

Annual Report 2018-19

1832

P. N. GADGIL
& SONS

today

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gold | silver | diamonds

P. N. GADGIL & SONS LIMITED

(Formerly known as “P. N. Gadgil & Sons”)

CIN: U36911PN2017PLC173262

we believe in principles



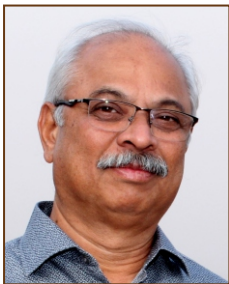
Late. Purushottam Narayan Gadgil



Late. Vishwanath Vasudev Gadgil



Directors



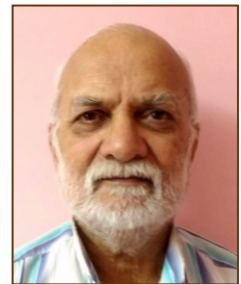
Mr. Govind Vishwanath Gadgil
Chairman and Whole Time Director



Mrs. Renu Govind Gadgil
Whole Time Director



Mr. Amit Yeshwant Modak
Whole Time Director - CEO



Mr. Udaya Narayan Kalkundrikar
Non-Executive Director



CA. Ashish Chandrakant Khandelwal
Independent Director



CA. Ranjeet Sadashiv Natu
Independent Director



Mr. Ashok Namdeo Gokhale
Independent Director



Mr. Ashutosh Vilas Nanal
Independent Director

2ND ANNUAL GENERAL MEETING

BOARD OF DIRECTORS

Executive Directors:

Govind Vishwanath Gadgil
(Chairman & Whole Time Director)
Renu Govind Gadgil
(Whole Time Director)
Amit Yeshwant Modak
(Whole Time Director & Chief Executive Officer)

Non-Executive Director:

Udaya Narayan Kalkundrikar

Company Secretary and Compliance Officer

Avanti Nikhil Gulavani

Independent Directors:

Ashish Chandrakant Khandelwal

Ranjeet Sadashiv Natu

Ashok Namdeo Gokhale

Ashutosh Vilas Nanal

Chief Financial Officer:

Aditya Amit Modak

Auditors:

Shah & Taparia, Chartered Accountants
B-502, Business Square, Solitaire Corporate
Park, Chakala, Andheri (E), Mumbai - 400093

Secretarial Auditor:

Rohini R. Kulkarni, Company Secretary
B/2, Nikhil Co-op Soc, 128/129, Sahakar
Nagar 2, Near Janata Sahakari Bank,
Pune - 411009

Bankers:

SVC Co-Operative Bank Limited
HDFC Bank Limited
Bank of Baroda
Federal Bank Limited
Yes Bank Limited

Registered Office:

Abhiruchi Mall, S. No. 59/1-C, Wadgaon
(BK), Sinhagad Road, Pune-411041

Contact Details:

Email Id: info@pngsl.com
Website: www.pngadgilandsons.com
Phone No. : 020-24612000
Fax No. : 020-24612185

Board Committees

Audit Committee

Ashish Chandrakant Khandelwal
(Chairperson)

Ranjeet Sadashiv Natu
Amit Yeshwant Modak

Stakeholder Relationship Committee

Ashish Chandrakant Khandelwal
(Chairperson)

Govind Vishwnath Gadgil
Amit Yeshwant Modak

Borrowing Committee

Amit Yeshwant Modak
(Chairperson)

Govind Vishwnath Gadgil
Renu Govind Gadgil

Nomination And Remuneration Committee

Ranjeet Sadashiv Natu
(Chairperson)

Ashok Namdeo Gokhale
Govind Vishwnath Gadgil
Ashish Chandrakant Khandelwal

Corporate Social Responsibility Committee

Ashok Namdeo Gokhale
(Chairperson)

Govind Vishwnath Gadgil
Amit Yeshwant Modak

IPO Committee

Ranjeet Sadashiv Natu
(Chairperson)

Ashish Chandrakant Khandelwal
Govind Vishwnath Gadgil
Amit Yeshwant Modak

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P. N. GADGIL & SONS LIMITED

(Previously known as P. N. Gadgil & Sons)

CIN U36911PN2017PLC173262

Registered Office: Abhiruchi Mall, S.No.59 /1-C, Wadgaon (BK),
Sinhgad Road, Pune – 411041

Tel: +91 20 24612000 | Fax: 020 24612185

Email: info@pngsl.com | Website: www.pngadgilandsons.com

NOTICE

NOTICE is hereby given that the Second Annual General Meeting (AGM) of P. N. GADGIL & SONS LIMITED (Previously known as P. N. Gadgil & Sons) will be held at the office of the company at **S. No. 37/1 & 37/2 near Lokmat News Paper, Vadgaon Khurd, Pune- 411041** on **Monday, 27th May, 2019** at **12:30 PM** to consider and transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Directors and Auditors thereon.
2. To declare dividend on equity share at the rate of 25% for the financial year ended 31st March, 2019.
3. To appoint a Director in place of Mr. Amit Yeshwant Modak (DIN: 00396631), who retires by rotation and being eligible, offers himself for re-appointment.

Date: 30th April, 2019
Place: Pune

By Order of the Board
P. N. Gadgil & Sons Limited

Sd/-
Avanti Gulavani
Company Secretary
M.No. A28956
Flat no. 202, Rahul
Vihar A, Lane No. 8
Dhanukar Colony,
Kothrud, Pune 411038

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE 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 MEMBER. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/ AUTHORITY, AS APPLICABLE. A COPY OF PROXY FORM HAS BEEN ENCLOSED HERewith.
2. Members desiring any information as regards the accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting.
3. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, this Notice and the Annual Report of the Company for the financial period ending 31st March, 2019 are being sent by e-mail to those Members who have registered their e-mail address with the Company, unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the documents are being sent by the permitted mode. The Company requests those Members who have not yet registered their e-mail addresses, to register the same directly with their DP's, in case shares are held in electronic form or with the Company, in case shares are held in physical form.

4. Relevant documents referred to in the Notice, Register of Directors / Key Managerial Personnel (KMP) and their shareholding maintained under Section 170 of the Companies Act 2013 and Register of Contracts maintained under Section 189 of the Companies Act 2013 and other relevant registers and the copies of agreement i.e. Letter of appointment as mentioned in Section 190 are available for inspection by the members at the Registered Office of the Company during normal business hours on working days except on holidays. The said Registers will also be available for inspection by the members at the AGM.
5. The detailed address of venue of meeting with route map and nearest landmark is attached herewith. Pick and drop facility will be available half an hour before and after the conclusion of the meeting from/to the registered office of the Company.
6. Members are requested to notify the Company immediately the changes, if any, in the address in full with the postal area, pin code number, quoting their folio no. to the Company for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
7. Members / proxies should carry valid ID proof such as PAN, Voter ID, Passport, Driving License, Aadhar card etc along with duly filled Attendance Slip enclosed herewith for attending the meeting.
8. Members are requested to produce the attendance slip duly signed as per the specimen signature recorded with the Company, for admission to the meeting venue.
9. Subject to the provisions of the Act, dividend as recommended by the Board, if declared at the meeting, will be paid within a period of 30 days from the date of declaration..
10. In view of the Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2018 and the inherent benefits of holding shares in electronic form, we urge the shareholders holding shares in physical form to opt for dematerialization.
11. At the 1st Annual General Meeting of the Company held on 27th July, 2018, the members approved appointment of M/S Shah and Taparia, Chartered Accountants (Registration No. 109463W) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that Annual General Meeting till the conclusion of the 6th Annual General Meeting, subject to ratification of their appointment by members at every Annual General Meeting if so required by the Companies Act 2013. Vide notification dated May 7, 2018, the Ministry of Corporate Affairs has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 2nd Annual General Meeting.
12. Members may also note that the notice of the 2nd Annual General Meeting and the Annual Report will be available on the Company's website www.pnqadgilandsons.com.
13. 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.

Date: 30th April, 2019
Place: Pune

**By Order of the Board
P. N. Gadgil & Sons Limited**

Sd/-
Avanti Gulavani
Company Secretary
M.No. A28956
Flat no. 202, Rahul Vihar
A, Lane No. 8 Dhanukar
Colony, Kothrud, Pune
411038

Annexure 1 to Item Nos. 03 of the Notice

Details of Directors seeking re-appointment at the Annual General Meeting scheduled to be held on 27th May, 2019
(In pursuance of Secretarial Standard 2 of ICSI)

Sr. No.	Name of Director	Mr. Amit Modak
1.	DIN	00396631
2.	Designation	Whole Time Director and Chief Executive Officer
3.	Date of Birth	11/05/1960
4.	Age	59
5.	Nationality	Indian
6.	Date of first appointment on the Board	06/11/2017
7.	Change in Designation	05/12/2017
8.	Shareholding in P. N. Gadgil & Sons Limited	55,372 equity shares
9.	List of Directorship held in other Companies	Puneet Shares and Finance Private Limited
10.	Qualifications	B.com, DTL, PGDIFM
11.	Experience	He has considerable experience as a Financial consultant and was acting as intermediary in stock market of more than 25 years. He is presently working as Chief Executive Officer. He's total experience in jewellery industry is more than 20 years. He has been involved in day to day operations of the Company and has been responsible for marketing, corporate affairs, and bullion procurement of the Company.
12.	Terms and Conditions of re-appointment	He is liable to retire by rotation and offer himself for re-appointment. Other terms and conditions will remain same.
13.	No of Board meetings attended during the financial period	9
14.	Chairman / Member in the Committees of the Board of Companies in which he is a director	P. N. GADGIL & SONS LIMITED : Member of Audit Committee, Corporate Social Responsibility Committee, Initial public Offer Committee, Stakeholder Relationship Committee. Chairman and member of Borrowing Committee
15.	Relationship with other Directors, manager and other Key managerial personnel of the Company	Relative of CA Aditya Amit Modak, CFO of the Company

Date: 30th April, 2019
Place: Pune

**By Order of the Board
P. N. Gadgil & Sons Limited**

Sd/-

Avanti Gulavani
Company Secretary
M.No. A28956
Flat no. 202, Rahul Vihar
A, Lane No. 8 Dhanukar
Colony, Kothrud, Pune
411038

DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the 2nd Annual Report together with the audited financial statements for the year ended **31st March 2019**.

1. FINANCIAL RESULTS

(Rs. In Millions)

Particulars	For the Financial Year ended 31 st March, 2019	For the period ended 31 st March, 2018
Turnover	20,048.32	7,016.77
Other Income	9.51	38.19
Gross Income	20,057.83	7,054.96
EBIDTA	1234.21	514.07
Interest & Finance Expenses	255.83	131.19
Depreciation & Amortisation	80.26	27.67
Profit / (Loss) before Tax	898.12	355.21
Less : Current Tax	261.29	92.00
Less: Deferred Tax	(1.48)	2.66
Profit / (Loss) after Tax	638.31	260.55
Other Comprehensive Income		
- Re-measurement gain/(loss) on defined benefit plans	(1.66)	1.49
- Effect of income tax	0.48	(0.45)
Other Comprehensive Income, net of tax	(1.18)	1.05
Total Comprehensive Income, net of tax	637.13	261.60
Basic and Diluted Earning Per share (EPS)	18.90	14.17
Not annualized		

2. OPERATIONS OF THE COMPANY AND THE STATE OF COMPANY'S AFFAIRS

We are one of the leading and trusted retail jewellery companies in Maharashtra. The legacy of the "P. N. Gadgil" brand traces back over six generations to the year 1832.

This was the first year when your Company crossed the turnover of Rs. 2000 Crores which is itself a milestone for the company.

Now a days having a strong social media and digital presence is a crucial component of marketing strategy. Reaching your target customers through proper channels and by delivering the right message is paramount for making sales. Hence Company has taken marketing efforts to show its presence in the market in various ways. To promote our brand we are creating 360 degree brand communication or marketing and as a part of this initiative we are associating with TV serials, films, web series, celebrity integration and further to connect with the youth we are using digital platforms such as facebook, instagram and youtube.

As considering the expansion it is not limited to certain state or city, the Company has opted for television, serials and other programs for marketing. This will have impact on the larger geographical area.

The previous years figures are not strictly comparable to those of the year under consideration since the previous years figures were for the period from 6th November 2017 to 31st March 2018

CURRENT SCENARIO

Our stores are divided into three formats, primarily on account of the size of the store, namely 12 'large format stores' (above 3,500 sq. ft. of built up area), 5 'medium-format stores' (above 2,200 sq. ft. of built area up to 3,500 sq.ft. of built up area) and 12 'small-format stores' (above 1,000 sq. ft. of built up area up to 2,200 sq. ft. of builtup area). As of 31st March, 2019, we have 27 stores in Maharashtra and one store in Gujarat and Karnataka each.

For efficient management and operations, our Company has divided its stores into three separate zones as per our zonal model, namely Pune-zone, Nashik-zone and Solapur-zone. Company has also planned for forth zonal office in Dombiwali, Mumbai.

Nashik which was first considered in medium format stores now has been expanded and the store now comes in large format store (above 3,500 sq. ft. of built up area).

3. EXPANSION

Our store network has increased to 29 stores as on as on 31st March, 2019. We also have presence on online platform through www.onlinepng.com.

The Company has planned to go for public issue for an amount not exceeding Rs. 500 crores through Initial Public Offering (IPO). The Draft Red Herring Prospectus was filed with Security Exchange Board of India on 4th May, 2018 on which final observations were received on 13th July, 2018. The further steps are under active consideration.

4. INDIAN ACCOUNTING STANDARDS

The Ministry of Corporate Affairs (MCA), vide its notification dated 16th February, 2015, notified the Indian Accounting Standards (Ind AS) applicable to certain class of Companies. In preparing the Financial Statements, the Company has opted to voluntarily present the Financial Statements under Ind AS.

5. CHANGE IN NATURE OF BUSINESS, IF ANY

The Company has not changed its nature of business during the financial year ended 31st March, 2019.

6. MATERIAL CHANGES AND COMMITMENTS IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL PERIOD OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There is no material change or commitment after end of the financial period till the date of the report.

7. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANIES OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators, courts or tribunals, which affect the going concern status of the Company and its operations in future.

8. CHANGE IN CAPITAL STRUCTURE

Considering the Reserves position and future business prospects, the Board of Directors at its meeting held on 23rd April, 2018 has allotted Bonus Shares as approved by the shareholders in their meeting held on 18th April, 2018 in the proportion of two new Equity Shares of Rs. 10 each, as fully paid-up, for every three existing Equity Shares held by the member on a Record date i.e. 20th April, 2018 by capitalizing a sum of Rs. 13,50,82,600/- out of Rs. 76,69,51,260/- available in its security premium account, for distribution among the holders of existing fully paid equity shares of Rs. 10/- each of the Company. Hence the paid up capital of the Company has been changed from Rs. 20,26,23,390/- to Rs. 33,77,05,990/-.

During year under report except above there is no change in the capital structure of the Company.

9. CHANGE IN REGISTERED OFFICE

During year under report there is no change in the Registered Office of the Company.

10. CHANGE IN NAME OF THE COMPANY

During period under report there is no change in the Name of the Company.

11. RESERVES

The amount of Rs. 3.50 crores has been transferred to the General Reserve.

12. DIVIDEND

The Board of Directors of the Company are pleased to recommend a dividend at the rate of 25% i.e. Rs. 2.5/- per equity share for the financial year ended 31st March, 2019 on 3,37,70,599 equity shares of Rs. 10 each i.e. on the equity shares outstanding as at 31st March, 2019. The Proposed dividend is subject to the declaration by approval of shareholders in the ensuing Annual General Meeting of the Company.

Amount of Rs. 8,44,26,505/- (excluding dividend distribution tax) will be transferred / deposited by the Company in a special account to be opened for the purpose of payment of dividend within 5 days of such declaration at the ensuing 2nd Annual General Meeting of the Company.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on 31st March, 2019, the Board of your Company comprises of 8 Directors including 3 Whole Time Directors, 4 Independent Directors and 1 Non-Executive Director.

During the year under review Ms. Purva Mehra, Company Secretary of the Company has been resigned with effect from 1st August, 2018 as a Company Secretary. Ms. Avanti Nikhil Gulavani, Compliance officer of the Company is appointed as Company Secretary and Compliance Officer of the Company with effect from 1st August, 2018.

Except for the above there is no change in composition of Board of Directors and Key Managerial Personnel during the period.

14. RETIREMENT OF DIRECTOR

Pursuant to Section 152 of the Companies Act 2013 read with Article 94 of Articles of Association of the Company, Mr. Amit Yeshwant Modak (DIN: 00396631) Whole time Director and CEO of the Company is liable to retire by rotation and being eligible has offered himself for reappointment at this Annual General Meeting.

15. DECLARATIONS GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF THE COMPANIES ACT, 2013

The Company has received declarations from the Independent Directors of the Company under section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Directors.

16. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the financial period 2018-19, the Board of Directors met **10** times, the details of which are as under.

Sr. No.	Dates on which Board Meetings were held	Total Strength of the Board	No. of Directors present
1.	9 th April, 2018	8	7
2.	18 th April, 2018	8	8
3.	23 rd April, 2018	8	6
4.	3 rd May, 2018	8	5
5.	23 rd May, 2018	8	7
6.	27 th July, 2018	8	8
7.	16 th August, 2018	8	6
8.	8 th October, 2018	8	5
9.	24 th October, 2018	8	5
10.	28 th January, 2019	8	8

Attendance of Directors at Board Meetings

Name of the Directors	No of Board meetings held	No of Board Meetings attended
Mr. Govind Gadgil	10	10
Mrs. Renu Gadgil	10	10
Mr. Amit Modak	10	9
Mr. Ashish Khandelwal	10	10
Mr. Ashok Gokhale	10	7
Mr. Ranjeet Natu	10	10
Mr. Udaya Kalkundrikar	10	3
Mr. Ashutosh Nanal	10	6

17. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Directors state as under –

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (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 period and of the profit of the company for that period;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a going concern basis;
- (e) the Directors had laid down internal financial controls to be followed by the company and such internal financial controls are adequate and were operating effectively. The company is a non-listed entity; and
- (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.

