

**36th ANNUAL REPORT
FOR THE YEAR ENDED
31st MARCH, 2020**



PAUL MERCHANTS Ltd.[®]
(An ISO 9001:2015 Certified Co.) (CIN: L74900DL1984PLC018679)

www.paulmerchants.net

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CORPORATE INFORMATION

<p>BOARD OF DIRECTORS</p> <p>Mr. Sat Paul Bansal, Chairman Cum Managing Director *</p> <p>Mr. Rajneesh Bansal, Executive Director **</p> <p>Mr. Sandeep Bansal, Non-Executive Director</p> <p>Mrs. Sarita Rani Bansal, Non-Executive Director</p> <p>Mr. Dharam Pal Sharma, Whole Time Director</p> <p>Mr. Vigyan Prakash Arora, Independent Director</p> <p>Mr. Dilbag Singh Sidhu, Independent Director</p> <p>Mr. Ajay Arora, Independent Director</p> <p>Mr. Arjun Pandurang Ghugal, Independent Director***</p> <p>Mr. Uma Shankar Paliwal, Independent Director****</p> <p>*He has resigned from his post w.e.f. 31-08-2020</p> <p>** He has been appointed as Managing Director w.e.f. 01-09-2020 subject to approval of the shareholders in the ensuing Annual General Meeting (AGM).</p> <p>*** His term will expire at the ensuing AGM</p> <p>**** He has resigned from his post w.e.f. 16-08-2020</p> <p>Note: As the above change is to take effect from 01-09-2020 i.e. after the date of this Annual Report, at several places in this Report, the existing designation of Mr. Sat Paul Bansal and Mr. Rajneesh Bansal has been mentioned.</p> <p>REGISTERED OFFICE</p> <p>DSM 335, 336, 337, 3rd Floor, DLF Tower, 15, Shivaji Marg, Najafgarh Road, New Delhi -110015</p> <p>TEL: 011-48702000</p> <p>EMAIL: info@paulmerchants.net</p> <p>CORPORATE OFFICE</p> <p>SCO 829-830, Sector 22-A, Chandigarh - 160 022</p> <p>TEL: 0172-5041786, 5025090</p> <p>FAX: 0172-5041713</p> <p>EMAIL- info@paulmerchants.net</p> <p>WEBSITE: www.paulmerchants.net</p> <p>CIN: L74900DL1984PLC018679</p> <p>WHOLLY OWNED SUBSIDIARIES</p> <p>PML Realtors (P) Ltd</p> <p>Paul Merchants Finance (P) Ltd</p> <p>Stock Exchange – BSE Ltd</p>	<p>STATUTORY AUDITORS</p> <p>M/S. Jain & Associates</p> <p>Chartered Accountants</p> <p>S.C.O. 178, Sector 5, Panchkula</p> <p>INTERNAL AUDITOR</p> <p>CA Rajesh Garg</p> <p>SECRETARIAL AUDITOR</p> <p>Mr. Anil Negi</p> <p>CHIEF FINANCIAL OFFICER</p> <p>Mrs. Bhupinder Kaur</p> <p>COMPANY SECRETARY</p> <p>Mr. Hardam Singh</p> <p>PRINCIPAL BANKERS</p> <p>HDFC Bank</p> <p>State Bank Of India</p> <p>ICICI Bank</p> <p>Punjab National Bank</p> <p>Axis Bank</p> <p>Indusind Bank</p> <p>Yes Bank</p> <p>Oriental Bank Of Commerce</p> <p>REGISTRAR & TRANSFER AGENT</p> <p>Alankit Assignments Limited,</p> <p>Corp. Office:- 1E/13, Jhandewalan Extn. New Delhi- 110055 (INDIA)</p> <p>Ph No. : 011-42541959</p> <p>Regd. Office: 205-208 Anarkali Complex Jhandewalan Extension New Delhi- 110055</p>
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YEAR 2019-20 – AT A GLANCE (ON STAND ALONE BASIS)

MONEY EXCHANGE ACTIVITIES (FOREX)

