



36TH ANNUAL REPORT 2017-18

**AARTECH SOLONICS
LIMITED**



CORPORATE INFORMATION**BOARD OF DIRECTORS**

Mr. Anil Anant Rajee
Managing Director

Mr. Amit Anil Rajee
Whole Time Director

Mrs. Poonam Jaideep Mulherkar
Director

Mr. Prasant Dattatray Lowlekar
Independent Director

Mr. Ravindra Kumar Shingwekar
Independent Director

REGISTERED OFFICE

E-2/57, Ashirvad, Arera Colony,
Bhopal,
Madhya Pradesh, 462016

AUDITORS

M/s. SPARK & Associates
Chartered Accountants,
F-08, Smruti Towers, 159, Zone-II, M.P. Nagar,
Bhopal – 462011 (MP)

E-mail: treddy@aartechsolonics.com

Website: www.aartechsolonics.com

Phone: 0755 - 2463593

CORPORATE IDENTIFICATION NUMBER (CIN)

U31200MP1982PLC002030

CONTENTS**PART - A**

❖	Notice.....	04
❖	Board's Report.....	06
❖	Extract of Annual Return.....	10
❖	Attendance Slip	19
❖	Proxy Form	20

PART - B**Standalone Financial Statements**

(Separately attached along with this Report)

❖	Independent Auditors' Report	
❖	Balance Sheet	
❖	Statement of Profit and Loss	
❖	Cash Flow Statement	
❖	Notes forming part of the Financial Statements	
❖	Significant of Accounting Policies	

NOTICE

NOTICE is hereby given that the **36th Annual General Meeting** of the members of **Aartech Solonics Limited** (CIN U31200MP1982PLC002030) will be held on **Saturday, the 29th Day of September, 2018 at 12:00 noon** at the registered office of the Company at E-2/57, Ashirvad, Arera Colony, Bhopal, Madhya Pradesh, 462016 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Board of Directors and Auditors' thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.

2. To appoint a Director in place of Mrs. Poonam Jaideep Mulherkar (DIN: 05262842), who retires by rotation and, being eligible, offers herself for re-appointment.

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

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the "Act") and the Rules framed thereunder, as amended from time to time, **M/s. SPARK & Associates**, Chartered Accountants, Bhopal, (Firm Registration No.005313C) be and is hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting for a term of 2 (Two) financial years, beginning with the financial year 2018-19, subject to ratification by members at every Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors and the Auditors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient, required or incidental thereto, in this regard."

For and on behalf of the Board of Directors

**Sd/-
Anil Anant Raje
Managing Director
(DIN: 01658167)**

Date: **September 07, 2018**

Place: **Bhopal**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("THE MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF ON A POLL ONLY AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 (FORTY-EIGHT) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% (TEN PERCENT) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10% (TEN 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 A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. THE HOLDERS OF PROXY SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Members/proxies/authorized representatives should bring the attendance slip duly completed and signed mentioning therein details of their Client ID/Folio No.
4. Members are requested to notify immediately change in address, if any, to the Company.
5. The Ministry of Corporate Affairs has introduced "**Green Initiative**" whereby the documents are permitted to be served on the members through electronic mode i.e. E-mail. This initiative is a step towards protection of environment and enabling faster communication with the members. Accordingly the Company proposed to serve all documents to e-mail addresses of the members. Members are requested to provide/update their e-mail addresses.

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting their **36th Board's Report** on the business performance and operations of your Company together with the Audited Financial Statements and the Auditor's Report for the financial year ended March 31, 2018. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

FINANCIAL RESULTS:

Financial results of the Company for the year under review are as follow: -

(Amount in Rs.)

