

PATEL INTEGRATED LOGISTICS LIMITED

FORM DPT-1

CIRCULAR IN THE FORM OF ADVERTISEMENT INVITING DEPOSITS

[Pursuant to section 76 and rule 4(2) of the Companies (Acceptance of Deposits) Rules, 2014]

1. GENERAL INFORMATION:

- a. Name, address, website and other contact details of the company
- Patel Integrated Logistics Limited
Registered Office: Patel House, 5th Floor, Plot No.48, Gazdarbandh, North Avenue Road, Santacruz (W), Mumbai-400 054.
Website: www.patel-india.com
Tel No.:022-26050021, 26052915
Fax No.:022-26052554
- Fixed Deposit Cell : 52 Natasha, Hill Road, Bandra (West), Mumbai-400050.
Tel.No.:022-26421218,26421242,
9321294106,8879101226/7666380386
- b. Date of incorporation of the Company
- 22nd June 1962
- c. Business carried on by the company and its subsidiaries
- The Company is engaged in the main business of transportation and carriage of goods/materials of diverse nature, express time-bound door delivery service, Co-Loading of Air Freight, Consolidation of Cargo and Logistics.
- The Company has one wholly owned subsidiary i.e. Delivrex India Limited which carries specific business of logistic services of e-commerce related delivery of online products as on date of advertisement.
- Details of branches or units, if any
- The Company has Regional Offices at Ahmadabad, Bangaluru, Chennai, Kochi, Kanpur, Kolkata, Ludhiana, Mumbai, Nagpur, New Delhi, Pune and Secunderabad. Company's branches are operating in all major cities and towns across the country.
- d. Brief particulars of the management of the Company
- Affairs of the Company are managed by the Executive Vice-Chairman under the superintendence, control and direction of the Board of Directors and supported by experienced and professional managers.

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e. Names, addresses, DIN and occupations of the directors:

SR. NO.	NAME	DIN	RESIDENTIAL ADDRESS	OCCUPATION
1.	Mr.Asgar S.Patel (Chairman)	00164823	4 th Floor, Natasha Sea View, Opp. Joggers' Park, Carter Road, Bandra (West), Mumbai-400 050.	Industrialist
2.	Mr.Areef A.Patel (Executive Vice-Chairman)	00075687	3 rd Floor, Natasha Sea View, Opp. Joggers' Park, Carter Road, Bandra (West), Mumbai-400 050.	Corporate Executive
3.	Mr.P.S.G.Nair, (Director)	00074494	504 Green Gates, 693 Perry Cross Road, Bandra (West) Mumbai-400 050.	Corporate Consultant
4.	Mr. Syed K. Husain (Director)	03010306	C/17, Palm Lands Co Op Hsg, Pali Naka, Bandra (West), Mumbai-400050.	Corporate Executive
5.	Mr. Sandeep P. Parikh (Director)	00022365	B-7, Anand Bhavan, Bajaj Road, Vile Parle (West), Mumbai – 400 056.	Chartered Accountant
6.	Mr.Farukh S.Wadia (Director)	00097162	3/6 Rustom Baug, Sant Savta Marg, Byculla, Mumbai-400 027.	Businessman
7.	Ms. Bhumika Batra (Director)	03502004	32, Modi Street, Fort, Mumbai-400001.	Solicitor
8.	Mr. Vilas Unavane (Director)	02929561	802/A, Matoshree Pearl, Off L.J.Road, Mahim, Mumbai-400016.	Corporate Consultant

f. Management's perception of risk factors:

The statements herein are as a measure of abundant precaution in the interest of deposit holder:

1. The cost of diesel, a major input, is subject to the international price fluctuation and is likely to effect the operations cost and thereby the profits of the Company. However any increase / decrease in operations cost will be offset by change in selling rates. However the overall impact will not materially affect the net profits of the Company.

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2. The Company may face competition from new entrants. However, the Company is well established in the market and with efficient services on account of upgradation and computerisation, is confident that its services will meet the quality standards of the Industry.
 3. The Company is accepting unsecured deposits and rank pari passu with other unsecured liabilities.
- g.** Details of default, including the amount involved, duration of default and present status, in repayment of –
- | | |
|---|-----|
| i) Statutory dues | Nil |
| ii) Debentures and interest thereon | Nil |
| iii) Loan from any bank or financial institution and interest thereon | Nil |
| iv) Fixed Deposits and interest thereon | Nil |

2. PARTICULARS OF THE DEPOSIT SCHEME:

- | | | |
|-----------|--|--------------------|
| a. | Date of passing of board resolution | 10/08/2017 |
| b. | Date of passing of resolution in the general meeting authorizing the invitation of such deposits (Date of announcement of Postal Ballot Results) | 23/07/2014 |
| c. | Type of deposits, i.e., whether secured or unsecured | Unsecured Deposits |
- d.** Amount which the Company can raise by way of deposits as per the Act and the rules made thereunder, and the aggregate of deposits actually held on the last day of the immediately preceding financial year and on the date of issue of the circular or advertisement and amount of deposit proposed to be raised and amount of deposit repayable within the next twelve months:

(Rupees in Lakhs)

a) 10% of the aggregate of the Paid – Up Share Capital and Free Reserves and Securities Premium account from members.	1024.53
b) 25% of the aggregate of the Paid – Up Share Capital and Free Reserve and Securities Premium account from Others.	2561.34

	3585.87
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Aggregate amount of deposits actually held by the Company on the last date of the immediately preceding financial year i.e. 31/3/2017, were Rs. 1493.28 lakhs. (Rs.21.21 lakhs from members and Rs.1472.07 lakhs from others).