Gross Turnover – Rs. 5343.68 Crores

TOURS & TRAVELS ACTIVITIES

Gross Turnover – Rs. 4.13 Crores

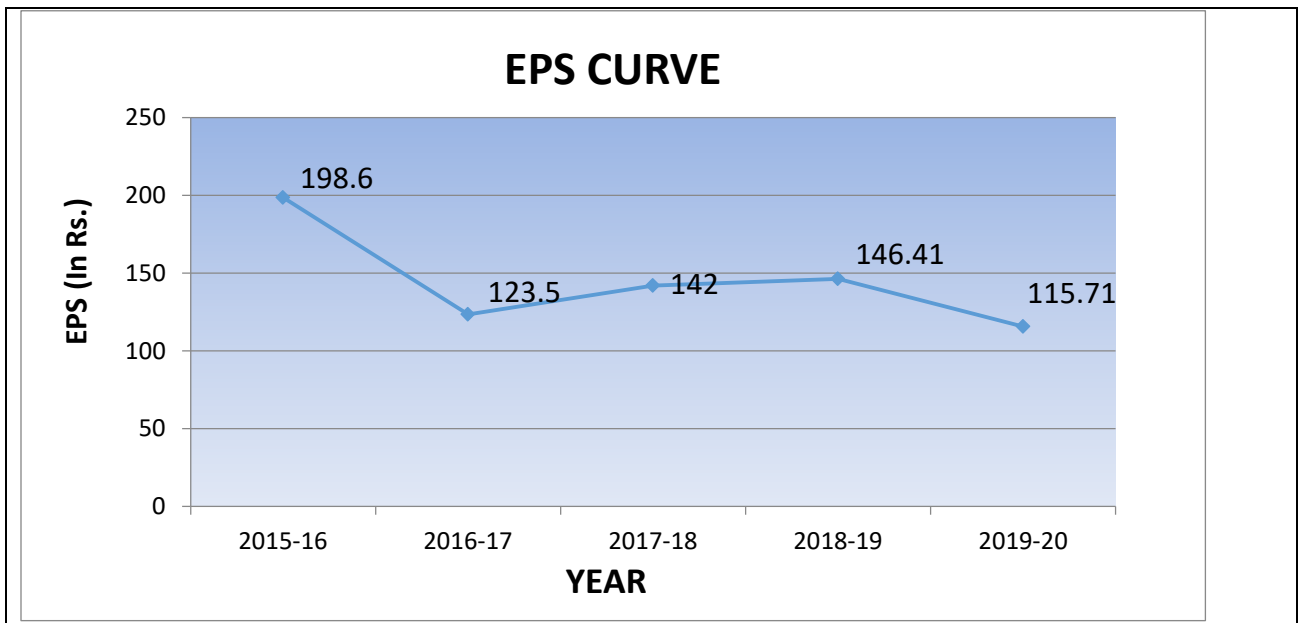
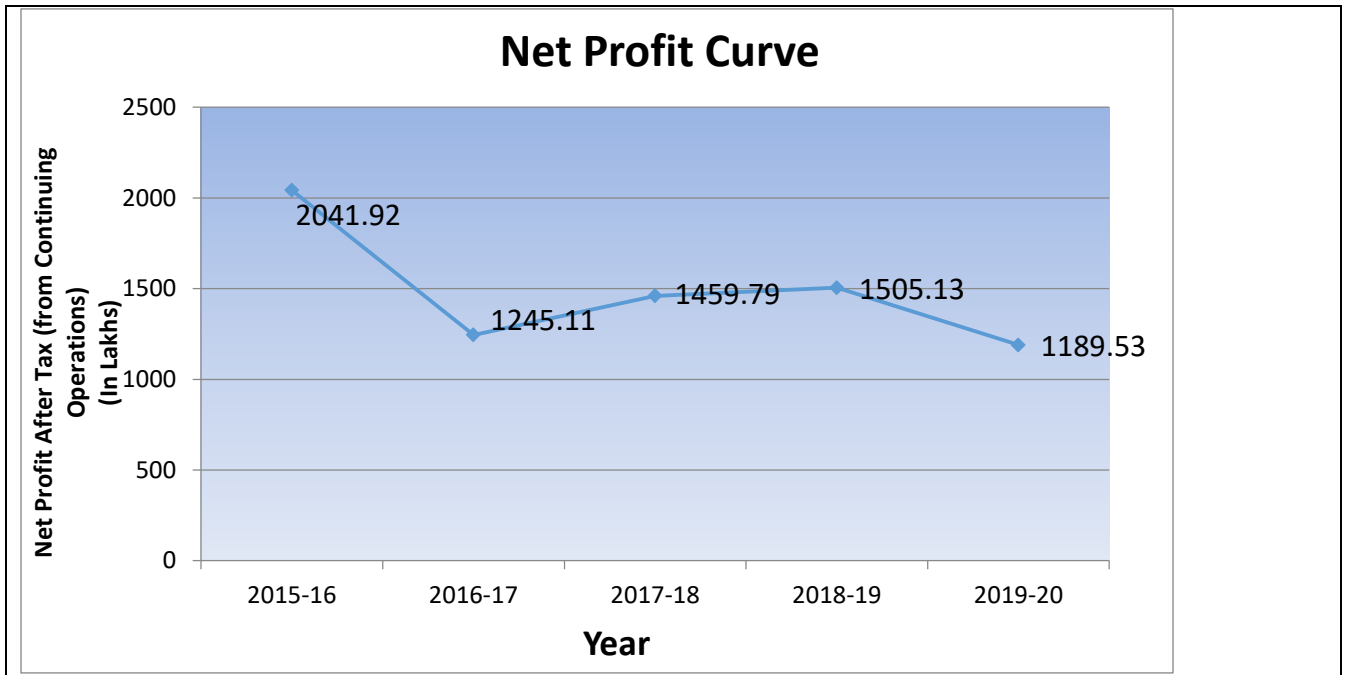
OVERALL PERFORMANCE

