

PANILA CHEM LIMITED

ANNUAL REPORT

Contents

- Notice
- Directors' Report
- Independent Auditors' Report
- Annexure to Independent Auditors' Report
- Balance Sheet
- Statement of Profit and Loss
- Cash Flow Statement
- Significant Accounting Policies
- Notes to financial statements

ps. n. ab

Aashika

The Board of Directors:

PANKAJ BHAYANI
RUSHABH BHAYANI
AASHISHA BHAYANI

Managing Director
Whole Time Director
Whole Time Director

Company Secretary
CS KHUSHBOO BHALALA

Auditors:

M/s. B.R POPAT AND CO.
Chartered Accountants
Bhavnagar

Registered / Corporate Office:

"Bhayani Skyline", Plot No. 1906/B-1,
Office No. 700, 7th Floor,
Opp. Joggers Park,
Bhavnagar-364001

Works At:

PLOT NO.66 PAIKY 1-2, PANILA CHEM LIMITED,
MAMSA NESWAD ROAD, MAMSA
GHOGHA, Bhavnagar, Gujarat, 364140

CIN NO: U24303GJ2017PLC096453

Aashisha

[Handwritten Signature]



PANILA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

NOTICE

Notice is hereby given that the **Sixth** Annual General Meeting of the members of **PANILA CHEM LIMITED** will be held on Friday, **30th Day of September, 2022** at 11.00 A.M. at the Registered Office of the company, situated at "Bhayani Skyline", Plot No. 1906/B-1, Office No. 700, 7th Floor, Opp. Joggers Park, Bhavnagar-364001 to transact the following business.

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March, 2022 and the Statement of Profit and Loss for the year ended on 31st March, 2022 together with the Reports of Board of Directors and Auditors thereon.

2.

APPOINTMENT OF M/S. B Z V & ASSOCIATES (FRN: 157752W), CHARTARED ACCOUNTANTS AS STATUTORY AUDITOR FOR 2022-2027.

"RESOLVED THAT, pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Messrs B Z V & ASSOCIATES, Chartered Accountants having Firm Registration No. 157752W, be and is hereby appointed as the Statutory Auditors of the Company to hold office for a term commencing from the conclusion of this (6th) Annual General Meeting till the conclusion of the 11th Annual General Meeting of the Company to be held in the year 2027 to examine and audit the accounts of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors.

Special Business:

3. Ratification of remuneration of the Cost Auditor:

To consider and if, thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT, pursuant to the provisions of Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force), the Company hereby ratifies the remuneration of Rs. 30,000/- plus applicable taxes and reimbursement of out of pocket expenses payable to M/s. Mayur C Undhad & Co., cost Accountants (FRN: 103961), who have been appointed by the Board of Directors as Cost Auditor of the Company, to conduct the audit of the Cost records maintained by the Company, for the Financial Year ending on 31st March, 2022."

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend



PANILA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

and to vote on a poll instead of himself and a proxy so appointed need not be a member of the company. Proxy in order to be effective must be received at the company's registered office not later than 48 hours before the commencement of the meeting.

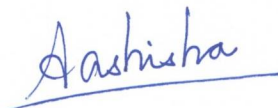
2. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
3. Members are requested to bring their copies of the Annual Report to the meeting.
4. Members are requested to notify immediately any change in their address to the Company's Registered Office.
5. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered office of the Company on all working days of the Company between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting.

**By order of the Board of Directors
FOR PANILA CHEM LIMITED**

Registered Address:

"Bhayani Skyline", Plot No. 1906/B-1,
Office No. 700, 7th Floor,
Opp. Joggers Park,
Bhavnagar-364001


PANKAJ BHAYANI
MANAGING DIRECTOR
(DIN NO: 07753850)


AASHISHA BHAYANI
WHOLE TIME DIRECTOR
(DIN NO: 07753875)

CIN NO: U24303GJ2017PLC096453

Date: 30th August, 2022



PANILA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

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

2. Ratification of remuneration of cost Auditor:

As per the provisions of Section 148 of the Companies Act, 2013 and in accordance with the notification of the Companies (Cost Records and Audit) Rules, 2014 dated 30.06.2014 (including any statutory modification or re-enactment thereof for the time being in force), the Company was required to appoint a Cost Auditor to conduct Audit of the Cost Records maintained by the Company. Accordingly, the Board of Directors of the Company appointed M/s. Mayur C Undhad & Co. (FRN: 103961), Cost Accountants, Ahmedabad as the Cost Auditors of the Company for F.Y. 2021-22 vide their Board Resolution dated 24.08.2021, on a remuneration of Rs. 30,000/- plus out of pocket expenses plus applicable taxes.

