

# **DJRL**

## **23<sup>rd</sup> Annual Report - 2016**

**DHANVANTRI JEEVAN REKHA LIMITED**

**1-SAKET, MEERUT (U.P.) 250-003**

**BOARD OF DIRECTORS**

Dr. Varinder Singh Phull	Managing Director
Mr. Premjit Singh Kashyap	Chairman
Dr. Surender Prakash Gupta	Director
Mr. Ashok Kumar Singh Chaudhary	Director
Mrs. Meenaakashi Elhence	Director
Mr. Abhimanue Arora	Director
Ms. Shalini Sharma	Director

**CHIEF FINANCIAL OFFICER**

Mr. Dhanendra Jain (w.e.f. 28.05.2015 )

**COMPANY SECRETARY**

Mr. Pankaj Gupta (w.e.f. 01.12.2000)

**AUDITORS**

M/s K.K. Jain & Co.  
Chartered Accountants  
184 A, Garud Appartments,  
Pocket-IV, Mayur ViharPhase-I  
Delhi- 110091

**BANKERS**

Punjab National Bank

**REGISTERED OFFICE**

1-Saket, Meerut  
U.P. 250003

**SHARE TRANSFER AGENT**

Beetal Financial & Computer Services Pvt Ltd,  
Beetal house, 3rd Floor, 99, Mandangir,  
Behind Local Shopping Centre,  
Nera Dada Harsukhdas Madangir,  
New Delhi, Delhi, 110062

# DHANVANTRI JEEVAN REKHA LIMITED

CIN: L85110UP1993PLCQ15458

Registered Office: 1- Saket Meerut UP 250003

Ph: 0121-2648151-52, 2651801, Fax: 2651803

E-mail: dhanvantrihospital@gmail.com Website: www.djrl.org.in

## NOTICE

Notice is hereby given that the 23<sup>rd</sup> Annual General Meeting of the members of M/s DHANVANTRI JEEVAN REKHA LIMITED will be held on Friday the 30<sup>th</sup> day of September, 2016 at Western U.P. Chamber of Commerce & Industry, Bombay Bazar, Meerut at 10.00 A.M. to transact the following business:

### ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2016 and the statement of Audited Profit & Loss Account for the year ended on that date, Cash Flow Statement along with the Report of the Directors and Auditors thereon.
2. To Re-appoint Dr. S. P. Gupta (DIN 00606428), who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
3. To Re-appoint Mrs. Meenaakashi Elhence (DIN: 01119741), who retires by rotation at this meeting and being eligible, offers herself for re-appointment.
4. 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 (Act) and all other applicable provisions, if any of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s K.K. Jain & Co., Chartered Accountants, [Firm Registration No. 02465N], as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting, i.e., 24<sup>th</sup> Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors of the Company and Auditors."

For & on Behalf of the Board of Directors

Sd/-

(Premjit S. Kashyap)

CHAIRMAN

Place: Meerut

Date: 11.08.2016

### Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company. Proxies, to be effective shall be duly filled, stamped, signed and deposited, not less than 48 hours before the commencement of the Meeting at the Registered Office of the Company. Pursuant to provision of section 105 of The Companies Act, 2013, a person can act as 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. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution/authority/, as applicable. A member holding more than 10% of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. Members are requested to bring their Annual Report along with them as extra copies will not be supplied due to high cost of paper & printing.
3. Members are requested to bring their attendance slip duly completed and signed at the meeting and quote their respective folio numbers or DP ID and Client ID numbers for easy identification of their attendance at the Meeting.
4. Bodies' Corporate members are requested to send a certified copy of the board resolution authorizing their representatives to attend and vote at the meeting.
5. A member desirous of obtaining any information on accounts of the company at the Annual General Meeting is requested to forward such queries to the company at least ten days prior to the meeting enabling the Management to keep the information ready.
6. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses with the Company's Registrar and Transfer Agents for receiving communication from the Company in electronic form.
7. 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.
8. Members holding shares in physical form are advised to make nomination in Form SH-13 in respect of their shareholding in the Company. The nomination form will be made available by the Company on request.
9. A route map along with prominent landmark for easy reach to the venue of annual general meeting is annexed with this notice.  
The company's Register of Members and Share Transfer Book will remain closed from **Saturday, 24<sup>th</sup> September, 2016 to Friday, 30<sup>th</sup> September, 2016** (both days inclusive).
10. Members may also note that the notice of the Twenty Third Annual General Meeting and the Annual Report for the financial year 2015-16 will also be available on the Company's website @ [www.djrl.org.in](http://www.djrl.org.in) for their download. The physical copies of the aforesaid documents will also be available at the Company's registered office in Meerut for inspection during normal business hours on all the working days except Saturdays.
11. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to provide its members, the facility to exercise their right to vote at the Twenty Third 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 instructions for members for voting electronically are as under:-**

