

October 22, 2018

To,
Bombay Stock Exchange
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001.

**Subject: Submission of Annual Report 2017-18 under Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
Ref: Arihant Institute Limited (BSE Scrip Code: 541401)**

Dear Sir/ Madam,


Pursuant to Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Report for the financial year 2017-18 duly approved and adopted by the members of the company as per the provisions of Companies Act, 2013 in the Annual General Meeting held on Saturday, 29th September, 2018.

Please take the same on your records.

Thanking You,

Yours faithfully

For, Arihant Institute Limited


Sandip Vinodkumar Kamdar
Whole Time Director & CEO
DIN: 00043214



Arihant Institute Limited

Regd. Office: 201-202, Ratna High Street, 2nd Floor, Nr. Naranpura Cross Roads, Naranpura, Ahmedabad-380013.

+91 79 27473114/117/119 ✉ cs@arihantinstitute.com 🌐 www.arihantinstitute.com

CIN: L80301GJ2007PLC050413

205 National Rankers - 2000+ CA's-175+ CS



**11TH ARIHANT
ANNUAL INSTITUTE
REPORT LIMITED**

**REGISTERED OFFICE:
201,202, RATNA HIGH STREET,
NARANPURA CROSSROAD,
NARANPURA, AHMEDABAD-380013
CIN:L80301GJ2007PLC050413
E-MAIL ID: cs@arihantinstitute.com**

VISION, MISSION & VALUE STATEMENT



OUR VISION:

We are committed to providing world class, quality education providing institute that would put on track the careers of students in the fields of Accounts, Law & Finance by providing thorough knowledge and extending pre and post examination support to them. We envision the institute network to go beyond the boundaries of the home state to reach out to deserving students in small towns through Satellite Learning Program.

OUR MISSION

Our Mission is to be among top quadrille coaching institute across nation by 2020. Our aim to be most preferred coaching institute of India and to create an educational platform for the students to help them prepare for entrance exams for all the streams. This would be done by providing specialized coaching, guidance and motivation to excel in their performance.

CORE VALUES:

The core values are a set of principles that are aligned with Company's mission and guide the practice and development of curriculum, faculty, students, and staff. Some of the core values are:

- I) **Ethics:** Foster a learning environment that promotes responsible, principled behavior which respects the dignity of all members of the community.
- II) **Integrity:** Conduct all activities in an ethical manner. Commit to practices that are fair, honest, and objective in dealing with students, faculty members, staff, and stakeholders at all levels of the community.
- III) **Student Service:** Strive to ensure that curriculum, delivery, and support services respond to inquiries, requests, and concerns in an appropriate and timely manner.
- IV) **Quality:** Provide educational programs that lead to the acquisition of knowledge and skills necessary to achieve information literacy, career advancement, personal enrichment, leadership, and service to the community.

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CORPORATE INFORMATION:

BOARD OF DIRECTORS:

1. Mr. Vinodbhai Chimanlal Shah, Non-Executive Director and Chairman
2. Mr. Sandip Vinodkumar Kamdar, Whole Time Director & CEO
3. Mr. Rushiraj Zaverbhai Patel, Executive Director & CFO
4. Mrs. Shivani Ketul Patel, Independent Director
5. Mr. Prashant Chandraprakash Srivastav, Independent Director
6. Mr. Jigar Umeshbhai Shah, Non Executive Director

COMMITTEES:

Audit Committee:

1. Mr. Prashant Chandraprakash Srivastav, Chairman
2. Mrs. Shivani Ketul Patel, Member
3. Mr. Rushiraj Zaverbhai Patel, Member

Nomination and Remuneration Committee:

1. Mr. Prashant Chandraprakash Srivastav, Chairman
2. Mrs. Shivani Ketul Patel, Member
3. Mr. Vinodbhai Chimanlal Shah, Member

Stakeholders Relationship Committee:

1. Mrs. Shivani Ketul Patel, Chairman
2. Mr. Prashant Chandraprakash Srivastav, Member
3. Mr. Jigar Umeshbhai Shah, Member

Internal Complaints Committee:

1. Mr. Sandip Vinodkumar Kamdar, Chairman
2. Mr. Prashant Chandraprakash Srivastav, Member
3. Mrs. Shivani Ketul Patel, Member
4. Mr. Jigar Umeshbhai Shah, Member

CHIEF EXECUTIVE OFFICER:

Mr. Sandip Vinodkumar Kamdar

CHIEF FINANCIAL OFFICER

Mr. Rushiraj Zaverbhai Patel

COMPANY SECRETARY:

Miss. Jigisha Bimalbhai Solanki

STATUTORY AUDITORS:

For the year 2017-18: M/s. A. J. Parekh & Associate

From the year 2018-19: M/s. NGST & Associates

BANKER OF THE COMPANY:

State Bank of India

Kotak Mahindra Bank

LISTED AT:

BSE Limited (On SME Platform)(ISIN: INE997Z06016)
Script code: 541401

REGISTERED & TRANSFER AGENT:

Karvy Computershare Private Limited
Karvy Selenium Tower B, Plot 31-32, Gachibowli,
Financial District,
Nanakramguda,
Hyderabad 500032
Tel. No.: 040-67162222 Fax No.: +91 23001153
E-mail: inward.ris@karvy.com

REGISTERED OFFICE:

201-202, Ratna High Street,
Naranpura Crossroad,
Naranpura,
Ahmedabad-380013.

COMPANY CONTACT DETAILS:

 www.arihantinstitute.com
 cs@arihantinstitute.com
 [079-2763113/14/15](tel:079-2763113/14/15)

NOTICE

NOTICE is hereby given that 11th Annual General Meeting of Arihant Institute Limited will be held on Saturday, 29th September, 2018, at 02:00 P.M. at the registered office of the Company situated at 201-202, Ratna High Street, Naranpura Crossroad, Naranpura Ahmedabad-380013 to transact following businesses:

ORDINARY BUSINESS:

Item No.: 1 Adoption of Audited Financial Statement:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.

Item No.: 2 Reappointment of Director:

To re-appoint Mr. Jigar Umeshbhai Shah (DIN: 05328340) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

Item No.: 3 Reappointment of Auditor:

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of the section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and The Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. NGST & Associates, Chartered Accountants (Firm Registration Number: 135159W) be and are hereby appointed as the Statutory Auditors of the Company, for a term of five consecutive years to hold office from the conclusion of this Annual General Meeting (AGM) to the conclusion of the AGM to be held for the financial year ending on 31st March, 2023, on the remuneration as may be decided by any Director of the Company.

RESOLVED FURTHER THAT any director of the company be and is hereby authorized to do all the acts, deeds and things which are necessary to give effect of an appointment of aforesaid person as a statutory auditor of the Company.

SPECIAL BUSINESS:

Item No.: 4 To consider and regularise appointment of Mr. Prashant Chandraprakash Srivastav (DIN: 02257146) as an Independent Director.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made there under (including any statutory modifications or re-enactment thereof for the time being in force), Mr. Prashant Chandraprakash Srivastav (DIN: 02257146) who was appointed as an Additional Director (designated as Independent Director) of the Company with effect from 5th January, 2018 by the Board of Directors and who holds office up to the date of this Annual General Meeting of the Company under Section 161(1) of the Act and who has submitted declaration under Section 149(7) of the act to the effect that he fulfilled the conditions mentioned in Section 149(6) of the act and under Section 164(2) of the act to the effect that he is not disqualified to become Director of the Company and in respect of whom the Company has received a notice in writing from himself proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company to hold the office for a term of five consecutive years i.e. up to 4th January, 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.

Item No.: 5 To consider and regularise appointment of Mrs. Shivani Ketul Patel (DIN: 08033788) as an Independent Director.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made there under (including any statutory modifications or re-enactment thereof for the time being in force), Mrs. Shivani Ketul Patel (DIN: 08033788) who was appointed as an Additional Director (designated as Independent Director) of the Company with effect from 5th January, 2018 by the Board of Directors and who holds office up to the date of this Annual General Meeting of the Company under Section 161(1) of the Act and who has submitted declaration under Section 149(7) of the act to the effect that she fulfilled the conditions mentioned in Section 149(6) of the act and under Section 164(2) of the act to the effect that she is not disqualified to become Director of the Company and in respect of whom the Company has received a notice in writing from herself proposing her candidature for the office of Director, be and is hereby appointed as Independent Director of the Company to hold the office for a term of five consecutive years i.e. up to 4th January, 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.

Item No.: 6 To consider and regularise appointment of Mr. Rushiraj Zaverbhai Patel (DIN: 08017580) as an Executive Director.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Rushiraj Zaverbhai Patel (DIN: 08017580), who was appointed as an Additional Executive Director by the Board of Directors at their meeting held on 5th January, 2018 and who holds office as such up to the date of this Annual General Meeting and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from himself proposing his candidature for the office of Director be and is hereby appointed as an Executive Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.

Item No.: 7 To consider and regularise appointment of Mr. Vinodbhai Chimanlal Shah (DIN: 08033798) as a Non-Executive Director.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Vinodbhai Chimanlal Shah (DIN: 08033798), who was appointed as an Additional Non-Executive Director by the Board of Directors at their meeting held on 5th January, 2018 and who holds office as such up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from himself proposing his candidature for the office of Director, be is hereby appointed as a Non-Executive Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.

Item No.: 8 To consider and regularise appointment of Mr. Sandip Vinodray Kamdar (DIN: 00043214) as a Whole Time Director.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Sandip Vinodray Kamdar (DIN: 00043214), who was appointed as an Additional Whole Time Director by the Board of Directors at their meeting held on 31st August, 2018 and who holds office as such up to the date of this Annual General Meeting,



has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from himself proposing his candidature for the office of Director be and is hereby appointed as a Whole Time Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.

FOR ARIHANT INSTITUTE LIMITED

DATE: 31/08/2018

PLACE: AHMEDABAD

SD/-

SIGNATURE

VINOD CHIMANLAL SHAH

CHAIRMAN & NON EXECUTIVE DIRECTOR

DIN: 08033798



NOTES:

1. The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking re-appointment as Director under Item No. 2 and 4 to 8 of the Notice is also annexed herewith.

Particulars	Mr. Jigar Shah	Mr. Prashant Srivastav
DIN:	05328340	02257146
Father's Name:	Mr. Umeshbhai Shah	Mr. Chandraprakash Srivastav
Date of Birth:	18 th October, 1980	31 st March, 1979
Qualification:	Chartered Accountant, M. Com, L.L.B.	Chartered Accountant, Company Secretary, Diploma in International Taxation.
Date of Appointment:	3 rd November, 2017	5 th January, 2018
Nature of his expertise in specific functional areas :	He holds more than 10 years of experience in field of education especially in commerce & finance stream.	He holds more than 13 years of experience in the field of Taxation, Finance, and Accounting.
Disclosure of relationships between directors inter-se:	NIL	NIL
Names of listed entities in which the person also holds the directorship:	NIL	He is an Independent Director at Sakar Healthcare Limited (CIN:L24231GJ2004PLC043861)
Names of listed entities in which the person also hold the membership of Committees of the board:	NIL	1. Chairman of - Audit Committee - Stakeholders' Relationship Committee 2. Member of - Nomination and Remuneration Committee of Sakar Healthcare Limited*
Shareholding of Non-Executive Director:	NIL	NIL

*Chairmanship/membership of the Audit Committee and Stakeholders Relationship Committee has been considered.

Particulars	Mr. Rushiraj Zaverbhai Patel	Mr. Shivani Ketul Patel
DIN:	08017580	08033788
Father's Name:	Zaverbhai Patel	Mukeshkumar Ambalal Patel
Date of Birth:	22/04/1989	04/10/1987
Qualification:	B. Pharm.	B. Pharm - Pharmacist

	Post Graduate Diploma in Agri-Business Management from IIM-Ahmadabad	
Date of Appointment:	5 th January, 2018	5 th January, 2018
Nature of his expertise in specific functional areas :	He holds the experience and knowledge to explore various strategies that he has used successfully in the past to grow organizations across sectors.	
Disclosure of relationships between directors inter-se	NIL	NIL
Names of listed entities in which the person also holds the directorship	NIL	NIL
Names of listed entities in which the person also hold the membership of Committees of the board;	NIL	NIL
Shareholding of non-executive directors.	N.A.	NIL

Particulars	Mr. Vinod Chimanlal Shah	Mr. Sandip Vinodray Kamdar
DIN:	08033798	00043214
Father's Name:	Mr. Chimanlal Shah	Mr. Vinodkumar Keshavlal Kamdar
Date of Birth:	23/04/1947	08/10/1973
Qualification:	Graduate in Arts	Chartered Accountant
Date of Appointment:	5 th January, 2018	31 st August, 2018
Nature of his expertise in specific functional areas :	He got 35 years of rich experience at various corporate roles across Accounts, Finance & Legal area. He has been incumbent at various prominent positions in many Govt. projects.	Sandeep Kamdar is the Founder and Promoter of Arihant Institute Limited (AIL). He is a visionary educationist who has dedicated 20 years of his life to build careers of 2000+ Chartered Accountants and 250+ Company Secretaries.
Disclosure of relationships between directors inter-se	Father in Law of Mr. Sandeep Vinodray Kamdar	Son in Law of Mr. Vinod Chimanlal Shah
Names of listed	NIL	NIL

entities in which the person also holds the directorship		
Names of listed entities in which the person also hold the membership of Committees of the board;	NIL	NIL
Shareholding of non-executive directors.	NIL	N.A. as he is an Whole Time Director

2. **A member entitled to attend and vote at the 11th Annual General Meeting (“The Meeting”) is entitled to appoint a Proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company.**

The instrument appointing a Proxy should however be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person shall act as proxy for only 50 members and holding in aggregate not more than 10 percent of the total share capital of the company carrying voting rights. Member holding more than 10 percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.

If a Person is appointed as Proxy for more than 50 Members, he shall choose any 50 Members and confirm the same to the Company 24 hours before the commencement of the Meeting. In case, the Proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.

Proxy holder shall prove his identity at the time of attending the Meeting. A Proxy Form which does not state the name of the Proxy shall be considered invalid.

