

30th
ANNUAL REPORT
2018 - 2019



Ozone World Limited

OZONE WORLD LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS	:	Mr. Jayeshkumar Patel Mrs. Rinaben Deepak Patel Mr. Dilipkumar Patel Mr. Suresh Patel	Managing Director
AUDIT COMMITTEE	:	Mr. Dilipkumar Patel Mr. Suresh Patel Mr. Jayeshkumar Patel	Chairman
STAKEHOLDERS RELATIONSHIP COMMITTEE	:	Mr. Suresh Patel Mr. Dilipkumar Patel Mr. Jayeshkumar Patel	Chairman
NOMINATION AND REMUNERATION COMMITTEE	:	Mr. Dilipkumar Patel Suresh Patel Mrs. Rinaben Deepak Patel	Chairman
AUDITORS	:	Ashok Thakkar & Co. Chartered Accountants Ahmedabad.	
COMPANY SECRETARY	:	Ms. Deepna Vaghela	
CHIEF FINANCIAL OFFICER	:	Mr. Nilesh R. Joshi	
REGISTERED OFFICE	:	501/1, Parshwa, Opp. Rajpath Club, S. G. Highway, Bodakdev, Ahmedabad - 380054.	
REGISTRAR & TRANSFER AGENT	:	Link Intime India Private Limited 5th Floor, 506 to 508, Amarnath Business Centre-I, Besides Gala Business Centre, Nr. St. Xavier's College Corner, Off C. G. Road, Navrangpura, Ahmedabad - 380009.	

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OZONE WORLD LIMITED

Registered Office : 501/1, Parshwa, Opp. Rajpath Club, S. G. Highway,
Bodakdev, Ahmedabad – 380054, Gujarat, India

CIN : L65910GJ1989PLC012835

Phone No. 079 – 26873755 Fax No. 079 - 26871756

Website : www.ozoneworld.in Email : ozoneworldltd@gmail.com

NOTICE

NOTICE is hereby given that the **30th Annual General Meeting** of the Shareholders of **Ozone World Limited** will be held on Monday, **30th September, 2019** at 12.30 p.m. at the Registered Office of the Company at 501/1, Parshwa, Opp. Rajpath Club, S. G. Highway, Bodakdev, Ahmedabad – 380 054 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt Audited Financial Statement for the year ended on 31st March, 2019 together with the report of Board of Directors' and Auditors' Report thereon.
2. To appoint a Director in place of Mrs. Rinaben Deepak Patel (DIN 00074140), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re- appointment.

SPECIAL BUSINESS:**3. Re-appointment of Mr. Jayeshkumar Patel (DIN: 00907323) as a Managing 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 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the Company be and is hereby accorded to the re-appointment of Mr. Jayeshkumar Patel (DIN : 00907323) as a Managing Director of the Company from 15th August, 2019 to 14th August, 2024 (both days inclusive) without any remuneration.

RESOLVED FURTHER THAT Mr. Jayeshkumar Patel shall exercise substantial powers of management of the affairs of the Company subject to superintendence, control and direction of the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to this resolution.”

By Order of Board of Directors

Place : Ahmedabad

Date : 13th August, 2019

Registered Office:

501/1, Parshwa,
Opp. Rajpath Club,
S. G. Highway, Bodakdev,
Ahmedabad – 380 054.

Jayeshkumar Patel
Chairman & Managing Director
(DIN 00907323)

NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY 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. Members are requested to notify immediately the change of address, if any to the Company or Registrar and Share Transfer Agent of the Company.
3. Members / Proxies should bring the Attendance Slip sent herewith duly filled in for attending the meeting.
4. Members attending the Annual General Meeting are requested to bring their copies of Annual Report at the meeting.
5. Corporate members intending to send their authorised representative to attend the Annual General Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. Queries on "Accounts and Operations" of the Company, if any, may please be sent to the Company ten days in advance of the Meeting so that the answers are readily available at the Meeting.
7. The requirement to place the matter relating to ratification of appointment of Auditors by Members at every Annual General Meeting is done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the 28st Annual General Meeting, held on 29th September, 2017 for a period of five years.
8. In terms of Schedule VII of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), it shall be mandatory for the transferee as well as transferor of the physical shares to furnish copy of PAN card to the Company / RTA for registration of transfer of shares. Shareholders are requested to furnish copy of PAN card at the time of transferring their physical shares.
9. Pursuant to the provisions of Section 136 of Companies Act, 2013 read with Rule 11 of the Companies (Accounts) Rules, 2014, the listed companies are allowed to send the financial statements by electronic mode to the members whose shareholding is in dematerialized format and whose email Ids are registered with Depository for communication purpose and to other members, who have positively consented in writing for receiving by electronic mode. Members are requested to take advantage of this Green Initiative by registering their email Ids with the Company or with Registrar & Share Transfer Agent of the company - Link Intime India Pvt. Ltd.
10. Pursuant to the Listing Regulations and Secretarial Standard-2, the particulars of the Director seeking appointment / re-appointment is given below:

Name of Director	Mrs. Rinaben Deepak Patel
Date of Birth & Age	08/03/1969 (50 Years)
Date of First Appointment on the Board	30/03/2015
Qualification	B. Com.
Experience	She has experience of more than 14 years in accounts and general administration
Terms and conditions of appointment or re-appointment alongwith details of remuneration sought to be paid	She is appointed as Non-Executive Director without any remuneration
Remuneration last drawn by appointee	NIL
Shareholding in the Company	NIL

Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	She is sister of Mr. Jayeshkumar Patel, Managing Director
Number of meetings of the Board attended during the year	She has attended 5 meetings (100%) of the Board during the year.
Other Directorships	Veekas Pipes Private Limited
Other Membership / Chairmanship of Committees of other Board	NIL

11. Voting through electronic means

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of AGM) to exercise their right to vote at the 30th Annual General Meeting (AGM) by electronic means. The business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).

The facility of voting, either through electronic voting system or through ballot / polling paper shall also be made available at the venue of 30th AGM. Only those members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The Company has appointed Mr. Ashwin J. Patel, Proprietor of M/s Ashwin J. Patel & Associates, Practising Company Secretary as the Scrutinizer for conducting the remote e-voting and the process at the AGM in a fair and transparent manner.

The instructions for members for voting electronically are as under:

- (i) The voting period begins on Friday, 27th September, 2019 (9.00 am) and ends on Sunday, 29th September, 2019 (5.00 pm). 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) i.e. 23rd September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID
 - b. 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 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
PAN	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"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details or Date of Birth (DOB)	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. <ul style="list-style-type: none"> 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).

- (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 the OZONE WORLD LIMITED.
- (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 “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login 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) Shareholders can also use Mobile app - “m - Voting” for e voting. Shareholders may log in to m - Voting using their e voting credentials to vote for the company resolution(s).
- (xix) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the 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) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

IMPORTANT NOTES:

1. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of notice of 30th AGM i.e. the date considered for dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2019, may obtain the login ID and password by sending a request to the Company’s RTA at ahmedabad@linkintime.co.in
2. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper / Polling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility / ballot form. The facility for voting at meeting venue shall be decided by the company i.e. “remote e-voting” or “Ballot Paper / Polling Paper”.
3. 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.

ANNEXURE TO NOTICE**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 3****Re-appointment of Mr. Jayeshkumar Patel (DIN: 00907323) as a Managing Director of the Company**

As per the provisions of Section 203 of the Companies Act, 2013, every listed company is required to have whole-time key managerial personnel. As such, it is proposed to re-appoint Mr. Jayeshkumar Patel as a Managing Director of the Company for a period of five years without any remuneration.

Mr. Jayeshkumar Patel, aged about 53 years, is a Bachelor of Engineering in Chemical. He has a business experience of more than 25 years in building and construction activities. He has wide experience in the field of management of finance, administration and business management. He is successfully managing the affairs of Ozone Group of Companies since last more than two decades and has contributed immensely in the growth of entire group of companies. He holds 3,76,618 equity shares of Ozone World Limited.

The Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 14th August, 2019, subject to approval of members at the general meeting, have considered and approved the re-appointment of Mr. Jayeshkumar Patel as a Managing Director of the Company from 15th August, 2019 to 14th August, 2024 (both days inclusive) without any remuneration.

The terms and conditions of re-appointment of Mr. Jayeshkumar Patel as a Managing Director would be as under:

1. Terms of Appointment : 15th August, 2019 to 14th August, 2024
2. Remuneration: Mr. Jayeshkumar Patel shall not be paid any remuneration during his tenure as a Managing Director of the Company.
3. As long as Mr. Jayeshkumar Patel functions as Managing Director of the Company, no sitting fees will be paid to him for attending the meetings of the Board of Directors or Committee thereof.
4. The office of Mr. Jayeshkumar Patel shall be liable to determination of retirement by rotation but the re-appointment by way of retirement by rotation shall not be construed as break in terms of his appointment.
5. Mr. Jayeshkumar Patel shall be entitled to the reimbursement of expenses actually and properly incurred by him, in the course of business of the Company including travelling, hotel and other expenses incurred by him in India and abroad.

Mr. Jayeshkumar Patel satisfies all the conditions set out in Part I of Schedule V of the Companies Act, 2013 and also conditions set out under sub-section (3) of section 196 of the Companies Act, 2013 for being eligible for his re-appointment. The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Jayeshkumar Patel as a Managing Director under section 190 of the Companies Act, 2013.

