



# ARUNJYOTI Bio VENTURES Ltd.

To,

Date: 25.09.2017

BSE Limited  
P. J. Towers, Dalal Street  
Mumbai - 400 001

Dear Sir/ Madam,

Sub: Voting Results of 31<sup>st</sup> Annual General Meeting held on 25.09.2017  
Ref: Scrip Code: 530881

With reference to the subject cited, this is to inform the Exchange that at the 31<sup>st</sup> Annual General Meeting of M/s. Arunjyoti Bio Ventures Limited held on Monday, 25.09.2017 meeting commenced at 11.30 A.M. at the registered office of the Company at Plot No.45, P & T Colony, Karkhana Road, Secunderabad-500009, Telangana and concluded at 2:00 p.m.

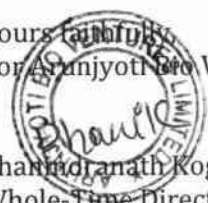
In this regard please find enclosed the following:

1. Summary of the proceedings as required under Schedule III Part A of Regulation 30 of SEBI (LO&DR) Regulations, 2015 - (Annexure 1)
2. Voting Results of the business transacted at the AGM held on Monday, 25.09.2017 as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - (Annexure - 2)
3. Report of Scrutinizer pursuant to sec 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - (Annexure - 3)
4. Annual Report for the year 2016-17 - (Annexure - 4)

This is for the information and records of the Exchange.

Thanking you.

Yours faithfully,  
For Arunjyoti Bio Ventures Limited

  
Phanindra Nath Koganti  
Whole-Time Director  
DIN: 02623033

Encl: as above



CIN: L01400TG1986PLC062463

# ARUNJYOTI Bio VENTURES Ltd.

To,

Date: 25.09.2017

BSE Limited  
P. J. Towers, Dalal Street  
Mumbai - 400 001

Dear Sir/ Madam,

Sub: Proceedings of 31st Annual General Meeting held on Monday, 25.09.2017 at 11:30 A.M. as required under Regulation 30, PART -A of the schedule III of the SEBI (Listing Obligations and Disclosure Requirements), 2015.

Ref: Scrip Code: 530881

Summary of proceedings of the 31<sup>st</sup> Annual General Meeting:

The 31<sup>st</sup> Annual General Meeting (AGM) of the Members of M/s. Arunjyoti Bio Ventures Limited was held on Monday, 25.09.2017 meeting commenced at 11.30 A.M. at the registered office of the Company at Plot No.45, P & T Colony, Karkhana Road, Secunderabad-500009, Telangana. Mr. Phanindranath Koganti chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order and informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting.

The following items of business, as per the Notice of AGM dated August 31, 2017, were transacted at the meeting.

1. Approval of the audited Balance sheet of the Company as at 31<sup>st</sup> March 2017, the Statement of Profit & Loss for the year ended as on that date and the report of the Directors' and Auditors' there on.
2. Re-appointment of Mr. Pabbathi Praveen Kumar, as Whole-time Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.
3. Re-appointment of M/s M.M Reddy & Co., Chartered Accountants as statutory auditors of the Company.



Plot No. 45, P&T Colony, Karkhana, Secunderabad - 500 009. Telangana, INDIA.

Clarifications were provided to the queries raised by the members.

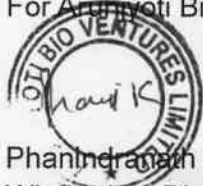
The Board of Directors has appointed Mr. Vivek Surana, Practicing Company Secretary as the Scrutinizer to supervise the e - voting and ballot voting process.

The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed.

This is for the information and records of the Exchange, please.

Thanking you.

Yours sincerely,  
For Anjivoti Bio Ventures Limited



Phanindra Koganti  
Whole-time Director  
(DIN: 02623033)



CIN: L01400TG1986PLC062463

# ARUNJYOTI Bio VENTURES Ltd.

To,

Date: 25.09.2017

BSE Limited  
P. J. Towers, Dalal Street  
Mumbai - 400 001

Dear Sir/ Madam,

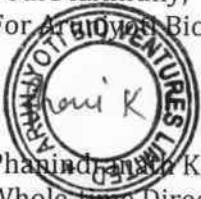
Sub: Voting Results of 31<sup>st</sup> Annual General Meeting held on 25.09.2017 (Scrip Code: 530881)  
Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

With reference to the subject cited, please find enclosed details of Voting Results 31<sup>st</sup> AGM held on Monday, 25.09.2017 pursuant to Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015

This is for the information and records of the exchange, please.

Thanking you.

Yours faithfully,  
For Arunjyoti Bio Ventures Limited



Phanindraiah Koganti  
Whole-time Director  
(DIN: 02623033)

Encl. as above



CIN: L01400TG1986PLC062463

# ARUNJYOTI Bio VENTURES Ltd.

VOTING RESULTS

Date of the AGM	25.09.2017
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	2 7
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Nil Nil

## 1. Adoption of Audited Financial Accounts for the year ended 31.03.2017 along with auditor's and director's report:

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Voters Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	94,150	94,150	100	94,150	0	100	0
	Total	94,150	94,150	100	94,150	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	19,76,750	36	0.0018	36	0	100	0
	Poll	19,76,750	1007	0.05	1007	0	100	0
	Total	19,76,750	1043	0.0518	1043	0	100	0
Total		20,70,900	95,193	4.82	95,193	0	100	0