3. Corporate members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of Companies Act, 2013 (“the Act”) are requested to send to the Company a certified copy of the Board resolution authorising their representatives to attend and vote on their behalf at the Meeting.
4. Proxy Form(s) and certified copy of Board resolution(s) authorising representative(s) to attend and vote at the Meeting shall be sent to the registered office of the Company and addressed to the “Secretarial Department of Arihunt Institute Limited”.
5. In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.

6. The cut-off date for 11th AGM is 21st September, 2018. I.e. those who are the members of the company as on 21st September, 2018 will be entitled to attend and vote in 11th AGM of the company.
7. The Register of Members and Share Transfer Books of the Company will be closed from 22nd September, 2018 to 29th September, 2018 and same will be re-opened from 30th September, 2018 onwards.
8. The route map showing directions to reach the venue of the 11thAGM is provided at the end of notice and also uploaded on the Website of the Company.
9. An Explanatory Statement pursuant to Section 102 of the Companies Act in respect of Item nos. 3 to 8 of the Notice set out above is annexed hereto.
10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
11. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code (Magnetic Ink Character Recognition Code) and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.
12. Pursuant to SEBI notification dated 5th July, 2018 amending Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; all the members who are holding shares of the Company in the Physical form are requested to convert their holdings in to dematerialized form before 5th December, 2018. W.e.f. 5th December, 2018, transfer of securities would be carried out in dematerialized form only so the members who are holding shares in a physical form are not eligible to transfer their shares.
13. Members are requested to notify any change in their address, if any to the Registrar & Share Transfer Agent of the company- Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500032.
14. In accordance with the provisions of Section 72 of the Companies Act, 2013, the facility for making/ varying/ cancelling nominations is available to individuals, holding shares in a company. Nomination can be made in Form SH-13 and any variation/ cancellation thereof

can be made by giving notice in Form SH-14 prescribed under the Companies (Share Capital and Debentures) Rules, 2014 for the purpose. The Forms can be obtained from Registrar & Share Transfer Agent-Karvy Computershare Private Limited.

15. 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 / Registrars and Transfer Agents of the Company
16. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2017-18 will also be available on the Company's website viz. www.arihantinstitute.com
17. Members who have received the notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance slip at the registration counter to attend the AGM.
18. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
19. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

FOR ARIHANT INSTITUTE LIMITED

DATE: 31/08/2018

PLACE: AHMEDABAD

SD/-

SIGNATURE

VINOD CHIMANLAL SHAH

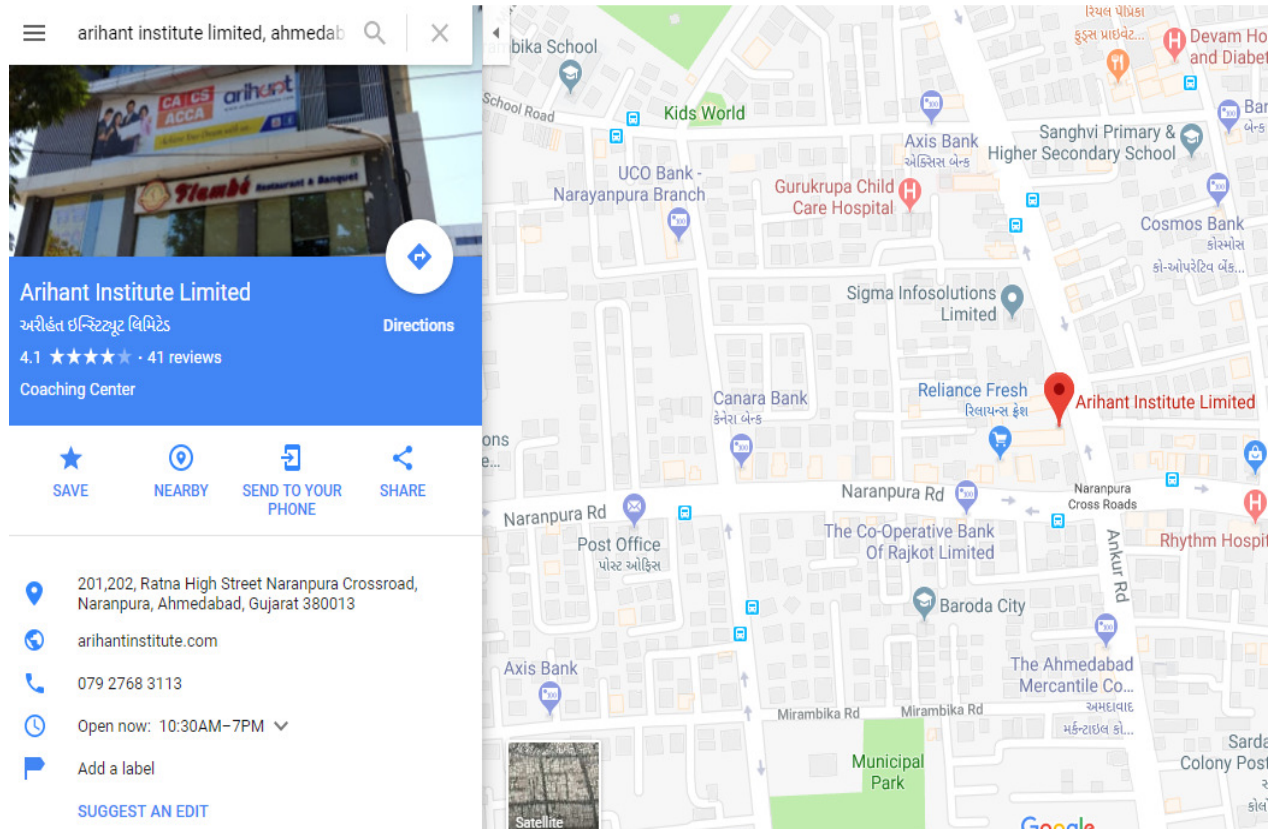
CHAIRMAN & NON EXECUTIVE DIRECTOR

DIN: 08033798

ROUTE MAP OF VENUE OF 11TH ANNUAL GENERAL MEETING

Registered Office:

201-202, Ratna High Street,
Naranpura Cross Road,
Naranpura, Ahmedabad-380013.



EXPLANATORY STATEMENT

{Pursuant to Section 102 of the Companies Act, 2013}

ITEM NO.: 3

On 10th Annual General Meeting of the Company, M/s. A.J. Parekh & Associates, Chartered Accountants (FRN: 142021W) was appointed as a Statutory Auditor of the company and M/s. A.J. Parekh & Associates has done an audit of the company for the year 2017-18.

Your company has been listed on BSE SME Platform w.e.f 5th June, 2018. As per the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed company have to conduct audit from the auditor holding the certificate of Peer Review Auditor. As M/s. A. J. Parekh & Associates does not holding the certificate of Peer Review Auditor, they placed before the board a resignation letter dated 21st August, 2018 stating that they will not be able to do audit from the financial year 2018-19 onwards and they will hold office up to the date of issue of Audit Report for the financial year 2017-18 only.

To fill up such casual vacancy aroused on the place of Statutory Auditor of the Company, on the recommendation of an Audit Committee, the board of Directors on their meeting dated 31st August, 2018, appointed M/s. NGST & Associates, Chartered Accountants, (FRN:135159W) holding the certificate of Peer Review Auditor, as a Statutory Auditor of the company.

Pursuant to provision of Section 139(8) of the Companies Act, 2013 and rules made thereunder from time to time, the board is entitled to fill up the casual vacancy but if such casual vacancy is as a result of the resignation of an auditor, such appointment shall also be approved by the company at a general meeting convened within three months of the recommendation of the Board and he shall hold the office till the conclusion of the next annual general meeting.

The Directors recommend to the members of the company to give an approval for an appointment of M/s. NGST & Associates and reappoint them for the period of Five Year from 2018-19 to 2022-23.

None of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in this Resolution.

ITEM NO.: 4

The Board of Directors of the Company at their meeting held on 5th January, 2018, has appointed Mr. Prashant Chandraprakash Srivastav (DIN: 02257146) as an Additional (Independent) Director on the Board of the Company under Section 161 read with Section 149 of the Act and applicable Articles of the Company's Articles of Association.

Pursuant to provisions of Section 161 of the Companies Act, 2013, Mr. Prashant Chandraprakash Srivastav (DIN: 02257146) holds office up to the date of ensuing 11th Annual General Meeting of the Company.

Mr. Prashant Chandraprakash Srivastav is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013. Further, he has also given a declaration to the Board that he meets the criteria of Independence as provided under of Section 149(6) of the Act and in respect of whom the Company has received a notice in writing from himself proposing his candidature for the office of Director.

In the opinion of the Board, he fulfils the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and he is independent of the management.

Brief resume of Mr. Prashant Chandraprakash Srivastav, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se, are provided in the Note no. 1 of the Notice of 11th Annual General Meeting.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives other than Mr. Prashant Chandraprakash Srivastav is in any way concerned or interested, financial or otherwise, in the said Resolution.

ITEM NO.: 5

The Board of Directors of the Company at their meeting held on 5th January, 2018, has appointed Mrs. Shivani Ketul Patel (DIN: 08033788) as an Additional (Independent) Director on the Board of the Company under Section 161 read with Section 149 of the Act and applicable Articles of the Company's Articles of Association.

Pursuant to provisions of Section 161 of the Companies Act, 2013, Mrs. Shivani Ketul Patel (DIN: 08033788) holds office up to the date of ensuing 11th Annual General Meeting of the Company.

Mrs. Shivani Ketul Patel (DIN: 08033788) is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013. Further, she has also given a declaration to the Board that she meets the criteria of Independence as provided under of Section 149(6) of the Act and in respect of whom the Company has received a notice in writing from herself proposing her candidature for the office of Director.

In the opinion of the Board, she fulfils the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and she is independent of the management.

Brief resume of Mrs. Shivani Ketul Patel (DIN: 08033788), nature of her expertise in specific functional areas and names of companies in which she holds directorships and

memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se, are provided in the Note no. 1 of the Notice of 11th Annual General Meeting.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives other than Mrs. Shivani Ketul Patel is in any way concerned or interested, financial or otherwise, in the said Resolution.

ITEM NO.: 6

The Board of Directors of the Company at their meeting held on 5th January, 2018, has appointed Mr. Rushiraj Zaverbhai Patel (DIN: 08017580) as an Additional (Executive) Director on the Board of the Company under Section 161 read with Section 149 of the Act and applicable Articles of the Company's Articles of Association.

Pursuant to provisions of Section 161 of the Companies Act, 2013, Mr. Rushiraj Zaverbhai Patel holds office up to the date of ensuing 11th Annual General Meeting of the Company. Mr. Rushiraj Zaverbhai Patel is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013. In the opinion of the Board, he fulfils the conditions specified in the Act and the Rules framed there under for appointment as Director and in respect of whom the Company has received a notice in writing from himself proposing his candidature for the office of Director.

Brief resume of Mr. Rushiraj Zaverbhai Patel, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se, are provided in the Note no. 1 of the Notice of 11th Annual General Meeting.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives other than Mr. Rushiraj Zaverbhai Patel is in any way concerned or interested, financial or otherwise, in the said Resolution.

ITEM NO.: 7

The Board of Directors of the Company at their meeting held on 5th January, 2018, has appointed Mr. Vinodbhai Chimanlal Shah (DIN: 08033798) as an Additional (Non-Executive) Director on the Board of the Company under Section 161 read with Section 149 of the Act and applicable Articles of the Company's Articles of Association.

Pursuant to provisions of Section 161 of the Companies Act, 2013, Mr. Vinodbhai Chimanlal Shah holds office up to the date of ensuing 11th Annual General Meeting of the Company. Mr. Vinodbhai Chimanlal Shah is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013. In the opinion of the Board, he fulfils the conditions specified in the Act and the Rules framed there under for appointment as Director and in respect of whom the Company has received a notice in writing from himself proposing his candidature for the office of Director.

Brief resume of Mr. Vinodbhai Chimanlal Shah, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se, are provided in the Note no. 1 of the Notice of 11th Annual General Meeting.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the Members.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives other than Mr. Vinodbhai Chimanlal Shah and Mr. Sandip Vinodray Kamdar is in any way concerned or interested, financial or otherwise, in the said Resolution.

ITEM NO.: 8

The Board of Directors of the Company at their meeting held on 31st August, 2018, has appointed Mr. Sandip Vinodray Kamdar (DIN: 00043214) as an Additional (Whole Time Director) Director on the Board of the Company under Section 161 read with Section 149 of the Act and applicable Articles of the Company's Articles of Association.

Pursuant to provisions of Section 161 of the Companies Act, 2013, Mr. Sandip Vinodray Kamdar holds office up to the date of ensuing 11th Annual General Meeting of the Company. Mr. Sandip Vinodray Kamdar is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013. In the opinion of the Board, he fulfils the conditions specified in the Act and the Rules framed there under for appointment as Director and in respect of whom the Company has received a notice in writing from himself proposing his candidature for the office of Director.

Brief resume of Mr. Sandip Vinodray Kamdar, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se, are provided in the Note no. 1 of the Notice of 11th Annual General Meeting.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the Members.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives other than Mr. Sandip Vinodray Kamdar and Mr. Vinodbhai Chimanlal Shah is in any way concerned or interested, financial or otherwise, in the said Resolution.

Note:

Mr. Sandip Vinodray Kamdar (DIN: 00043214), was the Director up to 31st October, 2017 of Arihant institute Limited. Due to Non-Filing of Financial Statement and Annual Return of M/s. Aadi Corpoway Private Limited (CIN: U23100GJ2011PTC063890) for the period of continuously Three Financial Year i.e. from the year 2014-15 to 2016-17, Mr. Sandip Vinodray Kamdar was disqualified under section 164(1)(a) of the Companies Act, 2013. Due to such disqualification he ceased to act as a director of M/s. Arihant Institute Limited and therefore automatic vacation of office arose under section 167(1) of the Companies Act, 2013. Later on M/s. Aadi Corpoway Private Limited has filed all pending financial statement and Annual return and the form E-CODS for the condonation of delay to remove such disqualification of director.

