

ARUNJYOTI BIO VENTURES LIMITED

(FORMERLY KNOWN CENTURY 21st PORTFOLIO LIMITED)

**30th
ANNUAL REPORT
2015 – 2016**

ARUNJYOTI BIO VENTURES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS:

- | | |
|----------------------------------|---------------------------------------|
| 1. Mr. Phanindranath Koganti | - Whole-time Director (DIN 02623033) |
| 2. Mrs. Vanaja Kumari Dokiparthi | - Independent Director (DIN 07151205) |
| 3. Mr. M Aditya Vardhan Reddy | - Independent Director (DIN 06897440) |
| 4. Mr. Polsani Venkata Rama Rao | - Independent Director (DIN 00129932) |
| 5. Mr. Pabbathi Praveen Kumar | - Whole-time Director (DIN 02009879) |
| 6. Mr. Raja Kumar Babulal | - Whole-time Director (DIN 07529064) |

REGISTERED OFFICE

Plot No. 45, P & T Colony,
Karkhana, Secunderabad – 500009
E-mail id: cenport@gmail.com

AUDITORS

M. M. Reddy & Co.,
Chartered Accountants,
Rajbhavan Road,
Somajiguda, Hyderabad.

SECRETARIAL AUDITOR

M/s. S. S. Reddy & Associates
Practicing Company Secretaries
Plot No.6-3-354/13, A1,
Suryateja Apartments,
Hindi Nagar, Panjagutta,
Hyderabad-500034

BANKERS

State Bank of India, Kharkana Branch
ICICI Bank, Kharkana Branch

AUDIT COMMITTEE

- 1) Mr. M Aditya Vardhan Reddy
- 2) Ms. Vanaja Kumari Dokiparthi
- 3) Mr. Phanindranath Koganti

NOMINATION & REMUNERATION COMMITTEE:

- 1) Mr. M Aditya Vardhan Reddy
- 2) Mr. Phanindranath Koganti
- 3) Mr. Polsani Venkata Rama Rao

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STAKEHOLDERS RELATIONSHIP COMMITTEE:

- 1) Mr. MAditya Vardhan Reddy
- 2) Mr. Phanindranath Koganti
- 3) Mr. Polsani Venkata Rama Rao

INDEPENDENT DIRECTORS COMMITTEE:

- 1) Ms. Vanaja Kumari Dokiparthi
- 2) Mr. MAditya Vardhan Reddy
- 3) Mr. Polsani Venkata Rama Rao

RISK MANAGEMENT COMMITTEE

- 1) Ms. Vanaja Kumari Dokiparthi
- 2) Mr. Phanindranath Koganti
- 3) Mr. MAditya Vardhan Reddy

LISTED AT:

- 1) BSE Limited
- 2) Ahmedabad Stock Exchange Limited

REGISTRAR & SHARE TRANSFER AGENTS:

Venture Capital and Corporate Investments
Private Limited
12-10-167, Bharat Nagar,
Hyderabad – 500 018.

CIN : L01400TG1986PLC062463

ISIN : INE485K01014

INVESTOR E-MAIL ID : cenport@gmail.com

ARUNJYOTI BIO VENTURES LIMITED

NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the Shareholders of M/s Arunjyoti Bio Ventures Limited (Formerly known as Century 21st Portfolio Limited) will be held on Friday, the 30th day of September, 2016 at 11.30 A.M. at the registered office of the Company at Plot No.45, P & T Colony, Karkhana Road, Secunderabad-500009 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Mr. Phanindranath Koganti who retires by rotation and being eligible, offers himself for re-appointment.
3. Re-appointment of Statutory Auditors
To re-appoint M/s. M. M Reddy & Co., Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at remuneration as may be fixed by the Board.

SPECIAL BUSINESS:

4. APPOINTMENT OF MR. PABBATHI PRAVEEN KUMAR AS DIRECTOR 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 the provisions of Section 149 of the Companies Act, 2013 and the Rules made there under and the Articles of Association of the Company, Mr. Pabbathi Praveen Kumar (DIN: 02009879), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 30.05.2016 and who holds office until the date of the ensuing AGM, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Pabbathi Praveen Kumar as a candidate for the office of a director of the Company, be and is hereby appointed as a director of the Company liable to retire by rotation.

“FURTHER RESOLVED THAT any one of the Directors of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”

5. APPOINTMENT OF MR. PABBATHI PRAVEEN KUMAR AS WHOLE-TIME DIRECTOR 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 the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof), read with Schedule V of the Companies Act, 2013 and pursuant to Articles of Association of the Company, the consent of the Company be and is hereby accorded to the appointment of Mr. Pabbathi Praveen Kumar (DIN: 02009879) as Whole-Time Director of the Company, for a period of 3 years commencing from 30.05.2016 on the remuneration, as may be decided by the Board and with liberty to the Board of directors to fix, alter or vary from time to time the terms and conditions of the said appointment including the remuneration in such manner as it may deem fit within the limits in that behalf contained in Schedule V of the said Act including any Statutory modification(s) in force or that may hereinafter be made thereto by the Central Government in that behalf or any amendments thereto as may be agreed by the Board of Directors and Mr. Pabbathi Praveen Kumar in this behalf.

“FURTHER RESOLVED THAT pursuant to Schedule V and other applicable provisions, if any, of the Act and subject to such approvals as may be necessary, the Company be and is hereby authorized to pay the minimum remuneration to Mr. Pabbathi Praveen Kumar, for that financial year, in which there is inadequacy or absence of profits, during the period of Five years from the effective date of his appointment.”

“FURTHER RESOLVED THAT any one of the Directors of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”

6. APPOINTMENT OF MR. RAJA KUMAR BABULAL AS DIRECTOR 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 the provisions of Section 149 of the Companies Act, 2013 and the Rules made there under and the Articles of Association of the Company, Mr. Raja Kumar Babulal (DIN 07529064), who was appointed as an Additional Director of the Company by the Board of

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Directors with effect from 30.05.2016 and who holds office until the date of the ensuing AGM, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Raja Kumar Babulal as a candidate for the office of a director of the Company, be and is hereby appointed as a director of the Company liable to retire by rotation.

“FURTHER RESOLVED THAT any one of the Directors of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”

7. APPOINTMENT OF MR. RAJA KUMAR BABULAL AS WHOLE-TIME DIRECTOR 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 the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof), read with Schedule V of the Companies Act, 2013 and pursuant to Articles of Association of the Company, the consent of the Company be and is hereby accorded to the appointment of Mr. Mr. Raja Kumar Babulal (DIN 07529064) as Whole-time Director of the Company, for a period of 3 years commencing from 30.05.2016 on the remuneration, as may be decided by the Board and with liberty to the Board of directors to fix, alter or vary from time to time the terms and conditions of the said appointment including the remuneration in such manner as it may deem fit within the limits in that behalf contained in Schedule V of the said Act including any Statutory modification(s) in force or that may hereinafter be made thereto by the Central Government in that behalf or any amendments thereto as may be agreed by the Board of Directors and Mr. Raja Kumar Babulal in this behalf.

“FURTHER RESOLVED THAT pursuant to Schedule V and other applicable provisions, if any, of the Act and subject to such approvals as may be necessary, the Company be and is hereby authorized to pay the minimum remuneration to Mr. Raja Kumar Babulal, for that financial year, in which there is inadequacy or absence of profits, during the period of Five years from the effective date of his appointment.”

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“FURTHER RESOLVED THAT any one of the Directors of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”

8. APPOINTMENT OF MR. POLSANI VENKATA RAMA RAO AS INDEPENDENT DIRECTOR 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 the provisions of Section 149, 152 of the Companies Act, 2013 and the Rules made there under, Mr. Polsani Venkata Rama Rao (DIN:00129932), who was appointed as Additional Director in the Board of the Company on 30.05.2016 pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 read with Articles of Association to the Company, and whose term of office expires at the ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying his intension to propose Mr. Polsani Venkata Rama Rao (DIN:00129932) as candidate for the office of a director of the company who meets the criteria of Independence as provided under Section 149(6) of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years commencing from the date of his appointment as Additional Director i.e. 30th May, 2016 up to the conclusion of Annual General Meeting (AGM) to be held in the calendar year 2021 or 29th May, 2021, whichever is earlier.”

“RESOLVED FURTHER THAT Mr. Phanindranath Koganti, Director is authorized to take necessary action in this regard including filing of necessary forms with Registrar of Companies, Hyderabad.”

**For and on behalf of the Board of
Arunjyoti Bio Ventures Limited**

Sd/-

**Phanindranath Koganti
Whole-Time Director
(DIN 02623033)**

Place: Secunderabad

Date: 13.08.2016

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Registered Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 24.09.2016 to 30.09.2016(Both days inclusive).
4. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
5. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification.
6. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
7. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.

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8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agents (Venture Capital and Corporate Investments Private Limited).
9. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.
10. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to M/s. Venture Capital and Corporate Investments Pvt. Ltd., Share Transfer Agents of the Company for their doing the needful.
11. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
12. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission /transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
13. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
14. Electronic copy of the Annual Report for 2015-16 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2015-2016 is being sent in the permitted mode.

15. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. 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 the Company's investor email id cenport@gmail.com

16. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 30th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 23.09.2016, are entitled to vote on the Resolutions set forth in this Notice. The e-voting period will commence at 09.00 a.m. on 27.09.2016 and will end at 05.00 p.m. on 29.09.2016. The Company has appointed Mr. S. Sarveswar Reddy, Practising Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting refer to the detailed procedure given hereinafter.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 27.09.2016 at 9.00 a.m. and ends on 29.09.2016 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 (record date) of 23.09.2016 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.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,