

**KARTIK
INVESTMENTS
TRUST LIMITED**

**42nd ANNUAL REPORT
2019-20**

Corporate Information

Board of Directors

P Nagarajan (DIN 00110344)
R Chandrasekar (DIN 02687447)
A Kavitha (DIN 07379851)

Secretary

S Sangeetha

Auditors

M/s. V K A N & Associates
Chartered Accountants
#6/23, APN Building, 2nd Floor, TTK Road, 1st Cross Street,
Alwarpet, Chennai 600 018

Registered Office

“Parry House”, 2nd Floor, No.43,
Moore Street, Parrys, Chennai 600 001

Corporate Identity Number

L65993TN1978PLC012913

Registrar and Share Transfer Agent

Karvy Fintech Private Limited, Karvy Selenium Tower B, Plot 31-32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad, Telangana – 500032

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KARTIK INVESTMENTS TRUST LIMITED

Registered Office: 'Parry House', II Floor, No.43, Moore Street, Parrys, Chennai 600 001

Phone: 044 2530 7123; Fax : 044 2534 6466

CIN: L65993TN1978PLC012913

E-mail ID: kartikinvestmentstrust@gmail.com; Website: www.kartikinvestments.com

NOTICE TO MEMBERS

Notice is hereby given that the forty second annual general meeting of the members of Kartik Investments Trust Limited will be held at 4.00 p.m. on Thursday, 24th September, 2020 at 'Dare House', No.2, N.S.C. Bose Road, Parrys, Chennai 600 001 to transact the following business:

ORDINARY BUSINESS:

1) To consider and if deemed fit, to pass, the following as an **ORDINARY RESOLUTION:**

RESOLVED THAT the board's report, the statement of profit and loss and the cash flow statement for the year ended 31 March, 2020 and the balance sheet as at that date together with the independent auditors' report thereon be and are hereby considered, approved and adopted.

2) To consider and if deemed fit, to pass, the following as an **ORDINARY RESOLUTION:**

RESOLVED THAT Mr. R. Chandrasekar (DIN 02687447), who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a director of the company liable to retire by rotation.

By Order of the board

Place : Chennai
Date : June 10, 2020

S Sangeetha
Company Secretary

NOTES:

1. **A member entitled to attend and vote at the annual general meeting (AGM) may appoint one or more proxies to attend and vote instead of him. The proxy need not be a member of the company. Proxy to be valid shall be deposited at the registered office of the company at least forty eight hours before the time for holding the meeting. A person shall not act as a proxy for more than fifty members and holding in the aggregate not more than 10% (ten percent) of the total share capital of the company carrying voting rights. A person holding more than 10% (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 person or shareholder. Proxy form for the AGM is enclosed.**
2. **The business set out in the notice will be transacted through electronic voting system and the company is providing facility for voting by electronic means.** Instructions and other information relating to e-voting are given in this notice at the end.
3. Members / proxies are requested to bring their duly filled in attendance slips enclosed herewith to attend the meeting mentioning therein details of their DP and Client ID / Folio No.
4. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the board resolution authorising their representative to attend and vote on their behalf at the AGM.
5. Information as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) in respect of re-appointment of director is furnished and forms part of the notice.
6. Pursuant to the provisions of section 91 of the Act and the listing regulations, the register of members and share transfer books will remain closed from Friday, the 18 September, 2020 to Thursday, the 24 September, 2020 (both days inclusive).
7. All correspondence relating to change of address, change in the e-mail ID already registered with the company, transmission of shares, issue of duplicate share certificates, bank mandates and all other matters relating to the shareholding in the company may be made to KFin Technology Private Ltd., the registrar and share transfer agent (RTA). The members holding shares in dematerialised form may send such communication to their respective depository participant/s (DPs).
8. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed form no. SH 13, duly filled in to the RTA. The prescribed form can be obtained from the RTA / DPs.

9. As an eco-friendly measure intending to benefit the environment and society at large, we request you to be part of the e-initiative and register your e-mail address to receive all communication and documents including annual reports from time to time in electronic form to the e-mail address provided by you. Members holding shares in dematerialised form, may send such communication to their respective DPs and those holding shares in physical form, may send such communication to RTA.
10. Copies of the annual report for 2020, notice of the 42nd AGM along with attendance slip and proxy form are being sent to all the members whose e-mail IDs are registered with the company / DPs for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail IDs, physical copies of the aforesaid documents are being sent in the permitted mode.
11. Members may note that the notice of the 42nd AGM and the annual report for 2020 will also be available on the company's website, www.kartikinvestments.com for download. The physical copies of the aforesaid documents will also be available for inspection at the company's registered office during normal business hours on working days up to the date of the meeting. For any communication, the members may also send requests to the company's e-mail id: kartikinvestmentstrust@gmail.com.
12. 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 respective DPs. Members holding shares in physical form shall submit their details to RTA.
13. Since shares of the Company are traded on stock exchange in demat mode, members holding shares in physical mode are advised to get their shares dematerialised. Effective 1 April, 2019, SEBI has disallowed listed companies from accepting request for transfer of securities which are held in physical form. Shareholders shall mandatorily convert your holdings to demat form if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the company / RTAs.
14. Members desirous of obtaining any information / clarification relating to the accounts are requested to submit their query in writing to the company well in advance so as to enable the management to keep the information ready.

