



**APM FINVEST LIMITED**

**CORPORATE INFORMATION****BOARD OF DIRECTORS**

Shri Tribhuwan Nath Chaturvedi  
Chairman & Independent Director

Shri Sanjay Rajgarhia  
Vice-Chairman & Director

Shri Ajay Rajgarhia  
Managing Director

Smt. Anisha Mittal  
Non-Executive Director

Smt. Nirmala Bagri  
Independent Director

Shri Manish Garg  
Independent Director

**COMPANY SECRETARY & COMPLIANCE OFFICER**

Mrs. Nidhi

**REGISTERED OFFICE & WORKS**

SP-147, RIICO Industrial Area, Bhiwadi,  
Dist. Alwar (Rajasthan)-301019  
Tel: 01493-265400  
Fax: 01493-265413  
Email: apmfinvestltd@gmail.com

**CORPORATE OFFICE**

910, Chiranjiv Tower,  
43, Nehru Place, New Delhi-110019  
Tel: 011-26441015-18  
Email: apmfinvestltd@gmail.com

**STATUTORY AUDITORS**

Chaturvedi & Partners  
Chartered Accountants,  
501, Devika Tower,  
6, Nehru Place, New Delhi-110019

**INTERNAL AUDITORS**

M M Sharma & Co.  
Chartered Accountants,  
1502, Chiranjiv Tower,  
43, Nehru Place, New Delhi-110019

**BANKERS**

HDFC Bank

**REGISTRAR & SHARE TRANSFER AGENT**

Skyline Financial Services Pvt Ltd  
D-153A, 1<sup>st</sup> Floor, Okhla Industrial Area,  
Phase-I, New Delhi-110020  
Tel: 011-40450193-97  
Email: admin@skylinerta.com

**CORPORATE IDENTITY NUMBER**

L65990RJ2016PLC054921

**WEBSITE**

www.apmfinvest.com

**STOCK EXCHANGE**

BSE Limited

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## NOTICE

NOTICE is hereby given that the **5th Annual General Meeting (AGM)** of the Members of **APM Finvest Limited** will be held on **Thursday, the 30th day of September, 2021 at 02:30 P.M.**, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Ajay Rajgarhia (DIN: 01065833), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

3. To approve the material related party transactions with APM Industries Limited

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

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and all other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called "the Listing Regulations"), and all applicable provisions of the Companies Act, 2013 (hereinafter called "the Act") and the Company's policy on materiality of Related Party Transaction(s), and Rules made there under, (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary and pursuant to the consent of the Audit Committee and Board of Directors of the Company vide resolutions passed at their respective meetings held on May 29, 2021, the consent and approval of the Members be and is hereby accorded to the Board of Directors ("the Board" which term shall be deemed to include a Committee constituted by the Board or any person(s) authorised by the Board in this regard) to enter into arrangements/transactions/ contracts with APM Industries Limited, a Related Party as defined in the Listing Regulations, relating to transactions as detailed in the explanatory statement, on such terms and conditions as the Board in its absolute discretion may deem fit, the aggregate amount/value of all such arrangements/transactions/contracts that may be entered into by the Company with APM Industries Limited and remaining outstanding at any one point in time shall not exceed Rs. 20 Crores (Rupees Twenty Crores) during the financial year 2021-22.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, Shri Sanjay Rajgarhia, Vice-chairman and Director, Shri Ajay Rajgarhia, Managing Director or Mrs. Nidhi, Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable including any negotiation/ renegotiation/ modification/ ratification/ amendments to or termination thereof, of the subsisting arrangements/ transactions/ contracts or any future arrangements/ transactions/ contracts and to make or receive/

pay monies or to perform all other obligations in terms of such arrangements/ transaction/contracts, filing of necessary forms/ documents with the appropriate authorities and to execute all such deeds, documents, agreements, letters, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto."

