

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L32109BR1999PLC008783

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAECA0801E

(ii) (a) Name of the company

ADITYA VISION LIMITED

(b) Registered office address

M 15, S.K.NAGAR  
MAIN ROAD, PATNA  
PATNA  
Bihar  
800001

(c) \*e-mail ID of the company

cs@adityavision.in

(d) \*Telephone number with STD code

06122520854

(e) Website

www.adityavision.in

(iii) Date of Incorporation

31/03/1999

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange	1

(b) CIN of the Registrar and Transfer Agent

U67120TN1998PLC041613

Pre-fill

Name of the Registrar and Transfer Agent

CAMEO CORPORATE SERVICES LIMITED

Registered office address of the Registrar and Transfer Agents

"SUBRAMANIAN BUILDING"  
No.1 CLUB HOUSE ROAD

(vii) \*Financial year From date 01/04/2016 (DD/MM/YYYY) To date 31/03/2017 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

21/09/2017

(b) Due date of AGM

21/09/2017

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G2	Retail Trading	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

**(i) \*SHARE CAPITAL****(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	15,000,000	14,110,500	14,110,500	14,110,500
Total amount of equity shares (in Rupees)	150,000,000	141,105,000	141,105,000	141,105,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES</b>				
Number of equity shares	15,000,000	14,110,500	14,110,500	14,110,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	141,105,000	141,105,000	141,105,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	10,270,500	102,705,000	102,705,000	

<b>Increase during the year</b>	3,840,000	38,400,000	38,400,000	19,200,000
i. Public Issues	3,840,000	38,400,000	38,400,000	19,200,000
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	14,110,500	141,105,000	141,105,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	21/06/2016		
Date of registration of transfer (Date Month Year)	15/07/2016		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1,181,400	Amount per Share/ Debenture/Unit (in Rs.)	5
Ledger Folio of Transferor	K0001		

Transferor's Name	LIMITED	PRIVATE	KUMAR DISTRIBUTORS
	Surname	middle name	first name
Ledger Folio of Transferee	Y0001		
Transferee's Name	SINHA		YASHOVARDHAN
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)				
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)		
Ledger Folio of Transferor				
Transferor's Name				
	Surname	middle name	first name	
Ledger Folio of Transferee				
Transferee's Name				
	Surname	middle name	first name	

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			46,909,828.46
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			303,492,645.25
Deposit			0
<b>Total</b>			<b>350,402,473.71</b>

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

3,616,795,676

**(ii) Net worth of the Company**

177,607,074

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
--------	----------	--------	------------

		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	6,794,700	48.15350271	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	6,794,700	48.15	0	0

**Total number of shareholders (promoters)**

3

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,971,800	28.14783317	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,344,000	23.69866412	0	
10.	Others	0	0	0	
	<b>Total</b>	7,315,800	51.85	0	0

**Total number of shareholders (other than promoters)**

41

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

44

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	6	41
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

<b>A. Promoter</b>	2	1	2	1	31.95	16.2
<b>B. Non-Promoter</b>	0	1	0	2	0	0
(i) Non-Independent	0	1	0	0	0	0
(ii) Independent	0	0	0	2	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>2</b>	<b>2</b>	<b>2</b>	<b>3</b>	<b>31.95</b>	<b>16.2</b>

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

7

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
YASHOVARDHAN SINHA	01636599	Managing Director	3,286,650	
SUNITA SINHA	01636997	Director	2,285,250	
NISHANT PRABHAKAR	01637133	Whole-time director	1,222,800	
RAVI PRAKASH CHAMBERLAIN	01113278	Director	0	
CHANDRA SHEKHAR JAIN	07552757	Director	0	
AKANKSHA ARYA	BMLPA2698N	Company Secretary	0	
DHANANJAY SINGH	APLPS2391N	CFO	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
YASHOVARDHAN SINH	01636599	Director	16/05/2016	Change in Designation
NISHANT PRABHAKAR	01637133	Director	22/09/2016	Change in Designation
RAVI PRAKASH CHAM	01113278	Director	22/09/2016	Appointment
CHANDRA SHEKHAR I	07552757	Director	22/09/2016	Appointment
UMESHWAR PRASAD	00390720	Director	30/05/2016	Resignation
AKANKSHA ARYA	BMLPA2698N	Company Secretar	18/06/2016	Appointment
DHANANJAY SINGH	APLPS2391N	CFO	16/05/2016	Appointment

