

ANNUAL REPORT 2016-17



ARNAV CORPORATION LIMITED

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ARNAV CORPORATION LIMITED

CIN: L74900MH1987PLC044592

Reg. Off: 802, Crystal Plaza, AG Link Road, Chakala, Andheri (E), Mumbai - 400099.

Corp. off.: Unit 704, 7th Floor, Jay Antariksh, Marol Makwana Road, Marol, Andheri East- Mumbai-400059.

Phone: 022-64501225; **Email:** corp.arnav@gmail.com;

Listed At: BSE Limited; **Scrip Code:** 531467; **Security Id:** ARNAVCORPISIN: INE647D01014

Board of Directors:

DhirenNegandhi	Chairman and Managing Director
KajalSoni	Executive Director
Manish Rach	Non-Executive Director
ChandrakantShinde	Independent Director
GopalVyas	Independent Director
NitinShanichara	Independent Director

Audit Committee:

GopalVyas
Manish Rach
NitinShanichara

Statutory Auditor:

M/s Agarwal Desai & Shah
Chartered Accountants

Stakeholders Relationship Committee:

GopalVyas
NitinShanichara
Chandrakant Shinde

Bankers:

Axis Bank
Dhanlaxmi Bank
Kotak Mahindra Bank

Nomination & Remuneration Committee:

Chandrakant Shinde
Gopal Vyas
Nitin Shanichara

Registrar and Share Transfer Agent:

Universal Capital Securities Pvt. Ltd.
21, ShakilNiwas, Opp. SatyaSaibaba Temple,
Mahakali Caves Road, Andheri (E), Mumbai-
400093.

Phone: 28207203-05/28257641;

Email: info@unisec.in

Risk & Management Committee:

Chandrakant Shinde
KajalSoni
Manish Rach

Key Managerial Personnel:

Dhiren Negandhi	Compliance Officer
Jayesh Shah	Chief Financial Officer

NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the Members of Arnav Corporation Limited (CIN: L74900MH1987PLC044592) will be held at 101, C wing, AmbikaDarshan, C.P. Road, Kandivali (East), Mumbai-400 101 on Thursday, **September 28, 2017 at 10.00 a.m.** to transact the following businesses:

Ordinary Businesses:

1. To Consider and Approve Financial Statements consisting of Balance Sheet as at 31st March, 2017 and the Statement of Profit and Loss Account for the year ended on that date, together with the Board's Report and Auditor's Report.
2. To appoint a director in place of Kajal Soni (DIN:06965706) who retires by rotation and being eligible offers herself for re-appointment.
3. To Ratify the Appointment of M/s Agarwal Desai & Shah, Chartered Accountants as Statutory Auditors of the Company:

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

"RESOLVED THAT pursuant to section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to recommendation of the Audit Committee and the Board of Directors the company hereby ratifies the appointment of M/s Agarwal Desai & Shah, Chartered Accountants, (firm Registration No. 124850W), as Auditor of Company to hold office from the conclusion of this Annual General Meeting (AGM) till conclusion of next AGM.

RESOLVED FUTHER THAT the Board of Directors of the Company (including its committees thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution."

SPECIAL BUSINESSES:

4. **Service of Documents through the mode as requested by the shareholders:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the said act and relevant rules prescribed thereunder, whereby a document may be served on any member by the company by sending it to him by post or by registered post or by speed post or by courier or by delivering to his office or address, or by such electronic or other mode as may be prescribed, the consent of the company be and is hereby accorded to charge from the member the fee in advance equivalent to the estimated actual expenses of delivery of documents, pursuant to any request made by the shareholder for delivery of such document to him, through a particular mode of services mentioned above provided such request along with the requisite fee has been duly received by the company at least one week in advance of the dispatch of document by the company and that no such request shall be entertained by the company post the dispatch of such documents by the company to the shareholder.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the director of the company be and is hereby authorised to do all acts, deeds matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that they may arise in respect of the matter aforesaid and further to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to this resolution.”

**For and on behalf of the Board of Directors
Arnav Corporation Limited**

Sd/-

DhirenNegandhi

Chairman & MD

DIN: 03385812

Date: September 05, 2017

Place: Mumbai.

Notes:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Businesses under item no 4 as stated above is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. THE PROXIES SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
3. 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 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 Member.
4. Corporate members intending to send their authorized representatives to attend the Annual General 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 the respective specimen signatures of those representatives authorized under the said resolution to attend and vote on their behalf at the meeting.
5. Members, Proxies and Authorised representatives are requested to bring to the meeting; the attendance slips enclosed herewith duly completed and signed mentioning therein details of DP ID and Client ID/Folio No.
6. In case of joint holders attending the meeting, the joint holder who is higher in the order of names will be entitled to vote at the meeting.
7. The Register of Members and Share Transfer Books of the Company will be closed from **Friday, September 22, 2017 to Thursday, September 28, 2017** (both days inclusive),for purpose of the Annual General Meeting.
8. Members are requested to notify immediately changes, if any, in their registered addresses to the Company's Registrar and Share Transfer Agents M/s. Universal Capital Securities Pvt. Ltd., 21/25, ShakilNiwas, Opp. SatyaSaibaba Temple, Andheri (E), Mumbai-400093.

