

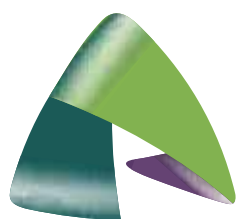


Advik

Capital Limited

(formerly known as Advik Industries Limited)

32nd ANNUAL REPORT



Advik Capital Limited

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DETERMINATION IS A KEY TO SUCCESS

Determination paves for the success. At Advik Capital, this philosophy of the Company motivates our actions to be always determined for our work and to accomplish our mission.

We believe in giving best out of our services and serve quality services in the sector which makes us an emerging Corporate in the field of financing activities. The satisfaction and trust of our stakeholders is the actual success we earn for a concrete roots.

We are committed to creating a meaningful future for our Stakeholders, society and working with such passion and perseverance to make it happen.

The year 2016-2017 was about putting our determination into an action with passion. Going forward, we are confident to achieve our strategic objectives and emerge as a trusted partner for capital needs of our stakeholders.



ADVIK CAPITAL AT A GLANCE

Advik Capital Limited (formerly known as Advik Industries Limited) is one of the emerging non-deposit taking non-banking finance Company (NBFC) registered with Reserve Bank of India, New Delhi, bearing Registration No. **B-14.00724**. The Company is a listed entity and trading its equity shares at Bombay Stock Exchange (BSE Limited). The BSE security code of the Company is **539773**.

The Company is carrying on the Business of investing funds, assisting the financial accommodation by way of loans/advances to industrial concerns and undertaking the business of leasing and to finance lease operations of all kinds, purchasing, selling, hiring or letting on hire or all kinds of plant and machinery.

During the year, with the approval of members of the Company and Reserve Bank of India, Registrar of Companies, NCT Delhi & Haryana and BSE Limited, Company has changed its name from **“Advik Industries Limited”** to **“Advik Capital Limited”** w.e.f. 07/07/2017.

<hr/>	
873.90 LACS	
NET WORTH	
<hr/>	
<hr/>	<hr/>
874.88 LACS	11.09 LACS
TOTAL ASSETS & LIABILITIES	PROFIT OF THE YEAR
<hr/>	<hr/>

Mission & Vision

Our motto is to build long term relationships with our clients taking into account their needs as well as the changing market dynamics. Our mission is to be the preferred provider of the highest quality solutions in our chosen business domain.

CHAIRMAN'S MESSAGE

The Financial sector is a good indicator of the progress that India making. With the help of strong policy framework by the Government and with leading support of market strategy, the sector is receiving a great economic participation from a large number of people in the entrepreneurial landscape.

And I believe that is where the opportunity for NBFCs in India will be found. From a policy perspective, new RBI guidelines on NBFCs regarding capital requirements, provisioning norms, and enhanced disclosure requirements are all expected to benefit the sector over the long run, setting the stage for stronger, well-governed NBFCs to compete fairly in the marketplace.

We have certainly reported an encouraging performance in FY 2016-17, yet there is always room for improvement. We will further sharpen our focus on various aspects that will make scaling-up relatively risk-neutral. In short, although a medium-sized organisation, we, ourselves, must maintain a nimbleness and entrepreneurial spirit. This thinking must apply to all levels in the organisation, starting from the Board to the Executive Management and expanding to the field force.

I am pleased to report that, to move into the future, our primary focus will be on growth and for that the board members of the Company have decided to broaden and to diversify the business activities and operations in the area of forex market as a money changer, Gold Loan, House Loan and Vehicle Loan and made the application to RBI for approval. All the proposed activities are profitable for the Company and responsibly provide attractive returns over the long term for our shareholders.

Lastly, at Advik Capital, we are working to create value not just for our shareholders, but also for the communities in which we operate and the society at large. We are conscious of our responsibility as a corporate citizen and seek to play our part in making lives better.

I would like to thank our shareholders for their immense support as we steadily and consistently develop your Company into one of the leading financial organizations in India. As India continues to take its place as perhaps the most dynamic economy in the world, we will endeavour to grow in tandem with this great country for the benefit of all the varied and important stakeholders of Advik Capital.

Yours Truly

Virender Kumar Agarwal

Chairman / Managing Director



Corporate Information

Board of Directors

Executive Chairman/Managing Director

Mr. Virender Kumar Agarwal

Executive Director

Mr. Shakul Kumar Agarwal - Whole-time Director

Directors (Non-Executive)

Mr. Hemant Agarwal - Independent

Mrs. Latika Bansal - Independent

Mr. Vineet Gupta - Independent

Mrs. Manju Agarwal - Promoter

Other KMPs

Tarkeshwar Rai - CFO

Radhika Garg - Company Secretary & Compliance Officer

Auditors

Statutory Auditors

M/s Garg Anil & Co.