18. EXTRACT OF THE ANNUAL RETURN

The extract of Annual return of the Company for the financial year ending on 31st March, 2019 in Form MGT 9, as required under Section 92(3) of the Companies Act 2013 is enclosed herewith as **Annexure A** and forms part of this Report. The extract is also being placed on the website of the Company at <https://www.pngadgilandsons.com>.

19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts/ transactions entered with related parties during the period under report were on arms length and in ordinary course of business. Thus, provisions of Section 188(1) of the Companies Act, 2013 are not applicable. Out of the transactions entered with related party, according to materiality policy none of the transaction is material and the disclosure in Form **AOC 2** is enclosed herewith as **Annexure B**.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has neither granted any loans nor given any guarantees during the financial period under consideration. Investments form part of the Notes to the financial statements provided in the Annual Report.

For the purpose of insulating the company from shock resulting from fluctuations in the gold, silver and other precious metals it was decided to invest 5% of the valuation of the inventory owned by the Company as at the end of the year 31st March, 2018, in the liquid financial assets such as GILT, Liquid funds and as fixed deposit with any scheduled and/or commercial banks etc. upto or before 31st March, 2021. It was further decided that the Provisions made at end of every year should be backed by actual Investment on or before 31st December of respective year. Hence Company has made fixed deposit of Rs. 3 crores before 31st December, 2018.

21. DEPOSITS

During the period under report, your Company has not accepted any deposit from the public or other eligible entities within the meaning of Section 73 to 76 of the Companies Act, 2013.

22. UNSECURED LOANS

During the period under reporting the Company has refunded Rs. 19,47,14,974/- towards payment of the Unsecured Loan to Mr. Govind Vishwanath Gadgil and Mrs. Renu Govind Gadgil, Whole-time Directors of the Company. Pursuant to rule 2(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014 a declaration has been received from them that the amount has not been given out of the funds acquired by them, either by borrowings or by accepting loans or deposits from other.

23. EMPLOYEES STOCK OPTION SCHEME

Employee stock option scheme "PNG Employees Stock Option Plan 2018" have been adopted in the year 2018 and 230,000 options were granted to the eligible employees in accordance with the approval of the Nomination and Remuneration Committee meeting held on 18th April, 2018. Details of the Employee stock option scheme are given in **Annexure C**.

24. REMUNERATION OR COMMISSION RECEIVED BY MANAGING DIRECTOR OR WHOLE TIME DIRECTOR FROM HOLDING OR SUBSIDIARY COMPANIES

As there are no subsidiary or holding company whole time director has not received any remuneration or commission during the year under report.

25. EMPLOYEES DRAWING REMUNERATION AS PER RULE (5) OF COMPANIES (APPOINTMENT AND REMUNERATION) RULES, 2014

The details of employees in the company during the year under report comes under Rule 5(2) of Companies (Appointment And Remuneration) Rules, 2014 have been disclosed in **Annexure D**.

26. CORPORATE SOCIAL RESPONSIBILITY (CSR) / CSR COMMITTEE

Your Directors have constituted a CSR Committee as per Section 135 of the Companies Act 2013 to identify, monitor and review CSR activities of the Company and provide strategic directions for implementation of the CSR policy of the Company which can be accessed on the website of the Company at <https://www.pngadgilandsons.com>.

The members of the CSR committee are as follows:

1. Mr. Ashok Namdeo Gokhale, Independent Director, Chairman of the Committee
2. Mr. Amit Yeshwant Modak, Whole Time Director & CEO
3. Mr. Govind Vishwanath Gadgil, Whole Time Director

Two (2) meeting of the Committee were held during the period ended 31st March, 2019 on 27th July, 2018 and 20th March, 2019 detailed as under:

Names of Members	No of meetings attended
Mr. Amit Yeshwant Modak	2
Mr. Govind Vishwanath Gadgil	2
Mr. Ashok Namdeo Gokhale	2

The brief outline of the Corporate Social Responsibility Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year, in the prescribed format, as per the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as "**Annexure- E**" to this Report.

The Company was required to spend Rs. 65,67,694/- towards CSR activities during the financial year under review as per the applicable provisions. However, the Company has spent Rs. 31,16,826/- and could not spend Rs. 34,50,868/- as the CSR projects could not be identified. The Company is in the process of identifying the same.

27. AUDIT COMMITTEE

Your Directors have constituted the Audit committee in accordance with Section 177 of the Companies Act, 2013 read with rule 6 of Companies (Meetings of Board and its Powers) Rules, 2014 as follows:

1. Mr. Ashish Chandrakant Khandelwal, Independent Director, Chairman of the Committee
2. Mr. Ranjeet Sadashiv Natu, Independent Director
3. Mr. Amit Yeshwant Modak, Whole Time Director

Seven (7) meetings of the Committee were held during the period ended 31st March, 2019 on 18th April, 2018, 3rd May, 2018, 23rd May, 2018, 27th July, 2018, 16th August, 2018, 24th October, 2018 and 28th January, 2019 detailed as under:

Names of Members	No of meetings attended
Mr. Ashish Chandrakant Khandelwal	7
Mr. Ranjeet Sadashiv Natu	7
Mr. Amit Yeshwant Modak	6

28. NOMINATION AND REMUNERATION COMMITTEE

Your directors have constituted a Nomination and Remuneration Committee in the year 2017-18 as required under the provisions of Section 178 of the Companies Act, 2013, the Nomination and Remuneration committee consisted of following members:

1. Mr. Ranjeet Sadashiv Natu, Independent Director, Chairman of the Committee
2. Mr. Ashok Namdeo Gokhale, Independent Director
3. Mr. Govind Vishwanath Gadgil, Whole Time Director
4. Mr. Ashish Chandrakant Khandelwal, Independent Director

Six (6) Meetings of the Committee were held during the period ended 31st March 2019 on 9th April, 2018, 18th April, 2018, 23rd May, 2018, 27th July, 2018, 28th January, 2019 and 8th March, 2019 detailed as under

Names of Members	No. of meetings attended
Mr. Ranjeet Sadashiv Natu	6
Mr. Ashok Namdeo Gokhale	6
Mr. Govind Vishwanath Gadgil	6
Mr. Ashish Chandrakant Khandelwal	6

Policy on Nomination and Remuneration can be accessed on the website of the Company at <https://www.pngadgilandsons.com>.

29. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee formed under the provisions of Section 178(5) of Companies Act, 2013, consists of following members:

1. Mr. Ashish Chandrakant Khandelwal, Independent Director, Chairman of the Committee
2. Mr. Amit Yeshwant Modak, Whole Time Director
3. Mr. Govind Vishwanath Gadgil, Whole Time Director

This Committee is primarily responsible to review all matters connected with the Company's transfer of securities and redressal of shareholder's / investor's / security holder's complaints.

Policy on Stakeholders Relationship is available on the website of the Company at <https://www.pngadgilandsons.com>.

30. BORROWING COMMITTEE

The Borrowing committee formed in view of need for operational convenience consist of following members:

1. Mr. Govind Vishwanath Gadgil (DIN: 00616617)
2. Mrs. Renu Govind Gadgil (DIN: 07412955)
3. Mr. Amit Yeshwant Modak (DIN: 00396631)

This Committee is authorised to borrow in the form of fund based and non fund credit facilities from Bankers , financial institutions, bodies corporate and other eligible entities upto the amount approved by the Board of Directors of the Company.

31. NAME OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE PERIOD

No companies have become or ceased to be subsidiaries, joint ventures or associate companies during the period under consideration.

32. SECRETARIAL STANDARDS

The Company generally complies with all applicable secretarial standards, issued by the Council of the Institute of Company Secretaries of India.

33. COST RECORDS

The provisions of Section 148 of the Companies Act, 2013 read with Notifications/ Circulars issued by the Ministry of Corporate affairs from time to time, regarding maintenance of Cost records, are not applicable to the company.

34. STATEMENT ON RISK MANAGEMENT POLICY

Every business is subject to risks, uncertainties that could cause actual results to differ materially from those contemplated. The Company is aware of all these risk factors and has accordingly formulated various policies and procedures to face the challenges ahead. The Company has such policy in place since its inception and is under regular improvements. A Risk Management Policy is available on the website of the Company at <https://www.pngadgilandsons.com>.

35. CASES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a policy for prevention of sexual harassment at workplace. This inter alia provides a mechanism for the resolution, settlement or prosecution of acts or instances of Sexual Harassment at work and ensures that all employees are treated with respect and dignity. The Internal Complaints Committee(s) (ICC) has been set up by the Company to redress complaints received regarding sexual harassment and No complaint has been received till date.

Policy is available on the website of the Company at <https://www.pngadgilandsons.com>.

36. FORMAL ANNUAL EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The formal evaluation mechanism has been adopted for evaluating the performance of the Board as well as performance of its Committees and Individual Directors of the Board.

The exercise was carried out through a structured evaluation process covering various aspects such as composition of the Board & Committees, experience and competencies, performance of specific duties and obligations, attendance and contribution at Board meetings / Committee meetings / General meetings, preparedness for meetings, effective decision making ability, knowledge of sector where company operates, understanding and avoidance of risk while executing functional duties, successful negotiating ability, initiative to maintain corporate culture, commitment, dedication of time, leadership quality, attitude, initiatives and responsibilities undertaken, achievements etc.

In a separate meeting of Independent Directors held on 20th March, 2019, performance of non-independent Directors, performance of Board as a whole and performance of the Chairman were evaluated taking into account the views of executive and non executive Directors. The said meeting was attended by all the Independent Directors.

37. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:**(A) CONSERVATION OF ENERGY :**

In its endeavour towards conservation of energy your Company ensure optimal use of energy, avoid wastages and conserve energy as far as possible. Company has installed Solar Power System in the Training centre at Nanded city, Pune and in Jalgaon i.e. in Company owned premises for conservation of energy. Company has spent approximately Rs. 48 Lakhs till date on conservation of energy.

(B) TECHNOLOGY ABSORPTION

The Company has not carried out any research and development activities.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Company does not have any foreign exchange earning and outgo during the period under report.

38. WHISTLE BLOWER POLICY AND VIGIL MECHANISM

The Company has adopted a Whistle Blower Policy establishing vigil mechanism, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail such mechanism and also provide for direct access to the Chairman of the Audit Committee. The Policy can be accessed at the website of the Company at <https://www.pngadgilandsons.com>

39. INTERNAL FINANCIAL CONTROL

The Company has well devised Internal Control systems adopted by the Management to assist in achieving management's objective of ensuring the orderly and efficient conduct of its business, including, adherence to management policies, the safeguarding of assets, the prevention and detection of fraud and error, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information. The system of internal control is under continuing supervision by management to determine that it is functioning as prescribed and is modified, as appropriate, for changes in conditions. The Company endeavors to create the control environment with budgetary controls and an effective internal audit function.

40. STATUTORY AUDITORS

The resolution passed in the 1st Annual General Meeting of the Company held on 27th July, 2018, the members approved appointment of M/S Shah and Taparia, Chartered Accountants (Registration No. 109463W) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of 1st Annual General Meeting till the conclusion of the 6th Annual General Meeting.

Vide notification dated 7th May, 2018, the Ministry of Corporate Affairs has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting.

41. AUDITORS REPORT

1. As regards observations made by the Auditors in their Report under the Caption "Other Matter" and Para (i) c) of Annexure A to the Auditors Report regarding holding of some of the assets, deposits and instruments in the name of erstwhile partnership firm, the Directors state that -

The Company was incorporated on 6th November, 2017 consequent upon conversion of erstwhile Partnership firm i.e. P. N. Gadgil & Sons, in accordance with section 366, Part I of Chapter XXI of the Companies Act, 2013. The Company is in the process of getting those assets, deposits and instruments registered in the name of the Company i.e. "P. N. Gadgil & Sons Ltd.", with the State Revenue Authorities and relevant Local Bodies.

2. As regards observations made by the Auditors in Para vii) b) of Annexure B to the Auditors Report regarding the dues outstanding towards various tax authorities, the Directors state that the said remark is self explanatory and does not call for any further explanation.

42. SECRETARIAL AUDITOR

In accordance with the provisions of Section 204 of the Companies Act, 2013, the Board of Directors have appointed Ms. Rohini Kulkarni, Practicing Company Secretary as the Secretarial Auditor of the Company. Ms. Rohini Kulkarni, Practicing Company Secretary has submitted Secretarial Audit Report of the Company for financial Year ending on 31st March 2019 under Section 204 of the Companies Act, 2013 and the same is enclosed as **Annexure F**. It forms part of this report.

The reply to the Secretarial Auditor's Comment mentioned in point number (IV) is as under: the Company was incorporated on 6th November, 2017 on conversion of Partnership firm in accordance with section 366, Part I of Chapter XXI of the Companies Act, 2013. Some of the fixed assets held in the name of P. N. Gadgil & Sons (erstwhile partnership firm) are in the process of getting registered with state revenue authorities and local bodies in the Company's name "P. N. Gadgil & Sons Ltd."

43. INTERNAL AUDITOR

In accordance with the provisions of Section 138 of the Companies Act, 2013 and the rules framed thereunder the Board of Directors have appointed M/s. Khandelwal Jain & Associates, Chartered Accountants, Pune (FRN 139253W) for the Financial Year ending 31st March, 2019.

44. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION & PROTECTION FUND

The Company does not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which required to be transferred to Investor Education and Protection Fund (IEPF).

45. ACKNOWLEDGEMENTS:

The Directors place on record their sincere appreciation of the co-operation extended by the Bankers of the Company, Stakeholders, business associates, consultants, and various Government Authorities for their continued support extended to your Company's activities during the period under review.

The Board further take opportunity to place on record its deep appreciation for the committed efforts by the employees of Company at all the levels.

For & on behalf of the Board
P. N. Gadgil & Sons Limited

Date: 30th April, 2019
Place: Pune

Sd/-
Govind Vishwanath Gadgil
DIN:00616617
Chairman & Whole time Director
576, N C Kelkar Road, Shaniwar
Peth Opp Kesari Wada,
Pune 411030

Sd/-
Amit Yeshwant Modak
DIN:00396631
Whole time Director & CEO
65 Indira Nagar C.H.S, Yashada
Deccan Gymkhana, Erandawane
Pune 411004

Annexure - A

FORM NO. MGT.9

EXTRACT OF ANNUAL RETURN

As on the financial year ended 31st March, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN: U36911PN2017PLC173262
- ii) Registration Date: 6th November, 2017
- iii) Name of the Company: **P. N. GADGIL & SONS LIMITED**
- iv) Category / Sub-Category of the Company: Non- Government Company limited by shares
- v) Address of the registered office and contact details: Abhiruchi Mall, S.No.59 /1-C, Wadgaon (BK), Sinhgad Road, Pune 411041. Contact: 020- 24612000
- vi) Whether listed company ~~Yes~~/ No No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any: N.A.

