

# **DISTINCTIVE PROPERTIES AND LEASING LIMITED**

Registered Office: Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place, New Delhi- 110019,

Website: [www.distinctiveproperties.co.in](http://www.distinctiveproperties.co.in) Email id: [distinctivepro1984@gmail.com](mailto:distinctivepro1984@gmail.com)

Phone: 011 – 4367 5505, CIN : L70101DL1984PLC018194

Date: 06.07.2021

To

Head Listing & Compliance

**Metropolitan Stock Exchange of India Ltd.**

Vibgyor Towers, 4<sup>th</sup> floor, Plot No C 62,

G- Block, Opp Trident Hotel,

BandraKurla Complex, Bandra (E)

Mumbai – 400098

**SYMBOL: DISTINPROP**

**Sub: Submission of the Annual Report for the FY 2020-21 along with the Notice of 37<sup>th</sup> Annual General Meeting (AGM) of the Company under Regulation 34(1) and 30 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015.**

Dear Sir/Madam

In terms of **Regulation 34(1) and 30** of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, please find enclosed herewith the **Annual Report for the F.Y. 2020-21** along with the **Notice of 37<sup>th</sup> Annual General Meeting (AGM)** of the Company scheduled to be held on **Saturday, 31<sup>st</sup> July, 2021 at 12:30 P.M.** at the Registered Office of the company situated **at Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place, New Delhi- 110019.**

The Notice of 37<sup>th</sup> AGM and the Annual Report for the FY 2020-21 is being sent to the shareholders of the Company separately through the permitted mode. The same is also uploaded in the website of the Company [www.distinctiveproperties.co.in](http://www.distinctiveproperties.co.in)

*Kindly take the above information on your records.*

Thanking You

Yours sincerely,

**For Distinctive Properties and Leasing Limited**

  
**Arun Bahuguna**

**Whole Time Director**

**DIN: 00471958**





## **ANNUAL REPORT 2020-21**

### **DISTINCTIVE PROPERTIES** **AND LEASING LIMITED**

**CIN: L70101DL1984PLC018194**

**Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place New Delhi  
South Delhi DL 110019 IN**

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**CORPORATE INFORMATION****BOARD OF DIRECTORS**

Mr. Arun Bahuguna  
Mr. Devender Singh  
Mr. Anand Prakash  
Ms. Mithlesh

Whole Time Director  
Non-Executive Director  
Independent Director  
Independent Director

**KEY MANAGERIAL PERSONNEL**

Mr. Rohit Sharma  
Ms. Ekta Jain

Chief Financial Officer  
Company Secretary

**SECRETARIAL AUDITOR**

Pratul Agrawal & Associates, Company Secretaries  
H. No. 50, Sector- 2B, Sadhna, Vaishali, Ghaziabad-  
201010, Uttar Pradesh

**STATUTORY AUDITOR**

M/s Sanjeev Bimla & Associates,  
Chartered Accountants  
302 B Gurdev Nagar, Ludhiana- 141001

**REGISTRAR & SHARE TRANSFER AGENT**

RCMC Share Registry Pvt. Ltd  
B-25/1, First Floor, Okhla Industrial Area, Phase - II,  
New Delhi-110020

**REGISTERED OFFICE**

Flat No. 13, Stilt Floor Devika Tower 6, Nehru  
Place New Delhi South Delhi DL 110019 IN

**SHARES LISTED AT**

Metropolitan Stock Exchange of India Limited

**BANKERS**

HDFC Bank Limited  
Hemkunt Chambers 89, Nehru Place, New Delhi-  
110019

The Federal Bank Limited  
G.I-6, Satkar Building, 79-80 Nehru Place, New  
Delhi, 110 019

**E-MAIL**

[distinctivepro1984@gmail.com](mailto:distinctivepro1984@gmail.com)

**WEBSITE**

[www.distinctiveproperties.co.in](http://www.distinctiveproperties.co.in)

## **NOTICE OF 37<sup>th</sup> ANNUAL GENERAL MEETING**

NOTICE is hereby given that the 37<sup>th</sup> Annual General Meeting of the members of the Company will be held on **Saturday, 31<sup>st</sup> July, 2021 at 12:30 P.M.** at the Registered Office of the company situated at **Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place, New Delhi- 110019** to transact the following business (es):-

### **ORDINARY BUSINESS:**

#### **ITEM NO.1: ADOPTION OF STANDALONE FINANCIAL STATEMENT**

To receive, consider and adopt the Standalone financial statements of the Company for the financial year ended on 31<sup>st</sup> March, 2021 including the audited Balance Sheet as at 31<sup>st</sup> March, 2021, Profit & Loss Statement for the financial year ended on that date together with the Reports of Board of Directors and Auditors thereon.

#### **ITEM NO.2: RE-APPOINTMENT OF DIRECTOR BY ROTATION**

To appoint a director in place of **Mr. Mithlesh (DIN: 07704585)** who retires by rotation and being eligible, offers himself for re-appointment

Date: 06.07.2021

Place: Delhi

By Order of the Board of Directors  
For Distinctive Properties and Leasing Limited

SD/-  
Arun Bahuguna  
(Director)  
DIN: 00471958



### NOTES:

1. A statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. **A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ONLY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, PROXY FORMS DULY COMPLETED IN ALL RESPECTS SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.**
3. A person can act as a proxy on behalf of members **not exceeding fifty** and holding in aggregate **not more than ten percent of the total share capital** of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person(s) or shareholder(s).
4. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send a Certified True Copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Relevant documents as referred to in the accompanying Notice along with the Statements are open for inspection by members at Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Annual General Meeting.
6. Brief details of Directors seeking re-appointment / appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) forms part of this notice.
7. The Register of Members and Share Transfer Books will remain closed from **Sunday, 25<sup>th</sup> July, 2021 to Saturday, 30th July, 2021 (both days inclusive).**
8. Members holding shares in physical form are requested to consider converting their holding to dematerialized form as required under the amended SEBI guidelines and regulations to eliminate all risks associated with physical shares and for ease in portfolio management. Members may contact the Company or its Registrar & Share Transfer Agent (RTA), for assistance in this regard.
  - a) The members who are holding shares in physical form are requested to intimate any change in their address with pin code immediately either to the Company or to its Registrar & Share Transfer Agent (RTA) promptly.
  - b) The members who are holding shares in demat form are requested to intimate any change in their address with pin code immediately to their Depository Participants.

9. The shares of the Company are at presently listed on **Metropolitan Stock Exchange of India Limited**.
10. Pursuant to the provisions under Section 108 of Companies Act, 2013 to be read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time along with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members, the facility to exercise their right to vote at the ensuing Annual General Meeting by Electronic Means. The business(s) proposed to be transacted as mentioned in the Annual General Meeting Notice may be transacted through voting by Electronic Means (Remote e-voting) as well. For this, Company is availing the services provided by **Central Depository Services (India) Limited (CDSL)**. The facility for voting through Ballot Paper will also be made available at the meeting venue, for the members who have not cast their votes by remote e-voting. They shall also be able to exercise their voting rights at the AGM by voting through ballot paper. Members who have already cast their vote by remote e-voting process prior to the date of meeting shall be eligible to attend the Annual General Meeting but shall not be entitled to cast their votes again through ballot process.

**The instructions for e-voting by members are annexed to the Notice.**

11. The Board of Directors of the company has appointed **M/s Pratul Agrawal & Associates, Company Secretaries** as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
12. The Scrutinizer, after scrutinizing the votes cast at the meeting through Poll and through remote e-voting, shall, not later than three days of conclusion of the Meeting, make a **“Consolidated Scrutinizer’s Report”** and submit the same to the Chairman. The results declared along with the consolidated scrutinizer’s report shall be placed on website of the Company and on the website of Stock Exchange at [www.msei.in](http://www.msei.in). The Report shall simultaneously be placed on Notice Board of the Company at premises of the Registered Office.
13. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the General Meeting.
14. The login ID and password for remote e-voting along with Process, Manner and Instructions for remote e-voting is being sent to Members who have not registered their E-mail ID(s) with the Company / their respective Depository Participants along with physical copy of the Notice.
15. Those Members who have registered their e-mail IDs with the Company / their respective Depository Participants are being forwarded the login ID and password for remote e-voting along with Process, Manner and Instructions through E-mail.
16. Voting rights shall be reckoned on the Paid-up value of shares registered in the name of Member / Beneficial Owner (in case of shares in Dematerialized form) as on the cut-off date i.e. **24.07.2021**.

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17. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, shall only be entitled to avail the facility of e-voting / Poll.

**Note: A person who is not a Member as on the cutoff date should treat this Notice for information purposes only.**

18. No gifts, gift coupons, or cash in lieu of gifts shall be distributed to Members at or in connection with the General Meeting.

19. The **Instructions for shareholders voting electronically are as under:**

<b>Date and Time of commencement of e-voting</b>	From 09.00 A.M. (I.S.T.) on 28.07.2021
<b>Date and Time of Conclusion of e-voting</b>	Till 05.00 P.M. (I.S.T.) on 30.07.2021

- During this period, shareholders' of the Company holding shares either in physical form or in Dematerialized form, as on the cut-off date may cast their vote electronically. The remote evoting module shall be disabled by CDSL for voting thereafter.
- Shareholders who have already voted prior to the meeting date through remote E-Voting would not be entitled to vote at the meeting venue through poll.
- In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
<b>Individual Shareholders holding securities in Demat mode with CDSL</b>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during</p>



	<p>the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p><b>Individual Shareholders holding securities in demat mode with NSDL</b></p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company</p>

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	name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

- ❖ **Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.
- ❖ **Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

### Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form

- The shareholders should login to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- Click on “Shareholders” module.
- Now enter your User ID

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- ❖ For Shareholders holding Demat Account with CDSL: 16 digits beneficiary ID
- ❖ For Shareholders holding Demat Account with NSDL: 8 Character DP ID followed by 8 Digits Client ID.
- ❖ Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and click on Login.
- If you are holding shares in demat form and had logged onto [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- If you are a first time user then follow the steps given below:

For Members holding shares in Demat Form or Physical Form	
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</p> <p>In case the sequence number is less than 8 digits enter the applicable number of o's before the number after the first two characters of the name in CAPITAL letters. e.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>Enter the Dividend Bank Details or Date of Birth(in dd/mm/yyyy format) as recorded in Bank Details OR your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (v).</p>

- After entering these details appropriately, click on “**SUBMIT**” tab.
- Members holding shares in physical form will then directly reach the Company Selection Screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for evoting through CDSL platform.

**Note: It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.**

- For Members holding shares in physical form, the details can be used for remote e-voting on the resolutions contained in this Notice only. Click on the **EVS-210706009** for DISTINCTIVE PROPERTIES AND LEASING LIMITED for the relevant resolution on which you choose to vote.