Aggregate amount of deposits actually held by the Company on the date of issue of the Circular or advertisement i.e. 10/08/2017, were Rs.1590.08 lakhs. (Rs.23.38lakhs from members and Rs.1566.70 lakhs from others).

The amount of deposit proposed to be raised within the next twelve months: Not exceeding Rs.5.00 crores, subject to max.of Rs.20.00 crores in aggregate (including the existing deposits as on 10/08/2017).

The amount of deposit repayable within the next twelve months: Rs.532.15 lakhs.

e. Fixed Deposit Scheme:

SCHEME - 1) NON-CUMULATIVE DEPOSIT SCHEME :			
Period	Rate of Interest	Interest Payable in Advance	Amount of Deposit
1 year	8.00% per annum	Quarterly	Rs.10,000/- minimum amount and additional amount in multiples of Rs.5,000/- .
2 years	8.50% per annum	Quarterly	
3 years	10.00% per annum	Half-yearly	
SCHEME - 2) CUMULATIVE DEPOSIT SCHEME : (Interest compounded monthly and payable on maturity)			
Period	Rate of Interest	Amount of Deposit	Amount Payable on maturity
3 years	10.00% per annum	Rs.10,000/- minimum amount and additional amount in multiples of Rs.5,000/-	Rs.13,480/- and Rs.6,740/- for every additional deposit of Rs.5,000/-. Interest compounded monthly @ 10.00% p.a. which gives an annual yield of 11.60%.

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- The acceptance of deposits is subject to the terms and conditions specified in the prescribed Application Form.
 - Application(s) should be made in the Company's prescribed form along with Cheque/Demand Draft.
 - Cheques/Demand Drafts should be made payable to "**PATEL INTEGRATED LOGISTICS LIMITED-F. D. SCHEME A/C.**" and drawn on any Bank payable at par or payable at the locations where the form is submitted.
 - The forms will be available/accepted at any of the offices of the Company mentioned in the prescribed application form.
 - The Company has a right to make premature repayment of deposits after giving 30 days prior notice to the deposit holders.
- f. The proposed date of opening of the Scheme is 28th September, 2017 and the time period for which the circular or advertisement is valid is until the expiry of six months from the date of closure of the financial year in which it is issued or until the date on which the financial statement is laid before the Company in Annual General Meeting or, where the Annual General Meeting for any year has not been held, the latest day on which that meeting should have been held in accordance with the provisions of the Act, whichever is earlier.
- g. Reasons or objects of raising the deposits For Augmenting short term working capital requirements of the Company.
- h. Details of credit rating obtained India Ratings & Research Private Ltd (India Ratings), a Fitch group Company has assigned, credit rating 'IND tA-' (stable) for present and proposed Fixed Deposit Programme.
- i. Details of deposit insurance Exempted till 31st March, 2018 or till the availability of a deposit insurance product, whichever is earlier as per the Companies (Acceptance of Deposits) Amendment Rules, 2017 dated 11th May, 2017 by Ministry of Corporate Affairs.

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j. Short particulars of the charge created or to be created for securing such deposits, if any: Not applicable being unsecured deposits.

k. There is no financial or other material interest of the directors, promoters or key managerial personnel in such deposits except to the extent of their deposit holding.

3. DETAILS OF ANY OUTSTANDING DEPOSITS:

a.	Amount Outstanding (including interest on cumulative deposits)	Rs.16,86,32,994/-
b.	Date of acceptance	Over the last 3 years.
c.	Total amount accepted	Rs.15,90,08,000/-
d.	Rate of interest	Deposits were accepted at the rate of interest as applicable on date of acceptance, depending upon the tenure of deposits and the same are in the range of 9.00% to 11.50%
e.	Total number of depositors	1364
f.	Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of depositors, amount and duration of default involved	NIL
g.	Any waiver by the depositors, of interest accrued on deposits	N.A.

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4. FINANCIAL POSITION OF THE COMPANY:

- a. Profits of the Company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement:

(Rupees in Lakhs)

Financial Year Ended	Profit	
	Before Tax	*After Tax
31/03/2015	799.23	598.99
31/03/2016	1106.69	837.42
31/03/2017	922.21	702.67

* Profit after tax is after the adjustments for Excess / Short Provision for Taxation of earlier years.

