

Progressive Extractions & Exports Limited

34th Annual Report

2014-2015

BOARD OF DIRECTORS

Shri Sundeep Maheshwari	Director
Shri Avneesh Sabherwal	Director
Shri Nitin Bhondwe	Director
MS. Shruti Dange	Director

Auditors
M/S Jain Dhureja & Co.
Chartered Accountant

Bankers
Syndicate Bank Ltd

Registered Office
Shri Mohan Parisar, 232 Zone-II, MaharanaPratap Nagar, Bhopal 462 011

Head office
Shri Mohan Parisar, 232 Zone-II, MaharanaPratap Nagar, Bhopal 462 011

REGISTRAR AND TRANSFER AGENT
M/S System Support Services
209, Shivai industrial Estate Andheri Kurla road,
Sakinaka, Andheri (E),
Mumbai-400072

Members are requested to avail the facility of keeping their shares in Demat form as the Company's shares have been admitted in NSDL and CDSL. The ISIN allotted to Co. is INE421E01012

NOTICE

NOTICE is hereby given that the 34th **ANNUAL GENERAL MEETING** of the members of PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED. (C. I. N. No. L15141MP1981PTL001759), will be held on, Tuesday 29th September, 2015 at 2.30 p.m. at the Registered Office of the Company at Shri Mohan Parisar, Zone-I, Maharana Pratap Nagar, Bhopal- 462 011 (M.P.) to transact the following business-

ORDINARY BUSINESS:

1. To receive and adopt the Directors' Report and Profit and Loss Account for the year ended 31st March 2015 and the Balance Sheet as at that date with the notes and schedules along with the Auditors Report and the Directors' Report thereon.
2. To appoint a Director in place of Mr. Avneesh Sabherwal, who retires by rotation and is eligible for re-appointment.
3. To appoint a Director in place of Mr. Nitin Bhondwe, who retires by rotation and is eligible for re-appointment.
4. To appoint MS. Shruti Dange as Director, she is eligible for appointment.
5. To appoint Mr. Harshvardhan Maheshwari as Director, he is eligible for appointment.
6. M/s. Jain Dhureja & Company, Chartered Accountants Bhopal be and are hereby appointed as auditors of the company to fill up the casual vacancy caused by the resignation of M/s. K.C. Kaushal & Co. Chartered Accountants, until the conclusion of the next Annual General Meeting of the Company at a remuneration as may be agreed upon between the Board of directors and the said M/s. Jain Dhureja & Company Chartered Accountants

NOTES:

1. A MEMBER entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. The instrument of proxy should, however, be deposited at the Registered Office of the Company not less than Forty-Eight hours before the commencement of the meeting.
2. The register of members and Share Transfer Register of the Company shall remain closed from 25th September, 2015 to 29th September, 2015 (both days inclusive).

3. Voting through Electronic means:

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the 34th Annual General Meeting (AGM) by electronic means and the **business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).**

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the 34th Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or <http://evoting.progressivecorp.net/>.

The e-voting period commences on 25th September, 2015 at 10.00am and ends on 28th September, 2015 till 5:00 pm. During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of 23rd September, 2015. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or sysss@yahoo.com extractions@yahoo.co.in.

The facility for voting through remote e-voting / ballot paper / Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The procedure to login to e-Voting website is given below:

1. Open the attached PDF file "**e-Voting.pdf**" giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your "User ID" and "Password for e-voting". Please note that the password is an initial password. You will not receive this PDF file if you are already registered with NSDL for e-voting
2. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
3. Click on "Shareholder - Login".
4. Put User ID and password as initial password noted in step (1) above and Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com
5. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
6. Home page of remote "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
7. Select "EVEN" of **PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED**. Members can cast their vote online from **25th September, 2015 at 10.00am till 28th September, 2015 till 5:00 pm.**
Note: e-Voting shall not be allowed beyond said time.
8. Now you are ready for "e-Voting" as "Cast Vote" page opens.
9. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted.

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10. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail cashshankjain@rediffmail.com with a copy marked to evoting@nsdl.co.in.

Please note the following:

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith

Other information:

- Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to reset the same.
- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- Please note that if you have opened 3-in-1 account with ICICI Group i.e. bank account and demat account with ICICI Bank Limited and trading account with ICICI Securities Limited, you can access e-Voting website of NSDL through their website viz.; www.icicidirect.com for the purpose of casting your votes electronically by using your existing user ID and password used for accessing the website www.icicidirect.com. Please note that in case you are not able to login through the ICICI direct website, you can also access the e-Voting system of NSDL by using your existing user ID and password for the evoting system of NSDL.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

By the order of the Board,
For **Progressive Extractions & Exports Limited**

s/d
Director

Regd. Office
Shri Mohan Parisar, Zone-I, Maharana Pratap Nagar,
Bhopal- 462 011 (M.P.)
Date : 1st September, 2015

PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED

CIN: L15141MP1981PLC001759

Registered Office: 232, Shri Mohan Parisar, Zone-I, Maharana Pratap Nagar, Bhopal- 462 011 (M.P.)

Website www.progressivecorp.net Tel: (0755) 2558656 Email: extractions@yahoo.co.in

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE AUDITORIUM

Name and address of the registered member	:	
Folio No./DP ID No./ Client ID No.	:	
No. of Shares	:	

I hereby record my presence at the 34th Annual General Meeting of the Company to be held ON, Tuesday 29th September, 2015 at 2.30 p.m. at the Registered Office of the Company at 232, Shri Mohan Parisar, Zone-I, Maharana Pratap Nagar, Bhopal- 462 011 (M.P.)

Signature of the Member/Joint Member/Proxy attending the Meeting _____

Electronic Voting Event Number (EVEN)	User ID	Password

Note: Person attending the Meeting is requested to bring this Attendance Slip and Annual Report with him/her. Duplicate Attendance Slip and Annual Report will not be issued at the Annual General Meeting.

PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED

CIN: L15141MP1981PLC001759

Registered Office: 232, Shri Mohan Parisar, Zone-I, Maharana Pratap Nagar, Bhopal- 462 011 (M.P.)

Website www.progressivecorp.net Tel: (0755) 2558656 Email: extractions@yahoo.co.in

34th Annual General Meeting on Tuesday, 29th september, 2015 at 2.30 p.m.

