII)			(4,166,856)		(598,326)
X	Tax expense					
	1. Current tax			0		0
	2. Deferred tax			0		0
XI.	Profit/(Loss) for the period from continuing operations (IX-XI)			(4,166,856)		(598,326)
XII.	Profit/(Loss) from discontinuing operations			0		0
XIII.	Tax expenses of discontinuing operations			0		0
XIV.	Profit/(Loss) from Discontinuing operations (after tax (XII-XIII))			0		0
XV.	Profit/(Loss) for the period			(4,166,856)		(598,326)
XVI.	Earnings per equity share					
	1. Basic			(0.98)		(0.14)
	2. Diluted			(0.98)		(0.14)

For and on behalf of Board of Directors of

PRASHANT INDIA LTD.

1 Sd/-
P.M.GONDALIA
Chairman & M.D.

2 Sd/-
H.M.GONDALIA
Whole Time Director

3 Sd/-
PRASHANT S.PAREKH
Chief Financial Officer

4 Sd/-
RASHMI T. BHATT
Company Secretary

As per our audit report of even date

For **DEVENDRA GHEEWALA & CO.**
CHARTERED ACCOUNTANTS

Sd/-
(**D. M. GHEEWALA**)
PROPRIETOR
M.No. : 049857
FRN. : 115563W

Place : Surat.
Date : 28-05-2016

PRASHANT INDIA LTD.

31st March, 2016

CASH FLOW STATEMENT		Rs. In '000	Rs. In '000
		31-03-2016	31-03-2015
A	CASH FLOW FROM OPERATING ACTIVITIES -		
	Net profit before tax and extraordinary items	(4,167)	(598)
	Adjustment for-		
	Taxation	0	0
	Depreciation	1,023	4,603
	Provision for doubtful debts	-	-
	Profit / loss on sale of fixed assets & investments	(749)	(213)
	Prior period items	-	(7,065)
	Interest shown separately	42	29
	Operating profit before working capital change	(3,851)	(3,245)
	Adjustment for -		
	Trade & other receivable	(206)	2,399
	Inventories	61	(61)
	Trade payable	2,080	951
	Other current assets, loans & advances	2,841	106
		<u>4,776</u>	<u>3,395</u>
	CASH GENERATED FROM OPERATIONS	925	150
	Interest paid	(42)	(29)
	Tax refunds	-	(29)
	CASH FLOW BEFORE EXTRA ORDINARY ITEMS	<u>883</u>	<u>122</u>
	Less : Extraordinary items	-	-
	Net cash flow from operating activities	<u>883</u>	<u>122</u>
B	CASH FLOW FROM INVESTING ACTIVITIES -		
	Purchase of fixed assets	1,660	9
	Adjustment / Sale of fixed assets / investments	951	228
	Net cash used in investment activities	<u>709</u>	<u>(219)</u>
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds from issue of share capital	-	-
	Proceeds from long term borrowing	-	-
	Repayment of Finance / Lease liabilities	-	300
	Net cash outflow from financing activities	<u>-</u>	<u>300</u>
	Net change in cash & cash equivalents	174	40
	CASH AND CASH EQUIVALENTS - Op. Bal.	473	433
	CASH AND CASH EQUIVALENTS - Cl. Bal.	647	473

We have verified the above Cash Flow Statement of Prashant India Ltd. derived from the Audited Annual Financial Statement for the year ended on 31st March, 2016 and 31st March, 2015 and have found the same to be drawn in accordance therewith and also with the requirements of clause 32 of the listing agreement.

PRASHANT INDIA LTD.

- 1 Sd/-
P.M.GONDALIA
Chairman & M.D.
- 2 Sd/-
H.M.GONDALIA
Whole Time Director
- 3 Sd/-
PRASHANT S.PAREKH
Chief Financial Officer
- 4 Sd/-
RASHMI T. BHATT
Company Secretary

For DEVENDRA GHEEWALA & CO.
CHARTERED ACCOUNTANTS

Sd/-
(D. M. GHEEWALA)
PROPRIETOR
M.No. : 049857
FRN. : 115563W

Place : Surat.
Date : 28-05-2016

NOTE - 1**Corporate Information –**

Date of Incorporation	23 rd November, 1983
Registered Office Address	Block No.456, Palsana Char Rasta, N.H.No.8, Palsana - 394315, Dist. Surat, Gujarat
Factory Address	
Textile Division	a) Block No.456, Palsana Char Rasta, N.H.No.8, Palsana - 394315, Dist. Surat, Gujarat
Wind Power Division	b) At Vill. Dhank, Tal. Upleta, Dist. Rajkot, Gujarat
Agro Division	c) Ruvapari Road, Bhavnagar, Gujarat
Nature of business activity/operation	<ul style="list-style-type: none"> ● Manufacturing job work of sized yarn beams & texturising of yarn ● Wind power generation