### Registered Office:

SP-147, RIICO Industrial Area,  
Bhiwadi, Dist. Alwar  
(Rajasthan)-301019  
Tel : (01493)-265400,  
Fax: (01493)-265413  
e-mail: [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com)  
website: [www.apmfinvest.com](http://www.apmfinvest.com)

### By Order of the Board

**Nidhi**  
**Company Secretary**  
(M. No. : 49524)

Place: New Delhi

Dated: August 04, 2021

### NOTES:-

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and Circular No. 02/2021 dated January 13, 2021 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively "SEBI Circulars"), have permitted companies to conduct AGM through VC or OAVM, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 5th AGM of the Company is being convened and conducted through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. An Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, relating to the special business to be transacted at the 5th Annual General Meeting ('AGM') is annexed hereto.  
Information and facts as specified in the Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on "General Meetings" issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed to this Notice.
3. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.
4. Attendance of the Members participating in the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Relevant documents referred to in the Annual Report including Notice of AGM and Explanatory Statement are available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com).
6. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
7. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of Companies (Share Capital and Debentures) Rules, 2014, members of the Company may nominate a person in whom the shares held by him/ them shall vest in the event of his/ their

unfortunate death. Accordingly, members holding shares in physical form, desirous of availing this facility may submit nomination in Form SH-13 to RTA of the Company. In respect of shares held in dematerialised form, the nomination form may be filed with the concerned Depository Participant.

8. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name will appear in the Register of Members / list of Beneficial Owners received from the Depositories as on **Friday, August 27, 2021**.

9. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, September 23, 2021 to Thursday, September 30, 2021** (both days inclusive) for the purpose of Annual General Meeting.

10. All shares related correspondence may be sent to Registrar and Transfer Agent ('RTA') at the following address:

**Skyline Financial Services Private Limited**

(Unit: APM Finvest Limited)

D-153 A, 1<sup>st</sup> Floor, Okhla Industrial Area,  
Phase-I, New Delhi-110020

Tel: 011-40450193-97

Email: admin@skylinerta.com

In all correspondence, please quote your DP ID & Client ID or Folio Number.

**11. Change of Address or Other Particulars**

Members are requested to intimate change, if any, in their name, address (with PIN Code), telephone/mobile numbers, E-mail ID, Permanent Account Number (PAN), nominations, mandate instructions, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC etc. under the signature of the registered holder(s) to:

- RTA of the Company in respect of shares held in physical form; and
- The Depository Participants in respect of shares held in electronic form.

12. As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed Companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings into dematerialized form. Members can contact the Company or Company's RTA, Skyline Financial Services Private Limited for assistance in this regard.

13. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice, inter-alia, explaining the manner of attending AGM through VC/ OAVM and electronic (e-voting) voting along with the Annual Report for the Financial Year 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or Depository Participants or Registrar and Transfer Agents ('RTA') of the Company, Skyline Financial Services Private Limited. Members may note that Annual Report 2020-21 along with Notice of AGM will also be available on Company's website [www.apmfinvest.com](http://www.apmfinvest.com) and website of the stock exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of National Securities Depository Limited ('NSDL') at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

14. Queries on the Annual Report and operations of the Company, if any, may please be sent to the Company at least seven days prior to the date of the AGM so that answers may be provided at the Meeting.

15. During the AGM, Members may access the scanned copy of:

- (i) Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; and
  - (ii) Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act.
- or any other document as may be required.

16. The Company has a dedicated E-mail address [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com) for members to mail their queries or lodge complaints, if any. We will endeavor to reply to your queries at the earliest.

The Company's website [www.apmfinvest.com](http://www.apmfinvest.com) has a dedicated section on Investors.