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	CIN: L15141MP1981PLC001759
Name of the Company	PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED
Registered Office	232, Shri Mohan Parisar, Zone-I, Maharana Pratap Nagar, Bhopal- 462011 (M.P.)
Name of Member(s)	
Registered Address	

Email ID _____

Folio No./ DP ID – Client ID _____

I/We, being the Member(s) of and hold/holds _____ shares of above named Company, hereby appoint:

- (1) Name..... Address:.....
 Email ID: Signature.....Or failing him/her
- (2) Name..... Address:.....
 Email ID: Signature.....Or failing him/her

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DIRECTORS' REPORT

The Members of Progressive Extractions & Exports Limited

Your directors present herewith the 34th Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March, 2015.

FINANCIAL RESULTS	2014-15	(Rs. In Lakhs)
		2013-14
Total Income	1.53	1.65
Total Expenditure	7.01	9.53
Profit / (Loss) before Depreciation	-7.88	-7.88
Less: Depreciation	1.78	4.59
Net profit before Tax	- 7.26	-12.47
Less: Provision for Tax	0.00	0.00
Net Profit	-7.26	-12.47
Profit / (Loss) brought forward from previous year	(84.39)	(71.92)
Balance carried to Balance Sheet	(91.65)	(84.39)

OPERATIONS:

During the year under review the operations of the company have remained suspended. The Company has parted with plant and machineries and other fixed assets. The Company is committed to continue its activities with the help of its marketing department and is working hard to create marketing to resumes its trading activities.

OPPORTUNITIES AND RISKS:

Company is in the business of job work operations of solvent extraction and oil refining and trading of refined oil. Though during the year under review operations of company are suspended, the Company is hopeful to revive its operations and efforts are being made in this regard.

FINANCE:

The Company has not obtained any financial assistance from Banks and other financial institutions during year under review.

DIVIDEND:

Since the company has suspended its operations your directors do no recommend any dividend for the year under review.

FIXED DEPOSITS

During the year under review, your Company has neither invited nor accepted any fixed deposits from the public within the meaning of Section 58A of the Companies Act, 1956.

DEMATERIALIASATION:

Your Directors are pleased to inform you that, M/S System Support Services, Mumbai as RTA of the Company for providing better electronic share trading facility by our share holders.

The equity shares of your Company are being compulsorily traded in dematerialization form. The ISIN No. is INE421E01012. Nearly 56 % of the equity shares have been dematerialised form.

DIRECTORS:

During the Financial year under review, Mr AvaneeshSabharwal and Mr.NitinBhondwe, directors retire by rotation who offers themselves for reappointment.

Progressive Extractions & Exports Limited

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DIRCTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 217 (2AA) of the Companies Act, 1956 with respect to Director's Responsibility Statement, it is hereby confirmed:

- (1) That in the preparation of the accounts for the financial year ended 31st March 2014; the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (2) That the Directors have adopted such accounting policies and applied them consistently and made judgments estimates that were reasonable and prudent so as to give a true and fair view of the state affair of the Company at the end of the financial year and of the profit or loss of the company for the year under review.
- (3) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (4) That the Directors have prepared the accounts for the financial year ended 31st March 2014 on a "going concern" basis.

PARTICULARS OF EMPLOYEES:

During the year under review, there were only 3 employees therefore,. Provisions of Section 217 (1) (e) of the Companies act, 1956 is not applicable to the Company.

CORPORATE GOVERNANCE:

As per revised clause 49 of the Listing Agreement with Stock Exchange, a separate section on Corporate Governance together with a certificate from Company's Auditors confirming Compliance is set out in the Annexure forming part of this report.

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

The details required, to the extent applicable, under the Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988 are as under and form part of this report. The Company regularly takes necessary steps to conserve power consumption at its plant in order to reduce its cost of production.

At present the Company has no specific Research and Development Department.

During the year under review, the Company neither earned nor spent any foreign exchange.

AUDITORS:

The company has received a letter of resignation from M/S K.C. Kaushal & Co. Chartered Accountants, BHOPAL , the present auditor of the company stating their inability to continue as auditor of the company due to their preoccupation. Hence to fill the casual vacancy, it has been decided to appoint M/S Jain Dhureja & Company, Chartered Accountants, BHOPAL as Auditors of the Company for the current year . M/S M/S Jain Dhureja & Company being eligible offers them for re-appointment. Members will be required to appoint Auditors for the current year till the conclusion of next Annual General Meeting of the company at remuneration to be fixed by the Board of Directors of the company.

ACKNOWLEDGEMENT:

Your directors wish to place on record their appreciation for the support and cooperation, which the Company continues to receive from its customers, various Govt. Agencies, the Company's Bankers and employees. The Directors also wish to place on record their appreciation for the sense of responsibility and team work displayed by employee at all levels.

For and on behalf of the Board of Directors

Place: Bhopal
Date: 1st September 2015

s/d
Director

Progressive Extractions & Exports Limited

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ANNEXURE TO THE DIRECTOR'S REPORT

REPORTS ON CORPORATE GOVERNANCE

Pursuant to the revised Clause 49 of the Listing Agreement the detailed report on Corporate Governance is set below:

The Company strongly believes in enhancing and balancing stakeholder values through good corporate governance. To pursue this objective the company has adopted its own code formulated by its experience in the field. The company has been consistently improving transparency and accountability to all its stakeholders.

To further reinforce its commitment to good corporate governance and to bring objectivity in governance process, the company has an Audit Committee, which comprise of non-executive directors and independent directors.

[I] BOARD OF DIRECTORS

The Board of Directors of the Company comprises of Non Executive Directors. The Board of Directors consists of the following:

- i) Mr.NitinBhondwe is a non-executive independent director. He is a director in other ten other companies. He is also a member of audit committee of the Board of Directors of Public Limited Company at Salamatapur.
- ii) Mr.AvneeshSabherwal is a Non executive independent director. He is a director in one other company. He is not a member of any committee of any other company.
- iii) Mr.SundeepMaheshwari is a promoter and non executive non independent director. He is director in one other companies. He is not a member of any committee of the Board of Directors of any company.
- iv) As per SEBI Guideline and orders issued by BSE Ms. Shruti Dange is appointed as women Director. She is a Non executive independent director. He is not director in any other company. He is not a member of any committee of any other company.

Number of Board Meetings

The Boards meets at least once in a quarter to consider amongst other business matters, the quarterly performance of the Company and financial results. Directors attending the meeting actively participate in the deliberations at these meetings. During the year under review Board met 7 times on 18.05.2014, 12.07.2014, 07.09.2014, 12.10.2014, 01.11.2014, 16.01.2015, and 31.03.14.

