Date:- 20/10/2016

To,
BSE Limited
Department of Corporate Services,
Ground Floor, P. J. Towers,
Dalal Street, Fort, Mumbai – 400 001.

Ref: Aadhaar Ventures India Limited (Scrip Code: BSE 531611)

Sub:- Regulation 34 under SEBI Listing Regulations 2015 (LODR) - Annual Report for the FY 2015-16.

Dear Sir/Madam,

We are enclosing herewith Copy of Annual Report for the financial year 2015-16.

Kindly take the same on record.

Thanking You,

For Aadhaar Ventures India Limited

AADHAAR VENTURES INDIA LTD. SURAT

Jils Raichand Madan
(Director)
DIN:- 02810555
Encl.: as above

20TH ANNUAL REPORT 2015 - 2016

Aadhaar Ventures India Limited

CIN:- L67120GJ1995PLC024449

Content

Sr. No.	Particulars	Page No.
1.	Notice	3
2.	Directors' Report	13
3.	Annexure to Directors Report	23
5.	Secretarial Audit Report	32
6.	Corporate Governance Report	36
7.	Certification on Corporate Governance	56
8.	Certification on Financial Statement	57
9.	Auditors' Report	58
10.	Balance Sheet	66
11.	Statement of Profit & Loss Account	67
12.	Cash Flow Statement	68
13.	Notes to Financial Statements	70
14.	Attendance Slip and Proxy Cum Ballot Form	82

Board of Directors

Jils Raichand Madan
Director
Somabhai Sunderbhai Meena
Managing Director
Manish Bhupendra Thakkar
Non-executive Independent Director
Jyoti Munver
Non-executive Independent Director

Statutory Auditors

M/s. D. P. Agarwal & Co.
Chartered Accountants
261/263, 4th Floor,
Bilquees Mansion, D.N Road,
Fort, Mumbai – 400 001**.**

Committees of the Board

Audit Committee
Jyoti Munver -Chairman
Jils Raichand Madan -Member
Manish Bhupendra Thakkar -Member

Nomination & Remuneration Committee
Manish Bhupendra Thakkar -Chairman
Jyoti Munver - Member
Somabhai Sunderbhai Meena -Member

Stakeholder's Relationship Committee
Somabhai Sunderbhai Meena-Chairman
Jyoti Munver -Member
Manish Bhupendra Thakkar-Member

Share Transfer Agents:

Adroit Corporate Services Private Limited
19/20, Jafarbhoy Industrial Estate,
Marol Naka, Andheri East,
Mumbai – 400 059

Bankers

ING Vysa Bank
Karur Vysya Bank

Registered Office

4th Floor,
Office No. 4019, World Trade Center,
Ring Road, Surat, Gujarat – 390002
Email Id:- aadhaarviltd@gmail.com
Website:- www.aadhaarltd.com

Listed at:

BSE Limited
Phiroze Jeejeebhoy
Towers
Dalal Street
Mumbai- 400001.

❖ ***NOTICE***

Notice is hereby given that the 20th Annual General Meeting of **Aadhaar Ventures India Limited** will be held at Registered Office of the Company situated at 4th Floor, Office No. 4019, World Trade Center, Ring Road, Surat, Gujarat - 390002, on **Friday 30th September, 2016** at 11.00 a.m., to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016, the Profit & Loss Account and Schedules of the Company for the financial year ended on that date and the Reports of the Statutory Auditors and Directors thereon.

2. To consider and if thought fit to pass with or without modification(s) the following resolution as **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 139 (1) and applicable provisions, if any, of the Companies Act, 2013 and rules, circulars, notifications made/issued there under, including any amendments, modification, variation or re-enactment thereof, the appointment of M/s. D. P. Agarwal & Co. Chartered Accountant, Mumbai, bearing Membership No. 35500as the Statutory Auditors of the Company, which has been approved at the Annual General Meeting held on 27th September, 2014 for a term of Five Years, i.e. from the conclusion of 18th AnnualGeneralMeeting till the conclusion of 23th Annual general meeting of the Company to be held in the Year 2019, be and is hereby ratified.

   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 an expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company including fixation of their remuneration and reimbursement of out of pocket expenses incurred in connection hereto."

SPECIAL BUSINESS

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

   "RESOLVED THAT pursuant to the provisions of Sections196, 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"),The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), and subject to such sanctions as may be necessary, the consent of the Company be and is hereby accorded to appoint , Somabhai Sunderbhai Meena (DIN: 05138990), as the Managing Director, of the Company for a period of three (3) years with effect from August 01st, 2016 up to July 31st 2019, on the terms and conditions including the remuneration of Rs. 5,00,000/-p.a. and minimum remuneration in the event of absence or inadequacy of profits as set out in the Explanatory Statement relating to this resolution and in the draft Agreement entered between the Company and Somabhai Sunderbhai Meena, which agreement is hereby approved, with liberty to the

Board of Directors (which term shall be deemed to include any duly authorized committee thereof or the time being exercising the power conferred on the Board by this resolution), to alter and vary the terms and conditions and remuneration including minimum remuneration in such manner as it may deem fit and as may be agreed to between the Board of Directors and Somabhai Sunderbhai Meena.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary or increase the remuneration including salary, commission, perquisites, allowances etc. within such prescribed limit or ceiling and the said agreement between the Company and Somabhai Sunderbhai Meena be suitably amended to give effect to such modifications, relaxation or variation without any further reference to the members of the Company in general meeting.

RESOLVED FURTHER THAT as per the Articles of Association of the Company, Somabhai Sunderbhai Meena shall not be subject to retire by rotation unless the total number of Directors (including Managing Director) as are not subject to retirement by rotation exceeds one-third of total number of Directors. In such case, Somabhai Sunderbhai Meena shall be liable to retire by rotation so that the total number of Directors not liable to retire by rotation does not exceed one third of total number of Directors and after re-appointment ,Somabhai Sunderbhai Meena shall automatically continue to hold the office of the Managing Director.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized by the Board on behalf of Company to do all such acts, deeds, resolutions and things and execute all such agreements, documents and instruments as may be required from time to time for giving effect to the above resolution and matters related thereto."

By Order of the Board

For Aadhaar Ventures India Limited

SD/-	SD/-
Jils Raichand Madan	Somabhai Sunderbhai Meena
Director	Managing Director
DIN – 02810555	DIN-05138990

Place: Surat

Date: 5th August, 2016

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 atthe 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 20th 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 Wednesday**, 29th September, 2016 to Friday, 30thSeptember, 2016**(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 dematerialized 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, Adroit Corporate Services Private Limited, for assistance in this regard. Members are requested to note that the Company's shares are under compulsory demat trading for all investors. Members are, therefore, requested to dematerialize their shareholding to avoid in convenience.
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.
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 2015 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 2015 is being sent in the permitted mode.
14. Members are requested to support this green initiative by registering / updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository participants and in respect of old shares held in physical form with the Company's Registrar & Share Transfer Agent. 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.
15. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports & other communications through electronic mode to those members whose email IDs are registered with the Company/ Depository Participants(s). As per provisions of Section 20 of the Companies Act, 2013 read with Rules there under, a document may be served on any member by sending it to him/her by post or by registered post or by speed post or by courier or by delivering at his/her office/home address or by such electronic mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to his/her Depository Participants(s) /Company Share Transfer Agent from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he/she shall pay such fees as may be determined by the Company in its Annual General Meeting. For members who have not registered their email address with the Company, the service of documents will be effected by other modes of services as provided in Section 20 of the Companies Act, 2013 read with the relevant Rules there under. Printed copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip, Ballot Paper and Proxy Form is being sent to all members in the permitted mode.
16. Members may also note that the Notice of the 20th Annual General Meeting and the Annual Report for 2016 will also be available on the Company's website www.aadhaarltd.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: **aadhaarviltd@gmail.com**.
17. Members can opt for one mode of voting i.e. either by physical ballot or through e-voting. If Members opt for e-voting then do not vote by Physical Ballot or vice versa. However, in case Members cast their vote both by

Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.

18. In terms of relevant provisions of **SEBI (LODR) 2015**, in order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is attached. Members desiring to exercise vote by Ballot are requested to carefully read the instructions printed in the form, to complete the Ballot Form with assent (for) or dissent (against) and send it to Mr. **S. K. Pandey**, Scrutinizer, Raja Bahadur Building, 1st Floor, 45 Tamarind Lane, M.P. Shetty Marg, Fort, Mumbai – 400001, Tel.: 022-66390257, Fax : 022-66390257, Email**: pandeysk2004@yahoo.co.in** so as to reach him on or before **Thursday September 29, 2016** by 5.30 p.m. Any Ballot Form received after the said date shall be treated as if the reply from the Members has not been received.
19. Members can request for a Ballot Form at **Aadhaar Ventures India Limited**, 4th Floor, Office No. 4019, World Trade Center, Ring Road, Surat, Gujarat, 390002 or they may also address their request through E-mail to: aadhaarviltd@gmail.com, Contact No. 0261-2346481.
20. E-voting: In compliance with Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and all the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).
21. The **E-voting period** for all items of business contained in this Notice shall commence from Tuesday the **27thSeptember, 2016** at 9.00 a.m. and will end on Thursday, the **29thSeptember, 2016** at 5.00 p.m. During this period equity shareholders of the Company holding shares either in physical form or in dematerialized form as on the cutoff date of **23rdSeptember, 2016**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently. The voting rights of Members shall be in proportion to their equity shareholding in the Paid up Equity Share capital of the Company as on **23rdSeptember, 2016**.
22. Mr. **S.K. Pandey**, Practicing Company Secretaries (Membership No. ACS 8546) and or Ms. **Sajeda Patel** or Ms. **Pooja Jobanputra** an Independent Professional has been appointed as the Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.
23. The Scrutinizer shall immediately after the conclusion of voting at the meeting, first count the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make, not later than 3 days of conclusion of the meeting and after scrutinizing such votes received shall make a Scrutinizer's report of the votes cast in favor or against or invalid votes in connection with the resolution(s) mentioned in the Notice of the Meeting and submit the same forthwith to the Chairman of the Company.
24. The Results of E-voting shall be declared at the AGM of the Company and the results along with Scrutinizer's report shall be placed on the website of the Company thereafter and shall also be communicated to the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on the date of AGM.

25. Voting through electronic means;

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM) ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The **remote e-voting** period commences on **27th September, 2016** (9:00 am) and ends on **29thSeptember, 2016** (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **23rd September, 2016**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

i. Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

ii. Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

iii. Click on Shareholder –Login

iv. Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

v. Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

vi. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

vii. Select "EVEN" of "Aadhaar Ventures India Limited".

viii. Now you are ready for remote e-voting as Cast Vote page opens.

ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

x. Upon confirmation, the message "Vote cast successfully" will be displayed.

xi. Once you have voted on the resolution, you will not be allowed to modify your vote.

xii. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to **pandeysk2004@yahoo.co**.in with a copy marked **to evoting@nsdl.co.in**

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

i. Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (Remote e-voting Event Number) USER ID PASSWORD / PIN

ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section ofwww.evoting.nsdl.com or call on toll free no.: 1800-222-990.

VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **23rd September, 2016**.

X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. of **23rd September, 2016**, may obtain the login ID and password by sending a request at **evoting@nsdl.co.in** or Share Transfer Agent of the Company, i.e. Adroit Corporate Services Private Limited.

XII. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

XIII. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

XIV. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper"for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company **www.aadhaarltd.com** and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

By Order of the Board
For Aadhaar Ventures India Limited

SD/-	SD/-
Jils Raichand Madan	Somabhai Sunderbhai Meena
Director	Managing Director
DIN – 02810555	DIN-05138990

Place: Surat
Date: 5th August, 2016

❖*Explanatory Statement*

The following explanatory statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), set out all material facts relating to the business mentioned at the item No.3 of the accompanying Notice dated 5th August, 2016.

This Explanatory Statement may also be regarded as a disclosure under SEBI (LODR) Regulations, 2015 with the Stock Exchanges.

Item No.3*

The Board of Directors in their meeting held on August 05th, 2016, approved the appointment of Somabhai Sunderbhai Meena as the Managing Director of the Company for the period of 3 years with effective from dated August 1st, 2016 up to July 31st , 2019, subject to approval of members at the Annual General Meeting, on the terms of remuneration mentioned herein below, with the powers to the Board to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down under schedule V of the Companies Act, 2013 or any statutory amendment or relaxation thereof. He has more than 8 years of experience in the field of Finance, Banking, capital market & Accounts.

The Company has entered into an agreement with Somabhai Sunderbhai Meena for his appointment as Managing Director in the Company, inter alia, the terms of remuneration referred to below and the powers and authorities delegated to him. A copy of the said agreement is available for inspection by the members during business hours on any working day between 10.00 a.m. to 12.00 noon at the registered office of the Company up to the date of the meeting. He also confirms the terms set out in the agreement as well as in explanatory statement which are as follows:

Brief terms and conditions including remuneration as Managing Director are as follows:

- **Salary: H**e will be is entitled to receive remuneration of Rs.30000/- per month or Rs.500000/- annual salary (all inclusive) with such annual increments/increase as may be decided by the Board of Directors from time to time.
- **Commission:** Payable for each financial year, subject to such ceilings as may be set out in the Companies Act, 2013 and subject to such ceiling as may be fixed by the Board of Directors from time to time. The amount of commission shall be payable after the annual accounts are approved by the Board of Directors and adopted by the shareholders.
- **Perquisites** (i) Company's contribution to provident fund to the extent these either singly or put together are not taxable under the Income Tax Act.
  Gratuity will be paid as the provisions of payment of gratuity act.
  (iii) Telephone, tele-fax and other communication facilities at Company cost.
  (iv) Reimbursement of entertainment expenses incurred in the course of business of the Company.
  (v) Cost of medical insurance cover for self and family for medical expenses in India.
  (vii) Subject to any statutory ceiling/s the Managing Director may be given any other Allowance; perquisites, benefits and facilities as the Board of Directors from time to time

may decide.

- **Tenure:** His appointment shall be for period of 3 years with effective from August, 1st, 2016 up to July 31st, 2019.
- **Valuation of Perquisites:** Perquisites/allowances shall be valued as Income Tax Rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.
- **Minimum remuneration:** In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the Managing Director shall, subject to the approval of the Central Government, if required, be paid remuneration by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.
- **Computation of ceiling:** The contribution to provident and superannuation funds; gratuity payable & encashment of leave shall not be included in the computation of perquisites for the purposes of the ceiling.
- The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors/Nomination Remuneration Committee as it may in its discretion, deem feet within the maximum amounts payable to Managing Directors in accordance with schedule V of the Companies Act, 2013 or any other amendments made hereafter in this Regard.
- The Appointment of Managing Director can be terminated either by the Company or by him, by giving to the other 3 months notice in writing.

***Mr.*Somabhai Sunderbhai Meena**	
Fathers' Name	Sunderbhai Meena
Date of Birth	13/07/1978
Date of Appointment	01/08/2016
Expertise in specific functional areas	Banking, Finance& Capital Market
Years of Experience	8 years
Qualification	Bachlore of Arts
Directorship in Other Companies	Nil
Member/Chairman of the Committee	-
No. of shares held in own name or in the name of relatives	NIL

This resolution is being proposed as a special resolution in view of the relevant provisions of Schedule V to the Companies Act requiring a special resolution where the ceiling has to be doubled and for payment of minimum remuneration in the event of loss or inadequacy of profits. Your Directors recommended that proposed resolution is required to be passed as Special Resolution under Section 196, 197 and 203 read with Schedule V of the Companies Act, 2013.

