

**ADJIA TECHNOLOGIES LIMITED
(FORMERLY ADJIA TECHNOLOGIES PRIVATE LIMITED)**

5TH ANNUAL REPORT

FINANCIAL YEAR 2019-20

ADJIA TECHNOLOGIES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Mudit Agrawal **Director**
(DIN: 05357258)

Mr. Roshan Kumar Rawal **Director**
(DIN: 07371413)

AUDITORS:

JAIN & TALESARA
Chartered Accountants,
Ahmedabad

REGISTERED OFFICE:

102, Fairdeal House,
Opp. Xaviers Ladies Hostel,
Swastik Char Rasta
Navrangpura, Ahmedabad-380009

**ADJIA TECHNOLOGIES LIMITED
(FORMERLY KNOWN AS ADJIA TECHNOLOGIES PRIVATE LIMITED)**

**Address: 102, FAIRDEAL HOUSE, OPP. XAVIERS LADIES HOSTEL SWASTIK CHAR RASTA
NAVRANGPURA AHMEDABAD 380009.**

CIN: U74140GJ2015PLC085465

Email ID: adjiatechnologiespvtltd@gmail.com

NOTICE

NOTICE is hereby given that the **05th (Fifth) Annual General Meeting of ADJIA TECHNOLOGIES LIMITED** will be held on Thursday, 10th December, 2020 at 12:00 P.M. at the Registered Office of the Company situated at 102, Fairdeal House, Opp. Xaviers Ladies Hostel Swastik Char Rasta Navrangpura Ahmedabad 380009 to transact the following business:

ORDINARY BUSINESS:

- 1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTOR'S AND AUDITOR'S THEREON.**
- 2. TO REGULARISE THE APPOINTMENT OF MR. ROSHAN RAWAL AS MANAGING DIRECTOR OF THE COMPANY**

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed there under, including any enactment, re-enactment or modifications thereof, Mr. Roshan Kumar Rawal (DIN: 08658054) whose term of office as an additional director expires at the conclusion of this Annual General Meeting be and is hereby appointed as the Managing Director of the Company at a remuneration of Rs. 1,00,000/- (Rupees One Lac) per month.

RESOLVED FURTHER THAT any Director of the Company and/or any authorized representative of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution.”

- 3. TO REGULARISE THE APPOINTMENT OF MR. MUDIT AGARWAL AS NON-EXECUTIVE DIRECTOR OF THE COMPANY:**

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed there under, including any enactment, re-enactment or modifications thereof, Mr. Mudit Agrawal (DIN: 05357258) whose term of office as an additional director expires at the conclusion of this Annual General Meeting be and is hereby appointed as the Whole Time Director of the Company at a remuneration of Rs. 2,000/- (Rupees Two Thousand) per meeting.

RESOLVED FURTHER THAT any Director of the Company and/or any authorized representative of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution.”

- 4. TO REGULARISE THE APPOINTMENT OF MISS. PRITI JADAV AS NON-EXECUTIVE DIRECTOR OF THE COMPANY:**

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed there under, including any enactment, re-enactment or modifications thereof, Miss Priti Jadav (DIN: 08832116) whose term of office as an additional director expires at the conclusion of this Annual General Meeting be and is hereby appointed as the Whole Time Director of the Company at a sitting fee of Rs. 2,000/- (Rupees Two Thousand) per meeting.

RESOLVED FURTHER THAT any Director of the Company and/or any authorized representative of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution.”

5. TO APPOINT M/s. JAIN & TALESARA & CO. AS STATUTORY AUDITOR OF THE COMPANY:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), **M/s. JAIN & TALESARA.**, Chartered Accountants(Firm Registration No. 152202W) be and are hereby appointed as Statutory Auditors of the Company.

RESOLVED FURTHER THAT M/s **JAIN & TALESARA**, Chartered Accountants, Ahmedabad (Firm Registration No. 152202W), be and are hereby appointed as Statutory Auditors of the Company for the period of 5 (Five) financial years from this Annual General Meeting till the conclusion of the 7th Annual General Meeting from conclusion of this AGM, subject to the ratification of their appointment by the members at every annual general meeting on such remuneration as may be fixed by the Board of Directors in consultation with auditor.”