Composition and Category of Directors

As per Clause 49 of the Listing Agreement in case of non-executive Chairman, one third of the Board should comprise of the non-executive Directors. The Company had already complied with the criteria as shown below

Name of director	Category	Designation	No Of meetings Held	No. Of meetings Attended	* No. Of member ship in Boards of other companies	No. Of member ship in Committees of other companies	Last AGM attended
Mr.Sundeep Maheshwari	Non Executive and Non Independent	Director	7	7	02	-	Yes
Mr.Avneesh Sabherwal	Non Executive and Independent	Director	7	7	01	-	Yes
Mr.Nitin Bhondwe	Non Executive and Independent	Director	7	7	10	2	Yes

* Does not include directorship / committee positions in companies incorporated outside India

Code of Conduct:

The Board have laid down a code of conduct for all Board members and senior management of the Company and all Board members and senior management personnel are affirming its compliance on an annual basis.

[II] AUDIT COMMITTEE:

Your Board of Directors has constituted an Audit Committee in line with requirements, under section 292A of the Companies Act, 1956 (the Act). The Audit Committee consists of Mr.SundeepMaheshwari, Mr.NitinBhondwe and Mr.AvneeshSabherwal and is chaired by Mr.AvneeshSabherwal, Independent Director.

During the year under review, the Audit Committee met four times. All the members of the committee attended the meetings. The charter of role and responsibilities of the audit committee includes the following major areas.

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- To review reports of the Internal Audit Department and recommend to the Board to decide about the scope of its work including the examination of major items of expenditure.
- To meet statutory and internal auditors periodically and discuss their findings, suggestions and other related matters.
- To review the auditors' report and limited review on the financial statements and to seek clarifications thereon if required, from the auditors and to implement any suggestion.
- To review the weaknesses in internal controls, if any, reported by the internal and statutory auditors and report to the Board the recommendations relating thereto.
- To act as a link between the statutory and internal auditors and the Board of Directors.
- To recommend a change in the auditors if in the opinion of the Committee the auditors have failed to discharge their duties adequately.

The committee acts in accordance with the terms of reference specified by the Boards. During the year under review the Audit Committee has met every quarter for review of quarterly / half yearly and annual accounts and financial statements. Audit Committee also ensures compliance of internal control system.

[III] SUBSIDIARY COMPANY

The Company does not have any subsidiary Company.

[IV] DISCLOSURES

1. Related party transactions:

Related party transactions under clause 49 of the Listing Agreement are defined as the transactions of the Company of a material nature with its promoters, the directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interest of the Company at large. All these contracts or arrangements are entered in the Register of Contracts under section 301 of the Companies Act, 1956 and the register is placed before the Board of Directors from time to time. The relevant disclosures are part of notes to the accounts.

2. The Company has complied with all the procedural requirements of regulatory authority on matters related to capital market.
3. The Company has already laid broad guidelines for Board disclosures.
4. Following are the details of shareholding of Directors of the Company:

a.	Mr.SundeepMaheshwari	Director	5.02%
b.	Mr.AvneeshSabherwal	Director	0.00%
c.	Mr.NitinBhondwe	Director	0.00 %

REMUNERATION COMMITTEE

Since none of your directors are receiving any remuneration or sitting fees from the company, the Company has not constituted Remuneration Committee.

SHARE TRANSFER & SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

A shareholders / investors grievance Committee headed by a Non-Executive Directors was formed to specifically look into redressed of complaints like transfer of shares, issuance of duplicate shares, non-receipt of Annual Report and Dematerialization etc, received from shareholders / investors and improve the efficiency in investors service and all other day-to-day matters governing the relationship between the company and its shareholders, wherever possible.

Constitution and Composition

The Committee was constituted of Mr.SundeepMaheshwari, Mr.NitinBondwe and Mr.AvneeshSabherwal

Others

Name and designation of the compliance officer: Mr. Rakesh Bhatia

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Appointment of Directors

During the Financial year 2014-15, the Company had not inducted any new directors on the Board

Appointment of Auditors

M/s. Jain Dhureja & Company, Chartered Accountants Bhopal be and are hereby appointed as auditors of the company to fill up the casual vacancy caused by the resignation of M/s. K.C. Kaushal & Co. Chartered Accountants, until the conclusion of the next Annual General Meeting of the Company at a remuneration as may be agreed upon between the Board of directors and the said M/s. Jain Dhureja & Company Chartered Accountants

ANNUAL GENERAL MEETING

Details of the last three Annual General Meeting held...

Particulars	F.Y 2011-2012	F.Y 2012-2013	F.Y 2013-2014
DAY	Saturday	Sunday	Monday
DATE	29.09.2010	29.09.2010	29.09.2010
TIME	3 P.M.	3 P.M.	2.30P.M.
VENUE	Shri Mohan Parisar, 232,Zone-II, M.P.Nagar, Bhopal-462011	Shri Mohan Parisar, 232,Zone-II, M.P.Nagar, Bhopal-462011	Shri Mohan Parisar, 232,Zone-II, M.P.Nagar, Bhopal-462011

[V] CERTIFICATION

CEO/ CFO certificate to the Board under this clause is annexed.

MEANS OF COMMUNICATION

The Company has aemail ID viz., extractions@yahoo.in

[VI] REPORT ON CORPORATE GOVERNANCE

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
I. Board of Directors	49 (I)		-
(A) Composition of Board	49 (IA)	Yes	-
(B) Non-executive Directors' Compensation & disclosures	49 (IB)	Yes	-
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	-
II. Audit Committee	49 (II)		
(A) Qualified and Independent Audit Committee	49 (IIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIB)	Yes	-
(C) Power of Audit Committee	49 (IIC)	Yes	-
(D) Role of Audit Committee	49 (IID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIE)	Yes	-
III. Subsidiary Companies	49 (III)	N.A.	The Company does not have a subsidiary company
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IVA)	Yes	-
(B) Disclosure of Accounting Treatment		Yes	-
(C) Board Disclosure	49 (IVB)	Yes	-

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(D) Proceeds from public issue, right issue, preferential issue, etc.	49 (IVD)	N.A.	-
(E) Remuneration of Directors	49 (IVE)	Yes	-
(F) Management	49 (IVF)	Yes	-
(G) Shareholders	49 (IVG)	Yes	-
V. CEO/ CFO Certification	49 (V)	Yes	-
VI. Report on Corporate Governance	49 (VI)	Yes	-
VII. Compliance	49 (VII)	Yes	-

[VII] COMPLIANCE

CERTIFICATE FROM CHARTERED ACCOUNTANT

**To the Members of
Progressive Extractions and Exports Limited**

We have examined the compliance of conditions of Corporate Governance by Progressive Extractions and Exports Limited for the year ended 31st March, 2015, as stipulated in revised clause 49 of the Listing Agreement of the said Company with Stock Exchange(s). The company has complied the relevant clause 49.

