



ASHRAM ONLINE.COM LIMITED

**30<sup>th</sup> ANNUAL REPORT**

**F.Y. 2020 – 2021**

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ASHRAM ONLINE.COM LIMITED

## ANNUAL REPORT – 2020 – 2021

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## CORPORATE INFORMATION

### BOARD OF DIRECTORS:

### DIN Nos:

### DESIGNATION

Mrs. Sangita Tatia	06932448	Chairman / Whole Time Director
Mr. Tatia Jain Pannalal Sampathlal	01208913	Non-Executive/Non Independent Director
Mr. Ramasubramanian	07666326	Independent Director
Mr. Palanivel	07743785	Independent Director

### KEY MANAGERIAL PERSONNEL NAME

### DESIGNATION

Mr. Thadhalingam	:	Chief Financial Officer
Mrs. Mary Belinda Jyotsna S	:	Company Secretary (W.E.F 23.09.2020)

### COMMITTEE'S

#### 1. AUDIT COMMITTEE

:	Mr. Palanivel - Chairman
:	Mrs. Sangita Tatia - Member
:	Mr. Ramasubramanian - Member

#### 2. STAKEHOLDERS

#### RELATIONSHIP COMMITTEE

:	Mr. Palanivel - Chairman
:	Mr. Tatia Jain Pannalal Sampathlal - Member
:	Mr. Ramasubramanian - Member

#### 3. NOMINATION &

#### REMUNERATION COMMITTEE

:	Mr. Palanivel - Chairman
:	Mr. Tatia Jain Pannalal Sampathlal - Member
:	Mr. Ramasubramanian - Member

#### CORPORATE / REGISTERED OFFICE

:	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>
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#### CIN

:	CIN: L74999TN1991PLC020764
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#### INVESTOR GRIEVANCE & COMPLAINT OFFICER

:	Mrs. Mary Belinda Jyotsna S Email Id: <a href="mailto:info@ashramonline.in">info@ashramonline.in</a> Ph: 044 – 4859 1221
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<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
<b>REGISTRAR &amp; SHARE TRANSFER AGENT</b>	:	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: <a href="mailto:purvashr@mtnl.net.in">purvashr@mtnl.net.in</a> <a href="mailto:busicomp@vsnl.com">busicomp@vsnl.com</a>
<b>STATUTORY AUDITORS</b>	:	M/s J V Ramanujam & Co., Chartered Accountants F-1, Lakshmi, Old No.28, New No.56, 3rd Main Road, Raja Annamalaipuram Chennai 600028
<b>INTERNAL AUDITORS</b>	:	M/s. Rajesh & Associates, Chartered Accountants, F6, Padmam Apartments, 12/121, Kothawal Chavadi Street, Saidapet, Chennai - 600 015.
<b>SECRETARIAL AUDITOR</b>	:	P.S. Srivnivasan, Partner M/s. Lakshmmi Subramanian & Associates, #81, Murugesu Naicker Complex, Greens Road, Thousand Lights, Chennai – 600 006.



## M/s. ASHRAM ONLINE.COM LIMITED

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);

### NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the **30<sup>th</sup> Annual General Meeting** of the Company will be held on **Thursday, 30<sup>th</sup> September, 2021 at 9:00 A.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, Purasawalkam, Chennai-600 007 to transact the following business:

#### ORDINARY BUSINESS:

##### Item No. 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 2021** and the reports of the Board of Directors (the Board) and Auditors thereon.

**“RESOLVED THAT,** the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

##### Item No. 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

**“RESOLVED THAT,** pursuant to the provisions of Section 152 of the Companies Act, 2013, **Mrs. Sangita Tatia (DIN. 06932448)**, who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

##### Item No. 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.



**“RESOLVED THAT**, pursuant to the provisions of Section 152 of the Companies Act, 2013, **Mr. Tatia Jain Pannalal Sampathlal (DIN. 01208913)**, who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

**Special Business:**

**Item No. 4**

**Re – Appointment of Mr. M. Palanivel (DIN. 07743785) as an Independent Director of the Company**

**To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special resolution:**

**RESOLVED THAT**, pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of Companies Act, 2013(“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification or re-enactment thereof, for the time being in force), **Mr. M. Palanivel (DIN: 07743785)**, who holds office as an independent director up to March 31, 2022 and who is eligible for being re-appointed as an Independent Director and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent director of the Company , not liable to retire by rotation, to hold the office for a second term of five consecutive years commencing from April 1, 2022 up to March 31, 2027 ”.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company and/or Company Secretary be and are hereby severally authorized to do all such acts, deeds and things that are necessary to give effect to the matter including filing of all necessary returns with the Registrar of Companies, and to make necessary entries in the statutory records and registers of the Company in relation to re-appointment of aforesaid person as an Independent Director on the Board of the Company.”



**Item No. 5**

**Re – Appointment of V. Ramasubramanian (DIN: 07666326) as an Independent Director of the company**

**To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special resolution:**

**“RESOLVED THAT**, pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of Companies Act, 2013(“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification or re-enactment thereof, for the time being in force), **Mr. V. Ramasubramanian (DIN: 07666326)**, who holds office as an Independent director up to March 31, 2022 and who is eligible for being re-appointed as an Independent Director and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent director of the Company , not liable to retire by rotation, to hold the office for a second term of five consecutive years commencing from April 1, 2022 up to March 31, 2027”.