Chartered Accountants

New Delhi

Secretarial Auditors

M/s A.K. Verma & Co.

Company Secretaries

New Delhi

Bankers

Kotak Mahindra Bank

Registrar and Share Transfer Agents

Skyline Financial Services Private Limited

D-153A, 1st Floor, Okhla Industrial Area, Phase- I, New Delhi- 110 020

Tel: 011- 64732681-88, 26812682/83

Email: info@skylinerta.com

Registered Office

Plot No. 84, Khasra No. 143/84, Ground Floor,

Extended Lal Dora, Kanjhawla Delhi- 110081

Corporate Identification Number (CIN)

L74899DL1985PLC022505

NOTICE

NOTICE is hereby given that the **32nd** Annual General Meeting of the members of **ADVIK CAPITAL LIMITED (FORMERLY KNOWN AS ADVIK INDUSTRIES LIMITED)** will be held on Tuesday the 26th day of September, 2017 at Registered office of the Company at Plot No. 84, Khasra No. 143/84, Ground Floor, Extended Lal Dora, Kanjhawla, Delhi-110081 at 12:00 Noon to consider and transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereupon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of Auditors thereon and in this regard, pass the following resolutions as an **Ordinary Resolutions**:
 - (a) **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby received, considered and adopted."
 - (b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby received, considered and adopted."
2. To appoint Mrs. Manju Agarwal, who retires by rotation and being eligible, offers herself for re-appointment as a Director and in this regard, pass the following resolution as an **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Manju Agarwal (DIN: 00531344), 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."
3. To appoint Auditors and fix their remuneration and in this regard 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 Sections 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013, M/s Garg Anil & Co., Chartered Accountants, be and is hereby appointed as the Statutory Auditor of the Company for the Financial Year 2017-2018, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company to be held for the financial year 2017-2018 and that the Board of Directors of the Company be and are hereby authorised to fix their remuneration."

SPECIAL BUSINESS:

4. **TO RE-APPOINT MR. VIRENDER KUMAR AGARWAL (DIN: 00531255) AS MANAGING DIRECTOR OF THE COMPANY**

To re-appoint Mr. Virender Kumar Agarwal (DIN: 00531255) as Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Virender Kumar Agarwal (DIN: 00531255) as a Managing Director, for a further period of 5 (five) years from the expiry of his present term of office, that is, with effect from 26th September, 2017 to 25th September, 2022 on the terms and conditions including remuneration as set out in the statement annexed to the notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts, deeds, and things which may be necessary in this behalf."

5. **TO APPOINT MR. VINEET GUPTA (DIN: 07714972) AS INDEPENDENT DIRECTOR OF THE COMPANY**

To appoint Mr. Vineet Gupta (DIN: 07714972) as Non Executive Independent Director and in this regard 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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, including any amendment, modification, variation or re-enactment thereof read with Schedule IV to the Companies Act, 2013, for the time being in force, Mr. Vineet Gupta who was appointed as Non Executive Additional Independent Director by the Board of Directors of the Company w.e.f. 10th February, 2017 who holds office up to the date of this Annual General Meeting and not liable to retire by rotation, due to casual vacancy caused by the resignation of Ms. Nikita Bansal, Independent Director of the Company w.e.f. 10th February, 2017, be and is hereby appointed as Non Executive Independent Director to hold

office as such for a period of 5 (five) consecutive years, with effect from 26th September, 2017 to 25th September, 2022 and he shall not be liable to retire by rotation and in respect of whom the Company has received a notice in writing and required sum of Deposit from Mr. Vineet Gupta proposing his candidature for the office of Independent Director.

RESOLVED FURTHER THAT Board of Directors and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts, deeds, and things which may be necessary in this behalf."

6. SUB-DIVISION OF 1 (ONE) EQUITY SHARE OF FACE VALUE OF 10/- EACH INTO 10 (TEN) EQUITY SHARES OF 1/- EACH

To sub-divide the shares of the Company into shares of smaller amount and in this regard 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 section 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned Statutory Authority (ies) including Registrar of Companies and BSE Limited ("stock exchange" where the equity shares of the Company are listed), each equity shares of the Company having a face value of Rs. 10/- each fully paid-up be sub-divided into 10 (ten) equity shares of the face value of Rs. 1/- each fully paid-up.

FURTHER RESOLVED THAT that on sub-division, 10 (ten) equity shares of face value of Rs. 1/- each be allotted in lieu of existing 1 (one) Equity Share of Rs. 10/- each subject to the terms of Memorandum and Articles of Association of the Company and shall rank pari passu in all respects with the existing fully paid Equity shares of Rs. 10/- each of the Company and shall be entitled to participate in full in dividends to be declared, if any, after the sub-divided equity shares are allotted.

