Parin Furniture Limited

To,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block – G,
Bandra Kurla Complex [BKC],
Bandra [East], Mumbai – 400 051,
Maharashtra, India.

Date: 05-09-2020

Symbol: PARIN

SUBJECT : Submission of 14th Annual Report for the year ended on 31st March, 2020 under regulation 34(1) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

Respected Sir/Madam,

As per captioned subject, we hereby submit 14th Annual Report for the year ended on 31st March, 2020 as per Regulation 34(1) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the same in your record.

Yours faithfully,
Thanking you

For and behalf of
Parin Furniture Limited

PARIN FURNITURE LIMITED RAJKOT

[Kishor Kikani]
Company Secretary

Enclosure: 14th Annual Report of Parin Furniture Limited.

Parin Furniture Limited

PARIN FURNITURE LIMITED

ANNUAL REPORT

F.Y. 2019-20

Parin Furniture Limited

Board of Directors

Name & Designation	DIN
 **Mr. Umesh Dhirajlal Nandani** Chairman & Managing Director	00039757
 **Mr. Parin Umeshbhai Nandani** Whole Time Director	02343309
 **Mr. Deven Dipesh Nandani** Non Executive Director	07576542
 **Mr. Dayalal Harjivanbhai Kesharia** Independent Director	08114818
 **Ms. Shweta Chirag Kathrani** Independent Director	08114974

Parin Furniture Limited

CHAIRMAN & MANAGING DIRECTOR'S MASSAGE



Dear Shareholders,

It brings me immense pleasure to put forth the 14th Annual Report of your Company, **Parin Furniture Limited**, for the financial year 2019-20.

The end of this year was marked by the enormously challenging COVID-19 pandemic, which has fundamentally altered the world and continue to do so. We are moving resolutely to urgently address these challenges. We have confident that the progress we made during FY 2019-20 put us on the right path to improve the execution of our strategy and drive sustainable profitable growth over the long term. Although the world is facing tough times ahead, your Company is well-positioned to rise to the occasion.

Performance for the last financial year was in line with our expectation, where we could withstand the sharp increasing it with growth in terms of revenue and turnover. our strategy to de-risk the business through providing qualitative products proved to be very successful.

While we have always known that each business stands uniquely apart in its thinking, objectives and resources, we believe the timing is opportunity to run them independently. The year gone by is proof of our long term innovative approach to doing business whether from the point of view strategy, operations or sustainability and various business verticals allows the company to maintain a space and remain competitive in today's ever challenging market place. After considerable thoughts, our sustainable way to move to the next level on product differentiation that will continue to be our backbone to develop market and stay true to **Parin' core purpose *"to serve the world with a better lifestyle"*** by delivering best quality products of furniture and consistently improve quality and standards for betterment of our customers.

I would like to acknowledge the hard work, dedication of our talented employees for their passion and dedication with which they continue to contribute to the culture of excellence. We thank you all for your continued support in our growth. Further also thank you, our investors, for your patience, for showing confidence and trust in management capabilities and guidance thus far and looking forward to the future with optimism and innovation.

As we move forward into our next year, may you and your family stay safe and healthy.

Warm Regards

Umesh Nandani
Chairman & Managing Director

Parin Furniture Limited

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Parin Furniture Limited

COMPANY INFORMATION

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

NAME	DIN NO.	DESIGNATION
Mr. Umesh Dhirajlal Nandani	00039757	Chairman & Managing Director
Mr. Deven Dipesh Nandani	07576542	Whole-Time Director upto 09-06-2019 Non- Executive Director w.e.f 10-06-2019
Mr. Parin Umeshbhai Nandani	02343309	Non- Executive Director upto 09-06-2019 Whole-Time Director w.e.f 10-06-2019
Mr. Dayalal Harjivanbhai Kesharia	08114818	Independent Director
Ms. Shweta Chirag Kathrani	08114974	Independent Director
Ms. Kajal Shah	-	Company Secretary & Compliance Officer Resigned w.e.f. 01-02-2020
Mr. Kishor Kikani	-	Company Secretary & Compliance Officer Appointed on. 11-07- 2020
Mr. Roshan Gupta	-	Chief Finance Officer Resigned w.e.f. 01-01- 2020
Ms. Apla Jogi	-	Chief Finance Officer Appointed on 01-01-2020

AUDIT COMMITTEE

NAME	DIN NO.	DESIGNATION
Mr. Dayalal Harjivanbhai Kesharia	08114818	Chairman
Mrs. Shweta Chirag Kathrani	08114974	Member
Mr. Parin Umeshbhai Nandani	02343309	Member upto 09-06-2019
Mr. Deven Dipesh Nandani	07576542	Member w.e.f.10-06-2019

Parin Furniture Limited

COMPANYINFORMATION

NOMINATION AND REMUNERATION COMMITTEE

NAME	DIN NO.	DESIGNATION
Mrs. Shweta Chirag Kathrani	08114974	Chairman
Mr. Dayalal Harjivanbhai Kesharia	08114818	Member
Mr. Parin Umeshbhai Nandani	02343309	Member upto 09-06-2019
Mr. Deven Dipesh Nandani	07576542	Member w.e.f. 10-06-2019

STAKEHOLDERS RELATIONSHIP COMMITTEE

NAME	DIN NO.	DESIGNATION
Mr. Deven Dipesh Nandani	07576542	Chairman w.e.f. 10-06-2019
Mrs. Shweta Chirag Kathrani	08114974	Member
Mr. Dayalal Harjivanbhai Kesharia	08114818	Member
Mr. Parin Umeshbhai Nandani	02343309	Chairman upto. 09-06-2019

Parin Furniture Limited

COMPANY INFORMATION

STATUTORY AUDITORS

M/S. BHAVIN ASSOCIATES

Chartered Accountants,
709- Everest Complex,
Opp. Shastri Ground, Rajkot 360 001.
Tel: 0281-2220123 /2223153
Firm Registration No.: 101383W

SECRETARIAL AUDITORS

K.P. Rachchh & Co.

Company Secretaries
317, Krishna Con - Arch-II, 3rd Floor,
Tagore Road, Rajkot - 360002.
Tel: 0281-2483899/63520 23152
Member No. - 5156

BANKERS

HDFC BANK LIMITED

STATE BANK OF INDIA

ICICI BANK

Parin Furniture Limited

COMPANYINFORMATION

REGISTER OFFICE & HEAD OFFICE

PARIN FURNITURE LIMITED.
Plot No. 6, Revenue Survey No. 149,
National Highway, at Vavdi, Gondal Road,
Rajkot, Gujarat-360004, India.
Phone:0281-3300777.
Email: info@parinfurniture.com
Website: www.parinfurniture.com
CIN: L36101GJ2006PLC049074

LISTING DETAILS

Listed at SME NSE Emerge Platform
ISIN: INE00U801010
Symbol: PARIN

REGISTER & SHARE TRANSFER AGENT

KFIN TECHNOLOGIES PRIVATE LIMITED
(Formerly known as Karvy Fintech Pvt. Ltd.)
SEBI Registration No.: INR000000221
Selenium Tower B, Plot 31-32, Financial District,
Nanakramguda, Serilingampally Mandal,
Hyderabad, Telangana -500032
Phone: +91 40 6716 1595
Email : umesh.pandey@kfintech.com
Website : www.kfintech.com

INVESTOR RELATION CONTACT

Mr. Kishor Kikani - Company Secretary
Email : cs@parinfuriture.com
Mo. No. : 9099766349
Ph. No. : 0281-3300777 Ext 124

Parin Furniture Limited

COMPANYINFORMATION

BRANCHES

MUMBAI

PARIN FURNITURE LIMITED.
Building No. C-2, Gala No.1 to 6, Chamunda Complex,
Nr. Kasheli Bridge, Thane, Bhiwandi Road,
Village. Kasheli, Tal. Bhiwandi, Dist. Thane,
Mumbai-421302.
Phone :08000051600
Email :mumbai@parinfurniture.com

AHEMDABD

PARIN FURNITURE LIMITED.
"Circle P",Opp. Nima Farm, 100 Feet Road Corner,
Nr. Prahalad Nagar Corner,Above Honest Restaurant,
SG Road, Ahmedabad-3800015.
Phone: 079-40067819
Email:ahmedabad@parinfurniture.com

KOLKATA

PARIN FURNITURE LIMITED.
Ghosh & Ghosh Compound, Near Khal Pool,
Anil Nagar, Mahestale BBT Road, Near Mollar Gate,
Kolkata-700141.
Phone: 033-24017006
Email: kolkata@parinfurniture.com

SURAT

PARIN FURNITURE LIMITED.
Hirachand Industrial Estate, Plot -1,
Near Sosyo Circle,B/H Pratap Press,
Udhani, Magdhalla Road,
Surat - 395002 (Guj) India.
Phone: 033-24017006
Email: kolkata@parinfurniture.com

NOTICE

NOTICE IS HERE BY GIVEN THAT THE 14TH ANNUAL GENERAL MEETING OF PARIN FURNITURE LIMITED WILL BE HELD ON MONDAY, 28TH DAY OF SEPTEMBER, 2020 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. 6, REVENUE SURVEY NO.149, NATIONAL HIGHWAY AT. VAVDI, GONDAL ROAD RAJKOT 360004 GUJARAT TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2020 AND THE REPORTS OF THE BOARD OF DIRECTORS' AND AUDITORS THEREON.**

2. **TO APPOINT A DIRECTOR IN PLACE OF MR. PARIN UMESHBHAI NANDANI (DIN: 02343309) WHO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

3. **TO REAPPOINT M/S BHAVIN ASSOCIATES AS STATUTORY AUDITORS OF THE COMPANY, TO CONSIDER AND, IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:-**

"**RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. BHAVIN ASSOCIATES, Chartered Accountant, (Firm Registration No. 101383W) be and is hereby reappointed as the Statutory Auditors of the Company for FY 2020-21 to FY 2024-25 and to hold the office from the conclusion of this 14th Annual General Meeting till the conclusion of 19th Annual General Meeting of the Company, on such terms and remuneration as may be mutually agreed upon between the said Auditors and Board of Directors of the Company",

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf."

SPECIAL BUSINESS:

4. **RECOMMENDATION FOR APPROVAL BY MEMBERS OF COMPANY FOR REVISION OF REMUNERATION OF MR. UMESH NANDANI (DIN: 00039757), CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY IN ACCORDANCE WITH PROVISIONS OF SCHEDULE V OF COMPANIES ACT, 2013 AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS SPECIAL RESOLUTION:**

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and Schedule V to the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Rules made there under to the extent applicable, on the recommendation of Nomination & Remuneration Committee and approval of the Board of directors and such other approvals as required, approval of Members of the Company be and is hereby accorded for revision made by the Board of Directors of the Company in payment of remuneration amounting to Rs. 3.00 lakhs per month or Rs. 36.00 lakhs per annum (i.e. may be paid monthly or/and annually) to Mr. Umesh Nandani (DIN: 00039757), Chairman and Managing Director of the Company with effect from 1st April, 2020 for remaining duration of appointment upto three years from the effective date and rest all other terms and conditions and perquisites will remain same as it were decided at the time of appointment of Mr. Umesh Nandani (DIN: 00039757) as Chairman & Managing Director and more particularly described in the principal Agreement dated 19.04.2018, with liberty to the Board to alter the same from time to time, so long as the alterations are in conformity with the provisions of Section 196, 197 and Schedule V to the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors and the Nomination & Remuneration Committee be and is hereby authorized to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, with in specified limit as the case may be, as specified under the relevant provisions of Section 196, 197, 203 and Schedule V to the Companies Act, 2013 subject to any amendment in the provisions of the aforesaid sections. "

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company and execute all such documents, Supplemental deeds and writings as may be required to give effect to the aforesaid Resolution."

5. RECOMMENDATION FOR APPROVAL BY MEMBERS OF COMPANY FOR REVISION OF REMUNERATION OF MR. PARIN NANDANI (DIN: 02343309), WHOLE TIME DIRECTOR OF THE COMPANY IN ACCORDANCE WITH PROVISIONS OF SCHEDULE V OF COMPANIES ACT, 2013 AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and Schedule V to the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Rules made there under to the extent applicable, on the recommendation of Nomination & Remuneration Committee and approval of the Board of directors and such other approvals as required, approval of Members of the Company be and is hereby accorded for revision made by the Board of Directors of the Company in payment of remuneration amounting to Rs. 3.00 lakhs per month or Rs. 36.00 lakhs per annum (i.e. may be paid monthly or/and annually) to Mr. Parin Nandani (DIN: 02343309), Whole Time Director of the Company with effect from 1st April, 2020 for remaining duration of appointment upto three years from the effective date and rest all other terms and conditions and perquisites will remain same as it were decided at the time of appointment of Mr. Parin Nandani (DIN: 02343309) as Whole Time Director, with liberty to the Board to alter the same from time to time, so long as the alterations are in conformity with the provisions of Section 196, 197 and Schedule V to the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors and the Nomination & Remuneration Committee be and is hereby authorized to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, with in specified limit as the case may be, as specified under the relevant provisions of Section 196, 197, 203 and Schedule V to the Companies Act, 2013 subject to any amendment in the provisions of the aforesaid sections."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company."

6. TO APPROVE RELATED PARTY TRANSACTION TO BE ENTERED BY THE COMPANY WITH RELATED PARTIES AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, and also pursuant to the approval of the Audit Committee and the Board of Directors vide resolutions passed/to be passed at their respective meetings, consent of the Members of the Company be and is hereby accorded to the Audit Committee and Board of Directors of the Company, to approve all the material related party transactions (including any modifications, alterations or amendments thereto) to be entered into by the Company in the ordinary course of business and on arm's length basis with related party/ies and for the maximum amounts per annum, for the year 2020-21 as mentioned herein below:"

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	Amount (Rs. in Lakhs)
1	Pearl Furniture Private limited	Subsidiary Company	Purchase	5000.00

RESOLVED FURTHER THAT the transaction may be entered into subject to the compliance of criteria mentioned under Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014 of the Companies Act, 2013."

RESOLVED FURTHER THAT the Board of Directors and / or Audit Committee thereof be and is hereby authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above resolution and to do all acts, deeds, things as may in its absolute discretion deem necessary, proper, desirable and to finalize any documents and writings related thereto."

for and on behalf of
Parin Furniture Limited

Sd/-

Date: 25th August 2020
Place : Rajkot

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

Notes :

1. **The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 for Item No. 3 to 6, which sets out details relating to Ordinary and Special Business at the meeting, is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") is also annexed as Annexure – I to this notice.**

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

   The instrument of Proxy in order to be effective and valid, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, Trust, society etc., must be supported by an appropriate resolution/authority, as applicable.

   Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 members provided shareholding of those members in aggregate should not be more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the meeting and other statutory registers shall be available for inspection by the Members at the Registered Office of the Company during office hours on all working days between 10.00 a.m. to 6.00 p.m. from the date of hereof up to the date of the Annual General Meeting.

4. Corporate Members intending to send their authorized representative to attend the meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified true copy of Board resolution together with their specimen signature authorizing their representative to attend and vote on their behalf at the meeting.

5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

7. The notice of AGM along with Annual Report for 2019-20 is being sent by electronic mode to all the members whose email IDs are registered with the Company/Depository Participant(s) unless any member has requested for a physical copy of the same. For members who have not registered their email addresses, physical copies are being sent by the permitted mode, if requested for the same.

8. Non-resident Indian members are requested to inform the Company or its RTA or to the concerned DPs, as the case may be, immediately the change in the residential status on return to India for permanent settlement.

9. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DPID number, as the case may be.

10. This notice along with Annual Report for 2019-20 is being sent to all members of the Company whose name appears in the Register of Members/ list of beneficiaries received from the depositories on the end of **28th August, 2020.**

11. The entry to the meeting venue will be regulated by means of attendance slips. For attending the meeting, members, proxies and authorized representatives of the members, as the case may be, are requested to bring the enclosed attendance slip completed in all respects, including client ID and DP ID, and signed. Duplicate attendance slips will not be issued.

12. All members are requested to support Green Initiative of the Ministry of Corporate Affairs, Government of India and register their email addresses to receive all these documents electronically from the Company in accordance with Rule 18 of the Companies (Management & Administration) Rules, 2014 and Rule 11 of the Companies (Accounts) Rules, 2014. All the aforesaid documents have been uploaded on and are available for download from the Company's website: www.parinfurniture.com. Kindly bring your copy of Annual Report to the meeting.

13. Rule 3 of the Companies (Management and Administration) Rules, 2014 mandates that the register of members of all companies should include details pertaining to email address, permanent account number (PAN) or CIN, unique identification number, if any; father's/ mother's/ spouse's name, occupation, status, nationality; in case member is a minor, name of guardian and the date of birth of the member, and name and address of nominee. All members are requested to update their details as aforesaid with their respective depository.

14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them.

15. Members may pursuant to section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 file nomination in prescribed form SH- 13 with the respective depository participant.

16. 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.

17. Members seeking any information with regard to the accounts, are requested to write to the Company at an early date i.e. at least 10 days before the Meeting, so as to enable the Management to keep the information ready at the AGM.

18. A route map showing direction to reach the venue of the 14th AGM is given at the end of this notice as per the requirement of Secretarial Standards -2 on General Meeting.

19. The books (Register of members) will remain close from **22.09.2020 to 28.09.2020** (Both Days inclusive) for the purpose of 14th Annual General Meeting of the Company.

20. **Voting system:**

Pursuant to the provisions of section 108 of the Companies Act, 2013, rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 and sub Reg. (1) & (2) of Reg. 44 of SEBI (LODR) Regulations, 2015, the Company is not required to provide mandatorily to its members the electronic facility to exercise their right to vote at the AGM. Therefore, in terms the provisions of section 108 of the Companies Act, 2013, at any general meeting, a resolution put to the vote of the meeting shall, unless a poll is demanded under section 109, be decided on a show of hands. A declaration by the Chairman of the meeting of the passing of a resolution or otherwise by show of hands under sub-section (1) and an entry to that effect in the books containing the minutes of the meeting of the Company shall be conclusive evidence of the fact of passing of such resolution or otherwise.

- Every Member entitled to vote on a Resolution and present in person shall, on a show of hands, have only one vote irrespective of the number of shares held by him.
- A Proxy cannot vote on a show of hands.
- A Member who is a related party is not entitled to vote on a Resolution relating to approval of any contract or arrangement in which such Member is a related party.
- The Members of the Company holding shares on the **"cut-off date" of 21st September, 2020** are entitled to vote on the resolutions proposed. Cut-off date means the date on which the right of voting of the members shall be reckoned and a person who is not a member as on the cut-off date should treat this notice for information purposes only.
- The results of the voting will be placed by the Company on its website http://www.parinfurniture.com/. within 48 hours from the conclusion of the AGM and also communicated to the stock exchanges, where the shares of the Company are listed.
- The resolutions proposed will be deemed to have been passed on the date of the AGM subject to the receipt of the requisite number of votes in favor of the resolutions.

For and on Behalf of
Parin Furniture Limited
Sd/-

Date: 25th August, 2020
Place : Rajkot

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

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

The following Explanatory Statement sets out all material facts relating to the special business:

Item No.3

The Members of the Company at the 9th Annual General Meeting ('AGM') approved the appointment of M/s. BHAVIN ASSOCIATES, Chartered Accountants, as the Auditors of the Company for a period of five years from FY 2015-16 to 2019-20, M/s. BHAVIN ASSOCIATES will complete their present term on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the reappointment of M/s. BHAVIN ASSOCIATES, Chartered Accountants, as the Auditors of the Company for a period of five years from (FY 2020-21 to FY 2024-25) the conclusion of this AGM till the conclusion of the 19th AGM.

M/s. BHAVIN ASSOCIATES have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

None of the directors, their relatives and Key Managerial Personnel of the Company are concerned or interested financially or otherwise in the resolution set out at Item No.3.

Your Directors recommends the resolution at Item No. 3 for your approval and to be passed as Ordinary Resolution.

Item No. 4

The members are apprised that Mr. Umesh Nandani having DIN-00039757 was appointed as the Chairman & Managing Director of the Company for a period of five years effective from 19th April, 2018 in the Extra-ordinary General Meeting of the Company held on 19.04.2018.

Since his appointment, the Company has made significant progress under the leadership of Mr. Umesh Nandani, the Company' operation have grown multi fold during this period.

The Nomination & Remuneration Committee and Board of Directors in its respective meetings held on 28.07.2020, has considered the matter of revision in the remuneration of Mr. Umesh Nandani for service rendered by him as chairman & Managing Director of the Company and keeping in view his achievements and contributions, recommended to the members for revision in payment of remuneration amounting to Rs.3.00 lakhs per month or Rs. 36.00 lakhs per annum (i.e. may be paid monthly or/and annually) to Mr. Umesh Nandani (DIN: 00039757), Chairman & Managing Director of the Company with effect from 1st April, 2020 for remaining duration of appointment upto three years from the effective date.

Further, the revision in the remuneration of Chairman & Managing Director requires the approval of shareholders by way of Special resolution as per provisions of section 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013. Based on the same, the matter is recommended to shareholders for their approval.

None of the directors and /or Key Managerial Personnel of the Company and their relatives, except Mr. Umesh Nandani, Mr. Parin Nandani and his relatives, are in any way concerned or interested in the proposed increment in the remuneration of Mr. Umesh Nandani, Chairman & Managing Director of the Company.

