

F.Y. 2016-17

26TH ANNUAL REPORT

GUJARAT MEDITECH LIMITED

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Schedule of Annual General Meeting

26th Annual General Meeting

| | |
|---------------------|---|
| DATE | 28th SEPTEMBER 2017 |
| DAY | THURSDAY |
| TIME | 09:30 AM |
| PLACE | 17/A, 4TH FLOOR, SANDESH COMMERCIAL COMPLEX, OLD MADHURAM CINEMA, MIRZAPUR AHMEDABAD Ahmedabad GJ 380001 |
| BOOK CLOSURE | 21TH SEPTEMBER 2017 TO 28TH SEPTEMBER 2017 |

26TH ANNUAL REPORT 2016-2017

BOARD OF DIRECTORS

Mr. JAYESH BABULAL SHAH
(Independent Director)-Chairman

Mr. MOHIT BERY
(Managing Director)

Mr. PRAVIN DESHMUKH
(CFO & Director)

Mr. HAMZA MOHIYADHEEN
(Director)

Ms. PRAVEEN VENUGOPAL
(Independent Director)

Mr. SUNITA VENUGOPAL
(Independent Director)

HASHIM E. PUTHUPARAMPIL
(Director)

STATUTORY AUDITORS

M/S NAHAR V & COMPANY
(Chartered Accountants)

SECRETARIAL AUDITORS

Ramesh Chandra Bagdi & Associates
(Practicing Company Secretary)

REGISTERED OFFICE: 17/A, 4TH FLOOR, SANDESH COMMERCIAL COMPLEX, OLD MADHURAM CINEMA, MIRZAPUR AHMEDABAD GJ-380001

REGISTRAR AND TRANSFER AGENTS: Cameo Corporate Services Ltd ,202, Pawan Flats.7, Anand Nagar Soc., Productivity Road, Alkapuri,Vadodara,Gujarat,390007

GUJARAT MEDITECH LIMITED
Registered Office :- 17/A, 4TH FLOOR, SANDESH COMMERCIAL COMPLEX, MIRZAPUR
COURT, AHMEDABAD GUJARAT - 380001

CIN :- L74999GJ1991PLC016808 WEBSITE :- www.gujaratmeditech.com E-

MAIL ID :- gujmedi119@gmail.com Phone Number :- 079-30071204

NOTICE OF 26TH ANNUAL GENERAL MEETING

Notice is hereby given that 26TH Annual General Meeting of the members of **GUJARAT MEDITECH LIMITED** will be held at the Registered office of the Company At 17/A, 4th Floor, Sandesh Commercial Complex, Mirzapur Court, Ahmedabad Gujarat - 380001 on Thursday , 28th September, 2017 at **09:30** to transact the following business:

ORDINARY BUSINESS

- 1. Item No. 1:** To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017 and the Profit and Loss Account for the year ended on that date and Reports of Auditors and Directors thereon.
- 2. Item No. 2:** To appoint a Director in place of **Mr. Jayesh Babu Lal Shah (DIN:- 00842926)**, who retires by rotation and being eligible offers himself for re-appointment.

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

“RESOLVED THAT Mr. Jayesh Babu Lal Shah (DIN :- 00842926), Director of the Company, who retires by rotation and being eligible has offered himself for re- appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

3. Item No.3: Ratification of Auditors

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, 142 and other applicable provisions, if any, of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) The appointment of M/s NAHAR V & COMPANY, Chartered Accountants (FIRM REG. NO. 010443C) as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the conclusion of the 27th Annual General Meeting to be held in year 2018, be and are hereby ratified on such remuneration as may be fixed by the Board.

SPECIAL BUSINESS**4. REGULARISATION OF MR. ASHOK RATHORE 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 Mr. Ashok Rathore (DIN :- 07920855), who was appointed as an Additional Director with effect from August 31, 2017 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and as per Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.”

5. REGULARISATION OF MRS. SHEWATA RATHORE 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 Mrs. Sheweta Rathore (DIN :- 07920857), who was appointed as an Additional Director with effect from August 31, 2017 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and as per Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.”

PLACE: Gujarat

DATE: 10/08/2017

By order of the Board
For GUJARAT MEDITECH LIMITED

Sd/-

PRAVIN DESHMUKH
DIN: (05262200)

DIRECTOR

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS A PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

3. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed.

4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

5. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.

6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

7. The Register of Contracts or Arrangements, in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

8. Pursuant to Reg. 42 of SEBI(LODR) Regulations, 2015 read with section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books will remain closed from **Thursday 21st September, 2017 to Thursday 28th September, 2017 (Both days inclusive)** for the purpose of AGM.

9. Members are requested to notify any correction /change in their name /address including Pin Code number immediately to the Companies Register/ Depository Participant .In the event of non – availability of Members latest address either in the Companies records or in Depository Participant's records, members are likely to miss notice and other valuable correspondence sent by the company.

10. Members are requested to kindly mention their Folio Number/ Client ID Number (in case of demat shares) in all their correspondence with the Companies Registrar to enable prompt reply to their queries.

11. With a view to using natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the Company to send communications electronically. The Annual Report 2016-17 is being sent through electronic mode only to the members whose email addresses are registered with the Company /Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2016-17 are being sent by the permitted mode.

12. Explanatory Statement: Explanatory Statement as required under section 102 (1) of the Companies Act, 2013, relating to the special businesses to be transacted at the meeting is annexed hereto.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.

14. All documents referred to in the Notice will be available for inspection at the Company's registered office during 11:00 am to 1:00 pm normal business working days up to the date of the AGM.

15. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.

16. As per provisions of the Companies Act, 2013, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs.

Information required to be furnished under Reg. 36 of SEBI (LODR) Regulations, 2015 for Directors retired by rotation/Appointment of Director /Reappointment/ratifications:

**STATEMENT ANNEXED TO NOTICE PURSUANT TO SECTION 102(1) OF THE
COMPANIES ACT, 2013**

ITEM NO.4

Mr. Ashok Rathore (DIN :- 07920855) was appointed as an Additional Director of the Company with effect from 31st August, 2017 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Ashok Rathore holds office up to the date of this Annual General Meeting but is eligible for appointment as a Director. The Company has received a notice in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of the Director.

The Board recommends the passing of Ordinary Resolution as set out in the Item No. 4 of the Notice for the appointment of Mr. Ashok Rathore as a Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, except Mr. Ashok Rathore in the resolution set out at Item No. 4.

ITEM NO.5

Mrs. Shewata Rathore (DIN :- 07920857) was appointed as an Additional Director of the Company with effect from 31st August, 2017 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mrs. Shewata Rathore holds office up to the date of this Annual General Meeting but is eligible for appointment as a Director. The Company has received a notice in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of the Director.

The Board recommends the passing of Ordinary Resolution as set out in the Item No. 5 of the Notice for the appointment of Mrs. Shewata Rathore as a Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, except Mrs. Shewata Rathore in the resolution set out at Item No. 5.

PLACE: Gujarat

DATE: 10/08/2017

By order of the Board
For GUJARAT MEDITECH LIMITED
Sd/-
PRAVIN DESHMUKH
DIN: (05262200)
DIRECTOR

As per provisions of the Companies Act, 2013, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs. Information required to be furnished under Reg. 36 of the of the SEBI (LODR) REGULATIONS, 2015 for Directors retired by rotation/Appointment of Director/Reappointment/ratifications:

| | |
|--|-----------------------|
| Name of Director | Ashok Rathore |
| Date of Birth | 12/06/1978 |
| Date of Appointment | 31/08/2017 |
| Qualification | Graduate |
| Expertise in Specific Functional Area | Finance |
| Executive & Non-Executive Director | Non- Executive |
| Promoter Group | No |
| Independent Director | No |
| Chairman/Member of Committees of the Boards of Which he is a Director | No |
| Other Directorship | - |

| | |
|--|------------------------|
| Name of Director | Shewata Rathore |
| Date of Birth | 10/07/1982 |
| Date of Appointment | 31/08/2017 |
| Qualification | Graduate |
| Expertise in Specific Functional Area | Finance |
| Executive & Non-Executive Director | Non- Executive |
| Promoter Group | No |
| Independent Director | No |
| Chairman/Member of Committees of the Boards of Which he is a Director | No |
| Other Directorship | - |

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2017.

FINANCIAL RESULTS

Your Company financial performance during the year 2016-17 is summarized below:

(Amt.: Rs. In Lacs)

| Particulars | Year 2016-2017 | Year 2015-2016 |
|-------------------|-------------------|-------------------|
| TOTAL REVENUE | 43.79 | 49.15 |
| TOTAL EXPENDITURE | 43.73 | 49.13 |
| Profit Before Tax | 0.06 | 0.02 |
| Less: Taxation | 0.02 | - |
| Profit After Tax | 0.04 | 0.02 |

OPERATIONS

The Company performed satisfactorily as compared to last year.

SHARE CAPITAL

During the year under review, the Company, neither increased nor decreased its Equity.

REVISION IN FIN. STATEMENTS OR BOARD'S REPORT U/S 131(1) OF THE CO. ACT, 2013

In terms of Section 131 of the Companies Act, 2013, the Financial Statements and Board's Report are in compliance with the provisions of Section 129 or Section 134 of the Companies Act, 2013 and that no revision has been made during any of the three preceding financial years.

DIVIDEND

Your Directors do not recommend any dividend on equity shares for the year ended March 31, 2017.

PUBLIC DEPOSITS

The Company has not invited any deposits from the public within the provisions of Chapter V of the Companies Act, 2013 (hereinafter "the Act" and any reference of section pertains to sections of this Act in this Annual Report unless stated otherwise) read with the Companies (Acceptance of Deposits) Rules, 2015.

PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARY AND ASSOCIATE COMPANIES:

As per Sections 2(87) and 2(6) of the Companies Act, 2013 and as on date, the Company neither has any Subsidiary Company nor any Associate Company and hence, do not call for any disclosure under this head.