Except Mr. Somabhai Sunderbhai Meena, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

DIRECTOR'S REPORT

Your Directors are pleased to present their 20th Annual Report on the Business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2016.

Financial Results

The financial performance of your Company for the year ended **March 31 ,2016** is summarized below:

(Rupees in Lacs)

Particulars	**2015-2016**	**2014-2015**
Sales	1741.61	2195.94
Other Income	32.29	29.63
Total Income	1773.90	2225.57
Total Expenses	1746.35	2177.71
Profit / (Loss)	27.55	47.86
(-) Finance Cost	0.42	0.26
Profit / (Loss)Before Tax	27.13	47.60
Tax	-	-
(-) Current Tax	6.59	15.24
(+) Deferred Tax	0.00	0.00
Net Profit After Tax	20.53	32.36
(-) Extraordinary Items	0.00	0.00
Net Profit	**20.53**	**32.36**

During the year under review, the Company achieved a turnover of Rs. 1741.61 Lacs (previous year Rs. 2195.94 Lacs) the Company has made a profit of Rs.20.53 Lacs (previous year there was profit of Rs. 32.36). The profitability of the Company was lower compared to last year on account of subdued equity market & Company has disbursed lower credit facilities on account of lower credit growth & fear of Non- Performing Assets. The Company is been registered with the Reserve Bank of India as a Non-Banking Financial Company (NBFC). The Company has not accepted public deposits during the year under review.

Management Discussion and Analysis Report:

To avoid duplication between the Directors Report and the Management Discussion and Analysis Report for the year, we present below a composite summary of performance of the various business & functions of the Company.

Industry Overview:

The trend in slow down in global growth continued during the year. India was the fastest growing large economy with a stable currency that performed better than the most emerging market currencies. If the industry players manage to restructure their operations as per the new realities, success will not be very hard to find now. India growth story remained reasonably positive due to stable domestic consumption, lower commodity & energy prices & hence improving macroeconomic parameters. However there are

some negative factors like drought, rising Non-Performing Assets (NPA) of Banks & low credit growth. The Company is into investments activities of shares & securities. It remains to be seen whether the slew of initiatives announced by the Central Government like 'Make in India' programme, coaland telecom auctions, increased FDI limits in certain sectors, a financial inclusion effort through its Pradhan Mantri Jan Dhan Yojanaand India's improved rating outlook gives afillip to the performance of the banking and financial sector in the coming year.

Business Overview

The Company main activities is investment in shares & securities & lending loans to individuals; corporate; etc. Being a investment Company, it is largely dependent on the stock & money markets for its income. Subdued Equity markets lowered the Company realized returns in equities. The Company equities portfolio is a combined of listed & unlisted investments. The credit penetration in India is low compared to other economies. The NBFC penetration in India is even lower. Success of NBFC is attributed to the sharp focus on the product lines leading to better cost control, better customer services & consequently faster growth at higher profitability. The prospect of NBFC is bright on account of Government initiative like smart cities, focus on ease of doing business, huge latent credit need from self-employed & SME sector. The growth in the sector is very good and Management expects better results in forth coming year. The Company is exploring various options to improve margins of the Company, by having tight control on expenses & exploring various business activities. The Stock market has been stabled during 2016-17 & many IPO has received better response. Non-banking finance companies (NBFCs) continued to play a critical role in making financial services accessible to more of India's population. Given their unique business models and, form any, their focus on operational excellence ,NBFCs should continue to strengthen their position in the financial services space in India. The NBFC segment has witnessed considerable consolidation, marked decline in non-performing assets – both gross and net, indicating that the segment has only become more robust. The significance of NBFCs has been growing both in terms of funding as well as reaches. They have been able to penetrate into unbanked and rural markets as the RBI has created and allowed "Small Bank" to cater to those areas where the banking network is not available. The Company is a Systemically Important NBFC with a record of consistent growth and profitability and a comprehensive product suite to meet the multiple financial needs of its customers, including MSME lending, consumer lending and corporate lending. The operation of the company during majority of the year was mainly centered in Finance Business and Share Trading. The company was dealing in Lending, Advancing and Depositing Money in Industrial and other Undertakings and Businesses and to deal in acquiring, selling, subscribing, transferring, holding, disposing, and otherwise dealing and investing in shares, securities, movables, etc. The Company, being into finance and investment activity, the impact of movement of stock markets affects its volatility. Despite various adverse factors we firmly believe that Indian economic will grow and hence the growth of financial services sector presents us with exciting opportunities like India's long-term growth story remains intact notwithstanding declining growth in the past year or two. This presents vast opportunities for us to grow our businesses in the medium to long term, though short-term pain remains a possibility. We further believe the policy liberalization and forward-looking regulatory changes will help markets grow in size. At the same time, we perceive some threats for growth of financial services sector like macro economic environment including high inflation, high interest rates, liquidity issues, global commodities prices, fiscal and current account deficit and Euro zone crisis can play spoils port with the India growth story.

While positive Government policies and regulatory changes do enlarge the scope of opportunities for financial sector companies, lack of or delay in reforms or certain regulatory changes can significantly impact the performance or make an existing business model unviable. The Company conduct field investigation, collect and verify KYC and other documents, and carry out due diligence; when satisfied about the reputation and credentials of the potential borrower, the deal is proposed. Antecedents of all the prospective borrowers are verified through CIBIL, RBI Defaulters List and enquiries with their existing bankers. The investment portfolio of the Company is managed by Investment Committee comprising members from the management and approved by the board. The execution of investment transactions is monitored on regular basis with reference to target price. The Committee also lays down benchmarking and other operating guidelines.

Business performance and Segment Reporting

During the year under review, the company has earned a Net profit of Rs. 20.53 Lacs as against Net Profit of Rs. 32.36 Lacs during the previous year 2014-15. The profit margin of the Company is on a lower side on account of subdued equity market & Company has disbursed lower credit facilities on account of lower credit growth & fear of Non- Performing Assets. Many new players have entered the market with huge funds with various products having nationwide customer based &they are giving tough competition to the Company. The company is engaged in the business Notebook & servicing of all brands of computers, laptop, tab, etc. which as per Accounting Standard 17 is considered the only reportable business.

Adequacy Of Internal Control:

The Company has robust internal control systems in place which are commensurate with the size and nature of the business. The internal controls are aligned with statutory requirements and designed to safeguard the assets of the Company. The internal control systems are complemented by various Management Information System (MIS) reports covering all areas. Increased attention is given to auto generation of MIS reports as against manual reports to take care of possible human errors or alteration of data. The Management reviews and strengthens the controls periodically.

Human Resource Development

The Company recognizes the importance of Human Resource as a key asset instrumental in its growth. The Company believes in acquisition, retention and betterment of talented team players. With the philosophy of inclusive growth, the Company has redefined its performance management system. The new system focuses on progression of individual employees together with organizational goals. Under the new system increased thrust will be on job rotation and multi-skilling.

Manpower

The company recognizes the importance of human value and ensures that proper encouragement both moral and financial is extended to employees to motivate them.

Segment-Wise Performance

The Company is into single reportable segment only

Compliance

The Compliance function of the Company is responsible for independently ensuring that operating and business units comply with regulatory and internal guidelines. The Compliance Department of the Company is continued to play a pivotal role in ensuring implementation of compliance functions in accordance with the directives issued by regulators, the Company's Board of Directors and the Company's Compliance Policy. The Audit Committee of the Board reviews the performance of the Compliance Department and the status of compliance with regulatory / internal guidelines on a periodic basis.

New Instructions / Guidelines issued by the regulatory authorities were disseminated across the Company to ensure that the business and functional units operate within the boundaries set by regulators and that compliance risks are suitably monitored and mitigated in course of their activities and processes.

Cautionary Statement

Investors are cautioned that this discussion contains statements that involve risks and uncertainties. Words like anticipate, believe, estimate intend, will, expect and other similar expressions are intended to identify "Forward Looking Statements". The company assumes no responsibility to amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events. Actual results could differ materially from those expressed or implied.

Dividend:

The Board of Directors does not recommend any Dividend for the year under review

Share Capital

The Company has not changed the capital structure during 2015-16.

Reserves

Out of the profits available for appropriation, no amount has been transferred to the General Reserve and the balance amount of Rs. 20.53 lacs has been carried forward to profit & loss account.

Acceptance Of Fixed Depostis:

The Company has not accepted any Fixed Deposits from general public within the purview of Section 73 ,of the Companies Act, 2013, read with the Companies (Acceptance of Deposit) Rule, 2014, during the year under review.

Subsidiaries, Joint Ventures and Associates Companies:

The Company does not have any subsidiaries, joint venture & associates Company.

Particulars of Contract or Arrangement with Related Party

There is no transaction with Related Party which requires disclosure under Section 134(3) (h) of the Companies Act, 2013and Rule 8(2) of the Companies (Accounts) Rules, 2014.There being no material related party transactions as defined under Regulation 23 of the SEBI (LODR) Regulations, 2015, there are no details to be disclosed in Form AOC – 2 in that regard. The policy on materiality of related party transactions and also on

dealing with related party transactions as approved by the Board may be accessed on the Company website. All related party transactions which were entered into during the year were on arm's length basis and were in the ordinary course of business and did not attract provisions of section 188 of the Companies Act, 2013 and were also not material related party transactions under Regulation 23 of the SEBI (LODR) Regulations, 2015. There are no material transactions entered into with related parties, during the period under review, which may have had any potential conflict with the interests of the Company. Pursuant to Regulation 26(5) of the SEBI (LODR) Regulations, 2015, senior KMP made periodical disclosures to the Board relating to all material financial and commercial transactions, where they had or were deemed to have had personal interest that might have been in potential conflict with the interest of the Company & same was nil.

Loans, Investment and Guarantees by the Company

There is no loan given, investment made, guarantee given or security provided by the Company to any entity under Section 186 of the Companies Act, 2013. Particulars of Investment made / loan given under section 186 of the Companies Act, 2013 are provided in the financial statement.

Internal Financial Controls

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observations has been received from the Auditor of the Company for inefficiency or inadequacy of such controls.

Disclosures under Section 134(3) (l) of the Companies Act, 2013

No material changes and commitments which could affect the Company financial position have occurred between the end of the financial year of the Company and the date of this report, except as disclosed elsewhere in this report.

Directors:

There is no change in the composition of the Board of Directors of the Company during the year under review. **Mr. Somabhai Sunderbhai Meena**(DIN **05138990**), who was appointed as Managing Director of the Company from 1st August, 2016 for a period of 3 years, subject to approval of the Shareholders of the Company at the forthcoming AGM as per terms and conditions specified in the Notice.

Directors Remuneration Policy

The Board on the recommendation of the Nomination and Remuneration Committee has framed a Remuneration policy, providing criteria for determining qualifications, positive attributes, independence of a Director and a policy on remuneration for Directors, key managerial personnel and other employees. The detailed Remuneration policy is placed on the Company's website at www.aadhaarltd.com.

Consolidated Financial Statement

The audited consolidated financial statement of the Company prepared in accordance with relevant Accounting Standards (AS) issued by the Institute of Chartered Accountants of India forms part of this Annual Report. The Compliance Officer will make these documents available upon receipt of a request from any member of the

Company interested in obtaining the same. These documents will also be available for inspection at the Registered Office of your Company during working hours up to the date of the Annual General Meeting.

Number of Meeting of Board of Directors

The Board of Directors have met 5 times and Independent Directors once during the year ended 31st March, 2016 in accordance with the provisions of the Companies Act, 2013 and rules made there under. All the Directors actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

Declarations by Independent Director

Pursuant to the provisions of Sub-Section (7) of Section 149 of the Companies Act 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfill the criteria of independence as specified in Section 149(6) of the Companies Act 2013.

Statutory Auditors

Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules made there under, the current auditors of the Company, M/s. D. P. Agarwal & Associates, Chartered Accountants, Mumbai, hold office up to the conclusion of 20th Annual General Meeting of the Company. However, their appointment as Statutory Auditors of the Company is subject to ratification by the members at every Annual General Meeting. The Company has received a certificate from the said Statutory Auditors that they are eligible to hold office as the Auditors of the Company and are not disqualified for being so appointed. Necessary resolution for ratification of appointment of the said Auditor is included in this Notice.

Auditors Report:

The observations and comments furnished by the Auditors in the report read together with the notes to Accounts are self-explanatory and hence do not call for any further comments under Section 134 of the Companies Act ,2013.

Directors Responsibility Statement:

In accordance with the requirement of Section 134 of the Companies Act, 2013, the Board of Directors of the Company confirms:

i. In the preparation of the annual accounts for the financial year ended 31st March, 2016 the applicable accounting standards have been followed along with proper explanation relating to material departures.

ii. That the Directors have 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 the year ended 31st March, 2016.

iii. That the Directors have taken sufficient and proper care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding

the assets of the Company and for preventing and detecting material fraud and other irregularities.

iv. That the Directors have prepared the Annual Accounts on a going concern basis.

v. There are no material changes & 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 & the date of the report.

vi. There a proper systems has been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

vii. That 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.

viii. Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants, including audit of internal financial controls over financial reporting by the statutory auditors, and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during FY **2015-16**.

Annual Evaluation by the Board of Its Own Performance, Its Committees and Individual Directors

The Board of Directors of the Company has initiated and put in place evaluation of its own performance, its committees and individual Directors. The result of the evaluation is satisfactory and adequate and meets the requirement of the Company. Information on the manner in which the annual evaluation has been made by the Board of its own performance and that of its Committee and individual Directors is given in the Corporate Governance Report.

Details of Committee of Directors

Composition of Audit Committee of Directors, Nomination and Remuneration Committee of Directors and Stakeholders Relationship/Grievance Committee of Directors, number of meetings held of each Committee during the financial year 2015-16 and meetings attended by each member of the Committee as required under the Companies Act, 2013 are provided in Corporate Governance Report and forming part of the report.

The recommendation by the Audit Committee as and when made to Board has been accepted by it.

Risk Management

During the year, Management of the Company evaluated the existing Risk Management Policy of the Company to make it more focused in identifying and prioritizing the risks, role of various executives in monitoring & mitigation of risk and reporting process. Its aim is to enhance shareholders value and provide an optimum risk-reward tradeoff. The Risk Management Policy has been reviewed and found adequate to the requirements of the

Company, and approved by the Board. The Management evaluated various risks and that there is no element of risk identified that may threaten the existence of the Company.

Secretarial Audit Report

A Secretarial Audit Report for the year ended 31st March, 2016 in prescribed form duly audited by the Practicing Company Secretary CS S K Pandey, Mumbai. is annexed herewith and forming part of the report.

Extract of Annual Return

Pursuant to Section 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules 2014, the extract of annual return is annexed herewith and forming part of the report. (Annexure – I)

Acceptance of Fixed Deposits

The Company is registered with the Reserve Bank of India, as non-deposit accepting NBFC (NBFC-ND) under section 45-IA of the RBI Act, 1934. In terms of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 the Company is categorized as a "Systemically Important Non-Deposit taking Non-Banking Financial Company.