Accordingly, the Board recommends the special resolution set out in Item No. 3 for approval of members.

None of the Board Members of the Company including their relatives are concerned or interested in the Resolution, financially or otherwise in this business.

**By order of the Board of Directors
FOR PANILA CHEM LIMITED**

Registered Address:

"Bhayani Skyline", Plot No. 1906/B-1,
Office No. 700, 7th Floor,
Opp. Joggers Park,
Bhavnagar-364001

**PANKAJ BHAYANI
MANAGING DIRECTOR
(DIN NO: 07753850)**

**AASHISHA BHAYANI
WHOLE TIME DIRECTOR
(DIN NO: 07753875)**

CIN NO: U24303GJ2017PLC096453

Date: 30th August, 2022



PANILA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

DIRECTOR'S REPORT

To,
The Members,
Panila Chem Limited

Your Directors take pleasure in presenting **Sixth (6th)** Annual Report on the business operations of Panila Chem Limited, along with the summary of standalone financial statements of the Company for the financial year ended on **31st March, 2022**.

FINANCIAL RESULTS:

(Rs in Lakhs)

PARTICULARS	2021-2022	2020-2021
INCOME	13,943.61	13,154.12
EXPENSES	13,106.87	11,806.87
PROFIT /LOSS BEFORE TAX	836.74	1347.26
LESS: TAX EXPENSE	233.89	411.04
PROFIT/LOSS AFTER TAX	602.85	936.22

Nature of Business:

The Company is engaged in the activity of manufacturing of various types of Chemicals.

TRANSFER TO RESERVE:

For the Financial Year ended on 31st March , 2022, the Company has not transferred any amount to General Reserves. However, your company does propose to transfer Rs. 602.85 Lakh i.e. the amount of the profit for the F.Y. 2021-22, to Surplus (Profit and loss account) of the company for future growth and Development of the Company.

:

DIVIDEND:

Your Board of Directors do not recommend any dividend for the financial year ended 31st March, 2022, as Company wants to keep the current profit for future growth and expansions.

CHANGE IN SHARE CAPITAL:

During the Year under review, there were following changes in the share Capital of the Company:

Authorised Share Capital of the Company:

The Company altered its Memorandum of Association by Increasing its Authorised Share Capital from Rs. 15,00,00,000/- (Rupees Fifteen Crore) to Rs. 25,00,00,000/- (Rupees Twenty Five Crore) divided in total 2,50,00,000 (Two Crore Fifty Lakh) equity shares of Rs. 10/- each by conducting an extra Ordinary General Meeting of the Company on 23/09/2021.

Paid up Share Capital of the Company:

| PANILA CHEM LIMITED |

|ANNUAL REPORT 2021-2022|



PANiLA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

There were two right issues done by the company which are as under:

Sr. No.	Date of Allotment	No. of Share Allotted
1	11/08/2021	31,91,000 - Right Issue
2	12/10/2021	35,00,000 - Right Issue

PARTICULARS OF EMPLOYEES AS PER SECTION 197 OF THE COMPANIES ACT 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONAL) RULES, 2014:

The details of the employees in the company who draws remuneration more than Rs. 5 Lacs per month or Rs. 60 Lacs per annum as per limit prescribed by the above section / rule are as under:

Name of Board Member	Designation	Remuneration for F.Y. 2021-22
Aashisha Bhayani (DIN: 07753875)	Whole Time Director	1,00,00,000/-
Pankaj Bhayani (DIN: 07753850)	Managing Director	33,00,000/-
Rushabh Bhayani (DIN: 07753830)	Whole Time Director	33,00,000/-

AUDITORS AND THEIR REPORT:

M/S. B R Popat & Co. (FRN: 133781W), Chartered Accountants, BHAVNAGAR will retire at the ensuing Annual General meeting of the Company.

Appointment Of M/S. B Z V & Associates (FRN: 157752w), Chartered Accountants, As Statutory Auditor For the period from 2022 to 2027. The Company has received consent letter from B Z V & Associates for their Appointment to the effect that their re-appointment, if made, would be within the prescribed limits under Section 141(3) (g) of the Companies Act, 2013 and that they are not disqualified for re-appointment.

