

ASHRAM ONLINE.COM LTD

CIN No. L74999TN1991PLC020764

#29, Mookathal Street, Purasawalkkam Chennai - 600 007
Ph.No: 044 - 421 38 704, Fax. No. 044 - 430 84 750, Email Id: tatia@vsnl.com, Website: www.ashramonline.in

28/08/2017

To:
The Corporate Relations Department,
The Bombay Stock Exchange Ltd
Floor No.25, P.J. Towers, Dalal Street,
Mumbai - 400 001.

Dear Sir / Madam

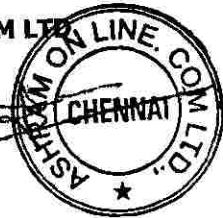
Sub: M/s. Ashram Online.com Ltd Annual Report 2016 - 2017
Ref: Scrip Code: 526187

Please find enclosed herewith the soft copy of Annual Report 2016 - 2017 of M/s. Ashram Online.com Ltd - Scrip Code 526187, for your reference and record purposes.

Kindly acknowledge the receipt of the same.

Thanking you,
Yours Faithfully,
For ASHRAM ONLINE.COM LTD


PANNALAL TATIA
Director
DIN.No. 01208913





ASHRAM ONLINE.COM LIMITED

Annual Report 2016 - 2017

M/s. ASHRAM ONLINE.COM LIMITED

Inside

Corporate Information
Notice
Directors' Report
Management Discussion and Analysis
Corporate Governance Report
Certificate on Corporate Governance
Secretarial Audit Report

Financial Statements

Independent Auditors' Report
Balance Sheet
Statement of Profit and Loss
Cash Flow Statement
Schedules forming part of Accounts

26th Annual General Meeting will be held on Wednesday, 27th September 2017 at 9.00 a.m. at Samudaya Nala Koodam, Vallanur, Ambattur Chennai – 600 062.

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.

Visit us at www.ashramonline.in

CORPORATE INFORMATION

BOARD OF DIRECTORS:	DIN Nos:	DESIGNATION
Mr. S. Pannalal Jain Tatia	01208913	Director
Mrs. Sangita Tatia	06932448	Whole Time Director
Mr. E. Subbarayan	01186153	Independent Director (Resigned w.e.f 31.10.2016)
Mr. M. Thadhalingam	07582548	Independent Director (Resigned w.e.f 31.10.2016)
Mr. V. Ramasubramanian	07666326	Additional Director (Appointed w.e.f 31.10.2016)
Mr. M. Palanivel	07743785	Additional Director (Appointed w.e.f 31.10.2016)
Mr. M. Thadhalingam	BAOPT5722M	Chief Financial Officer (Appointed w.e.f 31.10.2016)
STATUTORY AUDITORS	:	M/s K.Subramanyam & Co. Chartered Accountants No.252, Mugapair ERI Scheme Third Main Road, Chennai – 600 037
REGISTERED OFFICE	:	29, Mookathal Street, Purasawalkkam, Chennai – 600 007 Ph: 044-42138702 / 704, Fax: 044-43084750 E-mail:tatia@vsnl.com, Website: www.ashramonline.in CIN: L74999TN1991PLC020764
COMPANY SECRETARY & COMPLIANCE OFFICER	:	K. Venkateswaran Email Id: tatia@vsnl.com Ph: 044 - 42138704
BANKERS	:	State Bank of Travancore Commercial Branch, Teynampet, Chennai – 600 018 HDFC Bank Limited No.40, Nungambakkam High Road, Chennai -600 034
REGISTRAR & SHARE TRANSFER AGENT	:	M/s Purva Sharegistry (India)Pvt Ltd No.9,Shiv Shakti Ind.Estate, J.R.Boricha Marg, Lower Parel(E), MUMBAI 400 011 Ph: 022-23018261/022-23016761, Fax: 022-2301 2517 E-mail: purvashr@mtnl.net.in / busucomp@vsnl.com
SECRETARIAL AUDITOR	:	P.S. Srivivasan, M/s. Lakshmmi Subramanian & Associates, #81, Murugesu Naicker Complex, Greens Road, Thousand Lights, Chennai – 600 006.

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the 26th Annual General Meeting of the Company will be held on Wednesday, the 27th September, 2017 at 9.00 a.m, at Samudaya Nala Koodam, Vallanur, Ambattur, Chennai 600 062 to transact the following business.

ORDINARY BUSINESS

1. To Consider and adopt the audited Balance Sheet & Profit and Loss account, cash flow of the company for the financial year Ended 31st March 2017 and the reports of the Board of Directors (the Board) and Auditors thereon.
2. To appoint a Director in the place of Mrs. Sangita Tatia (DIN: 06932448) who retires by rotation and being eligible, offers herself for re-appointment.
3. To consider and, if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

To appoint the Auditors of the company, and fix their remuneration.