Gross Revenues – Rs. 5357.68 Crores

PROFITABILITY

Net Profit Before Tax – Rs. 16.56 Crores

Net Profit After Tax – Rs. 11.90 Crores



LIST OF BRANCH OFFICES OF THE COMPANY

S No	Region	Branch Name	STATE	Address of the branch
1	WEST	AHMEDABAD	GUJARAT	Shop No. 5, Ground Floor ,Pramukh Palace, Jai Hind Cross Roads, Maninagar, Ahemdabad 380008
2	WEST	AHMEDABAD	GUJARAT	7, Krishna Tower, Opposite Sachin Tower, Anand Nagar, 100 Ft. Ring Road , Ahmedabad - 380014
3	WEST	AHEMDABAD	GUJARAT	Gf 1, Mansuri House, Opp Behra-Munga School, Ashram Road,Ahmedabad - 380009
4	NORTH	AJNALA	PUNJAB	Main Chowk, Amritsar Road, Ajnala ,Distt Amritsar
5	NORTH	AMBALA	HARYANA	6351/14, 1St Floor , Nicholson Road, Punjabi Mohalla, Ambala Cantt , Haryana - 133001
6	NORTH	BANGA	PUNJAB	Ground Floor, Opp Civil Hospital, Main Road , Banga 144505
7	NORTH	BATALA	PUNJAB	SCO 309, Phagwara Chowk, Jalandhar Road, Batala
8	SOUTH	BANGALORE	KARNATAKA	No. 70, 1St & 2Nd Floor , 27Th Cross ,9Th Main 4Th Block , Jaya Nagar, Banglore - 560011
9	NORTH	BAGGAPURANA	PUNJAB	Shop No. 41 G/F, Bus Stand Market, Kotkapura Road , Baghapurana Distt Moga
10	NORTH	BHAGSUNATH	HIMACHAL PARDESH	Hotel Meghawan Resort ; Vpo Bhagsunag , Tehsil Dharamshala , Distt. Kangra , Himachal Pradesh 176219
11	NORTH	BHATINDA	PUNJAB	The Mall ,Hanuman Chownk , , Bathinda
12	NORTH	BIR	HIMACHAL PARDESH	Bir Tibetan Colony , Opposite Surya Classic Hotel , Village Chaugan , Teh Baijnath Distt. Kangra . Himachal Pradesh 176077
13	CENTRAL WEST	BHOPAL	MADHYA PRADESH	Shop No. G-15 , Deendayal Parisar, E-2 Area Colony , Bhopal , Madhya Pradesh
14	NORTH	BARNALA	PUNJAB	Sco B-Xi/207, K C Road, Barnala
15	NORTH	BATHINDA	PUNJAB	Ground Floor, Shap No 3039-A Sharma Complex, Power House Road , Opposite Traffic Police, Bathinda(Punjab)
16	NORTH	CHANDIGARH	CHANDIGARH UT	Sco No 829-830, Sector 22-A Chandigarh-160022
17	SOUTH	COCHIN	KERALA	No.1 & 2, First Floor, Corp No. 35/1460 C , Penta Estate, Janatha Junction, Palarivattom, Kochi - 682025
18	NORTH	DASUYA	PUNJAB	G.T Road , Near Punjab National Bank ,Dasuya
19	NORTH	MCLEODGANJ	HIMACHAL PARDESH	Shop No. 1 A , Glound Floor , Asian Plaza Complex , Opp Main Bus Stand Chowk , Main Square , Mcleodganj , Dharmshala , Himachal Pradesh 176219
20	NORTH	DLF DELHI	NEW DELHI	Dsm 335,336,337, 3Rd Floor , Dlf Tower, 15 Shivaji Marg, Najafgarh Road, Moti Nagar, New Delhi
21	NORTH	CP DELHI	NEW DELHI	Lgf 136 & Lgf 125 , World Trade Center, Babar Road , Connaught Place, New Delhi - 110001
22	NORTH	FARIDKOT	PUNJAB	Jubilee Cinema Chowk, Collage Road, Opp. Canera Bank, College Road ,Faridkot(Punjab)
23	NORTH	FEROZEPUR	PUNJAB	The Mall Raod,Shaheed Udham Singh Chowk Market, Opp. Axis Bank, Ferozpur City
24	NORTH	GARDHIWALA	PUNJAB	Shop No 08, Near College Canteen, Vpo Gardhiwal, Distt Hoshiarpur Punjab.