RESOLVED FURTHER THAT any Director of the Company be and are hereby authorized as to do all such acts, deeds and things incidental thereto to give effect to aforesaid resolution.”

6. TO APPOINT MR. ASHISH AGRAWAL AS INDEPENDENT DIRECTOR

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with schedule IV, read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), consent of the members of company be and is hereby accorded, to appoint Mr. Ashish Agrawal(DIN: 06904914) as Director (Non-Executive & Independent) on the Board of the Company w.e.f. to hold office, for appointment as an Independent Director to hold office for a term upto consecutive 5 years from the date of this Annual General Meeting.

RESOLVED FURTHER THAT any of the Directors for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

“**RESOLVED FURTHER THAT** any one of the Directors for the time being be and are hereby severally authorised to sign the certified true copy of the resolution of the resolution to be given as and when required.”

7: TO APPOINT MR. RAJNISH PATHAK AS INDEPENDENT DIRECTOR

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with schedule IV, read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), Consent of the members of the company be and is hereby accorded, to appoint Mr. Rajnish Pathak (DIN: 08764000) as Director (Non-Executive & Independent) on the Board of the Company w.e.f. date of appointment, for appointment as an Independent Director to hold office for a term upto consecutive 5 years from the date of this Annual General Meeting.

RESOLVED FURTHER THAT any of the Directors for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

SPECIAL RESOLUTION: -

8: TO APPROVE INITIAL PUBLIC OFFER OF EQUITY SHARES OF THE COMPANY

“**RESOLVED THAT** pursuant to Section 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory

modification or re-enactment thereof), the applicable provisions of Securities Contracts (Regulation) Act, 1956, the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to and in accordance with any other applicable laws or regulation in India, including without limitation, the provisions of the Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018(the "SEBI ICDR Regulations") (including any statutory modification or re-enactment thereof, for the time being in force) and the listing agreement to be entered into with the Stock Exchange where the equity shares and/or other securities of the Company are proposed to be listed on the SME/Startups platform and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Securities and Exchange Board of India ("SEBI"), Stock Exchange(s),the Reserve Bank of India ("RBI") Ministry of Corporate Affairs ("MCA"), the Registrar of Companies (the "RoC") and/ or any other competent authorities, and all other appropriate applicable statutory and/or regulatory requirements and subject to such approvals, consents, sanctions, permissions and conditions as may be prescribed by competent statutory and/or regulatory authorities granting such and subject to such conditions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "Board" and which term shall include such Committee of Directors constituted/to be constituted for the said purpose), subject to the approval of members of the company in general meeting, consent of Board of the Company be and is hereby accorded to issue, offer and allot equity shares of face value of Rs. 10/- ("Equity Shares"), each and such other securities which may be convertible into or exchangeable for Equity Shares, at a price including premium to be determined in accordance with the method as may be prescribed by SEBI ICDR Regulations, 2018 and subsequent amendments thereto ("ICDR Regulations"), upto 3,00,000 Equity Shares (Three Lacs Equity Shares Only) including the issue and allotment of Equity Shares and/or other securities to Market Maker, in accordance with the provisions of regulation 261 of chapter IX of the ICDR Regulations and/or other applicable statutory and/or regulatory requirements, to be issued, at par or at premium and for cash or other consideration as may be resolved by members.

RESOLVED FURTHER THAT such of these equity shares may also be issued on Pre-IPO Placement (as defined under SEBI ICDR Regulations) or to any category(ies) of persons as may be permissible in accordance with the SEBI ICDR Regulations and other applicable laws, regulations, policies or guidelines in such manner, if any, and on such terms as the Board and/or its Committee in its absolute discretion may think most beneficial to the Company including without limitation, to negotiate, finalise and execute any document or agreement and any amendments or supplements thereto and generally do all such acts, deeds, matters and things in relation to all matters incidental to or in relation to the foregoing and to settle any question, difficulty, or doubt that may arise with regard thereto or in relation to the foregoing.