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:-

Sl. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Gold & Silver and precious metals	3211	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
	NA				

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the period			No. of Shares held at the end of the period			% Change during the period		
	Demat	Physical	Total	% of Total Shares	Demat	Physical		Total	% of Total Shares
A. Promoters and Promoter Group									
(1) Indian									
Individual/ HUF	0	2,00,23,001	2,00,23,001	98.82	3,33,71,670	0	3,33,71,670	98.82	0
Central Govt	0	0	0	0	0	0	0	0	0
State Govt (s)	0	0	0	0	0	0	0	0	0
Bodies Corp.	0	0	0	0	0	0	0	0	0
Banks/Fl	0	0	0	0	0	0	0	0	0
Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A)	0	2,00,23,001	2,00,23,001	98.82	3,33,71,670	0	3,33,71,670	98.82	0
(2) Foreign									
a) NRIs – Individuals	0	0	0	0	0	0	0	0	0
b) Other - Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / Fl	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	2,00,23,001	2,00,23,001	98.82	3,33,71,670	0	3,33,71,670	98.82	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/Fl	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital	0	0	0	0	0	0	0	0	0

Category of Shareholders	No. of Shares held at the beginning of the period				No. of Shares held at the end of the period				% Change during the period
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Funds									
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	1,40,446	1,40,446	0.69	10,001	1,74,106	1,84,107	0.55	(0.14)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	98,892	98,892	0.49	55,372	1,59,450	2,14,822	0.63	0.14
c) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	0	2,39,338	2,39,338	1.18	65,373	3,33,556	3,98,929	1.18	0
Total Public Shareholding (B) = (B)(1) + (B)(2)	0	2,39,338	2,39,338	1.18	65,373	3,33,556	3,98,929	1.18	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	2,02,62,339	2,02,62,339	100.00	3,34,37,043	3,33,556	3,37,70,599	100.00	0.00

(ii) Shareholding of Promoters and Promoter Group

S.No.	Shareholder's Name	Shareholding at the beginning of the period				Share holding at the end of the period				% change in share holding during the period
		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	Renu Govind Gadgil	88,88,889	43.87	0		1,48,14,815	43.87	0		0
2	Govind Vishwanath Gadgil	1,11,11,112	54.84	0		1,85,18,520	54.84	0		0

S.No.	Shareholder's Name	Shareholding at the beginning of the period			Share holding at the end of the period			% change in share holding during the period
		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	
3	Jyoti Ravindra Paranjape j/w Ravindra Balwant Paranjape	2,000	0.01	0	3,334	0.01	0	0
4	Ravindra Vinayak Khadilkar	4,000	0.02	0	6,667	0.02	0	0
5	Rohini Udaya Kalkundrikar	2,000	0.01	0	3,334	0.01	0	0
6	Anjali Vishwanath Gadgil	15,000	0.07	0	25,000	0.07	0	0
	Total	2,00,23,001	98.82	0	3,33,71,670	98.82	0	0

(iii) Change in Promoters' and Promoter's group Shareholding (please specify, if there is no change)

S. No.	Name of Promoter and Promoter Group	Shareholding at the beginning of the period		Date	Increase / Decrease	Reason	Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	Renu Govind Gadgil	88,88,889	43.87	23.04.2018	59,25,926	Bonus Issue	1,48,14,815	43.87
2	Govind Vishwanath Gadgil	1,11,11,112	54.84	23.04.2018	74,07,408	Bonus Issue	1,85,18,520	54.84

S. No.	Name of Promoter and Promoter Group	Shareholding at the beginning of the period		Date	Increase / Decrease	Reason	Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
3	Jyoti Ravindra Paranjape j/w Ravindra Balwant Paranjape	2,000	0.01	23.04.2018	1,334	Bonus Issue	3,334	0.01
4	Ravindra Vinayak Khadilkar	4,000	0.02	23.04.2018	2,667	Bonus Issue	6,667	0.02
5	Rohini Udaya Kalkundrikar	2,000	0.01	23.04.2018	1,334	Bonus Issue	3,334	0.01
6	Anjali Vishwanath Gadgil	15,000	0.07	23.04.2018	10,000	Bonus Issue	25,000	0.07
	At the End of the period	2,00,23,001	98.82				3,33,71,670	98.82

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters/ Promoters Group and Holders of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the period		Date	Increase/ Decrease	Reason	Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Ganesh Hari Gadgil	16,000	0.08	23.04.2018	10,667	Bonus Issue	26,667	0.08
2.	Arundhati Ganesh Gadgil	16,000	0.08	23.04.2018	10,667	Bonus Issue	26,667	0.08
3.	Satish Digambar Kuber	11,223	0.06	23.04.2018	7,482	Bonus Issue	18,705	0.06
4.	Shrikant Digambar Kuber	11,223	0.06	23.04.2018	7,482	Bonus Issue	18,705	0.06
5.	Prafulla Dharmaraj Wagh	11,223	0.06	23.04.2018	7,482	Bonus Issue	18,705	0.06
6.	Vasudeo Dhananjay Gadgil	10,000	0.05	23.04.2018	6,667	Bonus Issue	16,667	0.05

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the period		Date	Increase/ Decrease	Reason	Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
7.	Ganesh Hari Gadgil (HUF)	10,000	0.05	23.04.2018	6,667	Bonus Issue	16,667	0.05
8.	Dhananjay Hari Gadgil	10,000	0.05	23.04.2018	6,667	Bonus Issue	16,667	0.05
9.	Himagauri Vasudeo Gadgil	6,000	0.03	23.04.2018	4,000	Bonus Issue	10,000	0.03
10.	Neha Ganesh Gadgil	4,000	0.02	23.04.2018	2,667	Bonus Issue	6,667	0.02
11.	Nisha Ganesh Gadgil	4,000	0.02	23.04.2018	2,667	Bonus Issue	6,667	0.02
12.	Aditya Amit Modak	4,000	0.02	23.04.2018	2,667	Bonus Issue	6,667	0.02
13.	Smita Pradeep Halasgikar	4,000	0.02	23.04.2018	2,667	Bonus Issue	6,667	0.02

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the period		Date	Increase/ Decrease	Reason	Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	Renu Govind Gadgil	88,88,889	43.87	23.04.2018	59,25,926	Bonus Issue	1,48,14,815	43.87
2	Govind Vishwanath Gadgil	1,11,11,112	54.84	23.04.2018	74,07,408	Bonus Issue	1,85,18,520	54.84
3	Amit Yeshwant Modak	33,223	0.16	23.04.2018	22,149	Bonus Issue	55,372	0.16

Sl. No.	Shareholding at the beginning of the period	Date	Increase/ Decrease	Reason	Cumulative Shareholding during the period
4	Aditya Amit Modak 4,000	23.04.2018	2,667	Bonus Issue	6,667 0.02
5	Udaya Narayan Kalkundrikar 2,000	23.04.2018	1,334	Bonus Issue	3,334 0.01

V. INDEBTEDNESS

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

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial period				
i) Principal Amount	2576508743	253563510	-	2830072253
ii) Interest due but not paid	14609891	-	-	14609891
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2591118634	253563510	-	2844682144
Change in Indebtedness during the financial period				
• Addition*	35681232290	25334413	-	35706566703
• Reduction	-35715800589	-215952376	-	-35931752965
Net Change	-34568299	-190617963	-	-225186262
Indebtedness at the end of the financial period				
i) Principal Amount	2554040932	62945547	-	2616986479
ii) Interest due but not paid	2509403	-	-	2509403
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2556550335	62945547	-	2619495882

*Note: There is inclusion of interest in indebtedness in addition and reduction during the financial period ended 31st March, 2019.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
	Govind Vishwanath Gadgil (WTD)	Renu Govind Gadgil (WTD)	Amit Yeshwant Modak (WTD & CEO)	
Gross salary	2,40,00,000	1,80,00,000	30,39,548	4,50,39,548
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission	-	-	-	-
- as % of profit	-	-	-	-
- others, specify...	-	-	-	-
Others, please specify (Incentive)	-	-	-	-
Total (A)	2,40,00,000	1,80,00,000	67,41,000	67,41,000
			97,80,548	5,17,80,548

B. Remuneration to other directors:

1. Independent Directors:

Particulars of Remuneration	Name of Directors			Total Amount
	Ashish Khandelwal	Ashok Gokhale	Ranjeet Natu	
• Fee for attending board/ committee meetings	1,00,000	70,000	1,00,000	60,000
• Commission	-	-	-	-
• Others, please specify	-	-	-	-
Total (1)	1,00,000	70,000	1,00,000	60,000
				3,30,000

2. Other Non –Executive Directors:

Particulars of Remuneration	Name of Directors Udaya Kalkundrikar	Total Amount
<ul style="list-style-type: none"> • Fee for attending board/ committee meetings • Commission • Others, please specify 	30,000	30,000
Total (2)	30,000	30,000
Total (B) = (1 + 2)		3,60,000

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Particulars of Remuneration	Key Managerial Personnel			
	CEO*	Purva Mehra Company Secretary**	Avanti Gulavani Company Secretary***	Aditya Modak CFO
Gross salary				
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	2,01,210	6,43,150	8,91,338
(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	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission	-	-	-	-
- as % of profit				
- others, specify...				
Others, please specify (Incentive)	-	-	-	-
Total	-	2,01,210	6,43,150	19,77,400
			28,68,738	37,13,098

* Whole time Director is also the CEO, whose salary details are covered in VI A above.
** Ms. Purva Mehra resigned from the post of Company Secretary on 1st August 2018.
***Ms. Avanti Gulavani was appointed as Company Secretary from 1st August 2018.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

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

For & on behalf of the Board
P. N. Gadgil & Sons Limited

Date: 30th April, 2019
Place: Pune

Sd/-
Govind Vishwanath Gadgil
DIN:00616617
Chairman & Whole time Director
576, N C Kelkar Road, Shaniwar Peth
Opp Kesari Wada, Pune 411030

Sd/-
Amit Yeshwant Modak
DIN:00396631
Whole time Director & CEO
65 Indira Nagar C.H.S, Yashada Deccan
Gymkhana, Erandawane Pune 411004

Annexure B

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 transactions under third proviso thereto

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

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/arrangements/transactions	NA
(c)	Duration of the contracts/arrangements/transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions	NA
(f)	Date of approval by the Board	NA
(g)	Amount paid as advances, if any:	NA
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NA

2. Details of material contracts or arrangement or transactions at arm's length basis

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/ arrangements/ transactions	NA
(c)	Duration of the contracts/ arrangements/ transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	NA
(e)	Date(s) of approval by the Board, if any:	NA
(f)	Amount paid as advances, if any:	NA

For & on behalf of the Board
P. N. Gadgil & Sons Limited

Date: 30th April, 2019
Place: Pune

Sd/-
Govind Vishwanath Gadgil
DIN:00616617
Chairman & Whole time Director
576, N C Kelkar Road, Shaniwar
Peth Opp Kesari Wada, Pune 411030

Sd/-
Amit Yeshwant Modak
DIN:00396631
Whole time Director & CEO
65 Indira Nagar C.H.S, Yashada
Deccan Gymkhana, Erandawane
Pune 411004

Annexure C

P. N. GADGIL & SONS LIMITED

FOR FILING ANNUAL RETURN OF FY 2018-19 :

The Board of directors, shall, inter alia, disclose in the Directors' Report for the year ended 31st March, 2019, the following details of the Employees Stock Option Scheme:

Sr. No.	Particulars	Details
1.	options granted	2,30,000
2.	options vested;	NIL
3.	options exercised;	NIL
4.	the total number of shares arising as a result of exercise of option;	NIL
5.	options lapsed;	6,000
6.	the exercise price;	210/-
7.	variation of terms of options;	NIL
8.	money realized by exercise of options;	NIL
9.	total number of options in force;	2,24,000
10.	employee wise details of options granted to;	
	(i) key managerial personnel;	24000 (Shares includes 6000 shares granted to Ms. Purva Mehra, Company Secretary, who resigned as Company Secretary w.e.f. 01.08.2018)
	(ii) any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year.	NIL
	(iii) identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant;	NIL

For & on behalf of the Board
P. N. Gadgil & Sons Limited

Date: 30th April, 2019
Place: Pune

Sd/-
Govind Vishwanath Gadgil
DIN:00616617
Chairman & Whole time Director
576, N C Kelkar Road, Shaniwar Peth
Opp Kesari Wada, Pune 411030

Sd/-
Amit Yeshwant Modak
DIN:00396631
Whole time Director & CEO
65 Indira Nagar C.H.S, Yashada Deccan
Gymkhana, Erandawane Pune 411004

Annexure D

Details of Employees drawing salary of Rupees One Crore Two Lakhs per annum or Rupees Eight Lakh Fifty Thousand per month
[As per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]

(a) Top 10 employees in terms of remuneration drawn during the year

Sr no	Name of Employee	Designation	Remuneration	Qualifications and Experience	Date of Commencement	Age	Last Employment	% of Equity held	Whether relative of any Director or Manager
1	Govind Gadgil	WTD	2,40,00,000	40 years of jewellery industry experience	Nov 6, 2017	60	Partner in P N Gadgil & Sons	54.84	Renu Gadgil - Spouse
2	Renu Gadgil	WTD	1,80,00,000	BHMS Homeopathy 6 Years	Nov 6, 2017	58	Partner in P N Gadgil & Sons	43.87	Govind Gadgil - Spouse
3	Amit Modak	WTD & CEO	97,80,548	PGDIFM, DTL, B.Com 20 Years	Aug 1, 2012	59	Partner in P N Gadgil & Sons	0.16	Aditya Modak - Father
4	Shrikant Kuber	HOD Admin	60,45,840	B. Sc 38 Years	Apr 1, 2007	58	Partner in P N Gadgil & Sons	0.06	-
5	Satish Kuber	HOD Sales	60,33,252	B.Com 40 Years	Mar 31, 1996	60	Partner in P N Gadgil & Sons	0.06	-
6	Prafulla Wagh	HOD Merchandise	57,32,543	Graduate 20 Years	Jun 1, 1998	44	Partner in P N Gadgil & Sons	0.06	-
7	Niranjan Deole	HOD Marketing	55,31,825	B.Com 14 Years	Aug 1, 2012	52	Partner in P N Gadgil & Sons	0.02	-
8	Sunil Pathak	HOD HR	54,91,665	B.Com 20 Years	Jul 1, 2006	42	Partner in P N Gadgil & Sons	0.01	-
9	Rajesh Soni	Manager Procurement	32,32,947	15 Years of jewellery industry experience	Sep 21, 2017	40	PNG Jewellers Pvt Ltd	-	-
10	Jitendra Joshi	Zonal Head	30,43,518	Diploma in DCE (mcvc) 15 Years	Jan 1, 2004	39	NA	-	-

(b) Employees drawing salary of Rupees 1 Crore 2 Lakh per annum

Sr n o	Name of Employee	Designa tion	Remuner- ation	Qualificatio ns and Experience	Date of Commen- cement	Age	Last Employe- ment	% of Equity held	Whether relative of any Director or Manager
1	Govind Gadgil	WTD	2,40,00,000	40 years of jewellery industry experience	Nov 6, 2017	60	Partner in P N Gadgil & Sons	54.84	Renu Gadgil - Spouse
2	Renu Gadgil	WTD	1,80,00,000	BHMS Homeopathy 6 Years	Nov 6, 2017	58	Partner in P N Gadgil & Sons	43.87	Govind Gadgil - Spouse

Note:

1. All appointments are/were contractual in accordance with terms and conditions as per Company rules.
2. The above list does not include employees who are on deputation and whose cost is not borne by the Company.

For & on behalf of the Board
P. N. Gadgil & Sons Limited

Date: 30th April, 2019
Place: Pune

<p>Sd/- Govind Vishwanath Gadgil Chairman & Whole time Director DIN:00616617 576, N C Kelkar Road, Shaniwar Peth Opp Kesari Wada, Pune 411030</p>	<p>Sd/- Amit Yeshwant Modak Whole time Director & CEO DIN:00396631 65 Indira Nagar C.H.S, Yashada Deccan Gymkhana, Erandawane Pune 411004</p>
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Annexure E

CORPORATE SOCIAL RESPONSIBILITY (CSR)

(Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014)

1. **A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:** The CSR Committee has formulated CSR policy and to spent CSR corpus on primary on education, Eradicating hunger, Promoting preventive health care, setting up of homes for orphans and Protection of national heritage, art and culture. CSR policy can be accessed at: <https://www.pngadgilandsons.com/>.
2. **The Composition of the CSR Committee:** Mr. Ashok Namdeo Gokhale – Chairman

Mr. Govind Vishwanath Gadgil – Member

Mr. Amit Yeshwant Modak – Member
3. **Net profit of the company for last financial year (as the company was incorporated on 6th November 2017):** Rs. 32,83,84,722/-
4. **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):** Rs. 65,67,694/-
5. **Details of CSR spent during the financial year:**
 - (a) Total amount to be spent for the financial year Rs. 65,67,694/-
 - (b) Amount spent Rs. 31,16,826/-
 - (c) Amount unspent , if any Rs. 34,50,868/-

(d) Manner in which the amount spent during the financial year 2018-19 is detailed below:

Sr. No.	CSR Project/ activity identified	Sector in which project is covered	Projects/ Programmes 1. Local area/ others 2. Specify the state and district where projects or programs were undertaken	Amount outlay (budget) project/ programs wise	Cumulative spend upto the reporting period	Amount spent: Direct/through implementing agency*
1	Promoting education, special education and employment enhancing vocation skills especially among the differently abled and livelihood enhancement	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	2. Maharashtra-Dhule, Maharashtra-Nandurbar, Maharashtra-Pune, Maharashtra-Badlapur, Maharashtra-Nashik, Maharashtra-Satara	298405	298405	Direct
2	Eradication of hunger, Health Project support	Eradicating hunger, Promoting preventive health care	1. Maharashtra-Pune, 2. Maharashtra-Parbhani, Maharashtra-Osmanabad	1014000	1312405	Direct
3	Setting up homes for orphans	Setting up homes and hostels for women and orphans	2. Maharashtra-Shirur, Maharashtra-Beed	1000200	2312605	Direct
4	Artist identification promotion, Protection of national heritage, restoration of buildings and sites of historical importance, public libraries, promotion of traditional art	Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts	2. Maharashtra-Nashik, Maharashtra-Pune	550500	2863105	Direct
5	Soldiers Independent Rehabilitation	Measures for the benefit of armed forces veterans, war widows and their dependents	2. Maharashtra-Pune	100000	2963105	Direct
6	Tree plantation	Environmental sustainability	2. Karnataka-Gulbarga	2500	2965605	Direct
7	Kerala flood relief fund	Flood relief contribution	-	151221	3116826	Direct

6. Reasons for not spending the amount on CSR: The Company could not identify the suitable CSR projects.

7. Responsibility Statement:

We hereby confirm that the CSR policy, as approved by the Board, has been implemented and the CSR committee monitors the implementation of CSR projects and activities in compliance with CSR objectives.

For & on behalf of the Board
P. N. Gadgil & Sons Limited

Date: 30th April, 2019
Place: Pune

Sd/-
Govind Vishwanath Gadgil
DIN:00616617
Chairman & Whole time Director
576, N C Kelkar Road, Shaniwar
Peth Opp Kesari Wada, Pune
411030

Sd/-
Amit Yeshwant Modak
DIN:00396631
Whole time Director & CEO
65 Indira Nagar C.H.S, Yashada
Deccan Gymkhana, Erandawane
Pune 411004

Form No. MR-3

Secretarial Audit Report

For the financial year ended **31 March 2019**

[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,
P. N. Gadgil & Sons Limited
CIN: U36911PN2017PLC173262
Abhiruchi Mall, S.No.59 /1-C, Wadgaon (BK),
Sinhgad Road, Pune MH 411041 IN

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **P. N. Gadgil & Sons Limited** (hereinafter called as "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.