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- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same you will find an option “YES/NO” for voting. Select the option “YES” or “NO” as desired. The option “YES” implies that you “Assent to the Resolution” and option “NO” implies that you “Dissent to the Resolution”.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution’s details.
- After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- **Note for Non-Individual Shareholders and Custodians-For Remote e-voting only**
  - ❖ Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.)and Custodian are required to log onto [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - ❖ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - ❖ After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - ❖ The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - ❖ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in the favour of custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - ❖ Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [brisk1983@gmail.com](mailto:brisk1983@gmail.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same
- In case you have any query or issues regarding the e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- To address issues/grievances of shareholders relating to the ensuing AGM, including e-voting, the following official has been designated:

<b>Name of the Official</b>	<b>Mr. Arun Bahuguna</b>
<b>Designation</b>	<b>Whole Time Director</b>
<b>Address</b>	<b>Flat No. 13, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi- 110019</b>
<b>Contact</b>	<b>011 – 43675505</b>
<b>E-mail</b>	<b>distinctivepro1984@gmail.com</b>

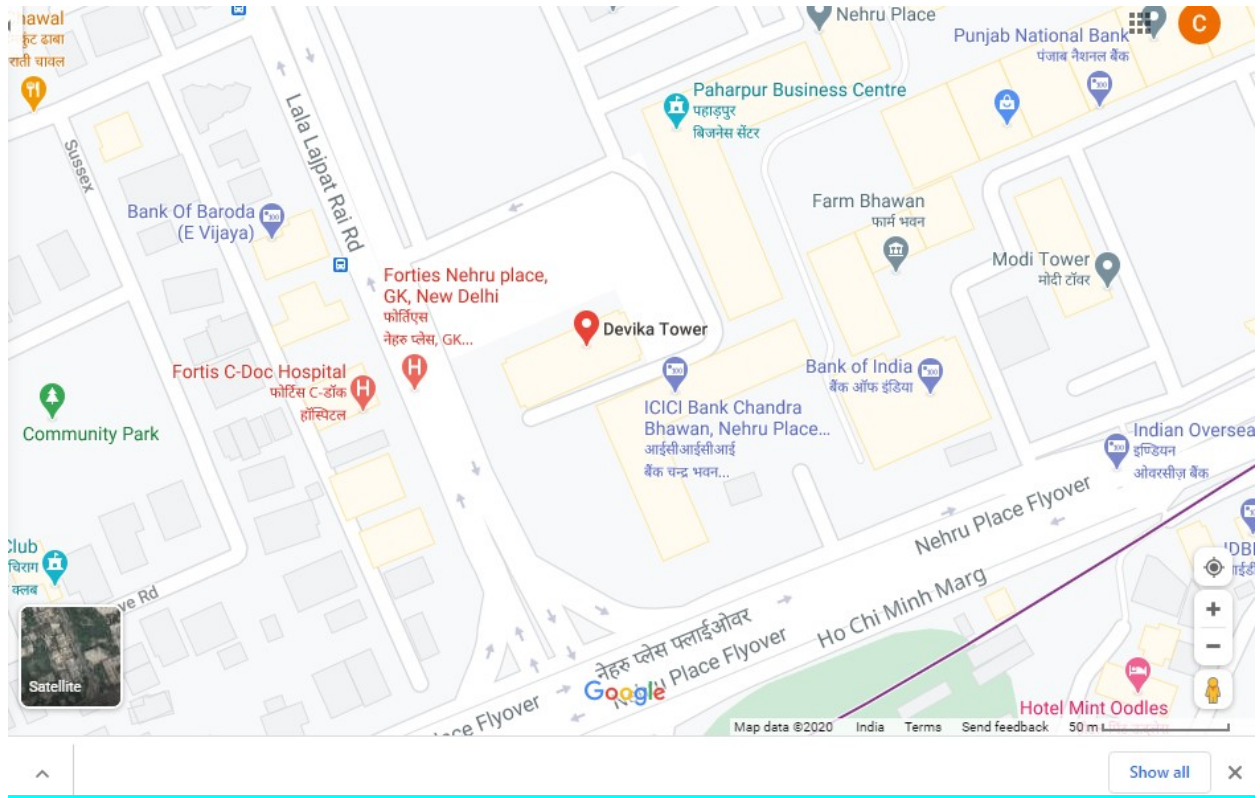
## **Details of Director Seeking Re-appointment at the Annual General Meeting**

*(In Pursuance of Regulation 36 of the SEBI Listing Regulations)*

<b>Name</b>	Mr. Mithlesh
<b>Director Identification Number (DIN)</b>	07704585
<b>Date of Birth</b>	04/04/1969
<b>Date of Appointment in the Board</b>	10/01/2017
<b>Terms and Conditions of Appointment /Reappointment</b>	Change in Designation from Independent Director to Non-Executive Non Independent Director
<b>Qualification</b>	Commerce Graduate
<b>Expertise in specific functional areas</b>	Accounts, Administration, Finance & Law
<b>Shareholding in the Company</b>	NIL
<b>Details of Remuneration</b>	NIL
<b>List of Directorship held in other</b>	1. Hindustan Auto Finance Limited. 2. Galore Prints Industries Limited 3. Distinctive Properties and Leasing Limited 4.
<b>Names of Listed Entities in which the person holds membership of the Committees of the Board</b>	Distinctive Properties and Leasing Limited
<b>Relationship between Directors Inter-se</b>	None
<b>Chairman/ Member of the Committee of the Board of Directors of the Company</b>	Nil



**The route map to the venue of the meeting is enclosed to  
this notice**



**ATTENDANCE SLIP**  
**(To be presented at the entrance)**

**Annual General Meeting on day, Saturday, 31<sup>st</sup> July, 2021 at 12:30 P.M.** at the Registered Office of the company situated at **Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place, New Delhi- 110019**

Folio No. \_\_\_\_\_

Name of the Member \_\_\_\_\_ Signature \_\_\_\_\_

Name of the Proxy \_\_\_\_\_ Signature \_\_\_\_\_

- a) Only Member/ Proxy can attend the Meeting.
- b) Member/ Proxy should bring his/her copy of the Notice for reference at the Meeting.
- c) Route map and prominent land mark are printed herein for easy location of the venue of the Extra Ordinary General Meeting.

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**Form No. MGT 11****Proxy form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN : L70101DL1984PLC018194

Name of the company : DISTINCTIVE PROPERTIES AND LEASING LIMITED

Registered office/Corporate office: Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place New Delhi South Delhi DL 110019 IN

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

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

- 1. Name: ..... E-mail Id:.....  
Address: .....  
..... Signature:....., or failing him
- 2. Name: ..... E-mail Id:.....  
Address: .....  
..... Signature:....., or failing him
- 3. Name: ..... E-mail Id:.....

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Address: .....

..... Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held, **Saturday, 31<sup>st</sup> July, 2021 at 12:30 P.M.** at the **Registered Office** of the company situated at Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place New Delhi South Delhi DL 110019 IN and at any adjournment thereof in respect of such resolutions as are indicated below:

**Ordinary Resolution/                      Relating to**

**Item No.**

1. Adoption of Standalone Financial Statement
2. Re-appointment of Director by rotation-Mr. Mithlesh

Affix a  
Rs.1/-  
Revenue

Signed this ... day of \_\_\_\_\_, 2021      Signature of the Shareholder      Signature of the Proxyholder(s)

**Note :**

The proxy form, 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.

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## FORM NO. MGT-12

### Polling Paper

*[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]*

Name of the Company: DISTINCTIVE PROPERTIES AND LEASING LIMITED

Registered Office: Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place, New Delhi- 110019

S.No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Shares	

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S.No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
	ORDINARY RESOLUTION			
1.	Adoption of Standalone Financial Statement			
2.	Re-Appointment of Director By Rotation-Mr. Mithlesh			

Place: \_\_\_\_\_ Signature of the Shareholder

Date: \_\_\_\_\_

# ANNUAL REPORT 2020-21

## DIRECTORS' REPORT

To  
The Shareholders of the Company,

Your Directors are pleased to present this 37<sup>th</sup> Annual Report together with the Audited Annual Standalone & Consolidated Financial Statements for the year ended 31st March, 2021.

### FINANCIAL HIGHLIGHTS- AT A GLANCE

The financial summary, performance highlights operations/state of affair of your Company for the year are summarized below:

Amount (In Rs.)

PARTICULARS	Amount	
	2020-21	2019-20
Income from Business Operations	--	--
Other Income	8,000.00	2,027,909.00
<b>Total Income</b>	<b>8,000.00</b>	<b>2,027,909.00</b>
Less: Expenditure	787,960.00	1,338,480.50
<b>Profit/Loss before Interest, Depreciation and Tax</b>	<b>(779,960.00)</b>	<b>689,428.50</b>
Less: Interest and other Financial Charge(s)	734.50	1,902
<b>Profit/Loss before Depreciation and Tax</b>	<b>(780,694.50)</b>	<b>687,526.50</b>
Less: Depreciation	1650.00	2,324
<b>Profit/Loss before Tax</b>	<b>(782,344.50)</b>	<b>685,202.50</b>
Less: Tax Expense		
Add: Deferred Tax Asset	-	171,300.63
Tax relating to previous year	-	48,380.00
<b>Net Profit/Loss after Tax</b>	<b>-</b>	<b>465,521.88</b>
<b>Earnings per share:</b>		
Basic	(0.78)	0.47
Diluted	(0.78)	0.47

### DIVIDEND

No Dividend was declared for the current financial year by the Company.

### RESERVES

The Board proposes no amount to transfer to the reserves since there was loss during the year 2020-21.



**SHARE CAPITAL**

During the year under review, the Company has not issued any shares including Equity Shares, Shares with Differential Voting Rights, Stock Options, Sweat Equity, etc. The Company has not bought back any equity shares during the year 2020-21.

**TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

Since there was no unpaid/unclaimed Dividend declared or paid by the Company, the provisions of Section 125 of the Companies Act, 2013 do not apply.

**DEPOSITS**

During the year under review, the Company has not accepted any deposits in terms of section 73 of the Companies Act, 2013. There were no unclaimed deposits at the end of Financial Year i.e. 31st March, 2020.

**SUBSIDIARY / ASSOCIATE / JOINT VENTURES COMPANIES OF THE COMPANY**

There is no Subsidiary / Joint Ventures / Associate Company (ies) of the Company during the year.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section of this Annual Report. "**Annexure-A**"

**CHANGE IN DIRECTORS /KEY MANAGERIAL PERSONNEL DURING THE YEAR**

The details about the changes in Directors or Key Managerial Personnel by way of Appointment, Re – designation, Resignation, Death, Dis-qualification, variation made or withdrawn etc. are as follows:

S. No.	Name	Designation	Nature of Change	With Effect From
1.	Ms. Ekta Jain	Company Secretary Compliance Officer	& Appointment	31.07.2020

## **DIRECTOR'S RESPONSIBILITY STATEMENT**

In terms of Section 134(3) of the Companies Act 2013, the Directors, would like to state as follows:

- a) In the preparation of the Annual Accounts, the applicable accounting standards have 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 & estimates that are reasonable and prudent so as to give a true & fair view of the state of affairs of the company at the end of the financial year and of the profit & loss of the Company for that period ;
- c) The Directors had taken proper & 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 & detecting fraud & other irregularities;
- d) The Directors had prepared the Annual Accounts on a going concern basis;
- e) The Directors had laid down Internal Financial Controls to be followed by the Company and such controls are adequate and are 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.

## **STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF COMPANIES ACT, 2013**

All Independent Directors have given declarations under section 149(7) that they meet the criteria of Independence as laid down under section 149(6) of the Companies Act, 2013 and Rules made thereunder to be read with SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.