As regards the comments made in the Auditor's Report, the Board is of the opinion that they are self-explanatory and does not warrant further clarification.

"DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013":

Your Directors state that during the year under review, there were no reported cases falling within the purview of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

NOTES TO ACCOUNTS:

The notes forming part of the accounts are Self-explanatory and therefore, do not call for any further comments.



COMPLIANCE UNDER COMPANIES ACT, 2013:

Pursuant to Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, your Company complied with the compliance requirements and the detail of compliances under Companies Act, 2013 are detailed as under:

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company puts its best efforts to conserve the energy. The company has no plans for additional investment and proposal with regard to energy consumption. The Company has not imported any technology and in view of the activities of the company, the other details relating to technology absorption etc. - are not applicable.

FOREIGN EXCHANGE EARNINGS & OUTGO:

The Details of the Company's Foreign Exchange Earnings are as under:

Particulars	(Rs. In Lakh)	
	F.Y. 2021-22	F.Y. 2020-21
1. Earnings in Foreign Currency		
a) Export Sales	318.93	708.43

The Details of the Company's Foreign Exchange Outgo are as under:

Particulars	(Rs. In Lakh)	
	F.Y. 2021-22	F.Y. 2020-21
2. Expenditure in Foreign Currency		
b) Import Purchases (Incl. Exchange Loss/(Gain))	6092.25	9048.35

EXTRACT OF ANNUAL RETURN:

In accordance with the Section 134(3)(a) of The companies Act, 2013 an extract of the annual return in the prescribed is appended as **Annexure-B** to the director's report.

BOARD MEETINGS HELD DURING THE YEAR:

The Board of Directors duly met 18 (Eighteen) times during the financial year from 1st April, 2021 to 31st March, 2022.

The board meetings were held on the following dates:

Sr. No.	Date of Meeting	Strength of Board	No. of Directors Present
1.	01/04/2021	3	3
2.	03/06/2021	3	3
3.	20/07/2021	3	3
4.	21/07/2021	3	3
5.	11/08/2021	3	3
6.	24/08/2021	3	3
7.	28/08/2021	3	3
8.	24/09/2021	3	3



9.	12/10/2021	3	3
10.	01/11/2021	3	3
11.	30/11/2021	3	3
12.	06/12/2021	3	3
13.	24/12/2020	3	3
14.	17/01/2022	3	3
15.	24/01/2022	3	3
16.	26/02/2022	3	3
17.	04/03/2022	3	3
18.	31/03/2022	3	3

The intervening gaps between the meetings were well within the purview of the Companies Act, 2013 and the rules made there under.

All the meetings of Board of Directors of the Company are scheduled well in advance and the Board meets at least once in a quarter to review the quarterly performance and the financial results. Agenda of the meeting were prepared and all necessary papers were circulated to Members of the Board in advance. All Members of the Board have access to all information of the Company and are free to recommend inclusion of any matter in the Agenda for discussions.

DIRECTORS AND KEY MANAGERIAL PERSONNELS:

There was no change in the board of directors during the year under review.

CORPORATE SOCIAL RESPONSIBILITY:

Your directors want to draw your attention that provision in relation to corporate social responsibility as specified in section 135 of The Companies Act, 2013 and rules (Corporate Social Responsibility Policy) Rules 2014 are applicable to the company. The company has made the disclosures in **Annexure-A** to the director's report.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company do have a vigil mechanism or whistle blower policy implemented by it as per the provisions of Section 177 of the Companies Act, 2013.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3)(c) r.w.s 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- In the preparation of the annual accounts for the year ended 31st March, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- The directors have 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 and of the profit of the company for the same period.
- The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- The directors have prepared the annual accounts on a going concern basis.



PANiLA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

- e) The directors have laid down internal financial controls in the company that are adequate and were operating effectively.
- f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

PARTICULARS OF LOANS, GUARANTEE AND INVESTMENTS:

Company has not given any Loans / Guarantees and made Investments as covered under the provisions of Section 186 of the Companies Act, 2013 during the financial year ended on 31st March, 2022.

