

PACHELI INDUSTRIAL FINANCE LIMITED
(FORMERLY KNOWN AS "DHOOT INDUSTRIES LIMITED")

33RD ANNUAL REPORT

2017-2018



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PACHELI INDUSTRIAL FINANCE LIMITED
(Formerly Known as “*DHOOT INDUSTRIES LIMITED*”)

33RD ANNUAL REPORT 2017-2018

BOARD OF DIRECTORS:

Mr.PadamchandBhanvarlalDhoot	:	Managing Director & Chief Executive Officer (DIN: 01344573)
Mrs.PushpadeviPadamchandDhoot	:	Promoter Director (DIN: 00118140)
Mr.JugalkishoreTapadia (Upto 14/11/2017)	:	Independent Non-Executive Director (DIN: 00363415)
Mr.NitinAgrawal (Upto 14/11/2017)	:	Independent Non-Executive Director (DIN: 03315678)
Mr. Ramesh Khetan	:	Independent Non-Executive Director (DIN: 03315837)
Mr.PankajPadamchandDhoot	:	Chief Financial Officer

STATUTORY AUDITORS:

M/s V.S. Shah and Associates
Chartered Accountants,
Mumbai

SECRETARIAL AUDITORS:

Jain Alok and Associates
Practicing Company Secretaries
Mumbai

BANKERS:

Axis Bank Limited
Rameshwar Co-op Bank Ltd.

REGISTRARS & SHARE TRANSFER AGENTS:

Skyline Financial Services Pvt Ltd D-153 / A, 1st Floor,
Okhla Industrial Area Phase - I
New Delhi - 110020, India.
CIN: U74899DL1995PTC071324

REGISTERED OFFICE:

C-001, Prathamesh Horizon, New Link Road, Borivali
(West), Mumbai - 400092, Maharashtra, India.
CIN: L67120MH1985PLC037772
Tel.: 022-66970244/45; Fax.: 022-28689842
E-Mail: dhoot_2000@rediffmail.com
Website: www.pacheliindustrialfinance.com

SHARES LISTED AT:

The BSE Limited

33rd ANNUAL GENERAL MEETING:

Date: September 28, 2018

Day: Friday

Time: 01.00 p.m.

Place: Office No. 4, Prathamesh Leela, New Link Road,
Borivali (West) Mumbai-400092, Maharashtra, India.

NOTICE OF 33RD ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd (Thirty Third) Annual General Meeting of the Members of **Pacheli Industrial Finance Limited** (Formally known as **Dhoot Industries Limited**) (CIN:-L67120MH1985PLC037772) will be held on Friday, 28th September, 2018 at 1:00 P.M. at 04, Prathmesh Leela CHS Ltd, New MHB Colony, Gorai Rd, Near Sai Lee Hospital, Mumbai -400091 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, 2018 together with report of Board of directors and Auditor thereon.
2. To consider and appoint a Director in place of Mr. Padamchand Bhanvarlal Dhoot (DIN 01344573), who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and appoint a Director in place of Mrs. Pushpadevi Padamchand Dhoot (DIN 00118140), who retires by rotation and being eligible, offers herself for re-appointment.
4. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rule 2014, including any statutory modification(s) or reenactment thereof, for time being in force), the consent of the Company be and is hereby accorded for ratification of appointment of M/s. V S Shah And Associates, Chartered Accountants (Firm Registration No. 143857W) who had offered themselves and confirmed their eligibility to be appointed as the Auditors of the Company for the financial year 2018-19 to hold office from the conclusion of this Annual General Meeting till the conclusion of Thirty Seventh Annual General Meeting subject to the ratification by members at each Annual General Meeting to be held thereof, on such remuneration as may be determined by the Board of Directors.”

For and on behalf of the Board of
Pacheli Industrial Finance Ltd

Sd/-

Padamchand Bhanvarlal Dhoot
(Managing Director)
DIN:01344573

Place: Mumbai
Dated: 14th August, 2018

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10 (ten) % of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (forty eight) hours before the commencement of the meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/ authority, as applicable.
3. Members desirous of getting any information about the Annual accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
4. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
5. Members are requested to bring their attendance slip along with their copy of Annual Report of the Meeting.
6. Pursuant to Section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Saturday, 22nd September, 2018 to Friday, 28th September, 2018 (both days inclusive) for the purpose of Annual General Meeting and will be available for inspection at the venue of Annual General Meeting till the conclusion of the meeting.
7. The ISIN of the Equity Shares of Rs.10/- each is INE926B01016.
8. Members holding shares in physical form are requested to advise any change of name, address, e-mail address etc. immediately to the Company/ Registrar and Transfer Agents, Skyline Financial Services Pvt. Ltd, D-153 A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020.
9. The Members are requested to provide information with respect to particulars such as occupation, Fathers' name etc and such other information, that is not available with the Company so as to update Members' Register.
10. Members holding shares in electronic form are requested to quote Ledger Folio Numbers/ DP ID-Client ID in all their correspondence.
11. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
12. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
13. All documents referred to in the accompanying Notice and Explanatory Statement shall be open for inspection by members and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.