## **EXTRACT OF ANNUAL RETURN**

The details forming part of extract of Annual Return under sub section 3 of Section 92 of the Companies Act, 2013 in **Form MGT-9** is annexed herewith as **"Annexure-B"**

## **NUMBER OF MEETINGS OF THE BOARD& COMMITTEES**

During the financial year 2020-21, Seven meetings of the Board of Directors were held as against the statutory minimum requirement of 4 times. None of the two Board Meetings have a gap of more than 120 days between them. The dates of meetings are mentioned below:

S.No.	Date of Meeting
1.	13.05.2020
2.	31.07.2020
3.	07.08.2020
4.	15.09.2020
5.	14.11.2020
6.	04.12.2020
7.	15.02.2021

### **BOARD ANNUAL EVALUATION**

The provisions of section 134(3)(p) of the Companies Act, 2013 read with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 mandate that a Formal Annual Evaluation is to be made by Board of its own performance and that of individual Directors. Schedule IV of the Companies Act, 2013 states that performance evaluation of the Independent Director shall be done by Directors excluding the Director being evaluated. The Board carried out a formal annual performance evaluation as per the criteria/framework laid down by the Nomination & Remuneration Committee of the company and adopted by the Board. The evaluation was carried out through a structured evaluation process to judge the performance of individual Directors including the Chairman of the Board. They were evaluated on parameters such as their education, knowledge, experience, expertise, skills, behavior, leadership qualities, level of engagement & contribution, independence of judgment, decision making ability for safeguarding the interest of the Company, stakeholders and its shareholders.

The performance evaluation of the Independent Directors was carried out by the entire Board except the participation of concerned Independent Director whose evaluation was to be done. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Board was satisfied with the evaluation process and approved the evaluation results thereof.

### **STATUTORY AUDITOR& SECRETARIAL AUDITOR WITH THEIR QUALIFICATION, RESERVATION ORADVERSE REMARKS ALONG WITH THE EXPLANATION OR COMMENTS BY THE DIRECTORS**

#### **A. STATUTORY AUDITOR**

M/s. Agarwal Bajaj & Associates, Chartered Accountant (Firm Registration No. 015850C) were appointed as Statutory Auditors at the 36<sup>th</sup> AGM of the Company to hold office for a term of 5 (five) years, from the conclusion of 36<sup>th</sup> Annual General Meeting held in 2020 until the conclusion of the Annual General Meeting of the Company to be held in the year 2025. The Company has received written Consent of the auditor for his appointment.

Further provision of ratification of appointment of statutory auditor every year has been omitted by the

Companies (Amendment) Act, 2017. Therefore, ratification of auditor is not required at the ensuing AGM.

### ***Qualification(s) and Directors' comments on the report of Statutory Auditor:***

The Notes on Accounts and observations of the Auditors in their Report on the Accounts of the Company are self-explanatory and in the opinion of the Directors, do not call for any further clarification(s). Also, the report submitted by the Auditor is unqualified.

### **B. SECRETARIAL AUDITOR**

Pursuant to provision of section 204 of the Companies act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014, the Company has appointed **M/s Pratul Agrawal & Associates, Company Secretaries** to undertake Secretarial Audit of the Company.

The Secretarial Audit was conducted by **Mr. Pratul Agrawal**, Company Secretary, and the report thereon in **Form MR-3** is annexed herewith as **"Annexure- C"**

### ***Qualification(s) and Directors' comments on the report of Secretarial Auditor:***

No observation were made by the Secretarial Auditor in its report.

## **PARTICULAR OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

During the year under review the company had not made any investment, not given any loan or guarantees under section 186 of the Companies Act, 2013

All investments made during the year were within the stipulated limits of law.

## **PARTICULAR OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013**

All contracts/arrangements/transactions entered into during the financial year with the related parties were on arm's length basis and were in the ordinary course of business. **Form AOC-2** has also been attached with this report as **"Annexure -D"**

## **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There were no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the Company to which this financial statement relate and on the date of this report.

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

To the best of the Management's knowledge, no significant and material order(s) were passed by any regulator(s) or courts or tribunals which could impact the going concern status and company's operation in future.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUT- GO**

The provisions of Section 134(3)(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign exchange inflow or Outflow during the year under review.

### **RISK MANAGEMENT**

The provisions of SEBI Regulations for formation of Risk Management Committee are not applicable to the Company. However, as per section 134 (3) (n) of Companies Act 2013, the company regularly maintains a proper check in normal course of its business regarding risk management. Currently, the company does not identify any element of risk which may threaten the existence of the company.

### **CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The company does not fall under the criteria of net worth, turnover or profit for applicability of Corporate Social Responsibility (CSR) provisions as per Section 135 of the Companies Act, 2013, hence the same are not applicable to the company for the period under review.

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

As per Regulation 22 of the SEBI Regulations, 2015, in order to ensure that the activities of the Company & its employees are conducted in a fair & transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior, the company has adopted a vigil mechanism policy. This policy is explained in "Corporate Governance Report" and is also posted on website of the company.



## **PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE**

As per the requirement of “The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013” and Rules made thereunder, your Company has constituted Internal Complaints Committee (ICC) at its workplaces. During the year, no complaints were filed with the Company.

## **CORPORATE GOVERNANCE REPORT**

During the year under review, company is not required to prepare Corporate Governance Report.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has a robust and comprehensive Internal Financial Control system commensurate with the size, scale and complexity of its operation. The system encompasses the major processes to ensure reliability of financial reporting, compliance with policies, procedures, laws, and regulations, safeguarding of assets and economical and efficient use of resources.

The Company has performed an evaluation and made an assessment of the adequacy and the effectiveness of the Company’s Internal Financial Control System. The Statutory Auditors of the Company have also reviewed the Internal Financial Control system implemented by the Company on the financial reporting and in their opinion, the Company has, in all material respects, adequate Internal Financial Control system over Financial Reporting and such Controls over Financial Reporting were operating effectively as on 31<sup>st</sup> March, 2021 based on the internal control over financial reporting criteria established by the Company.

The policies and procedures adopted by the Company ensures the orderly and efficient conduct of its business and adherence to the company’s policies, prevention and detection of frauds and errors, accuracy & completeness of the records and the timely preparation of reliable financial information.

The Internal auditors continuously monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board, an independent, objective and reasonable assurance on the adequacy and effectiveness of the organization’s risk management with regard to the internal control framework.

Audit committee meets regularly to review reports submitted by the Internal Auditors. The Audit Committee also meet the Company’s Statutory Auditors to ascertain their views on the financial statements, including the financial reporting system and compliance to accounting policies and procedures followed by the Company.

## **PERSONNEL RELATIONS**

Your Directors hereby place on record their appreciation for the services rendered by executives, staff and other workers of the Company for their hard work, dedication and commitment. During the year under review, relations between the Employees and the Management continued to remain cordial.

**PARTICULARS OF EMPLOYEES**

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is as follows:

- |                                  |     |
|----------------------------------|-----|
| a) Employed throughout the year  | Nil |
| b) Employed for part of the year | Nil |

The company has Executive Directors and the remuneration paid to them, if any is disclosed in MGT-9. Further, no sitting fee has been paid to any director during the year.

The remuneration paid to all Key Managerial Personnel, if any was in accordance with the remuneration policy as adopted by the company.

**ACKNOWLEDGEMENT**

Your Directors wish to acknowledge their gratitude to the business Associates and Stock Exchange authorities for their continued patronage, assistance and guidance.

**For and on behalf of the Boards  
For Distinctive Properties and Leasing Limited**

SD/-  
**Mithlesh**  
(Director)  
DIN: 07704585

SD/-  
**Arun Bahuguna**  
( Whole Time Director)  
DIN: 00471958

**Date: 06.07.2021  
Place: Delhi**

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## FORM NO. AOC.2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1	Details of contracts or arrangements or transactions not at Arm's Length basis		
	a)	Name(s) of the related party and nature of relationship	Nil
	b)	Nature of contracts/arrangements/ transactions	Nil
	c)	Duration of the contracts/ arrangements/ transactions	Nil
	d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
	e)	Justification for entering into such contracts or arrangements or transactions.	Nil
	f)	Date(s) of approval by the Board	Nil
	g)	Amount paid as advances, if any	Nil
	h)	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188.	Nil

2	Details of contracts or arrangements or transactions not at Arm's Length basis		
	a)	Name(s) of the related party and nature of relationship	Nil
	b)	Nature of contracts/arrangements/ transactions	Nil
	c)	Duration of the contracts/ arrangements/ transactions	Nil
	d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
	e)	Date(s) of approval by the Board	Nil
	f)	Amount paid as advances, if any	Nil

For and on behalf of the Boards

For Distinctive Properties and Leasing Limited

SD/-

Mithlesh  
(Director)  
DIN: 07704585

SD/-

Arun Bahuguna  
( Whole Time Director)  
DIN: 00471958

Date: 06.07.2021

Place: Delhi

**FORM NO. MGT 9****EXTRACT OF ANNUAL RETURN**

*As on financial year ended on 31.03.2021*

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

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L70101DL1984PLC018194
2	Registration Date	26.05.1984
3	Name of the Company	Distinctive Properties & Leasing Limited
4	Category of the Company	Company Limited by Shares
5	Sub-category of the Company	Indian Non-Government Company
6	Address of the Registered office & contact details	"Flat No. 13, Stilt Floor Devika Tower 6, Nehru Place, New Delhi 110019" "Ph: 011-43675505"
7	Whether listed company	Yes
8	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Name: RCMC Share Registry (P) Limited Add: B-25/1, First Floor, Okhla Industrial Area, Phase II, New Delhi, New Delhi Ph.: 85276 95122

**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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	Annual Turnover of the company
1	NA	NA	NA

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NA	NA	NA	NA	NA

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## 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 [As on 31-March-2020]				No. of Shares held at the end of the year [As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A) (1)</b>	-	-	-	-	-	-	-	-	-
<b>(2) Foreign</b>									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A) (2)</b>	-	-	-	-	-	-	-	-	-
<b>TOTAL (A)</b>	-	-	-	-	-	-	-	-	-
<b>B. Public</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Alternate Investment Funds	-	-	-	-	-	-	-	-	-
g) Insurance	-	-	-	-	-	-	-	-	-
h) FIIs	-	-	-	-	-	-	-	-	-
i) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
j) Foreign Portfolio Investors	-	-	-	-	-	-	-	-	-
k) Provident Funds/Pension	-	-	-	-	-	-	-	-	-



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i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	-	404,761	404,761	40.58	-	404,761	404,761	40.58	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakhs		220,014	220,014	22.06		220,014	220,014	22.06	-
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakhs		372,550	372,550	37.35		372,550	372,550	37.35	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
(i) Non Resident	-	-	-	-	-	-	-	-	-
(ii) Overseas Corporate	-	-	-	-	-	-	-	-	-
(iii) Foreign Nationals	-	-	-	-	-	-	-	-	-
(iv) Clearing Members	-	-	-	-	-	-	-	-	-
(v) Trusts	-	-	-	-	-	-	-	-	-
(vi) Foreign Bodies (holding DRs)	-	-	-	-	-	-	-	-	-
(vii) NBFC registered with RBI	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	-	<b>997,325</b>	<b>997,325</b>	<b>100</b>	-	<b>997,325</b>	<b>997,325</b>	<b>100</b>	-
<b>Total Public (B)</b>	-	<b>997,325</b>	<b>997,325</b>	<b>100</b>	-	<b>997,325</b>	<b>997,325</b>	<b>100</b>	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	<b>997,325</b>	<b>997,325</b>	<b>100</b>	-	<b>997,325</b>	<b>997,325</b>	<b>100</b>	-

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### (ii) Shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 31-March-2020]			Shareholding at the end of the year [As on 31-March-2021]			% 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	
	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