In terms of the requirements as per sub-clause (iv) of the proviso to Section II of Part II of Schedule V to the Act, the information is as furnished below:

<table>
<tr><th colspan="5">I. GENERAL INFORMATION:</th></tr>
<tr><td>1.</td><td>Nature of industry</td><td colspan="3">Furniture</td></tr>
<tr><td>2.</td><td>Date or expected date of commencement of commercial production</td><td colspan="3">Already commence</td></tr>
<tr><td>3.</td><td>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td colspan="3">Already commence</td></tr>
<tr><td>4.</td><td>Financial performance based on given indicators</td><td colspan="3">Financial Performance of the Company for the year ended 31st March, 2020:
Revenue from operations:- 66,28,54,221
Other Income: 48,37,466
Total Expenditure: 63,60,85,484
Net Profit before tax: 3,16,06,200
Profit after tax (after deducting comprehensive income): 2,35,86,231</td></tr>
<tr><td>5.</td><td>Export performance and foreign exchange earned for the financial year ended 31st March, 2020</td><td colspan="3">Foreign Exchange Earning And Out Go:
Particular | 2019-20 | 2018-19
i. Total foreign exchange used (Rs.) | 3,71,27,572.82 | 61,582.50
ii. Total foreign exchange earned on F.O.B basis (Rs.) | - | -</td></tr>
<tr><td>6.</td><td>Foreign investments or collaborations, if any.</td><td colspan="3">No such investment or collaboration except minor shareholding of Non Resident Indians.</td></tr>
<tr><th colspan="5">II. INFORMATION ABOUT THE APPOINTEE:</th></tr>
<tr><td>1.</td><td>Background details</td><td colspan="3">Name:- Mr. Umesh Nandani
Designation:- Chairman & Managing Director
Age:- 54
Experience:- more than 36 years
Qualification:- 12th
Mr. Umesh Nandani is Director of the Company for more than 14 years

Mr. Umesh Nandani is Director of the other Company:
Company | Designation
None | -</td></tr>
<tr><td>2.</td><td>Past remuneration</td><td colspan="3">150000 P.M and rest all other terms and conditions and perquisites as stated in special Resolution dated 19.04.2018 and more particularly described in the principal Agreement dated 19.04.2018 will be available for inspection to the members.</td></tr>
</table>

3.	Recognition or awards	-
4.	Job profile and his suitability	Mr. Umesh Nandani has attained age of 54 years (D.O.B : 21st May, 1966) Mr. Umesh Nandani has more than 36 years rich and varied experience in the furniture business. It would be in the interest of the Company to revise the remuneration of Mr. Umesh Nandani, Chairman & Managing Director. He is responsible for Management & Administration and Increasing Organizational Effectiveness, setting the ultimate direction for the corporation, For reviewing, understanding, assessing, and approving specific strategic directions and initiatives; and for assessing and understanding the issues, forces, and risks that define and drive the company's long-term performance. He is responsible for the smooth and profitable operation of a company's affairs. He supervises and provides consultation to management on strategic planning decisions & sustainability. He is also responsible to perform such other duties as may from time to time be entrusted by the board.
5.	Remuneration proposed	**Rs. 3.00 lakhs per month or Rs. 36.00 lakhs per annum** (i.e. may be paid monthly or/and annually)
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration proposed is within the maximum permissible remuneration as per Schedule V of the Companies Act, 2013 which is comparable with the Companies of the same size and profitability.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial Personnel, if any. (As on cut of date for notice dispatch to members)	Apart from Mr. Umesh Nandani is a Chairman & Managing Director of the Company, he holds 913120 Equity Shares at the Face value of Rs. 10/- each of the Company in his individual capacity. Mr. Umesh Nandani is Father of Mr. Parin Nandani, who is Whole Time Director of the Company.
	III. OTHER INFORMATION	
1.	Reasons of loss or inadequate profits	The Company has reported a turnover of Rs. 66,76,91,686/- for the year ended on 31st March, 2020 as against Rs. 70,92,22,760/- for the previous year ended on 31st March, 2019. The Company has reported a net profit after tax of Rs. 2,35,86,231/- for F.Y.2019-2020 as against net profit after tax of Rs. 2,70,29,160/- for F.Y.2018-2019 The proposed remuneration is less than the maximum permissible remuneration prescribed as per Schedule V of the Companies Act, 2013 in case of no profits/inadequate profits pursuant to the approval of the shareholders.
2.	Steps taken or proposed to be taken for improvement	To address these challenges, the Company has initiated several measures towards achieving organizational and operating efficiencies, alongside working on improvements in process and controls. These cut across manufacturing, supply, chain, quality and other domains, and address issues of cost controls, value analysis.

3.	Expected increase in productivity and profits in measurable terms	It is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects that productivity and profitability may improve and would be comparable with the industry average.
(IV) DISCLOSURES		
1.	The Shareholders of the Company shall be informed of the remuneration package of the managerial person.	The remuneration paid to Mr. Umesh Nandani stated above . Rs.3.00 lakhs per month or Rs. 36.00 lakhs per annum (i.e. may be paid monthly or/and annually) with effect from 1st April, 2020 for remaining duration of appointment upto three years from the effective date and rest all other terms and conditions and perquisites will remain same as it were decided at the time of appointment as Managing Director and more particularly described in the principal Agreement dated 19.04.2018

The Directors recommended resolution for the approval by the members as **Special Resolution** as set out in Item No. 4 of the Notice.

Item No. 5

The members are apprised that Mr. Parin Nandani having DIN-02343309 was appointed as the Whole Time Director of the Company for a period of five years effective from 10th June, 2019 by the Board of Directors of the Company at a Remuneration of Rs. 1,50,000/- per month and with other perquisites and Members have approved his appointment along with all terms and conditions of Appointment as Whole-Time Director including Remuneration and Perquisites in the13th Annual General Meeting of the Company held on 16th September, 2019.

The Nomination & Remuneration Committee and Board of Directors in its respective meetings held on 28.07.2020, has considered the matter of revision in the remuneration of Mr. Parin Nandani for service rendered by him as Whole Time Director of the Company and keeping in view his achievements and contributions, recommended to the members for revision in payment of remuneration amounting to Rs.3.00 lakhs per month or Rs. 36.00 lakhs per annum (i.e. may be paid monthly or/and annually) to Mr. Parin Nandani (DIN: 02343309), Whole Time Director of the Company with effect from 1st April, 2020 for remaining duration of appointment upto three years from the effective date.

Further, the revision in the remuneration of Whole Time Director requires the approval of shareholders by way of **Special resolution** as per provisions of section 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013. Based on the same, the matter is recommended to shareholders for their approval.

None of the directors and /or Key Managerial Personnel of the Company and their relatives, except Mr. Parin Nandani , Mr. Umesh Nandani and his relatives, are in any way concerned or interested in the proposed increment in the remuneration of Mr. Parin Nandani, Whole Time Director of the Company.

In terms of the requirements as per sub-clause (iv) of the proviso to Section II of Part II of Schedule V to the Act, the information is as furnished below:

I. GENERAL INFORMATION:		
1.	Nature of industry	Furniture
2.	Date or expected date of commencement of commercial production	Already commence
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the	Already commence

<table>
<tr><td></td><td>prospectus</td><td colspan="3"></td></tr>
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<tr><td></td><td></td><td colspan="2">Other Income:</td><td>48,37,466</td></tr>
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<tr><td>6.</td><td>Foreign investments or collaborations, if any.</td><td colspan="3">No such investment or collaboration except minor shareholding of Non Resident Indians.</td></tr>
<tr><td colspan="5">II. INFORMATION ABOUT THE APPOINTEE:</td></tr>
<tr><td>1.</td><td>Background details</td><td colspan="3">Name:- Mr. Parin Nandani
Designation:- Whole Time Director
Age:- 30
Experience:- more than 8 years
Qualification:- F.Y. B.B.A
Mr. Parin Nandani is Director of the Company for more than 8 years

Mr. Parin Nandani is Director of the other Company:</td></tr>
<tr><td></td><td></td><td>Company</td><td>Designation</td><td></td></tr>
<tr><td></td><td></td><td>Pearl Furniture Private Limited</td><td>Director</td><td></td></tr>
<tr><td>2.</td><td>Past remuneration</td><td colspan="3">150000 P.M and rest all other terms and conditions and perquisites as stated in earlier special Resolution dated 16.09.2019</td></tr>
<tr><td>3.</td><td>Recognition or awards</td><td colspan="3">-</td></tr>
</table>

4.	Job profile and his suitability	Mr. Parin Nandani has attained age of 30 years (D.O.B : 8th April, 1990) Mr. Parin Nandani has more than 8 years rich and varied experience in the furniture business. It would be in the interest of the Company to revise the remuneration of Mr. Parin Nandani, whole Time Director. He is responsible for Business Development & Sales and setting the ultimate direction for the Business Development, For reviewing, understanding, assessing, and approving specific strategic directions and initiatives; and for assessing and understanding the issues, forces, and risks that define and drive the company's long-term performance. He is responsible for the smooth and profitable operation of a company's affairs. He supervises and provides consultation to management on strategic Business development & sustainability. He is also perform such other duties as may from time to time be entrusted by the board.
5.	Remuneration proposed	**Rs. 3.00 lakhs per month or Rs. 36.00 lakhs per annum** (i.e. may be paid monthly or/and annually)
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration proposed is within the maximum permissible remuneration as per Schedule V of the Companies Act, 2013 which is comparable with the Companies of the same size and profitability.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial Personnel, if any. (As on cut of date for notice dispatch to members)	Apart from Mr. Parin Nandani is a Whole Time Director of the Company, he holds 1342280 Equity Shares at the Face value of Rs. 10/- each of the Company in his individual capacity. Mr. Parin Nandani is son of Mr. Umesh Nandani, who is Chairman & Managing Director of the Company.
III. OTHER INFORMATION		
1.	Reasons of loss or inadequate profits	The Company has reported a turnover of Rs. 66,76,91,686/- for the year ended on 31st March, 2020 as against Rs. 70,92,22,760/- for the previous year ended on 31st March, 2019. The Company has reported a net profit after tax of Rs. 2,35,86,231/-. for F.Y 2019-2020 as against net profit after tax of Rs. 2,70,29,160/- for F.Y 2018-2019 The proposed remuneration is less than the maximum permissible remuneration prescribed as per Schedule V of the Companies Act, 2013 in case of no profits /inadequate profits pursuant to the approval of the shareholders.
2.	Steps taken or proposed to be taken for improvement	To address these challenges, the Company has initiated several measures towards achieving organizational and operating efficiencies, alongside working on improvements in process and controls. These cut across manufacturing, supply, chain, quality and other domains, and address issues of cost controls, value analysis.
3.	Expected increase in productivity and profits in measurable terms	It is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects that productivity and profitability may improve and would be comparable with the industry average.
(IV) DISCLOSURES		
1.	The Shareholders of the Company shall be informed of the remuneration package of the	The remuneration paid to Mr. Parin Nandani stated above . **Rs. 3.00 lakhs per month or Rs. 36.00 lakhs per annum** (i.e. may be paid monthly or/and annually) with effect from 1st April, 2020

	managerial person.	for remaining duration of appointment upto three years from the effective date and rest all other terms and conditions and perquisites will remain same as it were decided at the time of appointment as Whole Time Director and more particularly described in earlier special Resolution dated 16.09.2019

The Directors recommended resolution for the approval by the members as **Special Resolution** as set out in Item No.5 of the Notice.

Item No. 6

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain the prior approval of Board of Directors and in case of the Company having paid up share capital of not less than such amount or transactions exceeding such sums as prescribed in the Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014 of the Companies Act, 2013, prior approval of the shareholders by way of a Ordinary Resolution must be obtained:

(a) sale, purchase or supply of any goods or materials;

(b) selling or otherwise disposing of, or buying, property of any kind;

(c) leasing of property of any kind;

(d) availing or rendering of any services;

(e) appointment of any agent for purchase or sale of goods, materials, services or property;

(f) such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company; and

(g) underwriting the subscription of any securities or derivatives thereof, of the company:

In the light of the provisions of the Companies Act, 2013 and ("the Act"), the Board of Directors of your Company has proposed for the transaction as mentioned in the resolution for the financial year 2020-21.

The respective transaction may carry out on arm's Length basis and all factors relevant to the respective transaction may consider by the Board.

The Board accordingly recommends the resolution for your approval as an Ordinary Resolution as set out in Item No. 6 of the Notice.

ANNEXURE- I

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT 14TH ANNUAL GENERAL MEETING

Name of Director	**MR. PARIN U. NANDANI**
Date of Birth	08/04/1990
Age	30
Date of Appointment on the Board of Company	03/03/2018
Education Qualification	F.Y. B.B.A
Relationship with other KMPs, Directors etc.	As prescribed in Board's Report
Shareholding In Company	No. of Shares - 13,42,280 (12.07%)
Experience (in years)	More than 8 years
Area of Expertise	Business Development and Sales
Directorship in other public company	Pearl Furniture Private Limited (Deemed Public Company)
Membership in Committee of other Public Company	NIL

For and on Behalf of
Parin Furniture Limited

Sd/-

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

Date: 25th August, 2020
Place : Rajkot

BOARD'S REPORT

TO,
THE MEMBER,

Your Directors have pleasure in presenting the 14th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended on March 31, 2020.

SUMMARY OF FINANCIAL HIGHLIGHTS:

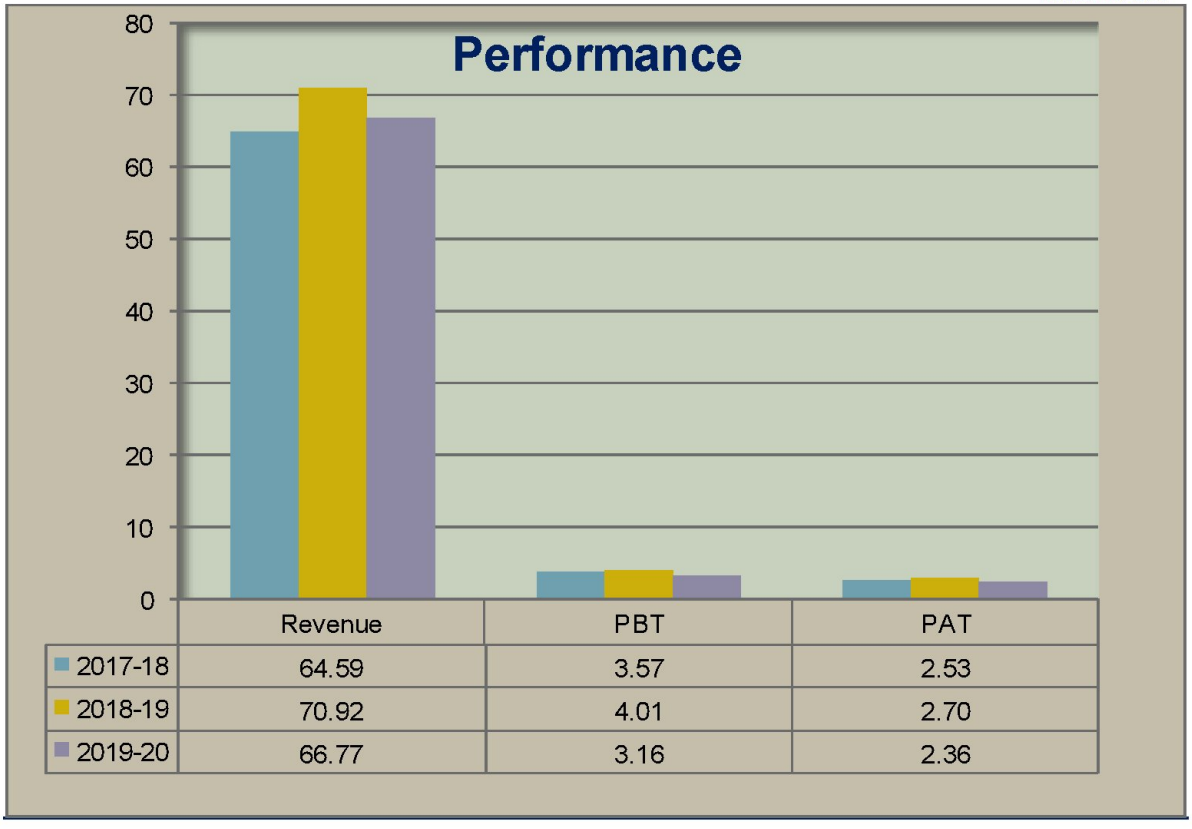
The standalone and consolidated performance of the Company for the financial year ended on March 31, 2020 is summarized below:

FINANCIAL SUMMARY OF THE COMPANY:

(Amount in Rs)

	STANDALONE		CONSOLIDATED	
Particulars	**2019-20**	**2018-19**	**2019-20**	**2018-19**
Revenue from Operations	66,28,54,221	70,58,67,040	67,05,30,537	71,25,45,310
Other Income	48,37,466	33,55,720	52,55,958	32,95,694
Total Revenue	66,76,91,686	70,92,22,760	67,57,86,495	71,58,41,004
Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense	5,70,61,632	6,59,39,978	9,28,73,003	9,60,11,741
Less Depreciation /Amortization	50,81,830	49,27,428	93,64,832	81,14,560
Profit/Loss before Finance Costs, Exceptional items and Tax Expense	5,19,79,802	6,10,12,550	8,35,08,171	8,78,97,181
Less: Finance Costs	2,03,73,602	2,09,61,714	2,94,14,383	2,66,26,131
Profit/Loss before Exceptional items and Tax Expense	3,16,06,200	4,00,50,836	5,40,93,788	6,12,71,050
Add/(Less): Exceptional Items	--	--	--	--
Profit (Loss) before tax Expense	3,16,06,200	4,00,50,836	5,40,93,788	6,12,71,050
Less: Tax Expenses				
Current Tax	86,96,230	82,52,780	1,26,50,230	1,39,87,780
Previous Year Tax	4,31,399	12,29,455	9,22,899	19,72,826
Deferred Tax	-11,07,659	35,39,440	21,88,626	42,88,397
Profit (Loss) After tax	**2,35,86,231**	**2,70,29,160**	**38,332,033**	**4,10,22,048**
Earning Per Equity Share	**2.12**	**2.83**	**3.43**	**4.27**

INR in Cr.



	Revenue	PBT	PAT
2017-18	64.59	3.57	2.53
2018-19	70.92	4.01	2.70
2019-20	66.77	3.16	2.36

PERFORMANCE AND OPERATION REVIEW

➢ STAND ALONE FINANCIAL RESULTS:

Performance of your Company for the year under review has remained very encouraging. Total income was Rs. 66,76,91,686 (previous year Rs. 70,92,22,760). Tax expenses were Rs.91,27,629 (previous year Rs. 94,82,235). The net profit after tax was Rs.2,35,86,231 (previous year Rs. 2,70,29,160).

➢ CONSOLIDATED FINANCIAL STATEMENT:

Pursuant to the provisions of Section 129 and 134 and 136 of the Companies Act, 2013 read with rules framed there under and pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015, your Company had prepared consolidated financial statements of the Company and its subsidiary i.e. PEARL FURNITURE PRIVATE LIMITED (CIN: U36100GJ2013PTC073483). The annual financial statements and related detailed information of the subsidiary company will be provided on specific request made by any shareholders and the said financial statements and information of subsidiary companies are open for inspection at the registered office of the company during office hours on all working day except Saturday, Sunday and Public holidays The separate audited financial statement in respect of the subsidiary company is also available on the website of the Company. As required under Regulation 33 of SEBI (LODR) Regulations, 2015 and in accordance with the requirements of AS 21, the Company has prepared Consolidated Financial Statements of the Company and its subsidiary and is included in the Annual Report. Consolidate Performance and Operation review are as shown above. A report on the performance and financial position of Associate and wholly owned subsidiary of your Company including capital, reserves, total assets, total liabilities, details of investment, turnover, etc., pursuant to Section 129 of the Companies Act, 2013 in the Form **AOC-1** which forms part and parcel of this Annual Report.

RESERVES:

The Board of Directors of your Company, has decided not to transfer any amount to the reserves for the year under review.

DIVIDEND:

The Board of Directors of your Company with a view of Ploughing back of profit have not recommend any Dividend for the year ended on March 31, 2020.

PUBLIC DEPOSIT:

During the year under review, the company has not accepted or renewed any deposit from the public falling within the ambit of section 73 of Companies Act 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

SHARE CAPITAL:

At present, the Company has Equity shares having face value of Rs. 10 each. The authorized share capital of the company is Rs. 12,50,00,000/- comprising of 1,25,00,000 Equity shares of Rs. 10 each. The paid up share capital of the company is Rs. 11,11,80,000/- comprising 1,11,18,000 equity shares of Rs. 10 each.

EQUITY INFUSION:

During the year under review, there is no infusion of Equity share capital.

LISTING:

The Equity Shares of the Company are listed on SME Emerge Platform of NSE Limited.. The Company is regular in payment of Annual Listing Fees and other compliance fees.

DEMATERIALISATION OF EQUITY SHARES:

All the Equity Shares of the Company are in dematerialized form with either of the depositories viz. NSDL and CDSL. The ISIN No. allotted is INE00U801010.

DIRECTORS & KEY MANAGERIAL PERSON [KMP]:

During the Year under review, Following Directors and Key Managerial Personnel(s) were appointed and resigned from the board of the Company:

- **Independent Directors**

There is no change in Independent Directors during the year.

- **Chief Financial Officer and Company Secretary**

Ms. Krishna Lodhiya, Company Secretary (CS) and Mr. Kamal Shah, Chief Financial Officer (CFO) were resigned from the Company w.e.f. 2nd July, 2019 due to their personal reasons and in place of them, Company has appointed Ms. Kajal Shah (ACS: A51907) as Company Secretary (CS) and Mr. Roshan Gupta as Chief Financial Officer (CFO) of the Company w.e.f. 2nd July, 2019.

Thereafter Mr. Roshan Gupta as Chief Financial Officer (CFO) was resigned w.e.f. 1st January, 2020 due to his personal reasons and in place of him, Company has appointed Ms. Alpa V. Jogi as Chief Financial Officer (CFO) of the Company w.e.f. 1st January, 2020.

Thereafter Ms. Kajal Shah (ACS: A51907) as Company Secretary (CS) was resigned from the Company w.e.f. 1st February, 2020 due to her personal reasons and in place of her, Company has appointed Mr. Kishor Kikani as Company Secretary (CS) of the Company w.e.f. 11th July, 2020.

- **Managing Director & Whole Time Director**

Designation of Mr. Deven D. Nandani has been changed from whole Time Director to Non-Executive Director w.e.f. 10th June, 2019 and Mr. Parin Umeshbhai Nandani, has been appointed as Whole Time Director w.e.f. 10.06.2019.

DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:

Name of Directors	Relationship with other Directors
Umesh D. Nandani	He is Father of WTD Mr. Parin U. Nandani
Parin U. Nandani	He is Son of Managing Director Mr. Umesh D. Nandani
Deven Dipesh Nandani	None (As per definition of Relative)
Dayalal Harjivanbhai Kesharia	None
Shweta Chirag Kathrani	None

RETIREMENT BY ROTATION :

In terms of Section 152 of the Companies Act, 2013, Mr. Parin U. Nandani (DIN: 02343309), Whole Time Director of the Company is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible, offered himself for re-appointment. Brief profile of Director seeking Appointment/Re-appointment is given in **Annexure I** of the Notice and also presented in Board's Report.

The Board confirms that none of the Directors of the Company is disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and necessary declaration has been obtained from all the Directors in this regard.

BOARD EVALUATION:

Pursuant to the section 134(3)(p) of Companies Act, 2013 read with Rule 8 (4) of Companies Account Rule, 2014 and SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Board has carried out an annual performance evaluation of its own performance, the Directors individually, as well as the Board Committees.

DECLARATION BY INDEPENDENT DIRECTORS:

Every Independent Director, at the first meeting of the Board in which he participates as a Director and hereafter at the first meeting of the Board in every Financial Year, gives a declaration that he meets the criteria of independence as provided under section 149(7) of the Companies Act, 2013 and under Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015and accordingly the Company has received necessary declaration from each Independent Director under section149(7) of the Companies Act, 2013 and as per Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 that he/she meets with the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and SEBI (LODR)Regulations.

The independent directors are required to take an online proficiency self assessment test conducted by IICA, therefore they are registered for the same as under:

Mr. Dayalal Harjivanbhai Kesharia: ID Reg No: IDDB-DI-202002-017876
Ms. Shweta Chirag Kathrani: ID Reg No: IDDB-DI-202002-017239

During the year, the Independent Directors meeting was held on 09.03-2020 and all the Independent Directors was present at the meeting.

COMMITTEES OF BOARD:

1. AUDIT COMMITTEE:

The Board of Directors of the Company has constituted an Audit Committee on 20.04.2018. The Constitution, composition and functioning of the Audit Committee also meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the recommendations of Audit Committee has been accepted by the Board of Directors of the Company.

The Composition of the Committee is as under:

Sr. No.	Name	Designation
1.	Mr. Dayalal Harjivanbhai Kesharia – Independent Director	Chairperson
2.	Ms. Shweta Chirag Kathrani – Independent Director	Member
3.	Mr. Parin Umeshbhai Nandani Non Executive – Non Independent Director	Member (UPTO 09th June, 2019)
4	Mr. Deven Dipesh Nandani Non Executive – Non Independent Director	Member (W.E.F. 10th June, 2019)

Meeting:

During the financial year ended March 31, 2020, the Members of the Audit Committee met 8 (Eight) Times on (1) 29-04-2019, (2) 21-05-2019, (3) 01.07.2019, (4) 10-08-2019, (5) 21.10.2019, (6) 11-11-2019, (7) 26.12-2019 (8) 09.03-2020 and all the members have attended the meeting. Company Secretary acted as secretary of the Audit Committee and CFO has also attended the meetings.

