



**MEHAI TECHNOLOGY LIMITED**

**(Formerly known as Mehai Technology Private Limited)**

**6<sup>TH</sup> ANNUAL REPORT  
2018-19**

## **CORPORATE OVERVIEW**

### **Board of Directors**

Mr. Sudhir Ostwal	: Chairman & Managing Director
Ms. Shalini Jain	: Non-Executive Director
Mr. Shahul Pashith Ibrahim Hameed	: Independent Director
Mr. Gaurav Dilipkumar Kimtani	: Independent Director

**Chief Financial Officer (CFO)** : Mrs. Rajendhiran Kayalvizhi

**Company Secretary & Compliance Officer** : Mr. Vinaykumar Jain

## **BOARD COMMITTEES**

### **Audit Committee**

Mr. Shahul Pashith Ibrahim Hameed	: Chairman
Mr. Sudhir Ostwal	: Member
Mr. Gaurav Kimtani	: Member

### **Nomination & Remuneration Committee**

Mr. Shahul Pashith Ibrahim Hameed	: Chairman
Ms. Shalini Jain	: Member
Mr. Gaurav Kimtani	: Member

### **Stakeholder Relationship Committee**

Mr. Gaurav Kimtani	: Chairman
Mr. Sudhir Ostwal	: Member
Mr. Shahul Pashith Ibrahim Hameed	: Member

**Corporate Identity No. (CIN)** : L74110TN2013PLC094159

**Bankers** : Axis Bank  
Bandhan Bank  
State Bank of Hyderabad

**Registered Office** : 24, Venkata Maistry Street, 2nd Floor,  
Mannady, Chennai,  
Tamil Nadu, 600001

**Corporate Office** : B-40 Sudarshanpura Industrial Area  
(Extension), Jaipur- 302006

**Statutory Auditors** : Loonia & Associates  
Chartered Accountants,  
218, Ground Floor, New Cloth Market  
O/S Raipur Gate  
Ahmedabad-380002

**Registrar & Share Transfer Agent** : Bigshare Services Private Limited  
Bharat Tin Works Building,  
1st Floor, Opp. Vasant Oasis,  
Next to Keys Hotel,  
Makwana Road, Andheri – East,  
Mumbai – 400059

**E-Mail** : mehai.technology@gmail.com

**Website** : www.mehaitech.com

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## **Notice**

Notice is hereby given that the 6<sup>th</sup> Annual General Meeting of the members of **Mehai Technology Limited** will be held on Monday, 30<sup>th</sup> September, 2019 at 12:00 P.M. at the Registered office of the Company at 24, Venkata Maistry Street, 2<sup>nd</sup> Floor, Mannady, Chennai, Tamilnadu- 600001 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 on 31<sup>st</sup> March, 2019 and the report of the Board of Director's and Auditor's thereon.
2. To declare Dividend on Equity Shares for the Financial Year 2018-19 and in this regard, pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** dividend at the rate of Rs. 0.05 per equity shares of Rs. 10/- each fully paid-up of the Company be and is hereby declared for the financial year ended on 31<sup>st</sup> March, 2019 and the same be paid as recommended by the Board of Directors of the Company, out of the Profits of the Company for the financial year 31<sup>st</sup> March, 2019."

3. To appoint a Director in place of Mr. Sudhir Ostwal (DIN: 06745493), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to provisions of section 152 of the Companies Act, 2013, Mr. Sudhir Ostwal (DIN: 06745493), who retires by rotation in this meeting be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

### **SPECIAL BUSINESS:**

4. **REGULARIZATION OF MR. DEVARSHI JAYRAJBHAI SHAH (DIN: 08536845) AS A NON- EXECUTIVE NON-INDEPENDENT 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 Sections 149,152, 161 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, the consent of the members be and are hereby accorded for regularization of appointment of Mr. Devarshi Jayrajibhai Shah (DIN: 08536845) from additional Independent director to Independent Director, who was appointed by the Board of Directors as an Additional Non Executive Independent Director of the Company with effect from 20<sup>th</sup> August, 2019 and who has submitted a declaration that he meets the criteria of the independent directorship as provided in section 149(6) of the Act and he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority, who is eligible for appointment, on recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Non Executive Director of the Company, who shall hold office for a period of five years from the date of appointment and whose office shall not be liable to retire by rotation."

**“RESOLVED FURTHER THAT** any of the Director and/or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution and thereby execute all such documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E forms with the Registrar of Companies.”

**By the order of the Board of Directors  
For, Mehai Technology Limited**

**Sd/-  
Vinaykumar Jain  
Company Secretary**

**Date: 03.09.2019  
Place: Chennai**

## NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIM/HER AND THE PROXY NEED NOT BE A MEMBER.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the 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 proxy for any other person or shareholder.

