

ARDI INVESTMENT AND TRADING COMPANY LIMITED

ANNUAL REPORT 2016-17

CORPORATE INFORMATION

BOARD OF DIRECTORS

MR. UDAYKUMAR P SHAH

MR. ASHISH P SHAH

MR. RAKSHIT M SHAH

MR. SATISHKUMAR R GAJJAR

MRS. SUNAINA SWETANG JOSHI

REGISTERED OFFICE

**SHOP NO. 3 HEMU CASTLE,
DADABHAI ROAD, NEAR GOKHLIBAI SCHOOL,
VILE PARLE (WEST)
MUMBAI-400056**

TEL: 022-26241111

FAX: 022-26241104

Email: ardi.invest2013@yahoo.in

AUDITORS

**JIGNESH SATAPARA & CO.
CHARTERED ACCOUNTANTS
27, SAMARPAN TENAMENT
OPP. JANTANAAR RAILWAY CROSSING
GHATLODIA, AHMEDABAD- 380061**

BANKERS

AXIS BANK LIMITED.

REGISTRAR AND SHARE TRANSFER AGENTS

**SKYLINE FINANCIAL SERVICES PRIVATE LIMITED
D-153A, FIRST FLOOR
OKHLA INDUSTRIAL AREA, PHASE-I NEW DELHI - 110020**

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NOTICE TO THE MEMBERS

NOTICE is hereby given that the 36th Annual General Meeting of the Members of ARDI INVESTMENT AND TRADING COMPANY LIMITED will be held on Saturday, 30th September, 2017 at the registered office of the company at Shop No. 3 Hemu Castle, Dadabhai Road, Near Gokhlibai School, Vile Parle (West) Mumbai-400056 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2017 and Statement of Profit & Loss account together with Cash Flow Statement and Notes forming part thereto ("Financial Statement") for the year ended on 31st March, 2017 and Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Udaykumar P Shah, who retires by rotation and being eligible, offers him for re-appointment.
3. To make the appointment of BHAGAT & Co. the Auditors and to fix their remuneration and in this regards pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **BHAGAT & Co**, Chartered Accountants, be and hereby appointed as the statutory Auditors of the company, for the next term of 5 (Five) years, at such remuneration fixed by the Board of Directors."

SPECIAL BUSINESS

4. REGULARIZATION OF ADDITIONAL DIRECTOR

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152, 160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Satishkumar R Gajjar (DIN: 05254111) who has appointed as an Additional

director of the company by the Board of Directors at its meeting held on April 19, 2017 and who ceases to hold office under Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of director, be and is hereby appointed as a Director of the company, liable to retire by rotation.”

By Order Of Board of Directors

Sd/-

Uday P Shah

Director

Date: 01/09/2017

Place: Mumbai

NOTES:

1. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.

THE REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS OF THE COMPANY WILL REMAIN CLOSED FROM 27TH SEPTEMBER, 2017 TO 29TH SEPTEMBER, 2017 (BOTH DAYS INCLUSIVE) FOR THE PURPOSE OF ANNUAL GENERAL MEETING.

2. A statement giving the relevant details of the Directors seeking re-appointment under Item of the accompanying Notice.
3. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
4. A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.

- 5.** Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
- 6.** 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 at the Meeting.
- 7.** Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
- 8.** Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- 9.** 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.
- 10.** No amount of dividend is remaining unpaid in the dividend account, for the transferred.
- 11.** Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
- 12.** The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the Registrar and Transfer Agent of the Company.
- 13.** The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode only to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

- 14.** Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc from the Company electronically.
- 15.** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every Participant in the Securities Market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to Depository Participant(s). Members holding shares in physical form should submit their PAN details to the Company.
- 16. BRIEF PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT OF ANNUAL GENERAL MEETING**

Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure requirement) Regulations, 2015 the brief profile of Director Eligible for Appointment at Annual General Meeting vide item NO: 4 is as follows:

Particular	Mr. Satishkumar R Gajjar
Date of Birth	23/05/1964
Date of Appointment	19/04/2017
Qualification	B.Com.
Relationships between directors inter se	Mr. Satishkumar R Gajjar is not related to any of the director of the company.
Directorship held in other companies*	Nil
Membership/Chairmanships of Committee in other Public Companies	Nil
Shareholding of non-executive directors	Nil

*PVT Companies excluded.

**ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)**

ITEM NO: 4

The Board at its meeting held on April 19, 2017 and, appointed Mr. Satishkumar R. Gajjar as an additional director with effect from such Board meeting dates pursuant to Section 161 of the Companies Act, 2013. Hence, He will hold office up to the date of the ensuing annual General Meeting. The Company has received consent in writing to act as directors in Form DIR-2 and intimation in Form DIR-8 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that they are not disqualified under sub- section (2) of section 164 of the Companies Act, 2013. The Board considers that their association would be of immense benefit to the Company and it is desirable to avail their services as Directors. Accordingly, the Board recommends the resolution No 4, in relation to appointment of Mr. Satishkumar R. Gajjar as a Director, respectively, for the approval by the shareholders of the Company.

Brief profile of Mr. Satishkumar R. Gajjar in terms of Regulation 36 (3) of the Listing Regulations is forming part of this notice. Mr. Satishkumar R. Gajjar is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The Board recommends passing of the resolution as set out in Item No. 4 of this Notice. None of the Director of the Company except Mr. Satishkumar R. Gajjar is concerned or interested in this resolution.