NOTE - 2**Significant accounting policies –****a. Basis of preparation of financial statements-**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply in all material respects with the Accounting Standards as specified u/s 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014 (as amended) and the relevant provisions of the Companies Act, 2013 and other accounting pronouncements of ICAI. The financial statements have been prepared on accrual basis under the historical cost convention except for gratuity, leave encashment and bonus, which are charged to profit & loss account on cash basis and that is contrary to the specific provisions of the Companies Act, 2013 and also contrary to the Accounting Standard 15 issued by the Institute of Chartered Accountants of India. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

b. Going concern –

Despite the facts as mentioned herein below, accounts are continued to be prepared on ‘Going Concern Basis’, as the Company has been running its operations for last so many years inspite of all such limitations and also in the absence of adequateessential data and information for compilation on an alternative basis.

- The operations of Agro Division of the Company have been suspended since 1998.
- The Company having incurred net losses during the current financial year and continuously incurring net losses/ cash losses for last several years
- The Net Worth of the Company having eroded completely based on the Audited Annual Financial Statements of the Company, since the year ended on 31st March, 1998.
- The Accumulated Losses of the Company as at the end of the financial year, are far exceeding the entire Net Worth of the Company
- The BIFR and the Appellate Authority AAIFR have held that the Company should be wound up u/s 20(1) of SICA, 1985 vide order dt.14 09-2006 and dt.06-12-2010 respectively.

Consequently, no adjustments are made in the accounts for compilation of Accounts on an alternative basis relating to the recoverability of recorded asset amounts and in respect of likely devolvment of recorded liabilities and contingent liabilities

- b. Use of estimates –
The preparation of financial statements in conformity with Indian GAAP requires the management to make estimates and assumptions which are considered in the reported amounts of assets and liabilities and disclosure of contingent liabilities as of the date of financial statements and the reported amounts of income and expenses for the financial period. The management believes that the estimates used in preparation of financial statements are prudent and reasonable. Future results could differ due to these estimates and differences between the actual results and the estimates are recognized in the periods in which the results are known /materialize.
- c. Fixed assets -
Fixed assets are valued at cost of acquisition or construction. They are stated on historical cost basis less accumulated depreciation.
- d. Depreciation –
Depreciation on fixed assets is provided on pro rata basis on straight line method at the revised rates prescribed under the Companies Act, 2013 based on useful life of the respective asset.
- e. Inventories -
Inventories are valued at cost or market value, whichever is less.
- f. Revenue recognition –
Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured

Sales are recognized, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales exclude VAT.

The purchases and sales are shown after making adjustments for claims, rebates, rate difference, discounts, etc. received/paid as per the practice prevailing in the trade. Necessary adjustments for the same are done either by passing journal entry or rectifying the original invoice of purchase/sales and accounting the same in subsidiary books etc. with amount NET RECEIVED or NET PAID for the particular invoice.

- g. Foreign Currency Transactions –
Foreign currency transactions entered into by the Company are accounted at the exchange rate prevailing on the date of the transaction or at rate that closely approximate the rate at the date of the transaction. Foreign currency monetary items outstanding at the Balance Sheet date are restated at the year-end rate.
- h. Earnings per share (EPS) –
Basic earnings per share is computed by dividing the profit / (loss) after tax attributable to the equity shareholders for the period by the weighted average number of equity shares outstanding during the reporting period
- i. Contingent liabilities –
A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized but are disclosed in the notes when Company has a possible or present obligation where it is not probable that an outflow of resources will be required to settle it.

PRASHANT INDIA LTD.

31st March, 2016

Note No.	31-03-2016	31-03-2015
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3 SHARE CAPITAL

Particulars	Number of shares	Rs.	Number of shares	Rs.
<u>Authorised -</u>				
Redeemable Cumulative				
Pref. shares of Rs.100 each	100,000	10,000,000	100,000	10,000,000
Equity shares of Rs.10 each	9,000,000	90,000,000	9,000,000	90,000,000
		<u>100,000,000</u>		<u>100,000,000</u>
<u>Issued -</u>				
Equity shares of Rs.10 each	5,014,887	50,148,870	5,014,887	50,148,870
		<u>50,148,870</u>		<u>50,148,870</u>
<u>Subscribed and fully paid up -</u>				
Equity shares of Rs10 each	4,235,443	42,354,430	4,235,443	42,354,430
		<u>42,354,430</u>		<u>42,354,430</u>

Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	Number of shares	Rs.	Number of shares	Rs.
Equity shares with voting rights				
Opening balance	4,235,443	42,354,430	4,235,443	42,354,430
Changes, if any	0	0	0	0
Closing balance	4,235,443	42,354,430	4,235,443	42,354,430

