

Independent Auditor's Report

**To the Members of
Pioneer Investment Advisory Services Limited.,**

Report on the Financial Statements

We have audited the accompanying Financial Statements of Pioneer Investment Advisory Services Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss and the Cash Flow statement for the year then ended, and a summary of Significant Accounting Policies and other explanatory information.

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 and presentation 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 provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting

principles generally accepted in India, of the state of affairs of the Company as at 31 March 2015 and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143 (3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) on the basis of the written representations received from the directors as on 31 March 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - f) 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. the Company does not have any pending litigations which would impact its financial position
 - ii. the Company did not have any long term contracts; as such the question of commenting any material foreseeable losses thereon does not arise

- iii. There has not been any occasion in case of the company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

**For Jayesh Dadia & Associates,
Firm Reg. No.: 121142 W
Chartered Accountants**

**Sd/-
Nishit Dave
Partner
M.No.: 120073
Mumbai, Dated: 27th May 2015**

Annexure to the Independent Auditors' Report:

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2015, we report that:

- (i) The Company does not have any fixed assets. Hence comment under clause (a) and (b) are not given.
- (ii) The Company does not have any inventory. Hence comment under clauses (a), (b) and (C) are not given
- (iii) The company has not granted any loan, secured or unsecured to the Companies, firms or other parties covered in the Register maintained u/s 189 of the Companies Act, 2013 ('the Act').
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the company and the nature of its business with regard to purchase of inventories and fixed assets and for the sale of services. As explained to us there are no continuing failures to correct major weakness in internal control system.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) (a) The company is generally regular in depositing with appropriate authorities Undisputed statutory dues including service tax, provident fund, and other Material statutory dues applicable to it.

- (b) According to the information and explanation given to us, there are no disputed statutory dues.
- (c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules there under
- (viii) The company has been registered for a period of more than five years. The accumulated losses of the company are not more than 50% of its net worth. The Company has incurred cash loss for the current financial year. However company has not incurred cash loss in the immediately preceding financial year.
- (ix) The company has no dues to financial Institution or bank.
- (x) As informed to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xi) As informed to us, the company has not obtained any term loans.
- (xii) As informed to us, no fraud on or by the Company has been noticed or reported during the year;

**For Jayesh Dadia & Associates,
Firm Reg. No.: 121142 W
Chartered Accountants**

**Sd/-
Nishit Dave
Partner
M.No.: 120073
Mumbai, Dated: 27th May 2015**

Pioneer Investment Advisory Services Ltd.
Balance Sheet
As at 31st March, 2015

Particulars	Note No.	31.03.2015 ₹	31.03.2014 ₹
<u>Equities & Liabilities</u>			
<u>Shareholders' Funds</u>			
- Share Capital	1	500,000	500,000
- Reserves & Surplus	2	(27,008)	(24,268)
"A"		472,992	475,732
<u>Non-Current Liabilities</u>			
- Long Term Borrowings	3	295,000	273,077
"B"		295,000	273,077
<u>Current Liabilities</u>			
- Other Current Liabilities	4	48,414	11,236
- Short Term Provisions	5	16,741	15,073
"C"		65,155	26,309
Total - "A" + "B + C"		833,147	775,118
<u>Assets</u>			
<u>Current Assets</u>			
- Cash & Cash Equivalants	6	791,443	735,732
- Other Current Assets	7	41,704	39,386
		833,147	775,118
Total -		833,147	775,118
		-	-

As per Our Report of Even Date
For Jayesh Dadia & Associates
Firm Reg.No.: 121142W
Chartered Accountants

For Pioneer Investment Advisory Services Ltd.

Sd/-
Nishit Dave
Partner

Sd/-
Hemang Gandhi
Director
(DIN:00008770)

Sd/-
Rakesh Bhatia
Director
(DIN:00008192)

Mem. No.: 120073
Mumbai, dated: 27th May, 2015

Pioneer Investment Advisory Services Ltd.