Terms & Reference of audit committee:

The Role of Audit Committee together with its powers as Part C of Schedule II of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 shall be as under:

1. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval;
5. Reviewing, with the management, the half yearly financial statements before submission to the board for approval, with particular reference to;
    - matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
    - changes, if any, in accounting policies and practices and reasons for the same;
    - major accounting entries involving estimates based on the exercise of judgment by management;
    - significant adjustments made in the financial statements arising out of audit findings;
    - compliance with listing and other legal requirements relating to financial statements;
    - disclosure of any related party transactions;
    - modified opinion(s) in the draft audit report
6. Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the company.
16. Discussing with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
18. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
19. The Audit Committee shall have authority to investigate into any matter in relation to the items specified in section 177(4) of Companies Act 2013 or referred to it by the Board.
20. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
21. To review the functioning of the whistle blower/Vigil mechanism;

22. Approving the appointment of the Chief Financial Officer (i.e. the whole time finance director or any other person heading the finance function) after assessing the qualifications, experience and background, etc., of the candidate; and;
23. Audit committee shall oversee the vigil mechanism.
24. Audit Committee will facilitate KMP/auditor(s) of the Company to be heard in its meetings.
25. Carrying out any other function as is mentioned in the terms of reference of the audit committee or containing into SEBI Listing Regulations 2015.

Further, the Audit Committee shall mandatorily review the following:

a) Management discussion and analysis of financial condition and results of operations;
b) Statement of significant related party transactions (as defined by the audit committee),submitted by management;
c) Management letters / letters of internal control weaknesses issued by the statutory auditors;
d) Internal audit reports relating to internal control weaknesses; and
e) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
f) Statement of deviation

2. NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors of the Company has constituted Nomination and Remuneration Committee ("NRC") on 20.04.2018. The Constitution, composition and functioning of the Nomination and Remuneration Committee also meets with the requirements of Section 178(1) of the Companies Act, 2013.and Regulation 19 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Composition of the Committee is as under:

Sr. No.	Name	Designation
1.	Ms. Shweta Chirag Kathrani Independent Director	Chairperson
2.	Mr. Dayalal Harjivanbhai Kesharia Independent Director	Member
3.	Mr. Parin Umeshbhai Nandani Non Executive – Non Independent Director	Member (UPTO 09th June, 2019)
4	Mr. Deven Dipesh Nandani Non Executive – Non Independent Director	Member (W.E.F 10th June, 2019)

Meeting

During the financial year ended on March 31, 2020, the Members of the Nomination and Remuneration Committee met **5 (Five)** Times on (1) 29-04-2019, (2) 01-06-2019 and (3) 01-07-2019 (4) 26.12.2019 (5) 29.01.2020 and all the members have attended the meeting. Company Secretary acted as secretary of the Nomination and Remuneration Committee.

Terms & Reference of Nomination and Remuneration committee:

1. Identify persons who are qualified to become directors and may be appointed in senior management in accordance with the Criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
2. Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the board a policy relating to the remuneration for directors, KMPs and other employees.
3. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
4. Devising a policy on diversity of board of directors;
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
6. Determine our Company's policy on specific remuneration package for the Managing Director / Executive Director including pension rights.
7. Decide the salary, allowances, perquisites, bonuses, notice period, severance fees and increment of Executive Directors.

8. Define and implement the Performance Linked Incentive Scheme (including ESOP of the Company) and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.
9. Decide the amount of Commission payable to the Whole time Directors.
10. Review and suggest revision of the total remuneration package of the Executive Directors keeping in view the performance of the Company, standards prevailing in the industry, statutory guidelines etc.
11. To formulate and administer the Employee Stock Option Scheme.

3. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Board of Directors of the Company has constituted Stakeholders' Relationship Committee on 20.04.2018. The Constitution, composition and functioning of the Stakeholders' Relationship Committee also meets with the requirements of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Composition of the Committee is as under:

Sr. No.	Name	Designation
1.	Mr. Parin Umeshbhai Nandani Non Executive- Non Independent Director	Chairman (UPTO 09th June, 2019)
2.	Mr. Deven Dipesh Nandani Non Executive – Non Independent Director	Chairman (W.E.F. 10th June, 2019)
3.	Ms. Shweta Chirag Kathrani Independent Director	Member
4.	Mr. Dayalal Harjivanbhai Kesharia Independent Director	Member

Meeting

During the financial year ended on March 31, 2020, the Members of the Stakeholders' Relationship Committee met **2 (Two)** Times on (1) 10-04-2019, (2) 31.01.2020 and all the members have attended the meeting. Company Secretary acted as secretary of the Committee meetings.

Terms & Reference of Stakeholders' Relationship Committee:

Redressal of shareholders' and investors' complaints, including and in respect of:

1. Allotment, transfer of shares including transmission, splitting of shares, changing joint holding into single holding and vice versa, issue of duplicate shares in lieu of those torn, destroyed, lost or defaced or where the cages in the reverse for recording transfers have been fully utilized.
2. Issue of duplicate certificates and new certificates on split/consolidation/renewal, etc.; and
3. Review the process and mechanism of redressal of Shareholders /Investors grievance and suggest measures of improving the system of redressal of Shareholders /Investors grievances.
4. non-receipt of share certificate(s), non-receipt of declared dividends, non-receipt of interest/dividend warrants, non-receipt of annual report and any other grievance/complaints with Company or any officer of the Company arising out in discharge of his duties.
5. Oversee the performance of the Registrar & Share Transfer Agent and also review and take note of complaints directly received and resolved them.
6. Oversee the implementation and compliance of the Code of Conduct adopted by the Company for prevention of Insider Trading for Listed Companies as specified in the Securities & Exchange Board of India (Probation of insider Trading) Regulations, 1992 as amended from time to time.
7. Any other power specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed by it in a duly conducted Meeting,
8. Carrying out any other function contained in the equity listing agreements as and when amended from time to time."

SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES :

Your company has acquired 19 lacs Equity Share of Rs. 10 each of M/s. Pearl Furniture Private Limited (CIN: U36100GJ2013PTC073483) out of 19.30 Lacs Equity shares i.e. holding 98.45%and thereby M/s. Pearl Furniture Private Limited. is a Subsidiary Company u/s 2(87)of the Companies Act, 2013 w.e.f. 01st June, 2017.

Our subsidiary company i.e. Pearl Furniture Private Limited is engaged in manufacturing of furniture items like Bed Room furniture, Chairs, Hospital Furniture, School Furniture etc. Attached Annual Report on Statement Containing Salient features of the financial statement of Subsidiaries as AOC –I with the Annual Report.

NUMBER OF BOARD MEETINGS:

During the financial year ended on March 31, 2020, the Board of Directors met **9 (Nine) Times**, the details of which is given below. The maximum interval between any two meetings did not exceed 120 days. The prescribed quorum was presented for all the Meetings and Directors of the Company actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

Name of Directors		Mr. Umesh D. Nandani	Mr. Parin U. Nandani	Mr. Deven D. Nandani	Mr. Dayalal H. Kesharia	Mrs. Shweta C. Kathrani
Designation as on 31-03-2020		Managing Director	Non-Executive Director upto 09-06-2019 and Whole Time Director w.e.f. 10-06-2019	Whole-Time Director upto 09-06- 2019 and Non-Executive Director w.e.f. 10-06-2019	Independent Director	Independent Director
Date of Board Meeting & Attendance of meeting (Y/N)						
1	30-04-2019	Y	Y	Y	Y	Y
2	21-05-2019	Y	Y	N	Y	Y
3	10-06-2019	Y	Y	Y	N	Y
4	02-07-2019	Y	Y	Y	Y	Y
5	10-08-2019	Y	Y	Y	Y	Y
6	29-08-2019	Y	Y	Y	Y	N
7	11-11-2019	Y	Y	Y	Y	Y
8	26-12-2019	Y	Y	Y	Y	Y
9	31-01-2020	Y	Y	Y	N	Y

EXTRACT OF THE ANNUAL RETURN:

Pursuant to Section 134(3)(a) of the Companies Act, 2013 read with rules 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of annual return is annexed herewith as **Annexure III** in **MGT-9** and forming part of the report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

The Company has not granted any loan and has not made any investment during the year under review and details of existing investment is given in the note 11 of notes to the Financial Statements and also disclosed herewith:

DETAILS OF EXISTING INVESTMENT				
Name& CIN of Company	Type of Investment	No. of Shares Acquired	Amount of Investment	Extent of Holding
PEARL FURNITURE PRIVATE LIMITED (CIN: 36100GJ2013PTC073483)	In Equity Shares	19,00,000	4,05,58,000	98.45%

As stated aforesaid, by virtue of this Investment, the Company Pearl Furniture Private Limited has became subsidiary Company.

The Company has given Corporate guarantee for PEARL FURNITURE PRIVATE LIMITED (CIN: U36100GJ2013PTC073483), a subsidiary Company has availed various Credit Facilities of Rs. 9.30 Crores from STATE BANK OF INDIA during the year, which has been increased to Rs.11.23 Crores after year ended

CHANGES IN THE NATURE OF BUSINESS:

For sustained growth in future, Company wants to rely on the main business of Company; there is **NO** change in nature of business during the financial Year 2019-20.

WEB SITE:

www.parinfurniture.com is the website of the company. All the requisite details, policy are placed on this website of the Company.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATES AND THE DATE OF THE REPORT:

There are no such Material Changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report which can affect the financial position of the Company.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

No such Order have been passed by the Regulators/Court or Tribunals which can impact the going concern status and Company's operation in future.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION:

The salient features of the Policy on Directors' appointment and remuneration of Directors, KMP & senior employees and other related matters are as provided under Section 178(3) of the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and any other re-enactment(s) for the time being in force. Nomination and Remuneration policy is available at the website of the Company. http://www.parinfurniture.com/.

INVESTOR GRIEVANCE REDRESSAL POLICY:

The Company has adopted an internal policy for Investor Grievance handling, reporting and solving.

PARTICULARS OF EMPLOYEES AND REMUNERATION:

The information required under Section 197 & Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given below.

a) Ratio of Remuneration of each Director to the Employees' median remuneration:

Particulars	Designation	Remuneration (p.a.)	Median Remuneration (p.a.)	Ratio
Umesh Nandani	Managing Director	18,00,000	1,98,000	9.09
Deven Nandani*	Non-Executive Director	3,80,000	1,98,000	1.92
Parin Nandani**	Whole Time Director	13,50,000	1,98,000	6.82

* Mr. Deven Nandani is Non-Executive Director w.e.f. 10.06.2019 before that he was Whole Time Director.

**Mr. Parin Nandani is Whole Time Director w.e.f. 10.06.2019 before that he was Non Executive Director.

b) the percentage increase in remuneration of Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year are as under:

- Company Secretary & Compliance Officer and Chief Financial Officer of the Company Appointed and Resigned as below, therefore there is no such increase in remuneration:

  Mr. Kamal Shah was resigned on 01.07.2019.
  Mr. Roshan Gupta was appointed w.e.f. 02.07.2019 and resigned. w.e.f 01.01.2020
  Ms. Alpa Jogi is appointed w.e.f 01.01.2020.
  Krishna Lodhiya was resigned on 01.07.2019.
  Kajal Shah was appointed w.e.f. 02.07.2019 and resigned w.e.f 01.02.2020

- The percentage increase in remuneration of each directors :

Particulars	Designation	Remuneration (p.a.) 2019-20	Remuneration (p.a.) 2018-19	Increase/ Decrease (p.a.)
Umesh Nandani	Managing Director	18,00,000	18,00,000	Nil
Deven Nandani*	Non-Executive Director	3,80,000	9,60,000	-5,80,000
Parin Nandani**	Whole Time Director	13,50,000	Nil	13,50,000

* Mr. Deven Nandani is Non-Executive Director w.e.f. 10.06.2019 before that he was Whole Time Director..

**Mr. Parin Nandani is Whole Time Director w.e.f. 10.06.2019 before that he was Non Executive Director.

c) Number of permanent Employees on the rolls of the Company as on 31st March, 2020 - 114

d) Sub-clause (xii) of Rule 5(1): It is hereby affirmed that the remuneration paid is as per the Remuneration policy of the Company.

e) The percentage increase in the median remuneration of employees for the financial year 2019-20 is -0.45%

f) The average increase in the managerial remuneration for the F.Y 2019-20 is 27.90% and the average increase in the salary of employees other than managerial personnel for the FY 2019-20 is 4.34%.

g) Information relating to Top 10 Employees as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and amendments thereof:

Sr No	Employee Name	Designation	Nature of Employment (Whether contractual or otherwise)	Educational Qualification	Age	Experience (In Years)	Date of joining	Gross Remuneration Paid (For the year 19-20) in Rs.	Previous employment	the percentage of equity shares held by the employee in the company	Relative of any director/ Manger (Yes/No) If yes then name of such director and manager
1	Sushil Chauhan	VP - Health Care Division	On Roll	MBA, Bsc & Diploma in pharmacy	36	15	01/03/2020	187500	Midmark India Pvt Ltd	No	No
2	Kumar Anjaria	VP	On roll	Graduate	55	28	01/01/2011	132000	Automotive Pvt Ltd	No	No
3	Rohan Thakkar	DGM-Project	On roll	Master	37	20	01/02/2011	110000	Maruti Architectural Products Pvt Ltd	No	No
4	Alpa Jogi	CFO	On Roll	CA	28	7	01/01/2020	75000	Pearl Furniture Pvt. Ltd.	No	No
5	Krishnan Majumder	Regional Manager	On roll	Master	41	15	15/11/2018	80000	Saaj	No	No
6	Hardik Thakkar	Divisional Head	On roll	Master	36	15	01/01/2012	95000	Future Group	No	No
7	Keyur Manek	Divisional Head	On Roll	Graduate	36	19	28/06/2002	77500	Poonam Furniture	No	No
8	Raj Raychrua	Manager/ Accounts	On roll	B.Com CA	30	8	01/09/2017	53400	J. M Baxi	No	No
9	MukeshRamchandani	Asst. Branch Manager	On Roll	Under Graduate	31	16	01/03/2014	60000	Shree Ram Furniture	No	No
10	Ajay Kalaria	MIS Manager	On Roll	LLB	39	20	12/06/2016	62600	Kothari & Company	No	No

INSURANCE:
All the assets of the company are adequately insured and the Company has developed proper system for taking insurance on all its insurable assets in order to mitigate the risk.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:
All transactions entered into with the related parties as defined under the Companies Act, 2013 during the financial year were in the ordinary course of business and on arm's length pricing basis. Form AOC-2 is attached to Board's Report as **Annexure - II**.

FUTURE OUTLOOK:

Our Company is a provider of wide and exclusive range of furniture and lifestyle products for several consumers. Our Company is managed by experienced and dedicated promoters to address the changing needs of customers in furniture industry. We are consistent in supplying of quality products round the year as customized products are made available to them as per the market demand.

Our Company has been associated with some of the prestigious projects for education furniture such as Rashtriya Madhyamik Shiksha Abhiyan, Sarva Shiksha Abhiyan, IIT Guwahati, IIT Gandhinagar & various Medical Colleges falling under the AIIMS umbrella. Moreover, we have supplied Waiting Area Seating Systems at airports of the country which gave us the confidence to bid & win a global tender for Airport Seating Systems in technical collaboration with C.C.M Srl Group, Italy. In the health care sector, our Company has successfully executed high value orders for Medical & Non Medical Furniture for various Project Implementation Units (PIU's), HLL Infratech Services P Ltd (Under the Government of India Health & Family Welfare Dept), multiple AIIMS, U N Mehta Institute of Cardiology & Research and so on. As stated earlier, we are now poised in a very strong position with our affiliation with Airports Authority of India.

All these and many more factors have fueled the organization's efforts to becoming a major player in India in the health care & education furniture products industry.

SECRETARIAL AUDITOR:
M/s. K. P. Rachchh & Co., Practicing Company Secretaries (Membership No. FCS: 5156; CP No: 3974), Rajkot has been appointed by board as a secretarial auditor of Company for Financial Year 2019-20. There has been no qualification, reservation or adverse remark or declaimer made by secretarial auditor.

The Secretarial Audit report for Financial Year is attached herewith as **Annexure V.**

The observations and comments, if any, appearing in the Secretarial Audit Report are self-explanatory and do not call for any further explanation / clarification. The Secretarial Auditors Report does not contain any qualification, reservation or adverse remark.

SECRETARIAL STANDARDS AND STATEMENT FOR COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS:
Secretarial Standards issued by the Institute of Company Secretaries of India as applicable to the Company were followed and complied with during 2019-20. The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively

We hereby states the Company has complied all applicable Secretarial Standards to the extend its applicable.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:
The Company has in all material respects, an adequate Internal Financial Control System over Financial Reporting and such Internal Financial controls over financial reporting were operating effectively.

The company has proper and adequate system of Internal control to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transaction are authorized, recorded and reported correctly. The company has effective system in place for achieving efficiency in operations, optimum and effective utilization of resources, monitoring thereof and compliance with applicable laws. Company has also appointed Mr. Ajay Kalaria as Internal Auditor who will look at Internal Control and report to the Audit Committee and Board.

STATUTORY AUDITORS :

M/s. Bhavin Associates., Chartered Accountants, Rajkot holds office until the conclusion of 14th Annual General Meeting for the financial year 2019-2020. The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the reappointment of M/s. BHAVIN ASSOCIATES, Chartered Accountants, as the Auditors of the Company for a period of five years from (FY 2020-21 to FY 2024-25) the conclusion of this AGM till the conclusion of the 19th AGM.

M/s. BHAVIN ASSOCIATES have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

STATUTORY AUDITORS REPORT:

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditor' Report does not contain any qualification or reservation. No fraud has been reported by the Auditors under section 143(12) of the Companies Act, 2013 requiring disclosure in the Board's Report.

CORPORATE SOCIAL RESPONSIBILITY(CSR):

The Company is not coming under the criteria as mentioned in Section 135 of the Companies Act, 2013 which specifies the requirement of forming the Corporate Social Responsibility Committee and for spending as CSR Expense.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

In accordance with the provisions of section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, the relevant information pertaining to conservation of energy, technology absorption, foreign exchange earning and outgo are as follows:

[A] Conservation of Energy

(i) the steps taken or impact on conservation of energy; : Conservation of energy is always been an area of priority in the Company's operations. The Company has consumed power of Rs 23,77,560.54/- (P.Y. Rs. 26,90,183.37/-) for the year under review.
(ii) the steps taken by the company for utilising alternate sources of energy - NIL
(iii) The Capital Investment or Energy conservation Equipments: NIL

[B] Technology Absorption:

Conservation of energy is always been an area of priority in the Company's operations.

(i) The efforts made towards technology absorption;
The Company has adopted indigenous technology. The Company has derived benefits like product improvement, cost reduction and product development
(ii) The Company has not imported any technology during the last three years reckoned from the beginning of the financial year
(iii) the expenditure incurred on Research and Development- NIL
The company has not initiated any research and development activities and thus no Expenditure has been incurred on Research and Development.

[C] Foreign Exchange Earnings and Outgo:

Foreign Earnings : Rs. Nil
Foreign Out Go : Rs. 3,71,27,572.82/-

DIRECTORS' RESPONSIBILITY STATEMENT [DRS]:

In accordance with the provisions of sub-section (*5*) of Section 134 of the Companies Act, 2013, Your Directors state that—

a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31.03.2020 and of the profit and loss of the company for that period;

c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records 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; and

e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURE UNDER SEXUAL HARAASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013. :

The Company has always believed in providing a safe and harassment free workplace for every individual working in premises and always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. During the year ended on 31st March, 2020, the Company has not received any complaint pertaining to sexual harassment. Company has also framed and adopted policy and It is hereby stated that the company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 [14 of 2013]. The Said Policy is also available at the Website of the Company.

RISK MANAGEMENT:

In today's economic environment, Risk Management is a very important part of business. The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for the business. Your Company's risk management is embedded in the business processes. Your company has identified the certain risk like price risk, uncertain global economic environment, interest rate, human resource, competition, compliance and industrial health and safety risk and also planned to manage such risk by adopting best management practice.

ENVIRONMENT, HEALTH AND SAFETY:

The Company accords the highest priority to Environment, Health and Safety. The management is constantly reviewing the safety standards of the employees and the management believes in the concept of sustainable development.

VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES - WHISTLE BLOWER MECHANISM:

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors has formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013. Through this policy, Employees can raise concerns without any regarding any discrimination, harassment, victimization, any other unfair practice being adopted against them or any instances of fraud by or against your Company. Any incidents that are reported are investigated and suitable action taken in line with the Whistle Blower Policy. The said policy is available at the website of the Company.

POLICY ON PRESERVATION OF THE DOCUMENTS:

The Company has formulated a Policy pursuant to Regulation 9 of the Securities Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") on Preservation of the Documents to ensure safekeeping of the records and safeguard the Documents from getting manhandled, while at the same time avoiding superfluous inventory of Documents.

POLICY ON CRITERIA FOR DETERMINING MATERIALITY OF EVENTS:

The Policy is framed in accordance with the requirements of the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations). The objective of the Policy is to determine materiality of events or information of the Company and to ensure that such information is adequately disseminated in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality

.

CORPORATE GOVERNANCE:

Since the Company is listed on SME Emerge Platform of NSE, by virtue of Regulation 15 of SEBI (Listing Obligation And Disclosure Requirements) Regulation, 2015 ("LODR") the compliance with the corporate governance provisions as specified in regulations 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 and Para C, D and E of Schedule V are not applicable to the Company. Hence, Corporate Governance Report does not form part of this Annual Report.

EMPLOYEE RELATIONS:

The relationship with the staff and workers continued to be cordial during the entire year. The Directors wish to place on record their appreciation of the valuable work done and co-operation extended by them at all levels. Further, the Company is taking necessary steps to recruit the required personnel from time to time.

COST AUDIT:

Central Government has notified rules for Cost Audit and as per new Companies (Cost Records and Audit) Rules, 2014 issued by Ministry of Corporate Affairs; Company is not falling under the Industries, which will subject to Cost Audit. Therefore filing of cost audit report for the FY 2019-20 is not applicable to the Company.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis report has been furnished herewith to Board's Report as **Annexure –IV**

ACKNOWLEDGEMENT:

Your Directors take this opportunity to express their gratitude for the co-operation and support from its customers, vendors, bankers and business associates and look forward to their continued support.

The Directors are also grateful to the shareholders for the confidence reposed in the Company. Your Directors also wish to place on record their sincere appreciation of the valuable contribution and efforts made by all the employees to achieve in these trying times.

For and on behalf of the Board of Directors
Parin Furniture Limited

Sd/-

Date: 25th August, 2020
Place : Rajkot

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

ANNEXURE- I

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT 14TH ANNUAL GENERAL MEETING

Name of Director	MR. PARIN U. NANDANI
Date of Birth	08/04/1990
Age	30
Date of Appointment on the Board of Company	03/03/2018
Education Qualification	F.Y. B.B.A
Relationship with other KMPs, Directors etc.	As prescribed in Board's Report
Shareholding In Company	No. of Shares - 1342280 (12.07%)
Experience (in years)	8 years
Area of Expertise	Business Development and Sales
Directorship in other public company	Pearl Furniture Private Limited (Deemed Public Company)
Membership in Committee of other Public Company	NIL

For and on behalf of the Board of Directors
Parin Furniture Limited

Sd/-

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

Date: 25th August, 2020
Place : Rajkot

ANNEXURE-II

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 arm's length transactions under third proviso thereto.