**17. Process for those Shareholders whose email address are not registered**

Members, who are holding shares in physical/ electronic form and their e-mail addresses are not registered with the Company/ Depository Participants, are requested to register their e-mail addresses at the earliest by sending scanned copy of a duly signed letter by the Member(s) mentioning their name, complete address, folio number, number of shares held with the Company along with self attested scanned copy of the PAN Card and self-attested scanned copy of any one of the following documents viz., Aadhaar Card, Driving Licence, Election Card, Passport, utility bill or any other Government document in support of the address proof of the Member as registered with the Company for receiving the Annual Report of FY 2020-21 along with Notice of AGM by email to [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com) or [admin@skylinerta.com](mailto:admin@skylinerta.com). Members holding shares in demat form can update their email address with their Depository Participants.

**18. Instructions for e-Voting and joining the AGM are as follows:**

To comply with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended up to date and Regulation 44 of the Listing Regulations read with 'MCA Circulars', the Company is pleased to provide the facility to the Members to cast their votes, electronically through remote e-voting (prior to AGM) and e-voting (during the AGM) services provided by NSDL on all resolutions set forth in this Notice.

**A. Instructions for Remote E-Voting prior to the AGM**

- I. The remote e-Voting period commences at **09:00 A.M. (IST) on Monday, September 27, 2021** and ends at **05:00 P.M. (IST) on Wednesday, September 29, 2021**. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off date **Friday, September 24, 2021** ("Cutoff date"), may cast their vote by remote e-Voting. No remote e-Voting shall be allowed beyond the aforesaid date and time and remote e-Voting module shall be disabled by NSDL upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- II. The Members who have cast their vote by remote e-voting prior to the AGM may also attend and participate in the AGM through VC/ OAVM means, but shall not be entitled to cast their e-vote again.
- III. The voting rights of Members shall be in proportion to their shares in the paid-up -equity share capital of the Company as on the cut-off date should treat this Notice for information purpose only.
- IV. Any person, who acquire shares and become Member of the Company after the date of electronic dispatch of the Notice and holding shares as on the cut-off date i.e. **September 24, 2021**, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if they are already registered with NSDL for remote e-voting then they can use their existing User ID and password to cast the vote.

- V. How do I vote electronically using NSDL e-Voting system?**  
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:-

Step 1: Access to NSDL e-Voting system

Step 2: Cast your vote electronically and join virtual meeting on NSDL e-Voting system

**Details on Step 1 are mentioned below:**

- 1. Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. NSDL IDEAS facility</p> <p><b>If you are already registered for the NSDL IDEAS facility</b></p> <p>(a) Please visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile.</p> <p>(b) On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section,</p> <p>(c) A new screen will open. You will have to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services.</p> <p>(d) Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page.</p> <p>(e) Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p><b>If you are not registered for IDEAS e-Services</b></p> <p>The option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDEAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>2. E-voting website of NSDL</p> <p>(a) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile.</p> <p>(b) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.</p> <p>(c) A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>(d) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="https://web.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <p>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="https://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>

Individual Shareholders (holding securities in demat mode) login through their depository participants

1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.
2. Once logged on you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.
3. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important Note:-** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

## 2. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

### How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***



5. Password details for shareholders other than Individual shareholders are given below: -

- (a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- (b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

(c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.

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

- (a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

(b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

(c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

(d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

#### **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system**

#### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **Process for procuring user ID and password for e-voting for those shareholders whose email ids are not registered with the depositories / Company**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (Company email id).

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### **B. Instructions for E-Voting during the AGM**

I. The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting.

II. Only those Members, who will be present at the AGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

#### **C. Instructions for attending the AGM through VC / OAVM**

I. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

II. The Members will be allowed to join the AGM through VC/OAVM facility, fifteen (15) minutes before the scheduled time of commencement of the AGM and shall be kept open throughout the proceedings of the AGM. The facility of participation at the AGM through VC/OAVM will

be made available to atleast 1,000 members on first come- first-served basis. The large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the AGM without any restriction on account of first-come-first-served basis.