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	21/06/2016	8	8	56.51
EXTRA ORDINARY GENE	09/08/2016	8	8	100
EXTRA ORDINARY GENE	23/09/2016	8	8	100

### B. BOARD MEETINGS

\*Number of meetings held

13

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/04/2016	4	3	75
2	16/05/2016	4	3	75
3	30/05/2016	4	3	75
4	17/06/2016	3	3	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	28/06/2016	3	3	100
6	15/07/2016	3	3	100
7	25/08/2016	3	3	100
8	22/09/2016	3	3	100
9	28/10/2016	5	3	60
10	03/11/2016	5	3	60
11	08/12/2016	5	5	100
12	03/01/2017	5	3	60

### C. COMMITTEE MEETINGS

Number of meetings held

2

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	28/09/2016	3	2	66.66666667
2	Audit Committee	03/01/2017	3	2	66.66666667

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	21/09/2017
								(Y/N/NA)
1	YASHOVAR D	13	13	100	0	0	0	Yes
2	SUNITA SINH	13	13	100	2	2	100	Yes
3	NISHANT PRA	13	13	100	0	0	0	Yes
4	RAVI PRAKAS	5	1	20	2	1	50	No
5	CHANDRA SH	5	1	20	2	1	50	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL** Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	YASHOVARDHAN	Managing Director	1,500,000	0	0	0	1,500,000
2	NISHANT PRABHA	Whole Time Director	4,800,000	0	0	0	4,800,000
	Total		6,300,000	0	0	0	6,300,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AKANKSHA ARYA	Company Secretary	135,000	0	0	0	135,000
2	DHANANJAY SINGH	Chief Financial Officer	540,000	0	0	0	540,000
	Total		675,000	0	0	0	675,000

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUNITA SINHA	Director	9,000,000	0	0	0	9,000,000
2	RAVI PRAKASH CH	Director	2,000				2,000
3	CHANDRA SHEKH	Director	2,000				2,000
	Total		9,004,000	0	0	0	9,004,000

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Ekta Kumari

Whether associate or fellow

Associate  Fellow

Certificate of practice number

16019

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

To be digitally signed by

Director

YASHOVAR  
DHAN  
SINHA  
Digitally signed by  
YASHOVAR DHAN  
SINHA  
Date: 2017.11.16  
16:57:04 +05'30'

DIN of the director

01636599

To be digitally signed by

AKANKS  
HA ARYA  
Digitally signed by  
AKANKSHA ARYA  
Date: 2017.11.16  
16:57:48 +05'30'

Company Secretary

Company secretary in practice

Membership number

45021

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

**List of attachments**

MGT-8 2016-17\_AVL.pdf  
List of Shareholders final.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**



This document was created with the Win2PDF "Print to PDF" printer available at

<https://www.win2pdf.com>

This version of Win2PDF 10 is for evaluation and non-commercial use only.

Visit <https://www.win2pdf.com/trial/> for a 30 day trial license.

This page will not be added after purchasing Win2PDF.

<https://www.win2pdf.com/purchase/>

**Aditya Vision Limited**  
**List of Shareholders as on 31.03.2017**

SL.NO	FOLIO DPID/CLID	NAME OF THE HOLDER(S)	SHARES	PERCENTAGE
1	12044700 07623549	YASHOVARDHAN SINHA	3286650	23.2922
2	IN302898 10018888	GUINNESS SECURITIES LIMITED	2360000	16.7251
3	IN302269 10242574	SUNITA SINHA	2285250	16.1953
4	12044700 07302724	NISHANT PRABHAKAR	1222800	8.6658
5	12044700 07724581	AJAY KUMAR HUF	1200000	8.5043
6	IN300966 10042349	RINU SINHA	883200	6.2591
7	12044700 07726097	RASHI VARDHAN	750000	5.3151
8	12050500 00013768	VRB CAPITAL SERVICES INDIA PRIVATE LIMITED	384000	2.7213
9	12044700 07431896	YOSHAM VARDHAN	346800	2.4577
10	IN303028 65471997	VANDANA SINHA	295800	2.0963
11	IN300484 16652279	BHANDARI ATUL SINGHVI NAMRATA RAJENDRA	224000	1.5874
12	12034500 00772161	SAIRAM COMMODITY TRADE PRIVATE LIMITED	168000	1.1906
13	12077400 00004845	AMBUJA TECHNOLOGIES PRIVATE LIMITED	136000	0.9638
14	12066400 00006285	COMPETENT TEXTILES PRIVATE LIMITED	128000	0.9071
15	12034500 00712988	BALRAM COMMODITIES TRADE PRIVATE LIMITED	88000	0.6236
16	12050500 00013700	INDIGO EDUTAIMENT P LTD	40000	0.2834
17	12033500 00140173	NIPESH SHANTILAL PALRECHA	40000	0.2834
18	12028900 01329760	AANCHAL VIKRAM JAIN	24000	0.1700
19	IN300394 10014644	KARVY STOCK BROKING LIMITED	24000	0.1700
20	12081600	PADMA AJEETBHAI BHANDARI	24000	0.1700
	01501496			
21	12028900 00235265	P V JOSE	16000	0.1133