### (iii) Change in Promoters' Shareholding (please specify, if there is no change)

S. No	Particulars	Date	Reason	Shareholding at the beginning of the year [As on 31-March-2020]		Cumulative Shareholding during the year [As on 31-March-2021]	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year						
	Date wise Increase /Decrease in Promoters' Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat	NIL	NIL	NIL	NIL	NIL	NIL
	At the end of the year						

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### (iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

S.N o.	For each of the top 10 Shareholders	Shareholding at the beginning of the year [As on 31-March-2020]		Cumulative Shareholding during the year [As on 31-March-2021]	
		No. of shares	% of total shares	No. of shares	% of total shares
1.	Pawansut Media Services Pvt Ltd	224805	22.541	224805	22.541
2.	ARUN GOEL	49500	4.963	49500	4.963
3.	ABHINAV AGGARWAL	48700	4.883	48700	4.883
4.	OM PRAKASH	40750	4.086	40750	4.086
5.	ROHIT SHARMA	40700	4.081	40700	4.081
6.	MAMTA SINGH	37800	3.79	37800	3.79
7.	SIPENDRA KUMAR	35000	3.509	35000	3.509
8.	KRISHNA KUMAR	28250	2.833	28250	2.833
9.	DEEPAK	27350	2.742	27350	2.742
10.	TOPWELL INFOTECH LTD	22275	2.233	22275	2.233

### (v) Shareholding of Directors and Key Managerial Personnel:

Shareholding of each Directors and Key Managerial Personnel	Shareholding at the beginning of the year [As on 31-March-2020]		Cumulative Shareholding during the year [As on 31-March-2021]	
	No. of shares	% of total	No. of shares	% of total
<b>At the beginning of the year</b>				
<b>Rohit Sharma</b>	40700	4.08	40700	4.08
Date wise Increase /Decrease in Share holding during the “year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat“equity etc)	-	-	-	-
<b>At the end of the year</b>	40700	4.08	40700	4.08

## V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>		50,822,000		50,822,000
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	50,822,000		50,822,000
<b>Change in Indebtedness during the financial year</b>				
* Addition	-	412,000		412,000
* Reduction	-	-	-	-
<b>Net Change</b>	-	412,000		412,000
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	51,234,000		51,234,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	51,234,000		51,234,000

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount (Rupees)
	Name	Arun Bahuguna	-
	Designation	Whole Time Director	-
1	Gross salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	-	-

### B. Remuneration to other Directors

S. No.	Particulars of Remuneration	Name of Directors			Total Amount (Rupees)
1	Independent Directors	Anand Prakash	Devender Singh		
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive	Mithlesh		-	
	Fee for attending board committee meetings	-	-	-	-
	Commission				-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

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

S. No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount (Rupees)
	Name	Rohit Sharma	Ekta Jain	
	Designation	CFO	CS	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3)			
2	Stock Option	-	-	
3	Sweat Equity	-	-	
4	Commission	-	-	
	- as % of profit	-	-	
	- others, specify	-	-	
5	Others, please specify	-	-	
	<b>Total</b>	-	-	

**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)
<b>A.</b>	<b>COMPANY</b>				
	Penalty				
	Punishment				
	Compounding				
<b>B.</b>	<b>DIRECTORS</b>				
	Penalty		NIL		
	Punishment				
	Compounding				
<b>C.</b>	<b>OTHER OFFICERS IN DEFAULT</b>				
	Penalty		NIL		
	Punishment				
	Compounding				

For and on behalf of the Boards  
For Distinctive Properties and Leasing Limited

SD/-

Mithlesh  
(Director)  
DIN: 07704585

SD/-

Arun Bahuguna  
( Whole Time Director)  
DIN: 00471958

Date: 06.07.2021

Place: Delhi



**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT**

(FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2021)

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
Distinctive Properties and Leasing Limited  
Flat No 13, Stilt Floor, Devika Tower, 6,  
Nehru Place, New Delhi-110019

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Distinctive Properties and Leasing Limited (hereinafter called “the listed entity”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our 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 **31<sup>st</sup> March, 2021** 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:**

- a) All the documents and records made available to us and explanation provided by M/s Distinctive Properties and Leasing Limited (“the listed entity”)
- b) the filings/ submissions made by the listed entity to the stock exchanges
- c) website of the listed entity
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification

for the financial year ended on **31<sup>st</sup> March, 2021 (“Review Period”)** in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the

Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”) The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *Not applicable for the period under review*
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *Not applicable for the period under review*
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *Not applicable for the period under review*
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *Not applicable for the period under review*
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *Not applicable for the period under review*
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- *Not applicable during the period under review.*
- k) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018. *Not applicable during the period under review*
- l) Other regulations to the extent as applicable and circulars/guidelines issued thereunder;

and based on the above examination, **We hereby report that, during the Review Period:**

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

<b>S.No.</b>	<b>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</b>	<b>Deviations</b>	<b>Observations/ Remarks of the Practicing Company Secretary</b>
	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records

- b) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under.

<b>S.No.</b>	<b>Action Taken By</b>	<b>Details of Violation</b>	<b>Details of Action taken e.g. fines, warning letter, debarment, etc.</b>	<b>Observations/ Remarks of the Practicing Company Secretary, if any</b>
	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

- c) The listed entity has taken the following actions to comply with the observations made in previous reports:

<b>S.No.</b>	<b>Observations of the Practicing Company Secretary in the previous reports</b>	<b>Observations made in the secretarial compliance report for the year ended 31st March, 2020</b>	<b>Actions taken by the listed entity, if any</b>	<b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>
	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**We have also examined compliance with the applicable clauses of the following:**

- a) *Secretarial Standards (SS-1 & SS-2) issued by The Institute of Company Secretaries of India;*
- b) *Listing Agreement entered into by the Company with Metropolitan Stock Exchange of India Ltd.*

**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. There was no change in the composition of the Board of Directors during the period under review.*

❖ *Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.*

❖ *Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.*

**We further report that:**

❖ *Based on review of compliance mechanism established by the Company, we are of the opinion that there are adequate systems and processes in place in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.*

❖ *As informed, the Company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.*

**NOTE:**

***This certificate has been issued based on the available information given by the Company and its directors, and the registers, records, documents and papers maintained by the Company.***

**FOR PRATUL AGRAWAL & ASSOCIATES  
COMPANY SECRETARIES**

SD/-  
**PRATUL AGRAWAL**  
**(COMPANY SECRETARY)**  
**M.NO.:47822**  
**COP NO. 22424**

**Date:24.06.2021**  
**Place: Vaishali, Ghaziabad**  
**UDIN: Ao47822Cooo477671**

## **CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(As per clause C of Schedule V of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with Regulation 34(3) of the said Listing Regulations)

To,

**The Members**

**Distinctive Properties and Leasing Limited**  
**Flat No 13, Stilt Floor, Devika Tower, 6,**  
**Nehru Place, New Delhi-110019**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Distinctive Properties and Leasing Limited** having registered office at **Flat No 13, Stilt Floor, Devika Tower, 6, Nehru Place, New Delhi-110019** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31<sup>st</sup> March, 2021** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name	DIN	Date of Appointment
1.	MR. ARUN BAHUGUNA	00471958	03/03/2016
2.	MR. DEVENDER SINGH	05279646	03/03/2016
3.	MR. ANAND PRAKASH	06918487	03/03/2016
4.	MR. MITHLESH	07704585	10/01/2017

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Pratul Agrawal & Associates**  
**Company Secretaries**

SD/-

**Pratul Agrawal**  
**(Company Secretary)**  
**M.No.47822**  
**COP No.:22424**

**Date: 26.06.2021**

**Place: Vaishali**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

We submit herewith the “Management Discussion and Analysis Report” on the business of the Company as applicable to the extent relevant.

### **INDUSTRY STRUCTURE AND DEVELOPMENT**

Real estate sector is one of the most globally recognized sectors. It comprises of four sub sectors - housing, retail, hospitality, and commercial. The growth of this sector is well complemented by the growth in the corporate environment and the demand for office space as well as urban and semi-urban accommodations. The construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy.

In India, the real estate sector is the second-highest employment generator, after the agriculture sector. It is also expected that this sector will incur more non-resident Indian (NRI) investment, both in the short term and the long term. Bengaluru is expected to be the most favoured property investment destination for NRIs, followed by Ahmedabad, Pune, Chennai, Goa, Delhi and Dehradun.

### **INDUSTRY OVERVIEW**

By 2040, real estate market will grow to Rs. 65,000 crore (US\$ 9.30 billion) from Rs. 12,000 crore (US\$ 1.72 billion) in 2019. Real estate sector in India is expected to reach a market size of US\$ 1 trillion by 2030 from US\$ 120 billion in 2017 and contribute 13% to the country's GDP by 2025. Retail, hospitality, and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs.

The office market in top eight cities recorded transactions of 22.2 msf from July 2020 to December 2020, whereas new completions were recorded at 17.2 msf in the same period. In terms of share of sectoral occupiers, Information Technology (IT/ITeS) sector dominated with a 41% share in second half of 2020, followed by BSFI and Manufacturing sectors with 16% each, while Other Services and Co-working sectors recorded 17% and 10%, respectively.

In 2020, the manufacturing sector accounted for 24% of office space leasing at 5.7 million square feet. SMEs and electronic component manufacturers leased the most between Pune, Chennai and Delhi NCR, followed by auto sector leasing in Chennai, Ahmedabad and Pune. The 3PL, e-commerce and retail segments accounted for 34%, 26% and 9% of office space leases, respectively. Of the total PE investments in real estate in Q4 FY21, the office segment attracted 71% share, followed by retail at 15% and residential and warehousing with 7% each.

Retail real estate and warehousing segment attracted private equity (PE) investments of US\$ 220 million and US\$ 971 million, respectively, in 2020. Grade-A office space absorption is expected to cross 700 msf by 2022, with Delhi-NCR contributing the most to this demand.

Housing launches were 86,139 units across the top eight Indian cities in the second half of 2020. Home sales volume across eight major cities in India jumped by 2x to 61,593 units from October 2020 to December 2020, compared with 33,403 units in the previous quarter, signifying healthy recovery post the strict lockdown imposed in the second quarter due to the spread of COVID-19 in the country.

According to the Economic Times Housing Finance Summit, about 3 houses are built per 1,000 people per year compared with the required construction rate of five houses per 1,000 population. The current shortage of housing in urban areas is estimated to be ~10 million units. An additional 25 million units of affordable housing are required by 2030 to meet the growth in the country's urban population.

### **OUTLOOK**

The year 2020 was meant to be a year of recovery for the Indian real estate sector, especially the housing segment. After three years of business disruptions caused by demonetization, implementation of GST and the realty law RERA, and the NBFC crisis, the market had started stabilizing.

But all hopes were thwarted as the COVID-19 global pandemic hit India, forcing the government to impose a national lockdown from March 25 for over two months to curb the spread of the deadly disease. Instead of recovery and growth, 2020 brought more pain and distress in the realty sector, shaving off 40-50% of business in the residential segment from an already low base.

### **IMPACT OF COVID-19 AND LOCKDOWN**

The business ran as usual for the first two months of the year, but all real estate activities came to a sudden halt in late March with the lockdown. Although the economy started to unlock from June onwards, the situation remained grim through September as construction activities were stalled because of labour paucity, while sales were down on account of concerns over economic growth. The threat of job losses loomed large, which had a major dampening effect on consumer sentiment.