**Statement of Profit & Loss
for the year ended 31st March, 2015**

Particulars	Note No.	31.03.2015 ₹	31.03.2014 ₹
Other Income	8	70,006	65,664
Total Revenue		70,006	65,664
<u>Expenses</u>			
Finance Expenses	9	25,942	225
Other Expenses	10	23,444	31,509
Total Expenses		49,386	31,734
Profit / (Loss) before Tax		20,620	33,930
Tax Expense			
- Current Tax		23,000	22,000
- Earlier Years Tax		360	(173)
Profit After Tax		(2,740)	12,103
Earning Per Equity Share	11		
- Basic & Diluted		(0.05)	0.24

As per Our Report of Even Date
For Jayesh Dadia & Associates
Firm Reg.No.: 121142W
Chartered Accountants

For Pioneer Investment Advisory Services Ltd.

Sd/-
Nishit Dave
Partner

Sd/-
Hemang Gandhi
Director
(DIN:00008770)

Sd/-
Rakesh Bhatia
Director
(DIN:00008192)

Mem. No.: 120073

Mumbai, dated: 27th May, 2015

PIONEER INVESTMENT ADVISORY SERVICES LIMITED
Cash Flow Statement for the year ended March 31,2015

Particulars	For the Year ended March 31, 2015 Amount (Rs.)	For the Year ended March 31, 2014 Amount (Rs.)
A Cash Flow from Operating Activities		
Net Profit Before Tax and Extraordinary Items	20,620	33,930
Adjustments for :		
Preliminary Expenses / Share Issue Expenses W/off	-	-
Interest on FD	(70,006)	(65,664)
Operating Profit Before Working Capital Changes	(49,386)	(31,734)
Adjustments for :		
Trade & Other Receivables	(2,318)	(1,659)
Trade Payables & Other Liabilities	37,178	-
(Increase)/Decrease in Net Current Assets	34,860	(1,659)
Cash Generated from Operations	(14,526)	(33,393)
Direct Taxes Paid	(21,692)	(20,767)
Net Cash from Operating Activities	(36,218)	(54,160)
B Cash Flow from Investing Activities		
Interest on FD	70,006	65,664
Net Cash Used in Investing Activities	70,006	65,664
C Cash Flow from Financing Activities		
Unsecured Loan repaid	(273,077)	44,200
Unsecured Loan taken	295,000	-
Net Cash from Financing activities	21,923	44,200
Net Increase in Cash & Cash Equivalents	55,711	55,704
Cash & Cash Equivalents at the beginning of the Year	735,732	680,028
Cash & Cash Equivalents at the close of the Year	791,443	735,733

As per Our Report of Even Date
For Jayesh Dadia & Associates
Firm Regn. No. 121142W
Chartered Accountants

Sd/-
Nishit Dave
Partner
Mem. No.: 120073
Mumbai, dated: 27th May, 2015

For Pioneer Investment Advisory Services Ltd.

Sd/-
Hemang Gandhi
Director
(DIN:00008770)

Sd/-
Rakesh Bhatia
Director
(DIN:00008192)

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS FOR THE PERIOD ENDED 31ST MARCH, 2015

A) SIGNIFICANT ACCOUNTING POLICES:

1. Accounting Convention

The accompanying financial statements have been prepared in accordance with the historical cost convention and keeping in view the generally accepted accounting principles and standards and the relevant presentational requirements of the Companies Act, 2013.

2. Fixed Assets

- a) Capitalized at acquisition cost including directly attributable costs such as freight, insurance and specific installation charges for bringing the assets to the working condition for use.
- b) Intangible assets are stated at cost, net of tax / duty availed, less accumulated amortization / impairment losses, if any.
- c) The carrying amount of the assets, shall be recognized in retained earning, where the remaining useful life of an assets is nil

Cost includes original cost of acquisition, including incidental expenses related to such acquisition.

3. Depreciation

- a) The company provides depreciation as per Schedule II of the Companies Act 2013.
- b) Depreciation on assets acquired and sold during the year/ period, has been charged pro-rata from / up to the month
- c) Intangible assets such as software, leasehold office premises etc are amortised over a period of Five (5) years.