Part A

I) Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and produced before me 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 ended on **31 March 2019**, generally 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:

II) I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the year ended on **31 March 2019** 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; (*)
- (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, 2015 as amended ;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (*)

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (*)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (*)

(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; (*)

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (*)

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (*) and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (*)

(*) The provisions of these Acts / Regulations / Guidelines were not applicable to the Company during the year under report.

(vi) The other law/s, as informed and certified by the management of the Company which is / are specifically applicable to the Company based on the sector/industry, is / are:

Bureau of Indian Standards Act, 1986

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

(i) Secretarial Standards issued by the Institute of Company Secretaries of India

(ii) The Listing agreements entered into by the Company with Stock Exchange(s); No such agreement is executed, since the Company is a non-listed entity;

IV) During the year under report, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

The assets and liabilities of 'P.N. Gadgil & Sons' the erstwhile Partnership Firm registered under the Indian Partnership Act, 1932 (hereinafter called as the Firm) were vested in the company consequent upon registration of the firm as a Public Company under the name and style 'P. N. Gadgil & Sons Limited' under Part I of Chapter XXI of the Companies Act, 2013 with effect from 6th November 2017. At the financial year ended 31 March 2019, some of the assets as mentioned below are still held in the name of the erstwhile firm and the company is in process of getting the same transferred in its name.

Type of Asset	Total number of cases	Gross Block (Rs. in millions)	Net Block (Rs. in millions)
Land	1	109.05	109.05
Building	3	271.88	259.75

V) I further report that;

(i) 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 including those caused by retiring by rotation, took place during the year under report were carried out in compliance with the provisions of the Act.

(ii) 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. Consent of all the Directors has been obtained in cases where notice, agenda and detailed notes on agenda were sent at a shorter notice. 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.

(iii) Based on inspection of the minutes of the Board of Directors and its Committees, there were no dissenting views expressed by any member of the Board of Directors and / or its Committees in any of the meetings.

VI) I further report that there are 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.

VII) I further report that during the audit period there are no events / actions taken by the company having a major bearing on the company's affairs. The Company has filed a Draft Red Herring Prospectus dated 4th May 2018 with SEBI for an Initial Public Offer (IPO) and the final Observation Letter has been received from SEBI on 13th July 2018.

Part B

This forms part of my Secretarial Audit Report

1. Maintenance of Secretarial record is the responsibility of the management of the Company, and my responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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. I believe that the practices and processes I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company as it is a part of financial audit.
4. Where ever required, I have obtained the Management Representation Letter 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 and standards, is the responsibility of management. My 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: Pune
Date: 25-04-2019

Rohini Kulkarni
Company Secretary
FCS No: 9140
C P No: 9780

INDEPENDENT AUDITOR'S REPORT

To the Members of P. N. Gadgil & Sons Limited

Report on the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of P. N. Gadgil & Sons Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, Cash Flow Statement and the Statement of Changes in Equity for the period from April 1, 2018 to March 31, 2019, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit including other comprehensive income, its cash flows and the changes in equity for the period from April 1, 2018 to March 31, 2019.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Management's Responsibility for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (IndAS) specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended.

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; and 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit 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 including Other Comprehensive Income, Statement of Changes in Equity and Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 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, as amended 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 Ind AS financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Shah & Taparia
Chartered Accountants
Firm Registration No: 109463W

Ramesh Pipalawa
Partner
Membership Number: 103840
Place of Signature: Pune
Date: 30th April, 2019

Annexure A referred to in paragraph 1 (f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date

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

We have audited the internal financial controls over financial reporting of P. N. Gadgil & Sons Limited ("the Company") as of 31 March, 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the period from April 1, 2018 to March 31, 2019.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 the Institute of Chartered Accountants of India 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 Ind AS 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, to the best of our information and according to the explanation given to us, 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 2019, 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 Shah & Taparia
Chartered Accountants
Firm Registration No: 109463W

Ramesh Pipalawa
Partner
Membership Number: 103840
Place of Signature: Pune
Date: 30th April, 2019

Annexure B referred to in paragraph 2 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular program of physical verification of fixed assets, by which all fixed assets are verified in a phased manner. In our opinion, the periodicity of verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given by the management 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 erstwhile partnership firm which was then converted to a public limited company on November 6, 2017. As at balance sheet date some of the immovable properties are still held in the name of the erstwhile partnership firm.

Type of Asset	Total number of cases	Gross Block (Rs. in millions)	Net Block (Rs. in millions)
Land	1	109.05	109.05
Building	3	271.88	259.75

- (ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at year end and no material discrepancies were noticed in respect of such confirmations.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans given in respect of which provisions of section 185 of the Act are applicable and hence not commented upon. The Company has complied with the provisions of section 186 of the Act, with respect to the investments made.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended), during the year therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- (vi) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- (vii) (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, Service Tax, Customs Duty, Cess and other material statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2019 for a period of more than six months from the date of becoming payable.
- (b) According to the records of the Company, the dues outstanding of income-tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess and any other statutory dues on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in millions)	Period to which amount relates	Authority where dispute is pending	Remarks, if any
Income Tax act, 1961	Income Tax	8.10*	AY 2018-19	Commissioner of Income Tax (Appeals)	-

*net of amount deposited under protest.

- (viii) In our opinion and according to the explanations given by the management, the Company has not defaulted in repayment of dues to banks. The Company does not have any loans or borrowings from any financial institution, government or debenture holders during the period.
- (ix) In our opinion, money which were raised by way of term loans have been applied for the purpose for which they were raised. The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees during the course of our audit.
- (xi) According to the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) In our opinion all transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable Ind AS.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made preferential allotment or private placement of fully paid equity shares during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

For Shah &Taparia
Chartered Accountants
Firm Registration No: 109463W

Ramesh Pipalawa
Partner
Membership Number: 103840
Place of Signature: Pune
Date: 30th April, 2019

P. N. Gadgil & Sons Limited
Balance Sheet

- -

		(Rs. in millions)	
Particulars	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
Non-current assets			
Property, plant and equipment	3	838.88	828.29
Investment property	4	33.74	33.74
Intangible assets	5	9.90	4.16
Financial assets			
- Investments	6	7.51	7.51
- Other financial assets	6	91.92	52.46
Other Non-current assets	11	-	-
Total Non-current assets		981.95	926.15
Current assets			
Inventories	7	4,085.32	3,819.99
Financial assets			
- Other financial assets	6	35.00	19.79
- Trade receivables	8	85.26	16.40
- Cash and cash equivalents	9	219.35	273.40
- Other bank balances	10	-	0.81
Income Tax assets (Net)		31.72	14.34
Other current assets	11	491.87	100.57
Total Current assets		4,948.51	4,245.30
Total Assets		5,930.46	5,171.45

The accompanying notes are an integral part of the financial statements

P. N. Gadgil & Sons Limited
Balance Sheet

				(Rs. in millions)
	Particulars	Notes	As at March 31, 2019	As at March 31, 2018
EQUITY AND LIABILITIES				
Equity				
	Equity Share capital	12	337.71	202.62
	Other equity	13	1,497.16	1,026.42
	Total Equity		1,834.87	1,229.05
Non-current liabilities				
	Financial liabilities			
	- Borrowings	14	106.00	436.48
	Provisions	15	24.37	18.71
	Deferred tax liabilities (net)	16	1.14	3.10
	Total Non-current liabilities		131.52	458.29
Current liabilities				
	Financial liabilities			
	- Borrowings	14	2,311.89	2,373.42
	- Other financial liabilities	14	201.60	34.78
	- Trade payables	17		
	Total outstanding dues of micro enterprises and small enterprises		3.10	32.98
	Total outstanding dues of creditors other than micro enterprises and small enterprises		203.59	280.97
	Provisions	15	3.67	2.86
	Current tax liabilities (net)	18	2.41	16.89
	Other current liabilities	19	1,237.82	742.22
	Total Current liabilities		3,964.08	3,484.11
	Total Liabilities		4,095.59	3,942.40
	Total Equity and Liabilities		5,930.46	5,171.45

The accompanying notes are an integral part of the financial statements

As per our report of even date
For Shah & Taparia
Chartered Accountants
Firm Registration No: 109463W

For and on behalf of the Board of Directors of
P. N. Gadgil & Sons Limited
CIN: U36911PN2017PLC173262

Ramesh Pipalawa
Partner
Membership No.: 103840
Place: Pune
Date: 30th April, 2019

Govind Gadgil Chairman and Whole-time Director
DIN: 00616617
Place: Pune
Date: 29th April, 2019

Amit Modak Whole-time Director and Chief Executive Officer
DIN: 00396631
Place: Pune
Date: 29th April, 2019

Aditya Modak Chief Finance Officer
Place: Pune
Date: 29th April, 2019

Avanti Gulavani Company Secretary
Membership No. 28956
Place: Pune
Date: 29th April, 2019

P. N. Gadgil & Sons Limited
Statement of Profit and Loss

(Rs. in millions)			
Particulars	Notes	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Revenue from operations	20	20,048.32	7,016.77
Other income	21	9.51	38.19
Total Income		20,057.83	7,054.96
Expenses			
Cost of goods sold	22	17,813.18	6,167.27
Employee benefits expense	23	460.37	164.73
Finance cost	24	255.83	131.19
Depreciation and amortization expense	25	80.26	27.67
Other expenses	26	550.07	208.90
Total		19,159.71	6,699.75
Profit before tax		898.12	355.21
Tax expense :			
Current tax	16	261.29	92.00
Deferred tax charge / (credit)	16	(1.48)	2.66
Total tax expense		259.82	94.66
Profit after tax		638.31	260.55
Other Comprehensive Income (OCI)			
Items that will not be reclassified to profit or loss :			
Re-measurement gain / (loss) on defined benefit plans		(1.66)	1.49
Effect of income tax		0.48	(0.45)
Other Comprehensive Income, net of tax		(1.18)	1.05
Total Comprehensive Income, net of tax		637.13	261.60
Basic and Diluted Earnings Per Share (EPS)* (In Rs.)	27	18.9	14.17*
(Nominal value per share Rs 10)			
*Not annualised			

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Shah & Taparia
Chartered Accountants
Firm Registration No: 109463W

For and on behalf of the Board of Directors of
P. N. Gadgil & Sons Limited
CIN: U36911PN2017PLC173262

Ramesh Pipalawa
Partner
Membership No.: 103840
Place: Pune
Date: 30thApril,2019

Govind Gadgil
Chairman and Whole-time Director
DIN: 00616617
Place: Pune
Date:29thApril,2019

Amit Modak
Whole-time Director and Chief Executive Officer
DIN: 00396631
Place: Pune
Date:29thApril,2019

Aditya Modak
Chief Finance Officer
Place: Pune
Date: 29thApril,2019

Avanti Gulavani
Company Secretary
Membership No. 28956
Place: Pune
Date: 29thApril, 2019

P. N. Gadgil & Sons Limited
Statement of Changes in Equity

A. EQUITY SHARE CAPITAL

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Opening balance	202.62	180.07
Changes in equity share capital	-	22.56
Add: Bonus shares issued	135.08	-
Total	337.71	202.62

B. OTHER EQUITY

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018

i. Retained earnings

Opening balance	203.37	-
Profit for the period	638.31	260.55
Other comprehensive income	(1.18)	1.05
Less :		
Transfer to Inventory Price Risk Reserve	30.00	30.00
Transfer to General Reserve	35.00	26.10
Dividend & Distribution Tax thereon	35.48	-
Preliminary Expenses	-	2.13
Total	740.02	203.37

ii. Other Reserves

General Reserve

Opening balance	26.10	-
Transfer to General Reserve	35.00	26.10
Total	61.10	26.10

Securities Premium

Opening balance	766.95	-
Issue of share capital	-	766.95
Amount utilised for bonus issue	(135.08)	-
Share issue expenses	(3.08)	-
Total	628.78	766.95

Inventory Price Risk Reserve

Opening balance	30.00	-
Transfer during the period	30.00	30.00
Interest income on the investment	0.51	-
Tax effect on interest income	(0.11)	-
Total	60.39	30.00

P. N. Gadgil & Sons Limited
Statement of Changes in Equity

Particulars	(Rs. in millions)	
	As at March 31, 2019	As at March 31, 2018
Share Options Outstanding Account		
Opening balance	-	-
Share based payments to employees (Refer Note 29)	6.86	-
Total	6.86	-
Total Other Equity	1,497.16	1,026.42

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Shah & Taparia
Chartered Accountants

Firm Registration No: 109463W

For and on behalf of the Board of Directors of
P. N. Gadgil & Sons Limited

Ramesh Pipalawa

Partner

Membership No.: 103840

Place: Pune

Date: 30th April, 2019

Govind Gadgil

Chairman and Whole-time
Director

DIN: 00616617

Place: Pune

Date: 29th April, 2019

Amit Modak

Whole-time Director and Chief
Executive Officer DIN:

00396631

Place: Pune

Date: 29th April, 2019

Aditya Modak

Chief Finance Officer

Place: Pune

Date: 29th April, 2019

Avanti Gulavani

Company Secretary
Membership No. 28956 Place:
Pune

Date: 29th April, 2019

P. N. Gadgil & Sons Limited
Cash Flow Statement

(Rs. in millions)			
Particulars	Notes	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
A. Cash Flows from Operating Activities			
Profit before tax from continuing operations		898.12	355.21
Profit before tax		898.12	355.21
Adjusted for:			
Depreciation on property, plant and equipment	25	79.37	27.46
Amortization on intangible assets	25	0.89	0.21
Interest income	21	(0.21)	(0.05)
Finance cost	24	255.83	131.19
Depreciation written back	21	-	(34.81)
Loss on sale of assets	26	0.56	1.03
Share based payments to employees (Refer Note 29)	23	6.86	-
Profit on sale of Investment		(1.70)	-
Operating profit before working capital changes		1,239.73	480.24
Working capital adjustments :			
Increase/(Decrease) in trade payables	17	(107.25)	(116.46)
Increase/(Decrease) in provisions	15	4.81	5.01
Increase/(Decrease) in other current liabilities	19	495.61	36.91
(Increase)/Decrease in inventory	7	(265.33)	(743.36)
(Increase)/Decrease in trade receivables	8	(68.86)	43.82
(Increase)/Decrease in loans and advances	6	-	33.05
(Increase)/Decrease in other financial assets	6	(23.21)	35.10
(Increase)/Decrease in other assets	11	(353.92)	(7.32)
		(318.16)	(713.25)
Income tax paid	16	284.94	141.44
Net cash flows from / (used in) operating activities (A)		636.63	(374.44)

P. N. Gadgil & Sons Limited
Cash Flow Statement

(Rs. in millions)			
Particulars	Notes	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
B. Cash Flows from Investing Activities			
Purchase of property, plant and equipment	3	(97.57)	(113.36)
Proceeds from sale of property, plant and equipment	3	0.42	2.59
Purchase of investment		(1,625.00)	-
Sale of investment		1,626.70	-
Investment in Fixed Deposit	6	(30.84)	-
Changes in other bank balances	10	0.67	(0.81)
Interest income	21	0.24	0.05
Net cash flow from/(used in) investing activities (B)		(125.38)	(111.54)
C. Cash Flows from Financing Activities			
Disbursement / (repayment) of borrowings			
Non-current borrowings	14	(330.47)	(998.21)
Current borrowings	14	(69.87)	947.57
Other financial liabilities	14	166.82	34.78
Finance costs	24	(255.83)	(131.19)
Dividends (including dividend distribution tax)		(35.48)	-
Issue of share capital		-	789.51
Share Issue Expenses		(3.08)	-
Preliminary expenses	13	-	(2.13)
Proposed IPO related expenses	11	(37.38)	-
Net cash flow from / (used in) financing activities (C)		(565.30)	640.33
Net increase/(decrease) in cash and cash equivalents (A+B+C)		(54.05)	154.36
Cash and cash equivalents at the beginning of the year		273.40	119.04
Cash and cash equivalents in the statement of cash flows		219.35	273.40
Components of cash and cash equivalents			
Cash on hand	9	52.48	13.79
Cheques on hand	9	3.47	-
Balance with Banks			
- on current account	9	163.40	259.61
Total cash and cash equivalents		219.35	273.40

The accompanying notes are an integral part of the financial statements

As per our report of even date
For Shah & Taparia
Chartered Accountants
Firm Registration No: 109463W

Ramesh Pipalawa
Partner
Membership No.: 103840
Place: Pune
Date: 30th April,2019

**For and on behalf of the Board of Directors of
P. N. Gadgil & Sons Limited**

Govind Gadgil	Amit Modak
Chairman and Whole-time Director	Whole-time Director and Chief Executive Officer
DIN: 00616617	DIN: 00396631
Place: Pune	Place: Pune
Date: 29th April,2019	Date: 29th April,2019

Aditya Modak	Avanti Gulavani
Chief Finance Officer	Company Secretary
	Membership No. 28956
Place: Pune	Place: Pune
Date: 29th April,2019	Date: 29th April,2019

P. N. Gadgil & Sons Limited

Notes to Financial Statements

1. Corporate Information

P. N. Gadgil & Sons Limited (the "Company") is a public limited company incorporated under the provisions of the Companies Act, 2013, as amended. It was originally formed as a partnership firm in the name and style of "P. N. Gadgil & Sons" (the "erstwhile partnership firm") which was then converted from a partnership firm to a public limited company on November 6, 2017 vide CIN No. U36911PN2017PLC173262. The registered office of the Company is located at Abhiruchi, 59/1C, Wadgaon bk. Sinhagad Road, Pune – 411041.

The Company is engaged in the business of manufacturing and selling jewellery and articles of gold, silver, platinum, bullion, precious and semi-precious metals, gems and diamonds.