RESOLVED FURTHER THAT such of these equity shares to be issued as are not subscribed may be disposed of by Board to such persons and in such manner and on such terms as the Board in its absolute discretion may think most beneficial to the Company including offering or placing them with Banks/Financial Institutions/Investment Institutions/Foreign Institutional Investors/Bodies Corporate/such other persons or otherwise as the Board may in its absolute discretion decide, subject to the SEBI ICDR Regulations and other regulations, as applicable.

RESOLVED FURTHER THAT the Board be and is hereby authorised to finalise and execute the Offer Document(s), Form of Application, appointment of the Book Running Lead Manager/Lead Manager(s), Registrar to the Issue/Offer, Market Maker(s), Nominated Investors and other intermediaries as specified in the applicable laws, rules, regulations and guidelines, for the time being in force, and as may be deemed necessary to carry out/settle any question arising out of or in relation to the proposed Issue/Offer, enter into stand-by-arrangement with Brokers/Bankers/Book Running Lead Manager/Lead Manager for the whole or the part of the Issue/Offer and on such terms and conditions within the broad framework of parameters as prescribed by the Concerned authorities, and do all such acts, deeds and things as it may, in its sole discretion, deem necessary and settle any or all matters arising with respect to the Issue/Offer, allotment and utilisation of the proceeds of the issue of Equity Shares and further to do all such acts, deeds and things and finalise and execute all such deeds, documents, agreements and writings, and such other activities as may be necessary for the purpose of giving effect to all the resolutions pertaining to the proposed initial public offering, without requiring any further approval of the members and that all or any of the powers conferred on the Company and the Board vide this resolution may be exercised by the Board or such Committee thereof as the Board may constitute in this regard.

RESOLVED FURTHER THAT in terms of the Act and all other applicable provisions of the Act, the SEBI ICDR Regulations and other applicable laws, regulations, policies or guidelines, the Board be and is hereby authorised at its option to make an allotment of not more than 10% of the net issue/offer to public for the purpose of making allotment in minimum lots, in case of oversubscription.

RESOLVED FURTHER THAT the Board or a Committee constituted thereof as the Board may constitute in this regard, be entitled to vary, modify, or alter any of the foregoing terms and conditions, to conform to those as may be approved by the SEBI, or any other appropriate authorities/ and department(s) or the stock exchange(s).

RESOLVED FURTHER THAT for the purpose of undertaking the IPO and/or to give effect to the above, the Board or a Committee constituted thereof be and is hereby authorised to do all such acts, things or deeds as may be necessary for the issuance and allotment of the said Equity shares and to take such action or give such directions as may be necessary or desirable, and to accept any modifications in the proposed and terms of the Issue/Offer, including the price of the Equity shares to be so issued, as may be considered necessary by the Board or as may be prescribed in granting approvals to the Issue/Offer and which may be acceptable to the Board and to decide the Basis of Allotment and settle any question or difficulty that may arise in regard to the Issue/Offer and Allotment of the Equity Shares.

RESOLVED FURTHER THAT for the purposes of giving effect to this resolution, the Board or such other Committee thereof as the Board may constitute in this regard, be and are hereby authorized to do all or any of such acts, deeds, matters and things as it may in its discretion deem necessary or desirable for such purpose including without limitation to enter into escrow, underwriting, marketing, depository, market-making and any other arrangements or agreements deemed necessary by virtue of the proposed IPO, with one or more intermediaries and to appoint and remunerate such intermediaries or agencies by way of commission, brokerage, fees or the like and also to seek the listing of such securities on stock exchange(s) in India with the power to act on behalf of the Company and to settle such question, difficulties or doubts that may arise in regard to any such issue or allotment as it may in its discretion deem fit.

RESOLVED FURTHER THAT the Equity Shares to be so issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects with the existing equity shares of the Company, save and except that the said new equity shares shall be entitled to such payment of dividend as may be declared at any time after allotment thereof on the amount paid up thereon on pro rata basis with the existing shares of the Company.

