



HILIKS TECHNOLOGIES LIMITED

37TH ANNUAL REPORT

2021-22

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37TH ANNUAL REPORT 2021-22**BOARD OF DIRECTORS:**

| | | |
|---|---|---|
| Mr. Sandeep Copparapu | : | Whole Time Director w.e.f. 21/08/2021 (DIN: 08306534) |
| Mrs. Sunitha Kalidindi | : | Executive Director (DIN: 02434199) (Resigned on 13/11/2021) |
| Mr. Rajeev Ramchandra Padhye | : | Non-Executive Director (DIN: 07064915) w.e.f. 21/08/2021 |
| Mr. Nagavenkata Padma Bhaskar Vedanabhatla | : | Independent Director (DIN: 08105714) w.e.f. 13/11/2021 |
| Mrs. Priti Deepak Rathi | : | Additional Director (Non-Executive and Independent) w.e.f. 01/02/2022 |
| Mr. Mridul Tripathi | : | Chief Financial Officer |
| Ms. Priya Taluja | : | Company Secretary |

STATUTORY AUDITORS:

M/s. Sarath & Associates, Chartered Accountants, Mumbai

SECRETARIAL AUDITORS:

Jain Alok & Associates, Practising Company Secretaries, Delhi

BANKERS:

Axis Bank Limited

IndusInd Bank

REGISTRARS & SHARE TRANSFER AGENTS:

Skyline Financial Services Pvt. Ltd,

D - 153A, 1st Floor, Okhla Industrial Area,

Phase-I, New Delhi-110020

Tel: 011-40450193-97 & 011-26812682-83

Email: admin@skylinerta.com

Website: www.skylinerta.com

REGISTERED OFFICE:

Unit No.802, 8th Floor, Samarth Aishwarya Co-Operative Society Ltd.,

Adarsh Nagar, Off Link Road, Oshiwara, Andheri (West), Mumbai -

400053 Maharashtra, India

CIN: L72100MH1985PLC282717

Tel.: +91 7021375978

E-Mail: anubhavindustrial@gmail.com

Website: <http://www.hiliks.com/>

SHARES LISTED AT:

1. Metropolitan Stock Exchange of India Ltd.

(Formerly known as "MCX Stock Exchange Limited")

2. BSE Limited

37TH ANNUAL GENERAL MEETING:

Date: 30th September, 2022

Day: Friday

Time: 01:00 p.m.

Venue: Through VC/OAVM

NOTICE OF 37TH ANNUAL GENERAL MEETING

Notice is hereby given that the 37th (Thirty Seventh) Annual General Meeting of the Members of **Hiliks Technologies Limited** (CIN:- L17117MH1985PLC282717) will be held on Friday, 30th September, 2022 at 01:00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with report of Board of Directors and Auditor thereon.
2. To consider and appoint a Director in place of Mr. Sandeep Copparapu, Director (DIN: 08306534), who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and appoint a Director in place of Mr. Rajeev Ramchandra Padhye, Director (DIN: 07064915), who retires by rotation and being eligible, offers himself for re-appointment.
4. Appointment of M/s. A S K M & Co., Chartered Accountants (FRN: 012799S) as Statutory Auditor 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 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and upon recommendation of the Audit Committee and Board of Directors, M/s. M/s. A S K M & Co., Chartered Accountant (FRN: 012799S), be and is hereby appointed as Statutory Auditors of the Company from the conclusion of ensuing Annual General Meeting till the conclusion of 42nd Annual General Meeting to hold office for a period of 5 years on such remuneration as may be fixed by the Board of Directors in consultation with them.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts and deeds and file necessary e-forms to ROC to give effect to the above resolution."

SPECIAL BUSINESS

5. **Appointment of Mrs. Priti Deepak Rathi (DIN: 02955237) as an Independent Director of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 197 and 198 of the Companies Act, 2013 ("the Act"), read with Schedule IV and Schedule V to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) Mrs. Priti Deepak Rathi (DIN: 02955237), who was appointed as an Additional Director in the capacity of an Independent Director by the Board of Directors in their meeting held on 1st February, 2022 to hold the office till the date of this Annual General Meeting and who qualifies for being appointed as an Independent

Director and in respect of whom the Company has received a notice in writing under section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years effective from 1st February, 2022 on such terms and conditions as set out in the Explanatory Statement.

RESOLVED FURTHER THAT consent of the members be and is hereby accorded to fix the commission/ remuneration of Mrs. Priti Deepak Rathi, Independent Director amounting to INR 4,20,000/- (Rupees Four Lakh Twenty Thousand Only) per annum with effect from 30th September, 2022.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to file necessary e-forms to give effect to the aforesaid resolution."

6. Shifting of Registered Office from Mumbai to Thane within the State of Maharashtra

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), consent of the members of the Company be and hereby accorded to shift the registered office of the Company from Mumbai to Thane with effect from 30th September, 2022 within the same State and under the jurisdiction of same ROC.

RESOLVED FURTHER THAT upon the aforesaid resolution becoming effective, the registered office of the Company be shifted from Unit no. 802 8th Floor Samarth Aishwarya Co Op Soc Adarsh Nagar, Off Link Road, oshiwara, Andheri (W) Mumbai 400053 to Shop No. 205, 2nd Floor, Sidharth Towers, Near Thane Railway Station Thane West 400602, Maharashtra.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorised to file the necessary forms electronically with the office of the Registrar of Companies and take suitable action for implementation of the above resolution."

7. Appointment of Mrs. Jhansi Lakshmi Adivishnu (DIN: 07348873) as Non-Executive 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 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification or amendment thereto or reenactment thereof for the time being in force), and upon the recommendation of the Nomination and Remuneration Committee and Board of Directors, consent of the members be and is hereby accorded to appoint Mrs. Jhansi Lakshmi Adivishnu (DIN: 07348873) as Non-Executive Director w.e.f 30th September, 2022 liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to file necessary e-forms to give effect to the aforesaid resolution."

**For and on behalf of the Board of
Hiliks Technologies Limited**

Date: 05-09-2022

Place: Mumbai

**Sd/-
Sandeep Copparapu
(Chairman and Whole Time Director)**

DIN: 08306534

NOTES:

1. In view of the continuing social distancing norms due to COVID-19 pandemic and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and 02/2022 dated May 5, 2022, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing 37th AGM of the Company through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.
3. Pursuant to the Circulars No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 250 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.hiliks.com. The Notice can also be accessed from the websites of BSE Limited at www.bseindia.com and MSEI Limited at www.msei.in. The AGM Notice is also disseminated on the website of CDSL (agency for providing the remote e-voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 2/2022 dated May 5, 2022.
8. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts of the proposed ordinary/ special resolutions for the items is annexed hereto.
9. Members desirous of getting any information about the Annual accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
10. The Notice of the AGM along with the Annual Report for the F.Y. 2021-22 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.
- 11. 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.**
12. Pursuant to Section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Saturday, 24th September, 2022 to Friday, 30th September, 2022 (both days inclusive) for the purpose of Annual General Meeting and will be available for inspection at the venue of Annual General Meeting till the conclusion of the meeting.
13. The ISIN of the Equity Shares of Rs.10/- each is INE966Q01010.
14. Members holding shares in physical form are requested to advise any change of name, address, e-mail address etc. immediately to the Company/ Registrar and Transfer Agents, Skyline Financial Services Pvt. Ltd, D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020.
15. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to Skyline Financial Services Pvt. Ltd. a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting 48 hours before the date of AGM.
16. Notice of the 37th Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participants(s) for communication purposes through electronic mode.
17. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Company's Registered Office at Unit no. 802 8th Floor Samarth Aishwarya Co Op Soc Adarsh Nagar, Off Link Road, oshiwara, Andheri (W), Mumbai-400053 on all working days of the Company, between 10.00 a.m. and 01.00 p.m. upto the date of the Annual General Meeting.

18. Route map giving directions to the venue is not annexed to this Notice as meeting will be held through VC/OAVM due to COVID 19 Crisis.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- 1) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the Virtual platform developed by the RTA i.e Skyline Financial Services Pvt. Ltd. Link along with details will be provided to Eligible shareholders. Shareholders may access the voting during the AGM by clicking the link provided in virtual platform i.e <https://www.evotingindia.com>. Shareholders/members may login by using the remote e-voting credentials. The link for VC/OAVM will be available to eligible shareholder/members at their registered E Mail IDs. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM.
- 2) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 3) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 5) Shareholders who would like to express their views/ask questions during the AGM may register themselves as an attendee by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at anubhavindustrial@gmail.com
- 6) The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at anubhavindustrial@gmail.com. These queries will be replied to by the company suitably by email.
- 7) Those shareholders who have registered themselves as an attendee will be allowed to express their views/ask questions during the meeting. The member who have not registered themselves as an attendee but have queries during the AGM can use the chat box/ send query button and ask the question.

In case you have any queries or issues regarding attending Annual General Meeting through VC/OAVM write an email to: subhashdhingreja@skylinerta.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 4: Appointment of M/s. A S K M & Co., Chartered Accountants (FRN: 012799S) as Statutory Auditor of the Company

M/s. Sarath & Associates, Chartered Accountants (Firm Registration No. 005120S) was appointed as Statutory Auditors at the 32nd Annual General Meeting for the period of Five (5) years, till the conclusion of 37th Annual General Meeting of the Company. M/s Sarath & Associates, Chartered Accountants will complete their present term on conclusion of ensuing Annual General Meeting.

The Board of Directors of the Company in its meeting held on 5th September, 2022 has, considering the experience and expertise and on the recommendation of the Audit Committee, proposed to the Members of the Company the appointment of M/s A S K M & Co., Chartered Accountants (FRN: 012799S) as Statutory Auditors of the Company in place of the Retiring Auditors, for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 42nd Annual General Meeting to be held in the year 2027.

M/s. A S K M & Co. was formed in 2010 as a Chartered Accountancy firm. The said concern is a partnership concern based at Hyderabad having its branch offices in other three places. The firm is primarily engaged in providing services such as statutory audit, tax audit, taxation and other consultancy services to large, medium and small clients.

M/s. A S K M & Co, Chartered Accountants have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Companies Act, 2013. They have also provided confirmation that they have subjected themselves to the peer review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the 'Peer Review Board' of the ICAI.

The proposed remuneration to be paid to Auditors will be such as may be fixed by the Board of Directors in consultation with the Auditors.

The remuneration for the subsequent year(s) of their term shall be Rs. 2 lakh per annum. There is no material change in the remuneration proposed to be paid to Auditors and the remuneration paid to the Retiring Auditors.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the agenda as set out at Item No. 4 of the Notice.

Your Directors recommend the resolution set forth in item no. 4 of the notice for approval of the members as an Ordinary Resolution.

Item No. 5: Appointment of Mrs. Priti Deepak Rathi (DIN: 02955237) as an Independent Director of the Company

The Board of Directors upon the recommendation of the Nomination and Remuneration Committee, appointed Mrs. Priti Deepak Rathi as an Additional Director in the capacity of an Independent Director not liable to retire by rotation, for a period of 5 (five) years subject to the approval of shareholders.

Further, the Company has received a Notice in writing from a Member of the Company under Section 160 of the Act proposing the candidature of Mrs. Priti Deepak Rathi for the office of Director of the Company. Mrs. Priti Deepak Rathi is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director of the Company. The Company has received a declaration from Mrs. Priti Deepak Rathi that she meets the criteria of independence as provided under Section 149(6) of the Act. Further, the Board of Directors have considered and fixed the commission/ remuneration payable to Mrs. Priti Deepak Rathi w.e.f. 30th September, 2022 subject to the approval of shareholders of the Company

Mrs. Priti Deepak Rathi is independent of the management and possesses appropriate skills, experience & knowledge. Her appointment as an Independent Director will be in the interest of the Company and the Company will be benefited with her contribution in the Board process, Governance, and overall working.

Your Directors recommend the resolution set forth in item no. 5 of the notice for approval by the members as a Special Resolution.

Except Mrs. Priti Deepak Rathi, none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the agenda as set out at Item No. 5 of the Notice.

Additional information as required to be furnished as per the Schedule V of the Companies Act, 2013 is provided as under

| S. No. | I. General information | | | |
|--------|---|--|-----------------|---------|
| 1 | Nature of industry | Business of providing services/solutions of information technology, information systems, Hardware and Software development, Data processing, technical auditing and digitization services. Business of manufacturers, dealers, importers and exporters of all kinds of computers, computer peripherals, control equipments, communication equipments, electronic high fidelity systems, mobile virtual private networks, mobile network core and other allied products. | | |
| 2 | Date or expected date of commencement of commercial production | October 23, 2017 | | |
| 3 | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | NA | | |
| 4 | Financial performance based on given indicators | Following are the results of the Company for the Three years, at glance: (Amounts in Hundreds Rupees) | | |
| | | Particulars | Financial years | |
| | | | 2021-22 | 2020-21 |
| | | | | 2019-20 |