Details of shares held by each shareholder holding more than 5% shares

Particulars	Number of shares	% holding in that class	Number of shares	% holding in that class
Equity share with voting rights				
Mayur P.Gondalia	277,445	6.55	277,445	6.55
P.M.Gondalia	254,224	6.00	254,224	6.00
Bridge International Pvt. Ltd.	394,171	9.31	226,586	5.35
Shantilon Pvt. Ltd.	397,673	9.39	0	0.00

Details of forfeited shares

Particulars	Number of shares	Amount originally paid up Rs.	Number of shares	Amount originally paid up Rs.
Equity shares with voting rights	779,444	2,088,544	779,444	2,088,544

PRASHANT INDIA LTD.

31st March, 2016

Note No.	31-03-2016	31-03-2015
4 RESERVES & SURPLUS :		
a. Capital Reserve		
Opening balance	20,018,632	20,018,632
Add : Addition during the year	<u>0</u>	<u>0</u>
Sub total	20,018,632	20,018,632
Less : Utilised/ Trfd. during the year	<u>0</u>	<u>0</u>
Closing balance	20,018,632	20,018,632
b. Securities Premium Reserve		
Opening balance	54,698,368	54,698,368
Add : Premium on shares issued during the year	<u>0</u>	<u>0</u>
Sub total	54,698,368	54,698,368
Less : Utilised during the year	<u>0</u>	<u>0</u>
Closing balance	54,698,368	54,698,368
c. Profit & Loss A/c Balance		
Opening balance	(447,444,866)	(446,846,540)
Add : Profit / (Loss) for the year	<u>(4,166,856)</u>	<u>(598,326)</u>
Sub total	(451,611,722)	(447,444,866)
Less : Appropriations	<u>0</u>	<u>0</u>
Closing balance	(451,611,722)	(447,444,866)
	<u><u>(376,894,722)</u></u>	<u><u>(372,727,866)</u></u>

PRASHANT INDIA LTD.

31st March, 2016

Note No.	31-03-2016	31-03-2015
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5 LONG TERM BORROWINGS :

Secured -

Term loans from other parties -

a Ficon S'ram Cap. Mkt. Ltd.(Debt assignment of IOB)	74,987,760	74,987,760
Ficon S'ram Cap. Mkt. Ltd.(Debt assignment of BOB)	37,299,143	37,299,143
Shantilon Pvt. Ltd. (Debt assignment of SBH)	31,819,098	31,819,098
Interest unpaid	5,443,806	5,443,806
b Shantilon Pvt. Ltd. (Debt assignment of IFCI)	122,457,542	122,457,542
c Shantilon Pvt. Ltd. (OTS with IREDA)	16,055,905	16,055,905
Shantilon Pvt. Ltd. (OTS with IDBI)	2,000,000	2,000,000
Total	<u>290,063,254</u>	<u>290,063,254</u>

Details of terms of repayment and security provided for secured borrowings -

Security -

- * Consortium loans in (a) above are secured by hypothecation of all movable current assets and further secured by first charge on land-building, plant-machinery, etc. of Agro division at Bhavnagar
- * Loan in (b) above is secured by first charge on all the immovable properties and also by whole of movable plant-machineries, spares, tools, accessories, both present and future, of Textile division at Palsana
- * Loans in (b) and (c) above are secured by first charge on all the immovable properties and also by whole of movable plant-machineries, spares, tools and accessories, both present and future, of wind farm unit at Dhank
- * Loans above are further secured by personal guarantee of the directors.

Repayment terms -

All loans have become overdue for repayment since long.

Default in repayment -

There has been a continuous default in repayment of above loans and interest since Dec., 1998.

- * Also refer Note No.- 7 for other details

6 OTHER LONG TERM LIABILITIES -

Sundry creditors for capex	226,365	226,365
G.S.T. & C.S.T. deferment	1,780,172	1,780,172
	<u>2,006,537</u>	<u>2,006,537</u>

PRASHANT INDIA LTD.

31st March, 2016

Note No.	31-03-2016	31-03-2015
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7 SHORT TERM BORROWINGS :

Secured -

Loans repayable on demand -

Shantilon Poly Pvt. Ltd. - WCDL	61,245,591	61,245,591
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<u>61,245,591</u>	<u>61,245,591</u>
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Details of terms of repayment and security provided for secured borrowings -

Security -

* WCDL is secured by hypothecation of entire current assets including stocks & book debts and further secured by second charge on all the immovable properties of Textile division at Palsana

* WCDL is further secured by personal guarantee of the directors

Repayment terms -

WCDL repayable on demand has become overdue for repayment since long.

Default in repayment -

There has been a continuous default in repayment of WCDL and interest since Dec., 1998.