- i. The voting period begins on **Tuesday 27<sup>th</sup> Day of September, 2016 at 9:00 A.M.** and ends on **Thursday, 29<sup>th</sup> day of September, 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 Friday, 23<sup>rd</sup> September, 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](http://www.evotingindia.com)
- iii. Click on "Shareholders" tab.
- iv. Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT".
- 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.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- viii. If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
<b>PAN*</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>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.</p> <p>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.</p>
<b>DOB#</b>	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
<b>Dividend Bank Details</b>	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. 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.</p>

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. 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 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.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for the relevant **DHANVANTRI JEEVAN REKHA LIMITED** on which you choose to vote.
- xiii. 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.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details
- xv. 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.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xviii. 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.

- xix. 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 on or after 30th June, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xx. Note for Non – Individual/ Institutional Shareholders and Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login & password. The Compliance user would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- xxi. 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (A) The Board of Directors has appointed Mr. Dinesh Kumar Gupta, Company Secretary in practice, 164, Civil lines, Behind Baijal Bhavan, Meerut, U.P. 250001 (Membership No: F5226) (C.P. No: 3599) as a scrutinizer to process the e-voting and submit a report to the chairman.
- (B) Mr. Pankaj Gupta, Company Secretary of the Company shall be responsible for addressing all the grievances in relation to this 23<sup>rd</sup> Annual General Meeting including e-voting, his mail ID is [ghanvantrihospital@gmail.com](mailto:ghanvantrihospital@gmail.com) and may be contacted on phone no. 0121-2648151, 52, 2651801.
- (C) The Notice of the 23<sup>rd</sup> Annual General Meeting are being sent to all the Members, whose names appear in the Register of Members as on cut-off date (record date) i.e. 26<sup>th</sup> August, 2016 through the mode prescribed under the Companies Act, 2013 and also by E-Mail, wherever registered. The Members may also download a copy of the Notice from the Website of the Company ([www.djrl.org.in](http://www.djrl.org.in)).
- (D) The voting rights of shareholders shall be in proportion to their shareholding of paid-up share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date (i.e. 23<sup>rd</sup> September, 2016) only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting through Ballot.
- (E) Kindly note that the shareholders can opt only one mode of voting i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physically. However, in case shareholder cast their vote through e-voting as well as physically, then voting done through e-voting will prevail.
- (F) The results of voting shall be declared within two (2) days of the 23<sup>rd</sup> Annual General Meeting convened for the purpose. The results of voting so declared along with the Scrutinizer's Report shall be placed on the Company's Website ([www.djrl.org.in](http://www.djrl.org.in)), CDSL Website and shall also be communicated to the Stock Exchanges (BSE).