The Companies act, 2013 ('the act') was notified effective April 1, 2014. Section 139 of the act lays down the criteria for appointment and mandatory rotation of statutory Auditors. Pursuant to section 139 of the act and the Rules made there under, it is mandatory to rotate of statutory auditor on completion of two terms of five consecutive years. The Rules also lay down the transitional period that can be served by the existing auditors depending on the number of consecutive years for which an audit firm has been functioning as auditor in the same company. The incumbent auditors, K.Subramanyam & Co., Chartered Accountants, chartered accountants (Firm Registration Number 004146S) have served the company for over 10years before the act was notified and will be completing the maximum number of transitional period (three years) at the ensuing 26th AGM.

The Audit committee of the company has proposed and on August 11, 2017, the Board has recommended the appointment of M/s. J.V.Ramanujam & Co., Chartered accountants (Firm Registration No. 02947S) as the statutory auditors of the company. M/s. J.V.Ramanujam & Co., Chartered accountants will hold office for a period of five consecutive years from the conclusion of the 26th Annual General Meeting of the company till the conclusion of the 31st Annual General Meeting to be held in 2022. The first year of audit will be of the financial statements for the year ending March 31, 2018, which will include the audit of the quarterly financial statements for the year.

Therefore, shareholders are requested to consider and if thought for, to pass the following resolution as ordinary resolution:

RESOLVED THAT, Pursuant to sections 139 and 142 and other applicable provisions of the Companies act 2013 and the rules made there under, as amended from time to time, pursuant to the proposals of the audit committee of the audit committee of the Board and recommendation of the Board, M/s. J.V.Ramanujam & Co., Chartered accountants (Firm Registration number 02947S) be and is here by appointed as the statutory auditors of the company to hold office for a period of five consecutive years commencing from the financial year 2017 – 18, on a remuneration that may be determined by the audit committee in consultation with auditors.

Special Business:**Item No. 4****APPOINTMENT OF MR. RAMASUBRAMANIAN AS AN INDEPENDENT DIRECTOR**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment

(DIN 07666326), who was appointed as a Additional Director of the Company by the Board of Directors W.E.F 31.10.2016 who holds office till the date of this AGM in terms of Section 161 of the Companies act 2013 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as an independent Director of the Company, to hold office up to March 31, 2022, not liable to retire by rotation."

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No. 5

APPOINTMENT OF MR. PALANIVEL AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act 2013, Mr. PALANIVEL (DIN 07743785), who was appointed as a Additional Director of the Company by the Board of Directors W.E.F 31.10.2016 who holds office till the date of this AGM in terms of Section 161 of the Companies act 2013 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as an independent Director of the Company, to hold office up to March 31, 2022, not liable to retire by rotation."

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**By Order of the Board
For ASHRAM ONLINE.COM LIMITED**

**Sd/-
PANNALAL TATIA
Director
Din. 01208913**

**Sd/-
SANGITA TATIA
Whole Time Director
Din.No.06932448**

Place: Chennai
Date: 28.08.2017

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Pursuant to the provisions of the Companies Act, 2013 and the underlying rules viz. Companies (Management and Administration) Rules, 2014, and the Amendment Rules 2015, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights.
3. Members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company provided not less than three days written notice is given to the Company in advance.
4. The members/proxies are requested to bring their copy of Annual Report and duly filled Attendance Slips for attending the meeting
5. The Register of Members and Share Transfer books of the Company will remain closed from 21st September, 2017 to 27th September, 2017 (both days inclusive).
6. Members holding shares in physical form, in multiple folios in identical names or joint accounts in the same order or names, are requested to send their share certificates to the Company's Registered Office at #29, Mookathal Street, Purasawalkkam, Chennai – 600 007. For consolidation into one folio.
7. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants, with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advice any change in their address immediately to the Company/ Registrar and Transfer Agent, M/s. Purva Shareregistry (India) Pvt Ltd
8. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent, M/s. Purva Shareregistry (India) Pvt Ltd. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
9. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company /Registrars and Transfer Agents, M/s. Purva Shareregistry (India) Pvt Ltd.

10. Voting through Electronic Means

In compliance with provisions of Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer E-Voting facility as an alternate, for its shareholders to enable them to cast their votes electronically at the 26th Annual General Meeting (AGM) through e-voting service provided by Central Depository Services (India) Limited. E-Voting is optional. The procedure and instructions for the same are as follows:

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"

- (iv) Now Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- (v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used. If you are a first time user follow the steps given below.
- (vi) Now, fill up the following details in the appropriate boxes:

	For Members Holding Shares in Demat Form	For Members holding Shares in Physical Form
PAN*	Enter Your 10 Digit alpha numeric *PAN issued by Income Tax Department (Applicable for both Demat Shareholders as well as Physical Shareholders)	
DOB#	Enter The Date of Birth as recorded in your Demat account or in the Company records for the said Demat account or folio in dd/mm/yyyy format.	
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your Demat Account or in the Company records for the said Demat account or Folio.	

*Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of your name and the sequence number in the PAN Field. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field. # please enter any one of the details in order to login. In case either of the details are not recorded with the depository please enter the <Default Value> in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on <Company Name> on which you choose to vote.
- (xi) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.