With no site visits possible during the lockdown, real estate developers and property brokers swiftly adopted digital technologies to launch new projects and market their properties, with a fair amount of success. As a positive, the pandemic accelerated the pace of digital adoption in real estate, which will go a long way in transforming how properties are sold in the country going forward.

### **GOVERNMENT SUPPORT**

In its bid to help the real estate sector survive this unprecedented health crisis, the Centre did announce various measures. These included invoking the 'Force Majeure' clause under the RERA to extend project completion deadlines by 6-9 months, the extension of interest subsidy for the middle-income group, and relaxing tax rules to allow sales of homes valued up to Rs 2 crore at a 20% discount to circle rate.



Industry players welcomed these steps, but the sector needed many more interventions on the demand side for meaningful growth. However, the government had a limited budget to address various economic sectors devastated during the April-June quarter as the country's Gross Domestic Product (GDP) contracted by 23.9%.

The initiatives taken by the government and the Reserve Bank of India (RBI) to halt the slowdown have started yielding results, with the contraction narrowing to 7.5% in the second quarter, i.e., July-September 2020. The comforting news at the moment is that economic growth, according to some experts, including the Delhi-based economic think tank National Council for Applied Economic Research (NCAER), is likely to turn positive in the next two quarters. The NCAER expects growth to be 0.1% in the October-December quarter and 2% in the January-March quarter.

The prospects of positive economic growth in Q3 and Q4 of this fiscal year augurs well for the real estate sector, but it will need the government's support in the upcoming budget to regain its lost glory. At the macro level, the grounds for a likely surge in demand for residential housing and commercial space in the months to come are not hard to foresee as they are linked to a possible upsurge in economic growth.

### **INTERNAL CONTROL SYSTEM**

Given the magnitude and nature of its business, the Company has maintained sound and commercial practice with an effective internal control system. The system ensures that all transactions are authorized, recorded and reported correctly to safeguard the assets of the Company and protect them from any loss due to unauthorized use or disposition. The adequate internal information system is in place to ensure proper information flow for the decision-making process.

The Company also has well-established processes and clearly defined roles and responsibilities for people at various levels. The control mechanism also involves well documented policies, authorization guidelines commensurate with the level of responsibility and standard operating procedures specific to the respective businesses, adherence to which is strictly ensured. Internal audit is carried out frequently to create awareness and to take corrective actions on the respective units or areas, which need rectification. These reports are then reviewed by the management team and the Audit Committee for follow-up action.

### **HUMAN RESOURCE DEVELOPMENT**

The Company regards its human resources as amongst its most valuable assets and proactively reviews policies and processes by creating a work environment that encourages initiative, provides challenges and opportunities and recognizes the performance and potential of its employees attracting and retaining the best manpower available by providing high degree of motivation.

Your Company believes in trust, transparency & teamwork to improve employees productivity at all levels.

**CAUTIONARY STATEMENT**

The management discussion and analysis report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this management discussion and analysis report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.

**For and on behalf of the Boards  
For Distinctive Properties and Leasing Limited**

SD/-  
**Mithlesh**  
**(Director)**  
**DIN: 07704585**

SD/-  
**Arun Bahuguna**  
**( Whole Time Director)**  
**DIN: 00471958**

**Date: 06.07.2021**  
**Place: Delhi**

## CEO/CFO CERTIFICATION

I, **Rohit Sharma**, being the **Chief Financial Officer** of Distinctive Properties and Leasing Limited do hereby confirm and certify that:

- ❖ I have reviewed the financial statements (Standalone) and the cash flow statement for the Financial Year 2020-21 and that to the best of my knowledge and belief.
- ❖ these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ❖ these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- ❖ there are no transactions entered into by the listed entity during the year which are fraudulent, illegal or violate the listed entity's code of conduct.
- ❖ I accept responsibility for establishing and maintaining internal control for financial reporting and have evaluated the effectiveness of internal control system of the listed entity pertaining to financial reporting and have disclosed to the auditor along with the audit committee, deficiencies in the design or operation of such internal control(s), if any, of which I am aware and the steps I have taken or proposed to take to rectify these deficiencies.
- ❖ during the year under reference:
  - there were no significant changes in internal control system over financial reporting;
  - there were no significant changes in accounting policies and that the same have been disclosed in the notes to the financial statements; and
  - there were no instance(s) of significant fraud involved therein, if any, of which the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

**For Distinctive Properties and Leasing Limited**

SD/-

**Rohit Sharma**  
**(Chief Financial Officer)**

**Date:06.07.2021**

**Place:Delhi**

## **DECLARATION FOR COMPLIANCE OF CODE OF CONDUCT**

I, **Arun Bahuguna, Whole Time Director** of the Company do hereby declare that all the Directors and Senior Management Personnel have affirmed compliance with the code of the conduct of the company for the financial year ended on March 31, 2021.

SD/-  
**Arun Bahuguna**  
**(Whole Time Director)**  
DIN: 00471958

Date: 06.07.2021  
Place: Delhi

**STANDALONE INDEPENDENT AUDITORS' REPORT**

To,

The Members of,  
Distinctive Properties and Leasing Limited  
Flat No. 13, Stilt Floor Devika Tower 6,  
Nehru Place New Delhi South Delhi DL 110019 IN

**Report on the Financial Statements****Opinion**

We have audited the financial statements of **Distinctive Properties and Leasing Limited** ("the Company"), which comprise the balance sheet as at **31st March 2021**, and the statement of Profit and Loss, (statement of changes in equity) and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, subject to the points below, 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 **March 31, 2021**, and profit/loss, (changes in equity) and its cash flows for the year ended on that date.

- a. *The Company has not provided the valuation report of the unquoted shares of investments as required by IND AS 109, hence we are in no position to comment on the correctness of the valuation of the said shares, as such, we have adopted the valuation as provided by the management on 31.03.2018, as such the company is in violation of the IND – AS.*
- b. *The company has not routed the notional profit on sale of investment through Other comprehensive income in Profit & Loss A/c. but have adjusted the same in Reserves & Surplus A/c. which is in violation of the Indian Accounting Standards.*
- c. *The lockdown imposed in the country due to the covid pandemic has had some serious effect on the company, however, at this point we are in no position to ascertain the exact impact of the same on the company.*

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. No key audit matter exist which needs to be specified here.

**Information other than the financial Statements and Auditor Report Thereon**

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's report including Annexure to the Boards Report, Business Responsibility Report, Corporate governance and Shareholders information, but does not includes the financial statements and our auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance or conclusion thereon.

In connection with our audit of the financial statements our responsibility is to read the other information and in doing so consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact.

We cannot report on the same as the same was not provided to us.

**Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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 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 frauds and other irregularities; selection and application of appropriate accounting policies; making Judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and Completeness of the accounting records, relevant to the preparation and presentation of the financial Statements that give a true and fair view and are free from materials misstatement, whether due to fraud or error.

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

**Auditor's Responsibility for the Audit of the Financial Statements**

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

**Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2016 (the Order) issued by the Central Government in terms of Section 143 (11) of the Act, we enclosed in the annexure a statement on matters specified in paragraph 3 & 4 of the said order.

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 purpose of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books.
- c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone 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) In our opinion there are no observations or comments on the financial transactions, which may have an adverse effect on the functioning of the Company.
- f) On the basis of the written representations received from the directors as on **31<sup>st</sup> Mar 2021** and taken on record by the Board of Directors, we report that none of the directors is disqualified as on **31<sup>st</sup> Mar 2021** from being appointed as directors in terms of section 164(2) of the Act.
- g) Report on the Internal Financial Controls under Clause (1) of Sub-section 3 of section 143 of the companies Act, 2013 ("the Act") is enclosed an annexure to this report.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i) As informed to us the Company does not have any pending litigations which would impact its financial position.



- ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**FOR AGARWAL BAJAJ & ASSOCIATES  
CHARTERED ACCOUNTANTS  
(FRN NO: 015850C)**

SD/-  
(CA. VISHAL GOEL)  
PARTNER  
M.NO. 428770

PLACE: DELHI  
DATE: 30.06.2021  
UDIN:- 21428770AAAACF3916

**ANNEXURE - Report under the Companies (Auditor's Report) Order, 2016****Referred to in of our report of even date**

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that: -

1a.) The Company has not maintained proper records showing full particulars including quantitative details and situation of fixed assets.

1b.) As explained to us, all the assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

1c.) The title deeds to the immoveable property in the name of the company have not been provided to us for verification.

2) As explained to us, the inventory has not been physically verified at reasonable intervals during the year by the management.

3) As explained to us, the company had not granted any loans, secured or unsecured, to any companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly the provisions of clause iii (a) to (c) of the order are not applicable to the company and hence not commented upon.

4) The company has not given any loans, investments guarantees, and security.

5 ) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits in contravention of Directives issued by Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable . No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.

6) It has been explained to us that the maintenance of cost records has not been prescribed under section 148(1) of the Act.

7a.) According to the records of the company the company is generally not regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, Cess and other material statutory dues applicable to it. In case of any delay the same is deposited along with interest.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, Service Tax, sales tax, custom duty, excise duty and Cess were in arrears, as at 31-Mar-2021 for a period of more than six months from the date they became payable.

7 b.) According to the information and explanations given to us, there are no dues of sales tax, income tax, custom duty, wealth tax, excise duty and Cess which have not been deposited on account of any dispute.

8 ) Based on our audit procedures and according to the information and explanations given to us, we are of the opinion, the company has not defaulted in repayment of dues to a financial institution, bank, Government or dues to debenture holders.

9) The company has not raised moneys by way of initial public offer or further public offer (including debt instrument). However the moneys were raised by way of term loans which were applied for the purposes for which those were raised.

10 ) Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the course of our audit that causes the financial statements to be materially misstated.

11) The Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

12) The company is not a Nidhi Company hence this clause is not applicable.

13 ) Based upon the audit procedures performed and according to the information and explanations given to us, All transactions with 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 etc. as required by the applicable accounting standards.

14) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

15) The company has not entered into any non-cash transactions with directors or persons connected with him.

16) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**FOR AGARWAL BAJAJ & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**(FRN NO: 015850C)**

SD/-  
**(CA. VISHAL GOEL)**  
**PARTNER**  
**M.NO. 428770**

**PLACE: DELHI**  
**DATE: 30.06.2021**  
**UDIN:- 21428770AAAACF3916**

**BALANCE SHEET AS AT 31st MARCH 2021**

Particulars	Note No.	AS AT 31.03.2021		AS AT 31.03.2020	
		Rs.	P.	Rs.	P.
<b>EQUITY AND LIABILITIES</b>					
<b><u>EQUITY</u></b>					
(a) Equity Share Capital	3.00	8,36,67,406.02		8,44,49,752.59	
(b) Other Equity		-		-	
<b><u>LIABILITIES</u></b>					
<b><u>Non-current Liabilities</u></b>					
a) Financial Liabilities					
(i) Borrowings	4.00	5,12,34,000.00		5,08,22,000.00	
(ii) Trade Payables		-		-	
(iii) Other Financial Liabilities		-		-	
(Other than specified in item (b) to be specified)		-		-	
(b) Provisions		-		-	
(c) Deferred tax liabilities(Net)		-		-	
(c) Other Long-term liabilities		-		-	
<b><u>Current Liabilities</u></b>					
a) Financial Liabilities					
(i) Borrowings		-		-	
(ii) Trade Payables	5.00	32,65,188.00		32,21,836.00	
(iii) Other Financial Liabilities (Other than specified in item (b) to be specified)		-		-	
(b) Other current liabilities	6.00	-		-	
(c) Provisions		-		-	
(d) Current Tax Liabilities		-		-	
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>13,81,66,594.02</b>		<b>13,84,93,588.59</b>	
<b><u>ASSETS</u></b>					
<b><u>Non-current assets</u></b>					
(a) Property Plant & Equipment	7.00	17,848.67		19,498.67	
(b) Capital work-in-progress		-		-	
(c) Investment Property		-		-	
(d) Goodwill		-		-	
(e) Other Intangible assets		-		-	
(f) Intangible assets under development		-		-	
(g) Biological Assets Other Than Bearer Plants		-		-	
(h) Financial Assets:-		-		-	
(i) Investments		1,300.42		1,300.42	

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(ii) Trade Receivables	8.00	-	-
(iii) Loans & Advances	9.00	9,59,71,196.00	12,93,46,196.00
(iv) Others		-	-
(i) Deferred tax assets (Net)		13,41,796.95	13,41,796.95
(j) Other non-current assets		-	-
<b>Current Assets</b>			
(a) Inventories	10.00	70,54,171.00	70,54,171.00
<b>(b) Financial Assets:-</b>			
(i) Investments		-	-
(ii) Trade receivables	11.00	-	1,51,050.00
(iii) Cash and cash equivalents	12.00	67,423.30	24,676.36
(iv) Bank Balance Other than (iii) Above	12.00	3,34,55,840.68	2,97,882.18
(v) Loans		-	-
(vi) Others	13.00	2,57,017.00	2,57,017.00
(c) Current Tax Assets			
(d) Other Current Assets			
<b>TOTAL</b>		<b>13,81,66,594.02</b>	<b>13,84,93,588.58</b>
The notes are an integral part of these financial statements.	1 & 2		
<b>FOR AND ON BEHALF OF THE BOARD</b>		(0.00)	(0.00)
<b>ARUN BAHUGUNA</b> <b>DIN NO 00471958</b> <b>Whole Time Director</b>		<b>This is the Balance Sheet referred to in our report of even date</b> <b>FOR AGARWAL BAJAJ AND ASSOCIATES</b> <b>CHARTERED ACCOUNTANTS</b> <b>Registration No.015850C</b>	
<b>ANAND PRAKASH</b> <b>DIN NO 06918487</b> <b>Director</b>		<b>(CA VISHAL GOYAL)</b> <b>PARTNER</b> <b>M.No.428770</b> <b>UDIN:21428770AAAACF3916</b>	
<b>ROHIT SHARMA</b> <b>CHIEF FINANCIAL OFFICER</b>			
<b>Place :- DELHI</b> <b>Date:- 30.06.2021</b>			

M/S DISTINCTIVE PROPERTIES AND LEASING LIMITED					
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDING 31st MARCH 2021					
Particulars		Note No.	Current Year		Previous Year
			Rs.	P.	Rs. P.
I.	Revenue from operations(Gross)		-	-	
	Less : Excise Duty		-	-	
	Revenue from operations(Net)		-	-	
II.	Other income	15.00	8,000.00		20,27,909.00
III.	<b>Total Revenue (I+II)</b>		8,000.00		20,27,909.00
IV.	<b><u>EXPENSES :</u></b>				
	Cost of Materials consumed	16.00	-	-	
	Purchases of stock-in-trade		-	-	
	Changes in inventories of finished goods work-in-progress and stock-in-trade			-	-
	Employee Benefits Expenses	17.00	4,44,900.00		3,84,590.00
	Financial Expenses	18.00	734.50		1,902.00
	Depreciation and amortization		1,650.00		2,324.00
	Other expenses	19.00	3,43,060.00		9,53,890.50
	<b>Total Expenses</b>	<b>Total</b>	<b>7,90,344.50</b>		<b>13,42,706.50</b>
V.	Profit before exceptional and extraordinary items and tax(III-IV)		(7,82,344.50)		6,85,202.50
VI.	Exceptional items				-
VII.	Profit before extraordinary (V-VI)		(7,82,344.50)		6,85,202.50
VIII.	Extraordinary items		-		-
IX.	<b>Profit before Tax (VII-VIII)</b>		(7,82,344.50)		6,85,202.50
X.	Tax expense:		-		

	(1) Current tax		-
	(2) Deferred tax	-	1,71,300.63
	(3) Taxes relating to earlier years	-	48,380.00
XI.	<b>Profit(Loss)for the period from continuing operations (IX-X-XIV)</b>	(7,82,344.50)	4,65,521.88
XII.	Profit(Loss) from discontinued operations	-	-
XIII.	Tax expense of discontinued operations	-	-
XIV.	Profit(Loss)from discontinuing operations (XII-XIII)	-	-
XV.	<b>Profit for the period(XI-XIV)</b>	(7,82,344.50)	4,65,521.88
XVI	<b>Other Comprehensive Income</b>		
	<b>(A)</b> (i) Items that will not be reclassified to profit or loss	-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-
	<b>(B)</b> (i) Items that will be classified to profit or loss	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-
XVII	<b>Total Comprehensive Income for the period (XIII+XIV)</b> (Comprising Profit (Loss) and Other Comprehensive Income for the Period)	-	-
XVIII	<b>Earnings per equity share (for continuing operation):</b>		
	(1) Basic	(0.78)	0.47
	(2) Diluted	(0.78)	0.47
XIX	<b>Earnings per equity share (for discontinued operation):</b>		
	(1) Basic	-	-
	(2) Diluted	-	-
XX	<b>Earnings per equity share (for discontinued &amp; continuing operations)</b>		
	(1) Basic	(0.78)	0.47
	(2) Diluted	(0.78)	0.47



The notes are an integral part of these financial statements.

1 & 2

**FOR AND ON BEHALF OF THE BOARD**

**This is the Profit & Loss referred to in our report of even date**

**FOR AGARWAL BAJAJ AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
Registration No.015850C**

**ARUN BAHUGUNA  
DIN NO 00471958  
Whole Time Director**

**ANAND PRAKASH  
DIN NO 06918487  
Director**

**(CA VISHAL GOYAL)  
PARTNER  
M.No.428770  
UDIN: 21428770AAAACF3916**

**ROHIT SHARMA  
CHIEF FINANCIAL OFFICER**

**Place :- DELHI  
Date:- 30.06.2021**

SHARE CAPITAL							NOTE 3	
<b>PARTICULARS</b>					<b>AS AT</b>		<b>AS AT</b>	
					<b>31.03.2021 Rs.</b>		<b>31.03.2020 Rs.</b>	
					<b>P.</b>		<b>P.</b>	
(a)	<b>AUTHORISED</b> 1000000 (Previous Year 1000000) Equity Shares of Rs. 10/-each				<b>1,00,00,000.00</b>		<b>1,00,00,000.00</b>	
(b)	<b>ISSUED, SUBSCRIBED &amp; PAID UP</b> 996000 (Previous Year 996000) Equity Shares of Rs.10/- each.(fully paid up)				99,73,250.00		99,73,250.00	
	Less:- Shares Forefieted				-		-	
<b>Total</b>					99,73,250.00		99,73,250.00	
(c)	Opening Equity Shares				9,97,325	99,73,250.00	9,97,325.00	99,73,250.00
	Less:-Call in Arrears				-	-	-	-
	Less:-Share Forfeited				-	-	-	-
	Addition during the year.				-	-	-	-
	Closing Equity Shares				9,97,325	99,73,250.00	9,97,325.00	99,73,250.00
(d)	Shares held by holding and subsidiary of holding company. Shareholders holding more than 5% of share capital.				-	-	-	-
(e)								
					<b>As on 31st March 2021</b>		<b>As on 31st March 2020</b>	
<b>Name of Shareholder</b>					No. of <b>Shares held</b>	% of <b>Holding</b>	No. of Shares <b>held</b>	% of Holding
i) Pawansut Media Services Pvt. Ltd.					224805	22.54	2,24,805.00	22.54
ii) Deepak Aggarwal					86206	8.64	86,206.00	8.64
iii) Ankit Aggarwal					86775	8.70	86,775.00	8.70

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(f) Shares reserved for issue under options	-	-	-	-
(g) Shares allotted as fully paid up by way of bonus shares	-	-	-	-
(h) Shares allotted as fully paid up pursuant to contracts without payment being received in cash.(during 5 years immediately preceeding years)	-	-	-	-
(i) Terms of securities convertible into equity shares	-	-	-	-
<b>TOTAL</b>	<b>997325</b>	<b>99,73,250.00</b>	<b>9,97,325.00</b>	<b>99,73,250.00</b>
<b>RESERVES &amp; SURPLUS</b>				
<b>PARTICULARS</b>			<b>AS AT</b>	<b>AS AT</b>
			<b>31.03.2021</b>	<b>31.03.2020</b>
			<b>Rs. P.</b>	<b>Rs. P.</b>
<b>(a) Capital Reserves</b>				
Balance as at the beginning of the year			-	-
Add: Addition During the year			-	-
Less : Deduction during the year			-	-
Balance as at the end of the year			-	-
<b>(b) Share Forfeiture account</b>			-	-
<b>(c) Securities Premium Reserve</b>			-	-
<b>(d) Debenture Redemption Reserve</b>			-	-
<b>(e) Revaluation Reserve</b>			-	-
<b>(f) Share Options Outstanding Account</b>			-	-
<b>(g) Amalgamation Reserve</b>			-	-
<b>(h) General Reserve</b>			-	-
<b>(i) Surplus</b>				
Balance as at the beginning of the year			7,44,76,502.59	7,40,10,982.78
Add: Depreciation of Previous Year Written Back			-	-
Add: Addition During the year			(7,82,346.57)	4,65,519.81
Add: Increase in the valuation of investment*1			-	-
**2			-	-
Add: Notional Profit on Sale of Investments due			-	-

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to IND AS	-	-
Balance as at the end of the year	7,36,94,156.02	7,44,76,502.59
<b>TOTAL</b>	<b>7,36,94,156.02</b>	<b>7,44,76,502.59</b>
<b>GRAND TOTAL</b>	<b>8,36,67,406.02</b>	<b>8,44,49,752.59</b>

**\*1 The Company has not provided the valuation report of the unquoted shares of investments as required by IND AS 109, hence we are in no position to comment on the correctness of the valuation of the said shares, as such, we have adopted the valuation as provided by the management on 31.03.2018**

**\*\*2 This increase in valuation of Investments is done in compliance with IND - AS 109 and has been accumulated over the life of the asset. For the purpose of valuation as on 31.3.2018 we have relied upon the valuation as provided to us by the management done by CA. DEEPANSHU AGARWAL M.No. - 413194.**

LONG-TERM BORROWINGS				NOTE 4
PARTICULARS	AS AT		AS AT	
	31.03.2021		31.03.2020	
	Rs.	P.	Rs.	P.
(a) Bonds/Debentures(Secured/Unsecured)		-		-
(b) Term Loans				
From banks(Secured)				
From banks(Unsecured)				
From others (Secured/unsecured)				
(c) Deferred payment liabilities(Secured/Unsecured)				
(d) Deposits(Secured/Unsecured)				
(e) Loans and advances from related parties(Unsecured)				
i) From Directors	4,50,000.00		4,50,000.00	
ii) From Share holders		-		
iii) From Firms in which directors are interested				
(f) Long-term maturities of finance lease obligations(Secured/Unsecured)				
(g) Other loans and advances(Secured/Unsecured)	5,07,84,000.00		5,03,72,000.00	
<b>TOTAL</b>	<b>5,12,34,000.00</b>		<b>5,08,22,000.00</b>	