9. Request for additional information, if required: In case you intend to raise any queries in forthcoming Annual General Meeting, you are requested to please forward the same at least 10 days before the date of meeting to Mr. DhirenNegandhi, Compliance Officer, so that the same may be attended appropriate to your entire satisfaction.
10. The Annual report duly circulated to the members of the Company, is also available on the Company's website..
11. In terms of section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 the Company is providing the facility to its members to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice.
12. The instructions for shareholders voting electronically are as under:
 - i. The voting period begins on Monday, 25thSeptember, 2017 at 9:00 a.m. and ends on Wednesday, 27th September, 2017 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 Thursday, 21stSeptember, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - ii. The shareholders should log on to the e-voting website www.evotingindia.com.
 - iii. Click on Shareholders / Members
 - 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. 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.
 - vii. If you are a first time user follow the steps given below:
For Members holding shares in Demat Form and Physical Form.

	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 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. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details	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.
OR Date of Birth (DOB)	<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).

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach 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.

- 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 EVSN “170905069” for Arnav Corporation Limited on which you choose to vote.
- xii. 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.
- xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv. 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.
- xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii. If a 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.
- xviii. 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix. 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.
13. 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.
14. Mr. MayankArora, Proprietor of M/s MayankArora& Co, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process.
15. Voting will be provided to the members through e-voting and/or at the venue of the Meeting. A member can opt for only one mode of voting i.e. either through e-voting or ballot if a member cast votes by both modes, then voting done through e-voting shall prevail and the ballot shall be treated as invalid.
16. All the documents referred to in the accompanying notice and Explanatory Statement are open for inspection at the Company’s Registered Office on all working days of the Company between 10.00 a.m. to 1.00 p.m. upto the date of the Annual General Meeting except Saturdays, Sundays and Public Holidays.

17. Members/Proxies are requested to bring their attendance slip duly filled in along with their copy of Annual Report to the Meeting.

Details of Directors seeking Appointment and Re-appointment at the ensuing Annual General Meeting:

Name	KajalSoni
DIN	06965706
Qualification	Graduate
Nationality	Indian
Experience	Ms. KajalSoni has been a Director since 29/09/2014. She has made remarkable contribution in the progress of the Company. Her efforts have been appreciated by the management as well as fellow directors.
No. of shares held	NIL
Inter-se Relationship with Other Directors	None

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 and Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, is annexed hereto.

Item No. 4:

Service of Documents through the mode as requested by the shareholders:

As per the provisions of Section 20 of the Companies Act, 2013, a member may request for any document through a particular mode, for which the member shall pay such fees as may be determined by the company. Since the cost of providing documents may vary according to the mode of service, weight and its destination etc. Therefore, it is proposed that actual expenses borne by the company for such dispatch will be paid in advance by the member to the Company.

The Board recommends the resolution at item no. 4 for the approval of the shareholders.

No Director or Key Managerial Personnel or their relatives respectively are in any way concerned or interested in the proposed resolution.

**By order of the Board of Directors
Arnav Corporation Limited**

Sd/-

DhirenNegandhi

Chairman & MD

DIN: 03385812

Date: September 05, 2017

Place: Mumbai.

BOARD'S REPORT

To,
The Members,
Arnav Corporation Limited

The Directors of Company are delighted to present 30th Annual Report along with the Audited Financial statements and Auditor's Report for the year ended March 31, 2017.

Your Company has taken many Strategic steps during the year to strengthen its financials and to achieve all round growth of business.

1. Financial Results:

The financial performance of your Company for the year ended 31.03.2017 is summarized below:

Particulars	(Amount in Rs.)	
	Current Year (31.03.2017)	Previous Year (31.03.2016)
Revenue from Operations	139,276,301	101,774,531
Other Income	-	-
Total Income	139,276,301	101,774,531
Less: Total Expenses	138,952,275	101,646,849
Profit/Loss Before Taxation	324,026	127,682
Less: Current Tax	61,743	24,330
Deferred Tax	-	-
Profit After Taxation	262,283	103,352

2. Operations and Business Performance:

During the year under review, the topline soared by 36.85% to Rs. 13,92,76,301/- and the bottom line grew 153% to Rs. 2,62,283/-. The provision for Tax stood at Rs. 61,743/- as compared to Rs. 24,330/- in the previous year.

3. Dividend:

To conserve the resources for future business requirements of the Company, your Directors do not recommend any payment of dividend for the year under review.

4. Transfer To Reserves:

There is no amount proposed to be transferred to the Reserves.

5. Capital Structure:

There has been no change in the capital structure of the company. As on March 31, 2017, the authorized share capital of the Company was Rs. 100,00,00,000/- consisting of 10,00,00,000 Equity shares of Rs. 10/- each. The Issued, Subscribed and paid up capital was Rs. 89,42,09,580/-consisting of 8,94,20,958 Equity shares of Rs. 10/- each.

6. Statutory Auditor :