



**ASHRAM ONLINE.COM LIMITED**

ANNUAL REPORT 2019 - 2020

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## M/s. ASHRAM ONLINE.COM LIMITED

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## CORPORATE INFORMATION

<b>BOARD OF DIRECTORS:</b>	<b>DIN Nos:</b>	<b>DESIGNATION</b>
Mrs. Sangita Tatia	06932448	Whole Time Director
Mr. S. Pannalal Jain Tatia	01208913	Non Executive / Non Independent Director
Mr. Ramasubramanian	07666326	Non Executive / Independent Director
Mr. Palanivel	07743785	Non Executive / Independent Director
<b>KEY MANAGERIAL PERSONNEL</b>		
<b>NAME</b>		<b>DESIGNATION</b>
Mr. Thadhalingam	:	Chief Financial Officer
Mr. K Venkateshwaran	:	Company Secretary (Resigned W.E.F 24.10.2019)
<b>COMMITTEE'S</b>		
<b>1. AUDIT COMMITTEE</b>	:	Mr. Palanivel - Chairman
	:	Mrs. Sangita Tatia - Member
	:	Mr. Ramasubramanian - Member
<b>2. STAKEHOLDERS RELATIONSHIP COMMITTEE</b>	:	Mr. Palanivel - Chairman
	:	Mr. Pannalal Tatia - Member
	:	Mr. Ramasubramanian - Member
<b>3. NOMINATION &amp; REMUNERATION COMMITTEE</b>	:	Mr. Palanivel - Chairman
	:	Mr. Pannalal Tatia - Member
	:	Mr. Ramasubramanian - Member
<b>CORPORATE / REGISTERED OFFICE</b>	:	Old.no, New.no 29, 2 <sup>nd</sup> Floor, Mookathal Street Purasawalkkam, Chennai – 600 007, Ph: 044-45891221, E-mail: <a href="mailto:info@ashramonline.in">info@ashramonline.in</a> , Website: <a href="http://www.ashramonline.in">www.ashramonline.in</a>
<b>CIN</b>	:	CIN: L74999TN1991PLC020764
<b>INVESTOR GRIEVANCE &amp; COMPLAINT OFFICER</b>	:	Mrs. Sangita Tatia Email Id: <a href="mailto:info@ashramonline.in">info@ashramonline.in</a> Ph: 044 – 4859 1221
<b>STOCK EXCHANGES</b>	:	Bombay Stock Exchange Ltd
<b>BANKERS</b>	:	State Bank of India 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](mailto:purvashr@mtnl.net.in) / [busicomp@vsnl.com](mailto:busicomp@vsnl.com)

**STATUTORY AUDITORS**

: M/s J V Ramanujam & Co.,  
Chartered Accountants  
F-1, LAKSHMI, Old No.28, New No.56,  
3rd Main Road, Raja Annamalaipuram  
Chennai 600028

**INTERNAL AUDITORS**

: M/s. Rajesh & Associates,  
Chartered Accountants,  
F6, Padmam Apartments,  
12/121, Kothawal Chavadi Street, Saidapet,  
Chennai - 600 015.

**SECRETARIAL AUDITOR**

: P.S. Srivnivasan,  
Partner  
M/s. Lakshmmi Subramanian & Associates,  
#81, Murugesu Naicker Complex,  
Greens Road, Thousand Lights, Chennai – 600 006.

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**M/s. ASHRAM ONLINE.COM LTD**

CIN: L74999TN1991PLC020764

Regd.Office: New No.29, Old No.12, Mookathal Street, 2nd Floor, Purasawalkam, Chennai 600 007

Phone: 044 – 4859 1221 e-mail: [info@ashramonline.in](mailto:info@ashramonline.in) WEBSITE: [www.ashramonline.in](http://www.ashramonline.in);

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**NOTICE OF THE ANNUAL GENERAL MEETING**

Notice is hereby given that the **29<sup>th</sup> Annual General Meeting** of the Company will be held on Monday, 28<sup>th</sup> September, 2020 at 12:00 P.M **through Video Conferencing** or **Other Audio Video Means** from the Registered Office of the Company situated at Old No.12, New No.29, Mookathal Street, Purusawalkkam, Chennai-600007 to transact the following business:

**ORDINARY BUSINESS**

1. To Consider and adopt the audited Balance Sheet & Profit and Loss account of the company for the financial year Ended 31<sup>st</sup> March 2020 and the reports of the Board of Directors (the Board) and Auditors thereon.
2. To Appoint a Director in place of Mrs. Sangita Tatia (DIN. 06932448) who retires by rotation and being eligible offers herself for re-appointment
3. To Appoint a Director in place of Mr. Tatia Jain Pannalal Sampathlal (DIN. 01208913) who retires by rotation and being eligible offers himself for re-appointment