By Order Of Board of Directors

Sd/-

Uday P Shah

Director

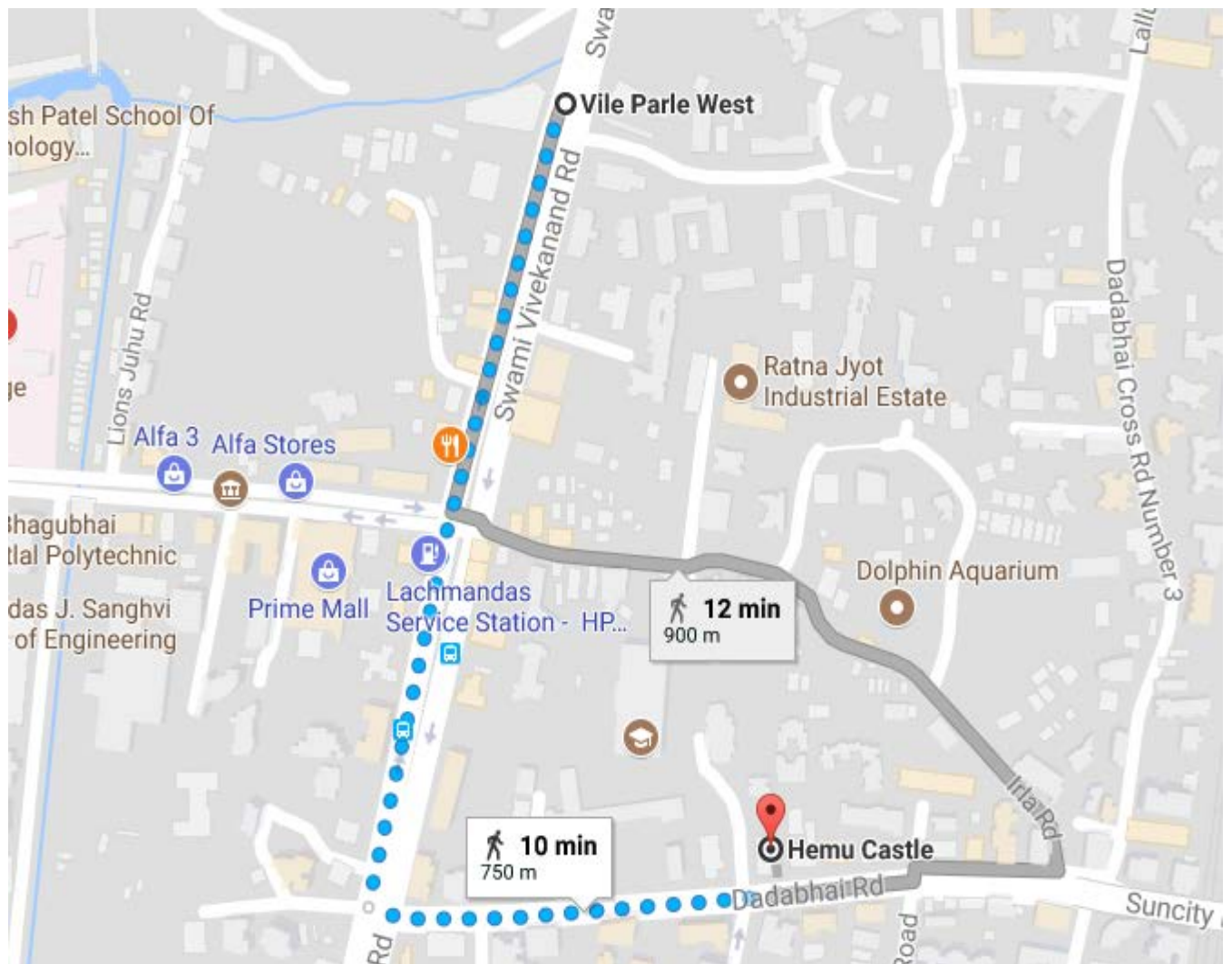
Date: 01/09/2017

Place: Mumbai

ROUT MAP OF VENUE OF AGM:

REGISTERED OFFICE:

Shop no. 3 Hemu castle,
Dadabhai Road,
Near Gokhlibai school,
Vile Parle (west), Mumbai-400056



BOARD REPORT

Dear Members,

Your Directors have pleasure in presenting their 36th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2017.

1. FINANCIAL RESULTS

The Financial performance of the company for the year ended 31st March, 2017 is summarized as follows:

(Amount in Rs.)

PARTICULAR	2016-17	2015-16
Income	-	-
Less: Expenditure	(3,10,717)	(3,95,752)
Profit/(Loss) Before Depreciation And Taxes	(3,10,717)	(3,95,752)
Less: Depreciation	-	-
Net Profit/(Loss) Before Tax	(3,10,717)	(3,95,752)
Less: Provision For Tax	-	-
Deferred Tax	-	-
Profit/(Loss) After Deferred Tax	(3,10,717)	(3,95,752)

2. FINANCIAL HIGHLIGHTS

During the fiscal 2017, the gross operational loss of the Company stood at Rs. 3,10,717.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY

No change of business occurs during the year under review.

4. DIVIDEND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.