RELATED PARTY TRANSACTION:

During the year under review, all related party transactions entered into by the Company, were approved by the Board of Directors of the Company and were at arm's length and in the ordinary course of business. Prior Omnibus approval is obtained for related party transactions which are of repetitive in nature and entered in the ordinary course of business and on arm's length basis. The Company did not have any contracts or arrangements with related parties in terms of Section 188 (1) of the Act. Also, there were no material related party contracts entered into by the Company. Accordingly, the disclosure of related party transactions as required under Section 134 (3) (h) of the Act in Form AOC-2 is not applicable to the Company for the F.Y. 2021-22 and hence, does not form part of this report.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF REPORT:

There have been no material changes and commitments affecting the financial position of the Company has occurred between the end of the financial year to which this financial statements relate and the date of this report

DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY:

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. Company's risk management is embedded in the business processes and thereby reduces the risk to its possible extent.

DEPOSITS:

The company has not accepted deposits from the shareholders during the year ended 31st March, 2022 within the meaning of Section 73 of the companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

ORDERS BY REGULATORS, COURTS OR TRIBUNALS:

No significant and/or material orders were passed by any regulator or court or tribunal impacting the going concern status and the Company's operations in future.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Given the nature of business and size of operations, Your Company's internal financial Control System has been designed to provide for:

- Accurate recording of transactions with internal checks and prompt reporting.
- Adherence to applicable Accounting Standards and Policies.
- Compliance with applicable statutes, policies and management policies and procedures.
- Effective use of resources and safeguarding of assets.



PANiLA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

ACKNOWLEDGEMENTS:

Your Directors gratefully acknowledge the contributions made by the employees towards the success of the Company. Your Directors are also thankful for the co-operation and assistance received from the Bankers, Central and State Government Departments and Local Authorities.

**By order of the Board of Directors
FOR PANILA CHEM LIMITED**

Registered Address:

"Bhayani Skyline", Plot No. 1906/B-1,
Office No. 700, 7th Floor,
Opp. Joggers Park,
Bhavnagar-364001

PANKAJ BHAYANI
MANAGING DIRECTOR
(DIN NO: 07753850)
CIN NO: U24303GJ2017PLC096453
Date: 30th August, 2022

AASHISHA BHAYANI
WHOLE TIME DIRECTOR
(DIN NO: 07753875)



ANNEXURE- A TO THE BOARD REPORT

CSR (Corporate Social Responsibility) as specified in section 135 of The Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014

1. Brief outline on CSR

Policy of the Company: Panila is dedicated to eradicate all types of inequalities from the society by supporting various initiatives of Healthcare, providing food to the needy, by supporting our armed forces and their families, by promoting sports etc. and for all these initiatives the Company has collaborated with various NGOs and your Board takes pleasure to report the details as under:

Sr. No.	Particulars	Amt. in Rs. Lakhs / Remark if any
(a)	Amount required to be spent by the company during the year	10.17
(b)	Amount of expenditure incurred	10.72
(c)	Shortfall at the end of the year	Nil
(d)	Total of previous years shortfall	Not Applicable
(e)	Reason for shortfall	Not Applicable, as there is no shortfall at the end of the year
(f)	Nature of CSR activities	Activities covered as per Sr. No.(i) and (ii), (vi) and (vii), of Schedule VII of Companies Act, 2013.
(g)	Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard.	No such transactions are carried out / contributions are given during the year hence, not applicable
(h)	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately.	Nil, Not Applicable

2. Composition of CSR Committee: Not Applicable as per Section 135 (9) of the Companies Act, 2013 as the total amount to be spent on CSR does not exceed Rs.50 Lakh.

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company:

<https://panilachem.com/>



PANiLA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. – The Company do not fall under the criteria as mentioned in Rule 8 (3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time and hence the provisions of impact assessment is not applicable to the company
5. a) Average net profit of the company as per sub-section (5) of section 135.: Rs. 5,08,96,474/-
b) Two percent of average net profit of the company as per sub-section (5) of section 135.: Rs. 10,17,929/-
c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.: NA
d) Amount required to be set-off for the financial year, if any.: NA
e) Total CSR obligation for the financial year [(b)+(c)-(d)].: Rs. 10,17,929/-
6. a) Amount spent on CSR (both Ongoing Project and the other Ongoing Project): Rs. 10.72 Lakh
b) Amount spent in Administrative Overheads.: NA
c) Amount spent on Impact Assessment, if applicable.: NA
d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 10.72 Lakh
e) CSR amount spent or unspent for the Financial Year: Nil

Total Amount Spent for the Financial Year. (In Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.

f) Excess Amount for set off, if any – **Not Applicable**

Sl. No.	Particular	Amount (in Rs.)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or	



PANILA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

	activities of the previous Financial Years, if any	
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: **Not Applicable**

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Amount Spent in The Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		

8. Whether any capital assets have been created or acquired through corporate social responsibility amount spent in financial year.