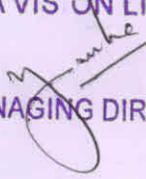
SL.NO	FOLIO DPID/CLID	NAME OF THE HOLDER(S)	SHARES	PERCENTAGE
22	12070900 00001871	AFFLUENCE SHARES AND STOCKS PRIVATE LIMITED	8000	0.0566
23	12010900 02410146	AJEET BHANDARI	8000	0.0566
24	12081600 01481491	AKHIL BHANDARI	8000	0.0566
25	12081600 00075651	AMIT SIBAL	8000	0.0566
26	IN302269 14190881	ANAND RAJ JAIN	8000	0.0566
27	IN300159 11016969	BEENU JAIN	8000	0.0566
28	12035000 01123530	DSL KRISHNAMOORTHY	8000	0.0566
29	IN300214 10502335	GENDALAL DEORAM PATIL	8000	0.0566
30	IN300513 14435646	JAGDISH MISTRY	8000	0.0566
31	12017700 00010846	JAYANTILAL JAIN	8000	0.0566
32	12028900 01210940	KUSHANK MUKESH JAIN	8000	0.0566
33	12011700 00002099	NAILESH PRIYAKANT DALAL SMRUTI NAILESH DALAL	8000	0.0566
34	IN301604 10042983	PADMA BHANDARI	8000	0.0566
35	12047200 04391070	PALERI THAIVALAPPIL KUNHIKANNAN	8000	0.0566
36	IN302461 10436054	PARTH MANGALDAS SHAH	8000	0.0566
37	12028900 01399155	POPATLAL SHIVLAL AMBAVAT	8000	0.0566
38	IN300513 23265099	PURNIMA KAMLESH CHOTHANI NIMESH KAMLESH CHOTHANI	8000	0.0566
39	12010605 00156389	RADHA KRISHAN GOYAL	8000	0.0566
40	IN303719 10960868	SANJAY POPATLAL JAIN	8000	0.0566
41	IN300513  22934504	SHARMILA VIJAYARAJ T	8000	0.0566
42	12027000 00234723	SHIVAYOGI CHANDRAPPA CHAKRASALI	8000	0.0566



SL.NO	FOLIO DPID/CLID	NAME OF THE HOLDER(S)	SHARES	PERCENTAGE
43	IN301348 20072267	SMC GLOBAL SECURITIES LTD	8000	0.0566
44	12010900 06663331	UDITI KHAITAN .	8000	0.0566
TOTAL :			14110500	100.0000

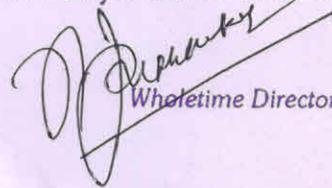
FOR ADITYA VISION LIMITED

MANAGING DIRECTOR



For Aditya Vision Limited

Wholetime Director






**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of  
Companies (Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

