
OZONE WORLD LIMITED

33RD ANNUAL REPORT

2021 - 2022

CORPORATE INFORMATION

| | | | |
|--|---|--|---|
| BOARD OF DIRECTORS | : | Mr. Jayeshkumar Patel Mrs. Rinaben Deepak Patel Mr. Dilipkumar Patel Mr. Suresh Patel Mr. Hiten Manilal Shah Ms. Sejal Sanjiv Shah Mr. Aniket Kishor Mahale Mr. Rajendra Waman Banote | Managing Director (Cessation w.e.f 23/05/2022) Non-Executive Director (Cessation w.e.f 23/05/2022) Independent Director Independent Director Additional Executive Director (w.e.f 23/05/2022) Additional Executive Director (w.e.f 23/05/2022) Additional Non-Executive Non - Independent Director (w.e.f 29/06/2022) Additional Independent Director (w.e.f 29/06/2022) |
| AUDIT COMMITTEE | : | Mr. Dilipkumar Patel Mr. Suresh Patel Mr. Jayeshkumar Patel Mr. Hiten Manilal Shah | Chairman (Cessation w.e.f 23/05/2022) (Appointed w.e.f 23/05/2022) |
| STAKEHOLDERS RELATIONSHIP COMMITTEE | : | Mr. Suresh Patel Mr. Dilipkumar Patel Mr. Jayeshkumar Patel Mr. Hiten Manilal Shah | Chairman (Cessation w.e.f 23/05/2022) (Appointed w.e.f 23/05/2022) |
| NOMINATION AND REMUNERATION COMMITTEE | : | Mr. Dilipkumar Patel Mr. Suresh Patel Mrs. Rinaben Deepak Patel Mr. Aniket Kishor Mahale | Chairman (Cessation w.e.f 23/05/2022) (Appointed w.e.f 29/06/2022) |
| AUDITORS | | Dharit Mehta & Co. Chartered Accountants Ahmedabad | |
| COMPANY SECRETARY | | Ms. Suhani Simlote Ms. Pavitra Jhanjhari | (Cessation w.e.f 23/05/2022) (Appointed (w.e.f 01/06/2022) |
| CHIEF FINANCIAL OFFICER | | Mr. Nilesh R. Joshi | |
| REGISTERED OFFICE | : | 501/1, Parshwa, Opp. Rajpath Club, S. G. Highway, Bodakdev, Ahmedabad - 380054 | |
| REGISTRAR & TRANSFER | : | Link Intime India Private Limited AGENT 5 th 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 | |

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:** ozoneworldlimited@gmail.com

NOTICE

NOTICE is hereby given that the 33rd Annual General Meeting of the Shareholders of **Ozone World Limited** will be held on Friday, 12th August, 2022 at 11.00 a.m. at President Hotel, CG road, Ahmedabad, to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt Audited Financial Statements for the year ended on 31st March, 2022 together with the report of Board of Directors' and Auditors' Report thereon.

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the reports of Board and Auditors thereon be and hereby considered and adopted."

SPECIAL BUSINESS:

2. **Regularization of Additional Executive Director, Mr. Hiten Manilal Shah (DIN:09520190) as Executive Director of the company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and 160 of the companies Act, 2013 and the rules framed hereunder, as amended from time to time, Mr. Hiten Manilal Shah (DIN: 09520190) who was appointed as additional director of the company under section 161 (1) of Companies Act, 2013 with effect from 23rd May, 2022 and who has consented in writing to act as a director of the company, be and is hereby appointed as an executive director of the company on such terms and conditions including remuneration with further liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee constituted / to be constituted by the Board) and remuneration as approved by Board, whose office is liable to be retired by rotation.

RESOLVED FURTHER THAT any of the directors of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

3. **Appointment of Mr. Hiten Manilal Shah (DIN:09520190) as Managing Director of the company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and all other Applicable Provision, if any, Of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014 (Including

any Statutory modification(s) or re-enactment(s) thereof for the time being in force) consent and/or approval of the Company be and is hereby accorded to the Appointment of Mr. Hiten Manilal Shah (DIN: 09520190) as Managing Director of the Company for a period of 5 Years with effect from 23rd May, 2022 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 years from the date of his appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Hiten Manilal Shah."

RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

4. Regularization of Additional Executive Director, Ms. Sejal Sanjiv Shah (DIN: 09591841) as Director of the company.

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

"RESOLVED THAT Ms. Sejal Sanjiv Shah (DIN: 09591841), who was appointed as an Additional Director who holds office upto the date of this Annual General Meeting in terms of Section of the Company by the Board of Directors with effect from May 23, 2022 anon 161(1) of the Companies Act, 2013 (the "Act") and who is eligible for appointment and has consented to act as Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Executive Director of the Company."

5. Regularisation of Additional Director, Mr. Aniket Kishor Mahale (DIN: 09571996) by appointing him as Non-Executive Non - Independent Director of the Company

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT, pursuant to provision of Section 150,152 and 160 read with Schedule IV to the Companies Act,2013 , and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015, Mr. Aniket Kishor Mahale (DIN: 09571996) who was appointed as an Additional Director of the Company w.e.f 23rd June 2022 in terms of Section 161(1) of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing his candidature for the office of the Director and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and hereby appointed as an Non Executive Non - Independent Director of the Company to hold office for five (5) consecutive years for the maximum period upto 22nd June 2027."

