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COMPANY INFORMATION**BOARD OF DIRECTORS:**

Mr. Dhiresh Munver	Managing Director
Mr. Vijay Devlekar	Non-Executive Independent Director (cessation of appointment on 25/02/2017)
Mr. Rajinder Pal Singla	Executive Director
Mr. Sunil Nagpal	Non-Executive Independent Director
Mrs. Reshma Rajesh Malagavakar	Non-Executive Independent Director
Mr. Harshpal Singh	Non-Executive Independent Director
Mrs. Aruna Fakira Jawale	Non-Executive Independent Director(appointed on 25/02/2017)
Mr. Gautam Kalu Mohite	Non-Executive Independent Director(appointed on 25/02/2017)
Mr. Rahul Sudhakar Ahire	Non-Executive Independent Director(appointed on 25/02/2017)
Mr. Devendra Madesh	Non-Executive Independent Director(cessation of appointment on 25/02/2017)
Mr. Srikanth Ginjupalli	Non-Executive Independent Director (cessation of appointment on 25/02/2017)
Mr. Girish Kumar Aggarwal	Executive Director(cessation of appointment on 25/02/2017)

BOARD COMMITTEES:**Audit Committee**

Mrs. Aruna Fakira Jawale	Member
Mr. Harshpal Singh	Chairman
Mr. Sunil Nagpal	Member

Stakeholders Relationship Committee

Mrs. Aruna Fakira Jawale	Member
Mr. Harshpal Singh	Chairman
Mrs. Reshma Malagavakar	Member
Mr. Sunil Nagpal	Member

Nomination & Remuneration Committee

Mrs. Aruna Fakira Jawale	Member
Mr. Harshpal Singh	Chairman
Mrs. Reshma Malagavakar	Member
Mr. Sunil Nagpal	Member

Auditors:

M/S. Chirag C. Mehta & Co.
(Chartered Accountants)
Aranath, Jain Temple Road, Sarvodaya
Nagar, Mulund West, Mumbai – 400080.

Share Transfer Agents:

M/s. Purva Sharegistry (India) Pvt. Ltd.
No.9, Shiv Shakti Industrial Estate, Ground
Floor, J. R. Boricha Marg, Opp. Kasturba
Hospital, Lower Parel, Mumbai – 400 011.
Email ID: busicomp@vsnl.com
Website:- www.purvashare.com
Tel: - 022-23016761/8261, Fax:-022 23012517.

Bankers:

Axis Bank Limited
Corporation Bank Limited

Compliance Officer:

Mr. Dhiresh Munver (Managing Director)
Gulshan-E-Khalil, 1st Floor Part B, Beside
A.P. Police Officers Mess Masabtank
Hyderabad TG 500028 IN

Tel No:- 040 - 40119926

E-Mail ID:- yantranrltd@gmail.com

Listed at:

BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400001.

Registered Office:

Gulshan-E-Khalil, 1st Floor Part B, Beside
A.P. Police Officers Mess Masabtank
Hyderabad TG 500028 IN

Tel. No. : 040 – 40281278

E-mail id: yantranrltd@gmail.com

NOTICE

NOTICE is hereby given that the **Annual General Meeting** of **Yantra Natural Resources Limited** will be held at the Registered Office of the Company situated at **Gulshan-E-Khalil, 1st Floor, Part B, Beside A.P. Police Officers Mess, Masabtank, Hyderabad- 500028, TG on Friday, 28th September, 2018 at 11:00 a.m.** to transact the following businesses:

ORDINARY BUSINESS

1. **To Adopt Accounts for the period ended 31st March 2018:**

To receive, consider and adopt the **Audited Balance Sheet as at 31st March 2018**, the Statement of Profit and Loss for the year ended and the Reports of the Board of Directors and the Auditors thereon.

2. **To Reappoint Mr. Rajinder Pal Singla who retires by rotation:**

To appoint a Director in place of Mr. Rajinder Pal Singla (DIN: 00424121) who retires by rotation and being eligible, offers himself for re-appointment.

3. **To Ratify Appointment of the Statutory Auditors:**

To Ratify the Appointment of Auditors M/s Mohandas & Co., Chartered Accountants, Mumbai who were appointed in the Extra Ordinary General Meeting held on 05th March, 2018 for a block of 5 years until the conclusion of the Annual General Meeting to be held in 2022 and fix his remuneration.

SPECIAL BUSINESS:

4. **To Appoint Mr. Harshpal Singh (DIN: 03028294) as Non Executive Independent Director:**

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"**RESOLVED THAT**, pursuant to sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and various Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Rules framed there under, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) **Mr. Harshpal Singh (DIN: 03028294)**, who was appointed as an Additional Director on 12th August, 2015, pursuant to the provisions of sub-section (1) of section 161

of the Companies Act, 2013 & the Articles of Association of the Company & who holds office up to the date of this Annual General Meeting & in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be & is hereby appointed as an Independent Director of the Company, who has submitted a 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 is hereby re-designate and appoint as an Independent Director of the Company for a period of 5 years from the date of this Annual General Meeting till the Conclusion of Annual General Meeting to be held in 2023 and in respect of whom the Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company who is not liable for retirement by rotation for a term of 5 years.

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company.

5. To Appoint Ms. Reshma Rajesh Malagavakar (DIN: 05194348) as Non Executive Independent Director:

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT, pursuant to sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and various Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Rules framed there under, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) **Ms. Reshma Rajesh Malagavakar (DIN: 05194348)**, who was appointed as an Additional Director on 01st October, 2014, pursuant to the provisions of sub-section (1) of section 161 of the Companies Act, 2013 & the Articles of Association of the Company & who holds office up to the date of this Annual General Meeting & in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be & is hereby appointed as an Independent Director of the Company, who has submitted a 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 is hereby re-designate and appoint as an Independent Director of the Company for a period of 5 years from the date of this Annual General Meeting till the Conclusion of Annual General Meeting to

be held in 2023 and in respect of whom the Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company who is not liable for retirement by rotation for a term of 5 years.