25	NORTH	GURGAON	HARYANA	B- 119, Supermart -1, DLF phase -4, Gurgaon, Haryana
26	NORTH	GARHSHANKAR	PUNJAB	Opp Sbp, Near Railway Station, Hoshiarpur Road, Garhshankar(Pb)
27	NORTH	GURDASPUR	PUNJAB	Shop No.1 Shivam Market, Opp Lic Office, G T Road ,Gurdaspur
28	NORTH	HOSHIARPUR	PUNJAB	Roshan Ground ,Near Bengali Sweet Shop, Phawara Chowk, Hoshiarpur
29	NORTH	HOSHIARPUR	PUNJAB	Near Cooperative Bank, Railway Road, Hoshiarpur 146001
30	SOUTH	HYDERABAD	TELANGANA	5 & 6 Upper Ground Floor, Liberty Plaza, Himayath Nagar, Hyderabad - 500029
31	CENTRAL WEST	INDORE	MADHYA PRADESH	U.G.1 Royal Ratan, 7 M.G. Road, Indore , Madhya Pradesh
32	CENTRAL WEST	JABALPUR	MADHYA PRADESH	Shop No. 7 - 8 , Narmada Plaza, Bloom Chowk, Shastri Bridge, Jabalpur, M.P
33	NORTH	JAGRAON	PUNJAB	Tehsil Road, Opp. Ssp Office, Jagraon, Distt Ludhiana
34	NORTH WEST	JAIPUR	RAJASTHAN	8,Katewa Bhawan,Opp. Ganpati Plaza,M.I.Road,Jaipur 302001
35	NORTH	JAMMU	JAMMU AND KASHMIR	81 -A Gole Market , Gandhi Nagar, Jammu.
36	NORTH	JALANDHAR	PUNJAB	Shop No 2 York Buliding Bmc Chowk, Near Redission Hotel, Jalandhar
37	NORTH	KHANNA	PUNJAB	Ground Floor, Hardyal Complex , Near Jain Sweet Shop, Opp Bus Stand , Khanna
38	NORTH	KASOL	HIMACHAL PARDESH	Vpo Kasol , Teshil Bhunter , Distt Kullu , Himachal Pradesh
39	NORTH	LEH	JAMMU AND KASHMIR	Opposite Sbi , Leh Ladakh
40	NORTH	LPU PHAGWARA	PUNJAB	Shop No 309, Shopping Mall,Lovely Proessional University Campus, Jalandhar- Delhi Gt Raod Nh-1 Phawara Distt Kapurthala.
41	NORTH CENTRAL	LUCKNOW	UTTAR PRADESH	Shop No. 3 , 37, Cantt Road, Upper Ground Floor, Lucknow - 226001
42	NORTH	MAHILPUR	PUNJAB	Phagwara Road, Mahilpur, Distt Hoshiarpur
43	NORTH	MANALI	HIMACHAL PARDESH	Shop No.5 , Ram Bag , The Mall Manali , Distt. Kullu , Himachal Pradesh 175131
44	NORTH	MOHALI	PUNJAB	Booth No 17 Phase Vii Mohali
45	NORTH	MOGA	PUNJAB	Puri Complex , G T Road, Moga
46	WEST	MUMBAI	MAHARASHTRA	Shop No.8 , Chintamani Plaza , Andheri Kurla Road , Chakala , Andheri East , Mumbai - 400099
47	NORTH	NAKODAR	PUNJAB	Banwari Towers,G.F.,Opp Bus Stand,Near Oriental Insurance Nakodar , Distt Jalandhar
48	WEST	NADIAD	GUJARAT	Shop No.10, Municipal Shoping Centre, Opp Paras Cinema, Nadiad
49	NORTH	NOIDA	UTTAR PRADESH	Unit No. F3/22, 3Rd Floor, Plot No D6 , Wave Silver Tower , Sector 18 , Noida (Up) - 201301
50	NORTH	NAWANSHAHR	PUNJAB	Ground Floor, Ambedkar Chowk, Opp Rai Market,Nawanshahr
51	NORTH	PEHOWA	HARYANA	Opp Bus Stand, Near Chabbra Sweet House, Abmala Road, Pehowa - Haryana - 136128
52	NORTH	PHILLAUR	PUNJAB	Old Nawanshar Road, Phillaur,Punjab