FOR ARIHANT INSTITUTE LIMITED

DATE: 31/08/2018
PLACE: AHMEDABAD

SD/-
SIGNATURE
VINOD CHIMANLAL SHAH
CHAIRMAN & NON EXECUTIVE DIRECTOR
DIN: 08033798

DIRECTOR'S REPORT

**To,
THE MEMBERS,
ARIHANT INSTITUTE LIMITED
CIN: L80301GJ2007PLC050413**

Your Directors are pleased to present herewith the **11TH ANNUAL REPORT** together with the Audited Financial Statements and Auditors' report thereon for the year ended 31st March, 2018.

FINANCIAL RESULTS/ STATE OF COMPANY AFFAIRS:

The Financial Results of the Company for the year ended on 31st March, 2018 are as follows:-

Particulars	(Amt. in Rs.)	
	Year 2017-2018	Year 2016-2017
Gross Income	1,82,04,971/-	1,69,20,492/-
Profit / (loss) Before Depreciation, Amortization and Taxation	36,14,261/-	29,28,046/-
Depreciation and Amortization	17,38,429/-	18,10,372/-
Profit / (Loss) before Taxation	18,75,832/-	11,17,674/-
Extra Ordinary Item	0.00/-	0.00/-
Provision for taxation - For Current Tax	4,75,000/-	3,00,000/-
Provision for taxation - For Deferred Tax	(3,44,298)/-	(3,09,815)/-
MAT credit Entitlement	0.00/-	0.00/-
Profit / (Loss) after Taxation	17,45,130/-	11,27,489/-
Appropriations: Proposed Dividend	0.00/-	0.00/-

CONSOLIDATED FINANCIAL RESULTS:

The company does not have any subsidiary within the meaning of the Companies Act, 2013. So consolidated financial results are not applicable.

DIVIDEND:

In order to conserve the resources, your directors do not recommend any payment of dividend for the year under review.

TRANSFER TO RESERVES:

Except the Profit, the Company has not transferred any amount to reserves during the year.

DEPOSITS:

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. There were no deposits, which were claimed and remained unpaid by the Company as on 31st March, 2018.

LOANS FROM DIRECTOR/RELATIVE OF DIRECTOR:

The balances of monies accepted by the Company from Directors/relatives of Directors at the beginning of the year were Rs. 79,77,945/- and at the close of year was Rs. 33,98,902/-

LOANS, GUARANTEES & INVESTMENTS U/S 186:

Particulars of loans given and of the investments made by the Company, if any during the year under review are as mentioned in the Notes forming part of the Financial Statements.

DIRECTORS' RESPONSIBILITY STATEMENT:

It is hereby stated that:

- (a) In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (b) 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 of the Company for that period.
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The Directors have prepared the annual accounts ongoing concern basis.
- (e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

LISTING OF SHARES:

After the closure of the financial year 2017-18, but before reporting date, on 5th May, 2018, 94,05,006 Equity Shares of Rs.10/- each has been listed on the BSE SME(Small and Medium Exchange).

GROUP COMPANIES:

Following are the group companies of Arihant Institute Limited:

1. Aadi Corpoway Private Limited
2. Arihant Press Private Limited

INDEPENDENT DIRECTORS:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, as on date of this report, the Company has two Non-Executive Independent Directors in line with the Companies Act, 2013.

A separate meeting of Independent Directors was held on 30th March, 2018 in the financial year 2017-18 to review the performance of Non- Independent Directors and Board as whole and of the chairman and assess the quality, quantity and timeliness of flow of information between Company Management and Board. The terms and conditions of appointment of Independent Directors and Familiarization program for Independent Director are incorporated on the website of the Company at www.arihantinstitute.com.

The Independent directors have submitted their disclosure to the Board that they fulfil all the requirements as to qualify for their appointment as an Independent Director under the provisions of Section 149 read with Schedule IV of the Companies Act, 2013. The Board confirms that the independent directors meet the criteria as laid down under the Companies Act, 2013.

CHANGES IN CAPITALSTRUCTURE:

During the year under review, on 6th June, 2017, an authorized share capital of your Company was increased from Rs. 6,00,00,000/- (Rupees Six Crore) divided into 60,00,000 (Sixty Lacs) Equity Shares of Rs. 10/- each to Rs. 9,50,00,000/- (Rupees Nine Crore Fifty Lacs) divided into 95,00,000 (Ninety-five Lacs) Equity Shares of Rs. 10/- each by passing an ordinary resolution in an Extra Ordinary General Meeting of the Shareholders/Members of the company.

During the year under review, following changes has been occurred in the paidup share capital of the company:

Sr. No.	Particular	Date of Allotment	No. of shares	Face Value	Premium per Share (If any)
1.	Allotment of Equity Shares on the Right Issue basis	04/07/2017	2,00,004	10/-	12.50/-
2.	Allotment of Equity Shares on the Right Issue basis	28/07/2017	1,33,335	10/-	12.50/-
3.	Allotment of Equity Shares on the Right Issue basis	03/09/2017	66,667	10/-	12.50/-
4.	Allotment of Equity Shares on the Right Issue basis	03/11/2017	40,000	10/-	15.00/-
5.	Allotment of Equity Shares on the Right Issue basis	27/11/2017	1,10,000	10/-	15.00/-
6.	Allotment of Equity Shares on the Right Issue basis	12/01/2018	2,80,000	10/-	15.00/-
7.	Allotment of Equity Shares on the Right Issue basis	10/02/2018	75,000	10/-	20.00/-

After the closure of a Financial Year but before reporting date, on 31st May, 2018, 25,00,000 Equity Shares of Rs. 10/- each at the premium of Rs. 20/- per share has been issued by the company under an Initial Public Offer.

MATERIAL CHANGES AFFECTING FINANCIAL POSITION OF THE COMPANY:

After the closure of the financial year 2017-18, but before reporting date, the company has come up with an Initial Public Offer (IPO) of 25,00,000 Equity Shares of Rs. 10/- each at the cash Price of Rs. 30/- (Including the premium of Rs. 20/-) amounting to Rs. 7,50,00,000/- (Seven Crore Fifty Lacs Only).

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

During the year under review, there is no change in the nature of business of your Company.

CONVERSION OF COMPANY FROM PRIVATE TO PUBLIC:

During the year under review, on 22nd January, 2018, the members of the company have passed a Special Resolution for conversion of the company from private to public. Later on 1st February, 2018, the fresh certificate of Incorporation Consequent upon Conversion from Private Company to Public Company has been received from registrar of Companies, Gujarat.

DIRECTORS, KMPs AND CHANGES THEREOF:**1. INDUCTION OF DIRECTORS AND KMP:**

Due to disqualification all the directors, Mr. Sandip Kamdar, Mr. Vinodray Kamdar, Mrs. Anjali Kamdar and Mrs. Madhuben Kamdar have vacated their office from the post of directors of the company. So as to comply with the requirement to have minimum directors on the board of the Section 149(1) of the Companies Act, 2013, on 3rd November, 2017, at an Extra-Ordinary General Meeting of the Promoters/members of the company called pursuant to section 167(3) of the Companies Act, 2013 Mr. Jigar Umeshbhai Shah (DIN: 05328340) and Mr. Kashyap Trivedi (DIN: 01931400) was appointed as a directors of the company.

During the year under review, on 5th January, 2018, Mr. Rushiraj Zaverbhai Patel (DIN: 08017580) was appointed as an Additional Executive Director of the company to hold office upto the date of the ensuing Annual General Meeting. Necessary Resolution has been proposed for his appointment as a director of the company for an approval of the members of the company.

During the year under review, on 5th January, 2018, Mr. Prashant Chandraprakash Srivastav (DIN: 02257146) was appointed as an Additional Independent Director of the company to hold office upto the date of the ensuing Annual General Meeting. Necessary Resolution has been proposed for his appointment as a director of the company for an approval of the members of the company.

During the year under review, on 5th January, 2018, Mrs. Shivani Ketul Patel (DIN: 08033788) was appointed as an Additional Independent Director of the company to hold office up to the date of the ensuing Annual General Meeting. Necessary Resolution has been proposed for her appointment as a director of the company for an approval of the members of the company.

During the year under review, on 5th January, 2018, Mr. Vinodbhai Chimanlal Shah (DIN: 08033798) was appointed as an Additional Non-Executive Director and Chairman Of the company to hold office up to the date of the ensuing Annual General Meeting. Necessary Resolution has been proposed for his appointment as a director of the company for an approval of the members of the company.

During the year under review, on 5th January, 2018, Mr. Kashyap Trivedi and Mr. Rushiraj Zaverbhai Patel have been appointed as a Chief Executive Officer (CEO) and a Chief Financial Officer (CFO) of the company respectively.

During the year under review, on 12th January, 2018, Mrs. Falguni Dhrumil Shah has been appointed as a Company Secretary and Compliance Officer of the Company and after the closure of the year but before reporting date, w.e.f. 8th June, 2018, she has resigned from the post of Company Secretary and Compliance Officer of the company. The Board places appreciation for the services rendered by her during their tenure with the Company.

After the closure of the financial year, but before reporting date on 11th June, 2018, Ms. Jigisha Bimalbhai Solanki is appointed as a Company Secretary & Compliance Officer of the Company.

After the closure of the financial year, but before reporting date on 31st August, 2018, Mr. Sandip Vinodkumar Kamdar was appointed as an Additional Director (Designated as Whole Time Director) and Chief Executive Officer of the company to hold office up to the date of the ensuing Annual General Meeting. Necessary Resolution has been proposed for his appointment as a director of the company for an approval of the members of the company.

2. CHANGE IN DESIGNATION OF DIRECTORS:

During the year under review, on 5th January, 2018, the designation of Mr. Kashyap Trivedi (DIN: 01931400) has been changed from the director to Whole Time Director of the company.

3. CESSATION:

Mr. Sandeep Kamdar (DIN: 00043214), Mr. Vinodray Kamdar (DIN: 00043309), Mrs. Madhuben Kamdar (DIN:00043266) and Mrs. Anjali Kamdar (DIN:00040963) were the Directors up to 31st October, 2017. Due to Non-Filing of Financial Statement and Annual Return of M/s. Aadi Corpway Private Limited (CIN: U23100GJ2011PTC063890) for the period of continuously Three Financial Year i.e. from the year 2014-15 to 2016-17, all the directors were disqualified under section 164(1)(a) of the Companies Act, 2013. Due to such disqualification they ceased to act as a director of the company and therefore automatic vacation of office arose under section 167(1) of the Companies Act, 2013. Later on M/s. Aadi Corpway Private Limited has filed all pending financial statement and Annual return and the form E-CODS for the condonation of delay to remove such disqualification of directors.

After the closure of the financial year, but before reporting date, on 16th July, 2018, Mr. Kashyap Trivedi (DIN: 01931400) has resigned from the post of Whole Time Director & Chief Executive Officer (CEO) of the company due his pre-occupancy of business. The Board places appreciation for the services rendered by him during their tenure with the Company.

DETAILS OF BOARD MEETINGS:

During the year under review, the Board of Directors met 18 times and an intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013. The details of dates of meeting and attendance of directors in such meetings is enclosed herewith as an **Annexure: 1**

COMMITTEE OF THE BOARD AND THEIR MEETINGS:

As on 31st March, 2018, the Board had Committees i.e. the Audit Committee, the Nomination & Remuneration Committee, the Stakeholder's Relationship Committee and Internal Complaints

Committee. Full details of the constitution of such committees and meeting held of such committee during the financial year is annexed herewith as an **Annexure: 2**.

EXTRACTS OF ANNUAL RETURN:

Extract of the Annual Return for the financial year ended under review in the prescribed form MGT - 9, pursuant to provisions of Section 92(3) of the Companies Act, 2013 is annexed to this report as **Annexure- 3**.

ANNUAL EVALUATION OF BOARD'S PERFORMANCE:

Pursuant to the requirements of the Companies Act, 2013 and in accordance with the policy laid down by the Nomination and Remuneration Committee (NRC), as approved by the Board of Directors, the Board has carried out an annual evaluation of its performance, its Committees and all individual directors. In a separate meeting of Independent Directors, performance of Non Independent Directors, performance of the Board as a whole and performance of the Chairman & Managing Director was evaluated.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

There were no related party transactions made by the Company during the year under review.

STATUTORY AUDITORS:

On 10th Annual General Meeting of the Company, M/s. A.J. Parekh & Associates, Chartered Accountants (FRN: 142021W) was appointed as a Statutory Auditor of the company and M/s. A.J. Parekh & Associates has done an audit of the company for the year 2017-18.

Your company has been listed on BSE SME Platform w.e.f 5th June, 2018. As per the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed company have to conduct audit from the auditor holding the certificate of Peer Review Auditor. As M/s. A. J. Parekh & Associates does not holding the certificate of Peer Review Auditor, they placed before the board a resignation letter dated 21st August, 2018 stating that they will not be able to do audit from the financial year 2018-19 onwards and they will hold office up to the date of issue of Audit Report for the financial year 2017-18 only.

To fill up such casual vacancy aroused on the place of Statutory Auditor of the Company, on the recommendation of an Audit Committee, the board of Directors on their meeting dated 31st August, 2018, appointed M/s. NGST & Associates, Chartered Accountants, (FRN:135159W) holding the certificate of Peer Review Auditor, as a Statutory Auditor of the company.

Pursuant to provision of Section 139(8) of the Companies Act, 2013 and rules made thereunder from time to time, the board is entitled to fill up the casual vacancy but if such casual vacancy is as a result of the resignation of an auditor, such appointment shall also be approved by the company at a general meeting convened within three months of the recommendation of the Board and he shall hold the office till the conclusion of the next annual general meeting.

The Directors recommend to the members of the company to give an approval for an appointment of M/s. NGST & Associates and reappoint them for the period of Five Year from 2018-19 to 2022-23.

SECRETARIAL AUDIT:

As per Section 204 of the Companies Act, 2013, every listed company and Unlisted Public Company having paid up share capital of Rupees Fifty Crore or more or Turnover of Rupees Two Fifty Crore or more is required to annex a Secretarial Audit Report with its Board Report, given by A Practicing Company Secretary.