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

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

Name(s) of the related party and nature of relationship:	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any (Value in Rs. In Lacs)	Date(s) of approval by the Board	Amount paid as advances , if any
Poonam Furniture (Entity Significantly influenced by Director)	Sale	Ongoing transaction approved yearly	1.86	30.04.2019	NIL
	Purchase	Ongoing transaction approved yearly	5.49	30.04.2019	NIL
Parin Motors (Entity Significantly influenced by Director)	Sale	Ongoing transaction approved yearly	0.41	30.04.2019	NIL
Paradise Furniture (Entity Significantly influenced by Director)	Purchase	Ongoing transaction approved yearly	255.59	30.04.2019	NIL
Pearl Furniture Private Limited (Subsidiary Company)	Purchase	Ongoing transaction approved yearly	3207.83	30.04.2019	NIL
Deven Impex (Entity Significantly influenced by Director)	Purchase	Ongoing transaction approved yearly	571.29	30.04.2019	NIL
Prince Furniture (Entity Significantly influenced by Director)	Purchase	Ongoing transaction approved yearly	1.75	30.04.2019	NIL
Deven D. Nandani Director	Rent	Approved yearly	33.00	30.04.2019	NIL

For and on behalf of the Board of Directors
Parin Furniture Limited

Sd/-

Date: 25th August, 2020
Place : Rajkot

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

ANNEXURE - III

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st, March 2020.

[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	L36101GJ2006PLC049074
(ii)	Registration Date	12/09/2006
(iii)	Name of the Company	**PARIN FURNITURE LIMITED**
(iv)	Category/Sub-Category of the Company	Company Limited By Shares/Non-govt company
(v)	Address of the Registered office and contact details	Plot No. 6, Revenue Survey No.149, National Highway At. Vavdi, Gondal Road, Rajkot GJ 360004 **Phone:** 0281 - 330077 **E Mail** : Info@Parinfurniture.Com **Website** : Www.Parinfurniture.Com
(vi)	Whether listed company	YES
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	KFIN TECHNOLOGIES PRIVATE LIMITED Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, |Serilingampally Mandal, Hyderabad - 500032, India **Mail** - umesh.pandey@kfintech.com **Phone** - +91 40 6716 1595 **Website-** www.kfintech.com

II. 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	Sale of Furniture Products	46493 (As per NIC Code- 2008)	100.00

III. PRINCIPAL PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	**PEARL FURNITURE PRIVATE LIMITED** **Address**: Survey No. 26, Shapar Road Village - ShaparTalukaKotdaSangani Rajkot GJ 360024	U36100GJ2013PTC073483	Subsidiary	98.45%	SECTION 2(87)

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 year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Promoter									
(1) Indian									
Individual/ HUF	6718000	--	6718000	60.42%	6718000	--	6718000	60.42%	--
Central Government	--	--	--	--	--	--	--	--	--
State Government (s)	--	--	--	--	--	--	--	--	--
Bodies Corporate	1400000	--	1400000	12.59%	1400000	--	1400000	12.59%	--
Banks / FI	--	--	--	--	--	--	--	--	--
Any Other	--	--	--	--	--	--	--	--	--
Sub-total (1)	**8118000**	**--**	**8118000**	**73.02%**	**8118000**	**--**	**8118000**	**73.02%**	**--**
(2) Foreign									--
NRIs-Individuals	--	--	--	--	--	--	--	--	--
Other-Individuals	--	--	--	--	--	--	--	--	--
Bodies Corporate	--	--	--	--	--	--	--	--	--
Banks / FI	--	--	--	--	--	--	--	--	--
Any Other....	--	--	--	--	--	--	--	--	--
Sub-total (2)	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**
Total Shareholding of Promoters (1) + (2) = (A)	**8118000**	**--**	**8118000**	**73.02%**	**8118000**	**--**	**8118000**	**73.02%**	**--**
B. Public Shareholding									
1. Institutions	--	--	--	--	--	--	--	--	
Mutual Funds	--	--	--	--	--	--	--	--	--
Banks / FI	--	--	--	--	--	--	--	--	--
Central Government	--	--	--	--	--	--	--	--	--
State Government (s)	--	--	--	--	--	--	--	--	--
Venture Capital Funds	--	--	--	--	--	--	--	--	--
Insurance Companies	--	--	--	--	--	--	--	--	--
FIIs	--	--	--	--	--				--
Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
Others (specify)	--	--	--	--	--	--	--	--	--

Sub-total (1)	--	--	--	--	--	--	--	--	--
2. Non Institutions		--	--	--	--	--	--	--	--
Bodies Corporate	324027	--	324027	2.91%	284000	--	284000	2.55%	-0.36%
Individuals	--	--	--	--					
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	299973	--	299973	2.70%	260000	--	260000	2.34%	-0.36%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1568000	--	1568000	14.10%	1646000	--	1646000	14.80%	0.70%
Others (Specify) : NRI	708000	--	708000	6.37%	708000	--	708000	6.37%	--
HUF	100000	--	100000	0.90%	102000	--	102000	0.92%	0.02%
Sub-total (2)	**3000000**	**--**	**3000000**	**26.98%**	**3000000**	**--**	**3000000**	**26.98%**	**--**
Total Shareholding of Public (1) + (2) = (B)	**3000000**	**--**	**3000000**	**26.98%**	**3000000**	**--**	**3000000**	**26.98%**	**--**
C. Shares held by Custodian for GDRs & ADRs (C)	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**
GRAND TOTAL (A+B+C)	**11118000**	**--**	**11118000**	**100%**	**11118000**	**--**	**11118000**	**100%**	**--**

ii. Shareholding of Promoters

SR. NO	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in Share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged /encumbered to total shares	No. of Shares	% of total Shares of the company*	%of Shares Pledged /encumbered to total shares	
1	Darshil U. Nandani	1343600	12.08	-	1343600	12.08	-	-
2	Deven D. Nandani	2687200	24.17	-	2687200	24.17	-	-
3	Umesh Dhirajlal Nandani	913120	8.21	-	913120	8.21	-	-
4	Parin Umeshbhai Nandani	1342280	12.07	-	1342280	12.07	-	-
5	Neha Umesh Nandani	430480	3.87	-	430480	3.87	-	-
6	Pooja Parin Nandani	1320	0.01	-	1320	0.01	-	-
7	P.P. Furniture Private Limited	1400000	12.59	-	1400000	12.59	-	-
	Total Share Holding	**8118000**	**73.02%**		**8118000**	**73.02%**	**--**	**-**

iii. Change in Promoters' Shareholding

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	There is no change during the year under review.			
	Date wise changed during the year				
	At the End of the year				

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

Sl. No.	Top 10 Shareholders			Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	**HEMANG BADIANI**						
	At the beginning of the year			**708000**	**6.37**		
	Date wise changed during the year			---	---	---	---
	Sr.	---	---	---	---		
	-	-	-	-	-		
	At the End of the year			**---**	**---**	**708000**	**6.37**
2.	**GULSHAN KISHORECHAND BANSAL**						
	At the beginning of the year			**234000**	**2.10**		
	Date wise changed during the year			---	---	---	---
	Sr.	Date	Reason	---	---	---	---
	-	-	-	-	-	-	-
	At the End of the year			**---**	**---**	**234000**	**2.10**
3.	**KISHORECHAND KAKARAM BANSAL**						
	At the beginning of the year			**234000**	**2.10**		
	Date wise changed during the year			---	---	---	---
	Sr.	Date	Reason	---	---		
	1	07.02.2020	Purchase	6000	0.68	240000	2.16
	2	07.02.2020	Sale	-6000	-0.68	234000	2.10
	At the End of the year			**---**	**---**	**234000**	**2.10**
4.	**SHREE MARUTI COURIER SERVICES PRIVATE LIMITED**						
	At the beginning of the year			**160000**	**1.44**		
	Date wise changed during the year			---	---	---	---
	Sr.	Date	Reason	---	---	---	---
	1	19.04.2019	Purchase	74000	0.67	234000	2.10
	At the End of the year			**---**	**---**	**234000**	**2.10**
5.	**KEYA DHARMESH HARIYANI**						
	At the beginning of the year			**80000**	**0.72**		
	Date wise changed during the year			---	---	---	---
	Sr.	Date	Reason				
	1	14.02.2020	Purchase	80000	0.72	160000	1.44
	2	14.02.2020	Sale	-80000	-0.72	80000	0.72
	At the End of the year			---	---	**80000**	**0.72**
6.	**HARIYANI DHARMESH HARSHADRAY HUF**						
	At the beginning of the year			**76000**	**0.68**		
	Date wise changed during the year			---	---	---	---
	Sr.	Date	Reason				
	1	31.01.2020	Purchase	76000	0.68	152000	1.37
	2	31.01.2020	Sale	-76000	-0.68	76000	0.68
	At the End of the year			---	---	**76000**	**0.68**
7	**PANKAJ DHIRAJLAL RACHCHH**						
	At the beginning of the year			**76000**	**0.68**		

	Date wise changed during the year			---	---	---	---
	Sr.	Date	Reason	---	---	---	---
	-	-	-	-	-	-	-
	At the End of the year			---	---	**76000**	**0.68**
8.	**RISHWA D HARIYANI**						
	At the beginning of the year			**76000**	**0.68**		
	Date wise changed during the year			---	---	---	---
	Sr.	Date	Reason	---	---	---	---
	1	31.01.2020	Purchase	76000	0.68	152000	1.37
	2	31.01.2020	Sale	-76000	-0.68	76000	0.68
	At the End of the year			---	---	**76000**	**0.68**
9.	**JAYESH HARJIVANBHAI KESARIYA**						
	At the beginning of the year			**67973**	**0.61**		
	Date wise changed during the year						
	Sr.	Date	Reason	---	---	---	---
	1	05.04.2019	Purchase	12000	0.11	79973	0.72
	2	28.06.2019	Purchase	44000	0.40	123973	1.12
	3	26.07.2019	purchase	20000	0.18	143973	1.29
	4	09.08.2019	Purchase	22000	0.20	165973	1.49
	5	23.08.2019	purchase	4000	0.04	169973	1.53
	6	27.09.2019	Purchase	48027	0.43	218000	1.96
	7	27.12.2019	Sale	-2000	-0.02	216000	1.94
	8	10.01.2020	purchase	2000	0.02	218000	1.96
	9	24.01.2020	purchase	8000	0.07	226000	2.03
	10	07.02.2020	purchase	4000	0.04	230000	2.07
	At the End of the year			---	---	**230000**	**2.07**
10.	**BHAVNA RAJESHBHAI PATEL (VASANI)**						
	At the beginning of the year						
	Date wise changed during the year			**60000**	**0.54**		
	Sr.	Date	Reason	---	---	---	---
	---	---	---	---	---	---	---
	At the End of the year			---	---	**60000**	**0.54**

ii. Shareholding of Directors and Key managerial Personnel :

Sl. No.	For each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	**UMESH DHIRAJLAL NANDANI**				
	At the beginning of the year	913120	8.21	---	---
	Date wise changed during the year	---	---	---	---
	At the End of the year	---	---	913120	8.21
2.	**PARIN UMESHBHAI NANDANI**				
	At the beginning of the year	1342280	12.07	---	---
	Date wise changed during the year	---	---	---	---
	At the End of the year	---	---	1342280	12.07
3.	**DEVEN DIPESH NANDANI**				
	At the beginning of the year	2687200	24.17	---	---
	Date wise changed during the year	---	---	---	---
	At the End of the year	---	---	2687200	24.17

V. INDEBTEDNESS

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

(Rs. in Lakhs)

PARTICULARS	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2019)				
(i) Principal Amount	1053.96	270.33	--	1324.29
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	**1053.96**	**270.33**	**--**	**1324.29**
Change in Indebtedness during the financial year				
Addition	788.09	4.88	--	792.97
Reduction	--	--	--	--
Net Change	**788.09**	**4.88**	**--**	**792.97**
Indebtedness at the end of the financial year (31.03.2020)				
(i) Principal Amount	1842.05	275.21	--	2117.26
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	**1842.05**	**275.21**	**--**	**2117.26**

VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Umesh D. Nandani Managing Director	Deven D. Nandani* Whole Time Director Upto 09.06.2019	Parin U. Nandani ** Whole Time Director w.e.f. 10.06.2019	
1.	Gross salary **(a)** Salary as per provisions contained in section17(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 section17(3) of The Incometax Act,1961	1800000	380000	1350000	3530000
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission - as% of profit - Others, specify…	--	--	--	--

5.	Others, please specify	--	--	--	--
	Total (A)	**1800000**	**380000**	**1350000**	**3530000**
	Ceiling as per the Act	Maximum Ceiling is 84 Lacs p.a. as per Schedule V read with Section 196, 197 & 198 of Companies Act.			

* Mr. Deven Nandani is Non-Executive Director w.e.f. 10.06.2019 before that he was Whole Time Director..

**Mr. Parin Nandani is Whole Time Director w.e.f. 10.06.2019 before that he was Non Executive Director.

b. Remuneration to Other Directors

	Independent Directors Fee for attending board/ committee meetings Commission Others, please specify	--	--	--	--
	Total (1)	--	--	--	--
	Other Non-Executive Directors Fee for attending board committee meetings Commission Others, please specify	--	--	--	--
	Total (2)	--	--	--	--
	Total (B)=(1+2)	--	--	--	--
Total Managerial Remuneration (A) + (B)		**1800000**	**380000**	**1350000**	**3530000**
	Ceiling as per the Act				

c. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

Sl. No	Particulars of Remuneration	CFO			CS		
		Kamal Shah* (Upto 01.07.2019)	Roshan Gupta** (w.e.f. 02.07.19 to 31.12.2019)	Alpa Jogi*** (w.e.f 01.01.2020)	Krishna Lodhiya# (Upto 01.07.2019)	Kajal Shah## (w.e.f. 02.07.2019 to 31.01.2020)	Total
	Gross salary **(a)** Salary as per provisions contained in section17(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 section17(3) of The IncometaxAct,1961	43568	505236	263709	57222	157998	**1027733**
	Stock Option	--	--	--			--
	Sweat Equity	--	--	--			--
	Commission -as % of profit -others, specify…	--	--	--			--
	Others, please specify	--	--	--			--
	Total	**43568**	**505236**	**263709**	**57222**	**157998**	**1027733**

* Mr. Kamal Shah was resigned on 01.07.2019.
**Mr. Roshan Gupta was appointed w.e.f. 02.07.19 and resigned w.e.f 01.01.2020
***Ms. Alpa Jogi is appointed w.e.f 01.01.2020.
#Krishna Lodhiya was resigned on 01.07.2019.
##Kajal Shah was appointed w.e.f. 02.07.2019 and resigned w.e.f. 01.02.2020

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	NONE				
Compounding					
B. Directors					
Penalty	NONE				
Punishment					
Compounding					
C. Other Officers In Default					
Penalty	NONE				
Punishment					
Compounding					

For and on behalf of the Board of Directors
Parin Furniture Limited

Sd/-

Date: 25th August, 2020
Place : Rajkot

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

ANNEXURE – IV

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS:

Our Company is moving firmly in it's visionary & strategy based market penetration. India has been witnessing a major surge in demand in the education, health care segments being spear headed by Government & Non Government Institutions, over and above Corporate Business Spending and a consistently increasing e-commerce market spread.

The Government of India has allotted a spending of 4.6% of its GDP in 2019 which is expected to go up to 6% of GDP in line with the outline of Niti Ayog to upgrade the education standards in India. Similarly, the Indian Health Care Sector has seen a sharp increase in Government budget allocation of Rs.62,659/- cr in 2019-20 which was Rs.52,954/-Crores cr in the earlier fiscal year of 2018-19. The Ayushman Bharat-PM Jan Arogya Scheme has been heavily focused to bring a grass root level health care system in place.

All these and many more factors have fueled the organization's efforts to becoming a major player in India in the health care & education furniture products industry.

OVERVIEW AND OUTLOOK OF COMPANY'S BUSINESS :

Our Company has been associated with some of the prestigious projects for education furniture such as Rashtriya Madhyamik Shiksha Abhiyan, Sarva Shiksha Abhiyan, IIT Guwahati, IIT Gandhinagar & various Medical Colleges falling under the AIIMS umbrella. Moreover, we have supplied Waiting Area Seating Systems at airports of the country which gave us the confidence to bid & win a global tender for Airport Seating Systems in technical collaboration with C.C.M Srl Group, Italy. In the health care sector, our Company has successfully executed high value orders for Medical & Non Medical Furniture for various Project Implementation Units (PIU's), HLL Infratech Services P Ltd (Under the Government of India Health & Family Welfare Dept), multiple AIIMS, U N Mehta Institute of Cardiology & Research and so on. As stated earlier, we are now poised in a very strong position with our affiliation with Airports Authority of India.

OUR PRODUCT RANGE :

Our Company is having a high flexibility to cater to a wide range of products in various categories such as Institutional Furniture which covers Office Furniture, Educational Furniture (From KG to PG), Health Care Furniture (Isolation beds, Fowler Beds, Motorized Beds, Support Furniture etc.) all types of Non Medical Furniture over and above having inherent strengths of Home Furniture range covering living room, dining room and bed room. In fact, Public Seating System (Waiting Area Chairs) is another major segment where we have developed strength through product development and channel sales.

CUSTOMER WISE PERFORMANCE IS AS UNDER:

Product wise bifurcation is not feasible to provide as the company is dealing into various products in one segment only:

Customer	Sum of Total (Rs. in Lakhs)
Government Project	2186.38
Institutional	2483.94
Online	455.90
Retailer	394.13
Wholesaler	783.59
Private Project	324.87
Total	**6628.81**

STRENGTH, OPPORTUNITIES, RISK & CONCERNS :

Strength

Our core purpose is "To serve the world with better lifestyle". Our business network is spread in 18 States. We consistently introduce new design in our products. We have integrated in-house capabilities to market, distribute and retail our conceptualized furniture. We also have team of experienced, highly professional and skilled manpower. Our Subsidiary has hired an international designer from Turkey who develops new product design. To maintain space and remain competitive in today's changing market place.

We understand the customer needs, market trends mapping and provide value for money products. Our diversified product portfolio enables us to cater a wide range of preferences & consumer segment.

Challenges i.e. Risk and Concern :

The prime challenges faced by the Company are Legal Boundaries, Economical Changes, Globalization and Regulatory proceedings, Technological and Political changes are the key challenges for the growth of Business.

Our Company operates under several statutory and regulatory permits, licenses and approvals. Our inability to obtain, renew or maintain the statutory and regulatory licenses, permits and approval srequired to operate our business may have a material adverse effect on our business & operations.

Quality of our product is key aspect to sustain in the Market. Any failure to maintain the quality of the product may affect adversely to our business. Third Party like **Transportation** facilities, **Market Trends** include Customers' Change in test, preferences, choices, fashion, designs, patterns, **Fluctuation** in price and **supply of product**, **failure in obtaining additional source of finance, Business Rivals, Competition, delay and defaults in clients payments, inadequate insurance coverage to protect against uncertain hazards, Some Commitments and liabilities all are adversely affect the growth of Business**.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY :

As Stated in Board's Report, the Company has in all material respects, an adequate Internal Financial Control System over Financial Reporting and such Internal Financial controls over financial reporting were operating effectively.

The Company has proper and adequate system of Internal control to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transaction are authorized, recorded and reported correctly. The company has effective system in place for achieving efficiency in operations, optimum and effective utilization of resources, monitoring thereof and compliance with applicable laws. The Company has also appointed Internal Auditor to check the Internal Control System and their adequacy.

DISCLOSURE OF ACCOUNTING TREATMENT

The Company has followed all the treatments in the Financial Statements as per the prescribed Accounting Standards.

FINANCIAL PERFORMANCE:

During the year under review, Financial performance from Operation activities are as follow:

(In Rs.)

Particulars	2019 - 2020	2018 - 2019
Total Revenue	66,76,91,686	70,92,22,760
Profit (Loss) before tax	3,16,06,200	4,00,50,836
Less: Tax Expenses		
Current Tax	86,96,230	82,52,780
Previous Year Tax	4,31,399	12,,29,455
Deferred Tax	-11,07,659	35,39,440
Profit (Loss) After tax	**2,35,86,231**	**2,70,29,160**
Earning Per Equity Share	**2.12**	**2.83**

SEGMENT–WISE PERFORMANCE:

The Company has identified its business segment as Primary Reportable Segment. There are no other Primary Reportable Segment and as such Segment wise reporting is not given.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

Human resource area valuable asset of our business and the relationship with the staff and workers continued to be cordial during the entire year. The Directors wish to place on record their appreciation of the valuable work done and co-operation extended by them at all levels. Further, the Company is taking necessary steps to recruit the required personnel from time to time.

Company has framed requisite policies through which Healthy environment remains amongst the Employees and help us improve quality of life of our employees. Employees are given freedom to share their views to the Management. We are committed to fair employment practices and freedom of expression, supported by a strong, Company wide value system. During the year there was no instance of Strike, Lock out or another issues related to Human Resources.

However as per Government's order of Lock Down due to outbreak of covid19, the Company's operations were closed w.e.f 25th March, 2020 and restarted its operations w.e.f 19th May, 2020 in accordance with the guidelines provided by the government and in accordance with requisite approvals of appropriate authorities

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS :

In following Ratios there are significant changes in Key Financial Ratios in comparison to Previous year:

Sr. No.	Type of Financial Ratios	2019-20	2018-19	Explanations
1	Debtor Turnover Ratio (In Days)	166.00	67.00	Debtor Turnover ratio higher as compared to last year which shows that recovery is doing lower.
2	Inventory Turnover Ratio (Month)	4.50	4.00	Inventory turnover ratio increases slightly due to new or idle product held in inventory
3	Interest Coverage Ratio	2.55	3.15	Interest coverage ratio lower as compared to last year which shows that the ability of the company has decreased slightly to pay the interest on its outstanding debt but company's earnings sufficient to enable it to pay the interest expense.
4	Current Ratio	2.63	3.43	Current ratio lower as compared to last year which shows that liquidity of the company reduce slightly
5	Debt Equity Ratio	0.78	0.42	Debt Equity Ratio increase slightly due to borrowing during the year but debt is less than equity, it means creditors are relatively less and the financial structure is sound.

DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF:

The Net Worth of the Company has increased to Rs. 39,62,21,138/- in comparison to previous year of Rs. 37,26,34,907/-. Increase in Net worth is due to retained earning.

CAUTIONARY STATEMENT:

Statement in this Management Discussion and Analysis Report, describing the Company's objectives, estimates and expectations may constitute 'Forward Looking Statements' within the meaning of applicable laws or Regulations. Actual results might differ materially from those either expressed or implied.

For and on behalf of the Board of Directors
Parin Furniture Limited

Sd/-

Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

Date: 25th August, 2020
Place : Rajkot

ANNEXURE - V

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
PARIN FURNITURE LIMITED
(CIN: L36101GJ2006PLC049074)
Plot No. 6, Revenue Survey no. 149,
National Highway,At Vavdi, Gondal Road,
Rajkot – 360004

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by PARIN FURNITURE LIMITED (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by PARIN FURNTIURE LIMITED ("the Company") for the financial year ended on 31st March, 2020, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder and further amendments thereto and as per applicability to the company;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA'), Securities Contracts (Regulation) Amendment Act, 2007 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, transfer and transmission of shares;

(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 and amendments thereto;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments thereto;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments thereto; **Not Applicable** during the Audit period, as the Company has not issued any Capital during the year under review.