The Compliance of conditions of Corporate Governance is responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit for an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of the Corporate Governance as stipulated in the above-mentioned Listing Agreement.

Based on the certificate received from Share Transfer Agent and as per the records maintained by the Company, we state that in respect of investor grievances received during the year ended 31st March, 2015, no investor grievances are pending against the Company for period exceeding one month.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affair of the company.

For Jain Dhureja & Co
Chartered Accountants

s/d
(CA. Shashank Jain)
Proprietor/Partner
Membership No. 128861
PLACE : Bhopal
DATED : 27th May, 2015

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PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED
Regd. Office: 232, Zone I,
M.P. Nagar, B HOPAL -011 (M.P.)

CEO/CFO CERTIFICATION TO THE BOARD (Under Clause 49(V) of Listing Agreement)

We certify that –

- a) We have reviewed the financial statement and the cash flow statement for the yet 2014-15 and to the best of our knowledge and belief:
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - (ii) These statements together present a true and fair view of the Company's affair and are in compliance with existing accounting standards, applicable laws and regulations;
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2013-2014 which are fraudulent, illegal or volatile of the Company's code of conduct;
- c) We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any of, which we are aware of and the steps we have taken or propose to take rectify these deficiencies.
- d) We have indicated to the Auditors and Audit Committee-
 - i) Significant changes in internal control over the financial reporting during the year 2014-2015;
 - ii) Significant changes in accounting policies during the year 2014-15 and that the same have been disclosed in the notes to the financial statements: and
 - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over the financial reporting.

For Progressive Extractions and Exports Limited

Bhopal

Date :12th May'2015

s/d
(Nitin Bhondwe)
Director

PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED
Regd. Office: 232 Zone I,
M.P.Nagar, BHOPAL-011 (M.P.)

DECLARATION – COMPLIANCE WITH THE CODE OF CONDUCT

In accordance with clause 49 of the Listing Agreement with the Stock Exchanges, Mr. Nitin Bhondwe, Director of the Company, hereby declare that the Board Members and senior Management Personnel have affirmed compliance with the said Code of Conduct, as mentioned in this report, for the year ended 31.03.2015.

For Progressive Extractions and Exports Limited

Place: Bhopal
Date: 12th May'2015

s/d
(Nitin Bhondwe)
Director

Progressive Extractions & Exports Limited

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GENERAL SHAREHOLDER INFORMATION

1. Annual General Meeting of the Company will be held on Thursday the 29th Tuseday, 2015 at 2.30P.M. at Shri Mohan Parisar, 232 Zone-II, MaharanaPratap Nagar, Bhopal 462 011
2. Tentative calendar of events for the financial year 2015-2016 (April –March) is given below:
First Quarter - on or before 31-07-2015, Second Quarter - on or before 31-10-2015 Third Quarter - on or before 31-01-2016, Forth quarter - on or before 30-04-2016
3. Book closure : Register of member and share transfer register will remain close from 25.09.2016 to 29.09.2016 (both days inclusive)
4. The shares of the Company are listed on: Bombay Stock Exchange Limited Mumbai,
The script code of the Company at BSE is: 531265
5. Market price data (During 2014-2015): BSE (Rs. Per Share)

52 Week High (adjusted)	150.00 (04/07/2014)
52 Week Low (adjusted)	15.50 (04/02/2015)
52 Week High (Unadjusted)	150.00 (04/07/2014)
52 Week Low (Unadjusted)	15.50 (04/02/2015)
Wtd. Average	16.25
6. M/S System Support Services, Mumbai is our share transfer agent. All the transfer received process and approved by the Share Transfer Committee at its meeting. For redressal of related grievances, shareholders may contact Mr.Rakesh Bhatia, compliance officer, at the registered office address of the Company.
7. The Company's share covered under the compulsory dematerialization list and is transferable through the depository system. Company's ISIN no.: **INE421E01012** shares received for physical transfer are registered within a maximum period of two weeks from the date of receipt, the documents are clear in any respect.
8. DISTRIBUTION OF SHAREHOLDING AS ON 31-03-2014

NO.OF SHARES	NO.OF SHAREHOLDERS	% OF SHAREHOLDERS	NO OF SHARES HELD	% OF SHARE CAPITAL
UPTO 1000	745	88.48%	242140	6.72%
1001 – 2000	42	4.99%	62863	1.74%
2001 -3000	15	1.78%	34798	0.97%
3001 - 4000	7	0.83%	25100	0.70%
4001 - 5000	11	1.31%	50199	1.39%
5001 - 10000	9	1.07%	67200	1.86%
10001 - 50000	6	0.71%	135100	3.75%
50001-100000	2	0.24%	161200	4.47%
100001 & Above	5	0.59%	2825800	78.40%
TOTAL	842	100.00%	3604400	100.00%

Dematerialisation of shares : The Company has appointed M/S System Support Services, Mumbai as depository registrar and signed tripartite agreement with NSDL and CDSL to facilitate dematerialization are generally confirmed with in a maximum period of two weeks from the date of receipt, if the documents are clear in all respect. There are 56 % of the equity shares have been dematerialised.

Progressive Extractions & Exports Limited

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FORM A

Format of covering letter of the annual audit report to be filed with the stock Exchange

1	Name of the Company:	Progressive Extractions & Exports Ltd.
2	Annual financial statements for the year ended :	31st March, 2015
3	Type of Audit observation	Un- Qualified
4	Frequency of observation :	Not Applicable
5	To be signed by: -	
	CEO/CFO:	S/d (Nitin Bhondwe) For Progressive Extractions & Exports Ltd.
	Audit Committee Chairman:	S/d (Avneesh Sebherwal) For Progressive Extractions & Exports Ltd.
	Auditor of the company:	S/d (CA.Shashank Jain) For Jain Dhureja & Co Chartered Accountants Partner Membership No.128861

Progressive Extractions & Exports Limited

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AUDITORS' REPORT

To the Members

PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED

1. We have audited the attached Balance Sheet of Progressive Extractions & Exports Limited as at March 31, 2015, the Profit and Loss Account for the Year ended on that date annexed hereto and the Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order to the extent applicable.
4. Further to our comments, we report that:
 - (i) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (ii) in our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books;
 - (iii) the Balance Sheet, Profit and Loss Statement and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (iv) in our opinion, the Balance Sheet, Profit and Loss Statement and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section 211 of the Companies Act, 1956;
 - (v) on the basis of written representations received from the directors, as on March 31, 2015, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2015 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956; and
 - (vi) in our opinion and to the best of our information and according to the explanations given to us, and read with other notes appearing in Schedule '2.1-2.14' give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a) in the case of the Balance Sheet, of the state of affairs of the company as at March 31, 2015;
 - b) in the case of the Profit and Loss Statement, of the profit for the year ended on that date; and
 - c) in the case of the Cash Flow Statement, of the cash flows ended on that date.