PARTICULARS	Unconsolidated		Consolidated	
	Year ended 31 st March 2018	Year ended 31 st March 2017	Year ended 31 st March 2018	Year ended 31 st March 2017
Revenue from Operations	113,027,728	127,285,439	98,827,691	-
Other Income	7,822,607	6,919,748	12163735	-
Total Revenue	120,850,335	134,205,187	110,991,426	-
Less: Expenses	(107,146,722)	(130,980,631)	(101,405,698)	-
Profit before Finance Cost, Depreciation/ Amortisation Expenses & Tax	13,703,613	3,224,556	9,585,728	-
Exceptional Items	-	-	-	-
Profit before Depreciation/ Amortisation Expenses & Tax	13,703,613	3,224,556	9,585,728	-
Less: Depreciation/ Amortisation Expenses	-	-	-	-
Profit/ (Loss) before tax	13,703,613	3,224,556	9,585,728	-
Current Tax Expenses for current year	2,225,740	457,074	2,225,740	-
Deferred Tax	(280,616)	(241,151)	(208,921)	-
Net Profit/ (Loss) after tax	11,758,489	3,008,633	7,568,909	-

OPERATIONS AND STATE OF COMPANY'S AFFAIRS: STANDALONE

During the year under review, the Company recorded total revenue of Rs. 120,850,335/- as against Rs. 134,205,187/- in the previous year. The Company has earned a net profit of Rs. 11,758,489/- as compared to profit of Rs. 3,008,633/- in the previous year. The Company continues to pursue expansion in the domestic market, to achieve sustainable and profitable growth.

OPERATIONS AND STATE OF COMPANY'S AFFAIRS: CONSOLIDATED

During the year under review, the consolidated income of your company Rs. 110,991,426/-. The Company has earned a consolidated net profit of Rs. 7,568,909/- for the year.

CHANGE IN NATURE OF BUSINESS, IF ANY:

There was no change in the nature of Business of the Company during the Financial Year.

SHARE CAPITAL:

During the year under review, there have been no changes in share capital of the Company.

DIVIDEND:

Your Directors do not recommend any dividend for the year ended March 31, 2018 and the available surplus be retained to strengthen the net worth of the Company.

PUBLIC DEPOSIT:

Your Company has not invited/accepted any deposit within the meaning of Section 73 of the Companies Act, 2013 and Rules made there under, during the year under review.

TRANSFER TO RESERVE:

The Company has not proposed any amount to be transferred to General Reserve during the financial year under review.

DETAILS OF DIRECTORS AND KMP:**Appointments**

During the year under review, the Board has appointed Mr. Prashant Dattatray Lowlekar (DIN: 08041377) and Mr. Ravindra Kumar Shingwekar (DIN: 08052203) as Independent Directors w.e.f. February 27, 2018.

In accordance with the Act and the Articles of Association of your Company, Mrs. Poonam Jaideep Mulherkar retires by rotation and being eligible, offers herself for re-appointment.

The approval of the shareholders for their appointment/re-appointment as Directors has been sought in the Notice convening the Annual General Meeting of your Company.

Independent Directors

The Independent Directors have submitted a declaration that each of them meet the criteria for independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as an independent Director during the period under review.

KMP

Pursuant to the provisions of Section 203 of the Act, the Board has appointed Mrs. Arati Nath as the Chief Financial Officer (CFO) of the Company w.e.f. December 27, 2017 and Ms. Steffi Binoy as the Company Secretary of the Company w.e.f. November 1, 2017 who later resigned from the post w.e.f. May 27, 2018.

NO. OF BOARD MEETINGS:

There were 7 (Seven) meetings of Board of Directors held during the year under review, i.e. April 01, 2017, July 05, 2017, October 31, 2017, November 15, 2017, December 01, 2017, December 27, 2017 and January 23, 2018.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to the requirements of under Section 134(3)(C) read with Section 134(5) of the Companies Act, 2013, with respect to Director's Responsibility Statement, your Directors hereby confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2018 and of the profit or loss 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 the Companies Act, 2013 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 had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

CORPORATE SOCIAL RESPONSIBILITY (CSR POLICY):

The provisions of Section 135 of the Companies Act, 2013 is not applicable to the Company, therefore the Company has not developed and implemented any Corporate Social Responsibility initiatives.

SUBSIDIARY/ ASSOCIATE COMPANIES AND JOINT VENTURE:

The Company has two subsidiary companies namely AIC-Aartech Solonics Private Limited and Faradigm Ultracapacitors Private Limited.

