

Dated: August 12, 2023

**To, National Stock Exchange of India Limited** Exchange Plaza, C-1, Block G Bandra Kurla Complex, Bandra (E), Mumbai-400051

SYMBOL: PTCIL

To BSE Limited Department of Corporate Services - Listing Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001

BSE Code: 539006

## <u>Ref: Scrip Code: 539006</u> <u>Subject: Outcome of Board Meeting of M/s PTC Industries Limited held on August 12, 2023</u>

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform that the Board of Directors of PTC Industries Limited in their meeting held on August 12, 2023 (commenced at 04.00 pm & closed at 06:30 pm) inter-alia considered the followings:

- 1. **Un-Audited Financial Results:** The un-Audited Financial Results (both standalone and consolidated) of the Company for the quarter that ended on June 30, 2023, as per the recommendation of the Audit Committee were approved by the Board, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2. On completion of the tenure of the previous Auditors, the Board has recommended for the appointment of M/s S. N. Dhawan & CO LLP, Chartered Accountants as Statutory Auditors of the Company, by the shareholders of the Company, to hold office for a period of 5 Years, commencing from the conclusion of the ensuing 60<sup>th</sup> AGM, till the 65<sup>th</sup> AGM of the Company to be held in the year 2028 (for FY28).
- 3. Appointment of M/s Grant Thornton Bharat LLP, Chartered Accountants as Internal Auditors of the Company for the FY 2023-24 for conducting Internal Audit starting from the date of conclusion of the ensuing 60th AGM.
- 4. Appointment of M/s Amit Gupta & Associates, Company Secretaries, as Secretarial Auditors of the Company for the FY 2023-24 and issue of certificates/ reports under applicable SEBI regulations.

Further, we are enclosing herewith the following:

- Limited Review Report on unaudited Financial Results (both standalone and consolidated) of the Company for the quarter ended on June 30, 2023, in the prescribed format as 'Annexure – 1'.
- 2. Unaudited Financial Results (both standalone and consolidated) of the Company for the quarter ended on June 30, 2023, in the prescribed format as '*Annexure 2'*.



 Disclosure under Sub Para A of Part A of Schedule III pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015, as 'Annexure – 3'.

We request you to take the above on record and disseminate the same on your website.

Thanking You,

For and on Behalf of PTC Industries Limited

(Smita Agarwal) Director and CFO

DIN - 00276903 Place: Lucknow

Walker Chandiok & Co LLP

B-309, 3rd Floor, Elante Office Building, Industrial Area, Phase I, Chandigarh - 160 002 India

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Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

#### To the Board of Directors of PTC Industries Limited

- We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of PTC Industries Limited ('the Company') for the quarter ended 30 June 2023, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
- 2. The Statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



Chartered Accountants

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Offices in Ahmedabad, Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

4. Based on our review conducted as above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandiok & Co LLP Chartered Accountants Firm Registration No: 001076N/N500013

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Sandeep Mehta Partner Membership No. 099410 UDIN: 23099410BGYGTC4914

Place: Chandigarh Date: 12 August 2023



B-309, 3rd Floor, Elante Office Building, Industrial Area, Phase I, Chandigarh - 160 002 India

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Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

### To the Board of Directors of PTC Industries Limited

- We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of PTC Industries Limited ('the Holding Company') and its subsidiary, Aerolloy Technologies Limited (the Holding Company and its subsidiary together referred to as 'the Group'), for the quarter ended 30 June 2023, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
- 2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



Chartered Accountants

Offices in Ahmedabad, Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the Listing Regulation, to the extent applicable.

- 4. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review report of the other auditor referred to in paragraph 5 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 5. We did not review the interim financial results of subsidiary included in the Statement, whose financial information reflects total revenues of ₹ 564.49 lacs, total net profit after tax of ₹ 202.36 lacs, total comprehensive income of ₹ 202.26 lacs for the quarter ended 30 June 2023, as considered in the Statement. These interim financial results have been reviewed by other auditor whose review report has been furnished to us by the management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the review report of such other auditor and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of this matter with respect to our reliance on the work done by and the report of the other auditor.