For JAIN DHUREJA & CO.
Chartered Accountants

s/d
(CA. SHASHANK JAIN)
Partner
M. No.:128861

Place : Bhopal
Dated : 27th May, 2015

Progressive Extractions & Exports Limited

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PROGRESSIVE EXTRACTIONS & EXPORTS LTD. BALANCE SHEET AS AT 31st MARCH 2015

	Particulars	Note No.	AS at 31.03.2015	AS at 31.03.2014
I	EQUITY AND LIABILITIES			
1	Share holders' funds	2.1		
	(a) Share Capital		36,044,000	36,044,000
	(b) Reserve & Surplus		46,693,986	47,420,132
	Sub Total-Share holders' funds		82,737,986	83,464,132
2	Non-Current Liabilities	2.2		
	(a) Long term borrowings		-	-
	(b) Deffered tax liabilities (Net)		10,347,130	10,347,130
	(c) Other long term liabilities		-	-
	(d) Long term provisions		-	-
	Sub Total-Non current Liabilities		10,347,130	10,347,130
3	Current Liabilities	2.3		
	(a) Short term borrowings		-	-
	(b) Trade payables		467,462	427,462
	(c) Other current liabilities		-	-
	(d) Short term provisions		945,295	702,795
	Sub Total-Current Liabilities		1,412,757	1,130,257
	TOTAL-EQUITY AND LIABILITIES		94,497,873	94,941,519
II	ASSETS			
1	Non-Current Assets	2.4		
	(a) Fixed assets- Tangible		871,049	1,049,127
	(d) Work in Progress		4,547,255	4,547,255
	(c) Long term loans & advances		-	-
	(d) Other non current assets		-	-
	Sub Total- Non-current assets		5,418,304	5,596,382
2	Current Assets	2.5		
	(a) Trade receivables		-	-
	(b) Cash and cash equivalents		163,291	1,104,859
	(c) Short term loans & advances		88,748,247	88,072,247
	(d) Other current assets		168,031	168,031
	Sub Total-current assets		89,079,569	89,345,137
	Notes forming part of the consolidate Accounts	2.1 - 2.14		
	TOTAL ASSETS		94,497,873	94,941,519

FOR PROGRESSIVE EXTRACTIONS & EXPORTS LTD.

s/d
(A.SABHARWAL)
Director

s/d
(NITIN BHONDWE)
Director

As per our report of even date attached
FOR JAIN DHUREJA & Co.
CHARTERED ACCOUNTANTS

s/d
CA. SHASHANK JAIN
PARTNER
M.NO. : 128861

Place : Bhopal
Dated : 27th May, 2015

Progressive Extractions & Exports Limited

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PROGRESSIVE EXTRACTIONS & EXPORTS LTD. PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED ON 31st MARCH 2015

	Particulars	Note No.	For the year ended on 31.03.2015	For the year ended on 31.03.2014
I	Income	2.6		
	(a) Revenue from operations		-	-
	(b) Other Income		153,500	165,250
II	Total Revenue		153,500	165,250
III	Expenses	2.7		
	(a) Cost of material consumed		-	-
	(b) Purchase of stock in trade		-	-
	(c) Chang in inventories of finshed goods/ W.I.P.		-	-
	(d) Employee benefit expenses		-	-
	(e) Depreciation and amortisation expenses		178,078	459,430
	(f) Other Expenditure		701,368	953,207
	Total Expenses		879,446	1,412,637
IV	Profit (+) / Loss (-) before exceptional and extraordinary items (II-III)		(725,946)	(1,247,387)
V	Exceptional items		-	-
VI	Profit (+) / Loss (-) Before Extraordinary items and Tax (IV-V)		(725,946)	(1,247,387)
VII	Extra ordinary Item		-	-
VIII	Profit (+) / Loss Before Tax (VI-VII)		(725,946)	(1,247,387)
IX	Tax Expenses		-	-
X	Profit (+) / Loss (-) for the period (VIII-IX)		(725,946)	(1,247,387)
XI	Earning per Equity share: (36,04,400 Equity shares of Rs. 10/- each)			
	(a) Basic		(0.20)	(0.35)
	(b) Diluted		-	-
	Notes forming part of the consolidate Accounts	2.1 - 2.14		

FOR PROGRESSIVE EXTRACTIONS & EXPORTS LTD.

s/d
(A.SABHARWAL)
Director

s/d
(NITIN BHONDWE)
Director

As per our report of even date attached
FOR JAIN DHUREJA & Co.

s/d
CA. SHASHANK
JAIN
PARTNER
M.NO. : 128861

Place : Bhopal
Dated : 27th May, 2015

Progressive Extractions & Exports Limited

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PROGRESSIVE EXTRACTIONS & EXPORTS LIMITED				
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015				
(Prepared Pursuant to listing agreement)				
PARTICULARS		For the Year 31.03.2015		For the Year 31.03.2014
A CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit before tax		(7.26)		(12.47)
Add :				
Depreciation	1.78		4.59	
Interest & Financial Charges	-		-	
Prior Period Adjustment	-		-	
Provision for Expenses	2.42		-	
Loss on sale of Assets	-		-	
Miscellaneous & Deferred Revenue Expenditure w/off	-	4.20		4.59
Operating Profit before working capital changes		(3.06)		(7.88)
Less :				
Interest received	-		-	
Profit on sale of assets	-		-	
Gratuity/Leave Encashment paid	-	-		-
		(3.06)		(7.88)
Adjustment for -				
Trade and other receivables	-		-	
Inventories	-		-	
Trade payable	0.41	0.41	(1.40)	(1.40)
Cash generated from operations		(2.65)		(9.28)
Income tax paid	-	-		-
Cash Flow before prior period items	-	(2.65)		(9.28)
Prior year adjustment				
Net cash from/(used) in operating activities (A)		(2.65)		(9.28)
B CASH FLOW FROM INVESTING ACTIVITIES:				
Purchase of Fixed Assets	-		-	
Capital Advance received back	-		-	
Consideration received on sale of assets	-		-	
Share Application Money Given	-		-	
Advances / Inter-corporate Deposit	(6.76)		-	
Interest on inter-corporate deposits and capital advances	-	(6.76)	3.03	3.03
Net cash from/(used) in investing activities (B)		(6.76)		3.03
C CASH FLOW FROM FINANCING ACTIVITIES :				
Increase/(Decrease) in long term borrowings	-		-	
Dividend paid	-		-	
Interest paid	-		-	
Increase/(decrease) in unsecured loan		-	-	-
Net Cash from/(used) in Financing Activities (C)		-		-
Net increase in cash equivalents (A+B+C)		(9.41)		(6.25)
Cash & Cash Equivalents (Opening Balance)		11.04		17.29
Cash & Cash equivalents as at (Closing Balance)		1.63		11.04
FOR PROGRESSIVE EXTRACTIONS & EXPORTS LTD.		As per our report of even date attached FOR JAIN DHUREJA & Co., Chartered Accountants		
s/d	s/d	s/d		
(A.SABHARWAL)	(NITIN BHONDWE)	CA.SHASHANK JAIN		
Director	Director	PARTNER		
Place : Bhopal		M.NO. : 128861		
Dated : 27th May, 2015				