2. Significant Accounting Policies

The accounting policies set out below have been applied consistently to the periods presented in these financial statements.

2.1 Basis of Preparation

The Balance sheet of the Company as at March 31, 2019, the Statement of Profit and Loss for the year ended March 31, 2019 and the Statement of Changes in Equity and the Statement of Cash flows for the period from April 1, 2018 to March 31, 2019 (referred as the "year") and the notes, comprising a summary of significant accounting policies and other explanatory information (together referred as 'Financial Statements') have been prepared under Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Amendment Rules, 2016 to the extent applicable.

The Financial Statements are presented in Indian Rupees ("INR" or "Rupees" or "Rs.").

The Financial Statements have been prepared by the management as a going concern on the basis of relevant Ind AS that are effective as on the balance sheet date and using presentation and disclosure requirements of Division II of Schedule III of Companies Act, 2013.

Significant accounting judgments, estimates and assumptions

The preparation of the Financial Statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities on the date of the financial statements. Future results could differ due to these estimates and the difference between the actual results and the estimates are recognised in the period in which the results are known/materialize.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the Financial Statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Taxes

Current taxes are recognised at tax rates (tax laws) enacted or substantively enacted by the reporting date and the amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes.

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Defined benefit plans

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

2.2 Summary of Significant accounting policies

(a) Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current and non-current classification.

An asset is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when it is:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(b) Functional and presentation currency

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Financial Statements are presented in the Indian currency (INR), which is the Company's functional and presentation currency.

(c) Revenue recognition

The Company is engaged in the business of manufacturing and selling of jewellery in India. Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue. The adoption of the standard did not have any impact to the financial statements of the Company.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts, if any, as specified in the contract with the customer. Goods and Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements. The specific recognition criteria described below must also be met before revenue is recognised.

Sale of goods and income from making charges

Revenue is recognised upon transfer of control of promised goods to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those goods.

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability.

Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

(d) Taxes

Taxes comprise current income tax and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at their reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor the taxable profit or loss.

Deferred tax assets (including MAT credit entitlement, if any) are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses if any. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

At each reporting date the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become probable that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer probable that sufficient future taxable income will be available against which deferred tax asset can be realized.

Deferred tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

GST paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of Goods and Service Tax (GST) paid except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables respectively.

(e) Property, plant and equipment

On conversion, the Company has carried forward the written down values of erstwhile partnership firm as on 06th November, 2017.

On adoption of Ind AS, the Company has recomputed accumulated depreciation as per the requirements of the Companies Act, 2013 and Ind AS 16 "Property, plant, and equipment". The impact on re-computation is treated as other income in the financial statements on conversion.

Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, cost of replacing part of the plant and equipment and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Capital work in progress is stated at cost less impairment, if any. It includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

The Company identifies and determines cost of each component / part of the asset separately, if the component / part have a cost which is significant to the total cost of the assets and has useful life that is materially different from that of the remaining asset.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de-recognition of tangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss for the period during which the asset is derecognised.

Depreciation on property, plant and equipment

The Company was a partnership firm till November 6, 2017 and followed the written down value method of depreciation as per provisions of Income-tax Act, 1961. However, on conversion to Company and for the purpose of the Financial Statements, the Company has elected to follow the straight line method (SLM) of depreciation and has recomputed accumulated depreciation as per the requirements of the Companies Act, 2013 and Ind AS 16 "Property, plant, and equipment". Under this method, the estimated useful lives, as specified in Schedule II of the Companies Act, 2013 are as follows:

Block of Assets	Useful Life Considered (SLM)
Building	60 Years
Office Equipment	5 Years
Furniture and Fixtures	10 Years
Electrical Installations	10 Years
Vehicles	8 / 10 Years
Computers	3 / 6 Years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each reporting date and adjusted prospectively, if appropriate.

(f) Intangible assets

On conversion the Company has carried forward the written down values of erstwhile partnership firm as on 06th November, 2017.

On adoption of Ind AS, the Company has recomputed accumulated amortization as per the requirements of the Companies Act, 2013 and Ind AS 38 "Intangible Assets". The impact on re-computation is treated as other income in the financial statements on conversion.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortization of intangibles

The useful lives of intangible assets are assessed as 10 years, and the same shall be amortized on a straight-line basis over its useful life.

(g) Investment Properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The fair value of the investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by the management.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of de-recognition.

(h) Borrowing costs

Borrowing costs includes interest and ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as a part of the cost of the respective asset until such time that the assets are substantially ready for their intended use. All other borrowing costs are expensed in the period in which they occur.

Borrowing cost is calculated as per the Effective Interest Rate (EIR) method. It is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial liability or a shorter period, where appropriate, to the amortized cost of a financial liability after considering all the contractual terms of the financial instrument

(i) Share based payments

Equity-settled share based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in Statement of Profit and Loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the Share Based Payments Reserve.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

(j) Leases

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. All other leases are classified as an operating lease.

Contingent rentals are recognised as expenses in the period in which they are incurred.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term unless either:

- (a) another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the lessors are not on that basis, or
- (b) The payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases; if payments to the lessor vary because of factors other than general inflation, then this condition is not met.

(k) Inventories

Inventory is valued at lower of cost and net realizable value. Inventory of the Company includes stock physically present at its stores and held with goldsmiths and excludes customer's stock in the custody of the Company.

Cost of inventories comprises of all costs of purchase and, other duties and taxes (other than those subsequently recoverable from tax authorities), costs of conversion and all other costs incurred in bringing the inventory to its present location and condition. Cost is determined on weighted average basis. Initial cost of inventories includes the gains and losses on forward contracts entered into for covering the price fluctuation exposure in respect of the purchases of the underlying assets.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

(l) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

(m) Provisions, Contingent liabilities and Contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each reporting date and adjusted to reflect the current best management estimates.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company, or a present obligation that is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the Financial Statements.

Contingent assets are assessed continually to ensure that developments are appropriately reflected in the Financial Statements. If it has become virtually certain that an inflow of economic benefits will arise, the asset and the related income are recognised in the Financial Statements of the period in which the change occurs. If an inflow of economic benefits has become probable, an entity discloses the contingent asset.

(n) Retirement and other employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are the amounts expected to be paid when the liabilities are settled. Short term employee benefits are recognised in Statement of Profit and Loss in the period in which the related service is rendered. The liabilities are presented as current liability in the Balance Sheet.

Post-employment obligations

The Company operates the following post-employment schemes:

- (a) defined contribution plans such as provident fund and
- (b) defined benefit plans such as gratuity

- *Defined contribution plans - Provident fund*

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the period end date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the period end date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

- *Defined benefit plans – Gratuity obligations*

Retirement benefit in the form of gratuity is a defined benefit scheme. Gratuity liability of employees is accounted for on the basis of actuarial valuation on projected unit credit method at the close of the period.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

(o) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i. Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in the following categories:

- Debt instruments at amortized cost
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments, Debt instruments measured at fair value through other comprehensive income (FVTOCI)

- *Debt instruments at amortized cost*

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the profit or loss.

- *Debt instrument at FVTOCI*

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

- *Debt instrument at FVTPL*

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as at FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

- *Equity investments*

All equity investments in scope of Ind AS 109 "Financial Instruments" are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value in case of equity investments which are not held for trading. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

Reclassification

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

ii. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables and loans and borrowings and other financial liabilities.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- *Financial liabilities at amortised cost*

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments.

- *Financial liabilities at fair value through profit or loss*

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk is recognised in OCI. These gains/ losses are not subsequently transferred to Profit & Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

iii. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(p) Fair value measurement

The Company measures financial instruments, such as, investments in mutual funds and equity shares at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Financial Statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 -This hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, exchange traded funds and mutual funds that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing Net Assets Value

(NAV). NAV represents the price at which the issuer will issue further units and will redeem such units of mutual fund to and from the investors.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

There are no transfers between levels 1 and 2 during the period. The Company's policy is to recognise transfers into and transfers out of fair value hierarchy level as at the end of reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(q) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits of three months or less, which are subject to an insignificant risk of changes in value.

(r) Earnings per share

Basic EPS is calculated by dividing the profit for the period attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and that either reduces earnings per share or increases loss per share are included.

(s) Dividends

Final dividends on shares are recorded as liability on the date of approval by the shareholders and the interim dividends are recognised as liability on the date of declaration by the Company's Board of Directors.

(t) Ind AS 116 – Leases

On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The Company is currently evaluating the effect of this amendment on the Financial Statements.

3 PROPERTY, PLANT AND EQUIPMENT

For the period ended March 31, 2018

GROSS BLOCK

Particulars	Freehold Land	Buildings	Furniture & Fixtures	Office Equipments	Electrical Installations	Computers	Vehicles	(Rs. in millions) Total
As at November 6, 2017	109.05	233.90	336.12	121.62	65.84	25.23	23.40	915.15
Additions during the period	-	37.97	44.30	18.24	13.97	3.30	13.98	131.76
Disposals during the period	-	-	-	0.60	-	-	6.75	7.36
As at March 31, 2018	109.05	271.88	380.42	139.26	79.80	28.53	30.62	1,039.55

ACCUMULATED DEPRECIATION

Particulars	Freehold Land	Buildings	Furniture & Fixture	Office Equipments	Electrical Installations	Computers	Vehicles	(Rs. in millions) Total
As at November 6, 2017	-	47.57	77.84	44.55	24.12	19.45	7.50	221.02
Depreciation provided for/(written back)*	-	(41.27)	(1.65)	19.34	(5.63)	(4.14)	(0.13)	(33.49)
Depreciation charge for the period	-	1.57	12.99	7.71	2.55	1.62	1.03	27.46
Depreciation on disposals	-	-	-	0.50	-	-	3.24	3.73
As at March 31, 2018	-	7.87	89.18	71.10	21.03	16.93	5.16	211.26

* On account of change in the method of depreciation on conversion from partnership firm to company. Refer Note 2.2 (e)

NET BLOCK

Particulars	Freehold Land	Buildings	Furniture and Fixtures	Office Equipments	Electrical Installations	Computers	Vehicles	(Rs. in millions) Total
As at November 6, 2017	109.05	186.34	258.28	77.07	41.72	5.78	15.90	694.13
As at March 31, 2018	109.05	264.01	291.24	68.16	58.78	11.61	25.46	828.29

Particulars	(Rs. in millions)
Opening CWIP (November 6, 2017)	18.39
Add: Additions during the year	96.05
Less: Transfer to property, plant and equipment	114.44
Closing CWIP* (March 31, 2018)	-

*Capital work in progress mainly comprises of Computers, Furniture & Fixtures, Electrical Installations, Office Equipments.

For the year ended March 31, 2019

GROSS BLOCK

Particulars	Freehold Land	Buildings	Furniture & Fixtures	Office Equipments	Electrical Installations	Computers	Vehicles	(Rs. in millions) Total
As at April 1, 2018	109.05	271.88	380.42	139.26	79.80	28.53	30.62	1,039.55
Additions	-	-	57.04	18.31	10.64	2.53	2.41	90.94
Disposals	-	-	-	0.29	-	-	1.44	1.73
As at March 31, 2019	109.05	271.88	437.45	157.28	90.45	31.06	31.59	1,128.76

ACCUMULATED DEPRECIATION

Particulars	Freehold Land	Buildings	Furniture & Fixtures	Office Equipments	Electrical Installations	Computers	Vehicles	(Rs. in millions) Total
As at April 1, 2018	-	7.87	89.18	71.10	21.03	16.93	5.16	211.26
Depreciation expense	-	4.26	38.12	20.62	7.91	4.76	3.71	79.37
Accumulated Depreciation on Disposals	-	-	-	0.27	-	-	0.48	0.75
As at March 31, 2019	-	12.12	127.30	91.44	28.94	21.69	8.39	289.88

NET BLOCK

Particulars	Freehold Land	Buildings	Furniture and Fixtures	Office Equipments	Electrical Installations	Computers	Vehicles	(Rs. in millions) Total
As at April 1, 2018	109.05	264.01	291.24	68.16	58.78	11.61	25.46	828.29
As at March 31, 2019	109.05	259.75	310.16	65.84	61.51	9.37	23.19	838.88

Particulars	(Rs. in millions)
Opening CWIP (April 1, 2018)	-
Add: Additions during the year	21.87
Less: Transfer to property, plant and equipment	21.87
Closing CWIP (March 31, 2019)	-

P. N. Gadgil & Sons Limited
Notes to Financial Statements

4 INVESTMENT PROPERTY

(Rs. in millions)

Particulars	As at March 31, 2019	As at March 31, 2018
Opening balance	33.74	33.74
Additions during the period	-	-
Disposals during the period	-	-
Closing balance	33.74	33.74
<i>(Refer Note 33)</i>		

5 INTANGIBLE ASSETS

For the year ended 31st March, 2018

Particulars	(Rs. in millions)	
	Computer Software	Total
GROSS BLOCK		
As at November 6, 2017	5.63	5.63
Additions	-	-
Disposals	-	-
As at March 31, 2018	5.63	5.63

AMORTIZATION

As at November 6, 2017	2.58	2.58
Amortization written back*	(1.32)	(1.32)
Amortization for the period	0.21	0.21
Amortization on disposals	-	-
As at March 31, 2018	1.47	1.47

* On account of change in the method of depreciation on conversion from partnership firm to company.
Refer Note 2.2 (e)

NET BLOCK

As at November 6, 2017	3.05	3.05
As at March 31, 2018	4.16	4.16

For the year ended 31st March, 2019

Particulars	(Rs. in millions)	
	Computer Software	Total
GROSS BLOCK		
As at April 1, 2018	5.63	5.63
Additions	6.63	6.63
Disposals	-	-
As at March 31, 2019	12.26	12.26

AMORTIZATION

As at April 1, 2018	1.47	1.47
Amortization for the period	0.89	0.89
Accumulated amortization on Disposals	-	-
As at March 31, 2019	2.36	2.36

NET BLOCK

As at April 1, 2018	4.16	4.16
As at March 31, 2019	9.90	9.90

6 FINANCIAL ASSETS

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
i) Investments		
Unquoted equity shares (Fair Value Through Profit and Loss)		
The Shamrao Vitthal Co-operative Bank (100 Equity shares of Rs.25 each, fully paid up)	0.00	0.00
The Vishweshwar Sahakari Bank (100 Equity shares of Rs.50 each, fully paid up)	0.01	0.01
Unquoted preference shares (Fair Value Through Profit and Loss)		
The Shamrao Vitthal Co-operative Bank (7,50,500 Preference shares of Rs.10 each, fully paid up)	7.51	7.51
Total Investments	7.51	7.51
(During the year ended 31st March, 2019 the company has invested in Mutual Funds of Essel and LIC which have been sold during the year)		
Non-current	7.51	7.51
Aggregate cost of unquoted investments	7.51	7.51
Aggregate amount of impairment in value of investments	-	-
ii) Other financial assets		
Non - Current		
Fixed Deposits with maturity of more than 12 months at balance sheet date*	31.84	1.00
- Accrued interest	0.62	-
Security deposits		
- to others	40.92	33.01
- to related parties (refer note 35)	18.54	18.45
Total Non-Current Other Financial Assets	91.92	52.46
Current		
Margin money deposit	3.10	10.64
Security deposits	2.49	1.20
Other receivables**	29.42	7.95
Total Current Other Financial Assets	35.00	19.79
Total Other Financial Assets	126.92	72.25

*Fixed deposit of Rs. 840,279 is on lien with the bank. Fixed Deposit of Rs. 30,000,000 and accrued interest of Rs.394,103 on the investment is held against the Inventory Price Risk Reserve which was made by the Company as on March 31, 2018 as per the policy adopted by the Company.

**includes funds in transit (Credit card receipts yet to be credited to the Company)

7 INVENTORIES

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Finished Goods	4,085.32	3,819.99
Total Inventories	4,085.32	3,819.99

8 TRADE RECEIVABLES

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Trade Receivables*		
- Unsecured, considered good	85.26	16.40
- Significant increase in credit risk	9.99	7.99
Less: Allowance for doubtful debts	(9.99)	(7.99)
Total Trade Receivables	85.26	16.40

*No trade receivables are due from directors or other officers of the company, either severally or jointly with any other person.

9 CASH AND CASH EQUIVALENTS

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Balances with banks		
- on current accounts	163.40	259.61
Cheques on hand	3.47	-
Cash in hand	52.48	13.79
Total Cash and Cash Equivalents	219.35	273.40

10 OTHER BANK BALANCES

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Fixed deposits with original maturity of more than 3 months but less than 12 months*	-	0.67
- Accrued interest	-	0.14
Total Other Bank Balances	-	0.81

*on lien with the bank

11 OTHER ASSETS

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Current		
IPO Expenses	37.38	-
Advance to creditors	426.50	68.30
Prepaid expenses	27.09	23.23
Balance receivable from statutory authorities	0.91	9.04
Total Other Current Assets	491.87	100.57
Total Other assets	491.87	100.57

12 SHARE CAPITAL

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
EQUITY SHARE CAPITAL		
Authorized share capital		
60,000,000 (March 31, 2018: 60,000,000) Equity shares of Rs 10 each	600.00	600.00

Issued, subscribed and fully paid up

33,770,599 (March 31, 2018: 20,262,339) Equity shares of Rs 10 each

337.71 202.62

a. Reconciliation of number of shares

Authorized share capital

Opening balance	600.00	210.00
Increase during the period	-	390.00
Total	600.00	600.00

During the period ended March 31, 2018 the authorised share capital of the Company was increased by Rs 39,00,00,000 i.e. 3,90,00,000 equity shares of Rs 10 each.