RESOLVED FURTHER THAT

- i. All monies received by the Company out of the Issue/Offer and allotment of the Equity Shares to the public shall be transferred to a separate bank account other than the bank account referred to in sub-section (3) of Section 40 of the Companies Act, 2013;
- ii. Details of all monies utilised out of the Issue/Offer as referred to above shall be disclosed and continued to be disclosed until the time any part of the Issue/Offer proceeds remains unutilised under an appropriate separate head in the balance sheet of the Company indicating the purpose for which such monies had been utilised;
- iii. Details of all unutilised monies out of the Issue/Offer, if any, as referred to above shall be disclosed under an appropriate separate head in the balance sheet of the Company indicating the form in which such unutilised monies have been invested; and
- iv. Our Company shall comply with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) subject to the amendment, as may be applicable in relation to the disclosure and monitoring of the utilization of the proceeds of the Issue.

RESOLVED FURTHER THAT the Board and/or a Committee thereof be and is hereby authorized to do all such acts, deeds, matters and things necessary under applicable provisions of laws, rules and regulations and subject to approvals, consents, permissions and sanctions from any authority/ies for the listing of Equity Shares on one or more Stock Exchange(s) in India, and to enter into agreements, deeds, documents and/or incur costs in connection with the said listing, and to enter into depository arrangements to enable members of the Company to trade in Equity Shares in a dematerialized form with regard to any such issue or allotment as it may in its absolute discretion deem fit and all such other acts necessary for the listing without being required to seek any further consent or approval of the members.

RESOLVED FURTHER THAT the Board may authorize to the Board to take decisions with regard to the IPO as it may, in its absolute discretion deem fit and proper in the interest of the Company, without requiring any further approval of the shareholders of the Company.

things and execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary or desirable and pay any fees and commission and incur expenses in relation thereto.”

BY ORDER OF THE BOARD OF DIRECTORS OF
ADJIA TECHNOLOGIES LIMITED

Roshan
ROSHAN KUMAR RAWAL
(DIN: 08658054)
DIRECTOR

Date: December 10TH, 2020
Place: Ahmedabad

NOTES:

(a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

(b) THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

ADJIA TECHNOLOGIES LIMITED
(FORMERLY KNOWN AS ADJIA TECHNOLOGIES PRIVATE LIMITED)

**Address: 102, FAIRDEAL HOUSE, OPP. XAVIERS LADIES HOSTEL SWASTIK CHAR RASTA
NAVRANGPURA AHMEDABAD 380009.**

CIN: U74140GJ2015PLC085465

Email ID: adjiatechnologiespvtltd@gmail.com

BOARD'S REPORT

Dear Shareholders,

Your directors have pleasure to present the 5TH (Fifth) Annual Report together with the Audited Statement of Accounts of **ADJIA TECHNOLOGIES LIMITED** ("the Company") for the year ended March 31st, 2020.

1. FINANCIAL PERFORMANCE

A summary of the comparative financial performance of the Company for Financial Year 2019-20 and Assessment Year 2019-20 is presented below :

(Amount in Rs.)

Particulars	Financial Year ended	
	<u>31/03/2020</u>	<u>31/03/2019</u>
Revenue from Operations	10,45,343	-
Other Income	-	-
Total Income	10,45,343	-
Total Expenses	7,99,670	15,380
Profit/(loss) before Tax (EBT)	2,45,673	(15,380)
Provision for Income Tax		
(i) Current Tax	(92,928)	-
(ii) Deferred Tax		-
(iii) Tax of Earlier Year		-
Net Profit/(Loss) After Tax	3,38,601	(15,380)

2. STATE OF THE COMPANY'S AFFAIRS

The Company has earned a total income of Rs. 10,45,343/- as compared to NIL of the previous year.

Total expenditure for the period ended as at March 31st, 2020 amounted to Rs.7,99,670/- as compared to Rs. 15,380/- of the previous year.

The Earning before Tax (EBT) for the year ended March 31st, 2020 amounted to Rs.2,45,673 against the profit of Rs. (15,380)/-in the previous Year.