As per the Non-Banking Finance Companies – RBI Directions, 1998, the Directors hereby report that the Company has not accepted any Fixed Deposits from general public during the year and will also not accept public deposits without obtaining prior approval of Reserve Bank of India.

RBI Guidelines

As a Systemically Important Non Deposit taking Non-Banking -Finance Company, your Company always aims to operate in compliance with applicable RBI laws and regulations and employs its best efforts towards achieving the same.

Corporate Governance

Pursuant to the SEBI (LODR) Regulations, 2015, a separate section on Corporate Governance forms part of the Annual Report. All Board members and Senior Management personnel have affirmed compliance with the Code of Conduct for the year 2015-16. A declaration to this effect signed by the Managing Director of the Company is contained in this Annual Report. The Managing Director and CFO have certified to the Board with regard to the financial statements and other matters as required under Regulation 17(8) of the SEBI (LODR), Regulations, 2015.

Certificate from the Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance is annexed to this Report.

Whistle Blower Mechanism

The Company has put in place Whistle Blower Mechanism. The detailed mechanism is given in Corporate Governance Report forming part of this report

Corporate Social Responsibility

The Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility Committee is not applicable to the Company as the Net Profit of the Company is below the threshold limit prescribed by the Companies Act, 2013.

Managing Director's Certificate

A Certificate from the Managing Director in respect of the Financial Statements forms part of the Annual Report.

Conservation Of Energy, Technology Absorptions and Foreign Exchange Earnings and Outgo

The information relating to the conservation of energy, technology absorption foreign exchange earnings and outgo under provisions of 134 of the Companies Act, 2013 is not applicable to the Company, considering the nature of its business activities. Further the Company has not earned nor spends foreign exchange during the year under review.

Significant and Material Orders Passed By the Regulators or Courts

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals, which may impact the going concern status of the Company and its operations in future.

Presentation of Financial Statements

The financial statements of the Company for the year ended 31st March, 2016 have been disclosed as per Schedule III to the Companies Act, 2013.

Statutory Disclosures

A copy of audited financial statements of the said Companies will be made available to the members of the Company, seeking such information at any point of time. Disclosures as prescribed by Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 and other NBFC Regulations have been made in this Annual Report. A cash flow statement for the year 2015-2016 is attached to the Balance Sheet. Pursuant to the legislation 'Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace Act, 2013' introduced by the Government of India, the Company has a policy on Prevention of Sexual Harassment at workplace. There was no case reported during the year under review under the said policy.

Details as required under the provisions of section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, are placed on the Company's website, i.e. www.aadhaarltd.com as an Annexure to the Director Report. Details as required under the provisions of section 197 (12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, are placed on the Company's website, i.e. www.aadhaarltd.com.A physical copy of the same will be made available to any shareholders on request. A cash flow statement for the year 2015-16 is attached with the Balance-Sheeet.

Acknowledgement

The Directors take this opportunity to thank the Financial Institutions, Banks, Business Associates, Central and State Government authorities, Regulatory authorities, Stock Exchanges and all the various stakeholders for their continued co-operation and support to the Company and look forward to their continued support in future.

The Company thanks all of the employees for their contribution to the Company's performance. The Company applaud all the employees for their superior levels of competence, dedication and commitment to your Company.

By Order of the Board
For Aadhaar Ventures India Limited

SD/-	SD/-
Jils Raichand Madan	Somabhai Sunderbhai Meena
Director	Managing Director
DIN – 02810555	DIN-05138990

Place: Surat
Date: 5th August, 2016

ANNEXURE TO DIRECTORS' REPORT

(Annexure - I)

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2016

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

(i)	CIN	L67120GJ1995PLC024449
(ii)	Registration Date	01/02/1995
(iii)	Name of the Company	Aadhaar Ventures India Limited
(iv)	Category / Sub-Category of the Company	Company limited by shares/ Indian Non-Government Company
(v)	Address of the Registered Office and contact details	4th Floor, Office No. 4019, World Trade Center, Ring Road, Surat – 390002, Gujarat, India Tel. No. : 0261-2346481 E-mail id: aadhaarviltd@gmail.com
(vi)	Whether listed company Yes / No	Yes
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Adroit Corporate Services Private Limited 19/20, Jafarbhoy Industrial Estate, Hospital Lane, Lower Marol Naka, Andheri East, Mumbai – 400 059 Tel. No. : (022) 28596060 / 28594060 / 40053636/ 40052115 E-mail id : info@adroitcorporate.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1	Trading	64990	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sl. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
NIL					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of shares held at the beginning of the year 01.04.2015				No. of shares held at the end of the year 31.03.2016				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual / HUF	4433000	-	4433000	0.28	4433000	-	4433000	0.28	0.28
(b) Central Govt.	-	-	-	-	-	-	-	-	-
(c) State Govt. (s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corp.	6400000	-	6400000	0.41	6400000	-	6400000	0.41	0.00
(e) Banks / FI	-	-	-	-	-	-	-	-	-
(f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total(A)(1):	**10833000**	**-**	**10833000**	**0.69**	**10833000**	**-**	**10833000**	**0.69**	**0.00**
(2) Foreign									
(a) NRIs / Individuals	-	-	-	-	-	-	-	-	-
(b) Other- Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.									
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total(A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	**10833000**	**-**	**10833000**	**0.69**	**10833000**	**-**	**10833000**	**0.69**	**0.00**
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	-	-	-	-	-	-	-	-	-
(b) Banks / FI	-	-	-	-	-	-	-	-	-
(c) Central Govt.	-	-	-	-	-	-	-	-	-
(d) State Govt. (s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	-	-	-	-	-	-	-	-	-
(g) FIIs	3913	-	3913	0.00	3913	-	3913	0.00	0.00
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total(B)(1):	**3913**	**-**	**3913**	**0.00**	**3913**	**-**	**3913**	**0.00**	**0.00**

Category of Shareholders	No. of shares held at the beginning of the year 01.04.2015				No. of shares held at the end of the year 31.03.2016				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	1019217540	90370000	1109587540	70.63	999395246	90370000	1089765246	69.37	(1.26)
(ii) Overseas	-	-	-	-	-	-	-	-	-
(b) Individuals									
(i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	151114813	557720	151672533	9.65	172590143	563723	173153866	11.02	1.37
(ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	284428253	0	284428253	18.11	282227841	0	282227841	17.97	(0.14)
(c) Others / Clearing Members	5179611	0	5179611	0.33	44301	0	44301	0.00	(0.33)
(c1) Others / Non Resident Indian(Individuals)	9264150	0	9264150	0.59	14935833	0	14935833	0.95	0.36
(c2) Trust	0	0	0	0.00	5000	0	5000	0	0.00
Sub-Total(B)(2):	**1469204367**	**90927720**	**1560132087**	**99.31**	**1469198364**	**90933723**	**1560132087**	**99.31**	**0.00**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**1469208280**	**90927720**	**1560136000**	**99.31**	**1469202277**	**90933723**	**1560136000**	**99.31**	**0.00**
C. Shares held by custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Total (C)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**1480041280**	**90927720**	**1570969000**	**100**	**1480035277**	**90933723**	**1570969000**	**100**	**0.00**

(iii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2015			Shareholding at the end of the year 31.03.2016			% change in share holding during the year
		No. of Shares	% of total shares of the company	% of shares Pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% of shares Pledged/encumbered to total shares	
1	Emoi Garments Pvt Ltd	6400000	0.41	-	6400000	0.41	-	0.00
2	Omprakash A Khandelwal	1621000	0.10	-	1621000	0.10	-	0.00
3	Rajshree O Khandelwal	2812000	0.18	-	2812000	0.18	-	0.00
	Total	**10833000**	**0.69**	**-**	**10833000**	**0.69**	**-**	**0.00**

(iv) Change in Promoters' Shareholding (Please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year 01.04.2015		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning of the year	10833000	0.69	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change during the year			
	At the end of the year	10833000	0.69	10833000	0.69

(v) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Top 10 shareholders	Shareholding at the beginning of the year 01.04.2015		Date of Transaction	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during at the end of the year 31.03.2016	
		No. of shares at the beginning (01.04.2015) / end of the year 31.03.2016	% of total Shares of the Company				No. of shares	% of total Shares of the Company
1	WELLMAN TRADELINKS PRIVATE LIMITED	51950000	3.31	01-04-2015	0	Nil Movement during the year		
		51950000	3.31	31-03-2015	0		51950000	3.31
2	ORANGE MIST PRODUCTIONS PVT LTD	-	-	07-08-2015	50000000	Buy	50000000	3.18
		50000000	3.18	31-03-2016	-	-	-	-
3	SSJ FINANCE & SECURITIES PVT. LTD.	70871591	4.51	01-04-2015	-	-	-	-
				10-04-2015	600000	Buy	71471591	4.55
				17-04-2015	-191500	Sell	71280091	4.54
				24-04-2015	69500	Buy	71349591	4.55
				01-05-2015	125000	Buy	71474591	4.55

				15-05-2015	8007631	Buy	79482222	5.06
				22-05-2015	2054370	Buy	81536592	5.19
				29-05-2015	-4144400	Sell	77392192	4.93
				05-06-2015	2198111	Buy	79590303	5.07
				12-06-2015	-3000000	Buy	76590303	4.88
				19-06-2015	20000	Buy	76610303	4.88
				26-06-2015	200000	Buy	76810303	4.89
				30-06-2015	-2520300	Buy	74290003	4.73
				03-07-2015	7092827	Buy	81382830	5.18
				10-07-2015	3328329	Buy	84711159	5.39
				17-07-2015	11000	Buy	84722159	5.39
				24-07-2015	4763089	Buy	89485248	5.70
				31-07-2015	-10187	Sell	89475061	5.70
				07-08-2015	596077	Buy	90071138	5.73
				14-08-2015	-29797596	Sell	60273542	3.84
				21-08-2015	3708144	Buy	63981686	4.07
				11-09-2015	-7302846	Sell	56678840	3.61
				18-09-2015	-2807691	Buy	53871149	3.43
				30-09-2015	10000	Buy	53881149	3.43
				16-10-2015	-16720339	Sell	37160810	2.37
				23-10-2015	-6446810	Sell	30714000	1.96
				13-11-2015	-224328	Sell	30489672	1.94
				20-11-2015	334328	Buy	30824000	1.96
				27-11-2015	78000	Buy	30902000	1.97
				04-12-2015	-24766272	Sell	6135728	0.39
				18-12-2015	6962947	Buy	13098675	0.83
				01-01-2016	2396000	Buy	15494675	0.99
				08-01-2016	-500000	Sell	14994675	0.95
				26-02-2016	-2996000	Sell	11998675	0.76
				31-03-2016	-3862947	Sell	8135728	0.52
4	Intertick Developers Pvt Ltd	70000000	4.46	01-04-2015	-	-	-	-
				17-04-2015	5000000	Buy	75000000	4.77
				19-06-2015	181970	Buy	75181970	4.79
				23-10-2015	-2500000	Sell	72681970	4.63
		0	0	31-03-2016	-	-	72681970	4.63
5.	Nirvana Mall Management	0	0	01-04-2015	-	-	-	-
				29-05-2015	40750000	Buy	40750000	2.59
		40750000	2.59	31-03-2016	40750000	-	40750000	2.59
6.	Dizzystone Trading Private Limited	66250000	4.22	01-04-2015	-	Nil Movement of Shares during the year	-	
		40750000	2.59	31-03-2016				
7.	Eps Developers Limited	61001553	3.88	01-04-2015				
				15-05-2015	-8004000	Sell	52997553	3.37
				22-05-2015	-5900000	Sell	47097553	3.00
				03-07-2015	-2000000	Sell	45097553	2.87
				31-12-2015	-97553	Sell	45000000	2.86
		45000000	2.86	31-03-2016				
8.	Krystalklear Properties Private Limited	86770000	5.52	01-04-2015				
				05-06-2015	-86770000	Sell	0.00	0.00
				24-07-2015	59000000	Sell	59000000	3.76
				07-08-2015	-59000000	Sell	0.00	0.00

		0.00	0.00	31-03-2016				
9.	Nugget Steel	0.00	0.00	01-04-2015				
				21-08-2015	85110000	Buy	85110000	5.42
				11-09-2015	-3453075	Sell	81656925	5.20
				18-09-2015	-265527	Sell	81391398	5.18
				16-10-2015	-3000000	Sell	78391398	4.99
				04-12-2015	2024367	Buy	80415765	5.12
				11-12-2015	-6961	Sell	80408804	5.12
				05-02-2015	-250000	Sell	80158804	5.10
		80158804	5.10	31-03-2016				
10.	Shriram Credit Company Limited	79043659	5.03	01-04-2015				
				03-04-2015	-883195	Sell	78160464	4.98
				01-05-2015	-1899140	Sell	76261324	4.85
				08-05-2015	-1486784	Sell	74774540	4.76
				15-05-2015	-3156559	Sell	71617981	4.56
				22-05-2015	-2217917	Sell	69400064	4.42
				29-05-2015	-2313795	Sell	67086269	4.27
				24-07-2015	-5000000	Sell	62086269	3.95
				04-09-2015	-1750000	Sell	60336269	3.84
				15-01-2016	-538655	Sell	59797614	3.81
				22-01-2016	-42580	Sell	59755034	3.80
				29-01-2016	-130945	Sell	59624089	3.80
		59624089	3.80	31-03-2016				
11.	Abjayoni Trading Private Limited	0.00	0.00	01-04-2015				
				06-11-2015	40396607	Buy	40396607	2.57
				27-11-2015	800111	Buy	41196718	2.62
		41196718	2.62	31-03-2016				
12.	Southmint Real Estate Private Limited	50150000	3.19	01-04-2015		Nil Movement during the year		
		50150000	3.19	31-03-2016				
13.	Vivek Chokhani	75790279	4.82	01-04-2015				
				10-04-2015	-2150984	Sell	73639295	4.69
				15-05-2015	-133111	Sell	73506184	4.68
				22-05-2015	-5000000	Sell	68506184	4.36
				12-06-2015	-2566002	Sell	65940182	4.20
				30-06-2015	-2652535	Sell	63287647	4.03
				03-07-2015	-3000000	Sell	60287647	3.84
				17-07-2015	-636410	Sell	59651237	3.80
				24-07-2015	-500000	Sell	59151237	3.77
				07-08-2015	-833165	Sell	58318072	3.71
				14-08-2015	26791928	Buy	85110000	5.42
				21-08-2015	-85110000	Sell	0.00	0.00
		0.00	0.00	31-03-2016				
14.	Empower India Ltd	62250000	3.96	01-04-2015		Nil movement during the year		
		62250000	3.96	31-03-2016				

(vi) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning of the year 01.04.2015		Date of Transaction	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during at the end of the year 31.03.2016	
		No. of shares at the beginning (01.04.2015) / end of the year 31.03.2016	% of total Shares of the Company				No. of shares	% of total Shares of the Company
NIL								

V) INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment

(Rs. in Lacs)

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtness
Indebtedness at the beginning of the financial year				
i) Principal Amount	N.A.	N.A.	N.A.	N.A.
ii) Interest due but not paid	N.A.	N.A.	N.A.	N.A.
iii) Interest accrued but not due	N.A.	N.A.	N.A.	N.A.
Total (i+ii+iii)	**N.A.**	**N.A.**	**N.A.**	**N.A.**
Change in Indebtedness during the financial year				
Addition	N.A.	N.A.	N.A.	N.A.
Reduction	N.A.	N.A.	N.A.	N.A.
Net Change	**N.A.**	**N.A.**	**N.A.**	**N.A.**
Indebtedness at the end of the financial year				
i) Principal Amount	N.A.	N.A.	N.A.	N.A.
ii) Interest due but not paid	N.A.	N.A.	N.A.	N.A.
iii) Interest accrued but not due	N.A.	N.A.	N.A.	N.A.
Total (i+ii+iii)	**N.A.**	**N.A.**	**N.A.**	**N.A.**

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Rs in Lacs)

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/MANAGER	Total Amt
		Mr. Jils Raichand Madan (Managing Director)	
1	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL
2	Stock Option related perquisites	NIL	NIL

3	Sweat Equity	NIL	NIL
4	Commission	NIL	NIL
	- as % of profit	NIL	NIL
	- Others, specify…	NIL	NIL
5	Others, please specify	NIL	NIL
	Total (A)		
	Ceiling as per the Act	The remuneration is well within the limits prescribed under the Companies Act, 2013.	