Issued, subscribed and fully paid up

Opening balance	202.62	180.07
Increase during the period		
- Rights Issue		
2,000,739 equity shares of Rs 10 each	-	20.01
- Private Placement		
255,000 equity shares of Rs 10 each	-	2.55
- Bonus shares issued		
13,508,260 equity shares of Rs 10 each	135.08	-
Total	337.71	202.62

Rights Issue

An issue of 20,00,739 equity shares of Rs 10 each, was made by way of allotment for cash at a premium of Rs 340 per share on rights basis, in the ratio of 1 equity share for every 9 fully paid up equity shares held by existing shareholders of the Company as on February 5, 2018. All shareholders of the Company as at February 5, 2018 exercised their right and allotment was made by converting existing liability to equity in the case of the Promoters of the Company, and by way of cash with respect to the other shareholders.

The Equity Shares so issued shall upon allotment have the same rights of voting as the existing equity shares and be treated for all other purposes pari-passu with the existing equity shares of the Company and that the equity shares so allotted during the financial year shall be entitled to dividend, if any, proportionately in the year of the allotment of these shares.

Private Placement on Preferential Basis

The Company offered, issued and allotted 255,000 equity shares of Rs 10 each at a premium of Rs. 340 per share, for cash, through private placement on a preferential basis to the proposed allottees by passing a special resolution on March 7, 2018 in an extraordinary general meeting. Such equity shares shall rank pari passu with the existing equity shares of the company in all respect, unless otherwise decided by the Board.

Bonus issue

Pursuant to the approval of members in their extra-ordinary general meeting held on 18th April, 2018, the Board of Directors has allotted 1,35, 08, 260 equity shares as bonus shares by capitalisation of securities premium Rs 135,082,600 in their meeting held on 23rd April, 2018 in the proportion of 2 new equity shares of Rs. 10/- each for every 3 existing fully paid equity shares of Rs. 10/- each held by the members of the Company as on the Record Date i.e. 20th April, 2018.

Dividends

The Board of Directors at its meeting held on April 18, 2018, recommended a final dividend of Rs.4/- per share on pro-rata basis for the financial year ending 31st March, 2018. and the same was approved by the shareholders in the Annual General Meeting of the Company held on July 27, 2018. This resulted in a cash outflow of Rs. 35,479,512, including dividend distribution tax. The book closure date for the purpose of Annual General Meeting and payment of dividend is 31st March, 2018

Shares reserved for issue under options

For details of shares reserved for issue under the Share based payment plan of the company, please refer note 29.

b. Terms and rights attached to equity shares

The company has only one class of equity shares having face value of Rs.10 per share . Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company , the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Details of shareholders holding more than 5% share in the Company (No. of shares)

Particulars	As at March 31, 2019	As at March 31, 2018
Govind Gadgil	1,85,18,520	1,11,11,112
Renu Gadgil	1,48,14,815	88,88,889

d. Details of shareholders holding more than 5% share in the Company (% shareholding)

Particulars	As at March 31, 2019	As at March 31, 2018
Govind Gadgil	54.84%	54.84%
Renu Gadgil	43.87%	43.87%

13 OTHER EQUITY

Particulars	(Rs. in millions)	
	As at March 31, 2019	As at March 31, 2018
i. Retained earnings		
Opening balance	203.37	-
Profit for the period	638.31	260.55
Other comprehensive income	(1.18)	1.05
Less :	-	-
Transfer to Inventory Price Risk Reserve	30.00	30.00
Transfer to General Reserve	35.00	26.10
Dividend & Distribution Tax thereon	35.48	-
Preliminary Expenses	-	2.13
Total	740.02	203.37
ii. Other Reserves		
General Reserve		
Opening balance	26.10	-
Transfer during the period	35.00	26.10
Total	61.10	26.10

P. N. Gadgil & Sons Limited
Notes to Financial Statements

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Securities Premium		
Opening balance	766.95	-
Increase due to issuance of shares during the period		
- Rights Issue		
20,00,739 equity shares at Rs 340 per share	-	680.25
- Private Placement		
2,55,000 equity shares at Rs 340 per share	-	86.70
- Bonus shares issued	(135.08)	-
13,508,260 equity shares of Rs 10 each		
Share issue expenses	(3.08)	-
Total	628.78	766.95
Inventory Price Risk Reserve		
Opening balance	30.00	-
Transfer during the period	30.00	30.00
Income on the investment	0.51	
Tax effect on interest income	(0.11)	
Total	60.39	30.00
Share Options Outstanding Account		
Opening balance	-	-
Share based payments to employees	6.86	-
Total	6.86	-
Total Other Equity	1,497.16	1,026.42

Inventory Price Risk Reserve

A reserve to the extent of 5% of the Company's inventory value will be created in tranches upto March 31, 2021, to protect the Company from fluctuations in gold, silver and precious metal prices being purchased by the Company. Such reserve balance will be invested in liquid financial assets by the end of nine months from each balance sheet date. Returns from investments in such financial assets would be easily liquidated to be used in times when fluctuation in commodity prices is abnormal and would affect the normal working capital position of the Company. Also, 60% of returns from such investment in the year has been transferred to reserve and remaining 40% is credited to the statement of profit and loss. The Company has transferred during the year ended March 31, 2019 Rs 3,00,00,000 (during the year ended March 31, 2018: 30,000,000) to such reserve.

Share Options Outstanding Account

For details of shares reserved for issue under the Share based payment plan of the company, please refer note 29.

14 BORROWINGS

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
FINANCIAL LIABILITIES		
NON CURRENT		
At amortised cost		
Secured		
- term loans from banks	307.60	471.26
Less: Current maturities of long term borrowings	(201.60)	(34.78)
Total Non Current Borrowings	106.00	436.48
CURRENT		
Other Loans		
Secured		
- demand loans from banks	2,155.35	1,602.87
- cash credit from banks	93.60	516.99
Unsecured		
- from others	8.89	8.85
- from promoters	54.05	244.71
Total Current Borrowings	2,311.89	2,373.42
OTHER FINANCIAL LIABILITIES		
Current maturities of long term borrowings	201.60	34.78
Total Other financial liabilities	201.60	34.78

Footnote to Note 14 "Borrowings"

(Rs. in millions)

Sr. No.	Name of Lender	Type of Facility	Amount outstanding as at March 31, 2019	Rate of Interest (%)		Repayment Terms As at March 31, 2019	Security Provided
				As at March 31, 2019	As at March 31, 2018		
SECURED LOANS							
1	The Shamrao Vitthal Co-operative Bank	Term Loan	153.64	7.90 % below PLR**	7.90 % below PLR**	Repayable in 84 equated monthly instalment	Primary Security 1. Charge on Aundh shop 2. Charge on Chinchwad Shop Personal Guarantee 1. Mr. Govind Gadgil 2.Mrs. Renu Gadgil
2	HDFC Bank Limited	Term Loan	153.97	0.40 % over one year MCLR*	0.40 % over one year MCLR*	2 years with 6 months moratorium period	Primary Security 1. Negative Lien on shop no. 2,upper ground floor, E- building ,star zone apartment ,Devlali , Nashik - 422401 Personal guarantee 1. Mr. Govind Gadgil 2. Mrs. Renu Gadgil
3	The Federal Bank Limited	Over Draft (With Diminishing Balance)	110.77	0.40 % over one year MCLR*	0.40 % over one year MCLR*	Repayble upto 5 years	Primary Security 1. Hypothecation of credit card receivables of at least 1.10 times of monthly obligations to term loan Collateral Security 1. 10% cash margins Personal Guarantee 1. Mr. Govind Gadgil 2.Mrs. Renu Gadgil
4	The Federal Bank Limited	Over Draft	78.51	7.65% p.a	7.65% p.a	Repayble after minimum period of 6 months and maximum period of 36 months	Collateral Security 1. 110 % coverage by way of FD in the name of Mr. Govind Gadgil , Director of the company Personal Guarantee 1. Mr. Govind Gadgil 2.Mrs. Renu Gadgil
	The Federal Bank Limited	Working Capital Demand Loan (WCDL) and Cash credit (Interchangeable)	250.00	364th day T Bill rate plus spread for WCDL and One year MCLR for Cash Credit	0.40 % below one year MCLR*	Repayable in 12 months	Primary Security 1. First pari passu charge with existing working capital lenders on entire current assets (both present and future) of head office and branches Personal Guarantee 1. Mr. Govind Gadgil 2.Mrs. Renu Gadgil
	YES Bank Limited	Working Capital Demand Loan	-	Interest to be decided at the time of disbursement	Interest to be decided at the time of disbursement	Repayable in 12 months	Primary Security 1. First pari passu charge on gold and diamond stock Personal guarantee 1. Mr. Govind Gadgil

Footnote to Note 14 "Borrowings"

(Rs. in millions)

Sr. No.	Name of Lender	Type of Facility	Amount outstanding as at March 31, 2019	Rate of Interest (%)		Repayment Terms As at March 31, 2019	Security Provided
				As at March 31, 2019	As at March 31, 2018		
7	HDFC Bank Limited	Working Capital Demand Loan (Interchangeable)	351.40	as per sanction 10.4% present 8.75%	as per sanction 10.4%	Repayable within - minimum 15 Days - maximum 180 days	Primary Security 1. First pari passu charge on gold inventory 2. Exclusive charge on commercial shop located at Mudra, Satara Road, Pune Personal guarantee 1. Mr. Govind Gadgil 2. Mrs. Renu Gadgil
		Cash Credit (Interchangeable)	-	(Base Rate + 130 bps)	(Base Rate + 130 bps)	Repayable on demand	
		Gold Metal Loan	-	3.15%	NA	On demand in INR only	Primary Security 1. First pari passu charge on gold inventory
8	The Shamrao Vitthal Co-operative Bank	Working Capital Demand Loan	705.38	9.00% below PLR**	9.00% below PLR**	Rolled over every 6 months	Primary Security 1. Hypothecation of gold and diamond stock Collateral Security 1. Residential bungalow of Mr. Govind Gadgil 2. Shop at Vadodara Personal guarantee 1. Mr. Govind Gadgil 2. Mrs. Renu Gadgil
9	The Shamrao Vitthal Co-operative Bank	Overdraft against Fixed Deposit	259.28	50 basis points above interest rate of fixed deposit	NA	Repayable in 12 Months	Primary Security 1. Fixed deposit given by promoters of Rs. 28,00,00,000
10	The Shamrao Vitthal Co-operative Bank	Cash Credit	91.72	8.50 % below PLR**	8.50 % below PLR**	Repayable on demand and is subject to annual renewal	Primary Security 1. Hypothecation of gold and diamond stock Collateral Security 1. Residential bungalow of Mr. Govind Gadgil situated at 576, Shaniwar Peth, Pune 2. Shop at Vadodara Personal guarantee 1. Mr. Govind Gadgil 2. Mrs. Renu Gadgil
11	Bank of Baroda	Cash Credit	1.87	1.60% over MCLR*+ 0.25% Strategic Risk Premium	1.60% over MCLR*+ 0.25% Strategic Risk Premium	Repayable on demand and is subject to annual renewal	Primary Security 1. First pari passu charge on gold inventory 2. 10% cash margin on stand by letter of credit (SBLC) as and when issued Collateral Security 1. Charge on shops at Satara Road, Pune. Personal guarantee 1. Mr. Govind Gadgil 2. Mrs. Renu Gadgil

12	Kotak Mahindra Bank	Gold Metal Loan	-	As decided by Bank's Treasury at the time of drawdown.	NA	Repayment is by way of fixing the price and gold value lent by the bank.	Primary Security 1. Stand by later of credit in favour of the bank for 110% issued by Bank of Baroda. 2. The minimum stipulated asset cover shall be maintained on the value of GML.
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P. N. Gadgil & Sons Limited
Notes to Financial Statements for the period ended Mar. 31, 2019

Footnote to Note 14 "Borrowings"

(Rs. in millions)							
Sr. No.	Name of Lender	Type of Facility	Amount outstanding as at March 31, 2019	Rate of Interest (%)		Repayment Terms As at March 31, 2019	Security Provided
				As at March 31, 2019	As at March 31, 2018		
13	Bank of Baroda	Working Capital Demand Loan	400.00	MCLR*+ 0.25% Strategic Risk Premium	NA	Repayment is by way of bullet payment on due date	Primary Security 1. First pari passu charge on gold inventory 2. 10% cash margin on stand by letter of credit (SBLC) as and when issued Collateral Security 1. Charge on shops at Satara Road, Pune. 2. Charge on FDRs in the name of firm. Personal guarantee 1. Mr. Govind Gadgil 2. Mrs. Renu Gadgil
UNSECURED LOANS							
1	From Promoters	Unsecured Loan	54.05	8.00%	8.00%	Repayable on demand	Not Applicable
2	From Others	Unsecured Loan	8.89	NA	NA		Not Applicable

*MCLR - Marginal Cost of funds based Lending Rate

**PLR - Prime Lending Rate

***bps - Basis Points

15 PROVISION FOR EMPLOYEE BENEFITS

Particulars	(Rs. in millions)	
	As at March 31, 2019	As at March 31, 2018
Non-Current		
- Gratuity payable	24.37	18.71
Total Long Term Provisions	24.37	18.71
Current		
- Gratuity payable	3.67	2.86
Total Short Term Provisions	3.67	2.86

16 INCOME TAXES

(a) Income tax expense

Particulars	(Rs. in millions)	
	As at March 31, 2019	As at March 31, 2018
In Statement of Profit and Loss :		
Current income tax:		
Current income tax charge	261.29	228.40
Deferred tax:		
Relating to origination and reversal of temporary differences	(1.48)	1.95
Income tax expense reported in the Statement of Profit and Loss	259.82	230.35
In Other Comprehensive Income (OCI) :		
Deferred tax related to items recognised in OCI during the year:		
Net loss/(gain) on actuarial gains and losses	0.48	0.45
Income tax charged to OCI	0.48	0.45
In Equity :		
Current income tax:		
Realtg to income directly credited to inventory price risk reserve	(0.11)	-
Income Tax expense on item directly credited to equity	(0.11)	-

(b) Net Deferred tax (Asset) / Liability:

The balance comprises temporary differences attributable to:

Particulars	(Rs. in millions)	
	As at March 31, 2019	As at March 31, 2018
Property, plant and equipment	14.16	23.67
Deferred Tax Liability	14.16	23.67
Gratuity	8.16	6.45
Previous disallowances allowed on payment basis	1.57	11.22
Provision for doubtful trade receivables	2.91	2.39
Others	0.37	0.51
Deferred Tax Asset	13.02	20.57
Deferred Tax (Asset) / Liability (net)	1.14	3.10

P. N. Gadgil & Sons Limited
Notes to Financial Statements

(c) Reconciliation of deferred tax (net):

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Opening Balance (Asset) / Liability	3.10	0.70
Deferred Tax (income)/expense during the period recognised in Statement of Profit and Loss	(1.48)	1.95
Deferred Tax (income)/expense during the period recognised in OCI	(0.48)	0.45
Closing balance (Asset) / Liability	1.14	3.10

(d) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Accounting Profit before tax from continuing operations	898.12	355.21
Statutory Tax rate (%)	29.12%	29.61%
Tax at statutory tax rate	261.53	105.19
Admissible expense on payment basis	-	(4.28)
Current income tax in respect of previous years	1.41	-
Deduction for Preliminary expenses	-	(0.13)
Inadmissible as per Income Tax	(2.23)	2.80
Depreciation impact	-	(13.06)
Provision for Gratuity	-	1.48
Expenses directly deducted from securities premium	(0.90)	-
At the effective income tax rate	259.82	92.00

P. N. Gadgil & Sons Limited
Notes to Financial Statements

17 TRADE PAYABLES

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Trade payables*	206.69	313.94
Total Trade Payables	206.69	313.94

* Refer Note 41

18 PROVISION FOR INCOME TAX (NET OF ADVANCE TAX)

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Provision for Income Tax	260.00	228.40
Less : TDS Receivable	0.09	0.11
Less : Advance Tax	257.50	211.40
Total Provision for Income Tax (net of advance tax)	2.41	16.89

P. N. Gadgil & Sons Limited
Notes to Financial Statements

19 OTHER CURRENT LIABILITIES

Particulars	(Rs. in millions)	
	As at March 31, 2019	As at March 31, 2018
Salary payable	0.74	0.49
Director's Salary Payable	-	-
Bonus and incentives payable	56.66	27.42
Statutory dues payable	28.58	13.80
Advances from customers		
- against schemes	908.29	437.78
- others	184.68	178.36
Payable for gift coupons	12.70	6.98
Outstanding expenses	41.17	70.86
Other payables	5.00	6.53
Total Other Current Liabilities	1,237.82	742.22

20 REVENUE FROM OPERATIONS

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Total Sales	20,298.67	7,073.51
Less: Discount	250.35	56.74
Total Revenue From Operations	20,048.32	7,016.77

Disaggregation of revenue:

The table below presents disaggregated revenue from contracts with customer :

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Sales		
Gold	16,188.74	5,726.09
Silver and others	972.51	277.38
Diamond and Precious Stones	828.28	264.08
Platinum	19.53	6.94
Making charges	2,289.61	799.02
Total Sales	20,298.67	7,073.51
Less: Discount	250.35	56.74
Net Sales	20,048.32	7,016.77

21 OTHER INCOME

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Interest Income		
- on deposits with banks	0.21	0.05
- on others	0.29	0.55
Other Non Operating Income		
Other Income*	1.22	2.78
Customer Advance written off	6.08	-
Depreciation written back due to change in method	-	34.81
Profit on sale of Investment	1.70	-
Total Other Income	9.51	38.19

*Other Income consist of dividend, scrap sale, excess provisions and advances written back .

