

ADJIA TECHNOLOGIES PRIVATE LIMITED

(CIN: U74140GJ2015PTC085465)

NOTICE

NOTICE is hereby given that the **3rd Annual General Meeting** of the Members of the Company will be held on **29th September, 2018 at 11.30 a.m.** at the Registered office BLOCK NO. 5, ROOM NO. 97 GHB COLONY, MEGHANINAGAR AHMEDABAD- 380016, to transact the following business :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Statement of Profits & Loss and together with Cash Flow Statement and notes forming part thereto ("Financial Statement") for the year ended on 31st March, 2018 and Report of Directors and Auditors thereon.

Place: Ahmedabad

Date: 03/09/2018

Registered office:

BLOCK NO. 5, ROOM NO. 97
GHB COLONY MEGHANINAGAR
AHMEDABAD- 380016

By Order of the Board

For, ADJIA TECHNOLOGIES PRIVATE LIMITED



ASIT TRIPATHI

Director
DIN: 07371400



DHIRAJ SHARMA

Director
DIN: 07371413

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT ALL MEETINGS IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND ON BEHALF OF HIM AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies in order to be effective should be duly completed stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the conclusion of the meeting.
3. Members are requested to notify immediately any change in their address to the Company at its Registered Office.
4. Members desiring any information as regards accounts are requested to write to the company at least 7 days before the meeting to enable the management to keep the information ready.

DIRECTORS' REPORT

To
THE MEMBERS,
ADJIA TECHNOLOGIES PRIVATE LIMITED

Your directors have pleasure in presenting 3rd Annual Report of the Company together with audited statements of accounts for the Period ended on 31st March, 2018.

FINANCIAL RESULTS	(in Rs.)	
	F.Y.2017-2018	F.Y.2016-2017
Income	0	160000
Other income	0	0
Total Income	0	160000
Total expenses	3000	183026
Profit/(Loss) Before Depreciation	(3000)	(23026)
Less: Depreciation	0	0
Profit/(Loss) Before Tax	(3000)	(23026)
Less: Tax	0	0
Profit/(Loss) for the year	(3000)	(23026)

DIVIDEND:-

Due to loss in the year, the company has not declared dividend for the year ended 31st march 2018.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125 of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

THE AMOUNTS WHICH COMPANY PROPOSES TO CARRY TO ANY RESERVES:

The Company does not propose any amount to be transferred to any Reserves.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relate on the date of this report.

DIRECTORS:

During the year, no director has been appointed, removed or resigned from the Board of Directors of the Company.

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:

During the year under review, the Board met 6 (Six) times. Proper notices were given and the proceedings were properly recorded and signed in the Minutes book as required by the Articles of Association of the Company and the Companies Act, 2013

PUBLIC DEPOSITS:

The Company has not accepted deposit covered under Chapter V of the Companies Act, 2013 during the year. The Provisions of Section 73 of the Companies Act, 2013 does not apply to the Company.

AUDITORS:

At the Annual General Meeting held on 30th September, 2017, M/s. DEORA Maheshwari & co., Chartered Accountants was appointed as statutory auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the financial Year 2022.

In pursuant to Companies Amendment Act, 2017, enforced on 7th May, 2018 by Ministry of Corporate Affairs, the appointment of statutory auditor is not required to be ratified at every annual general meeting.

The notes and remarks of Auditors are self explanatory and therefore do not require any further clarification.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**1) CONSERVATION OF ENERGY :**

- A. The steps taken or impact on conservation of energy: Nil
- B. The steps taken by the Company for utilizing alternate sources of energy : Nil
- C. The Capital investment on energy conservation equipments: Nil

2) TECHNOLOGY ABSORPTION :

- I. The efforts made towards technology absorption: No
- II. The benefits derived like product improvement, cost reduction, product development or import substitution: Nil
- III. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- Not Applicable
- IV. The expenditure incurred on Research and development (R & D) : Nil

3) FOREIGN EXCHANGE EARNINGS AND OUT GO :**OUT GO**

CIF Value of Import : Nil
Expenditure in Foreign Currency : Nil

EARNING : Nil

RISK MANAGEMENT:

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The Company has not constituted Corporate Social Responsibility Committee and has not developed CSR Policy as the provisions of Section 135 of the Companies Act, 2013 is not applicable to the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The company has not given any loans or guarantees or made investments covered under the provisions of section 186 of the Companies Act, 2013 during the year. However, the details of the loans and advances as on 31st March, 2018 of the Company are given in the financial statement of the Company

ANNUAL RETURN:

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 in form MGT-9 as "Annexure-A" is attached to this Report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any Subsidiary, Joint venture or Associate Company during the year under review.

PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

During the year company has not entered any contract and agreement with related parties.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Adequate internal control systems commensurate with the nature of the Company's business and size and complexity of its operations are in place and have been operating satisfactorily. Internal control systems consisting of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The directors had prepared the annual accounts on a going concern basis.
- v. proper internal financial controls are in place and that the financial controls are adequate and are operating effectively and
- vi. The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

ACKNOWLEDGEMENT:

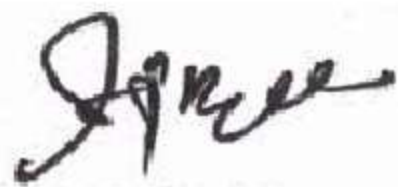
Your Directors wish to thank the investors, company's Bankers & the statutory authorities for the consistent support received from them throughout the year.

Place: Ahmedabad


Date: 03/09/2018

By Order of the Board

For, ADJIA TECHNOLOGIES PRIVATE LIMITED



ASIT TRIPATHI
Director
(DIN: 07371400)



DHIRAJ SHARMA
Director
(DIN: 07371413)

“Annexure-A”

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2018

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	U74140GJ2015PTC085465
ii)	Registration Date	22/12/2015
iii)	Name of the Company	ADJIA TECHNOLOGIES PRIVATE LIMITED
iv)	Category/Sub-Category of the Company	Limited by shares
v)	Address of the Registered office and contact details	BLOCK NO. 5, ROOM NO. 97 GHB COLONY, MEGHANINAGAR AHMEDABAD- 380016
vi)	Whether listed company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	N.A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities Contributing 10% or more of the total turnover of the company shall be stated)

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1.	-----NIL-----		

g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non- Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		10,000	10,000	100%		10,000	10,000	100%	

(ii) *Shareholding of Promoters:*

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Asit Tripathi	3340	33.4%	-	3340	33.4%	-	-
2	Dhiraj Sharma	3330	33.3%	-	3330	33.3%	-	-
3	Ganpatbhai Patel	3330	33.3%	-	3330	33.3%	-	-
	Total	10000	100%		10000	100%		

(iii) *Change in Promoters' Shareholding (please specify, if the reason of change)*

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	10000	100%	10000	100%
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):			No Change	
	At the end of the year	10000	100%	10000	100%

(iv) *Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):*

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	--	--
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase/ decrease(e.g. allotment/ transfer/ bonus/sweat equity etc):	--	--	--	--
	At the End of the year (or on the date of separation, if separated during the year)	-	-	--	--

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

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Asit Virendrakumar Tripathi				
	At the beginning of the year	3340	33.4%	3340	33.4%
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	3340	33.4%	3340	33.4%
2.	Dhiraj Jaykumar Sharma				
	At the beginning of the year	3330	33.3%	3330	33.3%
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	3330	33.3%	3330	33.3%
3.	Ganpatbhai Amarsinhbhai Patel				
	At the beginning of the year	3330	33.3%	3330	33.3%

Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
At the end of the year	3330	33.3%	3330	33.3%

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	5,79,340	-	5,79,340
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	5,79,340	-	5,79,340
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	5,79,340	-	5,79,340
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	5,79,340	-	5,79,340

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		----	----	----	---	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil			Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961					
2	Stock Option	Nil	Nil			Nil
3	Sweat Equity	Nil	Nil			Nil

4	Commission - as % of profit - others, specify...	Nil	Nil			Nil
5	Others, please specify					
	Total (A)	Nil	Nil			Nil
	Ceiling as per the Act					

B. Remuneration to other directors:

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		Asit Tripathi	Dhiraj Sharma	Ganpatbhai Patel	---	
1	Independent Directors	0	0	0	0	0
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Executive/ Non-Executive Directors	✓	✓	✓		
	Fee for attending board committee meetings	-	-	-		
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	----	----	----	---
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	others, specify...				
5	Others, please specify				
	Total				

VII. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-----	----	----	---	-----
Punishment	-----	----	----	---	-----
Compounding	-----	----	----	---	-----
B. DIRECTORS					
Penalty	-----	----	----	---	-----
Punishment	-----	----	----	---	-----
Compounding	-----	----	----	---	-----
C. OTHER OFFICERS IN DEFAULT					
Penalty	-----	----	----	---	-----
Punishment	-----	----	----	---	-----
Compounding	-----	----	----	---	-----