As on the financial year ended on 31st March, 2018, your company is not falling under the requirement of Section 204 of the Companies Act, 2013 so the requirement of Secretarial Audit is not applicable for the financial year 2017-18.

OBSERVATION BY STATUTORY AUDITOR:

The Auditors' Report to the members for the year under review does not contain any qualification.

INTERNAL AUDITOR:

For the financial year 2017-18, your company was not falling under the criteria of Section 138 of the Companies Act, 2013 read with rule 13 of Companies (Accounts) Rules, 2014 so the requirement to appoint an Internal Auditor of the company for the year 2017-18 is not applicable.

INTERNAL FINANCIAL CONTROL SYSTEM:

The Company has an Internal Financial Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Financial Control function is well defined.

REMUNERTION POLICY:

In accordance with the provisions of Section 178 of the Companies Act, 2013 and Part D of Schedule II of SEBI (LODR) Regulations, 2015, the policy on Nomination and Remuneration of Directors, KMPs and Senior Management of your Company is uploaded on the website at the following link:

Link: <http://arihantinstitute.com/policies/>

RISK MANAGEMENT:

The Company has in place a robust risk management framework which identifies and evaluates business risks and opportunities. The Company recognizes that these risks need to be managed and mitigated to protect the interest of the shareholders and stakeholders, to achieve business objectives and enable sustainable growth.

The risk management framework is aimed at effectively mitigating the Company's various business and operational risks, through strategic actions. Risk management is embedded in our critical business activities, functions and processes. The risks are reviewed for the change in the

nature and extent of the major risks identified since the last assessment. It also provides control measures for risk and future action plans.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review, there are no significant material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operation.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your attention is drawn to the perception and business outlook of your management for your company for current year and for the industry in which it operates including its position and perceived trends in near future. The Management Discussion and Analysis Report as stipulated under Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is annexed herewith as an **Annexure-4** and forms part of this Director's Report.

PARTICULARS OF EMPLOYEES RELATED DISCLOSURES

Details as required under Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the statement showing the name of the employees drawing remuneration in excess of the limits set out in Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure-5**.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

Section 135 of the Companies Act, 2013 has imposed CSR mandate on companies having minimum threshold limit of net worth, turnover or net profit as prescribed. Since the company does not meet any one of these criterion, it remains outside the purview of Section 135 and consequently the reporting requirements there under do not at present apply to us.

VIGIL MECHANISM

Your Company has formulated a vigil mechanism to deal with instances of unethical behaviour, actual or suspected, fraud or violation of Company's code of conduct or ethics policy. The policy on Vigil Mechanism is uploaded on the website of the Company at following link: <http://arihantinstitute.com/policies/>.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has in place an Anti harassment policy in line with the requirements of the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Any complaint/ grievances from women employees are reported to Chairman. All employees (Permanent, contractual & temporary) are covered under the policy. There was no complaints received from any employee during the financial year 2017-18 and no complaint is outstanding as on 31st March, 2018.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated hereunder:-

Conservation of Energy:

1. The steps taken or impact on conservation of energy:-

The Company has taken measures and applied strict control system to monitor day to day power consumption, to endeavor to ensure the optimal use of energy with minimum extent possible wastage as far as possible. The day to day consumption is monitored and various ways and means are adopted to reduce the power consumption in an effort to save energy.

2. The steps taken by the company for utilizing alternate sources of energy.

Company has not taken any step for utilizing alternate sources of energy.

3. The capital investment on energy conservation equipments.

Company has not made any capital investment on energy conservation equipments.

Technology Absorption

Company has not imported any technology and hence there is nothing to be reported here.

Foreign Exchange Earning and Outgo:

The details of Foreign exchange Earnings and outgo during the year are as follows:

(Rs. In Lacs)

Particulars	2017-2018	2016-2017
Foreign Exchange Earnings (Rs.)	NIL	NIL
Foreign Exchange Outgo(Rs.)	NIL	NIL

CAUTIONARY STATEMENT:

Statements in the Board’s Report and the Management Discussion & Analysis describing the Company’s objectives, expectations or forecasts may be forward looking within the meaning of applicable Securities Laws and Regulations. Actual results may differ materially from those expressed in the statement.

ACKNOWLEDGEMENTS:

The Directors wish to place on record their appreciation for the sincere services rendered by employees of the Company at all levels. Your Directors also wish to place on record their appreciation for the valuable co-operation and support received from the Government of India, various State Governments, the Banks/ Financial Institutions and other stakeholders. The Directors also commend the continuing commitment and dedication of the employees at all levels, which has been critical for the Company’s success. The Directors look forward to their continued support in future.



FOR ARIHANT INSTITUTE LIMITED

DATE:31/08/2018
PLACE: AHMEDABAD

SD/-
SIGNATURE
VINOD CHIMANLAL SHAH
CHAIRMAN & NON EXECUTIVE DIRECTOR
DIN: 08033798

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ANNEXURE: 1 TO THE DIRECTORS REPORT

Details of the meeting of the board of Directors held during the year 2017-18 and attendance thereof:

Sr. No.	Date of Board Meeting	(1)									
		Mr. Sandeep Kamdar	Mr. Vinodray Kamdar	Mrs. Madhuben Kamdar	Mrs. Anjali Kamdar	Mr. Kashyap Trivedi ⁽²⁾	Mr. Jigar Shah ⁽²⁾	Mr. Vinodbhai Chimanlal Shah ⁽³⁾	Mr. Rushiraj Patel ⁽³⁾	Mrs. Shivani Ketul Patel ⁽³⁾	Mr. Prashant Srivastava ⁽³⁾
1.	26.05.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2.	14.06.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
3.	04.07.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
4.	07.07.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
5.	28.07.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
6.	12.08.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
7.	14.08.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
8.	03.09.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
9.	01.10.2017	✓	✓	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
10.	03.11.2017	N.A.	N.A.	N.A.	N.A.	✓	✓	N.A.	N.A.	N.A.	N.A.
11.	05.11.2017	N.A.	N.A.	N.A.	N.A.	✓	✓	N.A.	N.A.	N.A.	N.A.
12.	27.11.2017	N.A.	N.A.	N.A.	N.A.	✓	✓	N.A.	N.A.	N.A.	N.A.
13.	09.12.2017	N.A.	N.A.	N.A.	N.A.	✓	✓	N.A.	N.A.	N.A.	N.A.
14.	05.01.2018	N.A.	N.A.	N.A.	N.A.	✓	✓	N.A.	N.A.	N.A.	N.A.
15.	12.01.2018	N.A.	N.A.	N.A.	N.A.	✓	✓	✓	✓	✓	✓
16.	10.02.2018	N.A.	N.A.	N.A.	N.A.	✓	✓	✓	✓	✓	✓
17.	20.02.2018	N.A.	N.A.	N.A.	N.A.	✓	✓	✓	✓	✓	✓
Meeting attended / Meeting entitled to attend		9/9	9/9	9/9	9/9	8/8	8/8	3/3	3/3	3/3	3/3

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NOTES TO ANNEXURE:

- (1)** Mr. Sandeep Kamdar (DIN: 00043214), Mr. Vinodray Kamdar (DIN: 00043309), Mrs. Madhuben Kamdar (DIN: 00043266) and Mrs. Anjali Kamdar (DIN: 00040963) were the Directors up to 31st October, 2017. Due to Non-Filing of Financial Statement and Annual Return of M/s. Aadi Corpway Private Limited (CIN: U23100GJ2011PTC063890) for the period of continuously three Financial Year i.e. from the year 2014-15 to 2016-17, all the directors were disqualified under section 164(1)(a) of the Companies Act, 2013. Due to such disqualification they ceased to act as a director of M/s. Arihunt Institute Limited and therefore automatic vacation of office arose under section 167(1) of the Companies Act, 2013. Later on M/s. Aadi Corpway Private Limited has filed all pending financial statement and Annual return and the form E-CODS for the condonation of delay to remove such disqualification of directors.
- (2)** Due to vacation of office by earlier directors because of disqualification under section 164(1)(a) of the Companies Act, 2013, Promoters and shareholders of the company in their extra-ordinary general meeting held on 3rd November, 2017 have appointed Mr. Kashyap Trivedi (DIN: 01931400) and Mr. Jigar Shah (DIN: 05328340) as the Directors of the company w.e.f 3rd November, 2017.
- (3)** Mr. Vinodbhai Chimanlal Shah (DIN: 08033798), Mr. Rushiraj Patel (DIN: 08017580), Mrs. Shivani Ketul Patel (DIN: 08033788) and Mr. Prashant Srivastava (DIN: 02257146) were appointed as additional directors in the board meeting dated 5th January, 2018.

ANNEXURE: 2 TO THE DIRECTORS REPORT

COMMITTEES OF THE BOARD OF DIRECTORS AND THEIR MEETINGS

1. AUDIT COMMITTEE:

Name	Position in Committee	Number of meetings during the financial Year 2017-18	
		Held	Attended
Mr. Prashant Chandraprakash Srivastav	Chairman	1	1
Mrs. ShivaniKetul Patel	Member	1	1
Mr. Rushiraj Zaverbhai Patel	Member	1	1

2. NOMINATION AND REMUNERATION COMMITTEE:

Name	Position in Committee	Number of meetings during the financial Year 2017-18	
		Held	Attended
Mr. Prashant Chandraprakash Srivastav	Chairman	1	1
Mrs. ShivaniKetul Patel	Member	1	1
Mr. VinodbhaiChimanlal Shah	Member	1	1

3. STAKEHOLDERS/ INVESTORS GRIEVANCE COMMITTEE:

Name	Position in Committee	Number of meetings during the financial Year 2017-18	
		Held	Attended
Mrs. ShivaniKetul Patel	Chairman	1	1
Mr. Prashant Chandraprakash Srivastav	Member	1	1
Mr. JigarUmeshbhai Shah	Member	1	1

4. INTERNAL COMPLAINTS COMMITTEE

Name	Position in Committee	Number of meetings during the financial Year 2017-18	
		Held	Attended
Mr. Sandip Vinodkumar Kamdar	Chairman	-	-
Mrs. ShivaniKetul Patel	Member	1	1
Mr. Prashant Chandraprakash Srivastav	Member	1	1
Mr. JigarUmeshbhai Shah	Member	1	1

ANNEXURE -3 TO DIRECTOR'S REPORT

EXTRACT OF ANNUAL RETURN

as on the financial year ended 31.03.2018

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

FORM NO. MGT - 9

1. Registration and Other Details	
CIN:	L80301GJ2007PLC050413
Registration Date:	30-03-2007
Name of the Company:	ARIHANT INSTITUTE LIMITED
Category / Sub-Category of the Company:	Company limited by shares / Indian Non-Government Company
Address of the Registered Office and contact details:	201,202, Ratna High Street, Naranpura Crossroad, Naranpura Ahmedabad-380013
Whether listed Company:	Listed at BSE SME Platform (Script code: 541401)
Name, address and contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032 Tel. No.: 040-67162222 Fax No.: +91 23001153 E-mail: einward.ris@karvy.com

2. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY:		
All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-		
Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
Teaching services/ Academic tutoring services	85491	100%

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :					
SR. No.	Name and Address of the Company	Holding/ Subsidiary /Associate	CIN/GLN	% of shares held	Applicable Section
1	AADI CORPOWAY PRIVATE LIMITED	Associate	U23100GJ2011PTC063890	NIL	2(6)
2	ARIHANT PRESS PRIVATE LIMITED	Associate	U22120GJ2014PTC078216	NIL	2(6)

4. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)									
I) Category-wise Shareholding									
Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	5650000	5650000	94.17%	-	5076115	5076115	73.51%	-10.16%
b) Central Govt.	-	-	0	0.00%	-	-	0	0.00%	0.00%
c) State Govt.	-	-	0	0.00%	-	-	0	0.00%	0.00%
d) Bodies									
Corporate	-	-	0	0.00%	-	-	0	0.00%	0.00%
e) Banks/ FI	-	-	0	0.00%	-	-	0	0.00%	0.00%
f) Any other	-	-	0	0.00%	-	-	0	0.00%	0.00%
Sub-Total (A)(1):	0	5650000	5650000	94.17%	0	5076115	5076115	73.51%	-10.16%
(2) Foreign									
a) NRIs -									
Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Other -									
Individuals	-	-	0	0.00%	-	-	0	0.00%	0.00%
c) Bodies									
Corporate	-	-	0	0.00%	-	-	0	0.00%	0.00%
d) Banks / FI	-	-	0	0.00%	-	-	0	0.00%	0.00%
e) Any Other....	-	-	0	0.00%	-	-	0	0.00%	0.00%
Sub-Total (A)(2):	0	0	0	0.00%	0	0	0	0.00%	0.00%
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	0	5650000	5650000	94.17%	0	5076115	5076115	73.51%	-10.16%