B. Remuneration to other directors: (Rs. In Lacs)

Sr. No.	Particulars	Name of directors		Total Amount
		Mrs. Jyoti Munver	**Mr. Manish Bhupendra Thakkar**	
1	**Independent Directors**			
	• Fee for attending board / committee meetings	NIL	NIL	NIL
	• Commission	NIL	NIL	NIL
	• Others, please specify	NIL	NIL	NIL
	Total (1)	**NIL**	**NIL**	**NIL**
2	**Other Directors**	**Mr. Somabhai Sunderbhai Meena**		**Total Amount**
	• Fee for attending board / committee meetings	NIL	NIL	NIL
	• Commission	NIL	NIL	NIL
	• Others, please specify	3.60	NIL	3.60
	Total (2)	**3.60**	**NIL**	3.60
	Total (B)=(1+2)	**3.60**	**NIL**	3.60
	Total (A)	**NIL**	**NIL**	NIL
	Total Managerial Remuneration	**NIL**	**NIL**	NIL
	Overall Ceiling as per the Act	The remuneration is well within the limits prescribed under the Companies Act, 2013.		

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD (Rs. In Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel
		Total
1	Gross Salary	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL
2	Stock Option related perquisites	NIL
3	Sweat Equity	NIL
4	Commission	NIL
	- as % of profit	NIL
	- others, specify…	NIL
5	Others, please specify	NIL
	Total	**NIL**

VII) Penalties / Punishment / Compounding of Offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
Penalty	NONE				
Punishment					
Compounding					

VIII) OTHER OFFICERS IN DEFAULT

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
Penalty	NONE				
Punishment					
Compounding					

By Order of the Board
For Aadhaar Ventures India Limited

SD/-	SD/-
Jils Raichand Madan	Somabhai Sunderbhai Meena
Director	Managing Director
DIN – 02810555	DIN-05138990

Place: Surat
Date: 5th August, 2016

Form No.MR-3

SECRETARIAL AUDIT REPORT

FORTHE FINANCIAL YEAR ENDED 31st MARCH, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and RuleNo.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

Aadhaar Ventures India Limited,

Surat, Gujarat.

CIN L67120GJ1995PLC024449

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Aadhaar Ventures India Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of the **Aadhaar Ventures India Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit ,I hereby report that in my opinion, the company has ,during the audit period covering the financial year ended on **31st March, 2016** has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, except to those mentioned below in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Aadhaar Ventures Limited** ("the Company") for the financial year ended on **31st March, 2016** according to the provisions of:

I. The Companies Act, 2013(the Act) and the rules made there under;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA')and the rules made there under;

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

IV. Foreign Exchange Management Act, 1999and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable**

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act')

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)Regulations,2011; **Not Applicable to the Company**
b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,1992; **Not Applicable to the Company**
c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)Regulations, 2009; **Not Applicable to the Company**
d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - **Not Applicable to the Company during the Audit Period;**
e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008; - **Not Applicable to the Company during the Audit Period**;
f. The Securities and Exchange Board of India(Registrars to an Issue and Share Transfer Agents)Regulations,1993 regarding the Companies Act and dealing with client;
g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and - **Not Applicable to the Company during the Audit Period**;
h. The Securities and Exchange Board of India (Buy back of Securities)Regulations, 1998; - **Not Applicable to the Company during the Audit Period;**
i. The management has identified and confirmed the following laws as specifically applicable to the Company & they have complied with most of the Rules & Regulations specified in the Acts, mentioned below:
    a. Gujarat Value Added Tax Act, 2003;
    b. NBFC Act
    c. Reserve Bank of India Act, 1934

I have also examined compliance with the applicable clauses of the following:

i. Secretarial Standards issued by The Institute of Company Secretaries of India.
ii. The Listing Agreements entered into by the Company with BSE Limited;

During the period under review and as per representations and clarifications provided by the management, I confirm that the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreement etc. mentioned hereinabove:

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in the Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Since Minutes books is not updated, hence we cannot comment whether majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I. **The Company did not have Company Secretary during the year. However the management is taking the necessary steps for regularizing the same**
II. **The Company has filed certain Forms with ROC with delay fees during the year.**

I further report that during the audit period the company has not done or taken any major corporate action.

CS S. K. Pandey
ACS 8546 / C P No. 5484

Place: Mumbai
Date: 5th August, 2016

Annexure –A to Secretarial Audit Report dated 05 August 2016

To,

The Members,

Aadhaar Ventures India Limited
4th Floor, Office No. 4019, World Trade Center,
Ring Road, Surat ,Gujarat ,390002
[CIN: L67120GJ1995PLC024449]

Our Secretarial Audit Report dated 05 August 2016 is to be read with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make a report based on the secretarial records produced for our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our report.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is taken care in the statutory audit.
4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

This Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

SD/ -

(S. K. Pandey)
Practicing Company Secretaries
C P No. 5484
ACS 8546
Date: 5th August 2016
Place: Mumbai

❖ *CORPORATE GOVERNANCE REPORT*

The report on Corporate Governance states compliance as per requirements of the Companies Act, 2013, SEBI (LODR), Regulations, 2015 and NBFC Regulations, as applicable to the Company. Given below are the Company's Corporate Governance policies and practices for 2015-16 and the Company has complied with all the statutory and regulatory requirements as stipulated in the applicable laws.

Company's Philosophy on Corporate Governance:

The Company's philosophy on Corporate Governance has been developed with a tradition of fair and transparent governance even before they were man-dated by the legislation. Transparency, integrity, professionalism and accountability - based values form the basis of the Company's philosophy for Corporate Governance. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

Board of Directors

The Company is managed by well- qualified professionals. All directors are suitably qualified, experienced and competent .The members of the Board of Directors are persons with considerable experience and expertise in Audit, Accounts, Finance, Administration and Marketing. The Company is benefitted by the experience and skills of the Board of Directors. The Independent Directors have made disclosures to the Board confirming that there are no material, financial and/or commercial transactions between them and the company which could have potential conflict of interest with the company at large. The Company has a Code of Conduct for Directors and Senior Management personnel. The code is available on the official website of the company: www.aadhaarltd.com

Information supplied to the Board

In advance of each meeting, the Board is presented with relevant information on various matters related to the working of the Company, especially those that require deliberation at the highest level. Directors have separate and independent access to officers of the Company. In addition to items, which are required to be placed before the Board for its noting and/or approval, information is provided on various significant items. At the meeting of the Independent Directors held during the year, they have expressed satisfaction on the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Pursuant to the requirements under the NBFC Regulations, the following information is also being placed before the Board at regular intervals:

a. Progress made in putting in place a progressive risk management system, risk management policy and strategy followed.
b. Conformity with the prescribed Corporate Governance standards.
c. Minutes of Risk Management Committee and Asset Liability Management Committee meetings.

Orderly succession to Board and Senior Management

The Board of the Company satisfied itself that plans are in place for orderly succession for appointments to the Board and to Senior Management.

Code of Conduct

Regulations 17(5) of the SEBI (LODR) Regulations, 2015, requires listed Companies to lay down a Code of Conduct for its Directors and Senior Management, incorporating duties of a Directors as laid down in the Companies Act, 2013. The Board has adopted a Code of Conduct for all Directors and Senior Management of the Company and the same has been placed on Company's website www.aadhaarltd.com.

Maximum tenure of Independent Directors

The maximum tenure of Independent Directors is in accordance with the Companies Act, 2013 and Regulation 25(2) of the SEBI (LODR) Regulations, 2015.

Formal Letter of Appointment to Independent Directors

The Company issues a formal letter of appointment to Independent Directors in the manner as provided in the Companies Act, 2013. As per Regulation 46(2) of the SEBI (LODR) Regulation, 2015, the terms and conditions of appointment of Independent Directors are placed on the Company's website www.aadhaarltd.com

Directors' Interest in the Company

Sometime, the Company does enter into contracts with companies in which some of the Directors of the Company are interested as director or member. However, these contracts are in the ordinary course of the Company's business without giving any specific weight age to them. Directors regularly make full disclosures to the Board of Directors regarding the nature of their interest in the companies in which they are directors or members. Full particulars of contracts entered with companies in which directors are directly or indirectly concerned or interested are entered in the Register of Contracts maintained under Section 189 of the Companies Act, 2013 and the same is placed in every Board Meeting for the noting of the Directors.

Responsibilities & Functions of Board of Directors

The Board of Directors of the listed entity shall have the following responsibilities:

(i)Disclosure of information:

1. Members of Board of Directors and key managerial personnel shall disclose to the board of directors whether they, directly, indirectly, or on behalf of third parties, have a material interest in any transaction or matter directly affecting the listed entity.
2. The Board of Directors and senior management shall conduct themselves so as to meet the expectations of operational transparency to stakeholders while at the same time maintaining confidentiality of information in order to foster a culture of good decision-making.

(ii)Key functions of the Board of Directors-

1. Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets and business plans, setting performance objectives, monitoring implementation and corporate performance, and overseeing major capital expenditures, acquisitions and divestments.
2. Monitoring the effectiveness of the listed entity's governance practices and making changes as needed.
3. Selecting, compensating, monitoring and, when necessary, replacing key managerial personnel and overseeing succession planning.
4. Aligning key managerial personnel and remuneration of board of directors with the longer Term interests of the listed entity and its shareholders.
5. Ensuring a transparent nomination process to the board of directors with the diversity of thought, experience, knowledge, perspective and gender in the board of Directors.
6. Monitoring and managing potential conflicts of interest of management, members of the Board of Directors and shareholders, including misuse of corporate assets and abuse in related party transactions.
7. Ensuring the integrity of the listed entity's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational control and compliance with the law and relevant standards.
8. Overseeing the process of disclosure and communications.
9. Monitoring and reviewing Board of Director's evaluation framework.

(iii) Other responsibilities:

1. The Board of Directors shall provide strategic guidance to the listed entity, ensure effective monitoring of the management and shall be accountable to the listed entity and the shareholders.
2. The Board of Directors shall set a corporate culture and the values by which executive throughout a group shall behave.
3. Members of the Board of Directors shall act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the listed entity and the shareholders.
4. The Board of Directors shall encourage continuing directors training to ensure that the members of Board of Directors are kept up to date.
5. Where decisions of the Board of Directors may affect different shareholder groups differently, the Board of Directors shall treat all shareholders fairly.
6. The Board of Directors shall maintain high ethical standards and shall take into account the interests of stakeholders.
7. The Board of Directors shall exercise objective independent judgment on corporate affairs.
8. The Board of Directors shall consider assigning a sufficient number of non-executive members of the Board of Directors capable of exercising independent judgment to tasks where there is a potential for conflict of interest.
9. The Board of Directors shall ensure that, while rightly encouraging positive thinking, these do not result in over-optimism that either leads to significant risks not being recognized or exposes the listed entity to excessive risk.
10. The Board of Directors shall have ability to 'step back 'to assist executive management by challenging the assumptions underlying: strategy, strategic initiatives (such as acquisitions), risk appetite, exposures and the key are as of the listed entity's focus.
11. When committees of the Board of Directors are established, their mandate, composition and working procedures shall be well defined and disclosed by the Board of Directors.
12. Members of the Board of Directors shall be able to commit themselves effectively to their responsibilities.
13. In order to fulfill their responsibilities, members of the Board of Directors shall have access to accurate, relevant and timely information.
14. The Board of Directors and senior management's hall facilitate the independent Directors to perform their role effectively as a member of the Board of Directors and also a member of a committee of Board of Directors.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015, the Board has carried out an annual evaluation of its own performance, and that of its Committees and individual directors. Manner in which such formal annual evaluation was made by the Board is given below:

Performance evaluation criteria for Board, Committees of the Board and Directors were approved by the Board. The criteria are placed on the Company's website www.aadhaarltd.com

Details on the evaluation carried out by the independent directors at their meeting held 30th March, 2016 have been furnished in a separate para elsewhere in this Report.

The Board of Directors are collectively responsible for selection of a member on the Board. The Nomination and Remuneration Committee of the Company follows a defined criteria for identifying, screening, recruiting and recommending candidates for election as a Director on the Board. The criteria for appointment to the Board include:

- composition of the Board, which is commensurate with the size of the Company, its portfolio, geographical spread and its status as a listed Company;
- desired age and diversity on the Board;
- size of the Board with optimal balance of skills and experience and balance of Executive and Non-Executive Directors consistent with the requirements of law;
- professional qualifications, expertise and experience in specific area of business;
- balance of skills and expertise in view of the objectives and activities of the Company;
- avoidance of any present or potential conflict of interest;
- availability of time and other commitments for proper performance of duties;
- Personal characteristics being in line with the Company's values, such as integrity, honesty, transparency, pioneering mindset.

Independent Directors Meeting

In compliance with Schedule IV to the Companies Act, 2013 and regulation 25(3) of SEBI Listing Regulations, 2015, the independent directors held their separate meeting on 30th March, 2016, without the attendance of non-independent directors and members of Management, to inter alia discuss the following:

I. review the performance of non-independent directors and the Board as a whole;
ii. Review the performance of the executive directors and non-executive directors;
iii. Assess the quality, quantity and timeliness of flow of information between the Company

Management and the Board that is necessary for the Board to effectively and reasonably perform their duties; and

iv. Review the responsibility of independent directors with regard to internal financial controls.

All independent directors were present at the meeting.

The independent director's present elected Jyoti Munver as Chairman for the meeting, deliberated on the above and expressed their satisfaction on each of the matters.

Remuneration of Directors

Pecuniary transactions with non-executive directors

During the year under review, there were no pecuniary transactions with any non-executive director of the Company.

Criteria of making payments to non-executive directors

Non-executive directors of the Company play a crucial role in the independent functioning of the Board. They bring in an external perspective to decision-making and provide leadership and strategic guidance while maintaining objective judgment. They also oversee corporate governance framework of the Company.