2. Re- appointment of a director in place of Mr. Pabbathi Praveen Kumar (DIN: 02009879) who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Voters Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	94,150	94,150	100	94,150	0	100	0
	Total	94,150	94,150	100	94,150	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	19,76,750	36	0.0018	36	0	100	0
	Poll	19,76,750	1007	0.05	1007	0	100	0
	Total	19,76,750	1043	0.0518	1043	0	100	0
Total		20,70,900	95,193	4.82	95,193	0	100	0



3. Re-appointment of M/s M.M Reddy & Co., as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Voters Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	94,150	94,150	100	94,150	0	100	0
	Total	94,150	94,150	100	94,150	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	19,76,750	36	0.0018	36	0	100	0
	Poll	19,76,750	1007	0.05	1007	0	100	0
	Total	19,76,750	1043	0.0518	1043	0	100	0
Total		20,70,900	95,193	4.82	95,193	0	100	0





## Vivek Surana & Associates

Practicing Company Secretaries

6-3-354/13/A1, First Floor, Suryateja Apts.,  
Hindi Nagar, Panjagutta, Hyderabad - 500 034.  
Ph: +91 9959 581348  
E-mail: viveksurana24@gmail.com

### FORM No. MGT-13 Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

Whole-time Director  
Arunjyoti Bio Ventures Limited  
Plot No.45, P & T Colony,  
Karkhana Road,  
Secunderabad -500009,  
Telangana

Dear Sir,

Sub: 31<sup>st</sup> Annual General Meeting of the Equity Shareholders of M/s. Arunjyoti Bio Ventures Limited held on Monday, the 25<sup>th</sup> day of September, 2017

We, Vivek Surana and Associates, appointed as Scrutinizer for the purpose of scrutinizing voting process in respect of below mentioned resolutions, at the 31<sup>st</sup> Annual General Meeting of the Equity Shareholders of M/s. Arunjyoti Bio Ventures Limited held on Monday, the 25<sup>th</sup> day of September, 2017 at 11.30 A.M. at the registered office of the Company at Plot No.45, P & T Colony, Karkhana Road, Secunderabad-500009, Telangana, and concluded at 2.00 P.M. We submit our report as under:

1. In compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballots by shareholders on the resolutions proposed in the Notice of the 31<sup>st</sup> Annual General Meeting, our responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render Consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to Chairman of the meeting on the resolutions, based on the reports generated from the electronic voting system and by use of physical poll papers at the meeting.
2. In accordance with the Notice of the 31<sup>st</sup> Annual General Meeting dated 31.08.2017 sent to the shareholders and the Advertisement published pursuant to the Rule 20(3) (V) of the Companies (Management and Administration) Rules, 2014 on 07.09.2017 in "Financial





Express" in English and "Nava Telangana" in Telugu, the e-voting opened at 9.00 A.M on 22<sup>nd</sup> September, 2017 and remained open up to 5.00 P.M on 24<sup>th</sup> September, 2017.

3. The equity shareholders holding shares as on 18.09.2017 which was considered as "cut-off date" for purpose of voting on the resolutions stated in the Notice of the Annual General Meeting of the Company.
4. The votes were unblocked and considered on 25<sup>th</sup> September, 2017 after the conclusion of the AGM in presence of two persons, who are not the employees of the Company.

*Radhika*

M. Radhika

*Akshita*

Akshita Sharma

5. The e-voting results/list of equity shareholders who have voted "for and against" were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL). ([www.evotingindia.com](http://www.evotingindia.com)) and the same were handed over to the Chairman.
6. Based on the report generated from the e-voting website of CDSL and Voting through polling papers at 31<sup>st</sup> AGM, the consolidated report on the results of the voting for the resolutions starting from serial no. 1 to 3 are given here under:



**(a) Resolution No.1 Approval of the audited Balance sheet of the Company as at 31<sup>st</sup> March 2017, the Statement of Profit & Loss for the year ended as on that date and the report of the Directors' and Auditors' there on**

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	1	36	100
Voting through Polling paper(in person or by proxy)	9	95157	100
Total	10	95,193	100

(ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	0	0	0
Voting through Polling paper(in person or by proxy)	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	0	0
Voting through Polling paper(in person or by proxy)	0	0
Total	0	0



**b) Resolution No.2: Re-appointment of Mr. Pabbathi Praveen Kumar as Director of the Company who retires by rotation and being eligible offers himself for re-appointment.**

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	1	36	100
Voting through Polling paper(in person or by proxy)	9	95157	100
Total	10	95,193	100

(ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	0	0	0
Voting through Polling paper(in person or by proxy)	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	0	0
Voting through Polling paper(in person or by proxy)	0	0
Total	0	0



**c) Resolution No 3 : Re-appointment of M/s M.M Reddy & Co., as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company:**

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	1	36	100
Voting through Polling paper(in person or by proxy)	9	95157	100
Total	10	95,193	100

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	0	0	0
Voting through Polling paper(in person or by proxy)	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	0	0
Voting through Polling paper(in person or by proxy)	0	0
Total	0	0



7. A Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
8. The Registers, all other papers and relevant documents relating to remote e-voting and voting by poll paper at 31<sup>st</sup> AGM shall remain in safe custody until the chairman considers and approves and signs the minutes of the aforesaid AGM .