The Profit after Tax for the year ended March 31st, 2020 amounted to Rs. 3,38,601/-against the profit of Rs. (15,380)/- in the previous Year.

Your Directors are hopeful to exploit the present resources in an efficient manner and achieve better results in the future through better planning and efficient management techniques.

3. RESERVES

The Company proposes to carry forward entire amount of profit amounting to Rs. 10,45,343/- to reserves of the company.

4. DIVIDEND

To conserve the resources for future growth of the company, your directors do not propose any dividend for the current year.

5. HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

The Company does not have any Holding, Subsidiary, Joint Venture or Associate Company at the beginning of the year, during the year or at the end of the year.

6. DIRECTORS

There has been following changes in the constitution of the Board of Directors of the Company during the said financial year:-

Sr. No.	Name of Directors	Appointment/Resignation
1.	Asit Tripathi	Resignation
2.	Dhiraj Sharma	Resignation
3.	Ganpatbhai Patel	Resignation
4.	Mudit Agrawal	Appointment
5.	Roshan Kumar Rawal	Appointment

7. DETAILS OF BOARD MEETINGS

During the year, 6(Six) number of Board meetings were held.

Sr. No.	Date of Board Meeting	Directors Present
1.	20.04.2019	1. Mr. Asit Tripathi 2. Mr. Dhiraj Sharma
2.	06.05.2019	1. Mr. Asit Tripathi 2. Mr. Dhiraj Sharma
3.	03.06.2019	1. Mr. Asit Tripathi 2. Mr. Dhiraj Sharma
4.	10.06.2019	1. Mr. Asit Tripathi 2. Mr. Dhiraj Sharma
5.	02.09.2019	1. Mr. Asit Tripathi 2. Mr. Dhiraj Sharma
6.	10.01.2020	1. Mr. Asit Tripathi 2. Mr. Dhiraj Sharma 3. Mr. Mudit Agrawal

8. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are 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 and loss of the company for that period;
- (c) 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;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

9. STATUTORY AUDITORS & THEIR REPORT

The Auditor, M/s. **JAIN & TALESARA**, Chartered Accountants, (FRN: 152202W) is appointed as Statutory Auditor of the Company to hold office from the 5th AGM to the 11th AGM of the company for a term of five years in terms of the first proviso to Section 139 of the Companies Act, 2013.

Further the observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not calls for any further comment.

10. EXTRACT OF ANNUAL RETURN

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return is Annexed as "**Annexure-A**" of this report.

11. MATERIAL CHANGES DURING THE YEAR

There were no material changes during the year, which may have adverse effect on the operations of the Company.

12. RELATED PARTY TRANSACTIONS

During the year under review, the related party transactions entered by the company were in ordinary course of business and at arm's length basis if any. Thus, disclosure in Form AOC-2 is not required.

13. PARTICULARS OF LOANS / GUARANTEES / INVESTMENT:

During the year the company has not provided any guarantee or has not made any investments as specified under Section 186 of the Companies Act, 2013.

However, the particulars of loans and advances made under section 186 of the companies act, 2013 are furnished in "Note No. 7" of the notes of financial statement.

14. DEPOSITS

The Company, during the year has not invited/ accepted any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of Companies (Accounts) Rules, 2014.

15. RISK MANAGEMENT POLICY

The Company has a structured risk management policy. The Risk management process is designed to safeguard the organization from various risks through adequate and timely actions. It is designed to anticipate, evaluate and

mitigate risks in order to minimize its impact on the business. The potential risks are inventorised and integrated with the management process such that they receive the necessary consideration during decision making.

16. INTERNAL FINANCIAL CONTROLS

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. The Company has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

17. PARTICULARS OF EMPLOYEES

During the year salaries were paid amounting to Rs. 5,56,858/- to employees of the Company. However, company has not paid remuneration to any of its employees beyond the limits specified under rule 5(2) of the Companies (Appointment and remuneration of managerial personnel) Rules 2014.

18. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

During the year under review, no significant and material orders were passed by the regulators or courts or tribunals which impact the going concern status and company's operations.

19. DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, are as follows:

Conservation of energy-

Particulars	Current Year 2019-20 (Rs.)	Previous Year 2018-19 (Rs.)
Electricity		
Purchased units	-	-
Total Amount	-	-
Rate per Unit	-	-
Own Generator		
From Non-Cooking Coal (Coal & Lignite)		
Unit (kwh) Generated	-	-
Total Amount	-	-
Rate Per M.T	-	-

Technology absorption-

- i. The efforts made towards technology absorption: NIL
- ii. The benefits derived like product improvement, cost reduction, product development or import substitution; N.A
- iii. In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year - N.A
- iv. The expenditure incurred on Research and Development. N.A

Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows are as follows:

Particulars	Current Year (2019-20) (Rs.)	Previous Year (2018-19) (Rs.)
Earning (Export Sales) F.O. B	-	-
Outgo	-	-

20. SEXUAL HARASSMENT:

The Company has been employing women employees in various cadres within its office. The Company has in place a policy against sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. There was no complaint received from any employee during the Financial Year 2019-20 and hence no complaint is outstanding as on March 31, 2020 for redressal.

21. SHARE CAPITAL

During the year, there was no change in the share capital of the company and there were no buy back of securities and there was no issue of sweat Equity Shares/Bonus Shares except for following:-

Date	Particulars
20 th April, 2019	Increase in Authorised capital
06 th May, 2019	Increase in Paid up capital

22. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFTER BALANCE SHEET DATE

There are no material changes and commitments, after Balance Sheet date except those mentioned above which may have adverse effect on the operations of the Company.

23. CORPORATE SOCIAL RESPONSIBILITY:

Pursuant to Section 135 of the Companies Act, 2013 and the relevant rules, the Company is not required to undertake any CSR activities for the Financial Year 2019-20 and accordingly information required to be provided under Section 134(3) of the Companies Act, 2013 read with the Rule 9 of the Companies (Accounts) Rules, 2014 in relation to disclosure about Corporate Social Responsibility are currently not applicable to the Company.

24. COMPLIANCE WITH THE SECRETARIAL STANDARDS

The Company has complied with all the provisions of Secretarial Standards on Board Meetings and General Meetings issued by the Institute of Company Secretaries of India.

25. ACKNOWLEDGEMENT

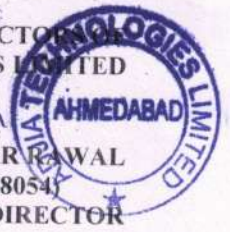
Your Directors thank the various Central and State Government Departments, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. members, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

BY ORDER OF THE BOARD OF DIRECTORS
ADJIA TECHNOLOGIES LIMITED

Roshan

ROSHAN KUMAR RAWAL
(DIN: 08658054)

DIRECTOR



Date: December 10th, 2020
Place: Ahmedabad

Mudit Agrawal
Mudit Agrawal
Director
DIN: 05357258



Annexure- A

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2019

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

I. REGISTRATION AND OTHER DETAILS:

- i. CIN : U74140GJ2015PLC085465
- ii. Registration Date : 22nd December, 2015
- iii. Name of the Company : Adjia Technologies Limited
- iv. Category / Sub-Category of the Company : Public Limited Company by Shares, Non
Govt. Company
- v. Address of the Registered Office and
contact details : 102, Fairdeal House, Opp. Xaviers Ladies Hostel
Swastik Char Rasta Navrangpura Ahmedabad
380009.
- vi. Whether listed company Yes/ No : No
- vii. Name, Address and contact details of
Registrar & Transfer Agents (RTA), 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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	OTHER PROFESSIONAL, TECHNICAL AND BUSINESS SERVICES	9983	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
-	-	-	-	-	-

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

II. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	0	10000	10000	100	0	72000	72000	100	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s).									
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Bank/FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total: (A)(1)	0	10000	10000	100.00	0	72000	72000	100.00	0.00
(2) Foreign									
a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0	0	0	0		0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total: (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	0	10000	10000	100.00	0	72000	72000	100.00	0.00
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0	0.00
d) State Govt(s).	0	0	0	0.00	0	0	0	0	0.00
e) Venture Capital Fund	0	0	0	0.00	0	0	0	0	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0	0.00
g) FIIS	0	0	0	0.00	0	0	0	0	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0	0.00

