

**REKVINA LABORATORIES  
LIMITED**

**27<sup>TH</sup>  
ANNUAL REPORT  
(2015-16)**

**BOARD OF DIRECTOR**

Mukesh Jamnadas Shah	Director
Amit Mukesh Shah	Director
Vibha Mukesh Shah	Additional Director
Mahendra Shantilal Dalal	Additional Director
Jitendra Laljibhai Doshi	Additional Director

**REGISTERED ADDRESS**

328 Paradise Complex, Sayajigunj Baroda 390005

Phone – 0265 2362966, Mail - [rekvina@gmail.com](mailto:rekvina@gmail.com)

**AUDITORS**

Y.K.Shah & Co.

218, Phoenix Complex, Near Suraj Plaza, Vadodara

**REGISTRAR AND TRANSFER AGENT**

Purva Share Registry (India) Pvt Ltd

Unit No.9, Shiv Shakti Ind. Estate, J.R. Boricha Marg, Lower Parel, Mumbai (Mh) 400011

Telephone: - 022-23012518 / 23016761 Email Id: - purvashr@gmail.com

**ANNUAL GENERAL MEETING**

Day	FRIDAY
Date	30.09.2016
Venue	REGISTERED OFFICE OF THE COMPANY
Time	11.00 AM

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**Notice to the Shareholder**

**REKVINA LABORATORIES LIMITED**

Registered Address: 328 Paradise complex  
Sayajigunj Baroda 390005

Email- [info@rekvina.com](mailto:info@rekvina.com)

Phone. No +91 99048 07805

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting of the Members of REKVINA LABORATORIES LIMITED will be held at the Registered Office of the Company at 328 Paradise Complex, Sayajigunj Baroda 390005, on 30<sup>th</sup> September 2016, FRIDAY of 11.00 AM

To transacting the following businesses:-

1. To receive, consider and adopt the financial statement of the Company for the year ended 31<sup>st</sup> March, 2016 including Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and the Statement of the Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. To appoint director in place of Mr. Amit Shah who retire by rotation, and being eligible offers himself for appointment.

3. Re-Appointment of Auditor

“RESOLVED THAT pursuant to the provisions of Section- 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time,

M/s Y. K. SHAH & CO, Chartered Accountants, (Firm Registration No. 116821W) be and is hereby re-appointed as Auditor of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2017 (subject to ratification of their re-appointment at every AGM), at such remuneration as may be agreed upon between the Board of Directors and Statutory Auditors, in addition to the reimbursement of service tax and actual out of pocket expenses incurred in relation with the audit of accounts of the Company

**By order of the board of director**

Place - Vadodara  
Date – 11.08.2016

**AMIT SHAH  
DIRECTOR**

**Registered office-**

328 Paradise Complex, Sayajigunj,  
Baroda 390005

## NOTES

1. A statement giving the relevant details of the Directors seeking re-appointment under Item No. 2 of the accompanying Notice.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
4. 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.
5. Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2016 to 30<sup>th</sup> September, 2016 (both days inclusive) for the purpose of Annual General Meeting (AGM) of the Company to be held on 30<sup>th</sup> September 2016.
6. Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
7. 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 their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
8. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
9. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants.
10. Members who hold shares in physical form are requested to send their e-mail address to the following: busicomp@vsnl.com
11. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar i.e. Purva Share registry (I) Pvt Ltd, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of 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 the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
13. E-Voting process  
In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their voting rights at the 27<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through „remote e-voting" services provided by Central Depository Services (India) Ltd. (CDSL).

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 27th September, 2016 at 9.00 am and ends on 29th September, 2016 at 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) of 23th September, 2016, 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) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) 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 Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) 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) 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. In case the sequence number is less than 8 digits enter the applicable number of 0"s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	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.
Dividend	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.
Bank Details	Please enter the DOB or Dividend Bank Details 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 (iv).

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 relevant Rekvina Laboratories 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (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](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 wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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) Those persons, who have acquired shares and have become Members of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e. 09th September, 2016 shall view the Notice of the 27th 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 ("FAQs") 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).
- (xxii) Mr. Pratik Ardeshta, a Practicing Company Secretary, has been appointed as a Scrutinizer to scrutinize the remote e-voting and voting process at the AGM in a fair and transparent manner. E-Voting is optional to the shareholders, the shareholders can alternatively vote in the AGM by physically attending the AGM. The facility for voting, through ballot paper shall also be made available at the venue of the AGM. The 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. A Member can opt for only one mode of voting i.e. either through e-voting or in physical form. If a Member casts his/her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.
- (xxiii) The Voting Results along with the Consolidated Scrutinizer's report shall be placed on the Company's website and on the website of CDSL not later than three days of conclusion of the AGM of the Company and communicated to the Bombay Stock Exchange (BSE).

## **ANNEXURE TO ITEM 2 OF THE NOTICE**

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting

Name of the Director	Mr. Amit Mukesh Shah
Director Identification Number (DIN)	01993211
Date of Birth	22/05/1982
Nationality	Indian
Date of Appointment on Board	01/08/2000
Qualification	Graduate
Shareholding in the Company	579700
List of Directorships held in other Companies (excluding foreign and Section 8 Companies)	1) RADIANT PARENTERALS LIMITED 2) PHC BUILDCON PRIVATE LIMITED 3) PANSOFT DATA SOLUTIONS PRIVATE LIMITED 4) ONMOVE ENTERTAINMENT PRIVATE LIMITED 5) BANYAN LIFESCIENCE LLP
Memberships / Chairmanships of Audit and Stakeholders" Relationship Committees across Public Companies	Nil

**By order of the board of director**

**Place - Vadodara**  
**Date - 11.08.2016**

**AMIT SHAH**  
**DIRECTOR**

## **DIRECTOR'S REPORT**

To,  
The Members of  
**REKVINA LABORATORIES LIMITED**

Your Directors have pleasure in presenting the 27<sup>th</sup> Director's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2016.