Other details -

* The Company had been held sick industrial company under the purview of the provisions of section 3(1)(o) of the SICA (Special Provisions), 1985 by the BIFR on dt.20-09-2005 and has been held to be wound up u/s 20(1) of the said Act on dt.14-09-2006 and upheld by the AAIFR on dt.06-12-2010. These winding up orders are challenged by the Company, by way of civil application before the hon'ble Gujarat High Court.

* The Company has successfully settled the dues of secured and unsecured lenders being Banks and Financial Institutions by augmenting resources from strategic investors, namely M/s. Shantilon Pvt. Ltd. (SPL), M/s. Ficon Shreeram Capital Market Services Ltd. (Ficon) and M/s. Shantilon Poly Pvt. Ltd. (SPPL). The current status of secured lenders stands as mentioned below -

Lender	Remark	Present status
Wind Farm Division		
IREDA	Dues settled	SPL holds first exclusive charge over the assets of wind farm division vide Deed of Mortgage executed on dt.26-03-2007 with IREDA
Agro Division -		
BOB & IOB	Dues assigned	Ficon holds pari passu charge with SPL over the assets of Agro division vide Deed of Assignment executed on dt.19-05-2011 with IARC (A/c. BOB) and Deed of Assignment executed on dt.15-02-2012 with IOB
SBH	Dues assigned	SPL holds pari passu charge with Ficon over the assets of Agro division vide Assignment Agreement executed on dt.26-11-2010 with Arcil (A/c. SBH)
Textile Division -		
IFCI	Dues assigned	* SPL had been assigned part debt of IFCI vide Deed of Assignment executed on dt.08-07-2009
		* SPL has been assigned balanced debt of IFCI along with its share in cut back amount of Rs.415.21 lacs with interest lying in SBI-No Lien A/c and to receive 6.50 lacs equity shares of the Company @ Rs.10 per share vide Deed of Assignment executed on dt.31-05-2013
		* SPL holds first exclusive charge over fixed assets and second charge over current assets of Textile division
SBI	Dues assigned	* SPPL has been assigned full debt of SBI vide Deed of Assignment executed on dt.01-05-15 with ASREC India Ltd. (A/c SBI) for Rs.9798.14 Lacs (princ. 674.41 + Int. 9123.73 lacs as on dt.31-10-2014)
		* SPPL holds first exclusive charge over current assets and second charge over fixed assets of Textile division
IDBI	Dues settled	SPL's existing charge on assets of wind farm division of the Company has been extended vide supplementary Deed of Mortgage executed on dt.12-10-2011

PRASHANT INDIA LTD.

31st March, 2016

Note No.	31-03-2016	31-03-2015
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8 TRADE PAYABLES :

Sundry creditors	977,249	1,648,201
Professional fees payable - Net	34,614	206,779
	<u>1,011,863</u>	<u>1,854,980</u>

9 OTHER CURRENT LIABILITIES :

Statutory remittances -		
T.D.S. payable	1,310	530
Local authorities dues	2,583,135	163,628
PF-ESI payable	17,580	13,555
Professional tax payable	780	730
VAT payable	0	6,750
Advance received for job work	427,735	0
Wages payable	77,320	0
	<u>3,107,860</u>	<u>185,193</u>

10 SHORT TERM PROVISIONS :

Provision - others -		
Provision for other contingencies -		
Civil supply case-Bhavnagar	300,000	300,000
EPCG penalty case	7,702,696	7,702,696
Income tax-A.Y.1995-96	342,778	342,778
	<u>8,345,474</u>	<u>8,345,474</u>

NOTE NO. 11

Sr.	Description of assets TANGIBLE ASSETS	Rate of Depre. %	GROSS BLOCK			DEPRECIATION			NET BLOCK	
			As on 01-04-2015	Addition	Deduction	As on 31-03-2016	As on 01-04-2015	Addition	Deduction	As on 31-03-2016
1	Land - Freehold		4838520	0	0	4838520	0	0	4838520	4838520
2	Factory Building	3.17	29517191	0	0	29517191	17521931	935695	18457626	11059565
3	Plant & machineries	6.33	164054566	1503259	4036680	161521145	155851838	65275	152082267	8202728
4	Electrifications	9.50	7339525	0	0	7339525	6972549	0	6972549	366976
5	Computer system	31.67	924525	48250	0	972775	917140	8804	925944	7385
6	Printer	31.67	67750	0	0	67750	67750	0	67750	0
7	Furniture & fixtures	9.50	1009790	0	0	1009790	1009790	0	1009790	0
8	Office equip	19.00	430181	0	0	430181	408672	0	408672	21509
9	Epabx system	19.00	24800	40000	0	64800	23560	3311	26871	1240
10	Wireless antenna	19.00	72355	68000	0	140355	68737	9699	78436	3618
11	Vehicles-Scooters etc.	9.50	17060	0	0	17060	17060	0	17060	0
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* Some part of the factory building has been given under operating lease.