Looking at the broad experience of Mr. Jayeshkumar Patel, it is considered appropriate to re-appoint him as a Managing Director of the Company. Accordingly, the Board recommends the resolution in relation to re-appointment of Mr. Jayeshkumar Patel as a Managing Director, for the approval by the shareholders of the Company.

Mr. Jayeshkumar Patel and Mrs. Rinaben Deepak Patel, Directors of the Company are considered to be concerned or interested in the resolution. Save as aforesaid, none of the other Directors, Key Managerial Personnel or their relatives is in any way concerned or interested, financially or otherwise in this resolution.

By Order of Board of Directors

Place : Ahmedabad
Date : 13th August, 2019

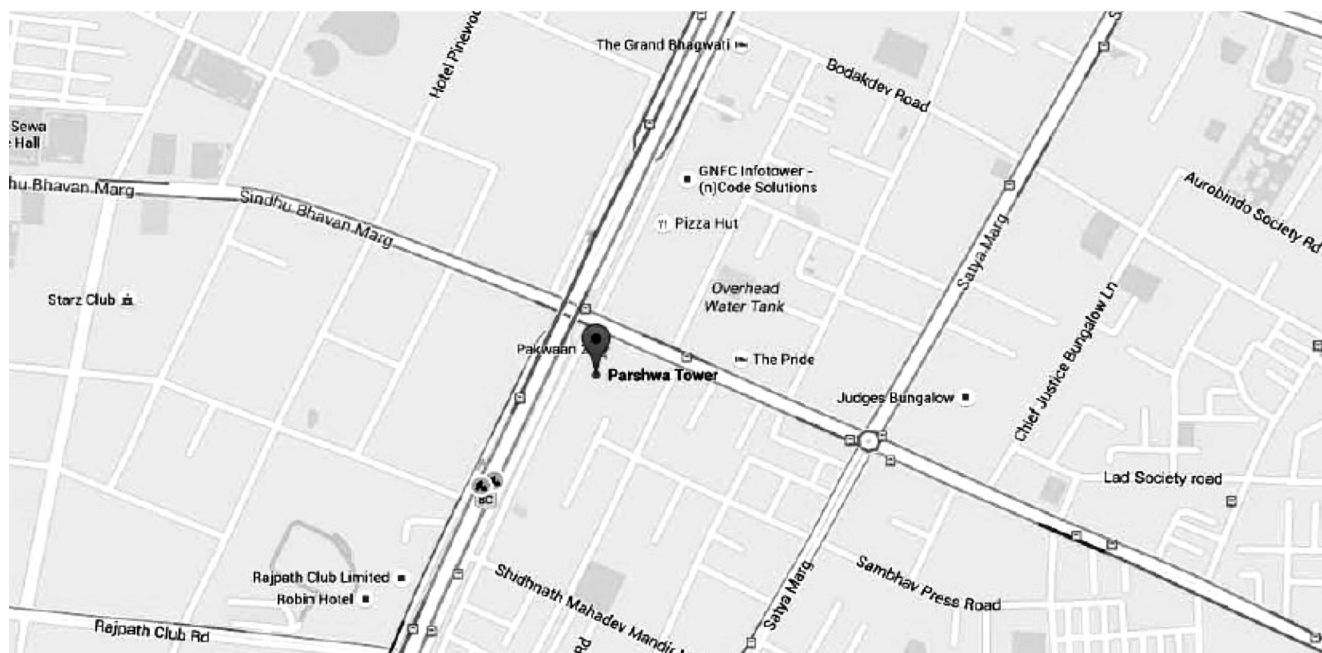
Registered Office:
501/1, Parshwa,
Opp. Rajpath Club,
S. G. Highway, Bodakdev,
Ahmedabad – 380 054.

Jayeshkumar Patel
Chairman & Managing Director
(DIN 00907323)

**ROUTE MAP TO THE VENUE OF THE 30TH ANNUAL GENERAL MEETING
OF
OZONE WORLD LIMITED**

Venue of AGM : 501/1, Parshwa, Opp. Rajpath Club,
S. G. Highway, Bodakdev, Ahmedabad - 380054.

Land Mark : Nr. Pakwaan Char Rasta



BOARDS' REPORT

To
The Members
Ozone World Limited
Ahmedabad

Your Directors have pleasure in submitting herewith the 30th Annual Report of the Company with the audited statements of accounts for the year ended 31st March, 2019.

1. Financial Summary or Highlights

Amount in Rupees)

Particulars	2018 – 2019	2017 – 2018
Total Income	1,31,12,864	55,25,782
Less : Expenses	85,95,326	17,26,084
Net Profit before Finance Cost, Depreciation & Tax	45,17,538	37,99,698
Less: Finance Costs	235	0
Depreciation & Amortization Expenses	0	181
Net Profit before Tax	45,17,303	37,99,517
Less: Tax Expenses	10,16,514	22,83,716
Profit available for Appropriation	35,00,789	15,15,801

2. Operation / State of the Company's Affairs

The Company is engaged in the business of trading of commodities / goods and in real estate business. The Company at appropriate time would decide to directly engage in the business of real estate and infrastructure.