53	NORTH	PHAGWARA	PUNJAB	#37, Lower Ground Floor, Honda City Centre , Opp. Bus Stand Phawara 144401 Distt Kapurthala
54	NORTH	PATHANKOT	PUNJAB	Sco No. 5 1St Floor, Dr. Spm Shopping Complex, Above Gange Mange Di Hatti, Opp. Ciy Centre Mall, Dalhousie Road Pathankot
55	NORTH	PATIALA	PUNJAB	Opp. Gurudwara Dukhniwaran Sahib, Passey Road, Patiala 1470001
56	WEST	RAJKOT	GUJARAT	Shop No.U 32 , Neptune Tower , Opp Jalaram Petrol Pump , Kalwad Road , Rajkot 360001
57	NORTH	SUNDER NAGAR	HIMACHAL PARDESH	Shop At Bhojpur , Abutting To Nh 21 , Mandi Road , Sunder Nagar , Himachal Pradesh 174401
58	NORTH	SUDHAR	PUNJAB	Kuldip Di Hutti, Mullanpur Road , Opp Nova Collections,, Sudhar Distt Ludhiana
59	WEST	SURAT	GUJARAT	Ward No.3 Nondh No. 4222 , Baranpuri , Opp Mohan Sweet, Bhagal Char Rasta , Bundelwal , Surat
60	NORTH	TANDA	PUNJAB	Deep Complex, Orrpsite Mc Office , Tanda (Punjab)
61	NORTH	TARN TARAN	PUNJAB	Guru Ram Dass Marg Char Khamba Chowk Opp Punjab & Sind Bank, Tarntaran
62	NORTH	UNA	HIMACHAL PARDESH	Shanti Bhawan , Near Rotary Chowk , Nangal Road , Una . Himachal Pradesh 174303
63	NORTH	URAPAR	PUNJAB	Opp Near Gurudwara Shaheed Ganj, Vpo.Urapar, Distt Nawashahar (Punjab)
64	WEST	VADODARA	GUJARAT	G 20 / P, The Emperor , Fatehgunj Main Road , Vadodara Gujarat 390002
65	NORTH CENTRAL	VARANASI	UTTAR PRADESH	Shop No.9, Mint House, Nadesar , Distt- Varanasi, Varanasi 221002
66	NORTH	SRI GANGANAGAR	PUNJAB	11,C Block,Gaushala Road,Birbal Chowk ,Opp. Tata Tanishq Jewellery Showroom Sriganganagar Rajasthan
67	NORTH	AMRITSAR	PUNJAB	Ground Floor, Shop No 5, Deep Cpmplex,Court Road, Opp. Doawa Automobiles, Amritsar-143001
68	NORTH	LUDHIANA	PUNJAB	Sco 14, 1St Floor , Green Park Avenue , Canal Colony Pakhowal Road Ludhinana
69	NORTH	ZIRAKPUR	PUNJAB	Sco No 3-4, Groung Floor, Shree Balaji, Complex, Patiala Raod, Zirakpur-140606
70	NORTH	KURUKSHETRA	HARYANA	SCO NO-39, SEC 17 MAIN MARKET KURUKSHETRA,
71	NORTH	KARNAL	HARYANA	DSS NO-207,SEC 12 PART 1,KARNAL,OPP Muthoot Finance
72	NORTH	RUP NAGAR	PUNJAB	SCO NO. 24 BEANT SINGH AMAN NAGAR, RUPNAGAR PART-2, DISTRICT RUPNAGAR
73	NORTH	MOGA	PUNJAB	SCO/SCF-24, GROUND FLOOR, LAL BAHADUR SHASTRI COMPLEX OF IMPROVEMENT TRUST, NEAR AXIS BANK, G T ROAD, MOGA, (PUNJAB)
74	NORTH	MCLEODGANJ	HIMACHAL PARDESH	SHOP. NO.1 & 2, MAIN SQUARE, MCLEODGANJ, DHARAMSHALA, DISTT. KANGRA

NOTICE

NOTICE is hereby given that 36th Annual General Meeting of the shareholders of M/s Paul Merchants Limited will be held on Tuesday, the 29th day of September, 2020 at 12.00 Noon (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Report of the Auditors thereon.
3. To appoint a Director in place of Sh. Dharam Pal Sharma (DIN 07284332) who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Sh Rajneesh Bansal (DIN 00077230) who retires by rotation and being eligible, offers himself for reappointment.
5. To confirm payment of Interim Dividend as Final Dividend on Equity Shares declared and paid by the Board of Directors, for the Financial Year 2019-2020
6. To appoint Auditors and to fix their remuneration and for this purpose to consider and, if thought fit, to pass the following resolution with or without modification(s) as an ordinary resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the recommendation of the Audit Committee and the Board of Directors of the Company, M/s Rajiv Goel & Associates, Chartered Accountants (Firm Registration No. 011106N), SCO 823-824, 1st Floor, Sector 22-A, Chandigarh, be and are hereby appointed as Statutory Auditors of the Company, in place of retiring auditors M/s Jain & Associates, Chartered Accountants (Firm Registration No. 01361N) to hold office for a period of five years from the conclusion of this Thirty Sixth (36th) Annual General Meeting until the conclusion of the Forty First (41st) Annual General Meeting of the Company to be held in the year 2025 on a remuneration of Rs. 2,00,000/- (Rupees Two Lakhs Only) per annum plus GST as applicable and reimbursement of out-of-pocket expenses incurred, with authority to the Board of Directors of the Company, which will be deemed to include any Committee of the Board constituted to exercise its powers, including powers conferred by this Resolution, to vary, alter and modify the terms and conditions governing the remuneration of the Statutory Auditors, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