**On behalf of the Board of Directors  
For ASHRAM ONLINE.COM LIMITED**

**Sd/-  
SANGITA TATIA  
Whole Time Director  
Din. 06932448**

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

**Place: Chennai  
Date: 03.09.2020**

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**NOTES:**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the General Meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC / OAVM.
2. If you have any queries or issues regarding attending AGM through the link, you may contact Mr. Manish Shah on 9324659811 or write an email to [support@purvashare.com](mailto:support@purvashare.com)
3. Bodies Corporate whether Company or not, which are Members may attend through their authorized representatives appointed under Section 113 of the Companies Act, 2013. A copy of authority letter / resolution authorizing the same should be deposited with the Company / RTA / Scrutinizer at least 7 days before the AGM.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM.
8. Electronic copy of the Annual Report for 2019 - 2020 is being sent to all the members whose email IDs are registered with the RTA / Depository Participants for communication purposes.
9. The copies of the Annual Report will also be made available on Company's website at [www.ashramonline.in](http://www.ashramonline.in) and at the Registered Office of the company for inspection during normal business hours on working days and also on the website of the stock exchange where the shares of the Company have been listed viz., BSE Limited - [www.bseindia.com](http://www.bseindia.com).
10. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, in respect of the Director seeking re - appointment at the AGM is furnished as an annexure to the Notice. The concerned Director has furnished consent/ declaration for his appointment as required under the Companies Act, 2013.
11. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away by Companies Amendment Act, 2017 vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of the appointment of Auditors, who were appointed in the Annual General Meeting, held on 27.09.2017.
12. Pursuant to section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from 21.09.2020 to 28.09.2020 (both days inclusive) for the purpose of 29<sup>th</sup> AGM.
13. The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Members at the

Registered Office. Members desirous of obtaining any information concerning the accounts of the Company are requested to address their queries to the Compliance officer at least 7 days in advance of the Meeting so that the information required can be readily made available at the Meeting.

#### 14. UPDATING OF MEMBERS' DETAILS

To support the **"Green Initiative"**, Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/their Depository Participants, in respect of shares held in physical/electronic mode, respectively. Our Registrar and Share Transfer Agents, M/s. Purva Shareregistry (India) Pvt. Ltd., has provided the facility of easy updation of Email id and phone numbers. We urge the shareholders to update the same by clicking the following link <https://www.purvashare.com/email-and-phone-updation/> to ensure any further communications in a timely, faster and easier manner. The shareholders are requested to co-operate and support and do the needful at the earliest. Members holding shares in physical/demat form are requested to submit these additional details to RTA in the prescribed form.

#### 15. Members are requested to:

- a) Intimate to our RTA M/s. Purva Shareregistry (India) Pvt. Ltd., Unit No. 9, Shiv Shakti Industrial Estate, J.R.Boricha Marg, Near Lodha Excelus, Lower Parel, Mumbai-400011, changes, if any, in their registered addresses, at an early date, in case of Shares held in physical form;
  - b) Intimate to the respective Depository Participant, changes, if any, in their registered addresses, mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s) at an early date, in case of Shares held in dematerialized form;
  - c) Quote their folio numbers/Client ID/DP ID in all correspondence; and
  - d) Consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names.
16. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020 , Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 physical attendance of the Members to the EGM/AGM venue is not required and kindly note that company is exempted from sending physical copies of notice and annual report to shareholders for this year.

#### THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER

In case of members receiving e-mail:

- (i) The voting period begins on **25.09.2020 at 9 am and ends on 27.09.2020 at 5 pm**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **21.09.2020** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on "Shareholders" tab.

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- (iv) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- (v) 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.
- (vi) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://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.
- (vii) Now, fill up the following details in the appropriate boxes:

	For Members Holding Shares in Demat Form	For Members holding Shares in Physical Form
<b>PAN*</b>	Enter Your 10 Digit alpha – numeric *PAN issued by Income Tax Department (Applicable for both Demat Shareholders as well as Physical Shareholders)	
<b>DOB#</b>	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.	
<b>Dividend Bank Details</b>	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.

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on <Company Name> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “Resolutions File Link” if you wish to view the entire Resolutions.



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- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) 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.
- (xviii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (P.OA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA at [support@purvashare.com](mailto:support@purvashare.com) with a copy to company mail id [info@ashramonline.in](mailto:info@ashramonline.in)
- ii. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to RTA at [support@purvashare.com](mailto:support@purvashare.com) with a copy to company mail id [info@ashramonline.in](mailto:info@ashramonline.in).
- iii. The Company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- i. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- ii. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [www.ashramonline.in](http://www.ashramonline.in). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [info@ashramonline.in](mailto:info@ashramonline.in) . These queries will be replied to by the company suitably by email.

- iii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-**

- i. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.
- ii. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- iii. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- iv. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the EGM/AGM.

**NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS**

- i. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- ii. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- iii. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- iv. The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- v. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- vi. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [www.ashramonline.in](mailto:www.ashramonline.in) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- vii. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.