By Order of the board

Place : Chennai
Date : June 10,2020

S Sangeetha
Company Secretary

ANNEXURE TO THE NOTICE

A. DISCLOSURE UNDER REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS

Name of the KMP / Director	Mr. R Chandrasekar
DIN	02687447
Date of Birth	May 22,1964
Date of Appointment (Initial appointment)	March 28, 2014
Qualification	Masters in Business Administration and a Post Graduate Diploma in Human Resource Management
Expertise in specific functional area	has over 34 years of professional experience in handling human resource functions.
Number of meetings of the board attended during the year	4 Meetings
Inter-se relationship with any other directors or KMP of the company	Nil
Details of remuneration sought to be paid	Nil
Details of remuneration last drawn	Nil
No of shares held in the company	Nil
Directorships in other companies	Chola Business Services Limited (CBSL)
Membership in board committees of other companies	<ul style="list-style-type: none"> - Nomination & Remuneration Committee of CBSL - Audit Committee of CBSL

VOTING THROUGH ELECTRONIC MEANS - INSTRUCTIONS

Pursuant to the provisions of section 108 of the Companies Act, 2013 (the Act) read with rule 20 of the Companies (Management and Administration) Rules, 2014 and the Listing Regulations as amended from time to time, the company is pleased to offer e-voting facility to members to exercise their votes electronically on all resolutions set forth in the notice convening the 42nd annual general meeting (AGM) scheduled to be held on Thursday, the 24 September, 2020 at 4.00 p.m.

The company has engaged the services of KFin Technologies Private Limited (Karvy) to provide remote e-voting facility to enable members to provide their votes in a secure manner.

The board of directors of the company has appointed Mr. R. Sridharan of M/s. R. Sridharan & Associates, practicing company secretary, Chennai as the scrutiniser for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. In terms of the requirements of the Act and the rules made there under, the company has fixed 17 September, 2020 as the cut-off date. The remote e-voting / voting rights of the members / beneficial owners shall be reckoned on the equity shares held by them as on cut-off date, i.e 17 September, 2020.

The remote e-voting facility begins on Monday, the 21 September, 2020 (9:00 a.m. Indian Standard Time) and ends on Wednesday, the 23 September, 2020 (5:00 p.m. Indian Standard Time). During this period, the members of the company, holding shares either in physical form or in dematerialised form, as on the cut-off date of 17 September, 2020, are entitled to avail the facility to cast their vote electronically / voting in the general meeting as the case may be.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by KFin Technologies Private Limited upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently or cast the vote again.

The instructions for members voting electronically are as under:

A. For members receiving an e-mail from Karvy, e-voting service provider [for members whose e-mail addresses are registered with the company / DP(s)]:

- (i) Open your web browser during the voting period and navigate to <https://evoting.karvy.com>.
- (ii) Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be E-Voting Event Number- 5515 (EVEN) followed by folio number. In case of demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.

- (iii) After entering these details appropriately, click on “LOGIN”.
- (iv) You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A - Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (v) You need to login again with the new credentials.
- (vi) On successful login, the system will prompt you to select the E-voting event.
- (vii) Select the EVENT of Kartik Investments Trust Limited and click on “SUBMIT”.
- (viii) Now you are ready for e-voting as “Cast Vote” page opens.
- (ix) On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under “FOR / AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR / AGAINST” taken together not exceeding your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the shareholder does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- (x) Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat accounts.
- (xi) Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- (xii) You may then cast your vote by selecting an appropriate option and click on “SUBMIT”.
- (xiii) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the resolution(s).

(xiv) Corporate / institutional members (i.e. other than Individuals, HUF, NRI etc.,) are also required to upload in the e-voting portal, the scanned certified true copy (PDF Format) of the board resolution / authority letter etc., together with attested specimen signature(s) of the duly authorised representative(s) or alternatively to e-mail, to the scrutiniser at e-mail, rsaevoting@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above mentioned documents should be in the naming format “KARTIK – 42nd AGM”.

B. Members holding shares in dematerialised form whose e-mail IDs are not registered with the company / DPs [for members holding shares in physical form as well as those members who have received physical copy of the notice of the AGM]:

- i. E-Voting Event Number – (5515), User ID and Password is provided in the Attendance Slip.
Please follow all steps from sl. no. (i) to sl. no. (xiv) above to cast your vote by electronic means.

C. Voting at AGM:

The members who have not cast their vote electronically, can exercise their voting rights at the AGM. The company will make necessary arrangements in this regard at the AGM Venue.

Other instructions:

- i. In case of any queries, you may refer Help & FAQ section of <https://evoting.karvy.com/public.faq.aspx> or call KFIN on 040-67162222 or on Toll-free No.1800 3454 001.
- ii. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- iii. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the company as on the cut-off date of 17 September, 2020.
- iv. Any person who acquires shares of the company and becomes a member of the company after dispatch of the notice to the members and holding shares as on the cut-off date of 17 September, 2020 may obtain the login ID and password by sending a request at evoting@kfintech.com. On receipt of user ID and password, please follow the steps from sl. no. (i) to sl. no. (xiv) mentioned in point ‘A’ above to cast your vote by electronic means. However, if you are already registered with KFIN for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot user details / Password” option available on <https://evoting.kfintech.com>.