PRASHANT INDIA LTD.

31st March, 2016

Note No.	31-03-2016	31-03-2015
12	LONG TERM LOANS & ADVANCES :	
Unsecured		
Advance for goods - capex	10,500	0
Considered good	189,791	239,796
Doubtful	753,000	753,000
Security deposits -		
Considered good	1,300,890	1,300,890
Loans & advances to employees	0	0
Loans & advances to others	0	500,000
Prepaid expenses		
Considered good	93,852	119,800
Balances with Govt. Authorities		
Considered good		
Income Tax refundable	579,988	510,267
DGVCL	30,703	2,522,089
GMDC	146,358	475
	<u>3,105,082</u>	<u>5,946,318</u>
13	OTHER NON CURRENT ASSETS :	
Unsecured		
Other advances & tax deposits -		
Doubtful	412,038	412,038
	<u>412,038</u>	<u>412,038</u>
14	INVENTORIES :	
(As taken, valued and certified by the management)		
Raw materials	0	0
Finished Goods	0	0
Consumable stores, spares, packing materials, etc.	0	0
Coal, fuel, diesel	0	61,213
	<u>0</u>	<u>61,213</u>
15	TRADE RECEIVABLES :	
Unsecured		
Outstanding for a period exceeding 6 months		
Considered good	998,015	998,015
Considered doubtful	3,567,308	3,965,514
Less : Provision for doubtful debt	<u>3,567,308</u>	<u>3,965,514</u>
	0	0
others -		
Considered good	206,001	0
	<u>1,204,016</u>	<u>998,015</u>

PRASHANT INDIA LTD.

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Note No.	31-03-2016	31-03-2015
16	CASH & BANK BALANCE :	
Cash on hand (As certified by the Directors)	221,805	347,449
Bank balances -		
In current accounts	425,219	125,324
	<u>647,024</u>	<u>472,773</u>
17	REVENUE FROM OPERATIONS :	
Sale of products -		
Sales	0.00	0
Sale of services -		
Jobwork charges for yarn sizing & warping	2,370,486	0
Other operating revenues -		
Power generation	1,708,710	3,486,592
	<u>4,079,196</u>	<u>3,486,592</u>
18	OTHER INCOME :	
Interest income	98,725	124,918
Insurance claim received	369,297	0
Rebate, Discounts, Claims, Incidental charges	52,248	859
Rent income	228,890	0
Utilities usage charges	180,000	180,000
Bad Debt recovered-Prov. reversed	0	100,000
Profit - sale of plant & mc. scrap	749,166	212,890
	<u>1,678,325</u>	<u>618,667</u>
19	COST OF MATERIALS CONSUMED :	
Opening stock	0	0
Add : Purchases	<u>0</u>	<u>0</u>
	0	0
Less : Closing stock	<u>0</u>	<u>0</u>
	0	0
Consumption of stores, spares, etc.		
Opening stock	0	0
Add : Purchases	<u>642,531</u>	<u>1,164,563</u>
	642,531	1,164,563
Less : Closing stock	<u>0</u>	<u>0</u>
	642,531	1,164,563
	<u>642,531</u>	<u>1,164,563</u>
20	CHANGE IN FINISHED GOODS STOCK :	
Opening stock	0	0
Less : Closing stock	<u>0</u>	<u>0</u>
	<u>0</u>	<u>0</u>

PRASHANT INDIA LTD.

31st March, 2016

Note No.	31-03-2016	31-03-2015	
21	EMPLOYEE BENEFITS EXPENSE :		
	Salary & wages to workers	59,000	348,800
	Salary and emoluments to staff	990,658	507,622
	Directors' Remuneration	403,364	336,240
		<u>1,453,022</u>	<u>1,192,662</u>
22	FINANCIAL CHARGES :		
	Bank commission & charges	12,517	5,384
	Interest expenses -		
	Interest other	29,606	0
	Interest on TDS/ Sales tax/ I.T., etc.	277	23,336
		<u>42,400</u>	<u>28,720</u>
23	OTHER EXPENSES :		
	Factory expenses	25,115	58,051
	Power & fuel expenses	135,850	580,129
	Repairs & maintenance -	1,986,506	1,254,641
	Sundry wages and carting exps.	25,775	5,820
	Advertisement	34,480	25,910
	Auditor's remuneration	30,000	30,000
	Computer exps.	8,060	0
	Insurance exps.	57,318	53,173
	Legal & professional fees	442,873	721,710
	Listing fees	224,720	112,360
	Office expenses	16,912	9,491
	Postage expenses	58,032	30,445
	Profession tax	2,400	2,400
	Rent, rates & taxes	2,620,594	362,960
	Rebate, R.D., etc.	0	754,733
	Security exps.	495,450	421,672
	Staff welfare exps.	26,368	2,350
	Stationery and printing	62,892	43,097
	Telephone & telex exps.	29,775	23,814
	Travelling, conveyance & vehicle exps.	480,521	287,095
		<u>6,763,640</u>	<u>4,779,851</u>

PRASHANT INDIA LTD.