(Amount in Rs)		
Particulars	Year ended on 31-3-2016	Year ended on 31-3-2015
Revenue from Operations & Other Income	6,28,399.00	3,28,000.00
Less: Total Expenditure	11,93,872.00	2,78,940.00
<b>OPERATING PROFIT/(LOSS)</b>	<b>(5,65,473.00)</b>	<b>49,060.00</b>
<b>GROSS PROFIT/LOSS FOR THE YEAR</b>	<b>(5,65,473.00)</b>	<b>49,060.00</b>
Less: Depreciation and Amortization expense	-----	-----
<b>PROFIT/LOSS FOR THE YEAR</b>	<b>(5,65,473.00)</b>	<b>49,060.00</b>
Less: Current Taxation	-----	9,080.00
Less: Deferred Tax Liability	-----	-----
Less: Tax Adjustment of Previous Year	-----	-----
<b>PROFIT AFTER TAX</b>	<b>(5,65,473.00)</b>	<b>39,980.00</b>

### **STATE OF COMPANY'S AFFAIRS**

During the year under review, the total Loss of the Company was Rs. (5, 65,473.00) against Income Rs. 6,28,399.00 in the year.

### **TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013**

For the financial year ended 31st March, 2016, Due to loss the Company has not transferred any amount to General Reserve Account.

### **DIVIDEND**

Your Directors do not recommend any dividend for the year ended on 31st March, 2016 due to mean profit.

### **MATERIAL CHANGES BETWEEN THE DATE OF BOARD REPORT AND END OF FINANCIAL YEAR**

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

### **ANNUAL RETURN**

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 in Form MGT-9 is annexed herewith as **ANNEXURE:- I** for your kind perusal and information.

### **DIRECTORS**

As per Section 152 of the Companies Act, 2013, Mr. Amit Shah Director of the Company, retire by rotation at the ensuing Annual General meeting and offers himself for re-appointment.



Mr. Amit Shah is also director of M/s. Radiant Parenterals Limited, Onmove Entertainment Private Limited, & M/s. Pansoft Data Solutions Private Limited.

### **MEETINGS OF THE BOARD OF DIRECTORS**

The following Meetings of the Board of Directors were held during the Financial Year 2015-16

<b>SN</b>	<b>Date of Meeting</b>	<b>Board Strength</b>	<b>No. of Directors Present</b>
1	28.05.2015	5	5
2	14.07.2015	5	5
3	09.11.2015	5	5
4	11.02.2016	5	5

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **DECLARATION BY INDEPENDENT DIRECTORS**

The Board of Directors of take due care of the Company so need not to appoint independent director.

### **AUDITORS' REPORT**

#### 1) Independent Auditors Report

There are no qualifications or adverse remarks in the Auditors" Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

#### 2) Secretarial Audit Report

Pursuant to provision of Section 204(1) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 your Company has appointed M/s. **PRATIK ARDESHNA**, Practicing Company Secretaries to Conduct Secretarial Audit of your Company. The Secretarial Audit Report is annexed herewith as **ANNEXURE: - II** to this report.

The Director refers to the Auditor's observation in the Secretarial Audit Report and as required under Section 204(1) of the Companies Act, 2013 the Company has obtained a secretarial audit report.

Secretarial Auditor's observation were considered by the Management and necessary actions will be taken to rectify the same.

#### **COMMITTEES OF THE BOARD**

During the year, in accordance with provisions of Companies Act, 2013, the Board of Directors of the Company has not constituted/re constituted any committee as per Companies Act and Listing Agreement:

##### **1) Audit Committee**

Director of the company are regularly following audit plan and maintain proper transparency in accounts and taking due care of role of audit committee.

##### **2) Nomination & Remuneration Committee**

Company is in loss and company does not pay any remuneration to any director.

##### **3) Stakeholder Relationship Committee**

Companies director taking due care of stake holder of the company.

#### **RELATED PARTY TRANSACTIONS**

The Company is required to enter into various Related Parties Transactions as defined under Section 188 of the Companies Act, 2013 with related parties as defined under Section 2 (76) of the said Act. Further all the necessary details of transaction entered with the related parties are shown in notes forming part of financial statement for the year ended as on 31st March, 2016 for your kind perusal and information. The Company has not entered into any new contract or agreement under section 188 of Companies Act, 2013, hence the provisions of Section 134(3)(h) is not attracted. The FORM AOC-2 is part of Directors Report as **Annexure II**.

#### **INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

#### **KEY MANAGERIAL PERSONNEL**

During the year under review, following persons held position of Key Managerial Personnel of the Company in compliance with the provisions of Section 203 of the Companies Act, 2013.

Mr. Amit Shah –Director

Mr. Mukesh bhai Shah – Director

Remuneration and other details of the Key Managerial Personnel for the F.Y ended 31 March, 2016 are mentioned in the Extract of the Annual Return which is attached to the Directors Report.

#### **VIGIL MECHANISM**

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company under investors/policy documents/Vigil Mechanism Policy link.