

ADINATH EXIM RESOURCES LIMITED

**Annual Report
2015-2016**

ADINATH EXIM RESOURCES LIMITED

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CORPORATE INFORMATION

BOARD OF DIRECTORS	Mr. Paras S. Savla, DIN: 00145639 - Chairman Mr. Manoj S. Savla, DIN: 01529306 - Managing Director Mr. Manish B. Joshi, DIN: 02005605 - Director Mr. Shetal A. Shah, DIN: 02463067 - Director Ms. Shivangi Mehta, DIN: 07074084 - Director
BOARD COMMITTEES	
AUDIT COMMITTEE	Mr. Shetal A. Shah - Chairman Mr. Paras S. Savla - Member Mr. Manish B. Joshi - Member
STAKEHOLDER RELATIONSHIP COMMITTEE	Mr. Shetal A. Shah - Chairman Mr. Paras S. Savla - Member Mr. Manish B. Joshi - Member
NOMINATION & REMUNERATION COMMITTEE	Mr. Shetal A. Shah - Chairman Mr. Paras S. Savla - Member Mr. Manish B. Joshi - Member
COMPANY SECRETARY	Ms. Monica Surjani
CHIEF FINANCIAL OFFICER	Shri. Bharat Suthar
STATUTORY AUDITORS	M/s. Shailesh C. Parikh & Co.
SECRETARIAL AUDITOR	M/s. Shilpi Thapar & Associates
BANKER	HDFC Bank Ltd.
SHARES LISTED WITH :	1. Bombay Stock Exchange Ltd 2. Delhi Stock Exchange Limited
REGISTERED OFFICE	Adinath Exim Resources Limited 6 th Floor, Astron Tower, Opp. Fun Republic Cinema, Satellite, Ahmedabad – 380 015. Phone: (079) 26862076 Fax: (079) 26862077 CIN: L51909GJ1995PLC024300 E-mail id: aerlnodalofficer@gmail.com Webite: www.adinatheximresources.com
REGISTRAR & TRANSFER AGENTS	Big Shares Services Private Limited E-2 & 3, Ansa Industrial Estate, Sakivihar Road, Andheri (East), Sakinaka, Andheri, Mumbai-400069 Ph. No. (022), 28560652, 28560653

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ADINATH EXIM RESOURCES LIMITED

Adinath Exim Resources Limited

CIN: L51909GJ1995PLC024300

Registered Office: 6th Floor, Astron Tower, Opp. Fun Republic Cinema,
Satellite, Ahmedabad – 380 015, Phone: (079) 26862076 Fax: (079) 26862077
E-mail id: aerlnodalofficer@gmail.com Website: www.adinatheximresources.com

NOTICE

NOTICE is hereby given that the **TWENTY - SECOND ANNUAL GENERAL MEETING** of the members of **ADINATH EXIM RESOURCES LIMITED** (CIN: L51909GJ1995PLC024300) will be held on Friday, the 9th day of September, 2016 at 2.00. P.M at Shri Saraswati Education Society, Nr. Hotel President, Swastik Cross Road, Navrangpura, Ahmedabad – 380009, Gujarat, for transacting the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2016 which includes Balance Sheet, the Statement of Profit & Loss, Cash Flow Statement as at that date, notes and schedules forming a part thereon together with the Auditor's Report thereon and the Board's Report as circulated to the members.
2. To appoint a Director in place of Mr. Manoj Savla (DIN: 01529306), Managing Director, who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and such other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder and pursuant to the recommendation of the Audit Committee of the Board of Directors, M/s. Shailesh C. Parikh & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 109858W) be and is hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting of the Company at a remuneration to be determined by the Board of Directors of the Company, in addition to out of pocket expenses as may be incurred by them during the course of the Audit.”