31st March, 2016

24	Additional information to the financial statements
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a Contingent liabilities and commitments (to the extent not provided for)

Particulars	31-03-2016 Rs.	31-03-2015 Rs.
Claims against the company not acknowledged as debt	7.16	7.16
Guarantees -	0.00	0.00
Other money for which the company is contingently liable	376.52	793.59
Details given below		

Name of statute/ Authority Nature of dues	Forum, where dispute is pending	Management's comments	31-03-2016 Rs. Lacs	31-03-2015 Rs.lacs
Gujarat Sales Tax Act, 1969 Demand on regular assessment F.Y.1993-94 to 98-99	Cases remanded by ST Tribunal-I back to A.C., Sales Tax Bhavnagar	Demand is based on false presumptions and hence, no liability is envisaged	119.78	544.68
Income Tax Act, 1961 ITAT, Rajkot bench order dt.23-05-2002	High Court, Gujarat	Demand is based on erroneous interpretation of law	Not ascertainable	Not ascertainable
Guarantee commission payable directors and others for their guarantees to Banks & Fls F.Y.1999-00 to 2014-15	N.A.	Nil	133.11	125.28
Civil Suit Non payment for materials supplied and other charges up to dt.30-11-01 as per contract by BHEL 1995	Fast Track Court, Ranipat O.S.No.25 of 2006	Supply of machines by BHEL has not been as per contractual terms	116.47	116.47
Others		Nil	7.16	7.16

b The company has not made provision for following items -

Nature of liability	Amount Rs. Lacs	Management's perception
Interest to Assignee of loan of IOB, BOB and SBH – simple intetest @ 13% p.a. since 1998	3,305.05	Dues of IOB, IARC (A/c BOB), Arcil (A/c SBH), IFCL, SBI and IDBI have been either settled or assigned through infusion of funds by strategic investors.
Interest to Assignee of loan of IFCL – simple interest @ 13%	2,706.31	
Interest to Shantilon Pvt. Ltd.– simple interest @ 12% p.a.	195.07	
Interest to SPPL (A/c SBI)	1,512.77	
Other advances	14.42	Nil
Total	7,733.62	

The Company has not made provisions for the above items, which in the opinion of the Auditors, need provision. Had the provision been made in the books of accounts, the accumulated losses of the Company would have increased by Rs.7733.62 lacs. Reserves & surplus would have been less by the same and Net Worth of the Company would also be reduced to that extent

PRASHANT INDIA LTD.

31st March, 2016

c Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

The Company has no information regarding which of its suppliers is a small scale industrial undertaking. Hence, the particulars of amounts payable to such undertakings, if any, have not been given as required under Schedule VI to the Companies Act, 1956

The Company is not in a position to identify the amounts payable to small scale and ancillary undertakings under the provision of the "Interest on the delayed payment to small scale and ancillary undertaking Act, 1993" and accordingly it is not possible to quantify the extent of overdue interest payable under the said Act

d Disclosure as per Clause 32 of the Listing Agreements with the Stock Exchanges

Loans and advances in the nature of loans given to subsidiaries, associates and others and investment in shares of the Company by such parties is NIL

Particulars	31-03-2016 Rs.	31-03-2015 Rs.
e Value of imports calculated on CIF basis -	Nil	Nil
f Expenditure in foreign currency -		
Foreign travelling by directors	0	0
g Details of consumption of imported and indigenous items		
Imported -	0	0
Indigenous -		
Raw materials	0	0
Components	0	0
Spare parts	642,531	1,164,563
h Earnings in foreign currency -	Nil	Nil
i Long term loans & advances, other non current assets, Trade receivables and other current assets include amounts due from -		
Directors	Nil	Nil
Other officers of the company	Nil	Nil
Firms in which any director is a partner	Nil	Nil
Pvt.company in which director is a director or member	Nil	Nil
j Details of auditor's remuneration		
As auditors	18,000	18,000
As advisors in following matters		
Taxation matters	5,000	5,000
Company law matters	0	0
Other matters	7,000	7,000
As tax auditors	0	0
Total	<u>30,000</u>	<u>30,000</u>

k Balances of trade receivables, trade payables, loans and advances are subject to confirmation and have been taken as appearing in the books of accounts of the Company.

l The Company has provided depreciation of Rs.1.21 lacs on assets of agro division as the depletion of assets has continued even though the division was closed during the whole year. Plant & machineries have been considered to be continuous process plant and depreciation has been charged accordingly

PRASHANT INDIA LTD.