The revenue from operations of the Company was Rs. 1,22,05,963/- compared to Rs. 55,15,142/- of previous financial year. The net profit after tax was Rs. 35,00,789/- during the financial year 2018-2019 compared to profit of Rs. 15,15,801/- of previous financial year.

3. Change in the nature of business, If Any

There is no change in the nature of business of the Company during the financial year ended on 31st March, 2019.

4. Transfer to Reserves & Dividend

The Board of Directors do not propose to carry any amount to any reserves. Further in view of inadequate profit, your Directors do not recommend any dividend for the year ended on 31st March, 2019.

5. Material changes and commitments after the end of Financial Year

Between the end of the financial year of the Company as on 31st March 2019 and the date of the Board's report, there are no material changes and commitments, which have any effect on the financial position of the Company.

6. Extract of the Annual Return

The extract of the Annual Return in Form No. MGT-9 as prescribed under section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 is attached herewith as "Annexure – A" and the same is also available on the website of the Company at www.ozoneworld.in

7. Listing on Stock Exchanges

The equity shares of the Company are listed on BSE Limited. The SEBI vide order dated 2nd April, 2018 allowed the exit of Ahmedabad Stock Exchange Limited as a stock exchange and consequently, the Company ceased to be listed on Ahmedabad Stock Exchange Limited.

8. Number of Meetings of the Board

During the financial year, 5 (five) meetings of the Board of Directors of the Company were held on 29th May 2018, 2nd July 2018, 13th August 2018, 5th November 2018 and 12th February 2019. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Number of Meetings attended by each Director during financial year 2018-2019:

Name of Director	No. of Meeting held during the year	No. of Meetings attended
Mr. Jayeshkumar Patel	5	5
Mrs. Rinaben Deepak Patel	5	5
Mr. Dilipkumar Patel	5	5
Mr. Suresh Patel	5	5

9. Committees

Pursuant to the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")(to the extent applicable), the Company has constituted the following Committees:

(A) Audit Committee

The terms of reference in the nature of role, power and review of information by the Audit Committee are in compliance with the provisions of Regulation 18 of the Listing Regulations and Section 177 of the Companies Act, 2013.

The Audit Committee comprises of three members i.e. Mr. Dilipkumar Patel, Independent & Non-Executive Director is the Chairman and Mr. Suresh Patel, Independent & Non-Executive Director and Mr. Jayeshkumar Patel, Managing Director are members of the Audit Committee.

During the financial year 2018-2019, four meetings of the Audit Committee were held on 29th May 2018, 13th August 2018, 5th November 2018 and 12th February 2019. All the members of the Audit Committee were present in all the four meetings.

(B) Stakeholders Relationship Committee

The Stakeholders Relationship Committee is in compliance with Regulation 20 of the Listing Regulations and Section 178 of the Companies Act, 2013.

The Stakeholders Relationship Committee comprises of three members i.e. Mr. Suresh Patel, Independent & Non-Executive Director is the Chairman and Mr. Dilipkumar Patel, Independent & Non-Executive Director and Mr. Jayeshkumar Patel, Managing Director are members of the Stakeholders Relationship Committee. The Committee looks into the redressal of investor's complaints like delay in transfer of shares, non-receipt of annual reports etc.

During the financial year 2018-2019, the Company has not received any complaints from the shareholders.

During the financial year 2018-2019, four meetings of the Stakeholders Relationship Committee were held on 29th May 2018, 13th August 2018, 5th November 2018 and 12th February 2019. All the members of the Stakeholders Relationship Committee were present in all the four meetings.

(C) Nomination and Remuneration Committee

The Nomination and Remuneration Committee is in compliance with Regulation 19 of the Listing Regulations and Section 178 of the Companies Act, 2013.

The Nomination and Remuneration Committee comprises of three members i.e. Mr. Dilipkumar Patel, Independent & Non-Executive Director is the Chairman and Mr. Suresh Patel, Independent & Non-Executive Director and Mrs. Rinaben Deepak Patel, Non-Executive Director are members of the Nomination and Remuneration Committee.

During the financial year 2018-2019, one meeting of the Nomination and Remuneration Committee was held on 5th November, 2018. All the members of the Nomination and Remuneration Committee were present in the said meeting.

10. Directors' Responsibility Statement

In accordance with the provisions of section 134(5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirms that –

- In the preparation of the annual accounts, the applicable accounting standards had been followed along-with proper explanation relating to material departures, if any;