B. Public Share Holding									
(1) Institutions									
a) Mutual Funds / UTI	-	-	0	0.00%	-	-	0	0.00%	0.00%
b) Banks / FI	-	-	0	0.00%	-	-	0	0.00%	0.00%
c) Central Govt.	-	-	0	0.00%	-	-	0	0.00%	0.00%
d) State Govt.(s)	-	-	0	0.00%	-	-	0	0.00%	0.00%
e) Venture Capital Funds	-	-	0	0.00%	-	-	0	0.00%	0.00%
f) Insurance Company	-	-	0	0.00%	-	-	0	0.00%	0.00%
g) FIs	-	-	0	0.00%	-	-	0	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	0	0.00%	-	-	0	0.00%	0.00%
i) Others (specify)	-	-	0	0.00%	-	-	0	0.00%	0.00%
Sub-Total (B)(1):	0	0	0	0.00%	0	0	0	0.00%	0.00%
(2) Non-Institution									
a) Bodies Corporate									
i. Indian	-	350000	350000	5.83%	-	17500	17500	0.25%	-95.00%
ii. Overseas	-	-	0	0.00%	-	-	0	0.00%	0.00%
b) Individuals									
i. Individual Shareholders holding nominal share capital upto Rs. 1 lakh	-	-	0	0.00%	-	70000	70000	1.01%	100.00%
i. Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	0	0.00%	-	1661391	1661391	24.06%	100.00%
c) Others (specify)									
i. Shares held by Pakistani citizens vested with the Custodian of Enemy Property	-	-	0	0.00%	-	-	0	0.00%	0.00%
ii. Other Foreign Nationals	-	-	0	0.00%	-	-	0	0.00%	0.00%
iii. Foreign Bodies	-	-	0	0.00%	-	-	0	0.00%	0.00%
iv. NRI / OCBS	-	-	0	0.00%	-	-	0	0.00%	0.00%
v. Clearing Members / Clearing House	-	-	0	0.00%	-	-	0	0.00%	0.00%
vi. Trusts	-	-	0	0.00%	-	-	0	0.00%	0.00%
vii. Limited Liability Partnership	-	-	0	0.00%	-	80000	80000	1.16%	100.00%
viii. Foreign Portfolio Investor (Corporate)	-	-	0	0.00%	-	-	0	0.00%	0.00%
ix. Qualified Foreign Investor	-	-	0	0.00%	-	-	0	0.00%	0.00%
Sub-Total (B)(2):	0	350000	350000	5.83%	0	1828891	1828891	26.49%	-95.00%
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	350000	350000	5.83%	0	1828891	1828891	26.49%	-95.00%
C. Shares held by Custodian for GDRs & ADRs									
	-	-	-	0.00%	-	-	0	0.00%	0.00%
Grand Total (A+B+C)	0	6000000	6000000	100.00%	0	6905006	6905006	100.00%	-105.16%

ii) Shareholding of Promoters							
Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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) Mrs. Anjali Kamdar	1120000	18.67%	-	1120000	16.22%	-	0.00%
2) Mr. Sandip Kamdar	1400000	23.33%	-	1551115	22.46%	-	10.79%
3) Mrs. Madhuben Kamdar	1290000	21.50%	-	1325000	19.19%	-	2.71%
4) Mr. Vinodray Kamdar	1840000	30.67%	-	1080000	15.64%	-	-41.30%
Total	5650000	94.17%	-	5076115	73.51%	-	-27.80%

iii) Change in Promoters' Shareholding				
	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1) Mrs. Anjali Kamdar				
At the beginning of the year	1120000	18.67%	1120000	18.67%
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus /sweat equity etc):				
NIL	0	0.00%	0	0.00%
At the end of the year	1120000	16.22%	1120000	16.22%

2) Mr. Sandip Kamdar				
At the beginning of the year	1400000	23.33%	1400000	23.33%
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus /sweat equity etc):				
a) Purchase of shares from Vipul Rashiklal Shah HUF by way of transfer dated 09/12/2017	22223	0.34%	1422223	21.71%
b) Purchase of shares from Mr. Maharshi Shah by way of transfer dated 09/12/2017	22223	0.34%	1444446	22.05%
c) Purchase of shares from Mr. Nalin Sanghvi by way of transfer dated 09/12/2017	22223	0.34%	1466669	22.39%
d) Purchase of shares from Miss. Varti Vipulbhai Shah by way of transfer dated 09/12/2017	22223	0.34%	1488892	22.73%
e) Purchase of shares from Miss. Manishaben Shah by way of transfer dated 09/12/2017	22223	0.34%	1511115	23.07%
f) Allotment of shares on right issue basis on 10/02/2018	40000	0.58%	1551115	22.46%
At the end of the year	1551115	22.46%	1551115	22.46%

3) Mrs. Madhuben Kamdar				
At the beginning of the year	1290000	21.50%	1290000	21.50%
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus /sweat equity etc):				
f) Acquisition of shares on right issue basis on 10/02/2018	35000	0.51%	1325000	19.19%
At the end of the year	1325000	19.19%	1325000	19.19%

4) Mr. Vinodray Kamdar				
At the beginning of the year	1840000	30.67%	1840000	30.67%
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus /sweat equity etc):				
a) Transfer of Shares to Mr. Rajesh Mehta on 09/12/2017	-80000	-1.22%	1760000	26.87%
b) Transfer of Shares to Ms. Rajmi Mehta on 09/12/2017	-75000	-1.15%	1685000	25.73%
c) Transfer of Shares to Rajesh S. Mehta HUF on 09/12/2017	-85000	-1.30%	1600000	24.43%
d) Transfer of Shares to Mr. Vikas Jain on 09/12/2017	-200000	-3.05%	1400000	21.37%
e) Transfer of Shares to Hetal N. Shah HUF on 09/12/2017	-90000	-1.37%	1310000	20.00%
f) Transfer of Shares to Mr. Rajendra V. Kamdar on 09/12/2017	-45000	-0.69%	1265000	19.31%
g) Transfer of Shares to Mr. Jinesh Kamadar on 09/12/2017	-45000	-0.69%	1220000	18.63%
h) Transfer of Shares to Mr. Premal Shukla on 09/12/2017	-50000	-0.76%	1170000	17.86%
i) Transfer of Shares to Mrs. Priti chintan Patel on 09/12/2017	-90000	-1.37%	1080000	16.49%
At the end of the year	1080000	15.64%	1080000	15.64%
Note: Here change in the percentage of shareholding at the end of the year is due to change in the shareholding of Public				

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)				
For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1) Mr. Vikas jain				
At the beginning of the year	0	0.00%	0	0.00%
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	200000	3.05%	200000	3.05%
At the end of the year	200000	2.90%	200000	2.90%
2) Hetal N. Shah HUF				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	90000	1.37%	90000	1.37%
At the end of the year	90000	1.30%	90000	1.30%
3) Mrs. Priti chintan Patel				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	90000	1.37%	90000	1.37%
At the end of the year	90000	1.30%	90000	1.30%
4) Mrs. Shreni Ankit Mehta				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Allotment of shares under Right Issue dated: 04/07/2017	88889	1.48%	88889	1.48%
At the end of the year	88889	1.29%	88889	1.29%
5) Mr. Rajesh S. Mehta HUF				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	85000	1.30%	85000	1.30%
At the end of the year	85000	1.23%	85000	1.23%
6) Mr. Manan R. Patel				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	82833	1.26%	82833	1.26%
At the end of the year	82833	1.20%	82833	1.20%

7) Goodness Consultancy LLP				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Allotment of shares under Right Issue dated: 27/11/2017	80000	1.24%	80000	1.24%
At the end of the year	80000	1.16%	80000	1.16%
8) Rajesh Mehta				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	80000	1.22%	80000	1.22%
At the end of the year	80000	1.16%	80000	1.16%
9) Rajmi Mehta				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	75000	1.15%	75000	1.15%
At the end of the year	75000	1.09%	75000	1.09%
10) Rajan Shah				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Allotment of shares under Right Issue dated:03/09/2017	66667	1.05%	66667	1.05%
At the end of the year	66667	0.97%	66667	0.97%
11) Sanjay S. Shah				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	66667	1.02%	66667	1.02%
At the end of the year	66667	0.97%	66667	0.97%
12) Premal Mahendrabhai Shukla				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	50000	0.76%	50000	0.76%
At the end of the year	50000	0.72%	50000	0.72%
13) Shipla Doshi				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	49000	0.75%	49000	0.75%
At the end of the year	49000	0.71%	49000	0.71%
14) Anil Shanghvi				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer / bonus / sweat equity etc):				
Acquisition of shares by way of transfer dated 09/12/2017	49000	0.75%	49000	0.75%
At the end of the year	49000	0.71%	49000	0.71%
Note: Here change in the percentage of shareholding at the end of the year is due to change in the shareholding of Public				
v) Shareholding of Directors and Key Managerial Personnel:				
For Each of the Directors	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of	No. of Shares	% of total shares of
1) Mrs. Anjali Kamdar (Director upto 31.10.2017)				
At the beginning of the year	1120000	18.67%	1120000	18.67%
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus /sweat equity etc):				
NIL	0	0.00%	0	0.00%
At the end of the year	1120000	0.00%	1120000	0.00%
2) Mr. Sandip Kamdar (Director upto 31.10.2017)				
At the beginning of the year	1400000	23.33%	1400000	23.33%

Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus /sweat equity etc):				
a) Purchase of shares from Vipul Rashiklal Shah HUF by way of transfer dated 09/12/2017	22223	0.34%	1422223	21.71%
b) Purchase of shares from Mr. Maharshi Shah by way of transfer dated 09/12/2017	22223	0.34%	1444446	22.05%
c) Purchase of shares from Mr. Nalin Sanghvi by way of transfer dated 09/12/2017	22223	0.34%	1466669	22.39%
d) Purchase of shares from Miss. Varti Vipulbhai Shah by way of transfer dated 09/12/2017	22223	0.34%	1488892	22.73%
e) Purchase of shares from Miss. Manishaben Shah by way of transfer dated 09/12/2017	22223	0.34%	1511115	23.07%
f) Allotment of shares on right issue basis on 10/02/2018	40000	0.58%	1551115	22.46%
At the end of the year	1551115	0.00%	1551115	0.00%

3) Mrs. Madhuben Kamdar(Director upto 31.10.2017)				
At the beginning of the year	1290000	21.50%	1290000	21.50%
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus /sweat equity etc):				
f) Acquisition of shares on right issue basis on 10/02/2018	35000	0.51%	1325000	19.19%
At the end of the year	1325000	0.00%	1325000	0.00%

4) Mr. Vinodray Kamdar (Director upto 31.10.2017)				
At the beginning of the year	1840000	30.67%	1840000	30.67%
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus /sweat equity etc):				
a) Transfer of Shares to Mr. Rajesh Mehta on 09/12/2017	-80000	-1.22%	1760000	26.87%
b) Transfer of Shares to Ms. Rajmi Mehta on 09/12/2017	-75000	-1.15%	1685000	25.73%
c) Transfer of Shares to Rajesh S. Mehta HUF on 09/12/2017	-85000	-1.30%	1600000	24.43%
d) Transfer of Shares to Mr. Vikas Jain on 09/12/2017	-200000	-3.05%	1400000	21.37%
e) Transfer of Shares to Hetal N. Shah HUF on 09/12/2017	-90000	-1.37%	1310000	20.00%
f) Transfer of Shares to Mr. Rajendra V. Kamdar on 09/12/2017	-45000	-0.69%	1265000	19.31%
g) Transfer of Shares to Mr. Jinesh Kamadar on 09/12/2017	-45000	-0.69%	1220000	18.63%
h) Transfer of Shares to Mr. Premal Shukla on 09/12/2017	-50000	-0.76%	1170000	17.86%
i) Transfer of Shares to Mrs. Priti chintan Patel on 09/12/2017	-90000	-1.37%	1080000	16.49%
At the end of the year	1080000	0.00%	1080000	0.00%

Note: Here change in the percentage of shareholding at the end of the year is due to change in the shareholding of Public

5) Mr. Kashyap Trivedi (from 03.11.2017 to 16.07.2018)				
At the beginning of the year	-	0.00%	-	-
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	-	0.00%	-	-
At the end of the year	-	0.00%	-	-

6) Mr. Jigar Umeshbhai Shah (from 03.11.2017)				
At the beginning of the year	-	0.00%	-	-
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	-	0.00%	-	-
At the end of the year	-	0.00%	-	-

7) Mr. Vinodbhai Chimanlal Shah (from 05.01.2018)				
At the beginning of the year	-	0.00%	-	-
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	-	0.00%	-	-
At the end of the year	-	0.00%	-	-

8) Mr. Rushiraj Patel (from 05.01.2018)				
At the beginning of the year	-	0.00%	-	-
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	-	0.00%	-	-
At the end of the year	-	0.00%	-	-
9) Mr. Prashant Chandraprakash Shivastava (from 05.01.2018)				
At the beginning of the year	-	0.00%	-	-
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	-	0.00%	-	-
At the end of the year	-	0.00%	-	-
10) Mrs. Shivani Ketul Patel (from 05.01.2018)				
At the beginning of the year	-	0.00%	-	-
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	-	0.00%	-	-
At the end of the year	-	0.00%	-	-

For Each of the KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of	No. of Shares	% of total shares of
1) Mr. Kashyap Trivedi (Chief Executive Officer - from 05.01.2018 to 16.07.2018)				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
	0	0.00%	-	-
At the end of the year	0	0.00%	-	-
2) Mr. Rushiraj Patel (Chief Financial Officer) (Appointed w.e.f 05.01.2018)				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
	0	0.00%	-	-
At the end of the year	0	0.00%	-	-
3) Mrs. Falguni Dhruvil Shah (Company Secretary) (From 12.01.2018 to 08.06.2018)				
At the beginning of the year	0	0.00%	-	-
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
	0	0.00%	-	-
At the end of the year	0	0.00%	-	-

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness Rs.
Indebtedness at the beginning of the financial year				
i. Principal Amount	3240910	7977945	0	11218855
ii. Interest due but not paid	-	-	-	0
iii. Interest accrued but not due	-	-	-	0
Total (i + ii + iii)	3240910	7977945	0	11218855
Change in Indebtedness during the financial year				
Addition	-	-	-	0
Reduction	-3214422	-4579043	-	-7793465
Net Change	-3214422	-4579043	0	-7793465
Indebtedness at the end of the financial year				
i. Principal Amount	26488	3398902	-	3425390
ii. Interest due but not paid	-	-	-	0
iii. Interest accrued but not due	-	-	-	0
Total (i + ii + iii)	26488	3398902	0	3425390

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL				
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:				
SR. No.	Particulars of Remuneration	Mr. Kashyap Trivedi (WHOLE TIME DIRECTOR & CEO)	NONE	Total Amount
1	Gross Salary			
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	120000		120000
	(b) Value of perquisites under Section 17(2) Income Tax Act,	-	-	0
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act,	-	-	0
2	Stock Options	-	-	0
3	Sweat Equity	-	-	0
4	Commission			
	a. as percentage of profit	-	-	0
	b. Others, specify...	-	-	0
5	Others, please specify	-	-	0
	TOTAL (A)	120000	0	120000
	Ceiling as per the Act			

B. Remuneration to other Directors:				
-------------------------------------	--	--	--	--

1. Independent Directors: NIL				
SR. No.	Particulars of Remuneration	Name of the Directors		Total Amount
		NONE	NONE	
	Fee for attending Board/Committee Meetings	-	-	0
	Commission	-	-	0
	Others, please specify	-	-	0
	Total (B)(1)	0	0	0

2. Other non-executive Directors: NIL				
SR. No.	Particulars of Remuneration	Name of the Directors		Total Amount
		NONE	NONE	
	Fee for attending	-	-	0
	Commission	-	-	0
	Others, please specify	-	-	0
	Total (B)(2)	0	0	0
	Total (B)(1) + (B)(2)	-	-	0
	Total Managerial Remuneration (A)+(B)	-	-	120000
	Overall Ceiling as per the Act			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD				
SR. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Mrs. Falguni Dhrumil Shah (COMPANY SECRETARY)	NONE	
1	Gross Salary			
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	19000	-	19000
	(b) Value of perquisites under Section 17(2) Income Tax Act,	-	-	0
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act,	-	-	0
2	Stock Options	-	-	0
3	Sweat Equity	-	-	0
4	Commission			
	a. as percentage of profit	-	-	0
	b. Others, specify....	-	-	0
5	Others, please specify	-	-	0
	TOTAL (C)	19000	0	19000

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL					
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)

A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of The Board Of Directors
ARIHANT INSTITUTE LIMITED

SD/-
SIGNATURE
VINOD CHIMANLAL SHAH
CHAIRMAN & NON EXECUTIVE DIRECTOR
DIN: 08033798

Date: 31.08.2018
Place: Ahmedabad

ANNEXURE: 4 TO THE DIRECTORS REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. Industry structure and developments:

India's education sector offers a great opportunity with approximately 29 per cent of India's population being between the age group of 0-14 years. India's higher education segment is expected to increase to US\$ 35.03 billion by 2025. The education sector in India is estimated at US\$ 91.7 billion in FY18 and is expected to reach US\$ 101.1 billion in FY19.