2. The instrument of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Special Business setting out material facts is annexed hereto.
4. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the relevant Board Resolution together with the specimen signatures of their authorized representatives to attend and vote on their behalf at the Meeting.
5. Members/Proxies/Authorized Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip(s) and copies of the Annual Report or Attendance Slips will not be distributed at the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
7. Information as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to Brief resume of Directors proposed to be appointed/ re-appointed, are provided in the Annexure to the explanatory statement attached to this Notice.
8. Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the notice and the explanatory statement and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 1.00 p.m. on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Meeting and at the venue of the Meeting for the duration of the Meeting.
9. Company has entrusted its registrar & Transfer activities to M/s. Bigshare Services Private Limited at Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Next to Keys Hotel, Makwana Road, Andheri – East, Mumbai – 400059.
10. Members holding shares in dematerialized form are requested to intimate all changes pertaining to bank details such as bank account number, name of the bank, branch details, MICR code and IFSC Code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact number etc., to their Depository Participant(s). Changes intimated to Depository Participant(s) will be automatically reflected in the company's records to provide efficient services.
11. Members desiring of obtaining any information concerning the accounts and operations of the Company are requested to address their queries in writing to the Company at least seven days

before the date of the meetings so that the information required may be made available at the meeting.

12. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company/Registrar of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
13. Electronic copy of the Annual Report for the year ended 31<sup>st</sup> March, 2019 is sent to the members who have registered their e-mail addresses with the company or Depository Participant(s) for communication purposes unless a member has requested for a hard copy of the same. For members who have not registered their email IDs, physical copies of the Annual Report are being sent in the permitted mode. The Annual Report of the Company will also be made available on the Company's website [www.mehaitech.com](http://www.mehaitech.com).
14. To support Green Initiative, members who have not registered their e-mail addresses are requested to register the same with DPs/ BigShare Services Private Limited. Members are requested to provide their e-mail address along with DP Id/ Client Id and ensure that the same is also updated with their respective DP for their demat accounts.
15. Route-map to the venue of the Meeting is provided at the end of this Notice.
16. Attendance Slip and Proxy Form is attached.
17. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company will remain close from Wednesday, 25<sup>th</sup> September, 2019 to Monday, 30<sup>th</sup> September, 2019 (both days inclusive) in connection with the Meeting.
18. Subject to the Provisions of Section 126 of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the AGM, will be dispatched /remitted on or after 30<sup>th</sup> September, 2019. The dividend in respect of shares held in dematerialized form in Depository System will be paid to the beneficial owners of shares as on **Tuesday, 24<sup>th</sup> September, 2019** as per the list provided by the Depositories for this purpose. The dividend Will be payable within 30 days of the approval of the same in the Annual General Meeting
19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts.

#### **Procedure and Instructions for Remote E-Voting**

1. In Compliance with the provisions of Section 108 of the Act read with the rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to offer the facility of voting through electronic means on voluntary basis and the business set out in the Notice may be transacted through such electronic voting. The facility of voting through electronic means is provided through e-voting platform of Big Share Services Private Limited ("remote e-voting") and Ballot Paper at the venue of the AGM. The facility for voting through Ballot shall be made available at the Meeting.
2. Members whose name appear in the Registrar of Members or Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Tuesday, 24<sup>th</sup> September, 2019 shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

3. A person who has acquired shares and has become member of the Company after the dispatch of the Notice of the AGM and prior to the cut-off Date i.e. Tuesday, 24<sup>th</sup> September, 2019 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the Poll Paper or Ballot Paper at the AGM by the procedure mentioned below.
4. The Company has appointed Mr. Vishal Garg, Practicing Company Secretary, (Membership No.: 34062) as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.

**THE INSTRUCTIONS TO SHAREHOLDERS OF THE COMPANY FOR E-VOTING ARE AS FOLLOWS:**

(i) The Remote E-voting period begins on Friday, 27<sup>th</sup> September, 2019 at 09.00 a.m. and ends on Sunday, 29<sup>th</sup> September, 2019 at 5.00 p.m. During this period the eligible shareholders of the Company, holding shares either in physical form or in Demat form, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The Shareholder should log on to e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(iii) Click on Shareholders.

(iv) Now enter your User ID

- For CDSL: 16 digits beneficiary ID
- For NSDL: 8 Character DP ID followed by 8 digits Client ID.
- Members holding shares in physical form should enter the 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:

For Members holding shares in Demat Form and Physical Form	
<b>PAN</b>	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders) <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 in the PAN field. The Sequence Number is printed on Annual Report.</li> </ul>
<b>DOB</b>	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in DD/MM/YYYY format.
<b>Dividend Bank Details</b>	Enter the Dividend Bank Details (Account Number) as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none"> <li>• Please enter the DOB in order to login. If 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 7.</li> </ul>

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



- (ix) Members holding shares in physical form will then directly reach 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.
- (xi) Click on the EVSN for "Mehai Technology Limited" on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolutions details.
- (xiv) After selecting the resolutions 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote or cast your vote again.
- (xvi) You can also take out the print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non-Individual Shareholders and Custodians:
  - Non-Individual shareholders (i.e. other than Individuals, HUF and NRI etc.) and
  - Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A Scanned copy of the Registration form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) Those persons, who have acquired the shares and have become the Members of the Company after the dispatch of Notice of the AGM by the Company and whose name appear in the Register of Members or Register of beneficial holders as on the cut-off date 24th September, 2019 shall

view the Notice of the 6<sup>th</sup> AGM on the Company's website or on the website of CDSL. Such Members shall exercise their voting rights through remote e-voting by following the procedure as mentioned above or by voting at the AGM.

- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQ") 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)

**By the order of the Board of Directors  
For, Mehai Technology Limited**

**SD/-  
Vinaykumar Jain  
Company Secretary**

**Date: 03.09.2019  
Place: Chennai**