4. Revenue Recognition

- Income is accounted for on accrual basis subject to certainty as to determination or realisability;
- Other income is also accounted for on accrual basis;

5. Expenses

All expenses are accounted for on accrual basis.

6. Preliminary Expenses

Preliminary Expenses are written off over a period of five years from the date on which they are incurred.

7. Income Tax

Provision for Income Tax has been made as per the provisions of Income Tax Act, 1961. The Company has accounted for Deferred Taxation in line with Accounting Standard–22 “Accounting for taxes on income” (AS-22), issued by ICAI.

Pioneer Investment Advisory Services Ltd.		
Notes to the Financial Statements for the year ended 31st March, 2015		
Particulars	31.03.2015	31.03.2014
	₹	₹
- Shareholders' Funds		
Note No.: 1		
Share Capital		
- Authorised Capital		
50,000 Equity Shares of ` .10/- each (Previous Year: 50,000 Equity Shares of ` .10/- each)	500,000	500,000
	500,000	500,000
- Issued, Subscribed & Fully Paid Up Shares		
50,000 Equity Shares of ` .10/- each (Previous Year: 50,000 Equity Shares of ` .10/- each)	500,000	500,000
Total Issue, Subscribed & Fully Paid up Share Capital	500,000	500,000
A) Reconciliation of shares outstanding at the beginning and at the end of the reporting period:		
At the beginning of the reporting period:		
50,000(Previous Year 50,000) Equity Shares of Rs.10/- each	500,000	500,000
Issued during the period		
Nil (Previous Year Nil) Equity Shares of Rs.10/- each	-	-
Outstanding at the end of the period:		
50,000(Previous Year 50,000) Equity Shares of Rs.10/- each	500,000	500,000
B) Details of Shareholders holding more than 5% share in the Company		
<i>wholly owned Subsidiary of Pioneer Investcorp Ltd.</i>		
C) Rights attached to equity shares		
The company has only one class of issued equity shares having a par value of Rs 10/- per share. Each holder of equity share entitled to one vote per share. The company declares and pays dividend in Indian Rupees		
Note No.: 2		
Reserves & Surplus		
Surplus in the Statement of Profit & Loss		
- Balance as per Last Financial Statement	(24,268)	(36,371)
Profit for the Year	(2,740)	12,103
Net Surplus in the Statement of Profit & Loss	(27,008)	(24,268)
Total Reserves & Surplus	(27,008)	(24,268)
- Non-Current Liabilities		
Note No.: 3		
Long Term Borrowings		
Unsecured Loans		
- From Holding Co	-	273,077
- From Company	295,000	-
	295,000	273,077
- Current Liabilities		
Note No.: 4		
- Other Current Liabilities		
Due to Other than SMEs		
- For Expenses	22,472	11,236
- Interest Payable	25,942	-
	48,414	11,236

Particulars	31.03.2015 ₹	31.03.2014 ₹
Note No.: 5		
- Short Term Provisions		
- Income Tax	16,741	15,073
	16,741	15,073
- Current Assets		
Note No.: 6		
- Cash & Cash Equivalants		
- Balance with Banks		
- In Fixed Deposits*	778,853	718,166
- In Current Accounts	12,590	17,566
	791,443	735,732
* With Maturity of more than 12 month		
Note No.: 7		
- Other Current Assets		
Accured Interest on Fixed Deposits	41,704	39,386
	41,704	39,386

Pioneer Investment Advisory Services Ltd
Notes to the Financial Statements for the year ended 31st March, 2015

Particulars	31.03.2015 ₹	31.03.2014 ₹
Note No.: 8		
<u>- Other Income</u>		
-Interest on Fixed Deposits	70,006	65,664
	70,006	65,664
Note No.: 9		
<u>- Finance Expenses</u>		
Bank Commission	-	225
Interest Payment	25,942	-
	25,942	225
Note No.: 10		
<u>- Other Expenses</u>		
Professional Fees	5,618	16,854
Profession Tax - Company	2,500	2,500
ROC Fees	4,090	919
Payment to Auditors		
- Statutory Audit Fees	11,236	11,236
	23,444	31,509
Note No.: 11		
<u>Earnings Per Share</u>		
Net Profit as per Statement of Profit & Loss (A)	(2,740)	12,103
Weighted average number of Equity Share used in computing basic/diluted earning per share (B)	50,000	50,000
Earning Per Share (Rs.) Basic/Diluted- (A/B)	(0.05)	0.24