India has one of the largest networks of higher education institutions in the world with 850 universities (as of April 2018) and 42,026 colleges. The Central Government plans to disburse US\$ 1 billion to states for introducing skill development initiatives.

As of July 2018, there were 14,287 Industrial Training Institutes in the India. In October 2017, in order to boost the Skill India mission, two new schemes, SANKALP and STRIVE were launched with an outlay of Rs 6,655 crore (US\$ 1.02 billion). Revitalising Infrastructure and Systems in Education (RISE) by 2022 was announced in union budget 2018-19 with an outlay of Rs 1 lakh crore (US\$ 15.44 billion) for four years.

The Government of India has allowed 100 per cent Foreign Direct Investment (FDI) in the education sector through the automatic route since 2002. The sector has received cumulative FDI worth US\$ 1.70 billion up to March 2018. Indian education sector witnessed 18 merger and acquisition deals worth US\$ 49 million in 2017.

In May 2018, the Ministry of Human Resource Development, Government of India launched Samagra Siksha scheme with the aim of achieving holistic development of school education in the country.

B. Opportunity and Threats:

Opportunities:

- Increase in the demand of education
- Growing role of Private Sector in education industry
- Recent government efforts to promote the education industry.

Threats:

- Political Instability
- Competition
- High Faculty Turnover
- Increasing trend of Abroad Studies

C. Segment-wise or product-wise performance:

The Company operates in a single segment of activity viz. education and hence the segment reporting is not applicable to the Company.

D. Outlook:

The company is already providing coaching for C.A., C.S., CWA, ACCA, CPA etc. The outlook for the coming year 2018-19 looks more promising for professional courses like C.A., C.S. etc. The Company is also looking for expansion of their business by providing coaching in the field of GPSC and UPSC and other competitive exam preparations in the upcoming years. The Company is positive with the future developments and endeavors to do its best to capitalize the opportunities in this sector.

E. Risks & Concerns:

The company is engaged in Tutoring and Coaching Segment and providing Higher, Professional & Vocational Education. The following section discusses the various aspects of enterprise-wide risk management.

Readers are cautioned that the risk related information outlined here is not exhaustive and is for information purpose only. The key risks that may impact the Company's Business include:-

a) Changes in regulatory Environment:

Despite being a regulated and competitive sector, India's education sectors are one of the last theatres for the liberalization debate. Planners and educationalists are confronted with the failure of public initiatives to achieve universal coverage. The increasing trend of preference to study in abroad is also a threat to the Sector.

b) Increased Competition:

The Education Industry in India has witnessed the entry of various new players which was resulted in heightened competition. There is greater participation in the provision of higher education, which should be spread through all levels of Education.

F. Internal Control Systems and their Adequacy:

There are well-established procedures for internal controls for operations of the Company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The company has constituted Audit Committee for guidance and proper control of affairs of the Company. To ensure quality of delivery, the Company is now focusing mainly Higher & Vocational Education.

G. Financial Performance:

(Amt. in Rs.)

Particulars	Year 2017-2018	Year 2016-2017
Total Revenue	1,82,04,971/-	1,69,20,492/-
Total expenses	1,63,29,139/-	1,58,02,818/-
<i>Profit / (Loss) before Taxation</i>	<i>18,75,832/-</i>	<i>11,17,674/-</i>
Provision for taxation - For Current Tax	4,75,000/-	3,00,000/-
Provision for taxation - For Deferred Tax	(3,44,298)/-	(3,09,815)/-
<i>Profit / (Loss) after Taxation</i>	<i>17,45,130/-</i>	<i>11,27,489/-</i>

H. Material Development in Human Resources:

The efforts for development of human resource have been continued with greater emphasis on training and development programs. The Company enjoyed healthy and cordial relations with the employees of the Company. A detailed performance evaluation system is in place and remuneration and rewards are strongly linked to performance indicators.

The Company has laid down various plans to attract and retain skill manpower at all levels. Your directors' place on record their sincere appreciation in respect of the services rendered by the employees of the Company at all levels.

Cautionary Statements

The report may contain forward looking statements which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates', or other words of similar meaning. All statements that address expectations and projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results, are forward looking statements.

Forward looking statements are based on certain assumptions and expectations of future events. The Company assumes no responsibility to publicly 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 express or implied.

ANNEXURE: 5 TO THE DIRECTORS REPORT

A. Statement of Information to be furnished pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

1. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:
Medium Remuneration of Employee: Rs. 93,573.5/-
Salary of Mr. Kashyap Trivedi: Rs. 1,20,000/-
Ratio of Remuneration: 1.28: 1
2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Name of KMP	Designation	Date of appointment
Mr. Kashyap Trivedi	Chief Executive Officer	05.01.2018
Mr. Rushiraj Patel	Chief Financial Officer	05.01.2018
Mrs. Falguni Dhrumil Shah	Company Secretary	12.01.2018

As KMPs are appointed during the year 2017-18, increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager is not applicable.

3. The percentage increase in the median remuneration of employees in the financial year: N.A., As there was no increase in the remuneration of employee as compared to previous year.
4. The number of permanent employees on the rolls of company: 12
5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: N.A. as there was no such increment.
6. The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company provided under Director's Report.

B. Statement Containing the particulars of employees under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as on March 31, 2018:

Name	Age	Designation	Remuneration received	Qualification & experience	Date of Commencement of Employment	Last employment held	% of Equity Shares held by employee	Whether employee is relative of director/ manager
Kinnari J Patel	42	Manager	2,28,000/-	Graduate	10.04.2007	First	NA	NA
Haresh Parmar	38	Accountant & DMIT	1,83,230/-	Graduate 8 Year	25.12.2016	Diagonal Engineering co	NA	NA
Suresh Shrimmali	43	Admin Employee	1,26,920/-	10 th Pass 12 Year	05.08.2014	NA	NA	NA
Kashyap Trivedi	54	Whole Time Director & CEO	1,20,000/-	M.SC	03.11.2017	NA	NA	NA
Umesh L Ingle	64	Admin Employee	1,18,247/-	Old ACC 45 Year	15.05.2012	N.C.C.N	Na	NA
Sandip K Patel	26	Admin Employee	68,900/-	10 th pass	10.07.202	Na	NA	NA
Himani Bhatt	28	Admin Employee	62,000/-	Graduate 2.5 year	25.09.2017	Endeavour	NA	NA
Rakesh Resamiya	32	Admin Employee	57,200/-	12 th pass 1 Year	25.03.2011	Reliance Mart	NA	NA
Dipan Ghataliya	22	Admin Employee	46,400/-	Graduate	10.9.2017	NA	NA	NA
Shaurabh Sharma	19	IT Department	40,000/-	12 th Pass	27.05.2017	NA	NA	NA

**ANNUAL DECLARATION BY CEO / MANAGING DIRECTOR PURSUANT TO PART D OF
SCHEDULE V (REGULATION 34) OF THE LISTING REGULATION**

I, Sandip Vinodkumar Kamdar, Chief Executive Officer of M/s Arihant Institute Limited hereby declare that all the members of the Board of Directors of the Company and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them as laid down by the Company in terms of Part D Schedule V (Regulation 34) of the Listing Regulation entered into with the Stock Exchanges for the financial year ended 31st March, 2018.

FOR ARIHANT INSTITUTE LIMITED

SD/-

SIGNATURE
SANDIP VINODKUMAR KAMDAR
WHOLE TIME DIRECTOR & CEO
DIN: 00043214

DATE: 31.08.2018
PLACE: AHMEDBAD





A J PAREKH & ASSOCIATES
CHARTERED ACCOUNTANT

5/A, INDU SMRUTI CHS, C.P. ROAD, KANDIVALI (EAST), MUMBAI - 400101.
Ph. 9769831903. email: ca.amarparekh@gmail.com

INDEPENDENT AUDITOR'S REPORT

To the Members of M/S ARIHANT INSTITUTE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **M/S ARIHANT INSTITUTE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The management and Board of Directors of the Company are 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 Companies (Accounts) Rules, 2014. This responsibility includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of 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; design, implementation and maintenance of adequate internal financial controls, that are 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 auditor's 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 management and Board of 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.



A J PAREKH & ASSOCIATES
CHARTERED ACCOUNTANT

5/A, INDU SMRUTI CHS, C.P. ROAD, KANDIVALI (EAST), MUMBAI - 400101.
Ph. 9769831903. email: ca.amarparekh@gmail.com

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, 2018 and its profit for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure 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 further 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 purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, 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 applicable 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, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to other matters to be included in the Auditor's Report in accordance with the 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 does not have any pending litigations which would impact its financial position as at March 31, 2018.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. No amounts were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2018.

SD/-

Amar Parekh

Chartered Accountants

Registration No. 160526

Mumbai | 31th August 2018



A J PAREKH & ASSOCIATES
CHARTERED ACCOUNTANT

5/A, INDU SMRUTI CHS, C.P. ROAD, KANDIVALI (EAST), MUMBAI - 400101.
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**ANNEXURE TO INDEPENDENT AUDITORS' REPORT ON THE ACCOUNTS FOR THE YEAR
ENDED MARCH 31, 2018**

**Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory
Requirements" of our report of even date.**

On the basis of the records produced to us for our verification/ perusal, such checks as we considered appropriate and in terms of information and explanations given to us on our enquiries, we state that:

- I. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
(c) According to the information and explanation given to us and on the basis of examination of the records, the title deeds of immovable properties are held in the name of the company.
- II. The inventory has been physically verified at reasonable intervals during the year by the Management except stocks with third parties for which confirmations are obtained. The discrepancies noticed on physical verification, between physical stocks and books records, were not material in relation to the operation of the company and have been properly dealt with in the books of accounts.
- III. The company has not granted any loans, secured or unsecured to companies, firms, LLP or other parties covered in the registered maintained under Section 189 of the Companies Act, 2013.
- IV. In our opinion and according to the information and explanations given to us, the Company has not advances any loan or given guarantee and made any investment in terms of Section 185 and 186



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respectively of the Companies Act, 2013 accordingly clause 3(iv) of the order is not applicable to the Company.

- V. According to the information and explanations given to us, the Company has not accepted any deposits from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the Order is not applicable to the Company.
- VI. In our opinion and according to the information and explanations given to us, the requirement to maintain the cost records pursuant to the Companies (Cost Records and Audit) Rules ,2014 is not applicable to Company.
- VII. (a) On the basis of our examination of the books of accounts and other relevant records, the company has been generally regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Sale Tax, Value Added Tax, Excise Duty, Cess and any other statutory dues applicable to it with the appropriate authorities during the year
- VIII. According to the records of the Company examined by us and on the basis of information and explanations given to us, the Company has not defaulted in repayment of dues to banks during the year.
- IX. In our opinion and according to the information and explanations given to us, no money was being raised by way of debt instruments and the term loans during the year by the Company.
- X. On the basis of examination of books of account and other relevant records in the course of our audit and information and explanation given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- XI. In our opinion and according to the information and explanations given to us, the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act,2013 for the payment of managerial remuneration is not applicable to the Company.
- XII. The Company is not a Nidhi Company and hence reporting under clause (xii) of Paragraph 3 of the Order is not applicable.



A J PAREKH & ASSOCIATES
CHARTERED ACCOUNTANT

5/A, INDU SMRUTI CHS, C.P. ROAD, KANDIVALI (EAST), MUMBAI - 400101.
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- XIII. According to the records of the company examined by us and on the basis of information and explanations given, for the transaction with related parties during the year required disclosure has been made in the Financial Statement as required by the applicable accounting standard. The provision of Section 177 of the Companies Act, 2013 are not applicable to the Company for the year under review and there is no transaction with related parties in terms of provisions of Section 188 of the Companies Act, 2013.
- XIV. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of Paragraph 3 of the Order is not applicable to the Company.
- XV. According to information and explanation 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 3(xv) of the Order is not applicable.
- XVI. The Company is not required to be registered under section 45 – 1A of the Reserve Bank of India Act, 1934.