31st March, 2016

25	Disclosures under Accounting Standards -
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a Details of government grants - AS - 12

Particulars	31-03-2016 Rs.	31-03-2015 Rs.
Government grants received by the Company during the year towards		
Subsidies (recognised under _____)	0	0
Duty drawback (recognised under Other operating reven	0	0
Other incentives (recognised under _____) (specify natur	0	0

b Related Party Transactions - AS - 18

Details of related parties

Description of relationship	Name of related parties
Associates	Nil
Key Management personnel (KMP)	Prabhudas M.Gondalia Harsukhbhai M.Gondalia Prashant Parekh Rashmi Bhatt
Relatives of KMP	Nil
Company in which KMP / Relatives of KMP can exercise significant influence	Ficon Shreeram Capital Mkt. Ltd. Bridge International Pvt. Ltd. Shantilon Poly Pvt. Ltd.

Details of related party transactions

Nature of transaction	Name of related party	31-03-2016 Rs.	31-03-2015 Rs.
Job work income	Shantilon Poly Pvt. Ltd.	2,370,486	0
Sale of stores	Shantilon Poly Pvt. Ltd.	0	79,697
Fuel exps. reimbursement	Shantilon Poly Pvt. Ltd.	2,551,378	932,830
Lease rental	Shantilon Poly Pvt. Ltd.	0	0
Directors' remuneration	Prabhudas M.Gondalia	208,524	208,524
	Harsukhbhai M.Gondalia	174,840	174,840
	Poonam Khandelwal	20,000	0
Loans & advances - Max.	Shantilon Poly Pvt. Ltd.	Mixed A/c	1,387,352
Funds infused for debt assign	Shantilon Poly Pvt. Ltd.	0	26,500,000
Balances outstanding at the end of the year			
Trade payables	Shantilon Poly Pvt. Ltd.	251,776	0
Debt assignment	Ficon Shreeram Capital Mkt. Sev.Ltd.	112,286,903	112,286,903
Debt assignment	Shantilon Poly Pvt. Ltd.	61,245,591	61,245,591

PRASHANT INDIA LTD.

31st March, 2016

c Earning per share AS - 20

Nature of transaction	31-03-2016 Rs.	31-03-2015 Rs.
Net profit / (loss) for the year from continuing operations	(4,166,856)	(7,663,621)
(Add) / Less: Extraordinary items (net of tax) relating to continuing operation	0	7,065,295
Net profit / (loss) for the year	(4,166,856)	(598,326)
Less: Preference dividend and tax thereon	0	0
Net profit / (loss) for the year attributable to the equity shareholders	(4,166,856)	(598,326)
Weighted average number of equity shares	4,235,443	4,235,443
Par value per share	10	10
Earnings per share - Basic	(0.98)	(0.14)
Earnings per share excluding extraordinary items - Basic	(0.98)	(1.81)

d Deferred tax asset / (liability) AS - 22

Since the company has been continuously incurring net losses / cash losses and still there is no certainty about the future income, deferred tax asset has not been accounted as a prudent accounting practice

e Details of provisions

The Company has made provision for various contractual obligations and disputed liabilities based on its assessment of the amount it estimates to incur to meet such obligations, details of which are given below:

Particulars	As on 01-04-2015	Addition	Utilisation	Bal. as on 31-03-2016
Provision for other contingencies				
Civil supply case-Bhavnagar	300,000	0	0	300,000
EPCG penalty case	7,702,696	0	0	7,702,696
Income tax-A.Y.1995-96	342,778	0	0	342,778
Total	8,345,474	0	0	8,345,474

Of the above, the following amounts are expected to be incurred within a year:

Nature of transaction	31-03-2016 Rs.	31-03-2015 Rs.
Provision for other contingencies	0	0

PRASHANT INDIA LTD.

31st March, 2016

f Segment reporting

AS -17

The Company has identified business segments as its primary segment and geographic segments as its secondary segment. Business segments are primarily Textiles and Windfarm. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably amongst segments are not allocated to primary and secondary segments. Geographical revenues are allocated based on the location of the customer. Geographic segments of the Company are Surat and Rajkot.