- b. Dividends declared by the Company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid/interest paid)

Financial Year Ended	Dividend On Equity Shares		Interest Coverage Ratio
	Amount (Rs. in lakhs)	%	
31/03/2015	75.93	5.00	2.15
31/03/2016	76.68	5.00	2.40
31/03/2017	79.43	5.00	2.37

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c. A summary of the financial position of the Company as in the three audited Balance Sheets immediately preceding the date of issue of circular or advertisement:

(Rupees in lakhs)

LIABILITIES	31/03/2017	31/03/2016	31/03/2015	ASSETS	31/03/2017	31/03/2016	31/03/2015
Shareholders' funds				Non-Current Assets			
Share Capital	1588.66	1588.66	1518.66	Fixed Assets:			
Reserves and Surplus	9666.74	8834.18	7534.36	Tangible Assets	5188.28	3976.85	4209.30
Money received against Share Warrant	267.09	267.09	--	Intangible Assets	7.49	8.13	13.28
Non-Current Liabilities				Capital Work in Progress	178.85	43.45	43.92
Long Term Borrowings	1801.83	1012.12	1037.06				
Deferred Tax Liability	257.79	219.25	262.22	Non- Current Investment	398.41	43.96	171.97
Other Long Term Liabilities	264.23	280.14	568.13	Long Term Loans and Advances	758.84	640.02	623.75
Current Liabilities				Current Assets			
Short Term Borrowings	3782.37	4349.83	3192.38	Current Investment	812.24	127.35	--
Trade Payables	1045.07	1301.65	2046.40	Trade Receivable	8757.61	9422.30	8948.57
Other Current Liabilities	1047.38	1374.14	1403.95	Cash and Cash Equivalents	1806.37	2994.41	1597.68
Short Term Provisions	1047.77	950.43	1100.43	Short Term Loans and Advances	2829.68	2869.87	3004.06
				Other Current Assets	31.16	51.15	51.06
TOTAL	20768.93	20177.49	18663.59	Total	20768.93	20177.49	18663.59

d. Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement

(Rupees in lakhs)

	31/03/2017	31/03/2016	31/03/2015
A. Cash Flow From Operating Activities	1456.26	(9.90)	899.59
B. Cash Flow From Investing Activities	(1681.49)	(52.11)	(116.27)
C. Cash Flow from Financing Activities	(840.64)	1383.69	(751.41)
Net Increase in Cash and Cash Equivalents	(1065.88)	1321.68	31.91
Opening Balance of Cash and Cash Equivalents	2365.53	1043.85	1011.94
Closing Balance of Cash and Cash Equivalents	1299.66	2365.53	1043.85

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- e. The Company has been following consistent accounting policies and there has not been any significant change in accounting policies and their effect on the profits and the reserves of the Company during the last three years.

5. DECLARATION:

The Company hereby declares that:

- a. it has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest there on;
- b. the Board of Directors have satisfied themselves fully with respect to the affairs and prospects of the Company and that they are of the opinion that having regard to the estimated future financial position of the Company, the Company will be able to meet its liabilities as and when they become due and that the Company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;
- c. it has complied with the provisions of the Companies Act 2013 and the Companies (Acceptance of Deposits) Rules,2014;
- d. the compliance with the Companies Act 2013 and the said rules does not imply that repayment of deposits is guaranteed by the Central Government;
- e. the deposits accepted by the Company before the commencement of the Act will be repaid along with interest on due dates for remaining period of deposits and any renewal of such deposits shall be in accordance with the provisions of the Companies Act 2013 and the Companies (Acceptance of Deposits) Rules,2014 and until they are repaid /renewed, they shall be treated as unsecured and ranking pari passu with other unsecured liabilities.
- f. in case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty.
- g. the deposits shall be used only for the purposes indicated in the circular in the form of advertisement;
- h. the deposits accepted by the Company are unsecured and rank pari passu with other unsecured liabilities of the company.

6. DISCLAIMER:

It is to be distinctly understood that filing of circular or circular in the form of advertisement with the Registrar should not in any way be deemed or construed that the same has been cleared or approved by the Registrar or Central Government. The Registrar or Central Government does not take any responsibility either for the financial soundness of any deposit scheme or which the deposit is being accepted or invited or for the correctness of the statements made or opinions expressed in the circular

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or circular in the form of advertisement. The depositors should exercise due diligence before investing in the deposits schemes.

This circular in the form of advertisement is issued on the authority and in the name of Board of Directors of the Company. The foregoing text contained in this circular in the form of advertisement is approved by the Board of Directors of the Company at their meeting held on 10th August, 2017 and a copy thereof, signed by a majority of Directors of the Company has been filed with the Registrar of Companies, Mumbai, in accordance with Section 76 of the Companies Act, 1956 and Rule 4(5) of Companies (Acceptance of Deposits) Rules, 2014.

FOR PATEL INTEGRATED LOGISTICS LIMITED,

AREEF A. PATEL (Executive Vice-Chairman)
(DIN - 00075687)

P. S. G. NAIR (Director)
(DIN - 00074494)

SYED K. HUSAIN (Director)
(DIN - 03010306)

FARUKH S. WADIA (Director)
(DIN - 00097162)

VILAS UNAVANE (Director)
(DIN - 02929561)

SANDEEP P. PARIKH (Director)
(DIN - 00022365)

BHUMIKA BATRA (Director)
(DIN - 03502004)

PLACE : MUMBAI

DATE : 10th August, 2017.