III. For ease of conduct, the Company is pleased to provide two way video conferencing facility to the Members who would like to express their views/ ask questions at the AGM. The Members may register themselves atleast seven (7) days in advance as a speaker by sending their request along with questions from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com). Those members who have registered themselves as a speaker will only be allowed to express their views/ ask questions at the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Members who do not wish to speak during the AGM but have queries regarding financial statements or other matters may send their queries seven (7) days before the AGM mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com). These queries will be replied by the Company suitably by email.

IV. Members who need assistance before or during the AGM, can contact Skyline Financial Services Private Limited on [admin@skylinerta.com](mailto:admin@skylinerta.com) or [contact@skylinerta.com](mailto:contact@skylinerta.com) or contact Ms. Meenakshi or Ms. Anu, Phone No: 011-26812682, 40450193 to 97.

#### 19. General Guidelines for shareholders:

1. Institutional/ Corporate members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board Resolution/ Authorisation Letter, etc. authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through e-voting. The said resolution/ authorization shall be sent to the Scrutinizer by email to [contact@csrsm.com](mailto:contact@csrsm.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-1020-990/1800-224-430 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
4. In case of any queries or grievances relating to e-Voting, you may contact Ms. Sarita Motte, Authorised Person, NSDL, Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, India through e-mail at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or on Toll Free No.: 1800-222-990 OR Ms. Meenakshi, Authorised Person, Skyline Financial Services Private Limited, D-153 A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020., India through email at [admin@skylinerta.com](mailto:admin@skylinerta.com). or on Telephone No.: 011-40450193-97.

#### 20. Other Instructions:

1. The Board of Directors has appointed Mr. Ravi Sharma (FCS No. 4468, C.P. No.: 3666), and/or Ms. Suman Pandey (FCS No. 7606, C.P. No.: 8404) Partners of M/s. RSM & Co., Company Secretaries, has been appointed as 'Scrutinizer' to scrutinize the process of e-voting during the AGM and remote e-voting held before the AGM in a fair and transparent manner.
2. The Scrutinizer shall after the conclusion of e-voting at the AGM, unblock the votes cast through remote e-voting and e-vote cast during the AGM and shall make, not later than 3 days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total e-votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the Scrutinizer's Report and declare the result of the voting forthwith.
3. The results of voting will be declared from the conclusion of the AGM i.e. on or before October 03, 2021 and the result declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after declaration of result by the Chairman or a person authorised by him and the result shall also be communicated to the Stock Exchange.
4. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed at the AGM scheduled to be held on Thursday, September 30, 2021.

**ANNEXURE TO THE NOTICE****DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT**

[In pursuance of Secretarial Standard on General Meetings (SS-2) & Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Particulars	Item No. 3
<b>Name of the Director</b>	Shri Ajay Rajgarhia
<b>Director Identification Number (DIN)</b>	01065833
<b>Date of Birth</b>	20/08/1967
<b>Age</b>	53 Years
<b>Nationality</b>	Indian
<b>Date of first Appointment on Board</b>	13th May, 2016
<b>Qualification</b>	M.B.A. in Finance
<b>Brief resume including experience, expertise in specific functional areas</b>	Shri Ajay Kumar Rajgarhia is having 29 years of experience and expertise in the field of Finance and Textile Industry.
<b>Terms &amp; Conditions for appointment/ re-appointment</b>	On-reappointment, he is liable to be retire by rotation
<b>Details of Remuneration / Remuneration last drawn</b>	Nil
<b>Shareholding in APM Finvest Limited (No. &amp; %)</b>	2618463 (12.12%)
<b>List of Directorships held in other Companies</b>	<ul style="list-style-type: none"> <li>- Axis Cottex Private Limited</li> <li>- Aamir Exim Private Limited</li> <li>- Rajgarhia Leasing and Financial Services Private Limited</li> </ul>
<b>Members / Chairperson of Committees in APM Finvest Limited</b>	<ul style="list-style-type: none"> <li>- Member in Stakeholders Relationship Committee</li> </ul>
<b>Members / Chairperson of Committees in other Public Companies</b>	Nil
<b>Relationship with other Directors</b>	Shri Ajay Rajgarhia being brother of Shri Sanjay Rajgarhia, Vice-Chairman of the Company, is related to him. He is not related to any other Director and KMP of the Company.
<b>Number of Meetings of the Board attended during the year</b>	Four



