

**KARTIK  
INVESTMENTS  
TRUST LIMITED**

**43<sup>rd</sup> ANNUAL REPORT  
2020-21**

## **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, 2<sup>nd</sup> Floor, TTK Road,  
1<sup>st</sup> Cross Street, Alwarpet, Chennai 600 018

### **Registered Office**

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

### **Corporate Identity Number**

L65993TN1978PLC012913

### **Registrar and Share Transfer Agent**

KFin Technologies 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](mailto:kartikinvestmentstrust@gmail.com); Website: [www.kartikinvestments.com](http://www.kartikinvestments.com)

**NOTICE TO MEMBERS**

**Notice** is hereby given that the forty third annual general meeting of the members of Kartik Investments Trust Limited will be held at 4.00 p.m. on Friday, 27<sup>th</sup> August, 2021 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, 2021 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.

**SPECIAL BUSINESS:**

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

**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and 203, schedule V and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Ms. M Gayathri be and is hereby appointed as the Manager of the Company for a term of three year with effect from 14<sup>th</sup> May 2021 with nil remuneration.

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

**RESOLVED THAT** pursuant to the provisions of section 149, 150, 152, 160, schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 (Listing Regulations) and the Articles of Association of the company, Ms. S Aparna (holding DIN: 08550980) in respect of whom the company has received a notice in writing proposing her candidature for the office of a director under section 160 of the Act, be and is hereby appointed as an independent director of the company not liable to retire by rotation, to hold office for a term of five consecutive years from 27<sup>th</sup> August, 2021 to 26<sup>th</sup> August, 2026 (both days inclusive).

By Order of the board

Place : Chennai  
Date : 27 July, 2021

**S Sangeetha**  
*Company Secretary*

**NOTES:**

- 1. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his /her behalf and 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 also providing facility for voting by electronic means.** Instructions and other information relating to e-voting are given as an annexure to this notice.
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 to the email of the scrutinizer at [rsaevoting@gmail.com](mailto:rsaevoting@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com).
5. Information as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) in respect of appointment/re-appointment of directors is furnished and forms part of the notice.
6. The explanatory statement pursuant to section 102 of the Companies Act, 2013 ("the Act") and Regulation 36 of Listing Regulations in respect of businesses set out above in resolution nos. 3 and 4 is annexed.
7. Pursuant to the provisions of section 91 of the Companies Act, 2013 and the listing regulations, the register of members and share transfer books will remain closed from Monday, the 23 August, 2021 to Friday, the 27 August, 2021 (both days inclusive). 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 Technologies Private Limited (KFIN), 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 2021, notice of the 43<sup>rd</sup> 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 AGM and the annual report will also be available on the company's website, [www.kartikinvestments.com](http://www.kartikinvestments.com), website of RTA: <https://evoting.kfin.com/public/Downloads.aspx> and on the website of the stock exchange: [www.bseindia.com](http://www.bseindia.com). For any communication, the members may send requests to the company's e-mail id: [kartikinvestmentstrust@gmail.com](mailto: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. Pursuant to SEBI circular no.SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
14. 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. The shareholders who continue to hold shares in physical form after this

date, will not be able to lodge the shares with company / its RTA for further transfer. Shareholders shall mandatorily convert them 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.

15. Members desirous of obtaining any information / clarification relating to the accounts may submit their query in writing to the company well in advance so as to enable the management to keep the information ready.
16. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under section 189 of the Act, will be available for inspection by the members during the AGM.

By Order of the board

Place : Chennai  
Date : 27 July, 2021

**S Sangeetha**  
*Company Secretary*



## **ANNEXURE TO THE NOTICE**

### **A. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

#### **Item No. 3 – Appointment of Ms. Gayathri as Manager of the Company:**

Pursuant to Section 203 of the Companies Act, 2013, the Company shall have the whole-time key managerial personnel. The Board of Directors at their meeting held on 14<sup>th</sup> May 2021 had appointed Ms. Gayathri as Manager of the Company with immediate effect for a period of three years with nil remuneration subject to the approval of the shareholders. As the appointment of Manager is required to be approved by the shareholders at the next general meeting held after the appointment by the Board, the approval of the shareholders is being sought.

Ms. Gayathri is a commerce graduate and also a Master's in Business Administration. She has 15 years of experience in handling finance function.

The Board recommends the appointment of Ms. Gayathri as Manager of the Company for a term of 3 years.

Except Ms. Gayathri, being the appointee, none of the directors, key managerial personnel of the company or their relatives is concerned or interested in the aforesaid resolution.

#### **Item No. 4: Appointment of Ms. S Aparna as an independent director:**

The Company is in receipt of a notice under section 160 of the Companies Act, 2013 from a member, proposing the candidature of Ms. S Aparna (holding DIN: 08550980) as Independent Director of the Company. Details of her qualification, experience, expertise and the information pursuant to regulation 36(3) of Listing Regulations and Secretarial Standards on general meetings are disclosed herein as an annexure to this statement. Ms Aparna has given a declaration that she meets the criteria of independence as provided under section 149 of the Act as well as under applicable provisions of the Listing Regulations. In the opinion of the board, Ms Aparna fulfills the conditions specified in the Act and rules made there under for appointment as an independent director (ID). Pursuant to the provisions of section 149 of the Act, an ID shall hold office for a term up to five consecutive years on the board of a company and shall not be liable to retire by rotation. Accordingly, the board recommends the appointment of Ms. Aparna as an ID for a term of five consecutive years. In compliance with the provisions of section 149, 160 read with schedule IV of the Act and applicable provisions of the Listing Regulations, the appointment of Ms. Aparna is being placed before the members for their approval.

Except Ms. S Aparna, being the appointee, none of the directors, key managerial personnel of the company or their relatives is concerned or interested in the aforesaid resolution.

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

<b>Name of the KMP / Director</b>	Mr. R Chandrasekar	Ms. S Aparna	Ms. Gayathri
<b>DIN</b>	02687447	08550980	Nil
<b>Date of Birth</b>	May 22,1964	November 7, 1984	January 16, 1984
<b>Date of Appointment (Initial appointment)</b>	March 28, 2014	-	May 14, 2021
<b>Qualification</b>	Masters in Business Administration and a Post Graduate Diploma in Human Resource Management.	Bachelor's degree in Commerce, Qualified to be a member of The Institute of Chartered Accountants of India, The Institute of Cost Accountants of India and The Institute of Company Secretaries of India	Bachelor degree in Commerce and a Masters in Business Administration
<b>Expertise in specific functional area</b>	Has over 35 years of professional experience in handling human resource functions.	Has over 16 years of experience in the areas of finance, accounting, taxation functions.	Has over 15 years of experience in handling finance function.
<b>Number of meetings of the board attended during the year</b>	Attended 4 out of 4 Meetings of the board held during the year.	Nil	Nil
<b>Inter-se relationship with any other directors or KMP of the company</b>	Nil	Nil	Nil
<b>Details of remuneration sought to be paid</b>	Nil	Nil	Nil
<b>Details of remuneration last drawn</b>	Nil	Nil	Nil
<b>No. of shares held in the company</b>	Nil	Nil	Nil
<b>Directorships in other companies</b>	Chola Business Services Limited (CBSL)	Chola Business Services Limited (CBSL)	Nil
<b>Membership in board committees of other companies</b>	CBSL - Nomination & Remuneration Committee - Audit Committee	Nil	Nil