As stated earlier, the Remuneration Policy, inter alia, disclosing criteria of making payments to directors, key managerial personnel and employees is placed on www.aadhaarltd.com

Non-executive directors

Non-executive directors are paid sitting fees and commission as earlier stated in this Report.

Managing Director

During the year under review, the Company has paid remuneration to Somabhai Meana, Executive Director of the Company as provided in detail in an annexure to the Directors' Report in section VI(B) of Form MGT-9, i.e. extract of the Annual Return.

Managing Director is entitled to superannuation benefits payable in the form of an annuity from an approved life insurance company, which form part of the perquisites allowed to him.

No pension is paid by the Company.

Details of Remuneration to directors

The Company has no stock option plans for the directors and hence, it does not form part of the remuneration package payable to any executive and/or non-executive director. During the year under review, none of the directors was paid any performance-linked incentive.

In 2015-16, the Company did not advance any loans to any of the non-executive directors, and/or Managing Director. Details of remuneration paid/payable to directors during 2015-16 are provided in an annexure to the Directors' Report in section VI(B) of Form MGT-9, i.e. extract of the Annual Return**.**

Compliances regarding Insider Trading

The Company had in place a 'Code of Conduct for Prevention of Insider Trading and Corporate Disclosure Practices', in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended. These regulations have been substituted by SEBI with a new set of Regulations, which have come into effect from 15 May 2015.

Accordingly, the Board at its meeting approved and adopted,

a. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information; and
b. Code of Conduct to Regulate, Monitor and Report Trading by its employees and other connected persons.

The said codes are being adhered to.

The Code referred to in (a) above is placed on the Company's website www.aadhaarltd.com

Familiarization of Independent Directors

The details of familiarization programme for Independent Directors have been disclosed on website of the Company. In addition to the extensive induction and training provided as part of the familiarization programme, the Independent Directors are also taken through various business and functional sessions in the Board meetings including the Board meetings to discuss strategy. The details of Directors' induction and familiarization are available on the Company's website at www.aadhaarltd.com

- **Composition of Board**

  The Board of Directors of the Company is composed of committed persons with considerable experience in various fields. The Board is properly constituted as per Companies Act, 2013 and SEBI (LODR) Regulations, 2015.As on the date of this report, the Board Strength consists of in all 4 directors. Out of them, 2are Non-Executive Independent Directors, 1 is Executive Director and 1is Director and Compliance Officer.

Further none of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he is a Director. Also necessary disclosures regarding Committee positions in other public Companies have been made to the Company by the Directors at regular intervals.

Meetings of the Board of Director

During the Financial Year 2015-16,Five Board Meetings were held on the following dates:

1. 29th May,2015
2. 13thAugust, 2015
3. 30thOctober, 2015
4. 6th November, 2015
5. 12th February, 2016

❖ **Details of the Board of Directors and External Directorships**

Particulars of the Board's Composition, Directors' Attendance at Board Meetings and at the previous Annual General Meeting, number of other Directorships and Board-Committee memberships held as on 31 March 2016, are given below:

Sr. No.	Name of the Director, Designation and Category	Attendance of Board Meetings	Attendance at previous AGM	No. of other Director-ships(*)	Number of other Board Committee positions (@)	
					As Chairman	As Member
1	Jils Raichand Madan	5	Yes	1	None	None
2	Jyoti Munver	4	Yes	None	None	None
3	Manish Bhupendra Thakkar	5	No	None	None	None
4	Somabhai Sunderbhai Meena	5	Yes	None	None	None

Notes

(*) includes directorships held in public limited Companies only. Directorships held in Private Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013 are excluded.

(@) includes only positions held in Audit Committee and Shareholders' / Investor Grievance Committee of the Board of Directors

Committees of the Board

The Board has constituted following Committees of Directors:

- Audit Committee,
- Nomination & Remuneration Committee, and
- Stakeholder's Relationship Committee.

- **Audit Committee**

Terms of Reference:

The role and terms of reference of Audit Committee covers areas mentioned under Listing Regulations and Companies Act, 2013, besides other terms as may be referred by the Board of Directors. All the Members of Audit Committee are qualified and having insight to interpret and understand financial statements. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process and, inter alia, performs the following functions;

1. Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible;
2. To review and examine with management the quarterly financial results before submission to the Board;
3. To review and examine with the management the annual financial statement and Auditor Report thereon before submission to the Board for approval, with particular reference to – matters to be included in the directors responsibility statement to be included in the board report; changes, if any, in accounting policies and practices and reasons for the same; major accounting entries involving estimates based on the exercise of judgment by management; significant adjustments made in the financial statements arising out of audit findings; compliance with listing and other legal requirements relating to financial statements; disclosure of any related part transactions; modified opinion in the draft audit report;
4. To review management discussion and analysis of financial condition and results of operations;
5. To recommend the appointment, remuneration and terms of appointment of Statutory Auditors of the Company and approval for payment of any other services rendered by the Auditors;
6. To review with management the annual financial statements as well as investments made by the unlisted subsidiary companies;
7. To approve or any subsequent modification/ disclosure of any Related Party Transactions in accordance with the Related Party Transaction Policy of the Company;

8. To approve the appointment of Chief Financial Officer after assessing the qualifications, experience and background of the candidate;
9. To review and monitor the Auditor independence and performance, and effectiveness of audit process;
10. To review the performance of statutory and internal auditors, adequacy of the Internal Control System;
11. To discuss with statutory auditors before the audit commences about the nature & scope of audit as well as post-audit discussion to ascertain any area of concern.
12. To recommend appointment, removal, remunerations and terms of appointment of Internal Auditor of the Company;
13. To scrutinize inter-corporate loans and investments made by the Company;
14. To review the adequacy of the Internal Audit function, including the structure of internal audit department, staffing and seniority of the official heading the department, reporting structure coverage & frequency of internal audit, discussing with Internal Auditor any significant finding and reviewing the progress of corrective actions on such issues;
15. To evaluate internal financial controls and risk management systems;
16. To do the valuation of undertakings or assets of the Company, wherever it is necessary.
17. To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
18. To review the functioning of the Whistle blower mechanism.
19. To review the Company's financial and risk management policies.
20. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, creditors & shareholders (in case of non-payment of declared dividends).
21. To review the statement of uses / application of funds raised through an issue (public issue; rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and making appropriate recommendations to the Board to take steps in the matter.
22. To carry out any other function as mentioned in the terms of reference of the audit committee.
23. To review management letters / letters of internal control weakness issued by the Statutory Auditors.
24. To review Statement of deviations in terms of Regulation 32(1) & 32(7); including report of monitoring agency, if applicable.

The periodic review ensures that all areas within the scope of the Committee are reviewed.

Meetings of the Committee:

The Committee met Four times during the financial year 2015-16 on i.e. 29th May, 2015, 13h August 2015, 30th October, 2015& 10th February, 2015.

Constitution of the Committee:

The Constitution of the Audit Committee is in conformity with SEBI Listing Regulations, 2015 and the Companies Act, 2013. The Chairman of the Audit Committee is an Independent Director and is financially literate and has accounting related financial management expertise. The Composition of the Committee, together with the details of the attendance of each member as at 31st March, 2016 is given below:

Sr. No.	Name of the Director	Designation	Meetings attended	Category
1.	Jyoti Munver	Chairman	4	Non-ExecutiveIndependent Director
2.	Jils Raichand Madan	Member	4	Executive Non-Independent Director
3.	Manish Bhupendra Thakkar	Member	4	Non- Executive Non-Independent Director

❖ **Stakeholders Relationship Committee**

Terms of the Committee:

1. To scrutinize and approve registration of transfer of shares/warrants issued or to be issued.
2. The Shareholders 'and Investors 'complaints on matters relating to transfer of shares, non-receipt of annual report, non-receipt of dividends and matters related thereto.
3. To exercise all power conferred on the Board of Directors under Articles of Association.
4. Attending to investors' queries and complaints regarding transfer, dividend, annual reports, etc.
5. Attending to complaints of Investor routed by SEBI/Stock Exchanges/ RBI.

Details of Pending Investor Grievances and Compliance Officer:

There were no investor grievances pending for Redressal as the end of the financial year and all the queries from the stakeholders were attended to promptly .Further there were no pending transfers for the year under review.

Further the details of the Compliance Officer designated for handling of the Investor grievances is provided as under:

Name: Mr. Somabhai Sunderbhai Meena

Address: 4th Floor, Office No. 4019, World Trade Centre, Ring Road, Surat – 390002 (Gujarat).

Email ID: aadhaarventures@gmail.com

Composition & Meeting

The Committee comprises of 2 Non-Executive Independent Directors, namely Mrs. Jyoti Munver, Mr. Manish Bhupendra Thakkar and 1 Executive Non-Independent Director namely Mr. Somabhai Sunderbhai Meena (Chairman) as member of the committee.

Responsibilities of Compliance Officer

The compliance officer of the listed entity shall be responsible for-

a. Ensuring conformity with the regulatory provisions applicable to the listed entity in letter and spirit.
b. co-ordination with and reporting to the Board, recognized stock exchange(s)and depositories with respect to compliance with rules, regulations and other directives of these authorities in manner as specified from time to time.
c. Ensuring that the correct procedures have been followed that would result in correctness, authenticity and comprehensiveness of the information, statements and reports filed by the listed entity under these regulations.
d. Monitoring email address of grievance redressal division as designated by the listed entity for the purpose of registering complaints by investors.

❖ ***Nomination & Remuneration Committee:***

Terms of the Committee

The Committee was renamed as Nomination & Remuneration Committee and the terms of reference of the said committee has been revised in order to align with the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 as amended from time to time. However, none of the Directors has been given any remuneration during the year under review. The Committee has devised a policy on Board Diversity. The objective of the policy is to ensure that the Board comprises adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company.

No Stock option has been allotted to any of the Directors during the financial year 2015-2016. The terms of reference of Committee broadly includes identifying & selection of candidates for appointment as Directors / Independent Director based on certain laid down criteria; performing all such functions as are required to be performed by the Committee with regard to such matters

as specified under SEBI (LODR) Regulations, 2015 and requirements of section 178 of the Companies Act, 2013. It formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for the Directors, key managerial personnel and other employees. While reviewing the Company's remuneration policies and deciding on the remuneration, the Board and the Committee considers the performance of the Company, the current trends in the industry, the qualifications of the appointee, their experience, past performance, responsibilities shouldered by them, the statutory provisions and other relevant factors. .

The Committee also ensures that the level & composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully. The Committee also ensures that the relationship of remuneration to performance is clear and meets appropriate performance benchmark. The Committee also ensures that the remuneration to directors, key managerial personnel & senior management involves a balance between fixed & incentive pay reflecting short & long term performance objectives appropriate to the working of the Company & its goals.

1. To determine/recommend the criteria for determining appointment, qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to remunerations of directors, Key Managerial personal and other employees.
2. To formulate the criteria for evaluation of performance of independent directors and the board of directors.
3. To devise a policy on desired age and diversity of board of directors.
4. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
5. To review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonus, stock options, etc.

Composition

The Committee comprises of 2 Non-Executive Independent Directors, namely Mrs. Jyoti Munver (Member), Mr. Manish Bhupendra Thakkar (Chairman) and 1 Executive Non-Independent Director namely Mr. Somabhai Sunderbhai Meena as member of the committee.

During the financial year ended 31st March, 2016 no Remuneration Committee meeting was held.

Subsidiary Company

The Company does not have any subsidiary companies.

Disclosures:

- During the financial year 2015-16, there was no materially significant Related Party Transaction, with the Directors, or the Management, their relatives etc. having potential conflict with the interests of the Company at large. Further as a matter of policy, all the transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in the Annual Report of the Company on a regular basis.
- The Company has no material significant related party transactions that may have a potential conflict with the interest of the Company. The details of transactions between the Company and the related parties are given under Notes to the Financial Statement for the year ended 31st March, 2016. The Board has approved a policy for related party transactions which has been uploaded on the Company website at www.aadhaarltd.com.
- The Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.
- The Company has adopted the Code of Ethics and Business principles for the members of Board and senior management personnel.
- The Company has adopted a 'Code of Conduct for Prevention of Insider Trading ("the Code") in accordance with the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and its subsequent amendment. The code expressly lays down the guidelines and the procedure to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them on the consequences of non-compliance thereof. However whistle blower policy has not been formed during the year under review. Further, we affirm that no personnel have been denied access to the Audit Committee. Employees can report to the Management concerned regarding unethical behavior, act or suspected fraud or violation of the Company's Code of Conduct Policy.
- The Company has ensured that the person who is being appointed as an Independent Director has the requisite qualifications and experience which would be of use to the Company and which in the opinion of the Company would enable him to contribute effectively to the Company in his capacity as an Independent Director.
- The Company has complied with all requirements of regulatory authorities. No penalties/strictures were imposed on the Company by Stock Exchanges/SEBI or any other statutory authority on any matter related to Capital market.
- The Company is in compliance with all mandatory requirements of Listing Regulations.

Risk Management

The Company has a Risk Management Policy which has been adopted by the Board of Directors, currently, the Company's risk management approach comprises of governance, identification & assessment of risk. The risks have been prioritized through a Companywide exercise. Members of Senior Management have undertaken the ownership and are working on mitigating the same through co-ordination among the various departments, insurance coverage, security policy and personal accident coverage for lives of all employees.

Risk Assessment and Minimization procedures are in existence and are reviewed periodically. The Risk Management Committee monitors and reviews the risk assessment, mitigation and risk management plan for the Company from time to time.

Preventing Conflict of Interest

The Board of Directors is responsible for ensuring that rules are in place to avoid conflict of interest by Board Members and the Management Committee. The Board has adopted the Code of Conduct for the members of the Board and Senior Management team. The Code provides that the Directors are required to avoid any interest in contracts entered into by the Company. If such an interest exists, they are required to make adequate disclosure to the Board and to abstain from discussion, voting or otherwise influencing the decision on any matter in which the concerned Director has or may have such interest. The members of the Board and the Management Committee annually confirm the compliance of the Code of Conduct to the Board. The members of the Board and the Management Committee also submit on an annual basis, the details of individuals to whom they are related and entities in which they hold interest and such disclosures are placed before the Board. The members of the Board inform the Company of any change in their directorship(s), chairmanship(s)/ membership(s) of the Committees, in accordance with the requirements of the Companies Act, 2013 and Listing Regulations. Transactions with any of the entities referred above are placed before the Board for approval. Details of all Related Party Transactions are placed before the Audit Committee on quarterly basis.

Affirmation and Disclosure

All the members of the Board and the Management Committee have affirmed their compliance with the Code of Conduct as on 31st March, 2016 and a declaration to that effect signed by the Executive Director and CEO is attached and forms part of this Report. The members of the Management Committee have made disclosure to the Board of Directors relating to transactions with potential conflict of interest with the Company, however there

were no material, financial or commercial transaction between the Company and the Independent Directors.

All details relating to financial and commercial transactions where Directors may have a pecuniary interest are provided to the Board and the interested Director neither participated in the discussion nor voted on such matter.