By Order of Board of Directors

Monica Surjani
Company Secretary

Membership No: A36156

Date : **05/08/2016**

Place : Ahmedabad

REGISTERED OFFICE

Adinath Exim Resources Limited
6th Floor, Astron Tower,
Opp. Fun Republic Cinema,
Satellite, Ahmedabad – 380 015.
Phone: (079) 26862076 Fax: (079) 26862077
CIN: L51909GJ1995PLC024300
E-mail: aerlnodalofficer@gmail.com

NOTES:

1. In respect of the Ordinary Resolution at Item No. 2 a Statement giving additional information on the Director(s) seeking re-appointment is annexed herewith as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provision of Section 105 of the

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Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10 percent of the total share capital of the Company. A member holding more than 10 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 a proxy for any other person or shareholder.

3. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A proxy form is annexed to this report.
4. A route map giving directions to reach the venue of the 22nd Annual General Meeting is given at the end of the Notice.
5. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility of voting through electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 21.
6. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote, provided the votes are not already cast by remote e-voting by the first holder.
8. All documents referred to in this Notice requiring the approval of the members at the meeting shall be available for inspection by the members at the registered office of the Company on all working days between 11:00 a.m. to 5:00 p.m. upto September 8, 2016 and at the meeting. The notice and the Annual Report are available on the Company's website www.adinatheximresources.com.
9. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 2nd September, 2016 to Friday, 9th September, 2016 (both days inclusive).
10. Members seeking any information or clarification on the accounts are requested to send written queries to the Company at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting
11. Electronic copy of the Annual Report for the year 2015-16 is being sent to all the members whose Email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their E-Mail address, physical copies of the Annual Report for the year 2015-16 is being sent in the permitted mode.
12. Members are requested to support the Green Initiative by registering/updating their e-mail addresses, with the Depository Participant (in case of Shares held in dematerialized form) or with M/s. Bigshare Services Private Limited (in case of Shares held in physical form).
13. Members may also note that the Notice of the 22nd Annual General Meeting and the Annual Report for the year 2015-16 will also be available on the Company's website www.adinatheximresources.com for their download. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to aerlnodalofficer@gmail.com.
14. Members/ proxies should fill the Attendance Slip for attending the meeting and bring their attendance slips along with their copy of the Annual Report at the Meeting.
15. Members are requested to provide their Client ID and DP ID numbers at the meeting for easy identification.

16. In compliance with 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 the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company has also extended e-voting facility, for its Members to enable them to cast their votes electronically on the proposed resolution in this notice, in addition of voting at the Annual General Meeting. Instructions and other information relating to e-voting are given in this Notice under Note No. 21.
17. In case of members who are attending the AGM and are entitled to vote but have not exercised their right to vote by electronic means, the Chairman of the Company will order a poll on his own motion for all businesses specified in the accompanying Notice. For clarity, please note that the Members who have exercised their right to vote by electronic means shall not vote by way of poll at the Meeting. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off/ record date i.e. September 2, 2016. The poll process shall be conducted and scrutinized and report thereon will be prepared in accordance with Section 109 of the Act read with the Companies (Management and Administration) Rules, 2014.
18. The Scrutinizer, after scrutinizing the votes cast at the meeting and through e-voting, will, not later than forty eight hours of conclusion of the Meeting, make the Scrutinizer's report and submit the same to the Chairman. The results declared along with the scrutinizer's report shall be placed on the website of the Company www.adinatheximresources.com. The results shall simultaneously be communicated to the Stock Exchanges.
19. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 9, 2016.

20. Updation of Members' Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/ Registrar and Transfer Agents to record additional details of Members, including their PAN details, e-mail address, etc. Members holding shares in physical form are requested to submit the form duly completed to the Company or its Registrar and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

21. Voting through electronic means

The instructions for members for voting electronically are as under:

- (i) The remote e-voting period begins on 6th September, 2016 at 9:00 a.m. and ends on 8th September, 2016 at 5:00 p.m. During this period the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record date) 2nd September, 2016 of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iii) Next enter the Image Verification as displayed and Click on Login.
- (iv) 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.

- (v) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/ Postal Ballot Form/mail) in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (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 the EVSN for Adinath Exim Resources Limited 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 Resolution details.
- (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 the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- 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.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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.