**For & on Behalf of the Board of Directors**

**Sd/-**  
**(Premjit S. Kashyap)**  
**CHAIRMAN**

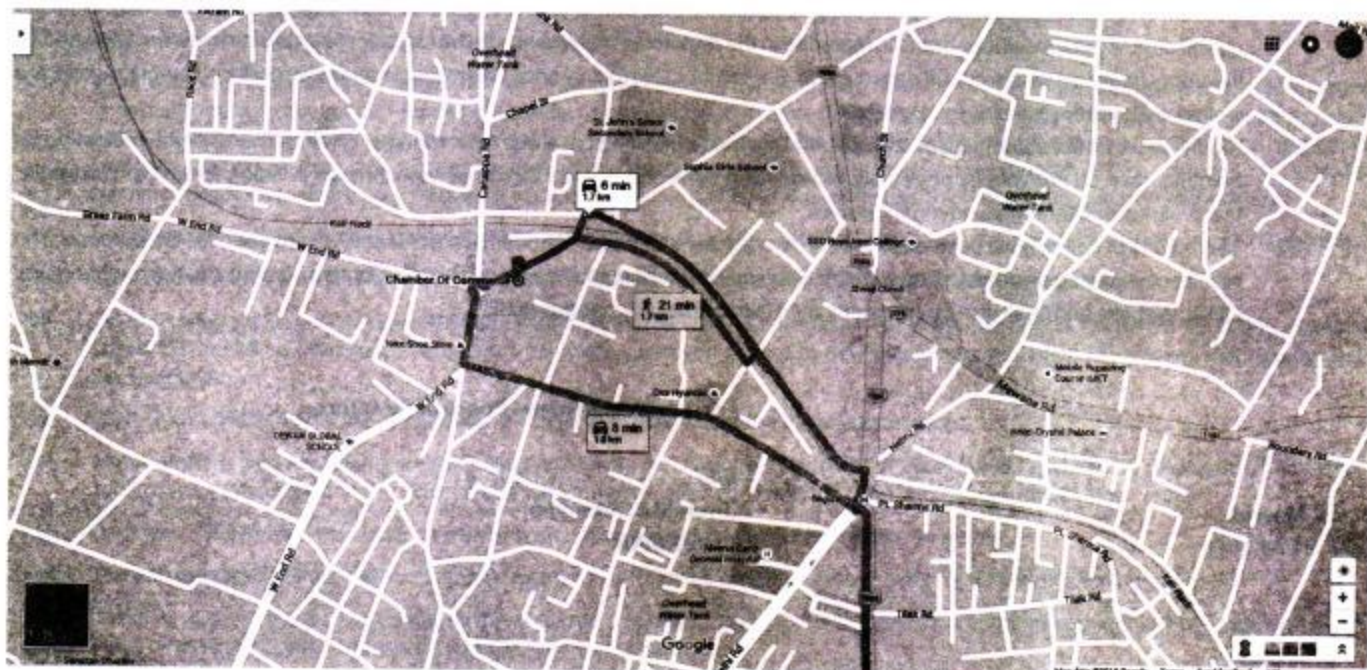
**Place: Meerut**  
**Date: 11.08.2016**



Sr. No.	Name of Directors	Dr. S. P. Gupta	Mrs. Meenaakashi Elhence
1.	Director Identification Number (DIN)	00606428	00606428
2.	Date of Birth	20.08.1927	13.09.1966
3.	Age	89 years	50 years
4.	Date of appointment	11/06/1993	01/09/2004
5.	Expertise in specific field	Orthopedic Surgeon	Businesswoman
6.	No. of equity shares held in the Company. (as on 31st March, 2016)	11500	169800
7.	Qualifications	MBBS, FRCS	Graduate
8.	List of other directorships	NIL	NIL
9.	Membership/ Chairman of Committees of the other Companies	NIL	NIL
10.	Relationship, if any between Directors inter se	NIL	NIL

### ROUTE MAP TO THE AGM VENUE

Venue: Western U.P. Chamber of Commerce & Industry, Bombay Bazar, Meerut.



**DIRECTORS' REPORT****Dear Members**

Your Directors have the pleasure in presenting the 23<sup>rd</sup> Annual Report of the company together with Financial Statements for the year ended on 31<sup>st</sup> March 2016.

**FINANCIAL & OPERATIONAL REVIEW :****FINANCIAL RESULTS :**

S. No.	Financial Heads	(Rs. in Lakh)	
		Year ended 31.03.2016	Year ended 31.03.2015
1.	Operating Income	925.62	797.40
2.	Other Income	31.21	46.63
3.	Profit Before Tax	141.05	152.47
4.	Provision for Taxation (net)	45.50	45.30
5.	Deferred Tax Provision	0.22	0.34
6.	Prior Period Items Adjusted	-	3.73
7.	Profit after Tax	95.33	103.10
8.	Balance after taxation carried over to the Balance Sheet	95.33	103.10

During the year under review the operational receipts of the company has increased to Rs. 926 Lakh from Rs. 797 Lakh in the previous year registering growth of 16%. The Company has not earned higher profits inspite of the said increase, as the Company has been empanelled with ECHS, CGHS where charges for services/procedures are fixed and further 10% discount is being taken by them on the overall bills raised on them. As a part of commitment to serve ex-servicemen and government employees the Company is providing these services despite earning very less margins and at times going below cost.

**FUTURE OUTLOOK**

The expansion project of the hospital is in full swing and is expected to become operational in the current year.

**DIVIDEND & RESERVES:**

Keeping in view the requirement of resources for up-gradation of the hospital facilities and the capital intensive expansion project, no dividend has been proposed during the year under review.

The Company proposes to transfer Rs 95.33 Lakh to reserve and surplus resulting into aggregate reserve and surplus of Rs. 524.78 Lakh as against Rs. 429.45 Lakh retained in the reserve and surplus during the preceding previous year.

**SHARE CAPITAL:**

The paid up equity capital as on March 31, 2016 was Rs.409.84 Lakh. During the year under review, the Company has neither issued shares with differential voting rights nor granted stock options and sweat equity.

**SUBSIDIARY:**

The company is not having any subsidiary or associate company as on 31.03.2016.

**DIRECTOR'S RESPONSIBILITY STATEMENT:**

Pursuant to the provisions contained in Section 134 (5) of the Companies Act, 2013, your Directors to the best of their knowledge and belief and according to information and explanations obtained from the management, confirm that:

- In the preparation of the annual accounts for the financial year ended March 31, 2016, the applicable accounting standards have been followed and there are no material departures from the same;
- The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the profit and loss of the Company for the year ended on that date;
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The Directors have prepared the Annual Accounts on a going concern basis.
- The Directors have laid down proper internal financial controls to be followed by the Company and such controls are adequate and operating effectively.



- The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants, including audit of internal financial controls over financial reporting by the statutory auditors, and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2015-16.

#### **DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

In accordance with the provisions of Section 152 of The Companies Act, 2013, Dr. S. P. Gupta and Mrs. Meenaakashi Elhence, Directors of the Company, are liable to retire by rotation in ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

Your Directors recommend for their appointment/re-appointment. None of the Directors of your Company are disqualified as per provisions of section 164(2) of the Companies Act, 2013. Your Directors have made necessary disclosures as required under various provisions of the Companies Act, 2013.

The information on the particulars of Directors seeking re-appointments as required under Regulation 36(3) of the Listing Regulations, have been given under Corporate Governance report forming part of this report.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than the sitting/committee fees for attending Board/Committees Meetings of the Company.

Pursuant to provisions of section 203 of the Companies Act, 2013, the key managerial personnel of the Company are Dr. V.S. Phull, Managing Director, Mr. Pankaj Gupta, Company Secretary and Mr. Dhanendra Jain, Chief Financial Officer.

#### **STATEMENT ON DECLARATION GIVEN BY THE INDEPENDENT DIRECTORS:**

As required under Section 149 (7) of the Companies Act, 2013, all the Independent Directors have given their respective declarations that they meet the criteria of independence as specified in Section 149 (6) of the Companies Act, 2013.

#### **NUMBER OF MEETING OF THE BOARD**

Five meetings of the board were held during the financial year 2015-16, the details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

#### **BOARD EVALUATION**

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations").

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

#### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The Company's policy on directors' appointment and remuneration and other matters provided in section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of this report.

#### **INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The details in respect of internal financial control and their adequacy are included in the management discussion & analysis, which forms part of this report.

#### **AUDITORS AND AUDITORS REPORT**

The Shareholders at the 21<sup>st</sup> Annual General Meeting held on September 29, 2014 had appointed M/s K.K. Jain & Co., Delhi, Chartered Accountant (FRN: 002465N) the statutory auditors of the company to hold the office until the conclusion of ensuing Annual General Meeting subject to ratification of their appointment at every intermittent AGM. M/s K.K. Jain & Co. being eligible has expressed their willingness to continue as auditors of the Company and accordingly, the ratification of their appointment is recommended to the Shareholders.



Meeting subject to ratification of their appointment at every intermittent AGM. M/s K.K. Jain & Co. being eligible has expressed their willingness to continue as auditors of the Company and accordingly, the ratification of their appointment is recommended to the Shareholders.

There is no observation or qualification or adverse remark made in the Auditors' Report read together with relevant notes thereon.

#### **SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s R.K. Singhal & Associates, Company Secretaries in practice as the Secretarial Auditor to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is given in **Annexure-A** to this Report.

There are no qualifications, reservations or adverse remarks or disclaimers made by the Secretarial Auditors in their report.

#### **COST AUDITORS:**

The company is not required to appoint cost auditor as per Section 148 of the Companies Act, 2013.

#### **RISK MANAGEMENT**

As required under Regulation 21 of the SEBI Listing Regulations (LODR) 2015, Constitution of Risk Management Committee shall be applicable to top 100 listed Companies by market capitalization as at the end of the immediate previous financial year. As the Company not falls under the category of top 100 listed Companies, the Company is not required to constitute a Risk Management Committee.

The Company has a mechanism to identify, assess, monitor and mitigate various risks to its key business objectives. Major risks identified by the business and functions are systematically addressed through mitigating actions on a continuing basis.

#### **CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES**

As the Company does not fall under any of the threshold limits given under section 135 of the Companies Act, 2013, the provisions of Corporate Social Responsibility are not applicable to the Company.

#### **RELATED PARTY TRANSACTIONS**

All contracts/arrangements/transactions entered into during the financial year with the related parties were on arm's length basis and were in the ordinary course of business. Section 188(1) of the Companies Act, 2013 exempts related party transactions that are in the ordinary course of business and are on arm's length basis. There are no material Related Party Transactions during the year under review that require approval of the shareholders through special resolution. The Board of Directors and the Audit Committee have approved all other related party transactions.

There are no materially significant related party transactions with the Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

The details of contracts/arrangements with related parties as required to be disclosed in Form-AOC-2 is not applicable on the Company.

#### **DISCLOSURES**

##### **Committees of the Board**

During the year in accordance with the Companies Act, 2013 the Board re-constituted/re-named some of its Committees and presently the Company has the following Committees:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders Relationship Committee

The details of all the Committees along with their composition, terms of reference and meetings held during the year are provided in the "Report on Corporate Governance" forming part of this Annual Report.

##### **Vigil Mechanism & Whistle Blower Policy**

The Company has established a Vigil Mechanism that enables the Directors and Employees to report genuine concerns. The Vigil Mechanism provides for (a) adequate safeguards against victimization of persons who use the Vigil mechanism; and (b) direct access to the Chairperson of the Audit Committee of the Board of Directors of the Company in appropriate or exceptional cases. Details of the Vigil Mechanism policy are made available on the Company's website [www.djrl.org.in](http://www.djrl.org.in)

#### **FIXED DEPOSITS:**

During the year under review, your Company did not accept any deposit within the meaning of provision of Chapter V- Acceptance of deposits by Companies, of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

##### **Conservation of Energy**

Your company is not covered by the Schedule of industries under Rule 2 of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 requiring furnishing of information regarding conservation of energy. However, the company does lay a great deal of emphasis on conservation of energy in all phases of operation.

**Technology Absorption:**

Not Applicable

**Foreign Exchange Earnings and Outgo:**

- |                              |   |     |
|------------------------------|---|-----|
| a) Foreign exchange Earnings | : | NIL |
| b) Foreign exchange Outgo    | : | NIL |

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

During the financial year 2015-16, the company has neither made any investment nor given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

**EXTRACT OF THE ANNUAL RETURN**

The details of the extract of the Annual Return in Form MGT-9 are given in **Annexure-B** to this Report.

**PERSONNEL RELATIONS**

Your directors hereby place on record their appreciation for the services rendered by the executives, staff and workers of the Company for their hard work, dedication and commitment. During the year under review, relations between the employees and the management continued to remain cordial.

**CORPORATE GOVERNANCE:**

The Company has complied with the guidelines prescribed by the Stock Exchanges on Corporate Governance. The Company has constituted Audit Committee, Share Transfer Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. The details of compliance made by the Company along-with a certificate from the Auditors are as per **Annexure -C** forming part of this report.

**MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) & schedule V of SEBI Listing Regulations (LODR) 2015, form part of this Annual Report in **Annexure- D**.

**PARTICULARS OF EMPLOYEES:**

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

**LISTING ON STOCK EXCHANGE:**

The company's securities are listed on The Bombay Stock Exchange, Mumbai. The company has paid the listing fee for the stock exchanges for the financial year 2015-16 and has complied with all the requirements of the listing Regulations.

**ACKNOWLEDGEMENT:**

The Directors wish to place on record their sincere appreciation for the committed and dedicated services of the employees of the Company. The Board also wishes thank to the Doctors, Specialist in Medical Field, Bankers for placing their trust on the Company and encouragement they extend to the Company. The Board places on record their thanks to the shareholders and the patient public for the confidence reposed by them in the Company and their appreciation for the services.

**By Order of the Board of Directors**

Sd/-

(Dr. V. S. Phull)  
Managing Director

Sd/-

(Mr. Premjit Singh Kashyap)  
Chairman

Place: Meerut  
Date: 11.08.2016