24th Annual Report 2016-17

ALPHA HI TECH FUEL LIMITED

(CIN: L23201GJ1993PLC018889)

BOARD OF DIRECTORS: HAREN JAISUKHLAL SHAH

Chairman & Promoter Director

UMA KANT SHUKLA Independent Director

SUBHASH NAYAK Independent Director

ALPA HAREN SHAH

Woman Director & Chief Executive Officer

CHIEF FINANCIAL OFFICER : AJITA JAYANT SHAH

COMPANY SECRETARY : CS CHINTAN DOSHI (w.e.f. 25.02.2017)

REGISTERED OFFICE: STATION ROAD

LAKHTAR

DIST. SURENDRANAGAR GUJARAT-382775

HEAD OFFICE: 7/C, POORNIMA

503, M.G. ROAD, MULUND (WEST)

MUMBAI-400080

AUDITORS: MANOJ MEHTA & CO. CHARTERED ACCOUNTANTS

BANKERS: KAPOL CO.OP. BANK LTD., MULUND (WEST)

THANE BHARAT SAHAKARI BANK LTD, MULUND (WEST)

DETAILS OF STOCK EXCHANGE : EQUITY SHARES OF THE COMPANY ARE LISTED ON:

THE BOMBAY STOCK EXCHANGE LTD THE STOCK EXCHANGE LTD, AHMEDABAD

THE SAURASHTRA KUTCHH STOCK EXCHANGE LIMITED, RAJKOT

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FOR KIND ATTENTION OF SHAREHOLDERS

- **DEMAT:** If one is still holding shares in physical mode, kindly, consider following advantages by opting shares in demat mode:
- O Sale of shares is possible only through demat mode as the Company's shares are traded compulsorily in demat mode only.
- O Realize better price for transfer/sale of shares.
- O Eliminate loss of shares through burglary or theft, misplacement or mutilation.
- O Easy and faster transaction of shares.
- O No stamp duty on purchase/sale.
- Steps involved in dematerialization of shares:
- Open an account with a Depository Participant (DP) of choice.
- **O** Choose DP based on evaluation of their reputation, service standards, charges, comfort level, other conveniences, etc.
- O Submit a dematerialization request form (DRF) to DP along with the defaced share certificates.
- O Shares get converted into electronic form and get credited into demat account.
- To understand about the procedure and for all queries relating to dematerialization, kindly, contact the Shares Transfer Agent of the Company.
- **GREEN INITIATIVE:** Register email ID with the Registrars and Transfer Agent of the Company or with the Secretarial department of the Company at info@alphahitechfuel.com. This initiative can save forest wealth of our Country.

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NOTICE OF TWENTY FOURTH ANNUAL GENERAL MEETING

NOTICE is hereby given that Twenty Fourth Annual General Meeting of the Members of Alpha Hi Tech Fuel Limited will be held on Tuesday, the 29st day of August, 2017 at 11.00 a.m. at the Registered Office of the Company at Station Road, Lakhtar, Dist. Surendranagar, Gujarat - 382 775, to transact the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Financial Statements and the reports of the Board of Directors and Auditors thereon for the Financial Year ended on 31st March, 2017.
- 2. To appoint Director in place of Mr. Haren Shah (DIN: 00971250) who retires by rotation and being eligible, offers himselffor re-appointment as Independent Director.
- 3. To re-appoint Peer Reviewed 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 section 139 of the Companies Act, 2013 and the Rules made there under, appointment of M/s. Manoj Mehta & Co., Chartered Accountants (Firm Registration No. 116681 W) to hold office, up to the conclusion of 25th AGM is hereby ratified, who are appointed the Auditors of the Company, to hold office till the conclusion of the 27th Annual General Meeting to be held in 2020 (subject to ratification of reappointment by the members at every AGM held), on a remuneration as may be mutually agreed upon by the Board of Directors and the Auditors."

Place: Lakhtar Date: 6th July, 2017 Regd. Office: Station Road,

Lakhtar, Dist. Surendranagar,

Gujarat 382775

By Order of the Board of Directors

Chintan Doshi **Company Secretary**

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NOTES:

- 1. In respect of resolution at item no. 2 a statement giving additional information on director seeking re-appointment is annexed herewith as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- 2. 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.
- 3. Pursuant to the provisions of section 105 of the 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 ten percent of the total paid up share capital of the Company. Member holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member.
- 4. The instrument appointing Proxy as per the format included in the Annual Report should be returned to the Company at its Registered Office not less than 48 hours before the commencement of the meeting.
- 5. The Register of Members and the Share Transfer books of the Company will remain closed on Tuesday, 29th August, 2017
- 6. Pursuant to Section 72 of the Companies Act, 2013, Members holding shares in physical form may file nomination in the prescribed Form SH-13 (Annexed to the Report) with the Company's Registrar and Transfer Agent. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
- 7. Members who still hold share certificates in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialization, which include easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
- 8. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 9. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote
- 10. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the company on all working days, except Saturdays and Sundays, between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.
- 11. Members who are desirous of getting information with regard to the business to be transacted at the meeting are requested to write to the Company their queries at least seven days in advance of the Meeting in order to keep the information required readily available at the Meeting.
- 12. Members/Proxies should bring the attendance slip duly filled in for attending the meeting. The identity/ signature of the Members holding shares in electronic/demat form are liable for verification with specimen signatures as may be furnished by NSDL/CDSL to the Company. Such Members are advised to bring the relevant identity card, issued by the Depository Participant, to attend the Annual General Meeting.
- 13. The Annual Report duly circulated to the Members of the Company, is available on the Company's Website at www.alphahitechfuel.com.
- 14. Shareholders can register their complaints, if any, on an exclusive e-mail ID investorgrievance@alphahitechfuel.com which has been designated for the said purpose.
- 15. 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 e-mail address either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
- 16. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs

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are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a 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 e-mail IDs 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 and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

- 17. Members are requested to bring their copies of the Annual Report at the Meeting.
- 18. Voting through electronic means-

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members, facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link https://www.evoting.nsdl.com or (link of website of company).

The e-voting period commences on August 26, 2017 (10:00 am) and ends on August 28, 2014 (5:00 pm). During this period shareholders of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of 22nd August, 2017. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., 22nd August, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or company/RTA email id.

The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The procedure to login to e-Voting website is given below:

1. Open the attached PDF file "e-Voting.pdf" giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your "User ID" and "Password for evoting". Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "e-voting.pdf".

- Launch internet browser by typing the URL https://www.evoting.nsdl.com/
- 3. Click on "Shareholder Login".
- 4. Put User ID and password as initial password noted in step (1) above and Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password.

NOTE: Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

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In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).

- 5. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
- 6. Home page of remote "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
- 7. Select "EVEN" of Alpha Hi-Tech Fuel Ltd.(106700) Members can cast their vote online from August 26, 2017 (10:00 am) till August 28, 2017 (5:00 pm).

Note: e-Voting shall not be allowed beyond said time.

- 8. Now you are ready for "e-Voting" as "Cast Vote" page opens.
- 9. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted.
- 10. Institutional shareholders (i.e., other than Individuals, HUF, NRI, etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter, etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail pritesh@psachaliya.com with a copy marked to evoting@nsdl.co.in.

Further, NSDL has now integrated its e-Services website (https://eservices.nsdl.com/) with the aforesaid e-Voting system of NSDL, which enables you as a registered User of IDeAS facility to also access e-Voting system of NSDL for casting your votes by using your existing login credentials viz., user ID and password of IDeAS facility. Thus, you would not be required to login to e-Voting system separately for casting votes in respect of the resolutions of company.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

Other information:

- Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an
 event, you will need to go through "Forgot User Details/Password?" or "Physical User Reset Password?" option
 available on the site to reset the same.
- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- Please note that if you have opened 3-in-1 account with ICICI Group i.e. bank account and demat account with ICICI Bank Limited and trading account with ICICI Securities Limited, you can access e-Voting website of NSDL through their website viz.; www.icicidirect.com for the purpose of casting your votes electronically by using your existing user ID and password used for accessing the website www.icicidirect.com. Please note that in case you are not able to login through the ICICI direct website, you can also access the e-Voting system of NSDL by using your existing user ID and password for the e-voting system of NSDL.

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In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of https://www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

The instructions for voting electronically are as under:

In case of members receiving e-mail -

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on Shareholders tab
- (iii) Select Alpha Hi-Tech Fuel Limited from the drop down menu and click on SUBMIT
- (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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) For those holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, existing password is to be used.
- (vii) For first time users follow the steps given below:

| | For Members holding shares in Demat Form and Physical Form |
|-----|---|
| PAN | Enter 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 demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. |

- (viii) After entering these details appropriately, click on SUBMIT.
- (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 it is required to mandatorily enter the 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 NSDL platform. It is strongly recommended not to share the password with any other person and take utmost care to keep the 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 the EVEN(106700) for the relevant business of Alpha Hi-Tech Fuel Limited on which one chooses to vote.
- (xii) On the voting page, RESOLUTION DESCRIPTION will be seen and against the same the option YES/NO for voting. Select the option YES or NO as desired. The option YES implies that one assent to the Resolution and option NO implies that one dissents to the Resolution.
- (xiii) Click on the RESOLUTIONS FILE LINK if one wishes to view the entire Resolution details.
- (xiv) After selecting the resolution, click on SUBMIT. A confirmation box will be displayed. To confirm your vote, click on OK, else to change the vote, click on CANCEL and accordingly modify the vote.
- (xv) Once Confirmed, it will not be allowed to modify the vote.
- (xvi) Print out also can be taken of the voting done 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 the image verification code and click on Forgot Password & enter the details as prompted by the system.