Progressive Extractions & Exports Limited

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NOTES FORMING PART OF CONSOLIDATE ACCOUNTS

1 SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Preparation of Accounts

These accounts are prepared under the historical cost convention. The accounts conform to applicable Accounting standards in India. Financial statements are prepared in accordance with relevant presentational requirements of the Companies Act, 1956.

2. Revenue Recognition

Mercantile system of accounting followed.

3. Fixed Assets

a. Fixed assets are shown at cost. Cost in case of depreciable assets is taken net of subsidy received in relation to specific fixed assets from Government or other authorities. Preoperative expenses including interest upto the date of installation of individual assets are capitalized and added to the cost of the fixed assets when installed.

b. Depreciation on fixed assets is provided on straight line basis and at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956.

4. Inventories

The company has abandoned all its manufacturing activities. There were no trading activities carried out during the year.

5. Sundry Debtors, Loans & Advances

Provision for doubtful debts and loans and advances are made as and when they are considered doubtful.

6. Miscellaneous Expenditure

Preliminary and share issue expenses are amortized over a period of 10 years.

7. Foreign Currency Transactions.

There is no foreign Currency transaction for the year.

8. Retirement benefits.

Necessary provisions are made by the company.

9. Provision for income tax.

Due to carry forward losses, no provision for income tax has been made.

10. Borrowing Cost

Borrowing costs attributable to acquisition and construction of assets are capitalized as per the cost of such assets upto the date such assets is ready for its intended use. Other borrowing costs are charged to Profit & Loss Account.

Progressive Extractions & Exports Limited

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2- NOTES TO THE ACCOUNTS

2.1 Share holder's Fund

	As at 31.03.2015	As at 31.03.2014
Share Capital		
AUTHORISED		
40,00,000 equity shares of Rs.10/- each	40,000,000	40,000,000
3,00,000 Redeemable Preference shares of Rs.100/- each	30,000,000	30,000,000
ISSUED, SUBSCRIBED & PAID UP		
36,04,400 Equity Shares of Rs.10/- each	3,60,44,000	3,60,44,000
	No. of shares	Percentage
1. Econotech Services Pvt. Ltd.	1,81,200	5.03%
2. Amarkanak Farms Pvt. Ltd	10,81,300	30.00%
3. Betwa Finlease Pvt. Ltd.	10,81,900	30.02%
4. Betwa Realators Pvt. Ltd.	3,00,400	8.33%
5. Mr. Sundeep Maheshwari	1,81,000	5.02%
Reserve and Surplus		
Capital Reserve		
1. State Subsidy	15,00,000	15,00,000
2. Assets Realization Reserve	5,43,59,143	5,43,59,143
General Reserve		
Profit and loss account		
As per last Account	(84,39,011)	(71,91,624)
Less : Transfer from Profit & Loss Account	(7,26,146)	(12,47,387)
Balance of Profit and loss account	(91,65,157)	(84,39,011)
	4,66,93,986	4,74,20,132

2.2 Non Current Liabilities

	As at 31.03.2015	As at 31.03.2014
Long Term Borrowings		
Inter Corporate Deposits (Including interest accrued and due)	0	0
Less: interest on loan	0	0
	0	0
Deferred tax liabilities (Net)	1,03,47,130	1,03,47,130
Long term liabilities	0	0
Long term provisions	0	0
	1,03,47,130	1,03,47,130

Progressive Extractions & Exports Limited

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2.3 Current Liabilities

	As at 31.03.2015	As at 31.03.2014
Short Term Borrowings	0	0
Trade payables		
Sundry Creditors	2,29,551	1,89,550
Advances received from customers	2,37,911	2,37,911
	4,67,462	4,27,462
Other Current Liabilities		
Short term provisions		
Provision for Leave Encashment	6,92,795	6,92,795
Provision for Audit Fee & Expenses	2,52,500	10,000
	9,45,295	7,02,795

2.4 Non Current Assets

	As at 31.03.2015	As at 31.03.2014
Fixed Assets (Tangible) - Gross Block	49,99,170	49,99,170
Less: Depreciation	41,28,121	39,50,043
*Net Block	8,71,049	10,49,127

*Statement of Fixed Assets Attached.

Contingent liabilities not provided for in respect of –

Equitable mortgage of office flat as collateral security for loans availed by others. Gross Block Rs.4,57,359 (Previous Year Rs.4,57,359).

Company has entered into joint venture for construction of Office/ residential blocks on leased land.

Work in progress of the venture as certified by the management is Rs 45,47,255/-.

2.5 Current Assets

	As at 31.03.2015	As at 31.03.2014
Trade receivables	0	0
Cash & Cash equivalents		
Cash in Hand	1,63,291	10,79,991
Balance with schedule banks (Current Account)	0	24,868
Balance with schedule banks (Term deposit)	0	0
	1,63,691	11,04,859
Short Term Loans & Advances		
Advances recoverable in cash or in kind or for value		
to be received/adjusted - Unsecured considered good	3,5349,075	3,46,73,075
- Unsecured considered doubtful	4,300,350	4,300,350
Less: Provision for doubtful advances	(4,300,350)	(4,300,350)
Staff Loans	-	-
Inter Corporate Deposit	52,525,000	52,525,000
Security Deposit Outward	10,545	10,545
Taxes and duties paid under dispute	863,627	863,627
	8,87,48,247	8,80,72,247
Other Current Assets		
Miscellaneous Expenditure (To the extent not written or adjusted)	168,031	168,031

The Company had placed inter-corporate deposit of Rs.5,41,00,000 with M/s.Betwa Realtors Private Limited. Outstanding Balance is Rs.52,525,000/-. In view of the default being committed by the said company in repayment, interest on the said deposit for the current year has not been recognized. The Company taken necessary steps for recovery of the deposit along with interest. The Company has considered no provision necessary at this stage.