SD/-

Amar Parekh

A J PAREKH & ASSOCIATES

Chartered Accountants

Registration No. 160526

Mumbai | 31th August 2018

ARIHANT INSTITUTE LIMITED
Balance Sheet as at 31st March, 2018

	Sch No.	As at 31st March, 2018	As at 31st March, 2017
1	2	3	4
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	1	6,83,00,060	6,00,00,000
(b) Reserves and surplus	2	(1,07,88,061)	(2,39,83,131)
			-
2 Share application money pending allotment			
		-	-
3 Non-current liabilities			
(a) Long-term borrowings			
(b) Deferred tax liabilities (Net)	3	34,25,390	81,00,176
(c) Other Long term liabilities		-	-
(d) Long-term provisions		-	-
4 Current liabilities			
(a) Short-term borrowings			
(b) Trade payables	4	-	31,18,679
(c) Other current liabilities		61,70,949	47,85,227
(d) Short-term provisions	5	76,38,476	67,38,482
	6	4,75,000	3,00,000
TOTAL		7,52,21,814	5,90,59,433
II. ASSETS			
1 Non-current assets			
(a) Fixed assets			
(b) Non-current investments			
(c) Deferred tax assets (net)	7	2,91,20,337	3,08,58,766
(d) Long-term loans and advances			-
(e) Other non-current assets	9	7,10,386	3,66,088
	8	40,70,100	60,000
2 Current assets			
(a) Current investments			
(b) Inventories			
(c) Trade receivables			
(d) Cash and cash equivalents	10	4,87,412	5,40,296
(e) Short-term loans and advances	11	2,73,24,525	1,70,00,424
(f) Other current assets	12	2,82,527	3,14,170
	13	1,32,26,528	99,19,690
		-	-
TOTAL		7,52,21,814	5,90,59,433

See accompanying notes to the financial statements
As per our Audit Report of even date attached herewith

<p>FOR A J PAREKH & ASSOCIATES CHARTERED ACCOUNTANTS</p> <p style="text-align: center;">SD/-</p> <p>AMAR PAREKH Proprietor FRNo: 142021W Mem. No. : 160526</p>	<p>FOR AND ON BEHALF OF ARIHANT INSTITUTE LIMITED</p>	
	<p>x SD/-</p> <p>SANDIP VINODKUMAR KAMDAR WHOLE TIME DIRECTOR & CEO DIN:00043214</p>	<p>x SD/-</p> <p>VINODBHAI CHIMANLAL SHAH NON-EXECUTIVE DIRECTOR AND CHAIRMAN DIN: 08033798</p>
	<p>x SD/-</p> <p>JIGAR UMESHBHAI SHAH NON EXECUTIVE DIRECTOR DIN: 05328340</p>	<p>x SD/-</p> <p>RUSHIRAJ ZAVERBHAI PATEL EXECUTIVE DIRECTOR & CHIEF FINANCIAL OFFICER DIN:08017580</p>
<p>DATE: 31.08.2018 PLACE: MUMBAI</p>	<p>DATE: 31.08.2018 PLACE: AHMEDABAD</p>	<p>x SD/-</p> <p>JIGISHA BIMALBHAI SOLANKI COMPANY SECRETARY</p>

ARIHANT INSTITUTE LIMITED
Profit and loss statement for the year ended 31st March, 2018

Particulars	Refer Note No.	31st March,2018	31st March,2017
I. Revenue from operations	14	1,82,04,971	1,69,20,492
II. Other income	15	-	-
III. Total Revenue (I + II)		1,82,04,971	1,69,20,492
IV. Expenses:			
Cost of materials sold and service provided	16	16,92,202	9,47,769
Employee benefits expense	17	49,05,258	32,41,309
Finance costs	18	3,22,204	24,08,822
Depreciation and amortization expense	7	17,38,429	18,10,372
Other expenses	19	76,71,047	-
Total expenses		1,63,29,139	1,58,02,818
V. Profit before exceptional and extraordinary items and tax (III-IV)		18,75,832	11,17,674
VI. Exceptional items		-	-
VII. Profit before extraordinary items and tax (V - VI)		18,75,832	11,17,674
VIII. Extraordinary Items			
IX. Profit before tax (VII- VIII)		18,75,832	11,17,674
X Tax expense:			
(1) Current tax		4,75,000	3,00,000
(2) Deferred tax		(3,44,298)	(3,09,815)
XI Profit (Loss) for the period from continuing operations (VII-VIII)		17,45,130	11,27,489
XV Profit (Loss) for the period (XI + XIV)		17,45,130	11,27,489
XII Earnings per equity share:			
(1) Basic		0.18	0.19
(2) Diluted		0.20	0.19

See accompanying notes to the financial statements
As per our Audit Report of even date attached herewith

FOR A J PAREKH & ASSOCIATES CHARTERED ACCOUNTANTS _____ SD/- AMAR PAREKH Proprietor FRNo: 142021W Mem. No. : 160526	FOR AND ON BEHALF OF ARIHANT INSTITUTE LIMITED	
	x _____ SD/- SANDIP VINODKUMAR KAMDAR WHOLE TIME DIRECTOR & CEO DIN:00043214	x _____ SD/- VINODBHAI CHIMANLAL SHAH NON-EXECUTIVE DIRECTOR AND CHAIRMAN DIN: 08033798
	x _____ SD/- JIGAR UMESHBHAI SHAH NON EXECUTIVE DIRECTOR DIN: 05328340	x _____ SD/- RUSHIRAJ ZAVERBHAI PATEL EXECUTIVE DIRECTOR & CHIEF FINANCIAL OFFICER DIN:08017580
DATE: 31.08.2018 PLACE: MUMBAI	DATE: 31.08.2018 PLACE: AHMEDABAD	x _____ SD/- JIGISHA BIMALBHAI SOLANKI COMPANY SECRETARY

Schedule 1
Share capital

<u>Share Capital</u>	2017-18		2016-17	
	Number	Amount	Number	Amount
Authorised				
Equity Shares of Rs. 10/- each	95,00,000	9,50,00,000	60,00,000	6,00,00,000
	-	-	-	-
Issued				
Equity Shares of Rs. 10/-each	68,30,006	6,83,00,060	60,00,000	6,00,00,000
	-	-	-	-
Subscribed & Paid up				
Equity Shares of Rs.10/- each fully paid	68,30,006	6,83,00,060	60,00,000	6,00,00,000
	-	-	-	-
Total	68,30,006	6,83,00,060	60,00,000	6,00,00,000

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	2017-18		2016-17	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	60,00,000	6,00,00,000	10,00,000	1,00,00,000
Shares Issued during the year	8,30,006	83,00,060	46,50,000	4,65,00,000
Shares Converted from Pref to Equity Shares	-	-	3,50,000	35,00,000
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	68,30,006	6,83,00,060	60,00,000	6,00,00,000

Shares in the company held by each shareholder holding more than 5 percent shares

Name of Shareholder	2017-18		2016-17	
	No. of	% of Holding	No. of Shares	% of Holding
SANDEEP V KAMDAR	1551115	22.71%	1400000	23.33%
VINODBHAI K KAMDAR	1080000	15.81%	1840000	30.67%
ANJALI S KAMDAR	1120000	16.40%	1120000	18.67%
MADHUBEN V KAMDAR	1325000	19.40%	1290000	21.50%
VIKAS JAIN	200000	2.93%	-	-
	5276115	77.25%	5650000	94.17%

Schedule 2
Reserves and surplus

	2017-18	2016-17
a. Surplus in Statement of Profit and Loss		
Opening balance	(2,39,83,131)	(2,51,10,620)
(+) Net Profit/(Net Loss) For the current year	17,45,130	11,27,489
(+) Transfer from Reserves	-	-
(-) Proposed Dividends	-	-
(-) Bonus Issued	-	-
(-) Transfer to Reserves	-	-
Closing Balance	(2,22,38,001)	(2,39,83,131)
Share Premium		
Equity Shares Issued at premium during year	1,14,49,940	
Total	(1,07,88,061)	(2,39,83,131)

Schedule 3
Long Term Borrowings

	2017-18	2016-17
Secured & Unsecured		
(a) Term loans - Secured		
from banks & NBFCs	26,488	1,22,231
from other parties		
Secured by mortgaged of Personal Assets of Directors and guarantees of Directors	-	-
(b) Loans from Directors & Share Holder - Unsecured		
	33,98,902	79,77,945
	34,25,390	81,00,176
Total	34,25,390	81,00,176

Schedule 4
Short Term Borrowings

	2017-18	2016-17
Secured		
(a) Loans repayable on demand		
from banks - OD	-	31,18,679
from other parties	-	-
Secured by mortgaged of Personal Assets of Directors and guarantees of Directors		
(b) Loans and advances from related parties		
	-	-
	-	31,18,679
	-	31,18,679
Total	-	31,18,679

Schedule 5
Other Current Liabilities

	2017-18	2016-17
Statutory Liabilities		
Service Tax Liability	34,91,086	47,92,458
GST payable	16,15,106	-
TDS	24,68,038	18,64,600
PF	66,304	47,584
PROF. TAX	(2,058)	33,840
Total	76,38,476	67,38,482

Schedule 6
Short Term Provisions

	2017-18	2016-17
Taxation	4,75,000	3,00,000
Total	4,75,000	3,00,000

Schedule 8
Long Term Loans and Advances

	2017-18	2016-17
a. Security Deposits		
Secured, considered good	-	-
Unsecured, considered good	70,100	60,000
	70,100	60,000
b. Other loans and advances		
Secured, considered good		
Unsecured, considered good	-	-
Adv for premises Purchases	40,00,000	-
	40,00,000	-
	40,70,100	60,000

Schedule 9
Differed Tax Assets

	2017-18	2016-17
Opening Balance	3,66,088	56,273
Add: DTA during the period	3,44,298	3,09,815
	7,10,386	3,66,088
	7,10,386	3,66,088

Schedule 10
Inventories

	2017-18	2016-17
a. Stock-in-trade (Valued at cost)	4,87,412	5,40,296
	4,87,412	5,40,296
Total	4,87,412	5,40,296

Schedule 11
Trade Receivables

	2017-18	2016-17
Trade receivables outstanding for a period less than six months from the date they are due for payment. Considerd good	1,77,93,528	60,50,750
	1,77,93,528	60,50,750
Trade receivables outstanding for a period exceeding six months from the date they are due for payment and Considered good	95,30,997	1,09,49,674
	95,30,997	1,09,49,674
Total	2,73,24,525	1,70,00,424

Schedule 12
Cash and cash equivalents

	2017-18	2016-17
a. Balances with banks		
Balance with Scheduled Banks	2,18,045	1,19,138
b. Cash on hand	64,482	1,95,032
	2,82,527	3,14,170

Schedule 13
Short-term loans and advances

	2017-18	2016-17
Prepaid Expenses & others	6,87,250	-
Franchisee Deposits		
Shreeji Classess	19,40,600	21,40,600
Planet Vidhya	19,12,500	21,12,500
Gayatri Classess	19,02,524	21,30,229
M. J. Computers	19,09,160	21,09,160
Deposit for Lease Premises & Others		
Rent Deposit	5,19,912	7,50,000
Advance to Faculties	6,95,959	1,18,084
Other Deposits	68,179	-
Advances	30,16,829	-
Balance with Government Department (Incl. Ad Tax and TDS)	5,73,615	5,59,117
Unsecured, considered good	-	-
	1,32,26,528	99,19,690

Schedule 14
Revenue from operations

Particulars	2017-18	2016-17
Sale of services-Coaching, E learning & Franchisee center	1,82,04,971	1,69,20,492
Total	1,82,04,971	1,69,20,492

Schedule 15
Other income

Particulars	2017-18	2016-17
Dividend Income	-	-
Other non-operating income (net of expenses directly attributable to such income)	-	-
Total	-	-

Schedule 16
Cost of materials sold & used & Services

Particulars	2017-18	2016-17
Opening Stock	5,40,296	6,09,750
Purchase	7,44,236	-
	12,84,532	6,09,750
Closing Stock	4,87,412	5,40,296
Cost of Services - Professers	8,95,082	8,78,315
Total	16,92,202	9,47,769

Schedule 17
Employee Benefits Expense

	2017-18	2016-17
(a) Salaries and incentives	48,64,509	32,17,869
(b) Contributions to -		
Provident fund & Superannuation scheme	18,720	15,756
(c) Staff welfare expenses	22,029	7,684
Total	49,05,258	32,41,309

Schedule 18
Finance costs

Particulars	2017-18	2016-17
Interest expense	2,00,041	11,65,419
Other financial charges	1,22,163	12,43,403
Total	3,22,204	24,08,822

Schedule 19
Other expenses

Particulars	2017-18	2016-17
Advertisement Expenses	1,56,500	67,518
Audit Fees	34,200	34,200
Office Expenses / Miscellaneous Expenses	6,24,949	5,68,892
Post, Telephone & Telegram Expenses	1,96,554	3,17,058
Travelling, Conveyance and Vehicle Expenses	42,164	50,833
Power and fuel	6,88,194	6,08,940
Rent, Rates & Taxes	57,54,194	55,71,116
Repairs & Maintenance	17,419	32,775
Insurance	1,56,873	1,43,214
Total	76,71,047	73,94,546

ARIHANT INSTITUTE LIMITED

Note 7

FIXED ASSETS FOR THE PERIOD ENDED 31-3-2018

Sr. No.	PARTICULARS OF ASSETS	GROSS BLOCK [AT COST]				DEPRECIATION				NET BLOCK	
		Opening Bal.as on 01-04-17	Addition during the period	Deduction during the period	Total as on 31-03-18	Balance as on 01-04-17	For the period	Deduction during period	Total as on 31-03-18	As on 31-03-18	As on 31.3.2017
1.	Plant & Machinery	68,88,084	0	-	68,88,084	25,82,787	3,27,184	-	29,09,971	39,78,113	43,05,297
2.	Vehicles	9,66,909	-	-	9,66,909	3,82,525	91,856	-	4,74,381	4,92,528	5,84,384
3.	Furniture	48,70,103	0	-	48,70,103	19,30,140	3,08,765	-	22,38,905	26,31,198	29,39,963
4.	COMPUTER	67,08,687	0	-	67,08,687	56,98,063	10,10,624	-	67,08,687	0	10,10,624
5.	Recorded Content	2,20,18,498	0	-	2,20,18,498	-	-	-	-	2,20,18,498	2,20,18,498
	TOTAL :-	4,14,52,281	0	-	4,14,52,281	1,05,93,515	17,38,429	-	1,23,31,944	2,91,20,337	3,08,58,766
	P.Y. :-	4,14,52,281	0	-	4,14,52,281	87,83,143	18,10,372	-	1,05,93,515	3,08,58,766	3,26,69,138