For Vivek Surana & Associates

Place: Hyderabad  
Date: 25.09.2017

Vivek Surana  
Proprietor  
CP No: 12901  
M. No. A24531



# **ARUNJYOTI BIO VENTURES LIMITED**

(FORMERLY KNOWN CENTURY 21st PORTFOLIO LIMITED)

**31st  
ANNUAL REPORT  
2016-2017**

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# ARUNJYOTI BIO VENTURES LIMITED

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## CORPORATE INFORMATION

### **BOARD OF DIRECTORS:**

- |                                  |                                       |
|----------------------------------|---------------------------------------|
| 1. Mr. Phanindranath Koganti     | - Whole-time Director (DIN 02623033)  |
| 2. Mr. Pabbathi Praveen Kumar    | - Whole-time Director (DIN 02009879)  |
| 3. Mr. Raja Kumar Babulal        | - Whole-time Director (DIN07529064)   |
| 4. Mrs. Vanaja Kumari Dokiparthi | - Independent Director (DIN 07151205) |
| 5. Mr. M Aditya Vardhan Reddy    | - Independent Director (DIN 06897440) |
| 6. Mr. Polsani Venkata Rama Rao  | - Independent Director (DIN 00129932) |

### **REGISTERED OFFICE:**

Plot No. 45, P & T Colony,  
Karkhana, Secunderabad – 500009  
E-mail id: cenport@gmail.com

### **AUDITORS:**

M. M. Reddy & Co.,  
Chartered Accountants,  
Rajbhavan Road,  
Somajiguda, Hyderabad.

### **BANKERS:**

State Bank of Hyderabad

### **AUDIT COMMITTEE:**

- 1) M Aditya Vardhan Reddy
- 2) Vanaja Kumari Dokiparthi
- 3) Phanindranath Koganti

### **NOMINATION & REMUNERATION COMMITTEE:**

- 1) M Aditya Vardhan Reddy
- 2) Phanindranath Koganti
- 3) Polsani Venkata Rama Rao

### **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

- 1) M Aditya Vardhan Reddy
- 2) Phanindranath Koganti
- 3) Polsani Venkata Rama Rao

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## ARUNJYOTI BIO VENTURES LIMITED

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### **INDEPENDENT DIRECTORS COMMITTEE:**

- 1) Vanaja Kumari Dokiparthi
- 2) MAditya Vardhan Reddy
- 3) Polsani Venkata Rama Rao

### **RISK MANAGEMENT COMMITTEE:**

- 1) Vanaja Kumari Dokiparthi
- 2) Phanindranath Koganti
- ) MAditya Vardhan Reddy

### **LISTED AT:**

- 1) BSE Limited
- 2) Ahmedabad Stock Exchange Limited

### **REGISTRAR & SHARE TRANSFER AGENTS:**

Venture Capital and Corporate Investments  
Private Limited  
12-10-167, Bharat Nagar,  
Hyderabad – 500 018.

**CIN** : L01400TG1986PLC062463

**ISIN** : INE485K01014

**INVESTOR E-MAIL ID** : cenport@gmail.com



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## ARUNJYOTI BIO VENTURES LIMITED

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### NOTICE

NOTICE is hereby given that the 31<sup>st</sup> Annual General Meeting of the Shareholders of **M/s Arunjyoti Bio Ventures Limited (Formerly known as Century 21<sup>st</sup> Portfolio Limited)** will be held on Monday, the 25<sup>th</sup> day of September, 2017 at 11.30 A.M. at the registered office of the Company at Plot No.45, P & T Colony, Karkhana Road, Secunderabad-500009 to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Mr. Pabbathi Praveen Kumar who retires by rotation and being eligible, offers himself for re-appointment.
3. Re-appointment of Statutory Auditors.

To re-appoint M/s. M. M Reddy & Co., Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at remuneration as may be fixed by the Board.

**For and on behalf of the Board of  
Arunjyoti Bio Ventures Limited**

**Sd/-  
Phanindranath Koganti  
Whole-Time Director  
(DIN 02623033)**

**Place: Secunderabad  
Date : 31.08.2017**

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## ARUNJYOTI BIO VENTURES LIMITED

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### NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Registered Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

2. The Register of Members and Share Transfer Books of the Company will remain closed from 19.09.2017 to 25.09.2017 (Both days inclusive).
3. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
4. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID Numbers for identification.
5. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
6. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
7. 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 the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/

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## ARUNJYOTI BIO VENTURES LIMITED

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Registrar and Share Transfer Agents (Venture Capital and Corporate Investments Private Limited).

8. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.
9. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to **M/s. Venture Capital and Corporate Investments Pvt. Ltd.**, Share Transfer Agents of the Company for their doing the needful.
10. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
11. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission /transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
12. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
13. Electronic copy of the Annual Report for 2016-2017 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2016-2017 is being sent in the permitted mode.
14. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any

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## ARUNJYOTI BIO VENTURES LIMITED

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communication, the shareholders may also send requests to the Company's investor email id [cenport@gmail.com](mailto:cenport@gmail.com)

### **15. Voting through electronic means**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 31<sup>st</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL). The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 18.09.2017, are entitled to vote on the Resolutions set forth in this Notice.

### **16. The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on 22.09.2017 at 9.00 a.m. and ends on 24.09.2017 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18.09.2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

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## ARUNJYOTI BIO VENTURES LIMITED

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(vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the</li></ul>

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## ARUNJYOTI BIO VENTURES LIMITED

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- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts

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## ARUNJYOTI BIO VENTURES LIMITED

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they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
17. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 18th September 2017.
18. The Register of Directors’ and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the AGM.
19. Relevant documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company, during the office hours, on all working days between 10.00 A.M. to 5.00 P.M. up to the date of Annual General Meeting.
20. The Ministry of Corporate Affairs (vide circular nos. 17/2011 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a ‘Green Initiative in Corporate Governance’ and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company’s Registrar and Share Transfer Agents.