Company Registration No.: **L32109BR1999PLC008783**

I have examined the registers, records and books and papers of “**ADITYA VISION LIMITED**” as required to be maintained under the Companies Act, 2013 and the rules made there under for the financial year ended on 31<sup>st</sup> March, 2017. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1. The Company is a ‘Public Limited Company’ listed in BSE on SME Platform.
  2. The Company has kept and maintained all registers/records and making entries within the time prescribed therefore.
  3. The Company has duly filed the forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time under the Act and the rules made there under.
  4. a. The Board of Directors of the Company duly met **13 (Thirteen)** times on **09.04.2016, 16.05.2016, 30.05.2016, 17.06.2016, 28.06.2016, 15.07.2016, 25.08.2016, 22.09.2016, 28.10.2016, 03.11.2016, 08.12.2016, 03.01.2017, 20.03.2017** as stated in the annual return in respect of which meetings, proper notices were given and the proceeding have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed.
  - b. The Annual General Meeting of the Members for the financial year ended on 31<sup>st</sup> March, 2017 was held on **21<sup>st</sup> September, 2017** as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed.
  5. The company closed its Register of Members and Share Transfer book from Friday 15<sup>th</sup> September, 2017 to Thursday 21<sup>st</sup> September, 2017 for the purpose of Annual General Meeting which was held on 21<sup>st</sup> September, 2017.



6. The Company has not made any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act during the financial year.
7. The Company has not entered into any contracts/arrangements with related parties as specified in section 188 of the Act.

However there were certain transactions with related parties as specified in section 188 of the Act during the financial year which were on Arm's length basis and were in ordinary course of business as mentioned in Annual Report.

8. During the Financial Year:

- a. Share Certificates of Kumar Distributors Private Limited Delivered to Mr. Yashovardhan Sinha for transfer of 11,81,400 equity Shares in accordance with the provisions of the Act.
  - b. The company entered into the capital markets with a public issue of 38.4 lacs equity shares of Rs. 10/- each at a premium of Rs. 15/- per share aggregating to Rs. 576 lacs which was fully subscribed.
  - c. There was no transmission or buy back of securities.
  - d. There was no redemption of preference shares or debentures.
  - e. There was addition in share capital due to Initial Public Offer (IPO).
  - f. There was no conversion of shares/ securities.
9. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
  10. The Company was not required to post dividend-warrants to any of its members as no dividend was declared during the financial year. The provisions in accordance with section 125 of the Act relating to transfer of amount remaining in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of 7 years to Investor Education and Protection Fund are not applicable as no such amount remains outstanding in the Books of Accounts of the Company.
  11. The company has complied with the provisions of section 134 of the Act regarding Signing of audited financial statement and that report of directors is as per sub-sections (3),(4) and (5) thereof;
  12. During the Financial Year:
    - a. The Board of Directors of the company is duly constituted.
    - b. Mr. Chandra Shekhar Prasad Gupta and Mr. Ravi Prakash Chamaria were appointed as Independent Directors on the Board of Directors of the Company on 24<sup>th</sup> June, 2016 and Mr. Umeshwar Prasad Singh, resigned from the Directorship of the Company with effect from 30<sup>th</sup> May, 2016 in compliance with the provisions of the Act. Mr. Yashovardhan Sinha, Director of the Company appointed as Managing Director as on 22<sup>th</sup> September, 2016.
    - c. The Directors of the company have made due disclosures of their interest to the company in compliance with the provisions of the Act.



- d. The company is a Public Limited company and therefore the appointment of Key Managerial Personnel has been made. Ms. Akanksha Arya, Company Secretary, was appointed on 18<sup>th</sup> June, 2016 and Mr. Dhananjay Singh, Chief Financial Officer, was appointed on 16<sup>th</sup> May, 2016.
- e. The remuneration paid to the directors is in due compliance with the provisions of the Act.
13. As per the information provided by the management, the Company was not required to obtain any approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the financial year.
14. The Company has not invited/ accepted any deposits from the public covered u/s 73 to 76 of the Companies Act, 2013 during the year ended March 31, 2017. There were no unclaimed or unpaid deposits as on March 31, 2017;
15. During the Financial Year:
- a. The company has borrowed an amount of Rs. 40,72,000 as other long term liabilities from its members.
- b. The company has borrowed an amount of Rs. 35,04,02,473.71 from Banks.
- b. The company has modified the charge of Rs. 151,500,000.00 as on 22<sup>nd</sup> December, 2016.
16. During the year under review, the Company has not advanced any loans/ given guarantees/ made investments/ provided securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
17. During the financial year the company has altered the provisions of the Memorandum or Articles of Association of the Company regarding the increases in Authorized Share Capital of the Company from Rs.13 crore to 15 crore.

Place: Patna

Date: 2<sup>nd</sup> November, 2017



For K E & Company  
Company Secretaries

*Ekta Kumari*

Ekta Kumari  
Proprietor  
Membership No. 43392  
C.P. No. 16019