Progressive Extractions & Exports Limited

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2.6 Income

	For the year ended on 31.03.2015	For the year ended on 31.03.2014
Revenue from operation	-	-
Miscellaneous Income	1,65,250	1,65,250
	1,65,250	1,65,250

2.7 Expenditure

	For the year ended on 31.03.2015	For the year ended on 31.03.2014
<u>MANUFACTURING, SALES & ADMINISTRATIVE EXPENSES</u>		
Salaries & Wages	3,24,500	3,24,500
Contribution to P.F. & E.S.I.	0	0
Employees' welfare & other benefits		
Insurance	0	0
Repairs & Maintenance -		
Building	0	0
Plant & Machinery	0	0
Others (vehicles)	25,500	25,700
Travelling & Conveyance	1,30,500	2,61,625
Audit Fee	10,000	10,000
Preliminary & Share Issue Expenses w/off	0	0
Legal & Professional Exp.	2,00,550	2,88,871
Bank Charges	2,817	33,950
Other General Expenses	7500	8,560
	7,01,368	9,53,207

2.8 Estimated amount of contracts remaining to be executed on capital account and not provided for – Rs. NIL (Previous year Rs.NIL)

2.9 Sundry Creditors include due to small scale industries is Rs Nil (Previous year Nil) .

2.10 Payment to Directors (Subject to approval of shareholders) :

Particulars	For the Year ended on 31.03.2015	For the year ended on 31.03.2014
(i) Payment to Managing Director	Nil	Nil
Salary & perquisites	Nil	Nil
Contribution to Provident & Other funds	Nil	Nil
(ii) Payment to Executive Director :	Nil	Nil
Salary & perquisites	Nil	Nil
Contribution to Provident & Other funds	Nil	Nil

Progressive Extractions & Exports Limited

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2.11 Payment to Auditors:

Particulars	For the Year ended on 31.03.2015	For the year ended on 31.03.2014
Audit Fee	10,000	10,000
Other Services	Nil	Nil
Reimbursement of expenses	Nil	Nil

2.12 Segment Reporting:

- a. Business Segment
The company does not have any commercial activities.

2.13 Disclosure of Related Parties & Related Party Transactions :

- a. Related Parties where control exists –
- i. Key Management Personnel -ShriAvaneesh Sabharwal (Director)
ShriNitin Bhondwe(Director)
 - ii. Enterprise holding substantial Interest in voting power
Amarkantak Farms Pvt. Ltd.
Betwa Realtors Pvt.Ltd
BetwaFinlease Pvt Ltd
- b. Related Party transactions (including transactions where related party relationship exists without control):

Particulars	For the year ended 31.03.2015	For the year ended 31.03.2014
Purchases	Nil	Nil
Expenses Reimbursible	Nil	Nil
Expenses Recoverable	Nil	Nil
Inter Corporate Deposit Given	Nil	Nil
Refund of Inter Corporate Deposit	Nil	Nil
Interest Payment	Nil	Nil
Short Term Advances Given	Nil	Nil
Capital Advances given recd. Back	Nil	Nil
Interest Charged on ICD given	Nil	Nil
Rent Paid	Nil	Nil
Consultancy Charges	Nil	Nil
Dividend Payment	Nil	Nil
Sales	Nil	Nil
Year end balance		
Account Receivable	9869453	9869453
Inter-corporate Deposit given	52525000	52525000
Accounts Payable	Nil	Nil
Payment to Key Management Personnel	Nil	Nil
Remuneration	Nil	Nil
Reimbursement of Travel Expenses	Nil	Nil

11. Earnings per share :

	For the year ended 31.03.2015	For the year ended 31.03.2014
Net Profit for the period Attributable to Shareholders	(7,26,146)	(12,47,387)
Weighted Average number of Equity Shares outstanding	36,04,400	36,04,400
Basic and diluted earning per share (face value of Rs.10 each)	(0.20)	(0.35)

Progressive Extractions & Exports Limited

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2.14 Previous year figures have been regrouped and re-classified to conform to this year's classification.

As per our Report attached
For JAIN DHUREJA & CO.
Chartered Accountants

For and on behalf of the Board of Directors

(CA. Shashank Jain)
Partner

(Avaneesh Sabharwal)
Director

(Nitin Bhondwe)
Director

Membership No.: 128861

Place : Bhopal

Dated : 27th May, 2015

Progressive Extractions & Exports Limited

34th Annual Report

DIRECTORS' REPORT

To The Members,

Your Directors have pleasure in presenting the 34th Annual Report of the Company with the Audited Statement of Accounts for the year ended on 31st March, 2015

Financial Highlights	(Rs. In Lakhs)	
	2014-15	2013-14
Sales & Other Income	1.65	1.65
Profit Before Tax	-7.26	-12.47
Net Profit After Tax	-7.26	-12.47

STATEMENT OF AFFAIRS

Bombay stock Exchange Issued approval for revocation of suspension from trading of Equity shares of the company w.e.f. 04.07.2014. We may also like to inform you, we have appointed M/S System Support Services, Mumbai as RTA of the Company for providing better electronic share trading facility to our share holders.

Future Outlook

The company is consolidating its position to improve its marketing performance during the coming years and to in case its long-standing goodwill. Company has entered into joint venture for construction of Office/ residential blocks on leased land.

Directors

During the Financial year ShriAvneeshSabharwal and **ShriNitinBhondwe**, directors retire by rotation who offers themselves for reappointment.

Particulars of Employees

Particulars of employees pursuant to section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended are not being furnished herewith since there is no employee who is getting remuneration as per the provisions therein.

Conservation of Energy, Technology absorption Etc.

Since the company do remained with any manufacturing activities, the required disclosure containing particulars pursuant to To Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1998 and forming part of Directors' Report has not been furnished.

Public Deposit

During the 2014-15 your company has not accepted any deposits and as such, no amount of principal and interest was outstanding on the date of Balance Sheet.

Listing of the shares of the company

Equity Shares of the company are listed in Bombay Stock Exchange. The Company is regular for filing compliance with BSE.

Industrial Relation

The industrial relations continued to be cordial throughout the year. Your Directors wish to place on record their sincere appreciation for the excellent team work with which the workers and officers of the company at all level contributed for satisfactory performance of the company.