AUDITORS:

The Statutory Auditors, **M/s SPARK & Associates**, Chartered Accountants, Bhopal (Firm Registration No.005313C) retires at the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for reappointment as Statutory Auditors of the company to hold office from the conclusion of ensuing annual general meeting till the conclusion of 38th Annual general meeting (i.e. for the term of 2 consecutive years) subject to ratification of appointment at every Annual General Meeting of the Company.

The Auditor's Report on the Audited Financial Statement of the Company for the year ended March 31, 2018 do not contain any qualifications, reservations, adverse remarks or disclaimers so need not require any explanation or comment.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not made any Investment, given guarantee and securities during the year under review as per Section 186 of the Companies Act, 2013. Therefore no need to comply provisions of Section 186 of the Companies Act, 2013.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

Your Directors confirm that they have put in place sufficient internal financial controls with respect to maintenance of books of accounts and preparation of the financial statements.

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

Conservation of energy and technology absorption pursuant to provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 : **NIL**

Foreign Exchange earned	-	Nil
Foreign Exchange used	-	Nil

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL:

There were no significant and material orders passed by the regulators or courts or tribunal impacting the going concern status and Company's operations in future.

FRAUD:

No frauds are reported by the auditors of the company under sub-section (12) of Section 143 of the Companies Act, 2013, for the financial year ended March 31, 2018.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM:

The Company has constituted Audit Committee in accordance with the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 w.e.f. December 27, 2017.

Mr. Ravindra Shingwekar, Mr. Prashant Lowlekar and Mr. Amit Anil Raje, Directors of the company shall constitute the Audit Committee and Mr. Prashant Lowlekar shall act as the Chairman of the Committee.

COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE:

The Company has constituted Nomination and Remuneration Committee in accordance with the provisions of Section 178 of the Companies Act, 2013 w.e.f. December 27, 2017.

Mr. Ravindra Shingwekar, Mr. Prashant Lowlekar and Mrs. Poonam Jaideep Mulherkar, Directors of the company shall constitute the Audit Committee and Mr. Ravindra Shingwekar shall act as the Chairman of the Committee.

COMPOSITION OF STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Company has constituted Stakeholders Relationship Committee in accordance with the provisions of Section 178 of the Companies Act, 2013 w.e.f. December 27, 2017.

Mr. Ravindra Shingwekar, Mr. Prashant Lowlekar and Mr. Amit Anil Raje, Directors of the company shall constitute the Audit Committee and Mr. Ravindra Shingwekar shall act as the Chairman of the Committee.

INFORMATION PURSUANT TO RULE 5(2) OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

The Company has not appointed any employee(s) in receipt of remuneration exceeding the limits specified under Rule 5(2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

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

The Company is committed to provide a safe and conducive work environment to its employees. The Board of Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments have been noticed between the end of financial year and the date of the report which will affect the financial position of the Company.

RISK MANAGEMENT:

At present, the Company has not identified any element of risk which may threaten the existence of the Company.

EXTRACT OF ANNUAL RETURN:

Pursuant to the requirements under section 92(3) and section 134(3) of the Companies Act, 2013, read with Rule 12 of the Companies (Management and administration) Rules, 2014, extract of the Annual Return in prescribed **Form MGT-9** is annexed herewith as **Annexure – "A"**

DISCLOSURE OF RELATED PARTY TRANSACTIONS:

During the year, all the contracts/arrangements entered with the related parties as referred in sub-section (1) to the section 188 of the Companies Act, 2013, were in the Ordinary Course of Business.

The particulars of said contracts or arrangements with related parties in the **Form AOC-2** is annexed as **Annexure – "B"**.

ACKNOWLEDGEMENTS:

Your Directors would like to express their grateful appreciation for assistance and co-operation received from Banks, Government Authorities, Investors and Members during the year under review and thank to all the shareholders for their continued support. The Board of Directors also place on record its sincere appreciation of the commitment and hard work put in by the Management and Employees of the Company and thank them for another excellent year.