RESOLVED FURTHER THAT on sub-division of Equity Shares as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of the face value of Rs. 10/- each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record date and the Company may, without requiring the surrender of existing share certificate(s), issue and dispatch the new share certificate(s) of the Company in lieu of such existing share certificate(s) subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 and in the case of Equity shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the Members with the depository

participants, in lieu of the existing credits representing the Equity Shares of the Company before sub-division.

RESOLVED FURTHER THAT the Board of the Directors of the Company (which expression shall also include a Committee thereof) be and is hereby authorized to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Company for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution."

7. ALTERATION OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To alter the Memorandum of Association of the Company and in this regard to consider and if thought fit to pass the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of section 13, 61 and other applicable provisions of Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approval(s) as may be required, Clause V of the Memorandum of Association of the Company be and is hereby altered by substituted by the following clause:

CLAUSE V:

"The Authorised Share Capital of the Company is Rs. 4,58,73,600/- (Rupees Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred Only) divided into 4,58,73,600 (Four Crore Fifty Eight Lacs Seventy Three Thousand Six Hundred) Equity shares of Rs. 1/- (Rupees One) each."

RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall also include a Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director or Company Secretary, to give effect to the aforesaid resolution."

8. RE-APPOINTMENT OF SECRETARIAL AUDITOR FOR THE FINANCIAL YEAR 2017-2018

To re-appoint M/s A. K. Verma & Co., Company Secretaries, New Delhi as Secretarial Auditor of the Company for the financial year 2017-2018 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant provisions of Section 204 of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Other

applicable provisions of the Act and pursuant to relevant provisions of Article of Association of the Company, consent of the members be and is hereby accorded to re-appoint M/s A. K. Verma & Co., Company Secretaries, New Delhi as Secretarial Auditor of the Company for Financial Year 2017-2018.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts deeds, and things which may be necessary in this behalf."

By the order of the Board

ADVIK CAPITAL LIMITED

(formerly known as Advik Industries Limited)

Virender Kumar Agarwal

Managing Director/Chairman

Din: 00531255

Date: 11-08-2017

Place: New Delhi

NOTES:

- The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item nos. from 4 to 8 of the Notice set out above is annexed herewith.
- A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
- Proxy form in MGT-11 duly filled up and executed must be received at the Registered Office of the company not less than 48 hours before the time fixed for the meeting. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours (Sunday is included in computation of 48 hours) before the commencement of the Meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
- Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or Depository Participant(s). Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
- The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.
- The Register of Members and Share Transfer Books shall remain closed from 20th September, 2017 to 26th September, 2017 (both days inclusive).
- Members desiring any further information on the business to be transacted at the meeting should write to the company at least 15 days before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.
- Members are requested to notify the company their change of address, if any, to Registered office of the Company.
- Members are requested to bring their attendance slip and copy of the Annual Report with them at the Annual General Meeting.
- All correspondence relating to shares may be addressed to the registered office of the company.
- 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.
- Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
- In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- Members may kindly note that no 'Gifts' will be distributed at the Annual General Meeting.

15. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.
16. Members desiring any information/clarification on the Accounts are requested to write to the Company in advance at least seven (7) days before the meeting so as to keep the information ready at the time of Annual General Meeting.
17. As per provisions of the Companies Act, 2013 facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Registered Office of the Company.

18. Voting Through Electronic Means:

- a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
- b) The facility for voting through electronic voting system ('Insta Poll') shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'Insta Poll'.
- c) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- d) The Company shall also provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
- e) The Company is providing facility for voting by electronic means to its members to enable them to cast their votes through such voting. The Company has engaged the services of Central Depository Service Limited ("CDSL") as the Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of a general meeting).
- f) The Board of Directors of the Company has appointed Mr. Ashok Kumar Verma, a Practicing Company

Secretary, New Delhi as Scrutinizer to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

- g) The cut-off date for the purpose of voting (including remote e-voting) is 19th September, 2017.
- h) Remote e-voting facility will be available during the following period:

Commencement of remote e-voting
Saturday, 23rd September, 2017, 9:00 a.m.
End of remote e-voting
Monday, 25th September, 2017, 5:00 p.m.

Please note that remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of aforesaid period.

- i) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company **www.advikgroup.com/ail**. The results shall simultaneously be communicated to the Stock Exchanges.

The instructions for e-voting are as under:

- i. The voting period begins on 23rd September 2017, 09:00 A.M and ends on 25th September 2017, 05:00 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 i.e 19th September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iv. Click on Shareholder – Login
- v. 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.