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable** during the Audit Period as the Company has not made any ESOP.

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(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable** during the Audit Period as the Company has not issued such debt securities.

(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; **Not Applicable** during the Audit Period and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable** during the Audit Period as the Company has not processed any buy back of its securities.

We 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 Agreement entered into Company with National Stock Exchange of India Limited and the Company is listed on NSE SME Emerge and thereby Provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto is applicable to the extent applicable to SME Listed Company.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the period under review, Changes that took place in the Board of Directors i.e. change in Designation of the directors and KMPs/ Company Secretary and Chief financial officer were made in compliance with the applicable provisions of the Act. In Furtherance, Company Secretary and Compliance officer of the Company has resigned w.e.f 01st February, 2020 and thereafter Company has appointed Company secretary and Compliance officer of the Company w.e.f 11th July, 2020.***In Furtherance, Some of the E-forms during the year 2019-20 were filed late with requisite additional fees***.

Adequate notice were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance (or with requisite compliances for holding of a Board Meeting at a shorter notice in case of urgency) and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings have been carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be. There were no dissenting views on any matter.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the respective Heads of Departments of the Company, we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

For: K. P. Rachchh & Co.
Company Secretaries

Sd/-

Kalpesh P. Rachchh
Proprietor
FCS No. : 5156
C P No.: 3974

Place : Rajkot
Date :25th August, 2020
UDIN: F005156B000615348

ANNEXURE TO SECRETARIAL AUDIT REPORT

To,
The Members
PARIN FURNITURE LIMITED
(CIN: L36101GJ2006PLC049074)
Plot No. 6, Revenue Survey no. 149,
National Highway,At Vavdi, Gondal Road,
Rajkot – 360004

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

Management Responsibility for Compliances

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

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records.

   We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For: K. P. Rachchh & Co.
Company Secretaries

Sd/-

Kalpesh P. Rachchh
Proprietor
FCS No. : 5156
C P No.: 3974

Place : Rajkot
Date :25th August, 2020
UDIN: F005156B000615348

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement Containing Salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

Part "A": Subsidiaries

(Amount in Rs.)

SR. NO.	NAME OF SUBSIDIARY	PEARL FURNITURE PRIVATE LIMITED
1	The date since when subsidiary was acquired	01/06/2017
2	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	Reporting period 31-03-2020 (Same Reporting period)
3	Reporting Currency and Exchange Rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Reporting Currency - Indian Rupee Exchange Rate- N.A.
4	Share Capital	Authorized Capital - 2,00,00,000 Paid up Capital - 1,93,00,000
5	Reserves & Surplus	6,35,09,484
6	Total Assets	34,38,62,678
7	Total Liabilities	26,10,53,194
8	Investments	NIL
9	Turnover	32,88,78,049
10	Profit before taxation	2,24,87,587
11	Provision for taxation (includes current tax, Deferred tax, Excess/Short provision relating to earlier years)	77,41,785
12	Profit after taxation	1,47,45,802
13	Proposed Dividend	NIL
14	% of Shareholding	98.45%

1. Names of Subsidiaries which are yet to commence operations: N.A.
2. Names of Subsidiaries which have been liquidated or sold during the year.: N.A.

For and on behalf of the Board of Directors
Parin Furniture Limited

Sd/-
Umesh Dhirajlal Nandani
Chairman & Managing Director
(DIN:00039757)

Date: 25th August, 2020
Place : Rajkot

INDEPENDENT AUDITOR'S REPORT
Financial Year : 2019-20

INDEPENDENT AUDITOR'S REPORT

To,

The Members of PARIN FURNITURE LIMITED, RAJKOT

Report on the Standalone Financial Statements

We have audited the accompanying Standalone financial statements of **PARIN FURNITURE LIMITED**, which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on audit.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March, 2020, and its profit/loss and its cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in term of sub-section (11) of section 143 of the Act (the "Order"), we enclose in the Annexure a statement on the matters specified in the paragraphs 3 and 4 of the said Order.

2. As required by section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

   c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

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

   e) On the basis of written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020, from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of internal financial controls over financial reporting of the company and operating effectiveness of such controls, referred to our separate report in **"Annexure B"** and

   g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements, under notes on account of the financial statement.

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

iii. There are no amounts which were required to be transferred to the Investor Education and protection Fund by the Company during the year ended March 31, 2020.

For, Bhavin Associates.
Chartered Accountants
Firm Registration No.: 101383W

Sd/-

Bhavin P. Bhansali
Partner
Membership No.: 043796
Firm Registration No.: 101383W

Place : Rajkot
Date : 28th July, 2020.

ANNEXURE "A" TO THE AUDITOR'S REPORT

With Referred to in paragraph 3 of our report to the shareholders of **PARIN FURNITURE LIMITED** of even date, in our opinion and to the best of our knowledge and as per the information and explanations given to us, the books and the records examined by us in the normal course of audit, we report that:

1. a) The Company has maintained electronic records showing value of fixed assets.
   b) As per information & explanation given to us by the management of the company, all the assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
   c) As per information & explanation given to us by the management of the company, the title deeds of the immovable properties are held in the name of the company.

2. As explained to us, stock of inventories has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.

3. In our opinion and according to the information and explanation given to us, The Company has not granted any loan secured or unsecured to any parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of clause 3(iii)(a) and 3(iii)(b) of the Companies [Auditor's Report] Order, 2016 are not applicable to the company.

4. As per information & explanation given to us, the company has granted any loans, provided any guarantees or securities to the parties covered under the section 185 of the Act, the company has complied with the provisions of section 186 of the Companies Act, 2013 in respect of loan, investment, guarantees, and security.

5. In our opinion and according to the information and explanation given to us, the company has not accepted/invited any deposits falling within the preview of provisions of section 73 to 76 of any other relevant provisions of the Companies Act, 2013 and rules framed the under.

6. In our opinion and according to the information and explanation given to us, the company is not required of maintain cost records as per the provisions of clause 3(vi) of the Companies [Auditor's Report] order, 2016 specified by the Central Government under section 148(1) of the Companies Act, 2013.

7. In our opinion and according to the information and explanation given to us, the company has not defaulted in depositing undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.

8. In our opinion and according to the information and explanation given to us, the Company has not defaulted in the repayment of dues to any financial institution or Bank during the year. The Company has not issued any debentures, hence there are no due to debenture holder.

9. In our opinion and according to the information and explanation given to us, the term loan is applied for the purpose for which loan was obtained.

10. According to the information and explanations given to us, neither any fraud by the company nor any fraud on the company by its officers and employees has been noticed or reported during the financial year.

11. According to the information and explanation given to us, the managerial remuneration paid or provided, are in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

12. As the company is not a Nidhi Company, the provisions of clause 3(xii) of the Companies [Auditor's Report) Order, 2016 are not applicable to the company.

13. According to the information and explanation given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements as required under Accounting Standards (AS 18-Related Party Transaction).

14. According to the information and explanation given to us and based on our examination of the records the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under view.

15. According to the information and explanation given to us and based on our examination of the records the company has not entered into any non-cash transactions with directors of persons connected with him. So the clause 3(xv) of the Companies [Auditor's Report] Order, 2016 is not applicable to the company.

16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence the clause 3(xvi) of the Companies (Auditor's Report) Order 2016 is not applicable to the Company.

For, Bhavin Associates.
Chartered Accountants
Firm Registration No.: 101383W

Place : Rajkot
Date : 28th July, 2020.

Sd/-

Bhavin P. Bhansali
Partner
Membership No.: 043796

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

of Even Date on the Standalone Financial Statements of PARIN FURNITURE LIMITED

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 **PARIN FURNITURE LIMITED** ("the Company") as of 31st March, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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.

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

We believe that the audit evidence I/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 authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, 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, Bhavin Associates.
Chartered Accountants
Firm Registration No.: 101383W

Sd/-

Bhavin P. Bhansali
Partner
Membership No.: 043796

Place : Rajkot
Date : 28th July, 2020.

PARIN FURNITURE LIMITED

Balance Sheet as at 31st March, 2020

(in Rupees)

	Particulars	Note No.	Year as at 31/03/2020	Year as at 31/03/2019
I.	**EQUITY AND LIABILITIES**			
1	**Shareholders' funds**			
	(a) Share capital	1	111,180,000	111,180,000
	(b) Reserves and surplus	2	285,041,138	261,454,907
2	**Non-current liabilities**			
	(a) Long-term borrowings	3	71,751,409	27,033,164
	(b) Long-term provisions	4	3,642,990	2,484,535
	(c) Other Long Term Liability	5	-	40,000
3	**Current liabilities**			
	(a) Short-term borrowings	6	138,558,788	98,587,189
	(b) Trade payables	7	73,223,190	8,104,553
	(c) Other current liabilities	8	12,701,592	15,506,073
	(d) Short-term provisions	9	9,681,247	4,894,126
	TOTAL		705,780,355	529,284,547
II.	**ASSETS**			
	Non-current assets			
1	(a) Fixed assets			
	(i) Property, Plant & Equipment	10	15,668,841	12,537,587
	(ii) Intangible assets	10	500,000	500,000
	(b) Non-current investments	11	40,558,000	40,558,000
	(c) Deferred Tax Assets (Net)	12	1,685,098	577,439
	(d) Long-term loans and advances	13	20,242,809	25,377,488
	(e) Other non-current assets	14	12,835,848	14,214,771
2	**Current assets**			
	(a) Inventories	15	254,801,734	235,342,375
	(b) Trade receivables	16	302,059,848	129,888,790
	(c) Cash and cash equivalents	17	34,803,222	28,260,980
	(d) Short-term loans and advances	18	22,624,955	42,027,118
	(e) Other current assets			-
	TOTAL		705,780,355	529,284,547

The accompanying notes form an intergral part of the standalone financial statements.

DATED 28th JULY, 2020, AT RAJKOT.

AS PER OUR REPORT ON EVEN DATE

FOR & BEHALF OF Board of Directors of
PARIN FURNITURE LIMITED

Sd/-
Umesh D. Nandani
[CMD]
DIN:00039757

Sd/-
Parin U.Nandani
[WTD]
DIN:02343309

Sd/-
Alpa Jogi
[CFO]

Sd/-
Kishor Kikani
[CS]

M/S. BHAVIN ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-
Bhavin P.Bhansali
[Partner]
Mem. No. 043796
UDIN:20043796AAAABM9144

PARIN FURNITURE LIMITED

Profit and loss for the year ended 31.03.2020

(in Rupees)

	Particulars	Refer Note No.	Yearly Ended 31/03/2020	Yearly Ended 31/03/2019
I.	Revenue from operations	20	662,854,221	705,867,040
II.	Other income	21	4,837,466	3,355,720
III.	**Total Revenue (I + II)**		667,691,686	709,222,760
IV.	**Expenses:**			
	Purchases of Stock-in-Trade		491,619,841	581,373,684
	Changes in inventories of Stock-in-Trade		-19,459,359	-49,030,992
	Employee benefits expense	22	40,980,216	38,592,873
	Finance costs	23	20,373,602	20,961,714
	Depreciation and amortization expense		5,081,830	4,927,428
	Other expenses	24	97,489,355	72,347,217
	Total expenses		636,085,484	669,171,925
V.	**Profit before prior period, exceptional and extraordinary items and tax (III-IV)**		31,606,202	40,050,836
VI.	**Prior period items**			
	Depreciatoin of earlier year	10	-	-
	Gratuity Provision of earlier year		-	
	Profit Before Exeptional Items		31,606,200	40,050,836
VII.	**Profit before tax**		31,606,200	40,050,836
VIII.	Tax expense:			
	(1) Current year tax		8,696,230	8,252,780
	(2) Previous year tax		431,399	1,229,455
	(3) Deferred tax		-1,107,659	3,539,440
IX	**Profit (Loss) for the period (VII + VIII)**		23,586,231	27,029,160
X	Earnings per equity share:			
	(1) Basic EPS/Adjusted Basic EPS		2.12	2.83
	(2) Diluted EPS/Adjusted Diluted EPS		2.12	2.83

The accompanying notes form an intergral part of the standalone financial statements.

DATED 28th JULY, 2020, AT RAJKOT.

AS PER OUR REPORT ON EVEN DATE

FOR & BEHALF OF Board of Directors of
PARIN FURNITURE LIMITED

M/S. BHAVIN ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-	Sd/-	Sd/-
Umesh D. Nandani	Parin U.Nandani	Bhavin P.Bhansali
[CMD]	[WTD]	[Partner]
DIN:00039757	DIN:02343309	Mem. No. 043796
		UDIN:20043796AAAABM9144
Sd/-	Sd/-	
Alpa Jogi	Kishor Kikani	
[CFO]	[CS]	

PARIN FURNITURE LIMITED

Cash flow statement for the year ended 31st March, 2020

	31.03.2020	31.03.2019
	Rs.	Rs.
Cash flow from operating activities		
Net profit before tax and extraordinary items	**31,606,200.31**	**40,050,835.58**
Adjustment for		
Depreciation & Amortisation	5,081,830.02	4,927,428.00
Finance Cost	20,373,601.80	20,961,714.28
Interest Receipt/Non operating receipt	-2,272,217.70	-1,714,994.00
IPO Expense		
Transfer to Defferred IPO Expense		
Operating profit before working capital changes	**54,789,414.43**	**64,224,983.86**
Adjustment for		
Movements in working capital :		
(Increase)/Decrease in Sundry Debtors	-172,171,058.25	42,388,782.96
(Increase)/decrease In Inventories	-19,459,359.00	-49,030,992.00
(increase)/Decrease in Short Term Loans & Advances & other assets	19,369,489.20	-30,711,840.94
(increase)/Decrease in Other Current Assets	1,378,922.81	-10,998,627.75
(increase)/Decrease in Long Term Loans & Advances	2,081,312.00	-1,530,768.00
(increase)/Decrease in Deposit With Customers	3,053,366.61	-15,765,067.38
Increase/(Decrease) in Trade Payables	65,118,637.47	-41,277,461.16
Increase/(Decrease) in Current Liablity	-2,804,481.38	6,028,893.36
(Increase)/Decrease Short Term Provision	-656,329.06	-320,535.07
(Increase)/Decrease Long Term Provision	1,158,455.00	8,522.00
Increase/(Decrease) in Other Non-Current Liablity	-40,000.00	-260,000.00
IPO Proceeds by way of Issue of Equity Share Capital (For Working Capital & General Corporate Operational Activities)		99,000,000.00
Cash generated from/(used in) operation	**-48,181,630.17**	**61,755,889.88**
Income Tax (Paid)/Refund	-3,651,504.71	-15,654,615.00
Net cash flow from/(used in) operating activities (A)	**-51,833,134.88**	**46,101,274.88**
Cash flow from investing activities		
Interest receipt/other non-operative received	2,272,217.70	1,714,994.00
(Purchased) Fixed Assets (Net)	-8,213,083.94	-927,513.00
Net cash flow from/(used in) investing activities (B)	**-5,940,866.24**	**787,481.00**
Cash flow from financing activities		
Proceed from Share issue		90,000,000.00
Share Issue Expense		-
Finance Cost	-20,373,601.80	-20,961,714.28
Proceed/Repay from Long Term Loan	44,718,244.99	-117,448,783.00
Proceed/Repay from Short Term Loan	39,971,599.87	10,511,376.61
Net cash flow from/(used in) financing activities (C)	**64,316,243.06**	**-37,899,120.67**
Net increase/(decrease) in cash & cash equivalents(A+B+C)	6,542,241.94	8,989,635.21
Cash and cash equivalents at the beginning of the year	28,260,980.14	19,271,344.77
Cash and cash equivalents at the end of the year	**34,803,222.08**	**28,260,979.98**
Components of cash and cash equivalents		
Cash on hand	3,398,234.62	3,279,592.92
In Earmarked / Deposit Accounts In	31,266,665.60	23,711,260.60
current Account with Banks	138,322.17	1,270,126.62
Total cash and cash equivalents	**34,803,222.39**	**28,260,980.14**

Notes: The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard - 3 on "Cash Flow Statement" issued by ICAI.

Figures of Cash & Cash equivalents have been taken from Note 16.

As per our report of event date

NOTE 1

Share Capital

Share Capital	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
Authorised		
1,25,00,000 Equity Shares of Rs.10 each	125,000,000.00	125,000,000.00
(Previous year 1,25,00,000 Equity Share of Rs. 10 each)		
Issued		
1,11,18,000 Equity Shares of Rs.10 each	111,180,000.00	111,180,000.00
(Previous year 1,11,18,000 Equity Share of Rs. 10 each)		
Subscribed & Paid up		
1,11,18,000 Equity Shares of Rs.10 each	111,180,000.00	111,180,000.00
(Previous year 1,11,18,000 Equity Share of Rs. 10 each)		
Total	**111,180,000.00**	**111,180,000.00**

NOTE 1 A

Reconciliatoin of the number of shares outstanding at the beginning and at the end of the reporting

Particulars	31/03/2020		31/03/2019	
	Number	Amount	Number	Amount
A) EQUUITY SHARES				
Shares outstanding at the beginning of the year	11,118,000	111,180,000	8,118,000	81,180,000
Shares Issued during the year	-	-	3,000,000	30,000,000
Shares issued on conversion	-	-		-
Right shares issued	-	-		-
Bonus Shares issued	-	-		
Shares bought back during the year	-	-		-
Shares outstanding at the end of the year	11,118,000	111,180,000	11,118,000	111,180,000

NOTE 1 B

Shares in the company held by each shareholder holding more than 5% shares specifying the number of shares held.

Share Holder Name	As on 31.03.2020 Number of Share	% of Holding	As on 31.03.2019 Number of Share	% of Holding
DARSHIL U. NANDANI	1343600	12.08%	1343600	12.08%
DEVEN D. NANDANI	2687200	24.17%	2687200	24.17%
P.P. FURNITURE PVT LTD.	1400000	12.59%	1400000	12.59%
PARINBHAI U. NANDANI	1342280	12.07%	1342280	12.07%
UMESHKUMAR D. NANDANI	913120	8.21%	913120	8.21%

NOTE 1 C

Details of Shares issued other than Cash, Bonus and shares bought back

Particular	No. of shares	
Equity Shares:	**2019-20**	**2018-19**
Fully paid up pursuant to contract (s) withouth payment being received in cash	-	-
Fully Paid up by way of bonus shares	-	-
Share bough Back	-	-

NOTE 2

Reserves & Surplus	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	**Amount**
a. Capital Reserves		-
b. Capital Redemption Reserve		-
c. Securities Premium Account		
Opening Balance	209,157,508.00	50,157,508.00
Add : Securities premium credited on Share issue	-	159,000,000.00
Less : Premium Utilised for Bonus issue	-	-
Closing Balance	209,157,508.00	209,157,508.00
d. Debenture Redemption Reserve		-
e. Revaluation Reserve		-
f. Share Options Outstanding Account		-
Reserves		-
h. Surplus		
Opening balance	52,297,399.15	25,268,239.00
(+) Net Profit/(Net Loss) For the current year	23,586,230.79	27,029,160.15
(+) Transfer from Reserves		-
(-) Utlised for Bonus Issue		-
(-) Interim Dividends		-
(-) Transfer to Reserves		-
Closing Balance	**75,883,629.94**	**52,297,399.15**
Total	**285,041,137.94**	**261,454,907.15**

NOTE 3

Long Term Borrowings	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
Secured		
(a) **Bonds/debentures**		-
(b) **Term loans**		
1. IDFC First Bank - 10.50%	44,230,131.0	
Terms of Repayment :- Repayable within 15 yrs from Balance Sheet date		
Security Details: - Secured by equitable mortgage of residential property and commercial property of Relative of Director		
	44,230,130.99	-
Unsecured		
(a) Loans and advances from Director	27,521,278.00	27,033,164.00
Total	**71,751,408.99**	**27,033,164.00**

NOTE 4

Long-term provisions	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
Provision for Employee Benefits-Gratuity	3,642,990.00	2,484,535.00
Total	**3,642,990.00**	**2,484,535.00**

NOTE 5

Other Long Term Liability	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
Security Deposit	-	40,000.00
Total	**-**	**40,000.00**

NOTE 6

Short Term Borrowings	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
Secured		
(1) Cash Credit		
a) HDFC Bank	133,947,724.08	98,587,188.51
Rate of Interest :- 9.95% till 31.05.2019, 10.25% wef 01.06.2019		
Terms of Repamtent :- Repayable on Demand		
Security details : Secured Registered Equitable mortgage of Showroom Premises in the name of Director and also secured By Stock & Book Debts and guaranteed by Directors		
b) ICICI Bank	4,611,064.30	
Rate of Interest :- 10%		
Terms of Repamtent :- Repayable on Demand		
Security details : Secured Registered Equitable mortgage of Residential Property of Director and lien on fixed deposit and also secured By Stock & Book Debts and guaranteed by Directors		
	138,558,788.38	98,587,188.51
Total	**138,558,788.38**	**98,587,188.51**

NOTE 7

Trade Payable	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
(a) Due to Micro & Small Enterprise	-	-
(b) Dues to other than Micro & Small -Goods	73,223,190.18	8,104,552.71
Total	**73,223,190.18**	**8,104,552.71**

NOTE 8

Other Current Liabilities *	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
(a) Current maturities of long-term debt		
(a) (1)Term loans :ICICI Term Loan repayable within 12 months	-	4,686,019.00
(a) (2)Term loans :Capital First repayable within 12 months	-	-
(a) (3)Term loans : Daimler Financial Services Pvt. Ltd.	-	2,122,335.37
(a) (4)Term loans : IDFC First Bank Ltd.	1,415,647.42	
(b) Advances received from customers	3,987,070.71	2,864,606.08
(c) Other payables (As per annexure)	7,298,873.63	5,833,112.69
Total	**12,701,591.76**	**15,506,073.14**

NOTE 9

Short Term Provisions	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
(a) Gratuity Provision Payable with in one year	210,036.00	46,537.00
(b) Others	9,471,211.36	4,847,589.42
Total	**9,681,247.36**	**4,894,126.42**