For and on behalf of the Board of Directors

**Sd/-
Anil Anant Raje
Managing Director
(DIN: 01658167)**

**Sd/-
Amit Anil Raje
Whole-time Director
(DIN: 00282385)**

Date: **07 September, 2018**
Place: **Bhopal**

Annexure "A" to Board's Report**FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN****As on the financial year ended on March 31, 2018**

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN:	U31200MP1982PLC002030
ii.	Registration Date:	August 08, 1982
iii.	Name of the Company:	Aartech Solonics Limited
iv.	Category / Sub-Category of the Company:	Company Limited by Shares and an Indian Non-Government Company
v.	Address of the Registered Office and contact details:	E-2/57, Ashirvad, Arera Colony, Bhopal, 462016, Madhya Pradesh T: 0755 - 4276335, 2463593 Email: treddy@aartechsolonics.com
vi.	Whether Listed Company:	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent:	NA

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sl. No.	Name and Description of Main Products / Services	NIC Code of the Product/ Service	% to Total Turnover of the Company
1	Manufacture Of Electrical Machinery And Apparatus N.E.C.	Division 31	100%

*NIC Code has been taken from NIC Code List 2004.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. NO.	Name And Address of The Company	CIN/GLN	Holding/ subsidiary/Associate	% of shares held	Applicable Section
1	AIC- Aartech Solonics Private Limited	U74999MP2017PTC043330	Subsidiary	99%	87(ii)
2	Faradigm Ultracapacitors Private Limited	U74999MP2017PTC043840	Subsidiary	95%	87(ii)

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

i) Category-wise Share Holding: (As on the financial year ended on March 31, 2018)

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
	De mat	Physical	Total	% of Total Shares	De mat	Physical	Total	% of Total Shares	
A. (1) Promoters (Indian)									
a) Individual/HUF	Nil	2492000	2492000	50.44	Nil	2492000	2492000	50.44	Nil
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	Nil	2492000	2492000	50.44	Nil	2492000	2492000	50.44	Nil
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	Nil	2492000	2492000	50.44	Nil	2492000	2492000	50.44	Nil
B. Public Shareholding (Institutions)									
a) Mutual Funds/Banks/FI	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Venture Capital funds	-	-	-	-	-	-	-	-	-
e) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	Nil	43897	43897	0.89	Nil	43897	43897	0.89	Nil
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	Nil	2404197	2404197	48.67	Nil	2404197	2404197	48.67	Nil

c) Others Hindu Undivided Family	-	-	-	-	-	-	-	-	-
d) NRI's	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	Nil	2448094	2448094	49.56	Nil	2448094	2448094	49.56	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	Nil	2448094	2448094	49.56	Nil	2448094	2448094	49.56	Nil
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	Nil	4940094	4940094	100.00	Nil	4940094	4940094	100.00	Nil

(ii) Shareholding of Promoters: (As on the financial year ended on March 31, 2018)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Anil Anant Raje	1558667	31.55%	NIL	1558667	31.55%	NIL	NIL
2	Chhaya Raje	933333	18.89%	NIL	933333	18.89%	NIL	NIL
Total		2492000	50.44%	NIL	2492000	50.44%	NIL	NIL

(iii) Change in Promoters' Shareholding (please specify, if there is no change):

(As on the financial year ended on March 31, 2018)

Sl. No.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	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	Anil Anant Raje				
	At the beginning of the year	1558667	31.55%	1558667	31.55%
		No Change in the Shareholding during the Year			
	At the End of the year	1558667	31.55%	1558667	31.55%

2	Chhaya Raje				
	At the beginning of the year	933333	18.89%	933333	18.89%
	No Change in the Shareholding during the Year				
	At the End of the year	933333	18.89%	933333	18.89%

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): (as on the financial year ended on March 31, 2018)

Sl. No.	Shareholders Name 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	Amit Anil Raje	1021067	20.66%	1021067	20.66%
2	Poonam Mulherkar	93333	1.88%	93333	1.88%
3	Prajakta Shahshikant Kulkarni	1092000	22.10%	1092000	22.10%
4	Arati Nath	91490	1.85%	91490	1.85%
5	Vivek Dikey	59640	1.20%	59640	1.20%
6	Arun Wadia	46667	0.94%	46667	0.94%
7	Pradeep Narkhede	7120	0.14%	7120	0.14%
8	Jones John Pereira	5600	0.11%	5600	0.11%
9	Ravindra Phull	4667	0.09%	4667	0.09%
10	Padma Pathak	3733	0.07%	3733	0.07%