**“RESOLVED FURTHER THAT** the Directors of the Company and/or Company Secretary be and are hereby severally authorized to do all such acts, deeds and things that are necessary to give effect to the matter including filing of all necessary returns with the Registrar of Companies, and to make necessary entries in the statutory records and registers of the Company in relation to re-appointment of aforesaid person as an Independent Director on the Board of the Company.”

**By Order of the Board of Directors  
For Ashram Online.Com Limited**

**Sd/-**

**Mary Belinda Jyotsna S  
Company Secretary**

**Place: Chennai**

**Date: 27.08.2021**

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**NOTES:**

1. In view of the massive outbreak of the COVID – 19 Pandemic, 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 (“MCA”) followed by Circular No. 20 / 2020 dated May 05, 2020 and Circular No. 02 / 2021 dated January 13, 2021 (Hereinafter Collectively referred to as “MCA Circulars”) and ‘SEBI’ Circular No. SEBI / HO / CFD / CMD 1 / CIR / P / 2020 / 79 dated 12<sup>th</sup> May 2020 followed by Circular No. SEBI / HO / CFD / CMD 2 / CIR / P / 2021 / 11 dated 15<sup>th</sup> January, 2021 (hereinafter referred to as “SEBI Circulars”), the holding of the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) / Other Audio Visual Means (“OVAM”) is permitted without the Physical presence of the Members at a Common Venue.

In Compliance with the provisions of the Companies Act, 2013 (“ACT”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), MCA Circulars and SEBI Circulars, the AGM of the Company is held through VC / OAVM. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

2. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since the 30<sup>th</sup> AGM of the Company is being held through VC / OAVM in accordance with MCA Circulars and SEBI Circulars, physical attendance of Shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 30<sup>th</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy of its Board or governing body Resolution/Authorization etc., (PDF/JPG Format) authorizing its representative to attend and vote on its behalf at the AGM through VC / OAVM. The said Resolution / Authorization shall be sent to the Company by email through its registered email at [info@ashramonline.in](mailto:info@ashramonline.in) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
4. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
5. Members participating at the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.





6. The relative explanatory statement, pursuant to section 102 (2) of the companies Act, 2013 setting out material facts in respect of the special business under item nos. 4 & 5 of the Notice is annexed hereto. The relevant details as required under Regulation 36 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with applicable provisions of Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India and other relevant information, if any, in respect of director seeking re-appointment relating to item No. 2 to 5 is also annexed to this Notice.
7. The Register of Members and share transfer books of the Company will remain closed from Friday, 24<sup>th</sup> September, 2021 to Thursday, 30<sup>th</sup> September, 2021 (both days inclusive) for the purpose of Annual General Meeting.
8. In line with MCA Circulars and SEBI Circulars, the Notice of the AGM along with Annual Report 2020- 2021 is being sent electronically to all the Members whose email addresses are registered with the Company / Depositories. Member may note that Notice and Annual Report 2020-21 has been uploaded on the website of the Company at [www.ashramonline.in](http://www.ashramonline.in). The Notice and Annual Report can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and also from the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants in case the shares are held by them in dematerialized form and to Registrar and Share Transfer Agent of the Company, i.e., Purva Shareregistry (India) Private Limited in case the shares are held by them in physical form.
10. SEBI vide its Circular No. SEBI/HO/MIRSD/DOP1/ CIR/P/2018/73 dated April 20, 2018 has mandated registration of PAN (Permanent Account Number) and Bank Account details for all security holders. Members holding shares in demat form are requested to submit their PAN and Bank Account details to their respective Depository Participant(s) along with a self-attested copy of PAN and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative, Members are requested to submit a copy of bank passbook/statement attested by the bank. Members holding shares in physical form can submit the aforesaid information to the Registrar and Share Transfer Agent of the Company.



11. In accordance with Regulation 40 of SEBI Listing Regulations, as amended from time to time, with effect from, April 1, 2019, securities of listed companies can be transferred only in dematerialized form, except in case of request received for transmission or transposition of securities. Accordingly, the Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/ CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgment of transfer deeds and shares that are re-lodged for transfer shall be issued only in demat mode. All communications in respect of share transfers dematerialization and change in the address of the Members may be communicated to the Registrar and Share Transfer Agent of the Company, i.e., Purva Shareregistry (India) Private Limited.
12. Members can avail of the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to the Registrar and Share Transfer Agent of the Company, i.e., Purva Shareregistry (India) Private Limited. Members holding shares in dematerialized form may contact their respective Depository Participants for availing this facility. If a Member desires to cancel the earlier nomination and record fresh nomination, he/she may submit the same in Form No. SH-14. The aforesaid forms will be made available to the Shareholders on request.
13. The Registers and all other documents referred to in the accompanying Notice, will be available for inspection in electronic mode. Members can inspect the same by sending an email to the Company at [info@ashramonline.in](mailto:info@ashramonline.in) till the date of AGM.
14. To promote/ support green initiative, Members are requested to register / update their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register/ update their e-mail addresses through the Registrar & Transfer Agent, giving reference of their Folio Number.
15. Since the AGM of the Company is being held through VC/OAVM Facility, the Route Map is not annexed to this Notice.
16. 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 at least 1000 members on first come first served basis.