NOTE 10

	Fixed Assets	Gross Block					Accumulated Depreciation						Net Block	
		As at 31 March 2019	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	As at 31 March 2020	As at 31 March 2019	Depreciation charge for the year	Depreciation related Prior years	Adjustment due to revaluations	On disposals	As at 31 March 2020	As at 31 March 2020	As at 31 March 2019
		Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
a	**Property, Plant & Equipments**													
	Equipments	4,981,440.00	289,294.95	-	-	5,270,734.95	4,143,905.50	202,503.52		-	-	4,346,409.02	924,325.93	837,534.50
	Air conditioner	4,540,277.03	306,343.64	-	-	4,846,620.67	3,745,700.33	156,777.00		-	-	3,902,477.33	944,143.34	794,576.70
	Furniture and	13,347,729.00	1,061,407.23	-	-	14,409,136.23	10,145,936.50	1,002,037.50		-	-	11,147,974.00	3,261,162.23	3,201,792.50
	Fixtures Vehicles	24,753,376.00	5,652,212.00	-	-	30,405,588.00	18,110,236.47	2,958,816.00		-	-	21,069,052.47	9,336,535.53	6,643,139.53
	Office equipment	2,481,909.36	534,506.42	-	-	3,016,415.78	1,952,029.41	536,959.00		-	-	2,488,988.41	527,427.37	529,879.95
	Others-Computer Hardware & Softwares	5,614,782.07	369,321.30	-	-	5,984,103.37	5,084,119.85	224,737.00		-	-	5,308,856.85	675,246.52	530,662.22
							-					-		
	Total	**55,719,513.46**	**8,213,085.54**	**-**	**-**	**63,932,599.00**	**43,181,928.06**	**5,081,830.02**	**-**	**-**	**-**	**48,263,758.08**	**15,668,840.92**	**12,537,585.40**
b	**Intangible Assets**	500,000.00	-	-	-	500,000.00	0.00	-		-	-	-	500,000.00	500,000.00
	Total		-	-	-		-	-	-	-	-	-	500,000.00	500,000.00
c	**Capital Work In Progress**													
c	**Total**	-	-	-	-	-	-	-		-	-	-	-	
	Intangible assets under Development													
	Grand Total	**55,719,513.46**	**8,213,085.54**	**-**	**-**	**63,932,599.00**	**43,181,928.06**	**5,081,830.02**	**-**	**-**	**-**	**48,263,758.08**	**16,168,840.92**	**13,037,585.40**
	Previous Year	**54,792,000.82**	**927,512.64**	**-**	**-**	**55,719,513.46**	**38,254,500.84**	**4,927,428.00**	**-**	**-**	**-**	**43,181,928.06**	**13,037,587.42**	**17,037,502.00**

NOTE 11

B.	Details of Other Investments														
Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV/ Controlled Entity / Others	No. of Shares / Units			Quoted / Unquoted	Partly Paid / Fully paid		Extent of Holding (%)		Amount (`)			Whether stated at Cost Yes / No	If Answer to Column (9) is 'No' - Basis of Valuation
			As at 31 March 2020	As at 31 March 2019	As at 31 March 2018			As at 31 March 2020	As at 31 March 2019	As at 31 March 2018	As at 31 March 2020	As at 31 March 2019	As at 31 March 2018		
(1)	(2)	(3)		(4)	(5)	(6)	(7)		(8)	(9)		(10)	(11)	(12)	(13)
(a)	Investement in Equity Instruments	Subsidiary	1900000	1900000	0	Unquoted	Fully paid	0.98	0.98	0	40,558,000	40,558,000	40,558,000	Yes	
	Total										40,558,000	40,558,000	40,558,000		

NOTE 12

Deferred tax Assets (Net)	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
(a) **Timing Difference Depreciatoin:**		
Closing WDV as per Income Tax	27,612,716	24,051,516
Closing WDV as Companies Act	16,168,841	13,037,587
Timing Difference	11,443,875	11,013,929
Deferred tax Assets @ 25.17%(FY 19-20) @ 27.82%(F.Y.18-19) @33.063% (F.Y.17-18)	**2,880,423**	**3,064,075**
(b) **Timing Difference on Gratuity Provision**	3,853,026	2,531,072
Deferred tax Assets @ 25.17%(FY19-20) @ 27.82%(F.Y.18-19) @33.063% (F.Y.17-18)	**969,807**	704,144
(b) Timing Difference on IPO Expense	8,602,033	11,469,377
Deferred tax Assets @ 25.17%(FY19-20)@ 27.82%(F.Y. 18-19) @33.063% (F.Y.17-18)	**-2,165,132**	-3,190,781
Total	**1,685,098**	**577,439**

NOTE 13

Long Term Loans and Advances	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
a. Capital Advances	-	-
b. Security Deposits		
Unsecured, considered good	20,242,808.93	25,377,487.54
	20,242,808.93	25,377,487.54
c. Loans and advances to related parties	-	-
d. Other loans and advances	-	-
Total	**20,242,808.93**	**25,377,487.54**

NOTE 14

Other Non Current Assets	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
IPO Expense	8,602,032.83	11,469,377.00
Interest Receivable on Fixed Deposit	4,233,815.11	2,745,393.75
Total	**12,835,847.94**	**14,214,770.75**

NOTE 15

Inventories	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
a. Stock-in-trade	254,801,734.00	235,342,375.00
Grand Total	**254,801,734.00**	**235,342,375.00**

NOTE 16

Trade Receivables	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
Trade receivables outstanding for a period less than six months, Unsecured considered good	222,539,183.46	105,826,667.61
Trade receivables outstanding for a period exceeding six months Unsecured considered good	79,520,664.91	24,062,122.51
Total	**302,059,848.37**	**129,888,790.12**

NOTE 17

Cash and cash equivalents	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
a. Balances with banks	138,322.17	1,270,126.62
b. Fixed deposits with Bank	31,266,665.60	23,711,260.60
c. Cash on hand*	3,398,234.62	3,279,592.92
Total	**34,803,222.39**	**28,260,980.14**

NOTE 18

Short-term loans and advances	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
a (1) Advance payment to Creditors for Goods	7,057,550.80	27,737,077.66
a (2) Advance payment to Creditors for Expense	346,013.00	1,051,162.00
	7,403,563.80	28,788,239.66
b. GST adjustment	767,794.55	674,235.43
c. Others		
Custom Duty Refundable	183,022.00	183,022.00
Prepaid Expenses	3,208,868.18	2,915,579.16
Advance Income Tax	2,354,268.00	
Other Receivable	1,236,962.04	152,271.12
TDS & TCS Receivable	948,819.21	981,493.50
CST Refund	166,506.00	166,506.00
PROFESSIONAL TAX REFUND	15,255.00	
Vat Receivable/Refundable	579,488.98	593,388.98
Loans & Advances to Staff	5,760,406.82	7,572,382.22
	15,221,390.78	13,238,878.41
Total	**22,624,954.58**	**42,027,118.07**

NOTE 19

Contingent liabilities and commitments (to the extent not provided for)	Year as at 31/03/2020	Year as at 31/03/2019
	Amount	Amount
(i) Contingent Liabilities		
(1)The appeal lying with Deputy Commissioner of Sales Tax, VAT Department, Maharashtra for demand for the FY 2012-13 (tax paid of 13,900)	-	294,020.00
(2) Performance Bank Guarantee issued against Work Order Received	50,579,974.00	43,381,138.00
(3) The appeal lying with commissioner of income tax (tax paid of Rs. 30000/- for A Y 2012-13, Rs.145040/- for A Y 2013-14, Rs. 14,28,840/- for A Y 2014-15, Rs. 750388/- For A Y 2015-16)	10,713,512.00	-
(ii) Commitments		
	61,293,486.00	**43,675,158.00**

NOTE 20

Particulars	Yearly Ended 31/03/2020	Yearly Ended 31/03/2019
	Amount (Rs.)	Amount (Rs.)
Sale of furniture products	662,854,220.72	705,867,039.74
Total	**662,854,220.72**	**705,867,039.74**

NOTE 21

Other Income	Yearly Ended 31/03/2020	Yearly Ended 31/03/2019
	Amount (Rs.)	Amount (Rs.)
Interest Income	2,272,217.70	1,714,994.00
Short/Excess provision	606,248.00	213,551.00
Written Back	1,661,600.11	1,173,122.54
Profit on Sales of Assets, Exchange Gain/Loss, Other Misc Income	297,399.77	254,052.87
Total	**4,837,465.58**	**3,355,720.41**

NOTE 22

Employee Benefits Expense	Yearly Ended 31/03/2020	Yearly Ended 31/03/2019
	Amount (Rs.)	Amount (Rs.)
(a) Salaries and incentives	34,739,383.00	36,882,296.00
(b) Salaries and incentives (To Directors)	3,530,000.00	
(c) Contributions to -		-
(i) Provident fund/Labour welfare fund (ii)Superannuation scheme	800,615.71	903,098.00
(d) Gratuity fund contributions	1,321,954.00	-39,599.00
overseas employees	-	-
(ESOP) and Employee Stock Purchase Plan (ESPP)	-	-
(g) Staff welfare expenses	588,263.18	847,078.17
Total	**40,980,215.89**	**38,592,873.17**

NOTE 23

Finance costs	Yearly Ended 31/03/2020	Yearly Ended 31/03/2019
	Amount (Rs.)	Amount (Rs.)
Interest expense	17,504,277.41	19,196,240.86
Other borrowing costs	2,869,324.39	1,763,593.42
Other	-	1,880.00
Total	**20,373,601.80**	**20,961,714.28**

NOTE 24

SR No	Other expenses	Yearly Ended 31/03/2020	Yearly Ended 31/03/2019
		Amount (Rs.)	Amount (Rs.)
1	Consumption of Stores & Spares		-
2	Power & Fuel	2,377,560.54	2,690,183.37
3	Repairs to building	359,142.30	197,590.94
4	Insurance	2,378,445.23	1,638,828.94
5	Rates & taxes	983,434.24	127,627.53
6	Legal & Professional Fees	3,434,357.30	1,108,506.70
7	Office Maintenance	388,486.10	624,714.51
8	Telephone & Internet Charges	765,852.40	1,001,025.23
9	Travelling Expense	6,731,972.57	8,191,901.95
10	Business Promotion	9,365,390.74	4,699,134.92
11	Rent	17,157,549.00	17,287,628.00
12	Project Expenses	35,163,159.59	15,716,895.18
13	Selling Expense	8,402,083.38	10,563,559.08
14	Freight Inward Expense	2,511,207.21	2,032,941.66
15	Other expenses(as per annexure)	7,420,714.17	6,416,678.78
Total		**97,439,354.77**	**72,297,216.79**

SR No	Audit fees	Yearly Ended 31/03/2020	Yearly Ended 31/03/2019
		Amount (Rs.)	Amount (Rs.)
1	Payments to the auditor as a. auditor,	50,000.00	50,000.00
Total		**50,000.00**	**50,000.00**

PARIN FURNITURE LIMITED
CIN : L36101GJ2006PLC049074

SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation of Financial Statements

The financial statements are prepared in accordance with India Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which area measured at fair values. GAAP comprises mandatory accounting standards as prescribed under section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing standard requires a change in the accounting policy hitherto in use.

(b) Use of Estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include computation of percentage of completion which requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended, provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes, post-sales customer support and the useful lives of fixed tangible assets and intangible assets.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and , if material, their effects are disclosed in the notes to the financial statements.

(c) Revenue Recognition

Revenue on sale of products is recognised when the products are delivered to customers, all significant contractual obligations have been satisfied and the collection of the resulting receivable is reasonably expected. Sales & Purchases are stated net of trade discount, returns and taxes collected.

(d) Provisions and contingent liabilities

A provision is recognized, if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date.

(e) Fixed Assets & Depreciation thereon

i) Fixed assets are stated at cost of acquision as reduced by accumulated depreciation. The cost of assets includes other direct/ indirect and incidental cost incurred to bring them into their present location.

ii) Pursuant to the enactment of Companies Act 2013, the company has applied the estimated useful lives as specified in Schedule II,

(f) Retirement benefits to employees

- Gratuity

The company provides for gratuity, a defined benefit retirement plan covering eligible employees. The gratuity plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and tenure of employment with the company.

- Provident Fund

Eligible employees receive benefits from a provident fund, which is a defined benefit plan. Both the employee and the company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary.

(g) Inventories

Inventories of Traded Goods are stated at cost or net realizable value, whichever is lower. Cost comprises allcost of purchase and other costs which are being incurred in bringing the inventories to their present location and condition.

(h) Provision for Current Tax & Deferred Tax

Provision for income tax is made on the basis of estimated taxable income for the year at current rates.Tax expenses comprises of Current Tax, and Deferred Tax at applicable enacted or substantively enacted rates. Current Tax represents the amount of Income Tax payable/recoverable in respect of the taxable income/loss for the reporting period. Deferred Tax represents the effect of timing difference between taxable income and accounting income for the reporting period that originates in one period and are capable of reversal in one or more subsequent periods. The Deferred Tax asset is recognized and carry forward to the extent that there is a reasonable certainty that the assets will be realise in future. However, where there is unabsorbed depreciation or carry forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realisation of assets.

(i) Investments

Company's Investments are Non-Current Investments in nature being Investment in Subsidiary Company. Non-Current Investments are stated at cost. A provision for diminution in the value of Investments is made for each investment individually if such decline is other than temporary.

(j) Current Assets, Loans and Advances & Liabilities

In the opinion of the Board of Directors, the Current Assets, Loans and Advances and Current Liabilities are approximately stated if realized in the ordinary course of business. As no confirmatory letters were submitted from Debtors and Creditors, their balances are reflected in the Balance Sheet as appearing in the books. The provisions for all other liabilities is adequate and not in excess of the amount reasonably necessary.

(k) Regrouping of Previous Year figures

The previous year`s figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amount and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

PARIN FURNITURE LIMITED
CIN : L36101GJ2006PLC049074

NOTES ON ACCOUNTS AND OTHER DISCLOSURES :

(a) Earning Per Share :

Basic earning per share is calculated by dividing net profit for the period attributed to equity shareholders [after deducting tax expenses] by total number of equity shares outstanding at the end of year.

A. EPS As on 31.03.2020

$$\text{EPS} = \frac{\text{Net Profit after tax}}{\text{Weighted Average No. of Equity Shares Outstanding}} = \frac{2,35,86,233}{1,11,18,000} = 2.12$$

B. Adjusted EPS as on 31.03.2019

$$\text{EPS} = \frac{\text{Net Profit after tax}}{\text{Weighted Average No. of Equity Shares Outstanding}} = \frac{2,70,29,160}{95,48,137} = 2.83$$

(b) Contingent Liabilities :

Contingent Liabilities represents claims against the company not acknowledged as debts includes,a) Bank Guarantee issued in HDFC Bank is of Rs.3,16,25,247 and in ICICI Bank is of Rs.1,89,54,727
b) IT Outstanding demand are as follows :

Sr. No.	Assessment Year	Demand Amount	Amount Paid	Outstanding Amount
1	2012-13	14,46,440	30,000	14,16,440
2	2013-14	7,25,200	1,45,040	5,80,160
3	2014-15	71,44,200	14,28,840	57,15,360
4	2015-16	37,51,940	7,50,388	30,01,552
	TOTAL			

(c) Due to Micro and Small Enterprises :

We have sentletter to our creditors, however no response has been received from them. Therefore, we are unable to bifurcate creditors in to micro and small enterprises.

(d) Payment to Auditors :

Statutory Audit Fees :50,000/- Other capacity : 20,000/-

(e) Related Party Disclosures

(1) Related parties & their relationship

i) Subsidiary/Entities significantly influenced by Directors and / or Relative of Directors

- Poonam Furniture
- Paradise Furniture
- Pearl Furniture Pvt. Ltd. (Subsidiary w.e.f. 1st June, 2017)
- Parin Motors
- Prince Furniture
- Deven Impex

ii) Key Managerial Personnel

- Umesh D Nandani - Managing Director
- Parin U Nandani - Director
- Deven D Nandani - Director
- Roshan Gupta/Alpa V Jogi - Chief Financial Officer
- Kajal Shah/Krishna Lodhiya - Company Secretary

(2) Transactions with related parties (Rs. in lacs)

Particulars	Subsidiary/Entities significantly influenced by Directors and or Relative of Directors	Key Managerial Personnel & their relatives	Total
Expenses paid	-	59.54	59.54
Purchase of Goods (Including Tax)	4614.70	-	4614.70
Remuneration	-	35.30	35.30
Revenue/Sales (Including Tax)	917.23	-	917.23
Loan Taken	-	1054.88	1054.88
Loan Repaid	-	1049.99	1049.99

(3) Balances with Related Parties as at 31st March, 2020 (Rs. in lacs)

Particulars	Subsidiary/Entities significantly influenced by Directors and or Relative of Directors	Key Managerial Personnel & their relatives	Total
Trade Receivables, Loans & Advances, Advances to suppliers of Goods	31.67	-	31.67
Trade Payables for Goods , Expenses	177.83	-	177.83
Investment	405.58	-	405.58
Unsecured Loan	-	275.21	275.21

(4) Disclosure of material transactions/balances with related parties (Rs. in lacs)

Particulars	Nature of Transaction	FY 2019-20	FY 2018-19
Investment - Pearl Furniture Pvt. Ltd	Share Purchase	405.58	405.58
Revenue: (Basic Value)	Nature of Transaction		
Poonam Furniture	Sales of Goods	1.86	2.57
Parin Motors	Sales of Goods	0.41	0.72

Expense Paid:			
Deven D Nandani	Rent	33.00	15.00
Deven D. Nandani	Interest on Unsecured Loan	21.14	-
Umesh D. Nandani	Interest on Unsecured Loan	5.40	-
Remuneration:			
Umesh D Nandani (Director)	Salary	18.00	18.00
Deven D Nandani (Director)	Salary	3.80	9.60
Parin U. Nandani	Salary	13.50	
Roshan Gupta/Alpa Jogi (CFO)	Salary	9.14	5.92
Krishna Lodhiya (CS)	Salary	0.57	2.30
Kajal Shah (CS)	Salary	1.58	
Purchase of Goods: (Basic Value)			
Poonam Furniture	Purchase	5.49	20.96
Paradise Furniture	Purchase	255.59	229
Prince Furniture	Purchase	1.75	-
Pearl Furniture Pvt. Ltd.	Purchase	3207.83	2631.71
Deven Impex	Purchase	571.29	633.70
Unsecured Loan:			
Umesh D. Nandani	Loan Taken	337.70	57.87
Deven D. Nandani	Loan Taken	717.18	298.87
Umesh D. Nandani	Loan Repaid	393.44	183.00
Deven D. Nandani	Loan Repaid	656.56	396.10

(f) The details of amount payable to Small Scale Industrial undertakings in excess of Rupees one Lacs and outstanding for a period of more than 30 days are not be possible to be given, as per company's management the suppliers do not disclose their status.

(g) The foreign Exchange earning is NIL and out go during the year is 4,66,134 Euro.

The previous year's figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

UDIN:20043796AAAABM9144

For, Bhavin Associates
Chartered Accountants
Firm Reg. No. 101383W

Sd/-

Bhavin P. Bhansali
Proprietor
M.No. 043796

Place : Rajkot
Date : 28.07.2020

For and on behalf of Board of directors of
PARIN FURNITURE LIMITED

Sd/-

Umesh D. Nandani
Managing Director
DIN: 00039757

Sd/-
Kishor Kikani
Company Secretary

Sd/-

Parin U. Nandani
Director
DIN: 02343309

Sd/-
Alpa Jogi
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT
Financial Year : 2019-20

INDEPENDENT AUDITOR'S REPORT

To,

The Members of PARIN FURNITURE LIMITED, RAJKOT

Report on the Consolidated Financial Statements

We have audited the accompanying Consolidated financial statements of **PARIN FURNITURE LIMITED**, which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on audit.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March, 2020, and its profit/loss and its cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order,2016, issued by the Central Government of India in term of sub-section (11) of section 143 of the Act (the "Order"), we enclose in the "**Annexure-A"** a statement on the matters specified in the paragraphs 3 and 4 of the said Order.

2. As required by section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

   c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

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

   e) On the basis of written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020, from being appointed as a director in terms of Section 164(2) of the Act.

   f) with respect to the adequacy of internal financial controls over financial reporting of the company and operating effectiveness of such controls, referred to our separate report in **"Annexure B"** and

   g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements, under notes on account of the financial statement.

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

iii. There are no amounts which were required to be transferred to the Investor Education and protection Fund by the Company during the year ended March 31, 2020.

For, Bhavin Associates.
Chartered Accountants

Place : Rajkot
Date : 28Th July, 2020.

Sd/-

Bhavin P. Bhansali
Partner
Membership No.: 043796
Firm Registration No. 101383W

ANNEXURE "A" TO THE AUDITOR'S REPORT

With Referred to in paragraph 3 of our report to the shareholders of **PARIN FURNITURE LIMITED** of even date, in our opinion and to the best of our knowledge and as per the information and explanations given to us, the books and the records examined by us in the normal course of audit, we report that:

1. a) The Company has maintained electronic records showing value of fixed assets.
   b) As per information & explanation given to us by the management of the company, all the assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
   c) As per information & explanation given to us by the management of the company, the title deeds of the immovable properties are held in the name of the company.

2. As explained to us, stock of inventories has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.

3. In our opinion and according to the information and explanation given to us, The Company has not granted any loan secured or unsecured to any parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of clause 3(iii)(a) and 3(iii)(b) of the Companies [Auditor's Report] Order, 2016 are not applicable to the company.

4. As per information & explanation given to us, the company has granted any loans, provided any guarantees or securities to the parties covered under the section 185 of the Act. The company has complied with the provisions of section 186 of the Companies Act, 2013 in respect of loan, investment, guarantees, and security.

5. In our opinion and according to the information and explanation given to us, the company has not accepted/invited any deposits from public, falling within the preview of provisions of section 73 to 76 of any other relevant provisions of the Companies Act, 2013 and rules framed the under.

6. In our opinion and according to the information and explanation given to us, the company is not required of maintain cost records as per the provisions of clause 3(vi) of the Companies [Auditor's Report] order, 2016 specified by the Central Government under section 148(1) of the Companies Act, 2013.

7. In our opinion and according to the information and explanation given to us, the company has not defaulted in depositing undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.

8. In our opinion and according to the information and explanation given to us, the Company has not defaulted in the repayment of dues to any financial institution of Bank or Debenture holders during the year. The company has not issued any debentures, hence there are no due to debenture holder.

9. In our opinion and according to the information and explanation given to us, the term loan is applied for the purpose for which loan was obtained.

10. According to the information and explanations given to us, neither any fraud by the company nor any fraud on the company by its officers and employees has been noticed or reported during the financial year.

11. According to the information and explanation given to us, the managerial remuneration paid or provided, are in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

12. As the company is not a Nidhi Company, the provisions of clause 3(xii) of the Companies [Auditor's Report) Order, 2016 are not applicable to the company.

13. According to the information and explanation given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements as required under the Accounting Standards (AS 18-Related Party Transaction)

14. According to the information and explanation given to us and based on our examination of the records the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under view.

15. According to the information and explanation given to us and based on our examination of the records the company has not entered into any non-cash transactions with directors or persons connected with him. So the clause 3(xv) of the Companies [Auditor's Report] Order, 2016 is not applicable to the company.

16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence the clause 3(xvi) of the Companies (Auditor's Report) Order 2016 is not applicable to the Company.

Place : Rajkot

Date : 28th July, 2020

For, Bhavin Associates.
Chartered Accountants
Firm Registration No. 101383W

Sd/-

Bhavin P. Bhansali
Partner
Membership No.: 043796

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT of Even Date on the Consolidated Financial Statements of PARIN FURNITURE LIMITED

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 **PARIN FURNITURE LIMITED** ("the Company") as of 31st March, 2020 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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.

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

We believe that the audit evidence I/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 authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, 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.

Place : Rajkot.

Date : 28th July, 2020.