**For and on behalf of the Board of  
Arunjyoti Bio Ventures Limited**

**Sd/-**

**Phanindranath Koganti  
Whole-Time Director  
(DIN 02623033)**

**Place: Secunderabad  
Date : 31.08.2017**

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# ARUNJYOTI BIO VENTURES LIMITED

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## BOARD'S REPORT

To,  
The Members

The Directors have pleasure in presenting before you the Directors Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2017.

**1. FINANCIAL SUMMARY/HIGHLIGHTS, OPERATIONS, STATE OF AFFAIRS: [AS PER INFORMATION FROM THE COMPANY]:**

(in Rupees)

Particulars	2016-2017	2015-2016
Total Income	392,728,570	2,135,900
Total Expenditure	390,321,250	2,852,622
Profit Before Tax	2,407,320	(716,722)
Provision for Tax	392,902	--
Profit after Tax	2,014,418	(716,722)

**2 EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:**

There were no material changes and commitments affecting financial position of the company between 31st March and the date of Board's Report (i.e., 24.08.2017).

**3. CHANGE IN THE NATURE OF BUSINESS, IF ANY:**

During the period under review and the date of Board's Report there was no change in the nature of Business.

**4. PUBLIC DEPOSITS:**

The Company has not accepted any deposits falling within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2014, during the financial year under review.

**5. TRANSFER TO RESERVES:**

Directors have decided not to transfer any amount to reserves for the year.



**6. DIVIDEND:**

Directors have decided not to recommend dividend for the year.

**7. REVISION OF FINANCIAL STATEMENTS:**

There was no revision of the financial statements for the year under review.

**8. DISCLOSURES UNDER SECTION 134(3) (I) OF THE COMPANIES ACT, 2013:**

No material changes and commitments which could affect the Company's financial Position have occurred between the ends of the financial year of the Company.

**9. DISCLOSURE OF INTERNAL FINANCIAL CONTROLS:**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received for inefficiency or inadequacy of such controls. The Company maintains appropriate system of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances, and are meant to ensure that all transactions are authorized, recorded and reported correctly.

**10. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL**

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

**11. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES**

The details of transactions/contracts/arrangements entered into by the Company with related party(ies) as defined under the provisions of Section 2(76) of the Companies Act, 2013, during the financial year under review, are furnished in detail somewhere else in the report (if applicable) and forms part of this Report.

**12. BOARD MEETINGS DURING THE YEAR:**

The Board of Directors duly met 4 (Four) times on 30.05.2016,

13.08.2016, 14.11.2016, and 14.02.2017 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

**13. CORPORATE GOVERNANCE:**

Corporate Governance is not applicable to the company since the paid up capital and net worth of the company is less than Rs. 10.00 crores and Rs. 25.00 crores respectively. However, the company voluntarily provides a separate section in the Annual Report titled "Report on Corporate Governance" along with the Auditors' Certificate on Corporate Governance as stipulated under Regulation 34 read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**14. EXTRACT OF ANNUAL RETURN:**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 as a part of this Annual Report –Annexure III

**15 APPOINTMENT / RE-APPOINTMENT / RESIGNATION / RETIREMENT OF DIRECTORS / CEO / CFO AND KEY MANAGERIAL PERSONNEL:**

During the year no Director has resigned from the Company. Mr. Pabbathi Praveen Kumar, Whole time director, retires by rotation and being eligible offers himself for re-appointment. Your directors recommend for his reappointment.

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## ARUNJYOTI BIO VENTURES LIMITED

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The details of the appointment/re-appointment of the director/s:

Particulars	Name of the director
Name	Mr. Pabbathi Praveen Kumar
DIN	02009879
Date of Birth	12.05.1976
Date of Appointment	30.05.2016
Qualifications	B.Com
No. of Shares held in the Company	97705
Directorships held in other companies (excluding private limited and foreign companies)	-
Positions held in mandatory committees of other companies	-
Relationship with other directors of the Company	-

### 16. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received declarations from Mr. Aditya Vardhan Reddy, Mrs. D Vanaja Kumari and Mr. Polsani Venkata Rama Rao, Independent directors of the company to the effect that they are meeting the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in Annexure-II.

**17. DIRECTOR'S RESPONSIBILITY STATEMENT:**

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) The Directors had 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 had prepared the annual accounts on a going concern basis; and
- 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.
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**18. INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES:**

The Company does not have any subsidiaries/associates. During the year neither any company became a subsidiary nor ceased as a subsidiary.

**19. STATUTORY AUDITORS:**

M/s. M. M Reddy & Co., Chartered Accountants, Statutory Auditors of the Company retire at the ensuing Annual General Meeting and being eligible, have expressed their willingness for reappointment. Your directors propose the appointment of M/s. M. M Reddy & Co, Chartered Accountants, as statutory auditors to hold office until the conclusion of the next Annual General Meeting of the company.

The Board recommends the re-appointment of M/s. M. M Reddy & Co, Chartered Accountants as the statutory auditors of the Company from the conclusion of this Annual General meeting till the conclusion of the next Annual General Meeting.

**20. INTERNAL AUDITORS:**

There is no Internal Auditor in the Company.