22 COST OF GOODS SOLD

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Metal and Making Charges	18,025.88	6,891.47
Hedging Mark To Mark Loss / (Gain)	5.43	1.40
Hallmarking charges	13.89	5.77
Packing Material Purchases	33.30	11.99
Total Purchases (including conversion costs)	18,078.50	6,910.63

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Inventory at the beginning of the period	3,819.99	3,076.63
Add : Purchases (including conversion costs)	18,078.50	6,910.63
	21,898.49	9,987.26
Less : Inventory at the end of the period	4,085.32	3,819.99
Total Cost of goods sold	17,813.18	6,167.27

23 EMPLOYEE BENEFITS EXPENSES

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Salaries and bonus	360.93	123.76
Contribution to provident fund and other funds	26.06	9.55
Directors Remuneration	45.04	19.51
Gratuity expense	6.23	5.19
Staff welfare expenses	15.24	6.72
Share based payments to employees (Refer Note 29)	6.86	-
Total Employee Benefits Expenses	460.37	164.73

24 FINANCE COST

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Interest expense		
- on cash credit	5.03	3.63
- on borrowings	210.26	57.06
- on schemes	15.89	28.65
- on loan from Promoters	17.13	29.72
- on others	-	8.11
- on gold loan	1.27	-
Others		
- Bank commission charges	6.25	4.02
Total Finance Cost	255.83	131.19

25 DEPRECIATION AND AMORTIZATION

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Depreciation on tangible assets	79.37	27.46
Amortization on intangible assets	0.89	0.21
Total Depreciation and Amortization	80.26	27.67

26 OTHER EXPENSES

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Advertisement expenses	208.63	61.81
CSR Expenditure	3.27	-
Donations	1.04	0.48
Electricity expenses	33.81	10.10
Directors' sitting fees	0.36	0.25
Legal and professional Fees	18.06	11.64
Rent	88.32	32.28
Repairs and maintenance	61.38	17.87
Security services	13.07	4.20
Sales promotion	19.42	6.76
Inauguration expenses	0.48	0.59
Travelling and conveyance	10.94	4.55
Rates and taxes	5.66	2.17
Provision for bad and doubtful debts	2.00	7.99
LBT Charges	-	1.19
Freight and octroi charges	11.96	2.01
Interest on statutory payments	0.06	0.44
Insurance	4.95	1.06
Credit card commission	39.13	31.34
Communication expenses	10.26	4.42
Auditors remuneration	2.29	1.55
Miscellaneous expenses	14.42	5.15
Loss on sale of assets	0.56	1.03
Total Other Expenses	550.07	208.90
Auditors remuneration		
- Statutory audit	1.60	1.55
- Tax audit	0.50	
- Other services	0.19	-

27 EARNINGS PER SHARE

	(Rs. in millions)	
Particulars	For the year ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Profit attributable to equity shareholders (Rs. in millions)	638.31	260.55
Weighted average number of shares outstanding during the period (No.s)	3,37,70,599	1,83,93,796
Basic and Diluted Earning per share (in Rs.)	18.9	14.17*

(Nominal value per share Rs 10)

*not annualised

28. Defined benefit plans

Gratuity:

The Company has an unfunded defined benefit gratuity plan. The Company provides for gratuity for its employees as per Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years or more are eligible for gratuity. The amount of gratuity is payable on retirement/termination of the employee's last drawn basic salary per month multiplied for the completed number of years of service. The Company makes provision of such gratuity liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method.

Risk analysis

- *Actuarial Risk*

It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:

Adverse Salary Growth Experience: Salary hikes that are higher than the assumed salary escalation will result into an increase in obligation at a rate that is higher than expected.

Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption then the Gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cash flow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption then the Gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

- *Liquidity Risk*

Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the Company there can be strain on the cash flows.

- *Market Risk*

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits and vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

- *Legislative Risk*

Legislative risk is the risk of increase in the plan liabilities due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognised immediately in the year when any such amendment is effective.

The following table summarizes the components of net benefit expense recognised in the statement of profit and loss and the amounts recognised in the balance sheet for the gratuity plan:

Expense recognised in the Statement of Profit and Loss:

Particulars	(Rs. in millions)	
	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Current service cost	4.71	3.99
Net interest expense	1.52	1.26
Net benefit expense recognised in the Statement of Profit and Loss	6.23	5.25

Amount recognised in the Statement of Other Comprehensive Income (OCI):

(Rs. in millions)

Particulars	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Measurement during the period due to:		
Actuarial (gain) / loss arising from change in financial assumptions	(2.27)	(0.69)
Actuarial (gain) / loss arising from change in demographic assumptions	2.15	-
Actuarial (gain) / loss arising on account of experience changes	1.78	(0.80)
Total Re-measurement cost/(credit) for the period recognised in OCI	1.66	(1.49)

Changes in defined benefit obligation over the period are as follows:

(Rs. in millions)

Particulars	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Fair value of defined benefit obligation at the beginning of the period	21.57	18.05
Current Service cost	4.71	3.99
Net interest expense	1.52	1.26
Benefits paid	(1.43)	(0.24)
Actuarial (gain) / loss arising from change in financial assumptions	(2.27)	(0.69)
Demographic assumptions changes	2.15	-
Experience changes	1.78	(0.80)
Net value of defined benefit obligation at the end of the period	28.04	21.57

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Discount rate	7.60%	7.55%
Salary escalation	5.00%	5.00%
Retirement age	55, 60 & 70 Years	60 Years

The following payments are expected contribution to the defined benefit plan in future years:
(Rs. in millions)

Particulars	As at March 31, 2019	As at March 31, 2018
Current Liability	3.67	2.86
Non-Current Liability	24.37	18.71
Total expected payments	28.04	21.57

The weighted average duration of defined benefit plan obligation:

Particulars	For the yearended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Weighted average duration of defined benefit plan obligation	9.75 years	10.96 years

29. Employee Stock Option Plan

Pursuant to the approval of the shareholders of the Company at the Extraordinary General Meeting held on March 30, 2018, the Company approved a Stock Option Scheme for its employees called the PNG Employee Stock Option Plan 2018("the Scheme"). Under the said Scheme, the Company was authorized to grant upto 1,200,000 equity shares in one or more tranches and on such terms and conditions, as may be determined by the Board/ Nomination and Remuneration Committee to eligible employees/ directors of the Company.

This Scheme is applicable for all eligible employees/directors of the Company except an independent director or an employee who is a promoter or belongs to the promoter group or a director who either by himself or through his relatives or through and body corporate, directly or indirectly, holds more than 10% of outstanding equity shares of the company .The vesting period shall not be less than 1 year from the date of grant and shall not exceed beyond 7 years.

The Company has granted 230,000 options on 18th April, 2018. Vesting of the options shall take place over a period of 5 years and with a minimum vesting period of 2 years from the grant date. The said stock options would vest in tranches over a period of 5 years as follows:

The Vesting Schedule is set forth as follows:

Tranches	Number of months from the grant of options	Percentage of options vested (%)	Cumulative percentage of options vested (%)
1	24	20	20
2	42	30	50
3	60	50	100

The options will vest subject to meeting and fulfilling of the service conditions as specified in the plan.

Movements during the period:

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options under PNG Employees Stock Option Plan 2018:

Particulars	For the years ended March 31, 2019		For the period from November 6, 2017 to March 31, 2018	
	No. Of Options	Weighted Average Exercise Price (in Rs.)	No. Of Options	Weighted Average Exercise Price
Options outstanding at the beginning of the period	-	-	-	-
Options granted during the period	2,30,000	210	-	-
Options exercised during the period	-	-	-	-
Options forfeited during the period	-	-	-	-
Options expired during the period	-	-	-	-
Options lapsed during the period	6,000*	210	-	-
Options outstanding at the end of the period	2,24,000	210	-	-
Options exercisable at the end of the period	-	-	-	-
Weighted average exercise price of options exercised as on the date of exercise	NA	-	-	-
Weighted average remaining contractual life of options outstanding as of March 31, 2019	36.00 months.	-	-	-

* Due to resignation of the employee.

The Fair value of the options granted is estimated on the date of grant using the pricing model with the following assumptions:

Particulars	
Date of Grant	18 th April , 2018
Method used to estimate the fair value of option granted	Black Scholes Method
Weighted average fair value of option as on grant date (Rs.)	119.71
Weighted average share price as on grant date (Rs.)	210
Exercise Price (Rs.)	210
Expected Volatility (%)	69.36
Expected Option life (Months)	47.40
Expected Dividends (%)	NIL
Risk-free interest rate (%)	7.43

In accordance with Ind AS 102, Share-based payment the Company has recorded employee stock compensation expenses of Rs. 6,861,037 for year ended March 31, 2019, Rs 1,715,259 for quarter ended March 31, 2019 and Rs. NIL for March 31, 2018 in the Statement of Profit and Loss.

30. Making Charges Received

The breakup of income from making charges received from customers in period is as follows:
(Rs. in millions)

Particulars	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Gold	2,161.05	763.64
Silver and others	128.56	35.38
Total	2289.61	799.02

31. Refund of Public Deposit

The erstwhile partnership firm had accepted fixed deposits from its customers. After registration of the said erstwhile partnership firm as a public limited Company, the Company is not eligible to accept such deposits pursuant to provisions of the Companies Act, 2013. In accordance with the same, the Board of Directors decided to repay the fixed deposits accepted by the erstwhile partnership firm and such deposits were repaid before March 31, 2018. The Company has not accepted any public deposit during the year ended March 31, 2019.

32. Earnings per Equity Share

In accordance with the Indian Accounting Standard -33 on "Earnings per Share" (EPS):

Particulars	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Profit attributable to equity shareholders (Rs. in millions)	638.31	260.55
Weighted average number of shares outstanding during the period (Nos)	33,770,599	18,393,796
Basic and Diluted EPS (in Rs.)		
(Nominal value per share Rs. 10)	18.87	14.17*

**not annualized*

Basic EPS is calculated by dividing the profit for the period attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The numbers of equity shares are adjusted retrospectively for all periods presented for bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

The Company has issued share options (potential equity shares) to employees during the years ended March 31, 2019 which are not dilutive as on March 31, 2019. Consequently, the basic and diluted earnings per share of the Company remain the same. For the years ended March 31, 2019, no options to purchase equity shares had an anti-dilutive effect.

33. Investment Property

The Company's investment property consists of freehold land owned by the Company. The management has determined that the investment property consists of one class of asset based on the nature, characteristics and risks of the property.

The Company has not recognised any amounts in its Statement of Profit and Loss on account of such property. There is no depreciation charged on such investment property since it is in the nature of freehold land. There is no rental income generated or expenses incurred towards such property. The Company has no restrictions on the realisability of its investment properties and no contractual obligations to construct or develop investment properties.

As at March 31, 2019 the fair value of the land was Rs. 33,735,000. The valuations are evaluated by the management.

34. Commitments and contingencies

Commitments

Operating lease commitments - Company as lessee

The Company has entered into operating lease agreements on store premises, with lease terms of three to five years, with specified lock in periods. There are no subleases.

The lease rentals charged during the period are as under:

			(Rs. in millions)
Particulars	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018	
Lease rentals recognised during the period	88.32	32.28	

Future minimum rentals payable under non-cancellable leases are as follows:

(Rs. in millions)		
Particulars	As at March 31, 2019	As at March 31, 2018
Within one year	44.44	24.69
After one year but not more than five years	93.22	32.70
More than five years	-	-

Contingent liabilities

The Company has a contingent liability of Rs.10,200,000 towards income tax matters pertaining to AY 2018-19 as at March 31, 2019. The Company is contesting the demands and the management, including its tax/legal advisors, believes that its position is likely to be upheld in the appellate process. No expense has been recorded in the financial statements for the above demands raised.

On behalf of the erstwhile partnership firm, the Company is in appeal with the respective government authorities for below mentioned tax proceedings. If the decision turns out against the firm the amount of liability will be debited to Partners' Escrow A/c as demand is related to the years when the partnership firm was in existence and the company will not bear any liabilities.

Tax Proceedings

Tax Proceedings		(Rs. in millions)	
Type of Tax	Amount as at March 31, 2019	Amount as at March 31, 2018	
Income Tax			
AY 2013-14	1.33	1.33	
AY 2017-18	2.32	-	
AY 2018-19	25.41	-	

The Company has paid Local Body Tax of Rs.75,30,605 and Rs.45,59,469 towards interest on Local Body Tax against the order received from the Solapur Municipal Corporation LBT Department for Rs 1,20,90,074 including interest and penalty. The Solapur Municipal Corporation has rejected the appeal made by the management. The management has filed the petition with the High Court. The company will not have to pay any additional amount even if the decision of the High Court is against the company, if decision is in the favour of the company the refund will be transferred to the Partners' Escrow A/c as demand is related to the years when the partnership firm was in existence.

35. Related Party Disclosures

In compliance with Ind AS-24 – “Related Party Disclosures”, as notified under Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 the required disclosures are given in the table below:

A. Name of related parties:-

Name of Related Party	Nature of Relation
Govind Vishwanath Gadgil (Chairman , Whole time Director & Promoter)	Key Managerial Personnel
Renu Govind Gadgil (Whole Time Director & Promoter)	Key Managerial Personnel
Amit Yeshwant Modak (Whole Time Director & Chief Executive Officer)	Key Managerial Personnel
Aditya Amit Modak (Chief Financial Officer)	Key Managerial Personnel
Purva Mehra (Company Secretary till 31.07.18)	Key Managerial Personnel
Avanti Gulavani (Compliance Officer till 31.07.18 ; Company Secretary & Compliance Officer from 01.08.2018)	Key Managerial Personnel
Anjali Vishwanath Gadgil	Relative of Key Managerial Personnel
Gadgil Metals & Commodities	Enterprise owned or significantly influenced by key management personnel or their relatives
Bhide Gadgil Associates	Enterprise owned or significantly influenced by key management personnel or their relatives
Puneet Shares & Finance Private Limited	Enterprise owned or significantly influenced by key management personnel or their relatives
Shree Construction Company	Enterprise owned or significantly influenced by key management personnel or their relatives
Bhide Gadgil Developers	Enterprise owned or significantly influenced by key management personnel or their relatives
Govind Vishwanath Gadgil (HUF)	Enterprise owned or significantly influenced by key management personnel or their relatives

B. Transactions with Related Party:-**(Rs. in millions)**

Sr. No.	Nature of Transactions	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
I.	Govind Vishwanath Gadgil		
	Issue of capital		
	-Right Shares (Amount)	-	388.89
	-Bonus Shares (Nos.)	7,407,408	-
	Sale of goods	0.01	0.01
	Lease Rent	19.85	6.16
	Common Area Maintenance Charges	13.88	4.34
	Repayment of Unsecured Loan	97.92	517.95
	Acceptance of Unsecured Loan	5.87	-
	Interest on Unsecured Loan	8.63	13.69
	Director remuneration	24.00	9.60
	Security Deposit for shops	0.09	13.35
	Closing Balance (Credit)/Debit		
	-Unsecured Loan	-	(94.46)
	-Escrow	(30.00)	(30.00)
	-Security Deposit for Shop	13.44	13.35
II.	Renu Govind Gadgil		
	Issue of capital		
	-Right Shares (Amount)	-	311.11
	-Bonus Shares (Nos.)	5,925,926	-
	Sale of goods	1.17	0.04
	Lease Rent	7.83	2.41
	Common Area Maintenance Charges	5.06	1.60
	Acceptance of Unsecured Loan	3.97	-
	Repayment of Unsecured Loan	102.58	449.79
	Interest on Unsecured Loan	8.51	13.06
	Director remuneration	18.00	7.20
	Security Deposit for shops	-	5.10
	Closing Balance (Credit)/Debit		
	-Unsecured Loan	-	(100.25)
	-Escrow	(20.00)	(20.00)
	-Security Deposit for Shop	5.10	5.10

Sr No.	Nature of Transactions	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
III.	Amit Yeshwant Modak		
	Issue of capital		
	-Preferential Issue (Amount)	-	11.20
	-Rights Issue (Amount)	-	0.04
	-Bonus Shares (Nos.)	22,149	-
	Sale of Assets	-	0.73
	Director remuneration	9.78	2.71
	Interest on Deposit	-	0.53
	Deposit Repaid	-	16.70
	Deposit Received	-	2.40
	ESOPs Granted (Nos.)	6,000	-
	Stock Compensation Expense	0.18	-
	Advance given/ (received) (net)	-	(0.20)
IV.	Aditya Amit Modak		
	Issue of capital		
	-Preferential Issue (Amount)	-	1.40
	-Bonus Shares (Nos.)	2,667	-
	Salary	2.87	1.66
	Interest paid on Deposit	-	0.09
	Deposit Repaid	-	1.24
	ESOPs Granted (Nos.)	6,000	-
	Stock Compensation Expense	0.18	-
	Advance given/ (received) (net)	-	0.01
V.	Purva Mehra		
	Salary	0.20	0.09
	ESOPs Granted (Nos.)	6,000	-
	Stock Compensation Expense	0.18	-
VI.	Avanti Nikhil Gulavani		
	Salary	0.64	-
	ESOPs Granted (Nos.)	6,000	-
	Stock Compensation Expense	0.18	-

Sr No.	Nature of Transactions	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
VII.	Anjali Vishwanath Gadgil		
	Issue of capital	-	5.25
	Sale of goods	0.01	-
	Salary	-	0.63
	Interest on Deposit	-	1.25
	Deposit Repaid	-	20.00
	Staff Advance (Credit)/Debit	-	0.16
VIII.	Gadgil Metals & Commodities		
	Interest on Deposit	-	0.28
	Deposit Repaid	-	22.50

Note:

- 1) As the liabilities for defined benefit plan are provided on actuarial basis for the Company as a whole, the amount pertaining to key managerial personnel are not included.
- 2) All arrangements/transaction entered into by the company with its related parties during the year were in the ordinary course of business and on an arm's length basis.