For, Bhavin Associates
Chartered Accountants
Firm Registration No. 101383W

Sd/-

Bhavin P. Bhansali
Partner
Membership No.: 043796

PARIN FURNITURE LIMITED
Consolidated Balance Sheet as at 31st March 2020

(in Rupees)

	Particulars	Note No.	As At 31.03.2020	As At 31.03.2019
	1	2		3
I.	**EQUITY AND LIABILITIES**			
1	**Shareholders' funds**			
	(a) Share capital	1	111,180,000	111,180,000
	(b) Reserves and surplus	2	326,009,076	287,905,607
	(c) Minority Interest		1,283,547	1,054,987
2	**Non-current liabilities**			
	(a) Long-term borrowings	3	106,506,947	34,397,630
	(b) Deferred tax liabilities (Net)	11	4,712,277	2,523,651
	(c) Long-term provisions	4	5,056,628	3,310,680
	(d) Other Loag Term Liability	5	-	40,000
3	**Current liabilities**			
	(a) Short-term borrowings	6	192,720,036	148,806,579
	(b) Trade payables	7	212,344,091	34,018,833
	(c) Other current liabilities	8	18,811,689	15,905,776
	(d) Short-term provisions	9	14,769,940	8,190,100
	TOTAL		**993,394,230**	**647,333,844**
II.	**ASSETS**			
	Non-current assets			
1	(a) Fixed assets			
	(i) Property, Plant & Equipment	10	86,410,135	52,505,479
	(ii) Intangible assets	10	666,362	802,862
	(b) Non-current investments			-
	(c) Deferred tax Assets (Net)	11		-
	(d) Long-term loans and advances	12	20,964,707	26,291,386
	(e) Other non-current assets	13	12,835,848	14,460,341
2	**Current assets**			
	(a) Current investments		-	-
	(b) Inventories	14	490,571,110	366,269,687
	(c) Trade receivables	15	306,664,335	131,013,758
	(d) Cash and cash equivalents	16	36,459,015	28,263,373
	(e) Short-term loans and advances	17	38,122,718	27,026,959
	(f) Other current assets	18	700,000	700,000
	TOTAL		**993,394,230**	**647,333,844**

The accompanying notes form an intergral part of the Consolidated Financial Statements.
DATED 28th July, 2020, AT RAJKOT.

AS PER OUR REPORT ONEVEN DATE

FOR & BEHALF OF BOD of.
PARIN FURNITURE LIMITED

Sd/-
Umesh D. Nandani
[CMD]
DIN : 00039757

Sd/-
Parin U.Nandani
[WTD]
DIN : 02343309

Sd/-
Alpa Jogi
[CFO]

Sd/-
Kishor Kikani
[CS]

M/S. BHAVIN ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-
Bhavin P.Bhansali
[Partner]
Mem. No.: 043796
UDIN: 20043796AAAABN6429

PARIN FURNITURE LIMITED
Consolidated Profit and loss statement for the year ended 31.03.2020

(in Rupees)

	Particulars	Note No.	For the year 31.03.2020	For the year 31.03.2019
I.	Revenue from operations	20	670,530,537	712,545,310
II.	Other income	21	5,255,958	3,295,694
III.	**Total Revenue (I + II)**		**675,786,495**	**715,841,005**
IV.	Expenses:			
	Cost of materials consumed	22	287,465,193	200,493,894
	Purchases of Stock-in-Trade		170,836,600	318,202,906
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade		(73,794,996)	-55,448,641
	Manufacturing Expenses	23	14,530,388	12,825,402
	Employee benefits expense	24	81,859,659	66,519,369
	Finance costs	25	29,414,383	26,626,131
	Depreciation and amortization expense	10	9,364,832	8,114,560
	Other expenses	26	102,016,647	77,236,334
	Total expenses		**621,692,707**	**654,569,955**
V.	**Profit before prior period, exceptional and extraordinary items and tax (III-IV)**		54,093,788	61,271,050
VI.	**Prior period items**			
	Depreciatoin of earlier year	10	-	
	Gratuity Provision of earlier year		-	
VII.	**Profit before exceptional and extraordinary items and tax (III-IV) (V- VI-VII)**		54,093,788	61,271,050
VIII.	**Extraordinary Items**		-	-
iX.	**Profit Before Tax**		**54,093,788**	**61,271,050**
iX.	**Tax expense:**			
	(1) Current year tax		12,650,230	13,987,780
	(2) Previous year tax		922,899	1,972,826
	(3) Deferred tax		2,188,626	4,288,397
X	**Profit (Loss) for the period (VIII- IX) before Minority Interest**		**38,332,033**	**41,022,048**
XI	**Minority Interest**		228,560	216,890
XII.	**Profit (Loss) for the period (X - XI)**		**38,103,473**	**40,805,160**
XIII.	**Earnings per equity share:**			
	(1) Basic		3.43	4.27
	(2) Diluted		3.43	4.27

The accompanying notes form an intergral part of the Consolidated Financial Statements.
DATED 28th July, 2020, AT RAJKOT.

FOR & BEHALF OF BOD of.
PARIN FURNITURE LIMITED

Sd/-
Umesh D. Nandani
[CMD]
DIN : 00039757

Sd/-
Parin U.Nandani
[WTD]
DIN : 02343309

Sd/-
Alpa Jogi
[CFO]

Sd/-
Kishor Kikani
[CS]

AS PER OUR REPORT ON EVEN DATE

M/S. BHAVIN ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-
Bhavin P.Bhansali
[Partner]
Mem. No.: 043796
UDIN: 20043796AAAABN6429

PARIN FURNITURE LIMITED

Consolidated Cash Flow Statement For The Year Ended 31st March, 2020

All amounts in rupees unless otherwise stated

Particulars	For the Year March 31, 2020 Rs.	For the Year March 31, 2019 Rs.
A. CASH FLOW FROM OPERATING ACTIVITY		
Profit before tax and before exceptional items	**54,093,788**	**61,271,050**
Add: Non Cash and Operating Expenses		
Depreciation Expenses	9,364,832	8,114,560
Interest & Financial Charges	29,414,383	26,626,131
Less: Non Operating Income		
Interest Income	2,356,498	1,714,994
Operating profit before changes in current and non-current assets and liabilities	**90,516,505**	**94,296,747**
Adjustment for:		
(Increase) / Decrease in Inventories	(124,301,423)	(82,068,797)
(Increase) / Decrease in Trade Receivables	(175,650,577)	46,853,703
(Increase) / Decrease in Loans and Advances	(11,113,240)	(12,816,515)
(Increase) / Decrease in Other Current Assets	-	(700,000)
(Increase) / Decrease in Other Non Current Assets	1,624,493	(9,304,884)
(Increase) / Decrease in Long Term Loans & Advances	2,273,312	(2,444,666)
(Increase) / Decrease in Deposit with Customers	3,053,367	(15,765,067)
Increase / (Decrease) in Trade Payables	178,325,257	(37,558,951)
Increase / (Decrease) in Current Liabilities	2,905,913	(5,694,504)
Increase / (Decrease) in Short term Provisions & Long Term Provisions	1,663,338	(134,959)
Increase / (Decrease) in Non Current Liabilities	(40,000)	(260,000)
IPO Proceeds by way of Issue of Equity Share Capital		99,000,000
(For Working Capital & General Corporate Operational Activities)		
Cash Generated from Operation	**(30,743,055)**	**73,402,108**
Taxes paid	(6,893,198)	(25,197,986)
Net Cash Flow from Operating Activities	**(37,636,253)**	**48,204,122**
B. CASH FLOW FROM INVESTING ACTIVITY		
(Increase) / Decrease in Fixed Assets (net)	(43,132,988)	(1,885,453)
Interest Income	2,356,498	1,714,994
(Increase) / Decrease in Investments	-	
Net Cash Flow from Investing Activities	**(40,776,490)**	**(170,459)**
C. CASH FLOW FROM FINANCING ACTIVITY		
Increase / (Decrease) in Long Term Loan	72,109,317	(112,884,318)
Increase / (Decrease) in Short Term Loan	43,913,458	10,315,288
IPO Proceeds by way of Issue of Equity Share Capital		90,000,000
(For Repayment of Secured Borrowings)		
Issue of Share Capital (Preferential Allotment)	-	
Change in Capital reserve	-	
Change in Minority Interest	228,560	216,890
Share in profit of Subsidiary (Minority Interest)	(228,560)	(216,890)
Interest Expenses	(29,414,383)	(26,626,131)
Net Cash Flow from Financing Activities	**86,608,391**	**(39,195,162)**
Net Increase / (Decrease) in Cash and Cash Equivalents	**8,195,648**	**8,838,505**
Opening Balance of Cash and Cash Equivalents	28,263,373	19,424,868
Closing Balance of Cash and Cash Equivalents	**36,459,016**	**28,263,373**

Components of Cash and Cash Equivalents	For the Year March 31, 2020 Rs.	For the Year March 31, 2019 Rs.
Cash on hand & Equivalants		
- Cash on hand	**3,413,028**	**3,281,985**
- Cheque on hand	**-**	**-**
Balances with Scheduled Banks		
- In Current Accounts	**138,322**	**1,270,127**
- In Fixed deposit	**32,907,666**	**23,711,261**
	36,459,015	**28,263,373**

Notes : The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard - 3 on "Cash Flow Statement" issued by ICAI. Figures of Cash & Cash Equivalents have been taken from Note 16

As per our report of even date

NOTE 1

Share Capital

Share Capital	As At 31.03.2020	As At 31.03.2019
	Amount	Amount
Authorised		
1,25,00,000 Equity Shares of Rs.10 each	125,000,000	125,000,000
(Previous year1,25,00,000 Equity Share of Rs. 10 each)		
Issued		
1,11,18,000 Equity Shares of Rs.10 each	111,180,000	111,180,000
(Previous year 81,18,000 Equity Share of Rs. 10 each)		
Subscribed & Paid up		
1,11,18,000 Equity Shares of Rs.10 each	111,180,000	111,180,000
(Previous year 81,18,000 Equity Share of Rs. 10 each)		
Total	**111,180,000**	**111,180,000**

NOTE 1 A

Reconciliatoin of the number of shares outstanding at the beginning and at the end of the reporting period.

Particulars	31/03/2020		31/03/2019	
	Number	Amount	Number	Amount
A) EQUUITY SHARES				
at the beginning of	11,118,000	111,180,000	8,118,000	81,180,000
Shares Issued during the year	-	-	3,000,000	30,000,000
Shares issued on conversion	-	-	-	-
Right shares issued	-	-	-	-
Bonus Shares issued				
Shares bought back during the year		-	-	-
Shares outstanding at the end of the year	11,118,000	111,180,000	11,118,000	111,180,000

NOTE 1 B

Shares in the company held by each shareholder holding more than 5% shares specifying the number of shares held.

Share Holder Name	As on 31.03.2020	% of Holding	As on 31.03.2019	% of Holding
	Number of Share		Number of Share	
DARSHIL U. NANDANI	1343600	12.08%	1343600	12.08%
DEVEN D. NANDANI	2687200	24.17%	2687200	24.17%
P.P. FURNITURE PVT LTD.	1400000	3.87%	1400000	3.87%
PARINBHAI U. NANDANI	1342280	12.59%	1342280	12.59%
UMESHKUMAR D.NANDANI	913120	12.07%	913120	12.07%

NOTE 1 C

Details of Shares issued other than Cash, Bonus and shares bought back

Particular	No. of shares	
Equity Shares:	**2019-20**	**2018-19.**
Fully paid up pursuant to contract (s) without payment being received in cash	-	-
Fully Paid up by way of bonus	-	-
Share bough Back	-	-

NOTE 2

Reserves & Surplus	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
a. Capital Reserves	425,527.00	425,527.00
b. Capital Redemption Reserve		-
c. Securities Premium Account		
Opening Balance	209,157,508	50,157,508.00
Add : Securities premium credited on Share issue		159,000,000.00
Less : Premium Utilised for Bonus issue	-	-
Closing Balance	209,157,508	209,157,508.00
d. Debenture Redemption Reserve	-	-
e. Revaluation Reserve	-	-
f. Share Options Outstanding Account	-	-
g.Other Reserves	-	-
h. Surplus		
Opening balance	78,322,573	37,517,412
(+) Net Profit/(Net Loss) For the current year	38,103,467	40,805,161
(+) Transfer from Reserves		-
(-) Utlised for Bonus Issue		
(-) Interim Dividends		-
Closing Balance	**116,426,041**	**78,322,573**
Total	**326,009,076**	**287,905,607**

NOTE 3

Long Term Borrowings	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
Secured		
(a) Bonds/debentures		
(b) Term loans		
1. IDFC First Bank - 10.50%	44,230,131	-
Terms of Repayment :- Repayable within 15 yrs from Balance Sheet date		
Security Details: - Secured by equitable mortgage of residential property and commercial property of Relative of Director		
2. STATE BANK OF INDIA - T .L (33811633631)	11,298,440	
Terms of Repayment :- Repayable within 7 yrs from Balance Sheet date		
Security Details: - Secured by equitable mortgage of residential property and commercial property of Relative of Director		
	55,528,571	-
Unsecured		
(a) Loans and advances from Directors	50,978,376	34,397,630
	50,978,376	34,397,630
Total	**106,506,947**	**34,397,630**

NOTE 4

Long-term provisions	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
Provision for Employee Benefits-Gratuity	5,056,628.00	3,310,680.00
Total	**5,056,628.00**	**3,310,680.00**

NOTE 5

Other Long Term Liability	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
Security Deposit- The Furniture Town Mehsana	-	40,000.00
Total	**-**	**40,000.00**

NOTE 6

Short Term Borrowings	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
Secured		
(a) (1)Cash Credit		
from HDFC Bank Rate of Interest :- 9.95% Terms of Repamtent :- Repayable on Demand Security details : Secured By Stock & Book Debtors and guaranteed by Directors	133,947,724.08	98,587,188.51
from ICICI Bank Rate of Interest :- 10% Terms of Repamtent :- Repayable on Demand Security details : Secured Registered Equitable mortgage of Residential Property of Director and lien on fixed deposit and also secured By Stock & Book Debts and guaranteed by Directors	4,611,064.30	
from SBI Bank Rate of Interest :- 9.95% Terms of Repamtent :- Repayable on Demand Security Details:- Secured by hypothecation of stock, book debts, other current assets, plant & machinery and other fixed assets, equitable mortgate of commercial property of Director's relative and	54,161,247.68	50,219,390.00
	192,720,036.06	148,806,578.51
Total	**192,720,036.06**	**148,806,578.51**

NOTE 7

Trade Payable	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
(a) Due to Micro & Small Enterprise		-
(b) Dues to other than Micro & Small -Goods	212,344,090.50	34,018,833.34
Total	**212,344,090.50**	**34,018,833.34**

NOTE 8

Other Current Liabilities *	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
(a) Current maturities of long-term debt		
(a) (1)Term loans :ICICI Term Loan repayable within 12	-	4,686,019.00
(a) (2)Term loans :SBI repayable within 12 months	2,760,000.00	-
(a) (3)Term loans : Daimler Financial Services Pvt. Ltd.	-	2,122,335.37
(a) (4)Term loans : IDFC First Bank Ltd.	1,415,647.42	-
(a) (5)Term loans : HDFC Car Loan	1,790,880.00	-
(b) Advances received from customers	4,816,293.71	2,864,606.08
(c) Other payables (As per annexure)	8,028,867.79	6,232,815.51
Total	**18,811,688.92**	**15,905,775.96**

NOTE 9

Short Term Provisions	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
(a) Gratuity Provision Payable with in one year	242,807	62,011
(b) Others	14,527,133	8,128,089
Total	**14,769,940**	**8,190,100**

NOTE 10 given after NOTE 11 on next page due to page adjustment.

NOTE 11

Deferred tax Assets(Liability) (Net)	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
(a)Timing Difference Depreciatoin:		
Closing WDV as per Income Tax	27,612,716.06	24,051,515.93
Closing WDV as Companies Act	16,168,840.92	13,037,587.42
Timing Difference	11,443,875.14	11,013,928.51
Deferred tax Assets	9,277,798.00	-37,015.00
	-	
(b) Timing Difference on Graduity Provision	3,853,026.00	2,531,072.00
Deferred tax Assets	969,807.00	704,144.23
(b) Timing Difference on IPO Expense	8,602,032.83	11,469,377.11
Deferred tax Liability @ 27.82%(F.Y. 18-19) @33.063% (F.Y.17-18)	(2,165,132.00)	-3,190,780.71
Deferred tax Assets (Net)	**8,082,473.00**	**(2,523,651.48)**

NOTE 10

	Fixed Assets	Gross Block					Accumulated Depreciation						Net Block	
		As at 31 March 2019	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	As at 31 March 2020	As at 31 March 2019	Depreciation charge for the year	Depreciation related Prior years	Adjustment due to revaluations	On disposals	As at 31 March 2020	As at 31 March 2020	As at 31 March 2019
		Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)		Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
a	**Property, Plant & Equipments**													
	Equipments	4,981,440.00	289,294.95	-	-	5,270,734.95	4,143,905.50	202,503.52		-	-	4,346,409.02	924,325.93	837,534.50
	Air conditioner	4,540,277.03	306,343.64	-	-	4,846,620.67	3,745,700.33	156,777.00		-	-	3,902,477.33	944,143.34	794,576.70
	Furniture and Fixtures	13,347,729.00	1,061,407.23	-	-	14,409,136.23	10,145,936.50	1,002,037.50		-	-	11,147,974.00	3,261,162.23	3,201,792.50
	Vehicles	24,753,376.00	5,652,212.00	-	-	30,405,588.00	18,110,236.47	2,958,816.00		-	-	21,069,052.47	9,336,535.53	6,643,139.53
	Office equipment Others	2,481,909.36	534,506.42	-	-	3,016,415.78	1,952,029.41	536,959.00		-	-	2,488,988.41	527,427.37	529,879.95
	Computer Hardware & Softwares	5,614,782.07	369,321.30	-	-	5,984,103.37	5,084,119.85	224,737.00		-	-	5,308,856.85	675,246.52	530,662.22
							-					-		
	Total	**55,719,513.46**	**8,213,085.54**	**-**	**-**	**63,932,599.00**	**43,181,928.06**	**5,081,830.02**	**-**	**-**	**-**	**48,263,758.08**	**15,668,840.92**	**12,537,585.40**
b	**Intangible Assets**	500,000.00	-	-	-	500,000.00	0.00	-		-	-	-	500,000.00	500,000.00
	Total		-	-	-		-	-	-	-	-	-	500,000.00	500,000.00
c	**Capital Work In Progress**													
c	**Total**	-	-	-	-	-	-	-		-	-	-	-	
	Intangible assets under Development													
	Grand Total	**55,719,513.46**	**8,213,085.54**	**-**	**-**	**63,932,599.00**	**43,181,928.06**	**5,081,830.02**	**-**	**-**	**-**	**48,263,758.08**	**16,168,840.92**	**13,037,585.40**
	Previous year	**54,792,000.82**	**927,512.64**	**-**	**-**	**55,719,513.46**	**38,254,500.46**	**4,927,428.00**	**-**	**-**	**-**	**43,181,928.06**	**13,037,587.42**	**17,037,502.00**

NOTE 10 -FIXED ASSETS (Subsidiary)

	PARTICULARS	%	GROSS BLOCK (AT COST)				DEPRICIATION				NET BLOCK	
			As At 01/04/19	Additions	Deductions	As At 31/03/2019	As At 01/04/19	For the Year	On Deductions	As At 31/03/2020	As At 31/03/2019	As At 31/03/2020
	FIXED ASSETS - PLANT AND MACHINERY											
1	AIR CONDITION	6.33	111,353	-	-	111,353	-	7,049	-	7,049	111,353	104,304
2	C.C. TV CAMERA	6.33	229,655	-	-	229,655	-	14,537	-	14,537	229,655	215,118
3	DIES AND MOULD FOR HOSPITAL FURNITURE	6.33		850,000		850,000		3,675		3,675	-	846,325
4	FORK LIFT TRUCK : GX 300D (C)	6.33	843,958	-	-	843,958	-	53,423	-	53,423	843,958	790,535
5	INDUSTRIAL RO SYSTEM MODEL RO250LPH	6.33	64,600	-	-	64,600	-	4,089	-	4,089	64,600	60,511
6	NEW C.C. TV CAMERA	6.33	-	2,852	-	2,852	-	138	-	138	-	2,714
7	NEW PLANT AND MACHINERY (2019-20)	6.33	-	30,886,210		30,886,210		1,379,134		1,379,134	-	29,507,076
8	PLANT AND MACHINERY	6.33	26,783,277	-		26,783,277		1,695,381		1,695,381	26,783,277	25,087,896
9	SUBMERCIBLE PUMP SET	6.33	16,695	-	-	16,695	-	1,057	-	1,057	16,695	15,638
	Total of FIXED ASSETS - PLANT AND MACHINERY		**28,049,539**	**31,739,062**	-	**59,788,600**	-	**3,158,483**	-	**3,158,483**	**28,049,539**	**56,630,117**
	FIXED ASSETS - FURNITURE AND FITTINGS											
7	CANTEEN ASSETS	9.5	102,659	318,000	15,000	405,659	-	16,029	245	16,029	102,659	389,630
8	FURNITURE AND FITTINGS	9.5	584,045	-	-	584,045	-	55,484	-	55,484	584,045	528,561
9	PLASTIC CARTES	9.5	46,082	-	-	46,082	-	4,378	-	4,378	46,082	41,704
10	RACK	9.5	516,046	-	-	516,046	-	49,024	-	49,024	516,046	467,022
11	TROLY / HAND PALLET TRUCK / GRIL	9.5	75,087	-	-	75,087	-	7,133	-	7,133	75,087	67,954
12	WOODEN PALLET	9.5	479,982	-	-	479,982	-	45,598	-	45,598	479,982	434,384
13	WORKING TABLE	9.5	52,257	-	-	52,257	-	4,964	-	4,964	52,257	47,293
	Total of FIXED ASSETS - FURNITURE AND FITTINGS		**1,856,159**	**318,000**	**15,000**	**2,159,159**	-	**182,610**	**245**	**182,610**	**1,856,159**	**1,976,549**
	FIXED ASSETS - OFFICE EQUIPEMENTS											
14	FIRE EXTINGUISHER ASSETS	19	2,975	-	-	2,975	-	565	-	565	2,975	2,410
	NEW OFFICE EQUIPEMENTS	19	-	67,750	-	67,750		7,467		7,467	-	60,283
15	OFFICE EQUIPEMENTS	19	48,374	-	-	48,374	-	9,191	-	9,191	48,374	39,183
16	TELEPHONE INSTRUMENT	19	118,309	12,070	-	130,379	-	22,625	-	22,625	118,309	107,754
	Total of FIXED ASSETS - OFFICE EQUIPEMENTS		**169,658**	**79,820**	-	**249,478**	-	**39,848**	-	**39,848**	**169,658**	**209,630**

NOTE 10 -FIXED ASSETS (Subsidiary)