For Walker Chandiok & Co LLP Chartered Accountants Firm Registration No: 001076N/N500013

met

Sandeep Mehta Partner Membership No. 099410 UDIN: 23099410BGYGTB1905

Place: Chandigarh Date: 12 August 2023





(Website: www.ptcil.com; email: ptc@ptcil.com; CIN: L27109UP1963PLC002931)

Statement of unaudited standalone financial results for the quarter ended 30 June 2023
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	Particulars	3 months ended 30 June 2023	Preceding 3 months ended 31 March 2023	Corresponding 3 months ended in the previous year 30 June 2022	Year ended 31 March 2023
		(Unaudited)	(Audited) (Refer note 6)	(Unaudited)	(Audited)
1	Income				
	(a) Revenue from operations	7,080.51	5,912.74	4,605.21	21,598.78
	(b) Other income	366.09	238.66	145.03	1,067.33
-	Total income	7,446.60	6,151.40	4,750.24	22,666.11
2	Expenses		N		
	(a) Cost of materials consumed	1,985.44	1,424.19	1,183.92	6,313.11
	(b) Changes in inventories of finished goods and work-in- progress	339,78	102.61	389.54	353.67
	(c) Employee benefits expense	669,10	708.46	504.18	2,385.07
	(d) Finance costs	354.71	315.63	377.62	1,538.88
	(e) Depreciation and amortisation expense	408,64	410.75	410.53	1,647.76
	(f) Other expenses	2,447.25	2,475,26	1,496.59	7,750.22
	Total expenses	6,204.92	5,436,90	4,362.38	19,988.7
3	Profit before tax (1-2)	1,241.68	714.50	387.86	2,677.40
4	Tax expense:	.,	114.00	507.00	2,077.40
	(a) Current tax	267.79	114.37	86.35	552.98
	(b) Current tax-earlier years	-	(29,93)	00.00	(29.93
	(c) Deferred tax	48.34	70.79	28,28	143.88
	Total tax expense	316.13	155.23	114.63	666.93
5	Profit for the period (3-4)	925.55	559,27	273.23	2,010.47
6	Other comprehensive income		COULT	210.20	2,010.47
	<ul> <li>(i) Items that will not be reclassified to the statement of profit and loss</li> </ul>	(2.45)	(8.17)	(0.55)	(9.82
	(ii) Income-tax relating to items that will not be reclassified to the statement of profit and loss	0.62	2.06	0.14	2.47
	Total other comprehensive income	(1.83)	(6.11)	(0.41)	(7.35
7	Total comprehensive income for the period (comprising profit and other comprehensive income for the period) (5+6)	923.72	553.16	272.82	2,003.12
8	Paid-up equity share capital (₹ 10 per share)	1,338.23	1,338.23	523.91	1,338,23
9	Other equity as per balance sheet		1,000,20	020.01	28,428.49
10	Earnings per share (Refer note-4)				20,420.49
	(Face value of ₹ 10/- each):				
	(a) Basic*	6.92	4.18	2.09	15.27
	(b) Diluted*	6.86	4.15	2.09	15.27





(Regd.Off.: NH 25A, Sarai Shahjadi, Lucknow- 227101, Ph: 0522-711 1017, Fax : 0522-711 1020) (Website: www.ptcil.com; email: ptc@ptcil.com; CIN: L27109UP1963PLC002931)

#### Notes:

- 1 The above unaudited standalone financial results were reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on 12 August 2023. The unaudited standalone financial results for the current period, have been subjected to limited review by the Statutory Auditors of the Company. The unmodified review report of the Statutory Auditors is being filed with the Bombay Stock Exchange of India Limited and National Stock Exchange of India. For more details on the unaudited standalone financial results' section of our website at www.ptcil.com and 'Financial Results' in 'Corporates' section of www.bseindia.com and www.nseindia.com.
- 2 The above unaudited standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
- 3 The Company's primary business segment is reflected based on the principal business activities carried on by the Company. The Chairman and Managing Director has been identified as the Chief Operating Decision Maker ('CODM') who evaluates the Company's performance and allocates resources based on the analysis of various performance indicators of the Company as a single unit i.e. Engineering and Allied Activities. Consequently, the information presented in these unaudited standalone financial results represents this segment and as such there are no separate reportable segments as per the Indian Accounting Standards 108, 'Operating Segments'.
- On March 30, 2022 the Listing Committee of Board of Directors ("the Committee") had approved for issue of three new equity shares, at its face value of Rs. 10/- each, on a right basis, for every two equity shares of the Company held by the eligible shareholders on the record date. Subsequently, in its meeting held on July 15, 2022, the Committee had Up to 78,58,594 Fully Paid-Up Equity Shares, Face Value of Rs. 10/- each, for cash at a price of Rs. 10/- each aggregating up to Rs. 785.86 lacs have been offered on a right basis to the eligible equity shareholders of the Company in the ratio of 3 (Three) right shares for every 2 (Two) fully paid-up equity shares held by the eligible shareholders on the record date, that is, on July 22, 2022 during the issue period between August 3, 2022 to August 12, 2022.Consequently, pursuant to Ind AS 33, basic and diluted earning per share for the periods presented in the unaudited standalone financial results have been adjusted after giving the impact for the bonus element in respect of the aforesaid rights issue.
- On June 8, 2023, the Board of Directors of the Company had considered and approved the Preferential Issue of up to 1,80,000 Equity Shares of face value of Rs. 10/- per share at an issue price of Rs. 2,500/- per Equity Share to person belonging to Non-Promoter Category which was subsequently approved by the members through special resolution in Extra-ordinary general meeting dated July 8, 2023. Subsequently on July 19, 2023 Listing Committee of the Board of Directors of the Company has issued and alloted 1,80,000 Equity Shares of face value of Rs. 10/- per Equity Share at an issue price of Rs. 2,500/- per Equity Share aggregating to Rs. 4,500 lacs on a preferential basis to the person belonging to the Non-Promoter category.
- 6 The figures for the quarter ended 31 March 2023 as reported in these unaudited standalone financial results, are the balancing figures between audited figures in respect of the full financial year and the published year to date unaudited figures upto the end of third quarter of the relevant financial year. Also, the figures upto the end of the third quarter had only been reviewed and not subjected to audit.
- 7 The CEO and CFO have certified these results under Regulation 33(2) of SEBI (LODR) Regulations, 2015.
- 8 The figures for the previous period have been re-classified/ re-grouped wherever necessary, the impact of such reclassification/ regroupings are not material to unaudited standalone financial results.