<b>OTHER CURRENT LIABILITIES</b>		<b>NOTE 5</b>	
<b>PARTICULARS</b>	<b>AS AT</b>		<b>AS AT</b>
	<b>31.03.2021</b>		<b>31.03.2020</b>
	<b>Rs.</b>	<b>P.</b>	<b>Rs. P.</b>
(a) <b>Current maturities of long-term debt</b>			
Current maturities of finance lease obligations			
(c) <b>Interest accrued but not due on borrowings</b>			
(d) Interest accrued and due on borrowings			
(e) Income received in advance			
(f) Unpaid Dividends			
(g) Refundable application money			
(h) Unpaid matured deposits and interest accrued thereon			
(i) Unpaid matured debentures and interest accrued thereon			
(j) Loans from Related Parties		-	-
(j) Other Payables			
i) Statutory Duties & Taxes	3,000.00		5,500.00
ii) Lease rent received in advance	1,91,715.00		1,99,715.00
iii) Sanjeev Bimla & Associates	-		47,495.00
iv) Other Expenses Payable	30,70,473.00		29,69,126.00
<b>TOTAL</b>	<b>32,65,188.00</b>		<b>32,21,836.00</b>

SHORT-TERM PROVISIONS				NOTE 6
PARTICULARS				AS AT
				31.03.2021
				Rs. P.
(a) Provision for Employee benefits.				-
(b) Other				-
i) Provision for Income Tax				-
TOTAL				-

LONG-TERM LOANS AND ADVANCES				NOTE 9
PARTICULARS				AS AT
				31.03.2021
				Rs. P.
(a) Capital Advances				-
(b) Security Deposits				-
i) Secured, considered good				-
ii) Unsecured, considered good				-
iii) Doubtful				-
(c) Loan and advances to related parties				-
(d) Other Receivables, loans and advances (Specify nature)				-
i) Secured, considered good				-
ii) Unsecured, considered good				9,59,71,196.00
iii) Doubtful				-
iv) Deposits with Income Tax				3,33,75,000.00
TOTAL				9,59,71,196.00
				12,93,46,196.00

INVENTORIES			NOTE 10
PARTICULARS	AS AT		AS AT
	31.03.2021		31.03.2020
	Rs.	P.	Rs. P.
<b>(a) STOCK &amp; STORES</b> (Taken as valued and certified by the Management)			
Raw Materials	-	-	-
Work In Process	-	-	-
Finished Goods	-	-	-
Consumable Stores & Spares	-	-	-
Development rights in property	70,54,171.00		70,54,171.00
<b>TOTAL</b>	<b>70,54,171.00</b>		<b>70,54,171.00</b>
Inventories are valued at cost or realizable value whichever is less .The cost formula used in respect of various type of inventories is as under:-			

TRADE RECEIVABLES			NOTE 11
PARTICULARS	AS AT		AS AT
	31.03.2021		31.03.2020
	Rs.	P.	Rs. P.
<b>Trade Reveivables</b>			
i) Outstanding for a period exceding six months from the date they are due	-		1,51,050.00
ii) Other Debts			
a) Secured,consider good			
b) Unsecured,consider good	-		-
c) Doubtful			
Less : Provision for bad and doubtful Capital Advances			
<b>TOTAL</b>	<b>-</b>		<b>1,51,050.00</b>

CASH AND CASH EQUIVALENTS		NOTE 12	
PARTICULARS	AS AT		AS AT
	31.03.2021		31.03.2020
	Rs.	P.	Rs. P.
i) Balances with Scheduled Banks in C/A	3,34,55,840.68		2,97,882.18
i) Balances with Scheduled Banks in Term Deposits		-	-
(b) Cheques/ Drafts In Transit		-	-
(c) Cash in Hand & Imprest Balances	67,423.30		24,676.36
(d) FD's with Scheduled Banks		-	-
<b>TOTAL</b>	<b>3,35,23,263.98</b>		<b>3,22,558.54</b>

Short-term Loans & Advances		NOTE 13	
PARTICULARS	AS AT		AS AT
	31.03.2020		31.03.2019
	Rs.	P.	Rs. P.
Unsecured Considered Good Loans & advances to Related Parties		-	-
Loans & advances to Other		-	-
Balances with government authorities		-	-
<b>TOTAL</b>		-	-

OTHER CURRENT ASSETS		NOTE 14	
PARTICULARS	AS AT		AS AT
	31.03.2021		31.03.2020
	Rs.	P.	Rs. P.
Prepaid Taxes		-	-
Income Tax Refund Due	50,250.00		50,250.00
Others	2,06,767.00		2,06,767.00
<b>TOTAL</b>	<b>2,57,017.00</b>		<b>2,57,017.00</b>



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OTHER INCOME				NOTE 15	
PARTICULARS				Current Year	Previous Year
				Rs. P.	Rs. P.
Interest received				-	-
Interest on Income tax Refund				-	2,624.00
Commission Received				-	-
profit on sale of flats				-	20,25,000.00
Misc. Income				8,000.00	285.00
<b>TOTAL</b>				<b>8,000.00</b>	<b>20,27,909.00</b>

COST OF MATERIALS CONSUMED				NOTE 16	
PARTICULARS				Current Year	Previous Year
				Rs. P.	Rs. P.
Opening Stock of Raw Material				70,54,171.00	70,54,171.00
Add : Purchase				-	-
				70,54,171.00	70,54,171.00
Less : Closing Stock of Raw Material				70,54,171.00	70,54,171.00
<b>Total</b>				<b>-</b>	<b>-</b>

EMPLOYEE BENEFITS EXPENSE				NOTE 17	
PARTICULARS				Current Year	Previous Year
				Rs. P.	Rs. P.
Salaries				4,44,000.00	3,83,690.00
Contribution to EPF				900.00	900.00
<b>TOTAL</b>				<b>4,44,900.00</b>	<b>3,84,590.00</b>

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FINANCE COST				NOTE 18	
PARTICULARS		Current Year		Previous Year	
		Rs.	P.	Rs.	P.
Bank Charges		383.50		519.00	
<b>Interest on</b>					
- Unsecured Loans		-		-	
- Working Capital		-		-	
- Late deposit of Tax		351.00		1,383.00	
<b>TOTAL</b>		<b>734.50</b>		<b>1,902.00</b>	

OTHER EXPENSES				NOTE 19	
PARTICULARS		Current Year		Previous Year	
		Rs.	P.	Rs.	P.
<b><u>Administrative Expenses</u></b>					
Advertisement Expenses		13,445.00		17,954.00	
Audit Fees		40,000.00		47,495.00	
Conveyance		9,660.00		7,660.00	
commission paid				2,75,000.00	
Fee & Taxes		38,940.00		1,18,500.00	
Filing Fee		19,150.00		3,800.00	
Legal & Professional Charges		85,280.00		4,07,180.00	
Office Expenses		10,090.00		11,827.00	
Postage		4,200.00		1,000.00	
Miscellaneous Expenses		2,500.00		-	
Late Filing Fee				14,400.00	
Amount Written off		8,260.00		(2.50)	
Printing & Stationery		4,035.00		2,077.00	
Service Tax Demand				-	
Income Tax Demand				-	
Listing Fees		64,900.00			
Software Expenses		3,000.00		5,000.00	
Rent		36,000.00		36,000.00	
Telephone Expenses		3,600.00		6,000.00	
<b>Total</b>		<b>3,43,060.00</b>		<b>9,53,890.50</b>	
<b>TOTAL</b>		<b>3,43,060.00</b>		<b>9,53,890.50</b>	

M/S DISTINCTIVE PROPERTIES AND LEASING LIMITED		
Cash Flow Statement for the Year ended 31st March, 2021		
Particulars	As at 31.03.2021	As at 31.03.2020
<b>(A) Cash Flow From operating activities</b>		
Net Profit Before Tax	6,85,202.50	(7,82,344.50)
Adjustment for :-		
a) Depreciation & Amortisation Exp.	2,324.00	1,650.00
b) Interest Income	-	-
c) Profit on sale of Investments	-	-
d) Interest Cost	1,902.00	734.50
<b>Operating Profit before working capital changes</b>	<b>6,89,428.50</b>	<b>(7,79,960.00)</b>
<i>Adjustments for working capital changes :-</i>		
a) (Increase)/Decrease in Inventories	-	-
b) (Increase)/Decrease in Trade Receivables	2,93,450.00	1,51,050.00
c) (Increase)/Decrease in Short Term Loans & Advances	-	-
e) (Increase)/Decrease in Other Current Assets	1,36,893.00	-
f) Increase / (Decrease) in Long Term Provision	-	-
g) Increase/(Decrease) in Short Term Provision	-	-
h) Increase/(Decrease) in Trade Payables	-	43,352.00
i) Increase / (Decrease) in Other Current Liabilities	52,631.00	-
k) (Increase)/Decrease in Other long Term liabilities	-	-
k) (Increase)/Decrease in long Term Loans & Advances	-	-
l) (Increase)/Decrease in Other non Current Assets	-	-
<b>Cash generated from operations</b>	<b>11,72,402.50</b>	<b>(5,85,557.22)</b>
Income Tax Paid	-	-
Extra ordinary Items	-	-
Income tax paid under PMGKDS 2016	-	-
<b>Net Cash from operating activities</b>	<b>11,72,402.50</b>	<b>(5,85,557.22)</b>
<b>(B) Cash Flow From Investing Activities :-</b>		
a) Bank Deposits	-	-
b) Investment in Equity Shares	-	-
c) Profit on sale of investments	12,22,31,196.00	-
d) Long Term Loan & Advance	(9,89,71,196.00)	3,33,75,000.00
e) Interest Income	-	-
f) Interest Paid	-	-
<b>Net Cash from investing activities</b>	<b>2,32,60,000.00</b>	<b>3,33,75,000.00</b>
<b>(C,) Cash Flow from Financing Activities :-</b>		
a) Share capital	-	-
b) Long Term Borrowings (Net)	(2,61,00,000.00)	4,12,000.00
c) Short Term Borrowings (Net)	-	-

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d) Interest Cost	(2,76,296.50)	(734.50)
e) Share Premium	-	-
<b>Net Cash from financing activities</b>	<b>(2,63,76,296.50)</b>	<b>4,11,265.50</b>
<b>Net (Decrease)/Increase in cash &amp; cash equivalents</b>	<b>(19,43,894.00)</b>	<b>3,32,00,705.76</b>
Opening balance of cash & cash equivalents	30,03,551.70	10,59,657.70
<b>Closing balance of cash &amp; cash equivalents</b>	<b>10,59,657.70</b>	<b>3,42,60,363.46</b>

### Notes :-

- 1) The above Cash Flow Statement has been prepared under the "indirect method" as set out in AS - 3 issued by the ICAI.
- 2) Figures in Brackets indicate cash outflow
- 3) Previous Year figures have been regrouped/ rearranged wherever necessary

### FOR AND ON BEHALF OF THE BOARD

As per our report of even date attached

SD/-

ARUN BAHUGUNA

DIN NO 00471958

Whole Time Director

SD/-

ANAND PRAKASH

DIN NO 06918487

Director

FOR AGARWAL BAJAJ AND ASSOCIATES  
CHARTERED ACCOUNTANTS

Registration No.015850C

SD/-

ROHIT SHARMA

CHIEF FINANCIAL OFFICER

SD/-

(CA VISHAL GOYAL)