	PARTICULARS	%	GROSS BLOCK (AT COST)				DEPRICIATION				NET BLOCK	
			As At 01/04/19	Additions	Deductions	As At 31/03/2019	As At 01/04/19	For the Year	On Deductions	As At 31/03/2020	As At 31/03/2019	As At 31/03/2020
	FIXED ASSETS - COMPUTER AND PRINTERS											
17	COMPUTER AND PRINTERS	31.67	81,746	-	-	81,746	-	25,889	-	25,889	81,746	55,857
18	COMPUTER SERVERS & NETWORKS	15.83	89,529	-	-	89,529	-	14,172	-	14,172	89,529	75,357
	Total of FIXED ASSETS - COMPUTER AND PRINTERS		**171,275**	-	-	**171,275**	-	**40,061**	-	**40,061**	**171,275**	**131,214**
	FIXED ASSETS - ELECTRIC INSTALLATION											
19	AMPLIFIER AND SOUND SYSTEMS	9.5	10,392	-	-	10,392	-	987	-	987	10,392	9,405
20	ELECTRIC INSTALLATION	9.5	370,566	-	-	370,566	-	35,204	-	35,204	370,566	335,362
21	REFRIGERATOR	9.5	17,014	-	-	17,014	-	1,616	-	1,616	17,014	15,398
22	TELEVISION	9.5	21,725	-	-	21,725	-	2,064	-	2,064	21,725	19,661
	Total of FIXED ASSETS - ELECTRIC INSTALLATION		**419,697**	-	-	**419,697**	-	**39,871**	-	**39,871**	**419,697**	**379,826**
	FIXED ASSETS - MOTOR VEHICLES											
23	ENDEAVOUR CAR 2.2L TITANIUM BLACK	11.88	2,968,391	-	2,638,870	329,521	-	329,521		329,521	2,968,391	-
24	MERCEDES BENZ CAR E CLASS (E220D) SILVER	11.88	-	5,436,892	-	5,436,892	-	40,589	-	40,589	-	5,396,303
25	AUDI CAR	11.88	2,655,885	-		2,655,885		315,519		315,519	2,655,885	2,340,366
	Total of FIXED ASSETS - MOTOR VEHICLES		**5,624,276**	**5,436,892**	**2,638,870**	**8,422,298**	-	**685,629**	-	**685,629**	**5,624,276**	**7,736,669**
	CAPITAL WORK IN PROCESS											
26	BUILDING UNDER CONSTRUCTION	0	3,677,288	-	-	3,677,288	-	-	-	-	3,677,288	3,677,288
	Total of FIXED ASSETS - BUIDING CONSTRUCTION		**3,677,288**	-	-	**3,677,288**	-	-	-	-	**3,677,288**	**3,677,288**
	<<< TOTAL >>>		**39,967,892**	**37,573,774**	**2,653,870**	**74,887,796**	-	**4,146,502**	**245**	**4,146,502**	**39,967,892**	**70,741,294**
	FIXED ASSETS - INTANGIBLE ASSETS											
27	DESIGN BED SERIES	45.07	302,862	-	-	302,862	-	136,500	-	136,500	-	166,362
	Total of FIXED ASSETS - INTANGIBLE ASSETS			-	-	**302,862**	-	**136,500**	-	**136,500**	-	**166,362**

NOTE 12

Long Term Loans and Advances	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
a. Capital Advances		-
b. Security Deposits		
Unsecured, considered good	20,242,808.93	26,291,385.54
	20,242,808.93	26,291,385.54
c. Loans and advances to related parties (refer Note 2)	-	-
d. Other loans and advances	721,898.00	-
Total	**20,964,706.93**	**26,291,385.54**

NOTE 13

Other Non current assets	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
IPO Expense	8,602,032.83	11,469,377.11
Interest Receivable on Fixed	4,233,815.11	2,745,394.00
Other Non current Assets	-	245,570.00
Total	**12,835,847.94**	**14,460,341.11**

NOTE 14

Inventories	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
a. Raw Materials	150,510,114.00	97,630,614.39
b. Work-in-Progress	5,708,497.46	4,297,087.46
c. Finished Goods	77,283,289.94	24,347,839.54
d. Stores & Spares	2,267,474.50	4,651,770.14
e. Stock-in-trade	254,801,734.00	235,342,375.00
Grand Total	**490,571,109.90**	**366,269,686.53**

NOTE 15

Trade Receivables	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
Trade receivables outstanding for a period less than six months, Unsecured and considered good	240,364,298.46	105,826,668.00
Trade receivables outstanding for a period exceeding six months, Unsecured and considered good	66,300,036.81	25,187,090.00
Total	**306,664,335.27**	**131,013,758.00**

NOTE 16

Cash and cash equivalents	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
a. Balances with banks	138,322.17	1,270,127.00
b. Bank deposits with more than 12 months maturity	32,907,665.60	23,711,261.00
c. Cash on hand	3,413,027.62	3,281,985.24
Total	**36,459,015.39**	**28,263,373.24**

NOTE 17

Short-term loans and advances	As at 31 March 2020	As at 31 March 2019
	Amount	Amount
a(1) Advance payment to Creditors for Goods	8,410,714.80	9,276,970.89
a(2) Advance payment to Creditors for Expense	346,013.00	1,025,882.00
	8,756,727.80	10,302,852.89
b. GST Adjustment	12,293,713.55	2,318,133.43
b. Others		
Custom Duty Refundable	183,022.00	183,022.00
Prepaid Expenses	3,314,248.18	2,915,579.16
ADVANCE INCOME TAX	2,354,268.00	-
Other Receivable	1,236,962.04	177,551.12
CST Refund	166,506.00	166,506.00
TDS & TCS Receivable	964,013.21	981,494.00
Vat Receiable/Refundable	579,488.98	593,388.98
Loans & Advances to Staff	8,258,512.82	9,388,431.22
PROFESSIONAL TAX REFUND	15,255.00	-
	29,365,989.78	16,724,105.91
Total	**38,122,717.58**	**27,026,958.80**

NOTE 18

	Other Current Asset	As at 31 March 2020	As at 31 March 2019
		Amount	Amount
	RECIVABLES		
1	BALAJI AUTO CONSULTANT	700,000.00	700,000.00
	Total	**700,000.00**	**700,000.00**

NOTE 19

Contingent liabilities and commitments (to the extent not provided for)	As at 31 March 2020 Amount	As at 31 March 2019 Amount
(i) Contingent Liabilities		
(1)The appeal lying with Deputy Commissioner of Sales Tax, VAT Department, Maharashtra for demand for the FY 2012-13 (tax paid of 13,900)	-	294,020
(2)Performance Bank Guarantee issued against Work Order Received	50,579,974	43,381,138
(3)The appeal lying with commissioner of income tax (tax paid of Rs. 30000/- for A Y 2012-13, Rs.145040/- for A Y 2013-14, Rs. 14,28,840/- for A Y 2014-15, Rs. 750388/- For A Y 2015-16)	10,713,512	
(ii) Commitments		
Total	**61,293,486**	**43,675,158**

NOTE 20

In respect of a company other than a finance company revenue from operations shall disclose separately in the notes revenue from

Particulars	For the year 31.03.2020 Amount (Rs.)	For the year 31.03.2019 Amount (Rs.)
Sale of furniture products	670,530,537	712,545,310
Total	**670,530,537**	**712,545,310**

NOTE 21

Other Income	For the year 31.03.2020 Amount (Rs.)	For the year 31.03.2019 Amount (Rs.)
Interest Income (in case of a company other than a finance company)	2,356,498	1,714,994
Short/Excess provision	638,248	213,551
Wriiten Back	1,811,117	1,102,705
Profit on Sales of Assets and Other Misc Income	450,095	264,445
Total	**5,255,958**	**3,295,694**

NOTE22

COST OF MATERIALS & COMPONENTS CONSUMED	For the year 31.03.2020	For the year 31.03.2019
	Amount (Rs.)	Amount (Rs.)
Opening Stock	102,271,160	75,651,005
Add : Purchases	337,971,621	227,114,049
Less : Closing Stock	(152,777,589)	(102,271,160)
Total	**287,465,193**	**200,493,894**

NOTE23

Manufacturing Expense	For the year 31.03.2020	For the year 31.03.2019
	Amount (Rs.)	Amount (Rs.)
Manufacturing Expenses	14,530,388	12,825,402
Total	**14,530,388**	**12,825,402**

NOTE24

Employee Benefits Expense	For the year 31.03.2020	For the year 31.03.2019
	Amount (Rs.)	Amount (Rs.)
(a) Salaries, Wages and Incentives	75,037,841	61,621,618
(b) Contributions to -		
(ii) Superannuation scheme	1,989,634	1,758,314
(c) Gratuity fund contributions	1,321,954.00	(39,599.00)
(d) Social security and other benefit plans for overseas employees	-	-
(e) Expense on Employee Stock Option Scheme (ESOP) and Employee Stock Purchase Plan (ESPP),	-	-
(f) Staff welfare expenses	3,510,230	3,179,036
Total	**81,859,659**	**66,519,369**

NOTE25

Finance costs	For the year 31.03.2020	For the year 31.03.2019
	Amount (Rs.)	Amount (Rs.)
Interest expense	25,737,056	24,327,561
Other borrowing costs	3,661,014	2,164,383
Other	16,313	134,187
Total	**29,414,383**	**26,626,131**

NOTE26

SR No	Other expenses	For the year 31.03.2020	For the year 31.03.2019
		Amount (Rs.)	Amount (Rs.)
1	Power & Fuel	2,377,561	2,690,183
2	Repairs to building	359,142	197,591
3	Insurance	2,753,518	1,952,632
4	Rates & taxes	983,434	127,628
5	Legal & Professional Fees	4,198,341	1,668,867
6	Office Maintenance	437,585	669,333
7	Telephone & Internet Charges	879,494	1,071,215
8	Travelling Expense	7,298,953	8,807,150
9	Business Promotion	9,385,581	4,705,265
10	Rent	17,157,549	17,287,628
11	Project Expenses	35,163,160	15,716,895
12	Selling Expense	8,750,819	10,752,769
13	Freight Inward Expense	2,511,207	2,032,942
14	Other expenses(as per annexure)	9,685,304	9,481,237
Total		**101,941,647**	**77,161,334**

SR No	Audit fees	For the year 31.03.2020	For the year 31.03.2019
		Amount (Rs.)	Amount (Rs.)
1	Payments to the auditor as a. auditor,	75,000	75,000
2	b. for taxation matters,	-	-
3	c. for company law matters,	-	-
4	d. for management services,	-	-
5	e. for other services,	-	-
6	f. for reimbursement of expenses;	-	-
Total		**75,000**	**75,000**

PARIN FURNITURE LIMITED

CIN : L36101GJ2006PLC049074

SIGNIFICANT ACCOUNTING POLICIES ON CONSOLIDATED FINANCIAL STATEMENT :

(a) Basis of Preparation of Financial Statements

The financial statements are prepared in accordance with India Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which area measured at fair values. GAAP comprises mandatory accounting standards as prescribed under section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing standard requires a change in the accounting policy hitherto in use.

(b) Use of Estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include computation of percentage of completion which requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended, provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes, post-sales customer support and the useful lives of fixed tangible assets and intangible assets.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and , if material, their effects are disclosed in the notes to the financial statements.

(c) Revenue Recognition

Revenue on sale of products is recognised when the products are delivered to customers,all significant contractual obligations have been satisfied and the collection of the resulting receivable is reasonably expected. Sales & Purchases are stated net of trade discount, returns and taxes collected.

(d) Provisions and contingent liabilities

A provision is recognized, if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date.

(e) Fixed Assets & Depreciation thereon

i) Fixed assets are stated at cost of acquisition as reduced by accumulated depreciation. The cost of assets includes other direct/ indirect and incidental cost incurred to bring them into their present location.

ii) Pursuant to the enactment of Companies Act 2013, the company has applied the estimated useful lives as specified in Schedule II.

(f) Retirement benefits to employees

- Gratuity

The company provides for gratuity, a defined benefit retirement plan covering eligible employees. The gratuity plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and tenure of employment with the company.

- Provident Fund

Eligible employees receive benefits from a provident fund, which is a defined benefit plan. Both the employee and the company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary.

(g) Inventories

Inventories of Traded Goods are stated at cost or net realizable value, whichever is lower. Cost comprises all cost of purchase and other costs which are being incurred in bringing the inventories to their present location and condition.

(h) Provision for Current Tax & Deferred Tax

Provision for income tax is made on the basis of estimated taxable income for the year at current rates.Tax expenses comprises of Current Tax, and Deferred Tax at applicable enacted or substantively enacted rates. Current Tax represents the amount of Income Tax payable/recoverable in respect of the taxable income/loss for the reporting period. Deferred Tax represents the effect of timing difference between taxable income and accounting income for the reporting period that originates in one period and are capable of reversal in one or more subsequent periods. The Deferred Tax asset is recognized and carry forward to the extent that there is a reasonable certainty that the assets will be realise in future. However, where there is unabsorbed depreciation or carry forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realisation of assets.

(i) Current Assets, Loans and Advances & Liabilities

In the opinion of the Board of Directors, the Current Assets, Loans and Advances and Current Liabilities are approximately stated if realized in the ordinary course of business. As no confirmatory letters were submitted from Debtors and Creditors, their balances are reflected in the Balance Sheet as appearing in the books. The provisions for all other liabilities is adequate and not in excess of the amount reasonably necessary.

(j) Regrouping of Previous Year figures

The previous year`s figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amount and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

PARIN FURNITURE LIMITED

CIN : L36101GJ2006PLC049074

NOTES ON ACCOUNTS AND OTHER DISCLOSURES ON CONSOLIDATED FINANCIAL STATEMENT:

(a) Principal of Consolidation :

The consolidated financial statement relate to Parin Furniture Limited, the holding company and its subsidiary Pearl Furniture Private Limited. The consolidation of accounts of the company with its subsidiary has been prepared in accordance with Accounting Standard (AS) 21 'Consolidated Financial Statement'. The financial statements of the parent and its subsidiary are combined on a line by line basis and intra group balances, intra group transactions and unrealised profit or loss are fully eliminated.

In the consolidated financial statement ' Capital Reserve' represent difference of the cost to the company of its investment in subsidiary over its share of equity, at the date on which the investment is made.

Minority interest in the net income of the consolidated subsidiary is adjusted against the income of group in order to arrive at the net income attributable to shareholder's of the Company. Minority interest in the net assets of consolidated subsidiary consists of the amount of equity attributable to minority shareholders at the respective dates on which investments are made by company in the subsidiary company.

The consolidation comprises of 12 months period from 01st April, 2019 to 31st March, 2020 of Parin Furniture Limited (Holding Company) and Pearl Furniture Private limited (Subsidiary Company).

(b) Earning Per Share :

Basic Earning per share is calculated by dividing the net profit for the period attributable to the equity share holders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earning per share, the net profit for the period attributable to the equity shareholders and the weighted average number of equity shares outstanding during the period is adjusted for the effects of all the dilutive potential equity shares.

A. EPS As on 31.03.2020

$$\text{EPS} = \frac{\text{Net Profit after tax}}{\text{Weighted Average No. of Equity Shares Outstanding}} = \frac{3,81,11,316}{1,11,18,000} = 3.43$$

B. Adjusted EPS as on 31.03.2019

$$\text{EPS} = \frac{\text{Net Profit after tax}}{\text{Weighted Average No. of Equity Shares Outstanding}} = \frac{4,08,05,160}{95,48,137} = 4.27$$

(b) Contingent Liabilities :

Contingent Liabilities represents claims against the company not acknowledged as debts includes,
a) Bank Guarantee issued in HDFC Bank is of Rs.3,16,25,247 and in ICICI Bank is of Rs.4,93,61,870 and
b) IT Outstanding demand are as follows :

Sr. No.	Assessment Year	Demand Amount	Amount Paid	Outstanding Amount
1	2012-13	14,46,440	30,000	14,16,440
2	2013-14	7,25,200	1,45,040	5,80,160
3	2014-15	71,44,200	14,28,840	57,15,360
4	2015-16	37,51,940	7,50,388	30,01,552
	TOTAL			

(c) Due to Micro and Small Enterprises :

We have sent letter to our creditors, however no response has been received from them. Therefore, we are unable to bifurcate creditors in to micro and small enterprises

(d) Payment to Auditors :

Statutory Audit Fees :75,000/- Other capacity : 20,000/-

(e) Related Party Disclosures

(1) Related parties & their relationship

i) Subsidiary/Entities significantly influenced by Directors and / or Relative of Directors

- Poonam Furniture
- Paradise Furniture
- Parin Motors
- Prince Furniture
- Deven Impex

ii) Key Managerial Personnel

- Umesh D Nandani -Managing Director
- Parin U Nandani - Director (Holding Company & Whole Time Director in Subsidiary)
- Darshil D Nandani - Director
- Deven D Nandani - Director
- Roshan Gupta/Alpa Jogi - Chief Financial Officer
- Krishna Lodhiya/Kajal Shah - Company Secretary

(2) Transactions with related parties

(Rs. in lacs)

	Particulars	Subsidiary/Entities significantly influenced by Directors and or Relative of Directors	Key Managerial Personnel & their relatives	Total
	Expenses paid	-	73.25	73.25
	Purchase of Goods	875.95	-	884.33
	Remuneration	-	62.30	62.30
	Revenue/Sales	3.22	-	53.21
	Loan Taken	-	1184.70	393.70
	Loan Repaid	-	1051.52	593.12

(3) Balances with Related Parties as at 31st March, 2020

(Rs. in lacs)

	Particulars	Subsidiary/Entities significantly influenced by Directors and or Relative of Directors	Key Managerial Personnel & their relatives	Total
	Trade Receivables, Loans & Advances, Advances to suppliers of	31.67	-	31.67
	Trade Payables for Goods , Expenses	68.53		68.53
	Unsecured Loan	-	476.79	343.97

(4) Disclosure of material transactions/balances with related parties

(Rs. in lacs)

	Particulars	Nature of Transaction	FY 2019-20	FY 2018-19
	Revenue: (Basic Value)			
	Poonam Furniture	Sales of Goods	2.00	2.57
	Paradise Furniture	Sales of Goods	0.74	47.74
	Parin Motors	Sales of Goods	1.18	2.9
	Expense Paid:			
	Umesh D Nandani	Interest on Unsecured Loan	-	13.27
	Deven D. Nandani	Rent	33.00	15.00
	Deven D Nandani	Interest on Unsecured Loan	3.51	11.95
	Darshil U. Nandani	Interest on Unsecured Loan	3.36	3.36
	Parin U. Nandani	Interest on Unsecured Loan	5.29	-
	Umesh D Nandani (Director)	Salary	4.50	18.00
	Deven D Nandani	Salary	17.30	9.60
	Parin U. Nandani	Salary	18.00	18.00
	Darshil U. Nandani (Director)	Salary	9.00	9.00
	Roshan Gupta/Alpa Jogi (CFO)	Salary	9.14	5.92
	Krishna Lodhiya (CS)	Salary	0.57	2.30
	Kajal Shah (CS)	Salary	1.58	-
	Purchase of Goods: (Basic			
	Poonam Furniture	Purchase	15.33	20.96
	Paradise Furniture	Purchase	278.59	229.67
	Deven Impex	Purchase	571.29	633.70

	Particulars	Nature of Transaction	FY 2019-20	FY 2018-19
	Unsecured Loan:			
	Umesh D. Nandani	Loan Taken	337.70	57.87
	Deven D. Nandani	Loan Taken	821.69	298.87
	Darshil U. Nandani	Loan Taken	6.99	0.34
	Parin U. Nandani	Loan Taken	18.31	36.62
	Darshil U. Nandani	Loan Repaid	0.49	11.60
	Umesh D. Nandani	Loan Repaid	393.44	183.00
	Deven D. Nandani	Loan Repaid	656.56	396.10
	Parin U. Nandani	Loan Repaid	1.04	2.42

(g) The details of amount payable to Small Scale Industrial undertakings in excess of Rupees one Lacs and outstanding for a period of more than 30 days are not be possible to be given, as per company's management the suppliers do not disclose their status.

(h) The foreign Exchange earning is NIL and out go during the year is 6,15,732 Euro.

The previous year's figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

UDIN: 20043796AAAABN6429

For, Bhavin Associates
Chartered Accountants
Firm Reg. No. 101383W

Sd/-

Bhavin P. Bhansali
Proprietor
M.No. 043796

Place : Rajkot
Date : 28.07.2020

For and on behalf of Board of directors of
PARIN FURNITURE LIMITED

Sd/-

Umesh D. Nandani
Managing Director
DIN: 00039757

Sd/-

Kishor Kikani
Company Secretary

Sd/-

Parin U. Nandani
WTD
DIN: 02343309

Sd/-

Alpa Jogi
Chief Financial Officer

PARIN FURNITURE LIMITED
CIN: L36101GJ2006PLC049074
Registered office Address: Plot No. 6,Revenue Survey No.149, National Highway at. Vavdi, Gondal Road Rajkot.
Website :www.Parinfurniture.Com Phone: 0281 - 330077 E Mail :Info@Parinfurniture.Com

Form No. MGT-11
Proxy form

[Pursuanttosection105(6)oftheCompaniesAct,2013andrule19(3) of the Companies (Management and Administration) Rules,2014]

Name of the member(s):
Registered address:
E-mail Id: Folio No/Client Id: DPID

I/We, being the member(s) of.....shares of the above named company, hereby appoint

1. Name:_____ Address _____
Mail ID _____ Signature:.....,or failing him

2. Name:_____ Address _____
Mail ID _____ Signature:.....,or failing him

3. Name:_____ Address _____
Mail ID _____ Signature:.....,or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 14th Annual general meeting of the company, to be held on Monday the 28th day of September, 2020 At 11:00 a.m. at the Registered office of the company situated at plot no. 6,Revenue Survey no.149, National Highway at. Vavdi, Gondal Road, Rajkot 360004, Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below: *I wish my above Proxy to vote in the manner as indicated in the box below:

Sr. No.	Business	Resolution	For	Against
1	Ordinary	To receive, Consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.		
2	Ordinary	To appoint a director in place of Mr. Parin Umeshbhai Nandani (DIN: 02343309) who retire by rotation and being eligible, offers himself for re-appointment .		
3	Ordinary	To reappoint M/s BHAVIN ASSOCIATES as statutory auditors of the Company		
4	Special	Recommendation for approval by members of company for revision of remuneration of Mr. Umesh Nandani (DIN: 00039757), Chairman & Managing Director of the Company in accordance with provisions of schedule V of Companies Act, 2013		
5	Special	Recommendation for approval by members of company for revision of remuneration of Mr. Parin Nandani (DIN: 02343309), Whole Time Director of the Company in accordance with provisions of schedule V of Companies Act, 2013		
6	Ordinary	To approve related party transactions to be entered by the Company with related parties		

Signed this..... day of..... 2020
Signature of shareholder
Signature of Proxy holder(s)

Affix Revenue stamp of Re. 1

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting
2. Proxy need not to be member of Company.
3. *It is optional to indicate your preference. If you leave the 'For' or 'Against' blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she may deem appropriate.

Parin Furniture Limited

PARIN FURNITURE LIMITED
L36101GJ2006PLC049074
Registered office Address: Plot No. 6,Revenue Survey No.149, National Highway at. Vavdi, Gondal Road Rajkot.
Website :www.Parinfurniture.Com Phone: 0281 - 330077 E Mail :Info@Parinfurniture.Com

ATTENDANCE SLIP

14th Annual General Meeting of Parin Furniture Limited to be held on 28th September, 2020

*DP ID _____	*Client ID _____
No. of shares held _____	Regd. Folio No. _____

Full Name of Shareholder_____Name of Proxy_____

Address of Shareholder_____

I/We hereby record my presence at the **14th ANNUAL GENERAL MEETING** of the Company at the Registered office of the company situated at plot no. 6,Revenue Survey no.149, National Highway at. Vavdi, Gondal Road Rajkot 360004 Gujarat on **Monday 28th September, 2020 at 11:00 A.M**

_____ _____

Member's/Proxy's name in Block Letters Member's/Proxy's Signature

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. * Applicable for investors holding shares in electronic form.

ROUTE MAP OF VENUE FOR 14TH ANNUAL GENERAL MEETING



Parin Furniture Limited
Reg. office: Plot No. 6,Revenue Survey No.149, National Highway at. Vavdi, Gondal Road Rajkot.
Website :www.Parinfurniture.Com Phone: 0281 - 330077 E Mail :Info@Parinfurniture.Com