**21. SECRETARIAL AUDIT:**

Pursuant to the provisions of Section 134(3) (f) & Section 204 of the Companies Act, 2013, Secretarial audit report as provided by M/s. S. S. Reddy & Associates, Practicing Company Secretaries is annexed to this Report as Annexure IV.

**22. INDIAN ACCOUNTING STANDARDS:**

The Ministry of Corporate Affairs vide its notification dated 16<sup>th</sup> February, 2015 has notified the Companies (Indian Accounting Standards) Rules, 2015. In pursuance of the said notification, the Company adopts Indian Accounting Standards with effect from 01<sup>st</sup> April, 2017. The implementation of Indian Accounting Standards (IAS) is a major change process for which the Company has set up a dedicated team and is providing desired resources for its completion within the time frame. The impact of the change on adoption of said IAS is being assessed.

**23. AUDIT REPORTS:**

**(a) Statutory Auditors Report:**

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended March 31, 2017 and has noted that the same does not have any reservation, qualification or adverse remarks. However, the Board decided to further strengthen the existing system and procedures to meet all kinds of challenges that may occur in the industry.

(b) Secretarial Audit Report:

The Board has duly reviewed the Secretarial Audit Report on the Compliances according to the provisions of section 204 of the Companies Act 2013 and does not have any qualifications, reservations or adverse remarks except that the Company does not have a full time Company Secretary, CFO and internal auditors.

The Board is looking for suitable candidates for the above posts and the vacancies will be filled soon.

**24. CORPORATE SOCIAL RESPONSIBILITY (CSR):**

Since your Company does not have the net worth of Rs. 500 Crore or more, or turnover of Rs. 1000 Crore or more, or a net profit of Rs. 5 Crore or more during the financial year, Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is not applicable and hence the Company need not adopt any Corporate Social Responsibility Policy.

**25. COMPLIANCE WITH SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has signed uniform listing agreement with BSE Limited and framed the following policies which are available on Company's website i.e. [www.cenport.com](http://www.cenport.com)

- Board Diversity Policy
- Policy on preservation of Documents
- Risk Management Policy
- Whistle Blower Policy
- Familiarisation programme for Independent Directors
- Sexual Harrassment Policy
- Related Party Policy
- Code of Conduct

**26. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:**

The required information as per Sec.134 of the Companies Act 2013 is provided hereunder:

**A. Conservation of Energy:**

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

**B. Technology Absorption:**

1. Research and Development (R&D) : NIL
2. Technology absorption, adoption and innovation : NIL

**C. Foreign Exchange Earnings and Out Go:**

Foreign Exchange Earnings	: Nil
Foreign Exchange Outgo	: Nil

**27. INSURANCE:**

The Company is not having any major fixed asset and therefore insurance is not required.

**28 PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The company has not given loans or Guarantees or made investments attracting section 186 of the Companies Act, 2013 during the year under review

**29 CREDIT & GUARANTEE FACILITIES:**

The Company has not availed any facilities of Credit and Guarantee, for the business of the Company.

**30. DISCLOSURE ABOUT COST AUDIT:**

Cost Audit is not applicable to your Company.

**31. RATIO OF REMUNERATION TO EACH DIRECTOR:**

Under section 197(12) of the Companies Act, 2013, and Rule 5(1)(2) & (3) of the Companies (Appointment & Remuneration) Rules, 2014, the ratio of remuneration of Whole-time Director, Mr. P. Praveen Kumar is 0.5:1

**32. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:**

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

**33. CEO/ CFO CERTIFICATION:**

The Director and CEO/ CFO certification of the financial statements for the year 2016-17 is provided in Annexure I.

**34. INDUSTRY BASED DISCLOSURES AS MANDATED BY THE RESPECTIVE LAWS GOVERNING THE COMPANY:**

The Company is not a NBFC, Housing Companies etc., and hence Industry based disclosures is not required.

**35. SECRETARIAL STANDARDS:**

The company is in compliance with SS 1 & SS 2.

**36. EVENT BASED DISCLOSURES:**

During the year under review, the Company has not taken up any of the following activities:

- 1. Issue of sweat equity share:** The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014.
- 2. Issue of shares with differential rights:** The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014.
- 3. Issue of shares under employee's stock option scheme:** The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014
- 4. Non- Exercising of voting rights :** During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and



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## ARUNJYOTI BIO VENTURES LIMITED

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Debentures) Rules, 2014.

5. **Disclosure on purchase by company or giving of loans by it for purchase of its shares:** The Company did not purchase or give any loans for purchase of its shares.
6. **Buy back shares:** The Company did not buy-back any shares during the period under review.
7. **Disclosure about revision:** Since the company did not undergo any revision, this clause is Not Applicable to the company for the period under review.
8. **Preferential Allotment of Shares:** The Company did not allot any shares on preferential basis during the period under review.

### 37. EMPLOYEE RELATIONS AND REMUNERATION:

Your Directors are pleased to record their sincere appreciation of the contribution by the staff at all levels in the improved performance of the Company.

None of the employees is drawing Rs. 8,50,000/- and above per month or Rs.1,02,00,000/- and above in aggregate per annum, the limits prescribed under Section 197(12) of Companies Act 2013 read with Rule 5 of Companies(Appointment & Remuneration Of Managerial Personnel) Rules, 2014.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees are covered under this policy.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

No. of complaints received	:	Nil
No. of complaints disposed off	:	Nil

**39. ACKNOWLEDGEMENTS:**

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company.

Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions, other statutory authorities like SEBI, ROC, Stock Exchanges, NSDL, CDSL, etc and shareholders of the Company for their continued support for the growth of the Company.

**For and on behalf of the Board of  
Arunjyoti Bio Ventures Limited**

**Place: Secunderabad  
Date : 24.08.2017**

**Sd/-  
Phanindranath Koganti  
Whole-Time Director  
(DIN 02623033)**

**Sd/-  
Pabbathi Praveen kumar  
Director  
(DIN 02009879)**

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## ARUNJYOTI BIO VENTURES LIMITED

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### Code of Conduct

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

**Certificate of Code of Conduct for the year 2016-17 as per Regulation 17(5) read with Regulation 34(3) Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Arunjyoti Bio Ventures Limited is committed for conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The Company has adopted a “Code of Ethics and Business Conduct” which is applicable to all director, officers and employees.

I hereby certify that all the Board Members and Senior Management have affirmed the compliance with the Code of Ethics and Business Conduct, under a certificate of Code of Conduct for the year 2016-17.

**For and on behalf of the Board of  
Arunjyoti Bio Ventures Limited**

**Place: Secunderabad  
Date : 24.08.2017**

**Sd/-  
Phanindranath Koganti  
Whole-Time Director  
(DIN 02623033)**

### CORPORATE GOVERNANCE

*\*\* Corporate Governance is not applicable to the company as its paid up-equity capital and net worth does not exceed Rs. 10 crores and Rs. 25 crores respectively. However, the company voluntarily complies with Corporate Governance as a good governance measure to keep the stakeholders informed about the company.*

Arunjyoti Bioventures Limited is committed to best practices in the area of Corporate Governance. Good governance facilitates effective management and control of business, maintaining a high level of business ethics and optimizing the value for all stakeholders.

The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc.

#### **1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:**

The Company's philosophy on Corporate Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Clients, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

#### **2. BOARD OF DIRECTORS**

##### **A. COMPOSITION OF THE BOARD:**

The Board of the Company has 6 members (including 3 Whole-time Directors, 3 Independent Non-Executive Directors). None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he is a Director.

The Board has been enriched with the advices and knowledge of the Independent Directors. None of the Independent Directors has any

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## ARUNJYOTI BIO VENTURES LIMITED

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pecuniary or business relationship except receiving sitting fees. The composition of the Board of Directors as on 31.03.2017 and details of number of Directorships/committee chairmanships/memberships attendance particulars is as under:

- B. ATTENDANCE OF EACH DIRECTOR AT BOARD MEETING HELD DURING THE YEAR AND LAST ANNUAL GENERAL MEETING AND NUMBER OF OTHER BOARD OF DIRECTORS IN WHICH A DIRECTOR IS A MEMBER OR CHAIRPERSON**
- 8.312(i)-183(CHAIR)9 RPE88

**D. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE**

There is no relationship between directors Inter-se.

**E. INDEPENDENT DIRECTORS' MEETING**

As per clause 7 of the schedule IV of the Companies Act (Code for Independent Directors) read with Regulation 25(3) of SEBI LODR Regulations, 2015, a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent directors) was held on 13.02.2017, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors of the Company were present at the meeting.

**F. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

All independent attend an orientation program. The details of training and familiarization program are available on company's website (<https://www.cenport.com>). Further, at the time of the appointment of an independent director, the Company issues a formal letter of appointment outlining his / her role, function, duties and responsibilities. The terms and conditions of appointment are available on our website (<https://www.abhishekinfra.co.in>).

**3. AUDIT COMMITTEE:**

**A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:**

- Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Discussion with external auditors before the audit commences, about

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## ARUNJYOTI BIO VENTURES LIMITED

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the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

- Reviewing the financial statements and draft audit report including quarterly / half yearly financial information.
- Reviewing with management the annual financial statements before submission to the Board, focusing on:
  - a. Any changes in accounting policies and practices;
  - b. Qualification in draft audit report;
  - c. Significant adjustments arising out of audit;
  - d. The going concern concept;
  - e. Compliance with accounting standards;
  - f. Compliance with stock exchange and legal requirements concerning financial statements and
  - g. Any related party transactions
- Reviewing the company's financial and risk management's policies.
- Disclosure of contingent liabilities.
- Reviewing with management, external and internal auditors, the adequacy of internal control systems.
- Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- Discussion with internal auditors of any significant findings and follow-up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of

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## ARUNJYOTI BIO VENTURES LIMITED

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declared dividends) and creditors.

- Reviewing compliances as regards the Company's Whistle Blower Policy.

### **B. COMPOSITION, MEETINGS & ATTENDANCE:**

There were four (4) Audit Committee Meetings held during the year on 30.05.2016, 13.08.2016, 14.11.2016 and 14.02.2017.

Name	Designation	Category	No. of meetings held	No. of meeting attended
Mr. M Aditya Vardhan Reddy	Chairman	NED (I)	4	4
Ms. Vanaja Kumari Dokiparthi	Member	NED (I)	4	4
Mr. Polsani Venkata Rama Rao	Member	NED (I)	4	4

**NED (I) :** Non Executive Independent Director

### **4. NOMINATION AND REMUNERATION COMMITTEE:**

The Committee comprises of three non-executive independent Directors

#### **A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:**

- To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:
  - a. to take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
  - b. to bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.
- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and /or removal.
- To carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy,



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## ARUNJYOTI BIO VENTURES LIMITED

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relating to the remuneration for the Directors, key managerial personnel and other employees.