Sub Total (B)(1):	0	0	0	0.00	0	0	0	0	0.00
(2)Non Institutions									
a) Bodies Corporates									
i) Indian	0	0	0	0.00	0	0	0	0	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs.1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0.00	0	0	0	0	0.00
c) Others (Specify)	0	0	0	0	0	0	0	0	0.00
Sub Total (B)(2):	0	0	0	0.00	0	0	0	0.00	0.00
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	0	0	0.00	0	0	0	0	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0	0.00
Grand Total (A+B+C)	0	10000	10000	100.00	0	72000	72000	100.00	0.00

ii. Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change in share holding during the year	% change in share holding during the year
1.	Asit V. Tripathi	3,340	33.40	0	0	0	0	0	33.40
2.	Dhiraj J. Sharma	3,330	33.30	0	0	0	0	0	33.30
3.	Ganpatbhai Patel	3,330	33.30	0	0	0	0	0	33.30
4.	Rosha Kumar Rawal	0	0	0	64,800	90.00	0	90.00	90.00

5.	Mudit Agrawal	0	0	0	7,200	10.00	0	10.00	10.00
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iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Particulars	Shareholding at the beginning of the year & End the end of the Year.		Date	Increase/Decrease	Reason	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 V. Tripathi	3,340	33.40	02/09/2019	Decrease	Transfer	0	0
2.	Dhiraj J. Sharma	3,330	33.30	02/09/2019	Decrease	Transfer	0	0
3.	Ganpatbhai Patel	3,330	33.30	10/06/2019	Decrease	Transfer	0	0
4.	Roshan Kumar Rawal	64,800	90.00	02/09/2019	Increase	Transfer	64,800	90.00
5.	Mudit Agrawal	7,200	10.00	02/09/2019	Increase	Transfer	7,200	10.00

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 & End the end of the		Date	Increase/Decrease	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
Not Applicable								

v. Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year & End the end of the		Date	Increase/Decrease	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Roshan Kumar Rawal	0	00	-	-	-	64,800	90.00
		0	00	-	Increase	Transfer		
2.	Mudit Agrawal	0	0		Increase	Transfer	7,200	10.00
		0	00		-	-		

III. 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	Nil	Nil	Nil	Nil
ii)Interest due but not paid	Nil	Nil	Nil	Nil
iii)Interest accrued but not due	Nil	Nil	Nil	Nil
Total(i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
• Addition	Nil	Nil	Nil	Nil
• Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year				
i)Principal Amount	Nil	Nil	Nil	Nil
ii)Interest due but not paid	Nil	Nil	Nil	Nil
iii)Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil

IV. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SL No.	Particulars of Remuneration	Name of MD,WTD and/or Manager		Total
		Director	Director	
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			
	Stock Option	--	--	--
	Sweat Equity	--	--	--
	Commission- as % of profit- Others, specify	--	--	--
		--	--	--
2.	Others, please specify	--	--	--
3.	Total (A)	--	--	--
4.	Ceiling as per the Act	Not applicable		

B. Remuneration to other directors:

SI No.	Particulars of Remuneration	Name of Directors	Total Amount
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1.	Independent Director				
	• Fee for attending board committee meetings	---		---	
	• Commission	---		---	
	• Others, Please specify	---		---	
	Total (1)	---		---	
2.	Other Non-Executive Directors				
	Particulars of Remuneration	Name of Directors			Total Amount
	• 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:

SI No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	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	---	---	---	---

V. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: N.A

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			Not applicable		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			Not applicable		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			Not applicable		
Punishment					
Compounding					

BY ORDER OF THE BOARD OF DIRECTORS
ADJIA TECHNOLOGIES LIMITED

Roshan
ROSHAN KUMAR RAWAL
(DIN: 08658054)
DIRECTOR

Date: December 10th, 2020
Place: Ahmedabad