ARIHANT INSTITUTE LIMITED
Schedule forming part of the 3 CD

F. Y. 2017-18

A. Y. 2018-19 AS ON
31/03/2018

Annexure I : Statement of Fixed assets, its addition/deduction, depreciation and closing balance of fixed assets

Sr. No.	Name of Assets	Rate of Depre.	Opening WDV 01.04.17	Date of Purchase	Date of Put to use	Addition During the year		Deduction During the year	Total	Depreciation AS PER INCOME TAX	Closing Balance 31.03.18
						Before 30-09	After 30-09				
1	Plant & Machinery	15%	19,09,502					-	19,09,502	2,86,425.30	16,23,077
	Total		19,09,502					-	19,09,502	2,86,425.30	16,23,077
2	Vehicles	15%	3,64,670					-	3,64,670	54,700.50	3,09,970
	Total		3,64,670					-	3,64,670	54,701	3,09,970
3	Furniture	10%	24,82,479					-	24,82,479	2,48,247.90	22,34,231
	Total		24,82,479					-	24,82,479	2,48,247.90	22,34,231
4	COMPUTER	40%	87,053					-	87,053	34,821.20	52,232
	Total		87,053					-	87,053	34,821	52,232
	WIP - Recorded Contents		2,20,18,498						2,20,18,498	-	2,20,18,498
	TOTAL		2,68,62,202					-	2,68,62,202	6,24,195	2,62,38,007

ARIHANT INSTITUTE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

All amounts in rupees unless otherwise stated

Particulars	2017-18	2016-17
A. Cash Flow from operating activities		
Profit before taxation	18,75,832	11,17,674
Adjustments for :		
Depreciation	17,38,429	18,10,372
(Profit) / Loss on sale of Fixed Assets		
Financial Expenses	3,22,204	24,08,822
Interest Income	-	-
Operating profit before working capital changes	39,36,464	53,36,868
Movements in Working Capital :		
(Increase)/Decrease in Trade Receivables	(1,03,24,101)	(1,25,83,985)
(Increase)/Decrease in Inventories	52,884	69,454
Increase/(Decrease) in Trade Payables	13,85,722	(26,49,723)
Increase/(Decrease) in Current Liability	10,74,994	(2,42,055)
(Increase)/Decrease in Short Tern Advances	(33,06,838)	86,73,322
(Increase)/Decrease in Short Tern Borrowings	-	13,01,708
Cash (used in) / generated from operations	(71,80,875)	(94,411)
Direct taxes paid (net of refunds)	-	-
Net cash (used in) / generated from operating activities (A)	(71,80,875)	(94,411)
B. Cash flows from investing activities		
Purchase of fixed assets	-	-
Sale of fixed assets		
(Increase)/Decrease in investments	-	-
Profit / (Loss) on sale of Fixed Assets		
(Increase)/Decrease in Loans and Advances - long	(40,10,100)	1,09,000
Dividends received	-	-
Interest received	-	-
Net cash used in investing activities (B)	(40,10,100)	1,09,000
C. Cash flows from financing activities		
Increase/(Decrease) in Share Capital	1,97,50,000	4,65,00,000
Increase/(Decrease) in Long Term Borrowing	(46,74,786)	(1,29,72,442)
Increase/(Decrease) in Secured Loan - CC loan	(31,18,679)	(3,18,65,620)
Financial Expenses	(3,22,204)	(24,08,822)
Tax Adj. & Provision	(4,75,000)	(3,42,268)
Net cash from financing activities (C)	1,11,59,331	(10,89,152)
Net increase in cash and cash equivalents D=(A + B + C)	(31,643)	(10,74,563)
Cash and cash equivalents at the beginning of the year	3,14,170	13,88,733
Cash and cash equivalents at the end of the year	2,82,527	3,14,170
Components of cash and cash equivalents	As at	As at
	March 31,2018	March 31,2017
Cash on hand	64,482	1,95,032
With Scheduled Banks		
- in Current Account	2,18,045	1,19,138
- in Term Deposit Accounts	-	-
Total	2,82,527	3,14,170

Notes:

1) The figures in brackets represent outflows.

Previous periods' figures have been regrouped / reclassified, wherever necessary, to confirm to current year presentation.

AS PER OUR REPORT OF EVEN DATE	FOR AND ON BEHALF OF ARIHANT INSTITUTE LIMITED	
FOR A J PAREKH & ASSOCIATES CHARTERED ACCOUNTANTS _____ SD/- AMAR PAREKH Proprietor FRNo: 142021W Mem. No. : 160526	x _____ SD/- SANDIP VINODKUMAR KAMDAR WHOLE TIME DIRECTOR & CEO DIN:00043214	x _____ SD/- VINODBHAI CHIMANLAL SHAH NON-EXECUTIVE DIRECTOR AND CHAIRMAN DIN: 08033798
	x _____ SD/- JIGAR UMESHBHAI SHAH NON EXECUTIVE DIRECTOR DIN: 05328340	x _____ SD/- RUSHIRAJ ZAVERBHAI PATEL EXECUTIVE DIRECTOR & CHIEF FINANCIAL OFFICER DIN:08017580
DATE: 31.08.2018 PLACE: MUMBAI	DATE: 31.08.2018 PLACE: AHMEDABAD	x _____ SD/- JIGISHA BIMALBHAI SOLANKI COMPANY SECRETARY

NOTES TO ACCOUNTS

20. Significant Accounting Policies:

The financial statements are prepared under historical cost convention on an accrual basis and comply with the accounting standards (AS) notified by the Companies (Accounting Rules), 2006. The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including other contingent liabilities) as of the date of the financial statements and the reported income and expenses during the reporting period. The management believes that the estimates used in preparations of the financial statements are prudent and reasonable. Future results could defer from these estimates. The significant accounting policies adopted in the presentation of the accounts are as under:-

21. Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

22. Fixed Assets:

Fixed Assets are stated at cost less depreciation/amortization and impairment losses, if any. Cost includes expenses incidental to the installation of assets and attributable borrowing and proportionate cost incurred.

23. Depreciation/amortization :

In respect of assets of the company, depreciation is provided on written down method based on estimated useful life on an asset based on the estimated useful life of an asset specified in schedule II to the Companies Act, 2013.

24. Inventories:

The Inventories shown as Cost or Net Realisable Value, Whichever is Less.

25. Transactions in Foreign Exchange:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction.

- (a) Monetary items outstanding at the balance sheet date are translated at the exchange rate prevailing at the balance sheet date and the resultant difference is recognized as income or expense.
- (b) Non-monetary items outstanding at the balance sheet date are reported using the exchange rate at the date of the transactions.

26. Taxes on income:

- (a) Income tax is computed in accordance with Accounting Standard 22 – 'Accounting for Taxes on Income' (AS – 22). Tax expenses are accounted in the same period to which the revenue and expenses relate.
- (b) Provisions for current income tax is made for the tax liability payable on taxable income and the net profit or loss before tax for the year as per the financial statements are identified and the tax effect of timing differences is recognized as a deferred tax asset or deferred tax liability. The tax effect is calculated on accumulated timing differences at the end of the accounting year based on effective tax rates substantially enacted by the Balance Sheet date that would apply in the years in which the timing differences are expected to reverse.
- (c) Deferred tax assets, other than on carried forward depreciation, are recognized only if there is virtual certainty that they will be realized in the future and are reviewed for the appropriateness
- (d) of their respective carrying values at each balance sheet date.

27. Borrowing Cost:

Interest and other borrowing costs on specific borrowings, attributable to qualifying assets, are capitalized as part of cost of assets all other borrowing costs are charged to revenue.

28. Provisions, Contingent Assets and Contingent Liabilities

Provisions are recognized in terms of Accounting Standard 29- 'Provisions, Contingent Liabilities and Contingent Assets' (AS 29), when there is present legal or statutory obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and a reliable estimate of the amount of the obligation can be made. Contingent liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain events, not wholly within the control of the company, or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for. Contingent assets are not recognized in the financial statements.

29. Earnings Per Share

Particulars	Unit	2017-18	2016-17
Numerator used for calculating Basic and Diluted Earnings per Share (Profit after Tax)	Rs.	1745130	1427489
Weighted average No. of shares used as denominator for calculating Basic and Diluted	No. of Shares	6830006	60,00,000
Nominal Value of Share	Rs.	10	10
Basic Earnings per Share	Rs.	0.18	0.19
Diluted Earnings per Share	Rs.	0.20	0.19

30. Related Party Transactions

Sr. No.	Name	Nature of Payment	Relationship	Amount Rs.
1	NO SUCH TRANSACTION DURING THE YEAR 2017-18			

31. Computation of DTA/(DTL)

Particulars	Amount Rs.
NET BLOCK AS PER THE RULES AS AT 31.01.2018	17,38,429
NET BLOCK AS PER INCOME TAX ACT 31.01.2018	624,195
Difference	1114234
Rate of Tax (including Cess 3 %)	30.90%
DTA/(DTL)	344298

32. Earnings in Foreign Currency

Particulars	2017-18	2016-17
FOB Value of Exports	-	-

33. Expenditure in Foreign Currency

Particulars	2017-18	2016-17
Capital Purchase	-	-
Material Purchase	-	-

34. Arihant Institute Limited has been listed on BSE SME platform of 5th June, 2018. So for the financial year 2017-18, the requirement to have a Peer Review Auditor is not applicable to the Company.

35. Previous year's figures were regrouped rearranged wherever necessary.

FOR A J PAREKH & ASSOCIATES CHARTERED ACCOUNTANTS _____ SD/- AMAR PAREKH Proprietor FRNo: 142021W Mem. No. : 160526	FOR AND ON BEHALF OF ARIHANT INSTITUTE LIMITED	
	x _____ SD/- SANDIP VINODKUMAR KAMDAR WHOLE TIME DIRECTOR & CEO DIN:00043214	x _____ SD/- VINODBHAI CHIMANLAL SHAH NON-EXECUTIVE DIRECTOR AND CHAIRMAN DIN: 08033798
	x _____ SD/- JIGAR UMESHBHAI SHAH NON EXECUTIVE DIRECTOR DIN: 05328340	x _____ SD/- RUSHIRAJ ZAVERBHAI PATEL EXECUTIVE DIRECTOR & CHIEF FINANCIAL OFFICER DIN:08017580
DATE: 31.08.2018 PLACE: MUMBAI	DATE: 31.08.2018 PLACE: AHMEDABAD	x _____ SD/- JIGISHA BIMALBHAI SOLANKI COMPANY SECRETARY



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]

ARIHANT INSTITUTE LIMITED

Registered Office: 201,202, Ratna High Street, Naranpura Crossroad,
Naranpura Ahmedabad-380013

CIN: L80301GJ2007PLC050413 **E-Mail Id:** cs@arihantinstitute.com

Contact No.: 079-27683114 **Website:** www.arihantinstitute.com

Name of Member	
Registered Address:	
E-mail id:	
Folio No./ Client Id:	

I/ We being the member of Arihant Institute Limited, holding _____ shares, hereby appoints:

1. Name: Email Id:
Address:
..... Signature:

Or failing him/her,

2. Name: Email Id:
Address:
..... Signature:

Or failing him/her,

3. Name: Email Id:
Address:
..... Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 11th Annual General Meeting of members of the Company, to be held on Saturday, 29th September, 2018 at 02:00 P.M. at registered office of the Company at 201,202, Ratna High Street, Naranpura,

Crossroad, Naranpura Ahmedabad-380013, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote	
		For	Against
Ordinary Business:			
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended on 31 st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.		
2.	Reappointment of Mr. Jigar Umeshbhai Shah (DIN: 05328340) who retires by rotation and, being eligible, seeks re-appointment.		
3.	Reappointment of M/s. M/s. NGST & Associates, Chartered Accountants for the period of Five Years		
4.	To consider and regularize appointment of Mr. Prashant Chandraprakash Srivastav (DIN: 02257146) as an Independent Director		
5.	To consider and regularise appointment of Mrs. Shivani Ketul Patel (DIN: 08033788) as an Independent Director.		
6.	To consider and regularise appointment of Mr. Rushiraj Zaverbhai Patel (DIN: 08017580) as an Executive Director.		
7.	To consider and regularise appointment of Mr. Vinodbhai Chimanlal Shah (DIN: 08033798) as a Non-Executive Director.		
8.	To consider and regularise appointment of Mr. Sandip Vinodray Kamdar (DIN: 00043214) as a Whole Time Director.		

Signed this day of..... 2018

Affix
revenue
stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.



ARIHANT INSTITUTE LIMITED

Registered Office: 201,202, Ratna High Street, Naranpura Crossroad,
Naranpura Ahmedabad-380013

CIN: L80301GJ2007PLC050413 **E-Mail Id:** cs@arihantinstitute.com

Contact No.: 079-27683114 **Website:** www.arihantinstitute.com

ATTENDENCE SLIP

(To be presented at the entrance)

11TH ANNUAL GENERAL MEETING OF ARIHANT INSTITUTE LIMITED

**On Saturday, 29th September, 2018 at 02:00 P.M. at the Registered Office of the company
at 201,202, Ratna High Street, Naranpura Crossroad, Naranpura Ahmedabad-380013**

Folio No. _____	DP ID No. _____	Client ID No. _____
Name of the Member: _____		Signature: _____
Name of the Proxy holder: _____		Signature: _____

I hereby record my presence at the 11th Annual General Meeting of the Company held On Saturday, 29th September, 2018 at 02:00 P.M. at the Registered Office of the company at 201,202, Ratna High Street, Naranpura Crossroad, Naranpura Ahmedabad-380013.

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Integrated Report for reference at the Meeting.