- To formulate the criteria for evaluation of Independent Directors and the Board.
- To recommend/review remuneration of the Managing Director and Whole-time Director(s) based on their performance and defined assessment criteria.

### **B. COMPOSITION OF THE COMMITTEE, MEETINGS AND ATTENDANCE DURING THE YEAR:**

Name	Designation	Category	No. of meetings held	No. of meeting attended
Mr. M Aditya Vardhan Reddy	Chairman	NED(I)	1	1
Ms. Vanaja Kumari Dokiparthi	Member	NED(I)	1	1
Mr. Polsani Venkata Rama Rao	Member	NED(I)	1	1

**NED (I)** : Non Executive Independent Director

### **C. REMUNERATION POLICY:**

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

### **POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE:**

#### **1. Scope:**

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

#### **2. Terms and References:**

- 2.1 **“Director”** means a director appointed to the Board of a Company.
- 2.2 **“Nomination and Remuneration Committee** means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013, clause 49 of the Equity Listing Agreement and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2.3 **“Independent Director”** means a director referred to in sub-section (6) of Section 149 of the Companies Act, 2013, Clause 49(II)(B) of the Equity Listing Agreement and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**3. Policy:**

Qualifications and criteria

- 3.1.1 The Nomination and Remuneration Committee, and the Board, shall review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company's operations.
- 3.1.2 In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:
- General understanding of the company's business dynamics, global business and social perspective;
  - Educational and professional background
  - Standing in the profession;
  - Personal and professional ethics, integrity and values;
  - Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.
- 3.1.3 The proposed appointee shall also fulfill the following requirements:
- shall possess a Director Identification Number;
  - shall not be disqualified under the companies Act, 2013;
  - shall Endeavour to attend all Board Meeting and Wherever he is appointed as a Committee Member, the Committee Meeting;

- shall abide by the code of Conduct established by the company for Directors and senior Management personnel;
- shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;

Such other requirements as any be prescribed, from time to time, under the companies Act, 2013, Equity listing Agreements, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant laws.

- 3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the company's business.

### **3.2 Criteria of independence**

- 3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.

- 3.2.2 The criteria of independence shall be in accordance with the guidelines as laid down in Companies Act, 2013, Clause 49 of the Equity Listing Agreement and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

An independent director in relation to a company, means a director other than a managing director or a whole-time director or a nominee director-

- a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
- b.
  - (i) who is or was not a promoters of the company or its holding, subsidiary or associate company;
  - (ii) Who is not related to promoters or directors of the company its holding, subsidiary or associate company

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## ARUNJYOTI BIO VENTURES LIMITED

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- c. who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or director, during the two immediately preceding financial year or during the current financial year;
- d. none of whose relative has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial year or during the current finance year;
- e. who, neither himself nor any of his relative-
  - (i) Holds or has held the position of a key managerial personnel or is or has been employee of the or associate company in any of the three finance years immediately preceding the finance year in which he is proposed to be appointed;
  - (ii) Is or has been an employee or proprietor or a partner, in any of the three finance year immediately preceding the financial year in which he is proposed to be appointed of-
- (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
- (B) any legal or a consulting firm that has or had any transaction with the company, its holding subsidiary or associate company amounting to ten per cent or more of the gross turnover of more of the gross turnover of such firm;
  - (i) holds together with his relatives two per cent or more of the total voting power of the company; or
  - (ii) is a chief Executive or director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipt from the company any of its promoters , directors or its holding subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or
  - (iii) is a material supplier, service provider or customer or a lesser or lessee of the company.
- f. Shall possess appropriate skills experience and knowledge in one or more field of finance, law management, sales, marketing administration, research, corporate governance, technical operations, corporate social responsibility or this disciplines related to the

company's business.

g. Shall possess such other qualifications as may be prescribed from time to time, under the Companies Act, 2013.

h. who is not less than 21 years of age

3.2.3 The independent Director shall abide by the “code for independent Directors” as specified in Schedule IV to the companies Act, 2013.

3.3 other directorships/ committee memberships

3.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as director of the company. The NR Committee shall take into account the nature of, and the time involved in a director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

3.3.2 A Director shall not serve as director in more than 20 companies of which not more than 10 shall be public limited companies.

3.3.3 A Director shall not serve an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed company.

3.3.4 A Director shall not be a member in more than 10 committee or act as chairman of more than 5 committee across all companies in which he holds directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under section 8 of the companies Act, 2013 shall be excluded.

## **5. REMUNERATION POLICY:**

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

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## ARUNJYOTI BIO VENTURES LIMITED

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The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities and individual performance.

### **Remuneration policy for Directors, key managerial personnel and other employees**

#### **1. Scope:**

- 1.1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the company.

#### **2. Terms and Reference:**

In this policy the following terms shall have the following meanings:

- 2.1 **“Director”** means a director appointed to the Board of the company.
- 2.2 **“key managerial personnel”** means
- (i) The Chief Executive Officer or the managing director or the manager;
  - (ii) The Company Secretary;
  - (iii) The Whole-time Director;
  - (iv) The Chief Finance Officer; and
  - (v) Such other office as may be prescribed under the companies Act, 2013
- 2.3 **“Nomination and Remuneration committee”** means the committee constituted by Board in accordance with the provisions of section 178 of the companies Act, 2013 Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- #### **3. Policy:**
- 3.1 Remuneration to Executive Director and key managerial personnel
- 3.1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Director of the company within the overall approved by the shareholders.