SPECIAL BUSINESS:

7. **TO CONSIDER AND, IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with Schedule V to the said Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable Rules made under the Act (including any Statutory modification(s) or re-enactment thereof for the time being in force), subject to the Articles of Association of the Company and subject to such other approvals and compliances as per the applicable provisions of the Act and other applicable Statutes, as may be necessary, the approval of the Members of the Company be and is hereby accorded to the re-appointment of Sh. Rajneesh Bansal (DIN 00077230) as Executive Director w.e.f. 01-04-2020 and appointment as

Managing Director (a Whole Time Key Managerial Personnel) of the Company, not liable to retire by rotation, having substantial powers of management of the affairs of the Company w.e.f. 01-09-2020, for a term ending on 31-03-2025, on the following additional terms and conditions:-

- a. **Salary:-** Within the range of Rs. 66,00,000/- (Rupees Sixty Six Lakhs Only) per annum to Rs. 2,00,00,000/- (Rupees Two Crores Only) per annum w.e.f. 01.04.2020.
- b. **Commission:-** upto 3% of the Net Profits of the Company earned during any financial year based upon his performance as decided by the Nomination and Remuneration Committee of the Board.
- c. **Benefits:-** Monthly Rent Free accommodation + annual increase included in the remuneration range given above in (a). In addition, the Water/electricity in the said House shall also be borne by the Company on actual use basis. No other benefits, bonuses, stock options, pension, emoluments, allowances etc.
- d. **Service Contract period:-** 5 years i.e. from 01-04-2020 till 31-03-2025
- e. **Remuneration period :-** 3 years i.e. from 01-04-2020 till 31-03-2023
- f. **Notice Period:-** Three months.
- g. **Severance Fees:-** No severance fees is payable to him.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, Sh. Rajneesh Bansal (DIN 00077230) will be paid the Remuneration as specified above, subject to the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT with the payment of Remuneration as above to Sh. Rajneesh Bansal (DIN 00077230), Managing Director, the remuneration of other Whole Time Directors of the Company shall remain unaffected in spite of the fact that the remuneration payable to them may exceed the limits prescribed in Section 197 of the Companies Act, 2013 in any Financial Year.

RESOLVED FURTHER THAT Liberty and Authority be and is hereby given to the Board of Directors of the Company, which will be deemed to include any Committee of the Board constituted to exercise its powers, including powers conferred by this Resolution, to decide all questions arising out of this matter, to take all requisite steps to give effect to this resolution, to fix the remuneration within the above range and to vary, alter and modify the terms and conditions governing the appointment and remuneration of the Managing Director of the Company including allowing increments in Salary within the aforesaid range, as may be agreed to by the Board of Directors or Board Committee and the Managing Director Sh. Rajneesh Bansal (DIN 00077230) from time to time, subject to the provisions of all applicable Laws."

8. TO CONSIDER AND, IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS SPECIAL RESOLUTION:

"RESOLVED that pursuant to the Provisions of Section 196, 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Schedule V to the said Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable Rules made under the Act (including any Statutory modification(s) or re-enactment thereof for the time being in force), subject to the Articles of Association of the Company and subject to such other approvals and compliances as per the applicable provisions of the Act and other applicable Statutes, as may be necessary, the approval of the Members of the Company be and is hereby accorded to re-appointment of Mr. Dharam Pal Sharma (DIN 07284332), as Designated Whole Time Director of the Company, liable to retire by rotation, for a period of 5 (Five) years commencing from 01-04-2020 and ending with 31-03-2025 on the following additional terms and conditions:-

- a. **Salary:-** Within the range of Rs. 8,50,000/- (Rupees Eight Lakhs Fifty Thousand Only) per annum to Rs. 15,00,000/- (Rupees Fifteen Lakhs Only) per annum w.e.f. 01.04.2020
- b. **Benefits:-** Performance Bonus within the above ceiling, as decided by Nomination and Remuneration Committee of the Board. Leave Encashment within the above ceiling as per the Company's Policy and Gratuity as per Payment of Gratuity Act;