Details of General Meetings:

2012-13	Monday, 30th September, 2013 at 10.00 a.m.	4th Floor, Office No. 4019, World Trade Centre, Ring Road, Surat – 390002.	No special Resolution was passed.
2013-14	Saturday,27th September, 2014 at 10.00 a.m.	4th Floor, Office No. 4019, World Trade Centre, Ring Road, Surat – 390002.	No special Resolution was passed.
2014-15	Saturday,26th September, 2015 at 10.00 a.m.	4th Floor, Office No. 4019, World Trade Centre, Ring Road, Surat – 390002.	No Special Resolution was passed.

No Extra-Ordinary General Meetings have been conducted during last three financial years.
No Special Resolutions has been passed through Postal Ballot during the year. None of the resolutions proposed at the ensuing Annual General Meeting need to be passed by Postal Ballot.

Means of Communication:

The Quarterly, Half-Yearly and Annual Financial Results of the Company are forwarded to the Stock Exchanges immediately up on its approval by the Board of Directors and are simultaneously published in leading newspapers in English and Gujarati(regional language).

In accordance with the Listing Agreement requirements, data pertaining to Shareholding Pattern, Quarterly Financial Results and Other Details are forwarded to the Stock Exchange.

During the year under review, no presentation was made to the institutional investors or analysts.

General Shareholders' Information:

Date, Time & venue of Annual General Meeting	Friday, 30th September, 2016 at 10.00 a.m.at 4th Floor, Office No. 4019, World Trade Center, Ring Road, Surat, Gujarat - 390002.
Listing on Stock Exchanges	The Equity Shares of the Company are listed on the BSE Limited.

Market Share Price Data:

Monthly high and low quotations and volume of shares traded on Bombay Stock Exchange for Financial Year 2015-16 are;

Month	High	Low	Number of Shares
Apr-15	0.22	0.14	24,846,111
May-15	0.17	0.11	75,275,089
Jun-15	0.18	0.09	68,481,813
Jul-15	0.2	0.11	36,658,688
Aug-15	0.19	0.11	41,609,725
Sep-15	0.12	0.09	47,536,164
Oct-15	0.12	0.07	74,681,990
Nov-15	0.15	0.09	25,306,848
Dec-15	0.14	0.11	26,728,604
Jan-16	0.13	0.11	11,755,513
Feb-16	0.13	0.12	3,904,059
Mar-16	0.12	0.12	913,986

Commodity price risk or foreign exchange risk and hedging activities

Since the Company is into Indian Capital market & lending business in India, hence there is no Foreign Exchange risk. Since the business operations is done in India there is no hedging activities nor there commodity price risk or Foreign Exchange risk.

Share Transfer System:

The Share transfer is processed by the Registrar & Share Transfer Agent and approved by Share Transfer Committee, if the documents are complete in all respects, within 21 days from the date of lodgment.

SEBI Complaints Redress System (SCORES)

SEBI vide circular dated 3rd June, 2011 introduced SCORES, i.e., **SEBI Complaints Redress System** the system of processing of investors complaints in a centralized web based complaints redress portal known as 'SCORES'. The salient features of this system are: centralized database of all Complaints, online upload Action Taken Reports (ATRs) by concerned Companies and online viewing by investors of action taken on the complaints and its current status.

The Company is registered with SEBI under the SCORES system.

ISIN No

The Company's Demat International Security Identification Number (ISIN) for its equity shares in NSDL and CDSL is ***INE063D01022***.

Distribution of Shareholding as on March 31, 2016, Are As Follows:

No. of Shares Range	No. of Shareholders	% of Shareholders	Value of Shares Held	% of Shareholding
Up To 500	1919	12.44	473269	0.03
501 To 1000	1978	12.82	1889271	0.12
1001 To 2000	1672	10.84	2995468	0.19
2001 To 3000	878	5.69	2409760	0.15
3001 To 4000	468	3.03	1755424	0.11
4001 To 5000	1417	9.18	7012616	0.45
5,001 to 10,000	2385	15.46	21180947	1.35
10,001 & Above	4711	30.54	1533252245	97.60
Total	15428	100	1570969000	100

Shareholding Pattern

Sr. Nos.	Category	As on 31st March, 2016		As on 31st March, 2015	
		No. of Shares held	% of Shareholding	No.of Shares held	% of Shareholding
A	Promoters				
1.	Individuals / HUF	4433000	0.28	4433000	0.28
	Bodies Corporate	6400000	0.41	6400000	0.41
	Any Others(Specify)				
	TOTAL(A)	10833000	0.69	10830000	0.69
B	Public Shareholding				
1.	Institutions				
	Foreign Institutional Investors	3913	0.00	3913	0.00
2.	Non-Institutions				
	Bodies Corporate	1109587540	70.63	1109587540	70.63
(a)	Individual Shareholders holding up to Rs.1 Lac	151672533	9.45	151672533	9.45
(b)	Individual Shareholders holding above Rs.1 Lac	284428253	18.11	284428253	18.11
	NRIs / HUF's / Clearing Members	14443761	0.92	14443761	0.92
	TOTAL(B)	1560136000	99.31	1560136000	99.31
	TOTAL(A+B)	1570969000	100.00	1570969000	100.00

Outstanding GDRs/ ADRs:

The Company has not issued any GDRs / ADRs.

Dematerialization of Shares and Liquidity:

The Company's equity shares are available for trading in the depository systems of National Securities Depository Limited and Central Depository Services (India) Limited.

As on 31st March, 2016, 148, 00,35,277 equity shares, constituting 94.21% of the paid-up equity capital of the Company, stood dematerialized.

Total Number of shares dematerialized as on 31.03.2016

Depository	No. of Shares	% of Paid up Capital
NSDL	347153217	22.10
CDSL	1132882060	72.11
Physical	90933723	5.79
Total	1570969000	100.00

Financial Calendar (Tentative):

Financial Year	: 01st April, 2016 - 31st March, 2017
First quarter result	: 05th August, 2016
Half-yearly results	: 14th November, 2016
Third quarter results	: 14th February, 2017
Annual results	: End of May, 2017
Annual General Meeting	: September, 2017

Address for Correspondence:

Aadhaar Ventures India Limited
4th Floor, Office No. 4019, World Trade Center,
Ring Road, Surat -- 390002, Gujarat.
Email ID: aadhaarviltd@gmail.com

Reconciliation of Share Capital Audit

A practicing Company Secretary carries out reconciliation of share capital audit, on half-yearly basis to reconcile the total admitted capital with NSDL & CDSL and total issued and listed capital. The audit confirms that the total issued / paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL & CDSL.

Audit Qualifications

There are no Audit qualifications in the Company's financial statement for the year under review.

Whistle Blower Policy/Vigil Mechanism

The Company has established a vigil mechanism by adopting a Whistle Blower Policy for Directors and employees to report genuine concerns in the prescribed manner. The Whistle Blower policy / vigil mechanism provides a mechanism for the Directors / employees to report violations, without fear of victimization, any unethical behavior, suspected or actual fraud, violation of the Code of Conduct etc. which are detrimental to the organization's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimization or any other unfair employment practice. It provides a mechanism for employees to approach the Chairman of Audit Committee. During the year, no such incidence was reported and no personnel were denied access to the Chairman of the Audit Committee. The Whistle Blower Policy of the Company is available on its website www.aadhaarltd.com.

The statutory Auditors have certified that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015 and the same is annexed to this Report.

Non Mandatory Requirements

i) The Board

At present, there is no separate office in the Company for use of Chairman.

ii) Shareholders Rights

Half yearly financial results including summary of the significant events are presently not being sent to shareholders of the Company.

iii) Audit Qualifications

There is no audit qualification. Every endeavor is made to make the financial statements without qualification.

iv) Separate posts of Chairman and Chief Executive Officer

The Company does not have any Chairman. A separate person is Executive Director of the Company.

v) Reporting of Internal Auditors

Reports of Internal Auditors are placed before the Audit Committee for its review.

By Order of the Board
For Aadhaar Ventures India Limited

SD/-	SD/-
Jils Raichand Madan	Somabhai Sunderbhai Meena
Director	Managing Director
DIN – 02810555	DIN-05138990

Place: Surat
Date: 5th August, 2016

CERTIFICATE ONCORPORATE GOVERNANCE

To,

The Members,

Aadhaar Ventures India Limited

4th Floor, Office No. 4019, World Trade Center,

Ring Road, Surat ,Gujarat ,390002

[CIN: L67120GJ1995PLC024449]

We have examined the compliance of conditions of Corporate Governance by Aadhaar Ventures India Limited for the year ended on 31st March, 2016 as stipulated in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub – regulation (1) of regulation 46 and para C, D, and E of Schedule V of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements),2015.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our knowledge and belief and according to the explanations given to us, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in the Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For D.P.Agarwal & Co.
Chartered Accountants
(FRN: 100068W)
Sd/-
(D.P.Agarwal)
Proprietor
M. Ship No.: 35500

Place: Mumbai.
Date: 29thMay, 2016

CERTIFICATE ON FINANCIAL STATEMENTS

To,
The Members,
Aadhaar Ventures India Limited
4th Floor, Office No. 4019, World Trade Center,
Ring Road, Surat, Gujarat - 390002
[CIN: L67120GJ1995PLC024449]

We have hereby certified that:

1. We have reviewed the financial statements and the cash flow statements of Aadhaar Ventures India Limited for the financial year 2015-16 and to the best of our knowledge and belief, we state that:
   a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b. these statements together present a true and fair view of the Company's affairs for the period presented in this report and are in compliance with existing accounting standards, applicable laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

4. We have indicated to the Auditors and the Audit Committee:
   a. significant changes in internal control over financing reporting during the year;
   b. significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements; and
   c. that there were no Instances of significant fraud that involves management or other employees who have a significant role in the Company's internal control system over financial reporting.
   d. We further declare that all Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct for the current Financial Year.

By Order of the Board
For Aadhaar Ventures India Limited

SD/-	SD/-
Jils Raichand Madan	Somabhai Sunderbhai Meena
Director	Managing Director
DIN – 02810555	DIN-05138990

Place: Surat
Date: 5th August, 2016

Independent Auditor's Report

To the Members of

AADHAAR VENTURES INDIA LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **Aadhaar Ventures India Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and the cash flow statement for the year ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility For The Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan

and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, its profit for the year ended on that date.

Report On Other Legal And Regulatory Requirements

1) As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2) As required by Section 143(3) of the Act, we report that:
    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
    b. In our opinion, proper books of account as required by the law have been kept by the Company so far as it appears from our examination of those books;
    c. The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014;

e. On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act;

f. With respect to the adequacy of internal financial controls over the financial reporting of the Company and the Operating effectiveness of such controls, refer to our separate report in "**Annexure-B", and**

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements

ii. The Company has no material foreseeable losses on long-term contracts including derivative contracts as required under the applicable law or accounting standards

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund (IEPF) by the Company.

For D. P. AGARWAL & CO.
Chartered Accountants
F R No.: 100068W

SD/-

D. P. AGARWAL
Proprietor
M No.: 035500

Place: Surat
Dated: 27.05.2016

Annexure A to the Auditor's Report

The annexure required under CARO, 2016 referred to in our report to the members of Aadhaar Ventures India Limited ("the company") for the year ended March 31, 2016. We report that:

i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As explained to us, some of the fixed assets were physically verified during the year by the Management as per programme of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) According, to the information and explanation given to us and on the basis of examination of records of the Company, No immovable properties are held by the Company.

ii) The nature of business of the Company does not require it to have any inventory. Hence, the requirement of clause (ii) of paragraph 3 of the said Order is not applicable to the Company.

iii) During the year the company has not granted any Loans, secured or Unsecured to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act.

iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013, with respect to loans and investment made.

v) The company has not accepted any deposits from the public within the meaning of section 73 of the Act and the rules framed the under.

vi) As informed to us, the Central Government has not prescribed maintenance of cost records under subsection (1) of Section 148 of the Act in respect of the business of the company.

vii) a) According to information and explanations given to us and on the basis of our examination of the records of the company, the company has been generally regular in depositing its undisputed statutory dues such as Provident Fund, Employees' State Insurance, Income tax, Wealth tax, Service tax and any other material statutory dues whichever is applicable to the company with the appropriate authorities during the year. According to the information and explanation given to us, no undisputed amounts payable in respect of income tax, service tax, and any other material statutory dues were in arrears as at March 31, 2016 for a period of more than six months from the date they became payable.

b) As at 31st March, 2016, the following are the particulars of dues on account of Income-tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax and Cess matters that have not been deposited on account of dispute:

Name of the Statute	Nature of the dues	Amount of dispute (Rs. in Lac)	Period to which the amount relates	Forum where pending
Income Tax Act, 1961	Income Tax	Rs. 26.95 Lacs	A.Y. 2007-08	Appeal to the Commissioner of Income-tax (Appeals) Mumbai
Income Tax Act, 1961	Income Tax	Rs. 5.09 Lacs	A.Y. 2010-11	Appeal to the Commissioner of Income-tax (Appeals) Mumbai
Income Tax Act, 1961	Income Tax	Rs. 18.66 Lacs	A.Y. 2011-12	Appeal to the Commissioner of Income-tax (Appeals) Mumbai
Income Tax Act, 1961	Income Tax	Rs. 30.51 Lacs	A.Y. 2012-13	Appeal to the Commissioner of Income-tax (Appeals) Mumbai
Income Tax Act, 1961	Income Tax	Rs. 48.10 Lacs	A.Y. 2013-14	Appeal to the Commissioner of Income-tax (Appeals) Mumbai
Income Tax Act, 1961	Income Tax	Rs. 42.33 Lacs	A.Y. 2014-15	Appeal to the Commissioner of Income-tax (Appeals) Mumbai

viii) According to the information and explanations given to us and based on the records of the company examined by us, the company does have any borrowing from any financial institutions or bank and does not issue any debentures as at the balance sheet date. Accordingly clause (viii) of paragraph 3 of the Order is not applicable.

ix) The company has generally applied the amount raised by it by way of term loans, debt instruments for the purpose for which those loans were obtained, other than temporary

deployment pending application of those funds. The company did not raise money by way of initial public offer or further public offer during the year.

x) According to the information and explanation given to us, no material fraud on or by company has been noticed or reported during the year.

xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid / provided managerial remuneration. Accordingly, clause (xi) of paragraph 3 of the Order is not applicable.

xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, clause (xii) of paragraph 3 of the Order is not applicable.

xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause (xv) of paragraph 3 of the Order is not applicable.

xvi) The Company is registered under section 45-IA of the Reserve Bank of India Act 1934.

For D. P. AGARWAL & CO.
Chartered Accountants
F R No.: 100068W

SD/-

D. P. AGARWAL
Proprietor
M No.: 035500

Place : Surat
Dated: 27.05.2016

Annexure B to the Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Aadhaar Ventures India Limited** ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial

statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For D. P. AGARWAL & CO.
Chartered Accountants
F R No.: 100068W

SD/-

D. P. AGARWAL
Proprietor
M No.: 035500

Place : Surat
Dated: 27.05.2016

BALANCE SHEET AS AT 31ST MARCH, 2016

(Amount in Rs.)