6. **Regularisation of Additional Director, Mr. Rajendra Waman Banote (DIN: 09643807) by appointing him as Independent Director of the Company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT, pursuant to provision of Section 150,152 and 160 read with Schedule IV to the Companies Act,2013 , and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015, Mr. Rajendra Waman Banote (DIN: 09643807) who was appointed as an Additional Director of the Company w.e.f 29th June 2022 in terms of Section 161(1) of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing his candidature for the office of the Director and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years for the maximum period upto 28th June 2027.”

7. **Change the name of the Company from Ozone World Limited to Vasudhagama Enterprises Limited**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 read with Rule 29 of Companies (Incorporation) Rules, 2014, and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), subject to the approval of Registrar of Companies, Ahmedabad and BSE Limited (Stock Exchange) or any other statutory authority, the consent of the members of the Company be and is hereby accorded to change the name of the Company from Ozone World Limited to Vasudhagama Enterprises Limited.

RESOLVED FURTHER THAT the existing Clause I of the Memorandum of Association of the Company be substituted by the following Clause:

(I) The name of the Company is Vasudhagama Enterprises Limited.

RESOLVED FURTHER THAT Mr. Hiten Manilal Shah , Director of the Company, be and is hereby authorized to delegate any or all of the aforesaid powers in favour of Brajesh Gupta, Proprietor of M/s. Brajesh Gupta & Co., Practicing Company Secretary, to act, represent and appear before any statutory authority for and on behalf of the Company for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT Mr. Hiten Manilal Shah, Director of the Company, be and is hereby authorized to do all such acts, things, deeds and matters as may be necessary or expedient to give effect to the aforesaid Resolution, including, but not limited to filing of necessary statutory documents with concerned Registrar of Companies and other statutory authorities, as applicable.”

8. **Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association of the Company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 5,00,00,000 (Rupees Five crore) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs.10/- each to Rs. 25,00,00,000 (Rupees Twenty Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakh) Equity Shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place and stead the following:

V. The Authorised Capital of the Company is Rs. 25,00,00,000/- divided into 2,50,00,000 equity shares of Rs. 10/- each.

RESOLVED FURTHER THAT approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

By Order of Board of Directors



Hiten Manilal Shah
Director
(DIN: 09520190)

Place: Ahmedabad
Date: 18th July, 2022

Registered Office:

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

NOTES:

1. IN CASE, THE 33rd ANNUAL GENERAL MEETING WOULD BE CONDUCTED THROUGH PHYSICAL MEETING, 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. In view of outbreak of COVID-19 pandemic and requirement of maintaining social distancing and avoidance of public gathering, Ministry of Corporate Affairs (MCA) provided relaxation vide its circular dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 ('MCA Circulars') and SEBI vide its circular dated 12th May 2020 and 15th January 2021 ('SEBI Circulars') permitting the holding of the Annual General Meeting (AGM) of companies through Video Conferencing or Other Audio Visual Means ("VC / OAVM"), without physical presence of the Members at a common venue. In view of the above and in compliance with the applicable provisions of the Companies Act, 2013, MCA Circulars, SEBI Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 33rd Annual General Meeting (AGM) of the Company is being conducted with option through Video Conferencing / Other Audit Visual Means (VC/OAVM), if required in addition to physical meeting. The Members can attend and participate in the AGM through VC/OAVM if the physical meeting is not conducted.
3. Since this AGM is being held pursuant to the MCA Circulars through option of VC / OAVM, physical attendance of Members has been dispensed with if the meeting is held through VC/OAVM. In such circumstances, the facility for appointment of proxies by the Members would not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are annexed to this Notice as a precautionary measure.
4. Members are requested to notify immediately the change of address, if any to the Company or Registrar and Share Transfer Agent of the Company.
5. Members / Proxies should bring the Attendance Slip sent herewith duly filled in for attending the physical meeting.
6. Members attending the physical Annual General Meeting are requested to bring their copies of Annual Report at the meeting.
7. The presence of the Members attending the AGM if held through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. 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.
9. 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.
10. Relevant documents referred to in the accompanying Notice and the statement pursuant to Section 102(1) of the Companies Act, 2013 and also the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act

and other documents will be available electronically for inspection by the members without any fees from the date of circulation of this Notice upto the date of AGM i.e. 12th August, 2022. Members seeking to inspect such documents can send an email to ozoneworldlimited@gmail.com

11. 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.
12. 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.
13. In compliance with the above mentioned MCA Circulars and SEBI Circulars, Notice of the 33rd AGM, Annual Report and instruction for e-voting are being sent to the members through electronic mode whose email address are registered with the Company / Depository Participant(s). The copy of Notice of 33rd AGM and Annual Report will also be available on the website of the Company at www.ozoneworld.in and BSE Limited at www.bseindia.com.
14. The members who have not registered their e-mail addresses are requested to register the same with Link Intime India Private Limited/Depository Participant(s) as under:

For Physical shareholders:-

Please send duly signed Request Letter mentioning therein Name of shareholder, Folio No., scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card), Email ID & Mobile No. by email at ozoneworldlimited@gmail.com.

For Demat shareholders:-

Please contact your Depository Participant (DP) and register your email ID, Mobile No., PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card) with your DP as per the process advised by your DP.

15. 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 33rd 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 33rd 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. Brajesh Gupta, Proprietor of M/s Brajesh Gupta & Co., Practicing 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 Tuesday, 09th August, 2022 (9.00 am) and ends on Thursday, 11th August, 2022 (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. 05th August, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

| Type of shareholders | Login Method |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | 1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. |

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| | <ol style="list-style-type: none">2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM. |
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