PLEASE NOTE THAT NO GIFTS OF ANY SORT WOULD BE DISTRIBUTED AT THE AGM

Dear Member,

Sub: Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, Globe Commercials Limited (“the company”) is offering e-Voting facility to its members in respect of the business to be transacted at the Annual General Meeting scheduled to be held on Friday, 28th September, 2018 at 1:00 P.M.

The Company has engaged the services of Central Depository Services (India) Ltd as the Authorized Agency to provide e-Voting facilities. The e-Voting particulars are set out below:

The Remote e-Voting facility will be available during the following voting period:

- Commencement of e-Voting: **Tuesday, 25th September, 2018 at 9:00 A.M.**
- End of e-Voting: **Thursday, 27th September, 2018 till 5:00 P.M.**
- The cut-off date for the purpose of e-Voting is **21st September, 2018**

Please read the instructions mentioned below before exercising the vote. This Communication forms an integral part of the Notice for the Annual General Meeting scheduled to be held on 28th September, 2018.

INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS

The instructions for shareholders Remote e-voting electronically are as under:

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on “Shareholders” tab.
- (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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.
- (vi) 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 on

	Postal Ballot / Attendance Slip indicated in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN of Pacheli Industrial Finance Limited- AGM on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) 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 Corporate.
 - 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 they have to create a compliance user 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 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.
- (xviii) Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will be not be voting by show of hands on any of the agenda items at the meeting and ballot process at the meeting will be conducted in lieu thereof.

General Instruction:

- I. The voting period begins on 25.09.2018 at 9:00 A.M. and ends on 27.09.2018 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21.09.2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- II. 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.co.in under help section.
Name: Ms. Latha Nair
Designation: Manager
Address: 17th floor, P J Towers, Dalal Street, Mumbai - 400001
Contact no.: 1800-200-5533
Email: helpdesk.evoting@cdslindia.com
- III. Once the vote on a resolution is cast by the shareholder by electronic means, the shareholder shall not be allowed to change it subsequently or cast his vote by any other means.
- IV. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off/entitlement date of 21st September, 2018.

- V. E-voting platform will be blocked after the closure of e-Voting period and no further e-Voting/change of vote cast would be allowed thereafter.
- VI. Members who have availed e-Voting facility may attend the meeting however they cannot exercise their right to vote or change the vote.

Note: If a person becomes member of the Company after the cut-off date, then the member may contact the Registrar and Share Transfer Agent of the Company for issuance of the Notice and Login id and other e-Voting related details.

1. Details of Scrutinizer:

- a) M/s Jain Alok & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-Voting process and ballot process in a fair and transparent manner.
- b) The Scrutinizer shall with a period not exceeding three days from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes in cast of favour or against, if any, forthwith to the Chairman of the Company.
- c) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on cut-off date i.e. 21.09.2018.
- d) The results declared along with the Scrutinizer's Report shall be placed on the Company's Notice Board at its registered office and on the website of CDSL within three days of the passing of the resolutions at the Annual General Meeting of the Company.

The copies of the aforesaid documents will be available for inspection at the Registered Office of the Company also.

BOARD'S REPORT

To,

**The Members of
Pacheli Industrial Finance Limited,**

Our Directors are pleased to present the Annual Report on the business and operations of the Company, together with the Audited Financial Statements for the financial year ended 31st March, 2018.

1. FINANCIAL RESULTS

The Company's financial results for the financial year ended on the 31st March, 2018 are as under:

Particulars	For The Year Ended	
	31st March 2018 (Rs.)	31st March 2017 (Rs.)
Total Revenue	43,80,673	37,20,748
Total Expenses	31,59,732	25,63,799
Profit Before Tax & Extraordinary Item	12,20,941	11,56,948
Less: (a) Extraordinary Item	-	-
(b) Tax Expenses (Current Tax)	3,50,000	3,50,000
(c) Deferred Tax	-	-
Profit/(Loss) from the period from continuing operations	8,70,941	8,06,948

2. RESERVES & PROVISIONS

The Company has not transferred any amount to general reserves.

3. DIVIDEND

The management believes that the profits earned during the financial year must be retained and redeployed for the operations of the Company. As the Company needs further funds to enhance its business operations, to upgrade the efficiency and to meet out the deficiencies in working capital, the Directors do not recommend any dividend on Equity Shares for the financial year 2017-18.

4. CHANGE IN NATURE OF BUSINESS

There is no change in the nature of the business in the financial year under review.

5. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP) APPOINTED/ RESIGNED

The members of the Board of Directors along with the details of the Directors and Key Managerial Personnel (KMP) appointed or resigned is as follows: