



**KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED**

**25<sup>th</sup> ANNUAL REPORT  
FOR THE YEAR 2018-19**

COMPANY REGISTRATION NO: 04-024284

CIN NO: L92199GJ1995PLC024284

Registered with Registrar of Companies, Gujarat State

**KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED**

Regd.Office: 100, Chinubhai Towers, Opp: Handloom House, Ashram Road,  
Navrangpura, Ahmedabad: 380 009.

Telephone: 91-079-26582983 (F) 91-079-26584335

E.Mail: [khyatimulti@yahoo.com](mailto:khyatimulti@yahoo.com) ~ Website: [www.khyatimultimedia.com](http://www.khyatimultimedia.com)

CIN: L92199GJ1995PLC024284

DATE OF: 20/01/1995

COMPANY REGN NUMBER: 04-24284

INCORPORATION;

NOMINAL SHARE CAPITAL: Rs.13, 00, 00,000/-

**25<sup>TH</sup> ANNUAL GENERAL MEETING PROGRAMME**

DATE : 28<sup>TH</sup> SEPTEMBER 2019

DAY : SATURDAY

TIME : 03.00 P.M

VENUE : **SUBHARTI PRARTHNA BHAVAN & PARTY PLOT,  
C. K. KHADAYATA CHATRALAYA CAMPUS,  
GULBAI TEKARA, AHMEDABAD-380006**

**NOTE TO THE SHAREHOLDERS:**

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting, Shareholders are requested to kindly bring their copies to the meeting.

## **BOARD OF DIRECTORS**

Mr. Kartik J. Patel  
Mr. Rao Kamalkant  
Mr. Praful Agrawal  
Mr. Arvindkumar Prajapati  
Mrs. Jignaben K. Patel

Chairman & Managing Director  
Independent Director  
Independent Director  
Independent Director  
Non-Executive Women Director

## **KEY MANAGERIAL PERSONNEL**

Mr. Vinod M. Chelani  
(Up to 25/03/2019)

Company Secretary

Ms. Deepa Gidwani  
(W.e.f. 01/04/2019)

Chief Financial Officer

### **SECRETARIAL AUDITOR**

Shri Kamlesh M. Shah  
(Practicing Company Secretary)

### **BANKERS OF THE COMPANY**

HDFC Bank Limited, Navrangpura Branch, Ahmedabad: 380 009.

### **REGISTRAR AND SHARE TRANSFER AGENT**

#### **MCS SHARE TRANSFER AGENT LIMITED**

201, Shatdal complex,  
Opp. Bata show room,  
Ashram road,  
Ahmedabad – 380 009

#### **Auditors**

N. GAMADIA & CO.  
Chartered Accountants  
Ahmedabad

#### **Company Law Consultants**

M/s. Kamlesh M Shah & Co.,  
Practicing Company Secretary  
Ahmedabad

#### **REGD. OFFICE**

100, Chinubhai Towers,  
Opp. Handloom House,  
Ashram Road, Navrangpura,  
Ahmedabad: 380 009.

#### **INVESTORS GRIEVANCE AND COMPLIANCE OFFICER:**

Kartik J Patel,  
Compliance Officer  
100, Chinubhai Towers, Opp: Handloom House,  
Ashram Road, Navrangpura,  
Ahmedabad: 380 009

## INDEX

1	<i>NOTICE OF 25<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY</i>
2	<i>PROXY FORM</i>
3	<i>DIRECTORS' REPORT</i>
4	<i>CORPORATE GOVERNANCE REPORT</i>
5	<i>MANAGEMENT DISCUSSION &amp; ANALYSIS</i>
6	<i>INDEPENDENT AUDITORS' REPORT</i>
7	<i>BALANCE SHEET</i>
8	<i>STATEMENT OF PROFIT AND LOSS</i>
9	<i>CASH FLOW STATEMENT</i>
10	<i>NOTES FORMING PART OF FINANCIAL STATEMENTS</i>

## NOTICE

**NOTICE** is hereby given that the 25<sup>TH</sup> Annual General Meeting of the Members of the **KHYATI MULTIMEDIA ENTERTAINMENT LIMITED** will be held on Saturday the 28<sup>th</sup> September, 2019 at 3:00 P.M. at the Subharti Prarthna Bhavan & Party Plot, C. K. Khadayata Chatralaya Campus, Gulbai Tekara, Ahmedabad-380006 to transact the following business:

### ORDINARY BUSINESS:

- 1) To Receive, Consider, and Adopt the Audited Statement of Accounts i.e. The Audited Balance Sheet as at 31st March, 2019 The Profit & Loss Account for the year ended on that date, the report of the Auditors thereon.
- 2) To Re-appoint a director Kartik J. Patel (DIN: 00047862) who retires by rotation and being eligible offers himself for reappointment.
- 3) Appointment of Statutory 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 section 139 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company do hereby appointment of M/s ANA & Associates., Chartered Accountants, (FRN – 130797W) as Financial Statutory Auditors of the Company 5 (FIVE) financial years commencing from 2019-20 to 2023-24 and to hold the office as such from the conclusion of 25th Annual General Meeting till the conclusion of the 30th Annual General Meeting of the Company for the financial year 2019-20 subject to ratification of their appointment in each Annual General Meeting at such remuneration and reimbursement of out of pocket expenses if any, as may be mutually decided between Board of Directors of the Company and Auditors for each of the financial year separately on year to year basis.”

**By order of the board**  
**KHYATI MULTIMEDIA ENTERTAINMENT LIMITED**

**Kartik J. Patel**  
**(Chairman & Managing Director)**  
**(DIN: 00047862)**

**Date: 14.08.2019**  
**Place: Ahmedabad**

**Reg. Office:**  
100, Chinubhai Towers,  
Opp: Handloom House, Ashram Road,  
Navrangpura, Ahmedabad-380009  
E-Mail: [khyatimulti@yahoo.com](mailto:khyatimulti@yahoo.com)  
Website: [www.khyatimultimedia.com](http://www.khyatimultimedia.com)

**IMPORTANT NOTES:**

1. A member entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of him/herself and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

**A person can act as a proxy on behalf of members not exceeding fifty members and holding in 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 the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.

2. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. Complete instructions on e-voting facility provided by the Company are annexed to this Notice explaining the process of e-voting with necessary user id and password along with procedure for such e-voting.
3. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representative/s to attend and vote at the Annual General Meeting.
4. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of directors seeking appointment/reappointment at the Annual General Meeting is given in detail, as annexed hereto.
5. **Shareholders are requested to bring their copy of Annual Report to the meeting.**
6. Members/Proxies should fill Attendance Slip for attending the meeting.
7. **The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 21<sup>st</sup> September, 2019 to Saturday, 28<sup>th</sup> September, 2019 (both days inclusive).**
8. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries received only at the meeting.

9. Relevant documents referred to in the accompanying Notice and the Explanatory Statement will remain open and available for inspection by the members at the administrative office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every member participating in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their DEMAT accounts. Members holding shares in physical form can submit their PAN to the Company or its Share Registrars and Transfer Agents.
11. **Members who have not registered their email IDs so far with their depository participants, are requested to register their email IDs for receiving all the Communications including Annual Report, Notices etc. in electronic mode.**
12. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, and Regulation 36 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository.
13. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31<sup>st</sup> March, 2019 is uploaded on the Company's website [www.khyatimultimedia.com](http://www.khyatimultimedia.com) and may be accessed by the members.
14. Electronic copy of the Annual Report for 2018-19 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 physical copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2018-19 is being sent in the permitted mode.

**The instructions for members for voting electronically are as under: -**

- (i) The voting period begins on 25.09.2019 at 09:00 a.m. and ends on 27.09.2019 at 05:00 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 20.09.2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on Shareholders
- (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](http://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:

	<b>For Members holding shares in DEMAT Form and Physical Form</b>
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"> <li>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 (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</li> <li>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. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> <li>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).</li> </ul>

After entering these details appropriately, click on "SUBMIT" tab.

- (i) 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.
- (ii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
  - (iv) 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.
  - (v) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
  - (vi) 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.
  - (vii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.



- (viii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (viii) If DEMAT account holder has forgotten the changed password then enter the User ID and the image verification code “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.
- (ix) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (x) 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.
- (xi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xiii) If DEMAT account holder has forgotten the changed password then enter the User ID and the image verification code
- Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
  - The voting period begins on 25.09.2019 at 09.00 a.m. and ends on 27.09.2019 at 05:00 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 i.e. 20.09.2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - 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).

**GENERAL INSTRUCTIONS FOR VOTING:**

- The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- Shri Kamlesh. M. Shah, Practicing Company Secretary, (Membership No. ACS: s8356 and COP No. 2072, Address: 801-A, Mahalaya Complex, Opp: Hotel President, B/h. Fairdeal House, Swastik Cross Roads, Navrangpura, Ahmedabad: 380 009, Gujarat, India,) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, submit to the Chairman of the Company.
- Results declared by the Chairman along with the Scrutinizer’s Report shall be placed on the Company’s website [www.khyatimultimedia.com](http://www.khyatimultimedia.com) and on the website of CDSL within three (3) days of passing of the resolutions at the AGM of the Company. The results shall be communicated to the NSE and BSE Limited and will also be uploaded on website of Stock Exchanges.
- Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 20.09.2019, may obtain the login ID and password by sending a request at [www.evotingindia.com](http://www.evotingindia.com)

**By order of the Board of Directors**  
**for KHYATI MULTIMEDIA-ENTERTAINMENT LIMITED**

**Place: Ahmedabad**  
**Date: 14.08.2019**

**Kartik J. Patel**  
**(Chairman & Managing Director)**  
**(DIN: 00047862)**

**Details of Directors seeking Appointment / Re-appointment at the Forthcoming Annual General Meeting (Pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2)**

Name of Director	Mr. Kartik J. Patel
Director Identification Number	00047862
Date of Birth	February 13, 1965
Age	54
Qualification	Bachelor of Science(BSC) .
Experience	More than 25 Years in the field of Construction Business.
Last Remuneration drawn	Nil
No. of Equity Shares held in the Company	16,30,600
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Mr. Jigna K. Patel (Wife)
Directorships held in other Companies	6
Chairmanship/Membership of the committee of the Board of Directors of the Company	1
Committee position held in other Companies	Nil