OTHER INSTRUCTIONS

- I. Mobile number and e-mail id can be updated in the user profile details of the folio which may be used for sending future communication(s).
- II. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, 22nd
 August, 2017, are entitled to vote on the Resolutions set forth in this Notice by way of remote e-voting and poll.
- III. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd August, 2017 for both remote e-voting and poll.
- IV. Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, voting through polling paper shall also be made available to those Members who attend the Annual

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General Meeting and have not already cast their vote by e-voting.

- ٧. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
- VI. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the meeting through ballot papers.
- VII. CA Pritesh Achaliya, Practicing Chartered Accountant of M/s. P S Achaliya & Co. has been appointed the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- VIII. The Scrutinizer shall, immediately after the conclusion of voting at general meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company, Scrutinizer shall within 3 days of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.
- IX. The results along with the Scrutinizer's Report shall be placed on the website of the Company and on the website of NSDL and shall be communicated to BSE Limited.
 - 20. As required by Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief profile of the Independent Director proposed to be appointed / re-appointed at the Annual General Meeting is given below:

| Name of the Director | Mr. Haren Shah | |
|--|---|--|
| Date of Birth | 08-01-1958 | |
| Date of Appointment | 29-01-1993 | |
| Qualification | Accounting & Taxation, Mediator & Conciliator | |
| Experience in specific functional areas | B.Com, FCA, ADR | |
| Directorships in other Companies | Alpha Hi-Tech Papers & Pulp Ltd. Divine Infraprojects Pvt. Ltd. | |
| Chairman/ Member of the Committees of the Board of Directors of the Company | Chairman – Audit Committee Member – Shareholders'/Investors' Grievance Committee | |
| Chairman/Member of the Committees of the Board of Directors of the other Companies in which he is a Director | Nope | |
| No. of Shares held in the Company | 1,38,833 | |
| Director Identification Number | 00971250 | |

Place: Lakhtar Date: 6th July, 2017

Regd. Office:

Lakhtar, Dist. Surendranagar,

Gujarat 382775

Station Road,

By Order of the Board of Directors

Haren Shah Director (DIN: 00971250) (CIN: L23201GJ1993PLC018889)

Report of the Board of Directors

Dear Members,

The Board of Directors is pleased to present the Twenty-fourth Annual Report on the business and operations of your Company along with the audited financial statements for the financial year ended 31st March, 2017. The Statement of Accounts, Auditors' Report, Board's Report and attachment thereto have been prepared in accordance with the provisions contained in Section 134 of Companies Act, 2013 and Rule 8 of the Companies (Accounts) Rules, 2014.

1. FINANCIAL RESULTS

The Company's financial performance for the year ended March 31, 2017 is summarized below:

| Particulars | For the year ended 31.03.2017 (Rs.) | For the year ended 31.03.2016 (Rs.) |
|--------------------------------|-------------------------------------|-------------------------------------|
| Revenue from operations | 0 | 0 |
| Profit/(Loss) before Tax | (10,21,108) | (17,42,693) |
| Less: Tax Expenses | 0 | 0 |
| Current Tax | 0 | 0 |
| Current Tax for Prior Years | 0 | 0 |
| Deferred Tax | 0 | 3,18,696 |
| Profit/(Loss) for the year | (10,21,108) | (20,61,389) |
| Interim Dividend | 0 | 0 |
| Corporate Dividend Tax | 0 | 0 |
| Transfer to General Reserve | 0 | 0 |
| Earnings Per Share of Rs. 10/- | Nil | Nil |

2. RESERVES

During the year under review, your Company has not transferred any amount to any reserves.

3. PERFORMANCE AND AFFAIRS OF THE COMPANY

The performance and outlook of the Company have been discussed in the Management Discussion and Analysis Report, which is forming part of the Annual Report.

4. DIVIDEND

The Company has suffered losses during the year and hence, your Directors do not recommend any dividend.

5. CURRENT STATUS

During the year under review, the manufacturing and sales activities, as a loss mitigation initiative, are at halt due to major re-orientation of manufacturing and general administrative set up.

Production activities at the factory of the company are suspended since August 2005 as the management of the company is facing hardships dealing with the disproportionate demands of the workers. This is followed by high pitch assessment demands for several years from Sales Tax authorities and Income Tax Department. The said demands were disputed in appeals preferred against said orders. Witnessing harsh demand recovery procedures adopted by these revenue authorities and based on the advice of the experts, management preferred suspension of production activities as a loss mitigating initiative. Once, the issues are finally and fully settled in favour of the Company, the management shall actively consider the issue of the suspended operations. The management is aggressively pursuing the matters and is hopeful of favorable outcome in the near future.

6. CHANGES IN NATURE OF BUSINESS AND REVISION IN THE BOARD'S REPORT

There is no change in the nature of business of the Company during the year. There is no revision made in the Board's Report and whatever submitted herewith is the final report.