**EXPLANATORY STATEMENT****(Pursuant to Section 102 of the Companies Act, 2013)****Items to Special Business****Item No. 3**

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (hereinafter called as the Listing Regulations), all related party transactions shall require prior approval of the Audit Committee and all material transactions with related parties shall require approval of the members of a public listed Company through a resolution and all related parties shall abstain from voting on such resolution.

“Material Related Party Transaction” under the Listing Regulations means any transaction(s) entered into individually or taken together with previous transactions during a financial year exceeding 10% of the annual consolidated turnover of a Company as per its last audited financial statements. The annual consolidated turnover of the Company for the financial year 2020-21 is Rs. 22.83 crores. Accordingly, any transaction(s) by the Company with its related party exceeding Rs. 2.28 crores (10% of the Company’s annual consolidated turnover) shall be considered as material transaction and hence, the approval of the Members will be required for the same. It is therefore proposed to obtain the members’ approval for the below mentioned arrangements/transactions/contracts which may be entered into by the Company with its related parties from time to time:

Name of Related Party:- APM Industries Limited

Nature of Relationship:- Related party as per Accounting Standards and Listing Regulations

Nature of transaction:- Loans (short term, long term, secured, unsecured)/Inter Corporate Deposits/availing or rendering of services etc.

Amount:- up to Rs. 20 Crores.

The aforesaid related party transactions do not fall under the purview of Section 188 of the Companies Act, 2013 being in the ordinary course of business and at arms’ length. However, the same are covered under the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and accordingly the approval of the shareholders is sought by way of Ordinary Resolution.

The Audit Committee and Board have approved the aforesaid related party transactions at their respective meetings held on May 29, 2021 in terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and noted that these transactions shall be in the ordinary course of business and at arm’s length basis.

Regulation 23 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that all entities falling under the definition of related parties shall not vote to approve any related party transaction,

irrespective of whether the entity is a party to the transaction or not. Therefore, none of the Promoter Group entities holding share(s) will vote on the above Resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice of AGM for approval of the members.

None of the Directors except Shri Sanjay Rajgarhia, Vice-chairman, Shri Ajay Rajgarhia, Managing Director and Smt. Anisha Mittal, Director or Key Managerial Personnel of the Company are interested, financial or otherwise, in the proposed resolution.

**Registered Office:**

SP-147, RIICO Industrial Area,  
Bhiwadi, Dist. Alwar  
(Rajasthan)-301019  
Tel: (01493)- 265400,  
Fax: (01493)-265413  
e-mail: [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com)  
website: [www.apmfinvest.com](http://www.apmfinvest.com)

**By Order of the Board**

**Nidhi**  
**Company Secretary**  
**(M. No. : 49524)**

**Place : New Delhi**

**Dated : August 04, 2021**

**BOARD'S REPORT**

To

The Members

APM Finvest Limited

The Board of Directors are pleased to present the 5th (Fifth) Annual Report of the Company, together with the Audited Financial Statements for the Financial Year (FY) ended March 31, 2021.

**1. FINANCIAL SUMMARY**

(Rs. in lakhs)

Particulars	2020-21	2019-20
Total Revenue	2283.81	169.70
Total Expenses	28.68	837.89
Profit Before Tax	2255.13	(668.19)
Less:- Tax (including deferred tax)	267.71	(57.77)
Profit for the period	1987.42	(610.42)
Other Comprehensive Income	0.01	-
Total comprehensive profit for the year	1987.43	(610.42)
Paid up Equity Share Capital (Face Value of Rs. 2/- per Share)	432.23	432.23
Basic and diluted EPS	9.20	(2.82)

**2. STATE OF COMPANY AFFAIRS & OPERATIONS**

The Company is registered with Reserve Bank of India as a Non-Deposit taking Non-Banking Financial Company (NBFC) and engaged primarily in the business of Investments and providing loans. The Company is listed on BSE Limited.