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company.

6. To Appoint Ms. Aruna Fakira Jawale (DIN: 07703278) as Non Executive Independent Director:

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT, pursuant to sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and various Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Rules framed there under, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) **Ms. Aruna Fakira Jawale (DIN: 07703278)**, who was appointed as an Additional Director on 25th February, 2017, pursuant to the provisions of sub-section (1) of section 161 of the Companies Act, 2013 & the Articles of Association of the Company & who holds office up to the date of this Annual General Meeting & in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be & is hereby appointed as an Independent Director of the Company, who has submitted a 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 is hereby re-designate and appoint as an Independent Director of the Company for a period of 5 years from the date of this Annual General Meeting till the Conclusion of Annual General Meeting to be held in 2023 and in respect of whom the Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company who is not liable for retirement by rotation for a term of 5 years.

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered

necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company.

7. To Appoint Mr. Gautam Kalu Mohite (DIN: 07703344) as Non Executive Independent Director:

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"**RESOLVED THAT**, pursuant to sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and various Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Rules framed there under, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) **Mr. Gautam Kalu Mohite (DIN: 07703344)**, who was appointed as an Additional Director on 25th February, 2017, pursuant to the provisions of sub-section (1) of section 161 of the Companies Act, 2013 & the Articles of Association of the Company & who holds office up to the date of this Annual General Meeting & in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be & is hereby appointed as an Independent Director of the Company, who has submitted a 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 is hereby re-designate and appoint as an Independent Director of the Company for a period of 5 years from the date of this Annual General Meeting till the Conclusion of Annual General Meeting to be held in 2023 and in respect of whom the Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company who is not liable for retirement by rotation for a term of 5 years.

"**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company.

8. To Appoint Mr. Rahul Sudhakar Ahire (DIN: 07709329) as Non Executive Independent Director:

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT, pursuant to sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and various Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Rules framed there under, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) **Mr. Rahul Sudhakar Ahire (DIN: 07709329)**, who was appointed as an Additional Director on 25th February, 2017, pursuant to the provisions of sub-section (1) of section 161 of the Companies Act, 2013 & the Articles of Association of the Company & who holds office up to the date of this Annual General Meeting & in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be & is hereby appointed as an Independent Director of the Company, who has submitted a 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 is hereby re-designate and appoint as an Independent Director of the Company for a period of 5 years from the date of this Annual General Meeting till the Conclusion of Annual General Meeting to be held in 2023 and in respect of whom the Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company who is not liable for retirement by rotation for a term of 5 years.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company.

**By Order of the Board
For Yantra Natural Resources Limited**

**Date: 13/08/2018
Place: Hyderabad**

**Sd/-
Dhires Munver
Managing Director
DIN: 02782239**

NOTES:

1. A Member entitled to attend and vote at the meeting may appoint a proxy to attend and vote on a poll on his behalf and such proxy need not be a member of the Company. A person can act as a proxy on behalf of not exceeding fifty Members and holding in the aggregate not more than 10% of Total Paid-up Share Capital of the Company. Any Member holding more than 10% of Total Paid-up Share Capital of the Company may appoint a single person as proxy and in such case, the said person shall not act as proxy for any other person or member. Proxies in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Annual General Meeting, duly stamped.
2. Corporate Members are requested to send to the registered office of the Company, a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Annual General Meeting.
3. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the **Annual General Meeting** is annexed.
4. Members are requested to bring their admission slip along with copy of the report and accounts to Annual General Meeting.
5. Relevant documents referred to in the accompanying Notice & Explanatory Statement would be available for inspection by the members at the Registered Office of the Company on all working days, except Saturday / Sunday & Public Holidays, between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.
6. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, **22nd September, 2018** to Friday, **28th September, 2018** (Both Days Inclusive) for the purpose of the Annual General Meeting.
7. Members are requested to notify immediately any changes, if any, in their registered addresses at an early date to the Registrar and Share Transfer Agent, quoting their folio numbers/client ID/ DP ID in all correspondence, so as to enable the Company to address any future communication at their correct address.
8. Members attending the meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the meeting Venue.

9. Members desirous of seeking any information concerning the Accounts or operations of the Company is requested to address their queries in writing to the Company at least seven days prior to the Annual General Meeting so that the requested information can be made available at the time of the meeting.
10. Members holding shares in physical forms are requested to consider converting their holding to be materialized form to eliminate all risk associated with physical shares and for ease in portfolio management. Member can contact the Company or the **Company's Registrar and Transfer Agent, Purva Shareregistry (India) Private Limited**, for assistance in this regard.
11. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
12. Members holding shares under multiple folios in identical order of names are requested to consolidate their holdings into one folio. 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 their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/Registrar & Share Transfer Agent.
13. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken "Green Initiative in Corporate Governance" and allowed Companies to share documents with its shareholders through an electronic mode. Electronic copy of the Annual Report for 2018 is being sent to all the members who's Email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2018 is being sent in the permitted mode. Members holding shares under multiple folios in identical order of names are requested to consolidate their holdings into one folio.
14. Members may also note that **the Notice of the Annual General Meeting** and the **Annual Report for 2018** will also be available on the Company's website www.yantranaturaltd.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost. For any communication, the shareholders may also send requests to the Company's designated **email id:** yantranrltd@gmail.com