(v) Shareholding of Directors and Key Managerial Personnel:

(As on the financial year ended on March 31, 2018)

Sl. No.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	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	Anil Anant Raje				
	At the beginning of the year	1558667	31.55%	1558667	31.55%
		No Change in the Shareholding during the Year			
	At the End of the year	1558667	31.55%	1558667	31.55%
2	Amit Anil Raje				
	At the beginning of the year	1021067	20.66%	1021067	20.66%
		No Change in the Shareholding during the Year			
	At the End of the year	1021067	20.66%	1021067	20.66%
3	Poonam Jaideep Mulherkar				
	At the beginning of the year	93333	1.88%	93333	1.88%
		No Change in the Shareholding during the Year			
	At the End of the year	93333	1.88%	93333	1.88%
4	Prashant Dattatray Lowlekar				
	At the beginning of the year	-	-	-	-
		No Change in the Shareholding during the Year			
	At the End of the year	-	-	-	-
5	Ravindra Kumar Shingwekar				
	At the beginning of the year	-	-	-	-
		No Change in the Shareholding during the Year			
	At the End of the year	-	-	-	-
6	Arati Nath				
	At the beginning of the year	91490	1.85%	91490	1.85%
		No Change in the Shareholding during the Year			
	At the End of the year	91490	1.85%	91490	1.85%

V. INDEBTEDNESS (Amount in Rs.)

Indebtedness of the Company including interest outstanding/accrued but not due for payment (as on the financial year ended on March 31, 2018)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	-	-	-	-
Net Change Indebtedness	-	-	-	-
Indebtedness At the end of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: (Amount in Rs.)**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Anil Anant Raje	Amit Anil Raje	
1	Gross salary (a+b+c)			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,580,000	1,858,000	3,438,000

	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - Others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
Total (A)		1,580,000	1,858,000	3,438,000
Ceiling as per the Act				

B. Remuneration to other Directors: (Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors					
	Fee for attending board / committee meetings			NA		
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD: (Amount in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	CFO	Company Secretary	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	1,594,296	130,000	1,724,296
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil

2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission - as % of profit - Others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
Total		Nil	1,594,296	130,000	1,724,296

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NIL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

Sd/-
Amit Anil Raje
Whole-time Director
(DIN: 00282385)

Sd/-
Anil Anant Raje
Managing Director
(DIN: 01658167)

Annexure "B" to Board's Report**FORM AOC-2**

[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8 (2) of the Companies (Accounts) Rules, 2014]

1. Details of Contracts or Arrangement or Transaction not at Arm's Length Basis as Under;

(a) Name (s) of the related party and nature of relationship:	Nil
(b) Nature of the contracts or arrangement or transaction:	Nil
(c) duration of the contracts or arrangement or transaction:	Nil
(d) Salient terms of contracts or arrangement or transaction including the value, if any:	Nil
(e) Justification for entering into such contract or arrangements or transactions:	Nil
(f) Date of approval by the Board, if any;	Nil
(g) Amount paid as advance, if any:	Nil
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	Nil

2. Details of Material Contracts or Arrangement or Transaction at Arm's Length Basis as Under;

a) Name of the related party and nature of relationship:	<u>Subsidiary Companies:</u> I) AIC-Aartech Solonics Private Limited II) Faradigm Ultracapacitors Private Limited
b) Nature of the contracts or arrangement or transaction:	All transactions would be carried out as part of the business requirements of the Company and at Arm's Length Basis. <u>Nature of Contract</u> <u>A. AIC-Aartech Solonics Private Limited</u> i. Unsecured Loan ii. Interest received on Unsecured Loan iii. Rent received iv. Rent received for providing administrative services v. Income received for Utility & Maintenance services vi. Advance Given vii. Consumables Sold <u>B. Faradigm Ultracapacitors Private Limited</u> viii. Unsecured Loan ix. Interest received on Unsecured Loan x. Trade Sales xi. Rent received xii. Income received for Utility & Maintenance services xiii. Tools & Consumables Sold
c) duration of the contracts:	12 months