Auditors

The present auditors, M/s K.C. Koshal & Co. ,Chartered Accountants, Auditors of the Company hold the office until the conclusion of the ensuing Annual General Meeting., , M/s K.C. Koshal & Co. ,Chartered Accountants being eligible, have offered themselves for re-appointment and have confirmed that their appointment, if made, would be within the limits prescribed under section 224 (1B) of the Companies Act, 1956.

On behalf of the Board

S/d	s/d
(AvaneeshSabharwal)	(NitinBhondwe)
Director	Director

Dated :1st September, 2015
Registered Office
232, Zone-I, M.P. Nagar, Bhopal

Progressive Extractions & Exports Limited

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ANNEXURE-II

REPORT ON CORPORATE GOVERNANCE

a) **Board of Directors**

The Board of Directors consists of the Following

- i) **ShriNitinBondwe** Executive Director. He is a Director in eight other companies. He is a member of audit committee of the Board of Directors of Public Limited Company at Salamatpur (M.P)
- ii) **ShriAvneeshSabherwal**, Non Executive and independent Director. He is Director in One other companies. He is not a member of any committee of the Board of Directors of any Company.
- iii) **Shri Sundeep Maheshwari** Non Executive and Non independent Director. He is a Director in five other companies. He is not a member of any committee of the Board of Directors of any Company.

A total Seven Board Meeting were held during the year 2013-14 These meetings were held on 18.05.2014, 12.07.2014, 07.09.2014, 12.10.2014, 01.11.2014, 16.01.2015, and 31.03.14. and gap between any two Board Meetings was not more than that permitted by law. The attendance by Directors at the Board Meeting was follows:

Dates of meeting	Category of Membership	Attendance Particulars	
ShriAvneeshSabherwal	NE & ID	7	Yes
ShriSundeepMaheshwari	NE & NI	7	Yes
ShriNitinBhondwe	NE & ID	7	Yes-

C: Chairman; MD: Managing Director; ED: Executive Director NE&ID: Non Executive and Independent Director: NE & NI: Non Executive and Non Independent Director

Legal requirement about Board Meeting were complied with. No Director is member/Chairman of Committees of Board of Directors of more than the number as permitted in clause 49 of the listing Agreement.

b. **Audit Committee**

- i) An audit committee was constituted in accordance with Section 292A of the Companies Act, 1956 and clause 49 of the Listing Agreement with effect from 31.03.2004. The Committee consist of the Chairman – ShriAvaneeshSabharwal who is independent and non-executive Director and is having financial and accounting knowledge. Other two members of the Committee – ShriSundeepMaheshwari and ShriNitinBhondwe are also non-executive Director.
- ii) The terms of reference of the Audit Committee specified by the Board are as contained under Clause 49 of the Listing Agreement.
- iii) The Audit Committee met on 15.05.2014, 06.07.2014, 7.10.2014, 06.01.2015 and 31.03.2015

c. **Remuneration of Directors.**

- i) No Director was paid any remuneration/ stock option.
- ii) No Director was paid any sitting fees for attending Board Meetings.
- iii) The Board has not yet constituted a Remuneration Committee since there was no occasion when such committee was need as per law/listing agreement.

d. **Management Discussion and Analysis.**

- i) **Industry Structure & Development:** Edible Oil industry being based on agriculture depends heavily on vagaries of nature. This is more specific to Madhya Pradesh where majority of soya cultivation is non-irrigated. Farmers have small holdings of land where mechanised and scientific methods of cultivation are difficult to be adopted. Soyabean Processors Association of India (SOPA) has undertaken various schemes to educate farmers for better yield of soyabean.
- ii) **Internal Control Systems & Adequacy:** The day to day operations of the company are looked after by the Director who have a team of professionals to man key areas of operations. In addition, the company has the following committees to over view the management.
 1. Audit Committee of Board of Directors.
 2. Share Transfer and Investors' Grievance Committee of Board of Directors.

Progressive Extractions & Exports Limited

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The Company has an adequate internal control system, procedures, checks designed to provide reasonable assurance on achievement of the objectives relating to efficiency and effectiveness of operations, reliability of financial reporting and compliance with applicable laws and regulations.

- iii) **Opportunities and the outlook:** The industry foresees a potential growth in view of a wide gap between demand and supply of edible oil in the country. Efforts have been made by the Central and State Governments to enhance edible oil production by way of various incentives and schemes.
- iv) **Threats:** Owing to cheaper imports of oil, there is severe pressure on the industry to be competitive. In the era of globalisation and liberalisation of economy many foreign players have entered the market with their large infrastructure and economics of scale which pose a threat to the local industry.
- v) **Risks & Concerns:** Nature plays very important role in functioning of the industry. Monsoons and climatic conditions can influence production of soyabean to a great extent. Similarly Government policies can also adversely affect the industry.
- vi) **Human Resources :** The company has its own system to monitor all its functions to ensure proper and adequate control, facility, transparency and accuracy. The employer-employee relations has been cordial. The company considers the quality of its human resources as its important assets and tries to attract, employ, train and retain the best talent available in the industry.

d) Shareholders:

- i) The Committee comprises of Shri Avneesh Sabherwal, as Chairman and Shri Sundeeep Maheshwari and Shri Nitin Bhondwe are members of the Committee. The Committee inter alia, approves issue of duplicate share certificate and oversees and reviews all matters connected with securities transfer. The Committee also looks into redressing of shareholders'/ investors' complaints like transfer of shares, non-receipt of balance sheet, non-receipt of dividends etc. and also transfer/transmission and dematerialization of securities issued by the Company.
- ii) The Shares of the Company have been dematerialised and ISIN No. is INE421E01012.
- iii) Promoters along-with persons acting in concert hold 74.37% of the paid up capital, Private Bodies Corporate hold 5.54% and while other public hold 20.09%.
- iv) The Last three Annual General Meetings of the Company were held as Under:-

Year	Location	Date	Time	No. of Special Resolution Passed
2011-12	Shri Mohan Parisar 232, Zone-I M.P.Nagar, Bhopal 462 011	29.09.12	3 P.M.	2
2012-13	Shri Mohan Parisar 232, Zone-I M.P.Nagar, Bhopal 462 011	29.09.13	3 P.M.	2
2013-14	Shri Mohan Parisar 232, Zone-I M.P.Nagar, Bhopal 462 011	29.09.14	2.30P.M.	2

Date : 1st September, 2015
 Registered Office:
 Shri Mohan Parisar,
 232, Zone I,
 M.P.Nagar, Bhopal 462 011
 Madhya Pradesh

By the Order of the Board of Directors

S/d
 Director

S/d
 Director