D. Key Managerial Personnel Compensation

Particulars	(Rs. in millions)	
	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Short-Term Employee Benefits	55.49	21.26
Long-Term Employee Benefits	-	-
Post-Employment Benefits	-	-
Stock Compensation Expense	0.74	-
Total	56.23	21.26

36. Segment Information:

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses that relate to transactions with any of the Company's other components. All operating segments' operating results are reviewed regularly by the Company's Board of Directors (BOD), which has been identified as being the Chief Operating Decision Maker (CODM), to make decisions about resources to be allocated to the segments and assess their performance.

The Company is into jewellery business. The CODM evaluates the Company's performance and allocates resources based on the analysis of the various performance indicator of the Company as a single unit. Therefore there is no reportable segment for the Company as per the requirements of Ind AS 108 "Operating Segments".

Information about geographical areas

The Company has operations only in India; hence there are no separately reportable geographical segments for the Company as per the requirements of Ind AS 108 – "Operating Segments".

Information about major customers

There is no single customer or customer group who accounts for more than 10% of the total revenue of the Company.

37. Hedging activities and derivatives

The Company uses derivative financial instruments to manage risks associated with gold price fluctuations relating to certain highly probable forecasted transactions.

The Company uses foreign currency derivative contracts to manage its exposure against the foreign currency risk relating to prices of gold.

The Company enters into commodity derivative contracts to manage its exposure to the variability of cash flows, primarily related to future sales and purchase of commodities.

The Company does not apply hedge accounting on such relationships. As at reporting period end, the Company does not have any outstanding exposure in derivative contracts.

The realized gains (amount) from such derivative transactions are:

Particulars	(Rs. in millions)	
	For the years ended March 31, 2019	For the period from November 6, 2017 to March 31, 2018
Hedging Mark To Mark (Loss) / Gain:		
Commodity	(7.61)	1.40
Currency	2.18	-

38. Fair Value Measurement

Particulars	As at March 31, 2019		As at March 31, 2018	
	FVTPL	Amortised cost	FVTPL	Amortised cost
Investments	7.51	-	7.51	-
Fixed deposits (unquoted)	30.59	1.87	-	1.00
Security Deposits	-	61.94	-	52.66
Trade receivables	-	85.26	-	16.40
Other financial assets	-	32.52	-	18.59
Cash and cash equivalents	-	219.35	-	273.40
Other bank balance	-	-	-	0.81
Total Financial Assets	38.1	400.94	7.51	363.86
Borrowings	-	2417.90	-	2,809.90
Trade Payables	-	206.69	-	313.94
Other financial liabilities	-	201.60	-	34.78
Total Financial Liabilities	-	2,826.19	-	3,158.62

The management assessed that the fair value of cash and cash equivalents, trade receivables, trade payables and other current financial assets and liabilities approximate their carrying amounts, largely due to the short term nature of these balances.

The fair value of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The management assessed that the carrying amounts of its financial instruments are reasonable approximations of fair values.

Description of significant unobservable inputs to valuation

The significant unobservable inputs used in the fair value measurements categorized within Level 3 of the fair value hierarchy, together with a quantitative sensitivity analysis as at period end is as under

Particulars	Valuation technique	Significant unobservable inputs	Weighted average cost of equity	Sensitivity of the input to fair value
Perpetual Non-cumulative Preference Shares-TheShamraoVithalCo-operative Bank	Discounted cash flow method	Weighted average cost of equity	10.25%	<p>1% increase : Decrease in fair value by INR 437,392</p> <p>1% decrease : Increase in fair value by INR 476,390</p>

Fair Value Hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities:

Level 1 - This hierarchy includes financial instruments measured using quoted prices.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. There are no transfers between levels 1 and 2 during the period. The Company's policy is to recognise transfers into and transfers out of fair value hierarchy level as at the end of reporting period.

The following table presents the fair value measurement hierarchy of the Company's financial assets and liabilities as at March 31, 2019:

(Rs. in millions)				
Particulars	Fair value measurement			Total
	Level 1	Level 2	Level 3	
Financial Investments measured at fair value through profit and loss				
Equity Shares in The ShamraoVitthal Co-operative Bank(100 shares of Rs 25 each)	-	-	0.0025	0.0025
Preference Shares in The ShamraoVitthal Co-operative Bank (750,500 shares of Rs 10 each)	-	-	7.51	7.51
Equity Shares in The VishweshwarSahakari Bank (100 shares of Rs 50 each)	-	-	0.01	0.01
Fixed Deposits	-	30.00	-	30.00

39. Financial Risk Management

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans given, investments, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's financial risk activities are governed by appropriate policies and procedures and financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Financial instruments affected by market risk include deposits, investments, loans and borrowings and other financial instruments. Market risk comprises interest rate risk, currency risk and other price risk such as commodity price risk. The sensitivity analysis in the following sections relate to the position as at respective period end.

The following assumption has been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at each period end.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	(Rs. in millions)		
	Increase / (decrease) in basis points	Effect on Profit/(Loss) before tax	Effect on Other Equity
For the year ended March 31, 2019	50	(8.40)	(5.95)
	(50)	8.40	5.95
For the period from November 6, 2017 to March 31, 2018	50	(3.47)	(1.24)
	(50)	3.47	1.24

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities on account of purchase of gold. The Company enters into foreign currency futures to minimize the risk.

The Company has no outstanding exposure as at reporting period.

Since the purchase based on foreign currency rates is negligible to the total purchases the fluctuations in the foreign exchange rate does not have any material impact on the profitability of the Company.

Commodity price risk

The Company is affected by the price volatility of commodities like gold and silver. Its operating activities require the ongoing purchase and sale of these commodities. The Company uses derivative financial instruments to manage risk associated with the commodity price fluctuations. The hedging transaction is mainly done against price risk on exposure of the commodity. All such derivative financial instruments are supported by an underlying stock and are not for speculation / trading.

The risk management strategy against gold price fluctuation also includes procuring gold on loan basis, with a flexibility to fix price of gold at any time during the tenure of the loan.

Commodity price risk sensitivity

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institution and other financial instruments.

- *Trade receivables*

Customer credit risk is managed by the Company subject to the established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security.

- *Financial instruments and cash deposits*

Credit risk from balances with banks and financial institutions is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made with banks in terms of fixed deposits and investment in designated mutual funds. Credit risk on cash deposits is limited as the Company generally invests in deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies. Other investments primarily include investment in liquid mutual fund units of reputed companies where historically, the Company has not incurred any loss due to credit risk.

Liquidity risk

The Company monitors its risk of a shortage of funds by estimating the future cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and bank loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

The table below summarizes the maturity profile of the Company's financial and other current liabilities based on contractual undiscounted payments:

	(Rs. in millions)			
Particulars	On Demand	Within 1 year	1-5 years	Total
As on March 31, 2019				
Borrowings	2,311.89	201.60	106.00	2,619.49
Trade and Other Payables	206.60	-	-	206.60
Other Current Liabilities	1,237.82	-	-	1,237.82
Total	3,756.31	201.60	106.00	4,063.91
As on March 31, 2018				
Borrowings	2,373.42	34.78	436.48	2,844.68
Trade and Other Payables	313.94	-	-	313.94
Other Current Liabilities	742.22	-	-	742.22
Total	3,429.58	34.78	436.48	3,900.84

40. Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating in order to support its business activities and maximize brand value.

The Company manages its capital and makes adjustments to it in light of the changes in economic and market conditions.

	(Rs. in millions)	
Particulars	As at March 31, 2019	As at March 31, 2018
Shareholders' Funds		
Equity Share Capital	337.71	202.62
Reserves and Surplus	1,497.16	1,026.42
Total Equity	1,834.87	1,229.05

41. Outstanding dues to micro, small and medium enterprises under the Micro, Small and Medium Enterprises Development Act (MSMED), 2006:

The Company has determined dues to Micro, Small and Medium Enterprises on the basis of information collected from its suppliers as follows:

Particulars	(Rs. in millions)	
	As at March 31, 2019	As at March 31, 2018
Principal amount remaining unpaid	3.10	32.98
Interest Due thereon	-	-

42. Treatment of Partner's Capital in the erstwhile partnership firm on conversion to Company

On conversion from a partnership firm under Chapter XXI of the Companies Act, 2013, fixed capital of the partners as on November 6, 2017 has been taken as the equity share capital of the Company. Current capital of partners has been treated as unsecured loans.

The Company has set aside amounts in Promoters' ESCROW accounts from the total loans outstanding to them as at March 31, 2019 to cover costs for uncertain future liabilities that may arise, if any, pertaining to erstwhile partnership firm

43. Gold Metal Loan

In September 2015, the Government of India approved the gold monetization plan in the form of revamped Gold Deposit Scheme (GDS) and the Gold Metal Loan (GML) Scheme to mobilize tons of gold stored in households and temples across the country. The Union Cabinet also approved the introduction of Sovereign Gold Bond Scheme, under which gold bonds denominated in grams of gold will be issued to individuals by the Reserve Bank of India (RBI), in consultation with Ministry of Finance.

The Company has an arrangement with the approved banker for lifting gold under metal loan terms against a limit under "price unfixed basis" and opts to fix the price for gold taken under loan within 180 days at delivery.

However, based on business expediencies, the Company fixes the price within 180 days, whenever the price is favorable. The price difference arising out of such transactions are accounted in the purchase cost adjusted accordingly. The interest if any payable to bankers on such outstanding is treated as finance cost on accrual basis.

As per our report of even date

For Shah & Taparia
Chartered Accountants

Firm Registration No: 109463W

For and on behalf of the Board of Directors
of

P. N. Gadgil & Sons Limited

CIN:

U36911PN2017PLC173262

Ramesh Pipalawa
Partner

Membership No. 103840
Place: Pune
Date: 30th April, 2019

Govind Gadgil
Chairman and
Whole-time
Director

DIN:
00616617
Place: Pune
Date:

29th April, 2019

Amit Modak
Whole-time
Director and
Chief
Executive
Officer

DIN:
00396631

Aditya Modak
Chief Financial
Officer

Avanti Gulavani
Company
Secretary
Membership No.
28956

P. N. GADGIL & SONS LIMITED

(CIN - U36911PN2017PLC173262)

Regd. Office: Abhiruchi Mall, S.No.59 /1-C, Wadgaon (BK),

Sinhgad Road Pune - 411041

Email Id: info@pngadgilandson.com website: www.pngadgilandsons.com

Phone No. – +91 20 24612000 Fax No. – 020 24612185

ATTENDANCE SLIP

[To be presented at the entrance]

Annual General Meeting on Monday, the 27th May, 2019 at 12:30 P.M.
at S. No. 37/1 & 37/2 near Lokmat New Paper, Vadgaon, Khurd, Pune- 411041

Folio No.....DP ID No.....Client ID.....

No. of Shares held

Name of the MemberSignature.....

Name of Proxy Holder.....Signature.....

I / We hereby record my / our presence at the Annual General Meeting of the Company held on Monday, the 27th May, 2019 at 12:30 P.M. at S. No. 37/1 & 37/2 near Lokmat New Paper, Vadgaon, Khurd, Pune- 411041

Note:

1. Only Member / Proxy holder can attend the Meeting.
2. Please fill up the attendance slip and hand it over at the entrance of the meeting hall.

P. N. GADGIL & SONS LIMITED

(CIN - U36911PN2017PLC173262)
Regd. Office: Abhiruchi Mall, S.No.59 /1-C, Wadgaon (BK), Sinhgad Road Pune - 411041
Email Id: info@pngadgilandson.com website: www.pngadgilandsons.com
Phone No. - +91 20 24612000 Fax No. - 020 24612185

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:

Clint ID/DP ID:

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:

or failing him

2. Name

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote for me/us and on my/our behalf at 2nd Annual General Meeting of members of the Company, to be held on Monday, 27th May, 2019 at 12:30 P.M. at S. No. 37/1 & 37/2 near Lokmat New Paper, Vadgaon, Khurd, Pune- 411041 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolution	Vote (For or Against)
Ordinary Business		
1.	Adoption of financial statements	
2.	Declaration of Dividend	
3.	Appointment of Mr. Amit Yeshwant Modak as a Director liable to retire by rotation	

Signed thisday of..... 2019

Affix
Revenue
Stamp of
Re. 1/-

Signature of Shareholder:

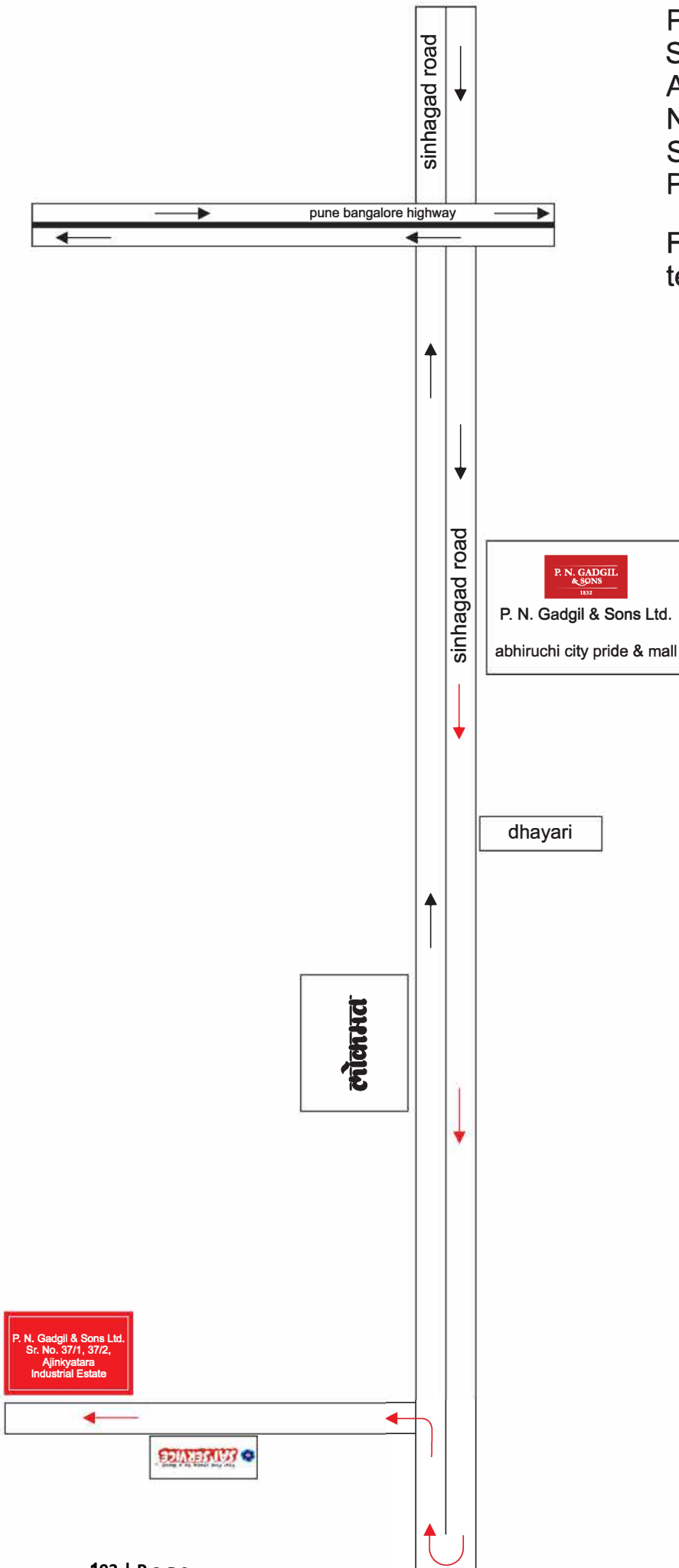
Signature of Proxy holder(s):

Note:

1. This form of proxy in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.

P. N. Gadgil & Sons Ltd.
Sr. No. 37/1, 37/2,
Ajinkyatara Industrial Estate,
Next to Lokmat Press Office
Sinhagad Road, Wadgaon Khurd,
Pune, Maharashtra 411041

For queries, contact us :
tel : 202 - 24612000 / 67520200



Our Showrooms

Aundh

020-25881555 / 56

Bhosari

020-27110291 / 92

Kothrud

020-25422202 / 4

Chinchwad

020-27353444 / 6

Satara Road

020-29704400

Sinhagad Road

020-24612151

Amravati

0721-2568050 / 51

Badalapur

8956861234

Beed

02442-220789 / 221789

Dhule

02562-229121 / 22

Dombivli

0251- 2440031 / 51 / 61

Jalgaon

0257-2214543 / 44

Kalapuragi

08472-231808 / 232808

Mumbai

022-24385090 / 91

Nashik

0253-2571001

Nashik Road

0253-2454500 / 2454400

Narayangaon

02132-245001

Nandurbar

02564-222289

Osmanabad

02472-226651 / 52

Pandharpur

02186-223383

Parbhani

02452-225508 / 10

Phaltan

02166 - 225205

Sangamner

02425-224914 / 15

Satara

02162-231022 / 23

Shirdi

02423 - 255031

Shirur

02138-223303

Solapur

0217-2317733 / 2319933

Vadodara

0265-2340888

Wardha

07152-231244 / 231644

toll free - 1800 233 0888

P. N. GADGIL & SONS

1832

gold | silver | diamonds

CIN : U36911PN2017PLC173262

Registered Office : abhiruchi 59/1c wadgaon bk. sinhagad road pune 411041 india +91 20 24612000 fax 020 24612185

info@pngsl.com www.pngadgilandsons.com