For the year ended March 31, 2021 the Company earned Total Revenue of Rs. 2283.81 lakhs and a Net Profit (after tax expense) of Rs. 1987.42 lakhs, resulting in an EPS of Rs. 9.20.

The Company has a judicious balanced portfolio of Debt and Equity which has given good returns during the year. The Portfolio is constantly reviewed and adjusted as per market trends and expectations. The Company is meeting the RBI criteria of Net Owned Funds which it was unable to meet on 31st March 2020.

Your Directors are confident of good working results in the current year, barring any unforeseen circumstances.

**3. CHANGE IN THE NATURE OF BUSINESS, IF ANY**

There is no change in the nature of business of your Company during the year under review.

**4. COVID-19**

The spread of Covid-19 pandemic is having an unprecedented impact on the lives of people and also the economy. The Company has evaluated the possible effects of the pandemic on the Company in the preparation of its financial results including the realizable value of assets and its liquidity position. The Company has sufficient liquidity to fund its business operations. However, as the situation is constantly evolving, the eventual impact of the pandemic may be different from the estimates made as on the date of approval of these financial statements.

The Company is closely monitoring the COVID situation and its impact and taking necessary steps to protect the interests of its stakeholders.

**5. TRANSFER TO RESERVES**

There has been no transfer to general reserves during the year. As required by Reserve Bank of India, the Company made a transfer of Rs. 397.48 lakhs to statutory reserves constituting 20% of the net profits made during the year under review.

**6. DIVIDEND**

With a view to strengthen the capital base of the Company, your Directors have not recommended any dividend for the FY 2020-2021.

**7. CAPITAL STRUCTURE****Authorised Share Capital**

The Authorised Equity Share Capital of the Company as at March 31, 2021 was Rs. 4,50,00,000/- comprising of 2,25,00,000 equity shares of Rs. 2/- each.

**Paid up Share Capital**

The Paid-up share capital as at March 31, 2021 stands at Rs. 4,32,22,720/- comprising of 2,16,11,360 equity shares of Rs. 2/- each fully paid up.

**8. SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES**

The Company doesn't have any subsidiary, joint venture or associate Company.

**9. DIRECTORS AND KEY MANAGERIAL PERSONNEL****Appointment, Re-appointment and Resignation**

Shri Ajay Rajgarhia will retire at the ensuing Annual General Meeting (AGM) and being eligible, has offered himself for re-appointment. The Board recommends his re-appointment to the members in the ensuing AGM. Brief resume of Shri Ajay Rajgarhia with other details as stipulated in Regulation 36(3) of the SEBI Listing Regulations, 2015, are provided in the Notice convening the 5th AGM.

During the period under review, there was no event of resignation of Directors and Key Managerial Personnel of the Company.

**Declaration by Independent Directors**

All Independent Directors have given declaration that they meet the criteria of independence with relevant integrity, expertise, experience and proficiency as provided under Section 149 read with Schedule IV of the Act and Regulation 16 of the SEBI Listing Regulations and have also complied with the code of conduct of Directors and Senior Management. They have also given declaration that their names were included in the data bank of Independent Directors being maintained with 'Indian Institute of Corporate Affairs' under Rule 6 (3) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

**Annual Performance Evaluation of the Board**

A statement on annual evaluation of the Board of its performance and performance of its committees as well as Individual Directors forms part of the Corporate Governance Report attached to this report.

**Meetings of the Board**

During the year, four (4) meetings of the Board of Directors were held. The details of Board/Committee Meetings and the attendance of Directors are provided in the Corporate Governance Report, attached to this Report.