Place: Lucknow Date: 12 August 2023



For and on behalf of the Board of Directors

(Sachin Agarwal)

Chairman and Managing Director



(Website: www.ptcil.com; email: ptc@ptcil.com; CIN: L27109UP1963PLC002931)

Statement of unaudited consolidated financial results for the quarter ended 30 June 2023 (₹ in lakhs, except per share data) Particulars 3 months ended Preceding 3 Corresponding Year ended 30 June 2023 months ended 3 months ended 31 March 2023 31 March 2023 in the previous year 30 June 2022 (Unaudited) (Audited) (Unaudited) (Audited) (Refer note 6) 1 Income (a) Revenue from operations 7,150.69 6,223.43 4.605.21 21,926.21 (b) Other income 290.94 45.10 112.66 747.27 Total income 7,441.63 6,268.53 4,717.87 22,673.48 Expenses 2 (a) Cost of materials consumed 1,577.13 986.05 1,189.10 5,475,50 (b) Changes in inventories of finished goods and work-in-344.64 102.61 219.92 (36.30)progress (c) Employee benefits expense 752.57 776.67 547.88 2.621.84 (d) Finance costs 366.88 334.15 379.81 1,577.74 (e) Depreciation and amortisation expense 413.42 416.05 415.11 1,666.92 (f) Other expenses 2,500.70 2,509.22 1,560.15 8.001.92 Total expenses 5,955.34 5,124.75 4,311.97 19,307.62 3 Profit before tax (1-2) 1,486.29 1,143.78 405.90 3,365.86 4 Tax expense: (a) Current tax 310.04 179.50 89.15 661.22 (b) Current tax-earlier years (29.93)(29.93)(c) Deferred tax 48.34 74.08 29.14 153.06 Total tax expense 358,38 223.65 118.29 784.35 5 Profit for the period (3-4) 1,127.91 920.13 287.61 2,581.51 Other comprehensive income 6 (i) Items that will not be reclassified to the statement of profit (2.58)(9.83)(0.16)(10.31)and loss (ii) Income-tax relating to items that will not be reclassified to 0.64 2.52 0.04 2.56 the statement of profit and loss Total other comprehensive income (1.94)(7.31)(0.12)(7.75)Total comprehensive income for the period (comprising 7 1,125.97 912.82 287.49 2,573.76 profit and other comprehensive income for the period) (5+6)8 Paid-up equity share capital (₹ 10 per share) 1338.23 1338.23 523.91 1338.23 Other equity as per balance sheet 9 29.328.19 10 Earnings per share (Refer note-5) (Face value of ₹ 10/- each): (a) Basic\* 8.43 6.88 2.20 19.60 (b) Diluted\* 8.36 6.83 2.20 19.54

\* not annualised (except for year ended 31 March 2023)

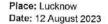
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#### Notes:

- 1 The above unaudited consolidated financial results were reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on 12 August 2023. The unaudited consolidated financial results for the current period, have been subjected to limited review by the Statutory Auditors of the Company. The unmodified review report of the Statutory Auditors is being filed with the Bombay Stock Exchange of India Limited and National Stock Exchange of India. For more details on the unaudited consolidated financial results' section of our website at www.ptcil.com and 'Financial Results' in 'Corporates' section of www.bseindia.com and www.nseindia.com.
- 2 The above unaudited consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
- 3 The Group's primary business segment is reflected based on the principal business activities carried on by the Group. The Chairman and Managing Director has been identified as the Chief Operating Decision Maker ('CODM') who evaluates the Group's performance and allocates resources based on the analysis of various performance indicators of the Group as a single unit i.e. Engineering and Allied Activities. Consequently, the information presented in these unaudited consolidated financial results represents this segment and as such there are no separate reportable segments as per the Indian Accounting Standards 108, 'Operating Segments'.
- On June 8, 2023, the Board of Directors of the Holding Company had considered and approved the Preferential Issue of up to 1,80,000 Equity Shares of face value of Rs. 10/per share at an issue price of Rs. 2,500/- per Equity Share to person belonging to Non-Promoter Category which was subsequently approved by the members through special resolution in Extra-ordinary general meeting dated July 8, 2023. Subsequently on July 19, 2023 Listing Committee of the Board of Directors of the Holding Company has issued and alloted 1,80,000 Equity Shares of face value of Rs. 10/- per Equity Share at an issue price of Rs. 2,500/- per Equity Share aggregating to Rs. 4,500 lacs on a preferential basis to the person belonging to the Non-Promoter category.
- 5 On March 30, 2022 the Listing Committee of Board of Directors ("the Committee") had approved for issue of three new equity shares, at its face value of Rs. 10/- each, on a right basis, for every two equity shares of the Holding Company held by the eligible shareholders on the record date. Subsequently, in its meeting held on July 15, 2022, the Committee had fixed the record date as July 22, 2022 for the purposes of determining the names of eligible shareholders to apply for right issue. Up to 78,58,594 Fully Paid-Up Equity Shares, Face Value of Rs. 10/- each, for cash at a price of Rs. 10/- each aggregating up to Rs. 785,86 lacs have been offered on a right basis to the eligible equity shareholders of the Holding Company in the ratio of 3 (Three) right shares for every 2 (Two) fully paid-up equity shares held by the eligible shareholders on the record date, that is, on July 22, 2022 during the issue period between August 3, 2022 to August 12, 2022. Consequently, pursuant to Ind AS 33, basic and diluted earning per share for the periods presented in the unaudited consolidated financial results have been adjusted after giving the impact for the bonus element in respect of the aforesaid rights issue.
- 6 The figures for the quarter ended 31 March 2023, as reported in these unaudited consolidated financial results, are the balancing figures between audited figures in respect of the full financial year and the published year to date unaudited figures upto the end of third quarter of the relevant financial year. Also, the figures upto the end of the third quarter had only been reviewed and not subjected to audit.
- 7 The CEO and CFO have certified these results under Regulation 33(2) of SEBI (LODR) Regulations, 2015.
- 8 The figures for the previous period have been re-classified/ re-grouped wherever necessary, the impact of such reclassification/ regroupings are not material to unaudited consolidated financial results.





For and on behalf of the Board of Directors

(Sachin Agarwal) Chairman and Managing Director



### Annexure – 3

Disclosure under Sub Para A of Part A of Schedule III pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015:

Sr. No.	Particulars	Statutory Auditor	Internal Auditor	Secretarial Auditor
1.	Name	S. N. Dhawan & Co LLP	Grant Thornton Bharat LLP	Amit Gupta & Associates
2.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment	Appointment	Re-appointment
3.	Effective Date of appointment/ reappointment	From the conclusion of the 60 <sup>th</sup> Annual General Meeting (subject to the approval of the shareholders at the ensuing AGM)	From the date of conclusion of the ensuing 60 <sup>th</sup> Annual General Meeting.	August 12, 2023
4.	Term of appointment	5 years (starting from the conclusion of the ensuing AGM till the AGM to be held in the year 2028 (for FY28)	From beginning of Q2 (FY 2023-24) till the end of FY 2023-24	For FY 2023-24
5.	Brief Profile	M/s. S.N. Dhawan & Co. LLP is a member firm of Mazars, a leading international audit, tax, and advisory firm. M/s. S.N. Dhawan & Co. LLP was established in 1944 and is one of the largest CA firms in India. It is associated with large corporate houses across various sectors with in- depth experience in Defence, Aerospace, Energy, Oil and Gas, Construction, Retail, Infrastructure, FMCG, IT Real Estate, ITES, and e- Commerce Sectors.	LLP is a member of Grant Thornton International Ltd. Grant Thornton Bharat is a leading professional services firm in the country. A truly Indian Firm with global connections - we work with businesses and government across industries and sectors, providing assurance,	Gupta & Associates is a Fellow Member of the Institute of Company Secretaries of India & Insolvency Professional, engaged in the practice of the profession for the last 21 years in Corporate and allied Laws and providing out- of-the-box solutions on complex legal & strategic management issues. He is a Science