PARTNER

M.No. 428770

Place :- DELHI

Date:- 30.06.2021

## NOTE 7

### DETAILS OF INVESTMENTS AS ON 31.3.2021

PARTICULARS	RELATIONSHIP	QUANTITY	BALANCE AS ON 01/04/2020		PURCHASE DURING THE YEAR		SALE DURING THE YEAR			BALANCE AS ON 31/03/2021		
			<u>COST Of Investments</u>	<u>Revalued AMOUNT as per IND AS 109**</u>	QUANTITY	AMOUNT	QUANTITY	AMOUNT	Adjustment	QUANTITY	<u>COST Of Investments</u>	<u>Revalued AMOUNT as per IND AS 109*</u>
<u>Unquoted</u>												
A to Z Steels Pvt. Ltd.	Other	2,631.00	52,62,000	-	-	-	-	-	-	2,631.00	52,62,000.00	-
Pathik Merchandise Pvt. Ltd.	Other	257.00	5,06,804	1,300	-	-	-	-	-	257.00	5,06,804.00	1,300
<b>Total</b>		<b>2,888</b>	<b>57,68,804</b>	<b>1,300</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,888.00</b>	<b>57,68,804.00</b>	<b>1,300.00</b>

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## NOTE NO.8

ASSETS	GROUP	OWNED /LEASE D	USEFUL LIFE (IN YEARS)	SHIFT	GROSS BLOCK							ACCUMULATED DEPRECIATION / AMORTISATION							NET BLOCK	
					BALANCE AS AT 1ST APRIL 2020	ADDITONS DURING THE YEAR	ADDITON ON ACCOUNT OF BUSINESS ACQUISITION	REVALUATION INCREASE (DECREASE)	DELETION DURING THE YEAR	INCREASE(DEC REASE) THROUGH NET EXCHANGE DIFFERENCE	OTHER ADJUSTMENT	BALANCE AS AT 31ST MARCH 2021	BALANCE AS AT 1ST APRIL 2020	PROVIDED DURING THE YEAR	ADDITON ON ACCOUNT OF BUSINESS ACQUISITION	DELETION / ADJUSTMENTS DURING THE YEAR	WRITTEN OFF FROM RETAINED EARNING	IMPAIRED / REVERSAL	BALANCE AS AT 31ST MARCH 2021	BALANCE AS AT 31ST MARCH 2020
PLANT and MACHINERY	Plant and Machinery	Owned assets	15	Single	1,97,433.00	-	-	-	-	-	-	1,97,433.00	1,85,237.81	2,324.00	-	-	-	-	1,87,561.81	9,871.19
FURNITURE and FIXTURE	Furniture and fittings	Owned assets	10	Single	1,64,911.00	-	-	-	-	-	-	1,64,911.00	1,58,442.05	-	-	-	-	-	1,58,442.05	6,468.95
OFFICE EQUIPMENT	Office equipment	Owned assets	5	Single	57,104.00	-	-	-	-	-	-	57,104.00	54,248.47	-	-	-	-	-	54,248.47	2,855.53
COMPUTER	Computer s and data processing units	Owned assets	3	Single	48,500.00	-	-	-	-	-	-	48,500.00	48,197.00	-	-	-	-	-	48,197.00	303.00
					4,67,948.00							4,67,948.00	4,46,125.33	2,324.00					4,48,449.33	21,822.67

## NOTES TO FINANCIAL STATEMENTS

### 1. GENERAL INFORMATION

M/s Distinctive Properties & Leasing Limited company is engaged in the business of Leasing of Properties to various entities.

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### A. Accounting Convention

The company's financial statements have been prepared in accordance with the historical cost convention on accrual basis of accounting as applicable to going concern in accordance with IND-AS, mandatory accounting standards prescribed in the Section 133 of the Companies Act 2013 Read with Rule 7 of the Companies (Accounts) Rules 2014. **The previous years figures have not been revalued in accordance with IND-AS as prescribed in the section 133 of the Companies Act 2013.**

All assets and liabilities have been classification as current or non current as per company's normal operating cycle and other criteria set out in the Revised Schedule II of Companies Act, 2013. Based on the nature of business, the company has ascertained its operating cycle as 12 months for the purpose of current or non current classification of Assets and liabilities.

#### B. Revenue Recognition

- 1 Sales Revenue is recognized on dispatch of goods, net of freight, insurance, Excise and VAT.
- 2 Interest income is recognised on time proportion basis.

#### C. Fixed Assets:

Fixed assets are stated at cost of acquisition and inclusive of inward freight, duties & taxes & incidental expenses related to acquisition net of capital subsidy relating to specific fixed assets.

Capital work in progress/Intangible assets under development includes cost of assets at site, advances made for acquisition of capital assets and pre-operative expenditure pending allocation to fixed assets.

#### D. Inventory Valuation

Inventories are valued at cost or net realizable price whichever is lower except scrap at net realizable value. The cost formula used for valuation of inventories are:-

- 1 In respect of raw material and stores and spares have been valued at cost or market price whichever is lower on FIFO basis.  
In respect of work in process is valued at cost of raw material  
plus conversion cost.
- 2 plus conversion cost.
- 3 Finished goods are valued on retail sale price less GP% method or market price whichever is lower

#### E. Depreciation

Depreciation has been provided on provided on written down method at the rates specified in schedule II of

The Companies Act, 2013. The fixed assets acquired prior to 1st April 2014 are depreciated over the revised remaining useful life of the assets based on the indicative useful life of the assets mandated by schedule II to the Companies Act, 2013

F. Taxes on Income

Provision for Tax is made for both current and deferred taxes. Provisions for current income tax is made on the current tax rates based on assessable income. The Company provides for deferred tax based on the tax effect of timing differences resulting from the recognition of items in the financial statements and in estimating its current tax provision.

G. Employee Benefits

- i) Contribution to Provident Fund and other funds are made in accordance with the provisions of the Employees Provident Fund and Miscellaneous Provisions Act, 1952.

H. Excise Duty

Excise duty is not applicable on the company during year.

Foreign Currency

I. Transaction

Transactions in Foreign Currency are recorded at the rate of exchange prevailing at the date of transactions. All current assets and liabilities are translated at the relevant rates of exchange prevailing at the year end. The translation/settlement differences are recognized in the profit & Loss Account.

J. Impairment of Assets

As at Balance Sheet date, an assessment is made whether any indication exists that an asset has been impaired. If any such indication exists, an impairment loss i.e. the amount by which the carrying amount of an asset exceed its recoverable amount is provided in the books of account.

Provisions, Contingent Liabilities and

K. Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result so past event and it is probable that there will be outflow of resources. Contingent liability, which are considered significant and material by the company, are disclosed in the Notes to Accounts. Contingent Assets are neither recognized nor disclosed in financial statements.

L. Investments

Long term investments are considered "at Fair Market Value" on the basis of valuation by independent chartered accountant as per the requirements of IND AS 109  
Current investments are valued at lower of cost or market value.

M. Borrowing Cost

Borrowing cost that are directly attributable to acquisition or construction of qualifying assets or treated as part of cost of capital assets. Other borrowing cost or treated as expenses for the period in which they are incurred.



N. Earning Per Share

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earning considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preferences dividends and any attributable tax thereto for the period.

Cash and Cash

O. Equivalent

In the cash flow statement, cash and cash equivalent includes cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three or less.

P. Lease

Lease under which the company assumes substantially all the risks and rewards of ownership are classified as finance lease. Such assets acquired are capitalized at fair value of the asset or present value of the minimum lease payments at the inception of the lease, which is lower. Lease payment under operating leases are recognised as an expense on a straight line basis in the statement of profit and loss account over the lease term.

Q. Intangible Assets

Intangible assets are stated at acquisition cost, net accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives. A rebuttable presumption that the useful life of an intangible assets will not exceed ten years from the date when the asset is available for use is considered by the management. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly.

R. Use of Estimates

The preparation of financial statements requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the year. Example of such estimates include provision for doubtful debts, employee benefits, provision for income tax, the useful lives of depreciable fixed assets and provision for impairment.

23 Contingent Liabilities Not

provided For NIL

24

In the opinion of the Board of Directors, the current assets, loans and advances have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated except as expressly stated otherwise.

25

Confirmation of balances, whether in debit or credit from parties are subject to confirmation as provided by board of directors. However no proof regarding the same has been obtained at the year end. Company do have a system of periodic balance confirmations from parties..

## 26 Deferred Tax Liability (net):

Particulars	Deferred Tax Asset (Liabilities) As at 01.04.2020 Rs.	Current Year Rs.	Deferred Tax Asset (Liabilities) As at 31.03.2021 Rs.
<i>Deferred Tax Liability (net):</i>			
For Brought Forward Loss	1341796.95	0.00	1341796.95
<b>TOTAL</b>	<b>1341796.95</b>	<b>0.00</b>	<b>1341796.95</b>

## 27 Earning Per Share- The numerators and denominators used to calculate Basic and Diluted Earning per Share.

	PARTICULARS	AS AT 31.03.2021 (Rupees)	AS AT 31.03.2020 (Rupees)
1	Profit Attributable to the Equity Shareholders before extraordinary items (A)	-782344.50	465521.88
2	Profit Attributable to the Equity Shareholders after extraordinary items (B)	-782344.50	465521.88
3	Basic No. of Equity Shares outstanding during the year (C)	997325.00	997325.00
4	Weighted average no. of Equity Shares outstanding during the year (D)	997325.00	997325.00
5	Nominal Value of Share Rs.	10.00	10.00
6	Basic EPS before extraordinary items Rs. (A)/(C)	-0.78	0.47
7	Diluted EPS before extraordinary items Rs. (A)/(D)	-0.78	0.47
8	Basic EPS after extraordinary items Rs. (B)/(C)	-0.78	0.47

9	Diluted EPS after extraordinary items Rs. (B)/(D)	-0.78	0.47
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28 Previous year figures have been regrouped/recasted wherever necessary to make them comparable.

29 Detail of transactions entered into with the related parties during the year as required by Accounting Standard (AS)-18 on "Related Party Disclosure" issued by the Institute of Chartered Accountants of India are as under:

**A Transactions with the related parties**

(In Rs.)			
Name of Transactions during the year	Associate	Key Management Personnel	Relatives of Key Management Personnel
Remuneration	---	---	---
Rent Paid	---	---	---
Purchase of goods (incl. Job charges)	---	---	---
Sale Of Goods/Capital Goods	---	---	---

**A. Key Management Personnel and relatives of Key Management Personnel:**

1. Key Management Personnel: 1. Sh. Arun Bahuguna

2. Sh. Rohit Sharma

2. Relatives of Key Management Personnel :

**B. Associates:**

1. Associates Concern

**30 Segment Reporting:**

The company operates only in one business segment and hence no separate information for segment wise disclosure is required.

32

The Micro, Small and Medium Enterprises Development Act, 2006 has come into force with effect from October 2, 2006. As per the act, the company is required to identify the Micro and Small Vendors/Service providers and pay interest to them on overdue beyond the specified period irrespective of the terms agree upon. The company has not received any confirmations from its Vendors/Service Providers regarding their status of registration under the said Act, which has been relied upon by the auditors, hence prescribed disclosures under Section 22 of the said act has been provided.