Particulars	Note No.	As at 31st March, 2016	As at 31st March, 2015
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	1,57,09,69,000	1,57,09,69,000
(b) Reserves and Surplus	4	2,11,12,04,633	2,10,91,51,493
(3) Non-Current Liabilities			
(a) Other Long Term Liabilities	5	2,62,29,00,085	2,64,35,12,585
(4) Current Liabilities			
(a) Trade Payables	6	23,47,01,137	47,31,21,195
(b) Other Current Liabilities	7	165,78,330	1,53,50,440
(c) Short-Term Provisions	8	33,50,000	2,00,84,033
Total Equity & Liabilities		**6,55,97,03,185**	**6,83,21,88,746**
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	9	1,65,348	6,53,571
(b) Non-current investments	10	55,50,42,350	1,06,18,00,576
(c) Deferred tax assets (net)	11	56,209	56,209
(d) Long term loans and advances	12	5,13,25,19,540	4,90,90,33,933
(e) Other non-current assets	13	152,50,000	1,52,50,000
(2) Current Assets			
(a) Trade receivables	14	84,96,70,463	82,12,56,950
(c) Cash and cash equivalents	15	5,90,272	6,31,645
(d) Short-term loans and advances	16	64,09,003	2,35,05,862
Total Assets		**6,55,97,03,185**	**6,83,21,88,746**

Significant Accounting Policies and Notes on Financial Statements 1 to 30 form part of this Balance Sheet

As per our attached report of even
For D. P. Agarwal & CO.
Chartered Accountants
F R No.: 100068W

For & on behalf of the Board of Director of
Aadhaar Ventures India Limited

SD/-	**SD/-**	**SD/-**
D. P. Agarwal	**Jils R Madan**	**Somabhai S. Meena**
Proprietor	**Director**	**Director**
M No: 035500		

Date: 27/05/2016
Place: Surat

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2016

(Amount in Rs.)

Particular		Note No.	Year Ended 31st March, 2016	Year Ended 31st March, 2015
I	Revenue from operation	17	17,41,61,081	21,95,93,510
II	Other Income	18	32,28,565	29,62,568
III	**Total Revenue (I +II)**		**17,73,89,646**	**22,25,56,078**
IV	**Expenses:**			
	Purchase of stock in Trade	19	17,04,21,493	21,10,33,147
	Employee Benefit Expense	20	16,13,310	11,76,669
	Financial Cost	21	42,011	26,388
	Depreciation and Amortization Expense	22	4,88,223	4,76,177
	Other Administrative Expenses	23	21,12,036	40,96,139
	Total Expenses (IV)		**17,46,77,073**	**21,77,97,348**
V	Profit before tax (III - IV)		**27,12,573**	**47,58,730**
VI	**Tax expense:**			
	(1) Current tax		8,50,000	15,00,000
	(2) Earlier Tax Expenses		(1,90,567)	24,260
	Total Tax Expenses (VI)		6,59,433	15,24,260
VII	Profit / (Loss) for the Year (V - VI)		**20,53,140**	**32,34,470**
VIII	Earning per equity share:			
	(1) Basic		0.001	0.002
	(2) Diluted		0.001	0.002

Significant Accounting Policies and Notes on Financial Statements 1 to 30 form part of this Balance Sheet

As per our attached report of even
For D. P. Agarwal & CO.
Chartered Accountants
F R No.: 100068W

For & on behalf of the Board of Director of
Aadhaar Ventures India Limited

SD/-

D. P. Agarwal
Proprietor
M No: 035500

SD/-

Jils R Madan
Director

SD/-

Somabhai S. Meena
Director

Date: 27/05/2016
Place: Surat

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2016

(Amount in Rs.)

PARTICULARS		As at March 31, 2016	As at March 31, 2015
A. CASH FLOW FROM OPERATING ACTIVITIES			
1 Net Profit before tax		27,12,573	47,58,730
Finance Cost		42,011	26,388
Interest Income		(29,66,065)	(28,71,371)
Capital Gain		(2,62,500)	(91,197)
Depreciation		4,88,223	4,76,177
Operating Profits before working capital changes	**i**	14,242	22,98,727
Adjustments for (increase)/decrease in operating assets :			
Loans & Advances		170,96,859	(2,87,137)
Inventories		0	9,88,828
Trade receivables (Sundry Debtors)		(284,13,513)	(5,28,05,104)
Adjustments for increase/(decrease) in operating liabilities:			
Current liabilities, Trade payables and provisions of exp		(25,78,04,668)	2,45,60,38,622
Provisions		(167,34,033)	15,00,000
Change in Working Capital	**ii**	**(28,58,55,355)**	**2,40,54,35,209**
Cash Generated From Operating Activities	**(i+ii)**	**(28,58,41,113)**	**2,40,77,33,936**
Direct Taxes Paid / Provision (excluding deffered tax)		(6,59,433)	(15,24,260)
Net Cash flow from / (used in) Operating Activities	**A**	**(28,65,00,546)**	**2,40,62,09,676**
2 **CASH FLOW FROM INVESTING ACTIVITIES**			
Sale / (Purchase)of investment		50,67,58,226	72,96,79,813
Capital Gain		2,62,500	91,197
Interest Income		29,66,065	28,71,371
Net cash from investing activities :	**B**	**50,99,86,791**	**73,26,42,381**
3 **CASH FLOW FROM FINANCING ACTIVITIES**			
Application Money Pending Allotment		0	(2,43,72,00,000)
Unsecured Loan repaid		(22,34,85,604)	(70,43,14,457)
Finance cost		(42,011)	(26,388)
cash flow from financial Activities	**C**	**(22,35,27,615)**	**(3,14,15,40,845)**

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2016

(Amount in Rs.)

PARTICULARS		As at March 31, 2016	As at March 31, 2015
Net increase in cash & cash equivalent:	**(A+B+C)**	**(41,373)**	**(26,88,788)**
I Opening cash & cash equivalent		6,31,645	33,20,433
Ii Closing cash & cash equivalent		5,90,272	6,31,645
Net increase in cash & cash equivalent (ii - i)		**(41,373)**	**(26,88,788)**

The Previous year's figures have been regrouped wherever necessary for uniformity in presentation.
This is the Cash Flow referred to in our report of even date

As per our attached report of even
For D. P. Agarwal & CO.
Chartered Accountants
F R No.: 100068W

For & on behalf of the Board of Director of
Aadhaar Ventures India Limited

SD/-

D. P. Agarwal
Proprietor
M No: 035500

SD/-

Jils R Madan
Director

SD/-

Somabhai S. Meena
Director

Date: 27/05/2016
Place: Surat

NOTES FORMING PART OF FINANCIAL STATEMENTS

1 Corporate Information

Aadhaar Ventures India Limited, (formerly known as Prraneta Industries Limited) was incorporated in February 1995, (bearing CIN No: L67120GJ1995PLC024449) having NBFC Registration with RBI, the Registered Office of the Company is Located at Office No. 4019, 4th Floor, World Trade Centre, Ring Road, Surat - 390002, Gujarat, The Company is engaged in finance, investment & trading in shares & securities. The activities of the Company include financing Periodical Loans, Equity Participation, supervisory and consultancy services, leasing, bill discounting and Trading of shares & securities.

***2* Significant Accounting Policies**

a) Basis of Accounting

The accounts of the Company are prepared under the historical cost convention and are in accordance with the applicable accounting standards and accordingly accrual basis of accounting is followed for recognition of income and expenses except where otherwise stated and where the exact quantum is not ascertainable. Expenditure on issue of share capital, if any, is accounted when actually incurred.

b) Revenue Recognition

Revenue is recongnised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria are met before revenue is recognized:

i. Interest income is recognised on a time proportion basis taking in to account the amount outstanding and the applicable interest rate

ii. Dividend income is recognised when the company,s right to receive dividend is established on the reporting date.

iii. Other Income account on accrual basis

c) Fixed Assets

Fixed assets are stated at total capitalized costs relating and attributable directly or indirectly to acquisition and installation thereof as reduced by the accumulated depreciation thereon.

d) Depreciation/Amortization

Depreciation is provided on pro-rata basis on Straight Line Method at the rate prescribed under sechdule II to the Companies Act, 2013 with the exeption of the following:

i.Assets costing Rs. 5000/- or less are fully depreciated in the year of purchased

e) Investments

Investments that are intended to be held for more than a year, from the date of acquisition are classified as long term investment are carried at cost less any provision for permanent diminution in value. Investments other than long term investments are being current investments are valued at cost or fair market value whichever is lower.

f) Assets & Liabilities

The Assets and Liabilities are taken at the book value certified by the Management

g) Foreign Currency Transactions

Foreign Currency Transactions are normally recorded at the exchange rate, prevailing on the date of transaction or conversion, as the case may be.

h) Taxes on Income

(i) Current Tax: Provision for Income Tax is determined in accordance with the provisions of Income Tax Act, 1961.

(ii) Deferred Tax Provision: Deferred Tax is recognized on timing differences between the accounting income and the taxable income for the year, and quantified using the tax rates and laws enacted or substantively enacted on the Balance Sheet date.

Deferred Tax Assets are recognized and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such Deferred Tax Assets can realized.

i) Miscellaneous Expenditure

Preliminary expenses / shares issue expenses etc. are not amortise during the year.

j) Use of Estimates

The Prepration of the Financial statements in conformity with the generally accepted accounting principles require the Management to make estimates and assumptions that affect the reported amount of assets, liablities, revenue and expenses and disclosure of contigent liablities on the date of the financial statements. Actual results could differ from the estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

k) Previous year's figures

The Previous year's figures have been recast/restated, wherever necessary to confirm to current year classification.

l) Loans & advances

Advances recoverable in cash, kind or value to be received are primarily towards prepayments for value to be received and same has been confirmed by the management.

m) Sundry Debtors, Creditors, Loans & Advances and bank balances are stated as appear in the books of accounts in the ordinary course of business. The balances are un-confirmed and are subject to confirmation from the party/Bank.

n) Micro, Small and Medium Enterprises:-

There are no Micro, Small & Medium Enterprises in respect of whom the company's dues are outstanding for more than 45 days as at the balance sheet date.

Notes : 3 Share Capital

(Amount in Rs.)

Particular	As at 31st March, 2016	As at 31st March, 2015
AUTHORIZED CAPITAL 330,00,00,000 nos Equity Shares of Re. 1/- each (Previous Year : 330,00,00,000)	3,30,00,00,000	3,30,00,00,000
	3,30,00,00,000	3,30,00,00,000
ISSUED, SUBSCRIBED & FULLY PAID UP CAPITAL 1,57,09,69,000 Nos. Equity Shares of Re. 1/- each, fully paid up (Previous Year : 1,57,09,69,000)	1,57,09,69,000	1,57,09,69,000
Total Share Capital	**1,57,09,69,000**	**1,57,09,69,000**

Reconciliation of the shares outstanding

Particular	As at 31st March, 2016		As at 31st March, 2015	
	Number of Shares	(Amount in Rs.)	Number of Shares	(Amount in Rs.)
i. At the beginning of the Year	1570969000	1,57,09,69,000	1570969000	1,57,09,69,000
Outstanding at the end of the year	**1570969000**	**1,57,09,69,000**	**1590969000**	**1,57,09,69,000**

Terms/Rights attached to equity shares

(i) The Company has only one class of Equity Shares having a par value of Re. 1/- each. Each Shareholder is eligible one vote per share. Any Shareholder whose name is entered in the Register of Members of the Company shall enjoy the same rights and be subject to the same liabilities as all other shareholders.

(ii) The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

(iii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Shareholders holding more than 5% of equity shares as at the end of the year:

Name of the shareholders	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares	Shareholding %	Number of shares	Shareholding %
Krystalklear Properties Pvt Ltd	0	0.00	86770000	5.52
Shriram Credit Company Limited	59624089	5.03	79043659	5.03
Nugget Steel	80158804	5.10	0	0.00

Note : 4 Reserve and Surplus

(Amount in Rs)

Particular		As at 31st March, 2016		As at 31st March, 2015
a. Securities Premium reserve			1,52,54,98,004	1,52,54,98,004
b. General Reserve			1,00,000	1,00,000
c. Capital Reserve			54,48,85,250	54,48,85,250
d. Special Reserve : (u/s-45-IC of The Reserve Bank of India (Amendment) Act, 1997)				
Balance as per last year's Balance sheet	77,27,647		0	
Add: Transferred from Profit & Loss A/c	4,10,628	81,38,275	77,27,647	77,27,647
e. Surplus in statement of profit and loss				
Balance brought forward from previous year	3,09,40,592		3,54,33,765	
Add: Profit for the current year	20,53,140		32,34,470	
Less: Transferred to Special Reserve	(4,10,628)	3,25,83,104	(77,27,647)	3,09,40,592
Total (a+b+c+d+e)		**2,11,12,04,633**		**2,10,91,51,493**

Note: 5 Other Long Term Liabilities

(Amount in Rs.)

Particular	As at 31st March, 2016	As at 31st March, 2015
Trade Advances Received	2,62,29,00,085	2,64,35,12,585
Total	**2,62,29,00,085**	**2,64,35,12,585**

Note : 6 Trades Payable

(Amount in Rs.)

Particular	As at 31st March, 2016	As at 31st March, 2015
Sundry Creditors for goods	23,45,07,485	47,29,31,705
Sundry Creditors for others	1,93,,652	1,89,490
Total	**23,47,01,137**	**47,31,21,195**

* The Company has not received any memorandum (as required to be filed by the Supplier with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006 claiming their status as on 31st March 2016 as Micro, Small or Medium Enterprises. Consequently the amount paid / payable to these parties during the year is NIL.

Note : 7 Other Current Liabilities

(Amount in Rs)

Particular	As at 31st March, 2016	As at 31st March, 2015
Current A/c of Director	12,29,890	0
Other Expenses Payable	153,48,440	1,53,50,440
Total	**1,65,78,330**	**1,53,50,440**

Note : 8 Short Term Provision

(Amount in Rs)

Particular	As at 31st March, 2016	As at 31st March, 2015
Others		
Provision for Taxations	33,50,000	2,00,84,033
Total	**33,50,000**	**2,00,84,033**

The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary

Note : 9 Fixed Asset

(Amount in Rs.)