Yes

No

If Yes, enter the number of Capital assets created/acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year. - **Not Applicable**

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the Property or asset(s)	Date of creation	Amount of CSR Amount spent	Details of entity/ Authority/ beneficiary of the registered owner
(1)	(2)	(3)	(4)	(5)	(6)



PANILA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

					CSR Registration Number, if applicable	Name	Registered address

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if any if the Company has failed to spend Two Per Cent of the average Net Profit as per Sub- Section (5) of Section 135 - **Not Applicable**

**By order of the Board of Directors
FOR PANILA CHEM LIMITED**

Registered Address:

"Bhayani Skyline", Plot No. 1906/B-1,
Office No. 700, 7th Floor,
Opp. Joggers Park,
Bhavnagar-364001

PANKAJ BHAYANI
MANAGING DIRECTOR
(DIN NO: 07753850)

AASHISHA BHAYANI
WHOLE TIME DIRECTOR
(DIN NO: 07753875)

CIN NO: U24303GJ2017PLC096453

Date: 30th August, 2022



PANiLA Chem Ltd.

Office Bhayani Skyline, Plot No. 1906/B-1, 700, 7 Fl, Atabhai Road, Opp. Joggers Park, Next to Swara Parklane, Bhavnagar-364001.(Gujarat) Tel : +91 278 2431880 / 2512598 Fax : 2519351
CIN No. U24303GJ2017PLC096453 E-Mail : info@panilachem.com

Works Block No. 66 & Paiki 1 & 2, Mamsa, Ta. Ghogha, Dist. Bhavnagar -364140.

ANNEXURE- B TO BOARD REPORT

EXTRACT OF ANNUAL RETURN FORM MGT 9

[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company
(Management & Administration) Rules, 2014]
Financial Year ended on 31.03.2022

I. REGISTRATION & OTHER DETAILS :

i	CIN	:	U24303GJ2017PLC096453
ii	Registration Date	:	23/03/2017
iii	Name of the Company	:	PANILA CHEM LIMITED
iv	Category/Sub-category of the Company	:	Company Limited by Shares
v	Address of the Registered office & contact details	:	"Bhayani Skyline", Plot No. 1906/B-1, Office No. 700, 7th Floor, Opp. Joggers Park, Bhavnagar Bhavnagar GJ 364001 IN
vi	Whether listed company	:	NO
vii	E-mail I'D of the company	:	cs@panilachem.com
viii	Telephone Number/Mobile Number of the company	:	02782431880
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	:	N.A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sl No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Industrial Solvent	38140010	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES: NA

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

(a) Category-Wise Shareholding:

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	
A. Promoters & Promoter's Group									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual	7613000	1427000	90,40,000	92.09%	1,55,08,000	0	1,55,08,000	93.94%	
b) Central Govt.or State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL:(A) (1)	7613000	1427000	90,40,000	92.09%	1,55,08,000	0	1,55,08,000	93.94%	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-

ANNEXURE- B TO BOARD REPORT

**EXTRACT OF ANNUAL RETURN
FORM MGT 9**

[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company
(Management & Administration) Rules, 2014]

Financial Year ended on 31.03.2022

I. REGISTRATION & OTHER DETAILS :

i	CIN	:	U24303GJ2017PLC096453
ii	Registration Date	:	23/03/2017
iii	Name of the Company	:	PANILA CHEM LIMITED
iv	Category/Sub-category of the Company	:	Company Limited by Shares
v	Address of the Registered office & contact details	:	"Bhayani Skyline", Plot No. 1906/B-1, Office No. 700, 7th Floor, Opp. Joggers Park, Bhavnagar Bhavnagar GJ 364001 IN
vi	Whether listed company	:	NO
vii	E-mail I'D of the company	:	cs@panilachem.com
viii	Telephone Number/Mobile Number of the company	:	02782431880
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	:	N.A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sl No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Industrial Solvent	38140010	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES: NA

| PANILA CHEM LIMITED |

|ANNUAL REPORT 2021-2022|

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

(a) Category-Wise Shareholding:

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	
A. Promoters & Promoter's Group									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual	7613000	1427000	90,40,000	92.09%	1,55,08,000	0	1,55,08,000	93.94%	
b) Central Govt.or State	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL:(A) (1)	7613000	1427000	90,40,000	92.09%	1,55,08,000	0	1,55,08,000	93.94%	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-

Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	7613000	1427000	90,40,000	92.09%	1,55,08,000	0	1,55,08,000	93.94%	-
--	---------	---------	-----------	--------	-------------	---	-------------	--------	---

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
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total	
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	-	-	-	-	-	-	-	-
b) Banks/FI	0	-	-	-	-	-	-	-	-
c) Central govt	0	-	-	-	-	-	-	-	-
d) State Govt.	0	-	-	-	-	-	-	-	-
e) Venture Capital Fund	0	-	-	-	-	-	-	-	-
f) Insurance Companies	0	-	-	-	-	-	-	-	-
g) FIIS	0	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	0	-	-	-	-	-	-	-	-
i) Others (specify)	0	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):		-	-	-	-	-	-	-	-
(2) Non Institutions		-	-	-	-	-	-	-	-
a) Bodies corporate	0	-	-	-	-	-	-	-	-
b) Individuals		-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto 1 lakhs									-
ii) Individuals shareholders holding nominal share capital in excess of 1 lakhs	117000	660000	777000	7.91%	-618000	382000	1000000	6.06%	-
c) Any Other (specify) NRIs	0	-	-	-	-	-	-	-	-
d) Foreign Bodies	0	-	-	-	-	-	-	-	-
SUB TOTAL (B)(2):	0	-	-	-	-	-	-	-	-

Total Public Shareholding (B) = (B)(1) + (B)(2)	0	7,77,000	7,77,000	7.91%	-	10,00,000	10,00,000	6.06%	-
C. Shares held by Custodian for GDRs & ADRs	0	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	77,30,000	20,87,000	98,17,000	100%	16126000	382000	1,65,08,000	100%	-

(b) SHAREHOLDING OF PROMOTERS

Sr. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding 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	PANKAJ N BHAYANI	72,90,000	74.25%	--	85,40,000	51.73%	-	-
2	RUSHABH P BHAYANI	8,10,000	8.25%	--	30,60,000	18.54%	-	-
3	AASHISHA R BHAYANI	2,70,000	2.75%		8,50,000	5.15%		
4	ILA PANKAJ BHAYANI	6,10,000	6.21%		16,98,000	10.29%		
5	RUSHALI PANKAJ BHAYANI	50,000	0.51		50,000	0.30%		
6	JATINNAGINDASBHAYANI	5000	0.051%		5,000	0.03%		
7	YASH JATINBHAYANI	5000	0.051%		5,000	0.03%		
8	PANKAJ N BHAYANI HUF (KARTA PANKAJ BHAYANI)	--	--		6,50,000	3.94%		
9	RUSHAB P BHAYANI HUF (KARTA RUSHAB BHAYANI)	--	--		6,50,000	3.94%		

Total	90,40,000	92.09%	--	1,55,08,000	93.94%	-	-
-------	-----------	--------	----	-------------	--------	---	---

(c) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE): There is no change in the Promoters' shareholding during the financial year.

Sl. No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		% of total shares of the company	% of total shares of the company	No. of Shares	% of total shares of the
	At the beginning of the year	90,40,000	92.09%	90,40,000	92.09%
	Date wise Increase in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Right issue was done on 11/08/2021 and 12/10/2021	--		
	At the End of the year	1,55,08,000	93.94%	1,55,08,000	93.94%

DETAILS OF SHARE TRANSFER

(d) Shareholding Pattern of top ten Shareholders(Other than Directors, Promoters & Holders of GDRs & ADRs):

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	SUDHABEN VINODRAY SHETH	2,07,000	2.11%	530000	3.21%
2	VINODRAY PANACHAND SHETH	3,50,000	3.56%	435000	2.63%
3	VASUBEN J.MEHTA	70,000	0.71%	35000	0.212%
4	SANJAY VINODRAY SHAH	1,50,000	1.53%	0	0
	TOTAL	7,77,000	7.91%	10,00,000	6.06%

(e) SHAREHOLDING OF DIRECTORS& KEY MANAGERIAL PERSONNEL:

Sl. No	For Each of the Directors & KMP	Shareholding at the end 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	Shareholding of Directors : Pankaj Nagindas Bhayani	85,40,000	51.73%		
2	Rushabh Pankaj Bhayani	30,60,000	18.54%		
	Aashisha Rushabh Bhayani	8,50,000	5.15%		
	TOTAL	1,24,50,000	75.42%		