Particulars	Business Segments		Total
	Textile	Wind Farm	
Revenue	2,370,486	1,708,710	4,079,196
Inter segment	0	0	0
Sub total	2,370,486	1,708,710	4,079,196
Expenditure	2,238,120	1,860,080	4,098,200
Segment result	132,366	(151,371)	(19,004)
Unallocable expenses (net)			5,826,177
Operating income			(5,845,181)
Other income (net)			1,678,325
Profit before taxes			(4,166,856)
Tax expense			0
Net profit for the year			(4,166,856)

Particulars	Business Segments		Total
	Textile	Wind Farm	
Segment assets	21,943,671	6,045,642	27,989,313
Unallocable assets			3,250,974
Total assets			31,240,287
Segment liabilities	199,661,515	16,436,524	216,098,039
Unallocable liabilities			149,682,539
Total liabilities			365,780,578

Other information

Capital expenditure (allocable)	0
Capital expenditure (unallocable)	0
Depreciation and amortisation (allocable)	901,801
Depreciation and amortisation (unallocable)	120,983
Other significant non-cash expenses (allocable) (give details)	0
Other significant non-cash expenses (unallocable)	0

For and on behalf of Board of Directors of
PRASHANT INDIA LTD.

As per our audit report of even date
For **DEVENDRA GHEEWALA & CO.**
CHARTERED ACCOUNTANTS

- 1 Sd/-
P.M.GONDALIA
Chairman & M.D.
- 2 Sd/-
H.M.GONDALIA
Whole Time Director
- 3 Sd/-
PRASHANT S.PAREKH
Chief Financial Officer
- 4 Sd/-
RASHMI T. BHATT
Company Secretary

Sd/-
(**D. M. GHEEWALA**)
PROPRIETOR
M.No. : 049857
FRN. : 115563W

Place : Surat.
Date : 28-05-2016

PRASHANT INDIA LIMITED

Regd. office: Block 456, Palsana Char Rasta, N. H. 8, Palsana - 394315, Dist. Surat
CIN: L15142GJ1983PLC006574 | **Ph.:** 93750 55557 | **E-mail:** cs.prashantindia@gmail.com
Web: prashantindia.info

Form No. MGT – 11

PROXY FORM

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

Name of the member (s):	Registered address:
E-mail Id:	Folio. No. / DP ID No. & Client ID No.:

I/We being the Member(s) of _____ shares of Prashant India Limited, hereby appoint:

1. Name:	2. Name:	3. Name:
Address:	Address:	Address:
E-mail Id:	E-mail Id:	E-mail Id:
Signature: or failing him/her	Signature: or failing him/her	Signature: or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us, on my/our behalf at the 33rd Annual General Meeting of the Company, to be held on Friday, September 30, 2016 at 11.00 A.M. at the Registered office of the company and at any adjournment thereof in respect of such resolutions as are indicated below:

Reso. No.	Resolutions	For	Against
1	To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2016, alongwith the Board of Directors Report and Auditors Report thereon.		
2	To appoint a Director in place of Shri. H. M. Gondalia who retires by rotation and being eligible, offers himself for reappointment.		
3	Ratification of the appointment of Statutory Auditors of the Company and to fix their remuneration.		
4	To appoint Mrs. Poonam N. Khandelwal (DIN 07084077), as an Independent Director in pursuance of Companies Act, 2013		
5	Agreement with M/s Milan Textiles		

Signed this _____ day of _____ 2016.

Signature of the Shareholder(s) _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp

NOTE:

1. The proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the registered office of the company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the company.
2. Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other member.
3. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

PRASHANT INDIA LIMITED

Regd. office: Block 456, Palsana Char Rasta, N. H. 8, Palsana - 394315, Dist. Surat
CIN: L15142GJ1983PLC006574 | **Ph.:** 02622-325227 | **E-mail:** cs.prashantindia@gmail.com
Web: prashantindia.info

ATTENDANCE SLIP

I/We hereby record my/our presence at the 33rd ANNUAL GENERAL MEETING of the Company held on Friday, September 30, 2016 at 11.00 A.M. at the Registered office of the company.

Ledger Folio / Client ID. No. :

No. of shares held :

Name/s of the Shareholder(s) / proxy :

Signature of shareholder(s)/Proxy present

- PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTERANCE OF THE MEETING VENUE.

JOINING GREEN INITIATIVE- ELECTRONIC MODE OF SERVICE OF DOCUMENT

The members are requested to furnish the details of their email address to the company for service of documents by email. The details as given below may be furnished from your email id to the company at its email **cs.prashantindia@gmail.com** or to be sent at the registered office of company in physical form.

THE DETAILS TO BE FURNISHED

1	Folio no.	
2	Name of First Holder	
3	Name(S) of Joint Holders (if any)	
4	Email address (to be Registered)	
5	Correspondence Address	
6	Mobile Number	
7	PAN No.	

BOOK-POST

To,

If Undelivered Please return to :

PRASHANT INDIA LTD.

**Registered Office : Block No. 456, Palsana Char Rasta, N. H. 8,
Palsana - 394 315. Dist. Surat (Gujarat)**