(xix) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

- (A) Please follow all steps from Sl. No. (i) to Sl. No. (xix) above to cast vote.
- (B) The voting period begins on 6th September, 2016 at 9:00 a.m. and ends on 8th September, 2016 at 5:00 p.m. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 2nd September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) 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 under help section or write an email to helpdesk.evoting@cdslindia.com.

13. CONTACT DETAILS:

REGISTERED OFFICE:	Adinath Exim Resources Limited 6 th Floor, Astron Tower, Opp. Fun Republic Cinema, Satellite, Ahmedabad – 380 015. Phone: (079) 26862076 Fax: (079) 26862077 E-mail id: aerlnodalofficer@gmail.com
REGISTRAR & TRANSFER AGENTS:	Big Shares Services Private Limited E-2 & 3, Ansa Industrial Estate, Sakivihar Road, Andheri (East), Sakinaka, Andheri, Mumbai-400069 Ph. No. (022), 28560652, 28560653
E-VOTING AGENCY:	Central Depository Services (India) Limited E-mail : helpdesk.evoting@cdslindia.com
SCRUTINIZER:	Ms. Shilpi Thapar - Practising Company Secretary M/s Shilpi Thapar & Associates E-mail: shilpi@shilpithapar.com

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Details of Director Seeking Re-appointment at the Annual General Meeting

Name of Director	Brief Resume and nature of expertise in functional area	Disclosure of relationships between directors inter-se & shareholding	List of other Directorship/ Committee membership in other Public Companies as on 31 st March, 201
Manoj S. Savla	He is having more than 26 years of experience in finance, investment, administration and marketing of petroleum products.	Brother of Mr. Paras S. Savla – Chairman & 203342 Shares	Other Directorships: Orpat Marketing Private Limited Jay Khodiyar Properties Private Limited S.P. Organisers Private Limited Savla Oil And Gas Private Limited Committee Membership Nil

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ADINATH EXIM RESOURCES LIMITED

DIRECTORS' REPORT

To
The Members of
Adinath Exim Resources Limited

Your Directors are pleased to present the Twenty-Second Annual Report together with the Audited Financial Statements of your Company for the Financial Year ended 31st March, 2016.

FINANCIAL RESULTS:

The Company's financial performance, for the year ended March 31, 2016:

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Revenue from operations (Net)	2716128	2545424
Other Income	3318642	1816206
Total Income	6034770	4361630
Total Expenditure	6611187	1560996
Profit / (Loss) before Tax & Depreciation	-576417	2800634
Less : Depreciation	50310	90049
Less: Provision for taxation	0	423250
Profit/ (Loss) before interest & exceptional items	-626727	2287335
Finance Cost	0	0
Profit/(Loss) before Exceptional Items	-626727	2287335
(Add)/ Less: Exceptional Items	0	0
Profit/(Loss) before prior period items and tax	-626727	2287335
Deduct : Prior Period Adjustment (Taxation)	0	0
Profit/(Loss) before tax for the year	-626727	2287335
Add/ (Less): Deferred Tax	2407	3796
Profit/Loss for the year	-624320	2291131

REVENUES

Our total income increased to ₹ 2716128/- from ₹ 2545424/- in the previous year at an increased rate of 6.71%. Net Loss for the year is ₹ (624320) compared to Net Profit of ₹ 2291131/- in the previous year.

SHARE CAPITAL

The paid up Equity Share Capital of the Company as at March 31, 2016 stood at ₹ 41041000/- (Four Crore Ten Lacs Forty One Thousand Only). During the period under review, the Company has neither issued shares with or without differential voting rights nor has granted any stock options or sweat equity. As on March 31, 2016, none of the Directors of the Company hold any instruments convertible into equity shares of the Company.

Your Company's equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services (India) Limited. As of March 31, 2016, 70.67% of the equity shares of your Company were held in demat form.

TRANSFER TO RESERVES

Owing to accumulated losses of the Company for the financial year 2015-16, your Company was unable to transfer any funds to the Reserves and Surplus Account.

DIVIDEND

Your Directors express their inability to recommend any dividend for the year 2015-16 owing to accumulated losses of the Company.