Sr. No	Particulars	Gross Block				Depreciaton / Amortization				Net Block	
		As at 31/03/2015	Addition	Deduction	As at 31/03/2016	As at 31/03/2015	For the year	On Deduction	As at 31/03/2016	As at 31.03.2016	As at 31.03.2015
	Tangible Assets										
1	AIR CONDITIONERS	2,82,240	0	0	2,82,240	2,38,111	13,406	0	2,51,517	30,723	44,129
2	FURNITURE & FIXTURE	22,89,455	0	0	22,89,455	22,89,455	0	0	22,89,455	0	0
4	VEHICLES	31,42,845	0	0	31,42,845	30,70,253	72,592	0	31,42,845	0	72,592
5	OFFICE EQUIPMENTS	2,13,010	0	0	2,13,010	70,015	10,118	0	80,133	1,32,877	1,42,995
6	BUILDING	5,73,600	0	0	5,73,600	1,85,748	3,87,852	0	5,73,600	0	3,87,852
7	MOTOR CYCLE	44,790	0	0	44,790	38,787	4,255	0	43,042	1,748	6,003
	TOTAL (Current Year)	**65,45,940**	**0**	**0**	**65,45,940**	**58,92,369**	**4,88,223**	**0**	**63,80,592**	**1,65,348**	**6,53,571**
	TOTAL (Current Year)	**65,45,940**	**0**	**0**	**65,45,940**	**54,16,192**	**4,76,177**	**0**	**58,92,369**	**6,53,571**	**11,29,748**

Note : 10 Non Current Investment

Particular	As at 31st March, 2016	As at 31st March, 2015
Equity Share (Quoted)		
10 Shares of Jagson Airlines Ltd (P.Y. 10 Shares) (Market Value Rs. 32/-)	10,000	10,000
2 Shares of TCS Ltd (P.Y. 2 Shares) (Market Value Rs. 5032/-)	850	850
Seagul Leafin Ltd	45,00,000	45,00,000
3100000 Shares of Secunderabad Health Care Ltd (P.Y. 3100000 Share) (Market Value Rs. 4650000/-)	5,76,60,000	5,76,60,000
965000 share of Amrapali Fincap Ltd. (Market Value Rs. 60891500/-)	9,65,00,000	9,65,00,000
10 Shares of Yash Managment and Financial Ser. Ltd (P.Y. 10 Shares) (Market Value : Rs. 5,93,69,338/-)	5000	5,000
Sub Total	**15,86,75,850**	**15,86,75,850**
Non Cumulative Redeemable Preference Shares		
75000 Pref. Shares of Karni Jewellers Pvt Ltd (P.Y. 75000)	75,00,000	75,00,000
1200 Pref. Share of Mount Overseas Pvt Ltd (P.Y. 1200)	12,00,000	12,00,000
Sub Total	**87,00,000**	**87,00,000**
Equity Share (Unquoted)		
Unquoted Equity Shares	**38,76,66,500**	**89,44,24,726**
Total	**55,50,42,350**	**1,06,18,00,576**

NOTE : 11 DEFFERED TAX LAIBILITY/(ASSET) NET

Particular	As at 31st March, 2016	As at 31st March, 2015
Depreciation as per Income Tax	3,26,210	4,63,124
Depreciation as per Companies Act	4,88,223	4,76,177
Difference	(1,62,013)	(13,053)
Less : Opening Balance	56,209	56,209
Balance C/F	**(56,209)**	**(56,209)**

Note : 12 Long Term Loans and Advances

Particular	As at 31st March, 2016	As at 31st March, 2015
Security Deposit		
Unsecured but Considered Good		
Other Deposit	4,30,025	4,30,025
Other Loans & Advances		
Unsecured but Considered Good	5,13,20,89,515	4,90,86,03,908
Total	**5,13,25,19,540**	**4,90,90,33,933**

Note : 13 Other Non Current Assets

(Amount in Rs.)

Particular	As at 31st March, 2016	As at 31st March, 2015
Misc. Expenses (to the extent which is not written off	1,52,50,000	1,52,50,000
Total	**1,52,50,000**	**1,52,50,000**

Note : 14 Trade Receivables

(Amount in Rs.)

Particular	As at 31st March, 2016	As at 31st March, 2015
Outstanding for more than six months		
a) Unsecured, Considered Good :	81,75,51,375	74,10,25,157
Others		
a) Unsecured, Considered Good :	3,21,19,088	8,02,31,793
Total	**84,96,70,463**	**82,12,56,950**

Note : 15 Cash and Cash Equivalent

(Amount in Rs.)

Particular	As at 31st March, 2016	As at 31st March, 2015
Cash-in-Hand		
Cash Balance	1,06,348	1,47,992
Balance in Current Accounts	4,83,924	4,83,653
Total	**5,90,272**	**6,31,645**

Note : 16 Short Terms Loans and Advances

(Amount in Rs.)

Particular	As at 31st March, 2016	As at 31st March, 2015
Advance Income Tax/Tax deductions at Sources	64,09,003	2,35,05,862
Total	**64,09,003**	**2,35,05,862**

Note : 17 Revenue from Operations

(Amount in Rs.)

Particular	Year Ended 31st March, 2016	Year Ended 31st March, 2015
Trading	17,41,61,081	21,95,93,510
Total	17,41,61,081	21,95,93,510

Note : 18 Other Income

(Amount in Rs.)

Particular	Year Ended 31st March, 2016	Year Ended 31st March, 2015
Interest Income	29,66,055	28,71,371
Income from sale of Investments	2,62,500	91,197
Total	**32,28,565**	**29,62,568**

Note : 19 Changes in Investories of Stock in Trade

(Amount in Rs.)

Particular	Year Ended 31st March, 2016	Year Ended 31st March, 2015
Opening Investories of Stock in trade	0	9,88,828
Less:- Closing Investories of Stock in trade	0	0
Changes in inventories of Stock-in-Trade	**0**	**9,88,828**

Note : 20 Employment Benefit Expenses

(Amount in Rs.)

Particular	Year Ended 31st March, 2016	Year Ended 31st March, 2015
Staff Welfare	11,310	46,669
Salary	12,42,000	7,70,000
Directors Remunerations	3,60,000	3,60,000
Total	**16,13,310**	**11,76,669**

Note : 21 Financial Cost

(Amount in Rs.)

Particular	Year Ended 31st March, 2016	Year Ended 31st March, 2015
Bank Charges	42,011	26,388
Total	**42,011**	**26,388**

Note : 22 Depreciation and Amortised Cost

(Amount in Rs.)

Particular	Year Ended 31st March, 2016	Year Ended 31st March, 2015
Depreciations	4,88,223	4,76,177
Total	**4,88,223**	**4,76,177**

Note : 23 Other Administrative Expenses

(Amount in Rs.)

Particular	Year Ended 31st March, 2016	Year Ended 31st March, 2015
Auditor's Remuneration	35,000	35,000
Advertisement Expenses	42,575	43,050
Listing Fees and Expenses	5,34,522	4,48,134
Website updation / Internet expenses	2,750	2,750
Electricity Expenses	6,080	11,671
Repairs & Maintenance Charges	9,249	19,568
Rent, Rates & Taxes	1,84,000	2,28,644
Communication Expenses	53,719	38,446
Conveyance & Travelling Expenses	10,800	2,24,184
Other Administrative Expenses	11,92,341	6,31,178
Freight & Labour Charges	0	13,30,362
Sundry Debit Balance W/off	0	9,28,152
Legal and Professional Fess	41,000	1,55,000
Total	**21,12,036**	**40,96,139**

Note: 24 Auditors Remuneration

(Amount in Rs.)

Particular	Year Ended 31st March, 2016	Year Ended 31st March, 2015
Audit Fees	24,000	24,000
Tax Audit Fees	6,000	6,000
Other Services	5,000	5,000
Total	**35,000**	**35,000**

Note : 25 Related Party Transaction

a) Key Managerial Person

Joyti Munver	Director
Jils Raichand Madan	Director
Somabhai S. Meena	Director
Manish Bhupendra Thakkar	Director

b) Transaction with related parties for the year ended are as;

Transaction / Nature of relationship

(Amount in Rs.)

Name of Related Party Nature of Relationship	Year Ended 31st March, 2016	Year Ended 31st March, 2015
1) Managerial Remuneration Paid		
Somabhai S. Meena Director	3,60,000	3,60,000

Note : 26 Segment Reporting

The Company has only one segment of activity of dealing in share & securities during the year, hance segment wise reporting as defined in accounting standard 17 is not applicable.

Note : 27: Retirement Benefits

In view of the number of employees being below the stipulated numbers, the Provident Fund, ESIC, Bonus and payment of Gratuity Act are not applicable to the company for the year.

Note 28: Earnings per share ('EPS')

Basic EPS is computed using the weighted average number of equity shares outstanding during the year. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period except where the results would be anti-dilutive.

Note : 29 Provisions and Contingent Liabilities

A provision is recognized when the Company has present obligation as a result of past events and it is probable that an outflow of resources will be required to settle such obligation, in respect of which a reliable estimate can be made. Contingent liabilities not provided for in the accounts are disclosed in the account by way of notes specifying the nature and quantum of such liabilities.

Note : 30

Previous year's figures have been regrouped / rearranged wherever deemed necessary.

As per our attached report of even
For D. P. Agarwal & CO.
Chartered Accountants
F.R.N. No. 100068W

For & on behalf of the Board of Director of
Aadhaar Ventures India Limited

SD/-	**SD/-**	**SD/-**
D. P. Agarwal	**Jils R Madan**	**Somabhai S. Meena**
Proprietor	**Director**	**Director**
M No: 035500		

Date: 27/05/2016
Place: Surat

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the meeting hall.

Name and Address of the Member	Registered Folio No.	Client ID & DP ID No.	Number of Shares held

I/We hereby record my/our presence at the Annual General Meeting of the Company to be held at Registered Office of the Company situated at 4th Floor, Office No. 4019, World Trade Center, Ring Road, Surat, Gujarat - 390002, on Friday 30th September, 2016 at 11.00 a.m.

Signature of the Member or the Proxy Attending the Meeting

If Member, please sign here	If Proxy, please sign here

Note: members are requested to bring their copies of Notice to the meeting as the same will not be circulated at the meeting.

FORM NO MGT-11
PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Company: Aadhar Ventures India Limited
Regd. Office: 4th Floor, Office No. 4019, World Trade Center, Ring Road, Surat, Gujarat - 390002

Name of the Member(s) :	
Registered Address :	
E mail Id :	
Folio No / Client ID:	
DP ID :	

I / We, being the member(s) of _____ shares of the above named company, hereby appoint:
(1)Name…….. Address……..
Email ID …….. Signature……..... or failing him / her
(2)Name……..Address……..
Email ID …….. Signature……..... or failing him / her
(3)Name……..Address……..
Email ID…….. Signature…….....

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Friday 30th September, 2016 at 11.00 a.m. at Registered Office of the Company situated at 4th Floor, Office No. 4019, World Trade Center, Ring Road, Surat, Gujarat - 390002 and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION NO.		For (Assent)	Against (Dissent)
Ordinary Business			
ITEM NO. 1.	To adopt the Audited Balance Sheet & Profit & Loss Account for the FY 2015-16		
ITME NO. 2.	Appointment of M / s. D. P. Agarwal & Co, Chartered Accountant asStatutory Auditors of the company to hold office from the conclusion fo this AGM, until the conclusion of next AGM of the company and to fix their remuneration.		
Sepcial Business			
ITEM NO.3.	To Appoint Mr. Somabhai Meena as Managing Director of the Company.		

Signed this _____ day of _____ 2016.

Affix Revenue Stamp Re 1/-

Signature of the Shareholder ……
Signature of Proxy holder(s) ……

Notes: This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014*]*

Name of Company: Aadhar Ventures India Limited

Registered Office: 4th Floor, Office No. 4019, World Trade Center, Ring Road, Surat, Gujarat - 390002

Poling Form

1 Name of the First Named Shareholder (In block letters) :

2 Name of the Joint Holder(s) if any :

3 Registered address of the sole/first named Shareholder :

4 Registered Folio No./ DP No./ Client ID No. :

5 Class of shares & No. of shares held :

I/We hereby exercise my/our vote in respect of **Resolutions** enumerated below by recording my assent or dissent to the said resolutions in the following manner:

Item No.	Items	No. of shares	I/We assent to the Resolution	I/We dissent to the Resolution
Ordinary Resolution				
1.	To adopt the Audited Balance Sheet & Profit & Loss Account for the FY 2015-16			
2.	Appointment of M/s. D. P. Agarwal & Co, Chartered Accountant asStatutory Auditors of the company to hold office from the conclusion fo this AGM, until the conclusion of next AGM of the company and to fix their remuneration			
Special Resolution				
3.	To Appoint Mr. Somabhai Meena as Managing Director of the Company.			

Place:
Date:

Signature of the Shareholder

Note:

1. Please read carefully the instructions overleaf before exercising your vote.
2. If you opt to cast your vote by remote e-voting, there is no need to fill up and sign this form.
3. Please note that the last date for receipt of Postal Poling Forms by the Scrutinizer is 23th September, 2016

INSTRUCTIONS

1. General Instructions:

a. There will be one Ballot Form / remote e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.

b. Members have option to vote either through Ballot Form or through remote e-voting. If a member has opted for Physical Ballot, then he / she should not vote by remote e-voting and vice versa. However, in case Shareholders cast their vote through both physical postal ballot and remote e-voting, then vote cast through remote e-voting shall prevail and vote cast through Physical Postal Ballot shall be considered as invalid.

c. Voting in the ballot / e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

d. The Scrutinizer's decision on the validity of a Ballot / remote e-voting shall be final and binding.

2. Instructions for voting physically by Postal Ballot Form:

a. A member desirous of exercising his / her Vote by Ballot may complete this Ballot Form and send it to the Scrutinizer, **S.K.Pandey**, a Practicing Company Secretary, at Raja Bahadur Building, 1st Floor 45 Tamarind Lane, M.P.Shetty Marg, Fort, Mumbai – 400 001, in the attached self addressed envelope. Postage will be borne and paid by the Company. Further, any envelopes containing postal ballot, if deposited in person or sent by courier at the expense of the Registered Member(s) will also be accepted.

b. The self-addressed postage pre-paid envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.

c. This Form must be completed and signed by the Member, as per specimen signature registered with the Company or Depository Participant, as the case may be. In case of joint holding, this Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his / her absence, by the next named Member.

d. In respect of shares held by corporate and institutional members (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board Resolution / appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.

e. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column in the Ballot Form. The assent or dissent received in any other form shall not be considered valid.

f. Members are requested to fill the Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.

g. Duly completed Ballot Form should reach the Scrutinizer not later than the close of working hours by 5.00 p.m. on **Thursday, 29th September, 2016**. All Ballot Forms received after this date will be strictly treated as if no reply has been received from the Member.

h. A Member may request for a duplicate Ballot Form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified under instruction No.2 (g) above.

i. Members are requested not to send any other paper along with the Ballot Form. They are also requested not to write anything in the Ballot Form except giving their assent or dissent and putting their signature. If any such other paper is sent, the same will be destroyed by the Scrutinizer.

j. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected.

k. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e voting period unblock the votes in the presence of at least two (2) witness not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website within two (2) days of passing of the resolutions at the AGM of the Company and shall be communicated to the Stock Exchange, where its securities are listed.

3. Process for Members opting for Remote E-Voting:

I. In case of members receiving the Ballot Form by Post:
User ID and initial password is provided at the bottom of the Ballot Form.

m. If you are already registered with NSDL for remote e-voting then you can use existing user ID and password for Login to cast your vote.

n. In case of any queries, remote e-voting user manual for shareholders available at the Downloads section on NSDL remote e-voting website: www.evoting.nsdl.com can also send your queries / grievances relating to remote e-voting to the e-mail ID:-evoting@nsdl.co.in.

o. The period for remote e-voting starts **on Tuesday, 27th September, 2016 at 9.00 a.m. and ends on Thursday, 29th September, 2016 at 5.00 p.m.**

If Undelivered please return to:

Registered Office;

Aadhaar Ventures India Limited
4th Floor, Office No.4019,
World Trade Center, Ring Road,
Surat, Gujarat - 390 002.
Tel No.:0261-2346481
Fax No.: 0261-2346481
Email ID:- aadhaarviltd@gmail.com
Website : www.aadhaarltd.com