d) Salient terms of contracts or arrangement or transaction including the value, if any:	Transaction value i. Rs. 12,433,422/- ii. Rs. 608,247/- iii. Rs. 3,000,000/- iv. Rs. 150,000/- v. Rs. 200,000/- vi. Rs. 39,200/- vii. Rs. 680/- viii. Rs. 15,290,209/- ix. Rs. 322,454/- x. Rs. 10,178,097/- xi. Rs. 600,000/- xii. Rs. 70,000/- xiii. Rs. 1,260/-
e) Date of approval by the Board, if any;	April 01, 2017
f) Amount paid as advance, if any:	Nil

ATTENDANCE SLIP

[Please complete this attendance slip and hand it over at the entrance of hall]

AARTECH SOLONICS LIMITED

CIN: U31200MP1982PLC002030

Registered Office: E-2/57, Ashirvad,
Arera Colony, Bhopal, 462016, MP

Phone: 0755 - 4276335, 2463593,

E-mail: treddy@aartechsolonics.com

36TH ANNUAL GENERAL MEETING

I / We hereby record my/our presence at the 36th Annual General Meeting of the Company to be held on **Saturday, the 29th Day of September, 2018 at 12:00** noon at Registered Office of the Company at E-2/57, Ashirvad, Arera Colony, Bhopal, Madhya Pradesh, 462016.

Folio No. of Shareholder

Full Name of Shareholder in block letter.....

Full Address of Shareholder in block letter

No. of Shares held.....

Name of proxy (if any) in block letter.....

Signature of member/proxy/representative*

***strike out whichever is not applicable**

Note:

1. Please complete the Folio No. and name, sign this Attendance Slip along with Identity Proof and handover at the Attendance Verification Counter at THE MEETING HALL.
2. Copy of the Annual Report for FY 2016-17 and the Notice of the 18th Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members.

PROXY FORM

[Pursuant to Section 105(6) of Companies Act, 2013 and Rule 19(3) of Companies (Management and Administration) Rule, 2014]

Name of Member(s)		E-Mail id	
Registered Address		Member's Folio No.	

I/We being the member(s) of _____ shares of the above named Company hereby appoint:

- 1) Name:.....Address.....
Email Id.....Signature.....or failing him;
- 2) Name:.....Address.....
Email Id.....Signature.....or failing him;
- 3) Name:.....Address.....
Email Id.....Signature.....or failing him;

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting of the Company to be held on **Saturday, the 29th Day of September, 2018 at 12:00 noon** at Registered Office of the Company at E-2/57, Ashirvad, Arera Colony, Madhya Pradesh, 462016 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	*Vote	
		For	Against
Ordinary Business			
1.	To receive, consider and adopt: i. the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Board of Directors and Auditors' thereon; and ii. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon		
2.	To appoint a Director in place of Mrs. Poonam Jaideep Mulherkar (DIN: 05262842), who retires by rotation and, being eligible, offers herself for re-appointment		
3.	To appoint M/s. SPARK & Associates, Chartered Accountants, Bhopal, (Firm Registration No.005313C) as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting for a term of 2 (Two) financial years, beginning with the financial year 2018-19, subject to ratification by members at every Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors and the Auditors of the Company.		

Signed this _____ day of _____ 2018.

Signature of the shareholder _____

Signature of the Proxy holder(s) _____

**Affix
Revenue
Stamp
here**

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting along with identity proof.
2. For the resolutions, explanatory statements and Notes please refer to the Notice of this Report.
3. * It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
4. Please complete all details including details of member(s) in the above box before submission.

BOOK POST

To,

If undelivered, please return to;

AARTECH SOLONICS LIMITED

CIN: U31200MP1982PLC002030

**Registered Office: E-2/57, Ashirvad,
Arera Colony, Bhopal, Madhya Pradesh, 462016**

Phone: 0755 - 4276335, 2463593,

E-mail: treddy@aartechsolonics.com