Note No:

12. In the opinion of the Board of Directors and to the best of their knowledge adequate provisions has been made in the accounts for all known liabilities and the current assets, loans and advances have a value on realisation in the ordinary course of business.
13. There are no dues outstanding to micro and small enterprises under the Micro, Small and Medium Enterprises Development Act.
14. During the year under review, the company neither earned any income nor incurred any expenditure in foreign currency.
15. The Company neither has any employee during the current year nor had, in the past, therefore there is no liability of employees benefit. Hence the AS-15 "Retirement Benefits (revised) 2005" is not applicable to the Company.
16. The Company operates only in one segments. As such, there are no separate reportable segments, as per Accounting Standard on "Segment Reporting" (AS 17) issued by the Institute of Chartered Accountants of India.
17. **Related Party Disclosures**

As required by accounting standard – AS 18 issued by The Institute of Chartered Accountants of India, particulars regarding Related Party Disclosures are as follows:

Category I- Key Management Personnel

- Mr. Gaurang Gandhi
- Mr. Hemang Gandhi
- Mr. Rakesh Bhatia

Category II- Holding Company

- Pioneer Investcorp Ltd.

Category III-Other related Companies

- Pioneer Commodities Intermediaries Pvt. Ltd.
- Pioneer Money Management Ltd.
- Pioneer Wealth Management Services Ltd
- Pioneer Fundinvest .Pvt. Ltd.
- Infinity.com Financial Securities Ltd.

Category IV-Entities Under Common Control

- Pioneer Fund Advisors Pvt. Ltd
- Pioneer Insurance & Reinsurance Brokers Pvt. Ltd.
- PINC Finsec Services Ltd.
- Siddhi Portfolio Services Pvt. Ltd.
- Extermpore Securities & Investment Pvt. Ltd.
- Associated Capital Market Management Pvt. Ltd.
- Symbyosys Integrated Solutions Pvt. Ltd.
- Sharpshoot Motors & Automobiles Pvt. Ltd.
- Sargam Multitrade Pvt. Ltd.
- Devraj Properties Pvt. Ltd.
- L.Gordhandas & Co. Clearing Agent Pvt. Ltd.
- Festive Multitrade Pvt. Ltd.
- Benefit Realty Pvt. Ltd.
- Pushpdeep Trading Pvt Ltd.

Category V-Associate Concern

- Associated Instruments & Services

Details of related party transaction carried out during the year ended 31st March, 2015

Nature of Transactions ((Received) / Paid)	Category I	Category II	Category III	Category IV
1) Unsecured Loans	Nil <i>Nil</i>	2,47,135 <i>(2,73,077)</i>	Nil <i>Nil</i>	Nil <i>Nil</i>
2) Interest Paid	Nil <i>Nil</i>	25,942 <i>(Nil)</i>	Nil <i>Nil</i>	Nil <i>Nil</i>
3) Closing balances((Cr)/Dr)	Nil <i>Nil</i>	(25,942) <i>(2,73,077)</i>	Nil <i>Nil</i>	Nil <i>Nil</i>

18. In absence of any timing difference of particulars, provision for deferred tax not made in the accounts as per the AS 22 issued by The Institute of Chartered Accountants of India
19. Balances of Sundry Debtors, Creditors and Loans and Advances are subject to confirmation.
20. Provision for Income tax has been made in the accounts in accordance with Income Tax Act.
21. The figures of the previous year are regrouped or reclassified, wherever necessary, to make them comparable with the figures of current year.

For and on behalf of the Board of Directors'

Sd/-
Hemang Gandhi
Director
(DIN:00008770)

Sd/-
Rakesh Bhatia
Director
(DIN:00008192)

Date:27th May 2015
Place: Mumbai