- 3.1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the company.
- 3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:
- (i) Basic pay
  - (ii) Perquisites and Allowances
  - (iii) Stock Options
  - (iv) Commission (Applicable in case of Executive Directors)
  - (v) Retirement benefits
  - (vi) Annual performance Bonus
- 3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

### **3.2 Remuneration to Non – Executive Directors**

- 3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders as per the provisions of the Companies Act.
- 3.2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non-Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.

### **3.3 Remuneration to other employees**

- 3.3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

## ARUNJYOTI BIO VENTURES LIMITED

### A. REMUNERATION TO DIRECTORS PAID DURING THE FINANCIAL YEAR 2016-17 AND OTHER DISCLOSURES:

Name of the Director	Salary(Rs)	Sitting fees(Rs)	Number of shares held	Service Contracts	Stock Option Details	Fixed Component	Performance Based Incentive
Mr. Pabbati Praveen Kumar	6,00,000	—	—	—	—	—	—
Mr. Phanindra nath Koganti	—	—	12575	—	—	—	—
Mr. M Aditya Vardhan Reddy	—	—	—	—	—	—	—
Mrs.D Vanaja Kumari	—	—	—	—	—	—	—
Mr. Venkata Rama Rao Polsani	—	—	—	—	—	—	—
Mr. Raja Kumar Babulal	—	—	—	—	—	—	—

### B. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI LODR Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other Committees of the Board. Structured questionnaires were prepared after taking in to consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of participation in the meetings and contribution, independence of judgments, safeguarding the interest of the Company and other stakeholders, etc. The performance evaluation of the Independent Directors was carried out by.

### 6. STAKEHOLDER'S RELATIONSHIP COMMITTEE: *(Constituted in terms of Sec 178 of the Companies Act, 2013 read with Regulation 20 of SEBI LODR Regulations, 2015)*



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## ARUNJYOTI BIO VENTURES LIMITED

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### A) COMPOSITION:

The Details of composition of the Committee are given below:

Name	Designation	Category
Mr. M Aditya Vardhan Reddy	Chairperson	NED(I)
Mr. Pharnindranath Koganti	Member	ED
Mr. Polsani Venkata Rama Rao	Member	NED(I)

**NED (I)** : Non Executive Independent Director

**ED** : Executive Director

### B. NAME AND DESIGNATION OF COMPLIANCE OFFICER

Mr. Phanindranath Koganti, Whole-Time Director of the company, is the compliance officer of the Company.

### C. DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2016-17

INVESTOR COMPLAINTS	
Particulars	Year ended 31.03.2017
Pending at the beginning of the year	NIL
Received during the year	NIL
Disposed of during the year	NIL
Remaining unresolved at the end of the year	NIL

## 7. RISK MANAGEMENT COMMITTEE:

### A.) COMPOSITION:

The Details of composition of the Committee are given below:

Name	Designation	Category
Vanaja Kumari Dokiparthi	Chairperson	NED(1)
Phanindranath Koganti	Member	ED
M Aditya Vardhan Reddy	Member	NED(1)

**NED (I)** : Non Executive Independent Director

**ED** : Executive Director

**B) ROLE AND RESPONSIBILITIES OF THE COMMITTEE INCLUDES THE FOLLOWING:**

- Framing of Risk Management Plan and Policy
- Overseeing implementation of Risk Management Plan and Policy
- Monitoring of Risk Management Plan and Policy
- Validating the process of risk management
- Validating the procedure for Risk minimisation.
- Periodically reviewing and evaluating the Risk Management Policy and practices with respect to risk assessment and risk management processes.
- Continually obtaining reasonable assurance from management that all known and emerging risks have been identified and mitigated or managed.

**8. DETAILS ON GENERAL BODY MEETINGS:**

## ARUNJYOTI BIO VENTURES LIMITED

### A. LOCATION, DATE AND TIME OF LAST THREE AGMS AND SPECIAL RESOLUTIONS THERE AT AS UNDER:

Financial Year	Date	Time	Location	Special / Ordinary Resolution
2015-16	30.09.2016	11:30 AM	Plot No. 45, P & T Colony, Kharkhana Road, Secunderabad – 500009, Telangana	1.Appointment of Mr. Pabbathi Praveen Kumar as Director of the Company 2. Appointment of Mr. Pabbathi Praveen Kumar as Wholetime Director of the Company 3.Appointment of Mr. Raja Kumar Babulal as Director of the Company 4. Appointment of Mr. Raja Kumar Babulal as Whole-Time Director of the Company 5.Appointment of Mr. Polsani Venkata Rama Rao as Independent Director of the Company
2014-15	29.09.2015	11:30 AM	Plot No. 45, P & T Colony, Kharkhana Road, Secunderabad – 500009, Telangana.	1. Appointment of Mr. A Sreekanth Reddy as Executive Director 2. Appointment of Mr. C Sarath Kumar as Executive Director. 3. Appointment of Mr. Phanindranath Koganti as Executive Director. 4. Appointment of Mrs. D Vanaja Kumari Independent Director of the Company. 5. Amendment of Articles Of Association of the Company.
2013-14	29.09.2014	12:00 Noon	Plot No. 45, P & T Colony, Kharkhana Road, Secunderabad – 500009,	Delisting of Securities from Ludhiana Stock Exchange Limited and Delhi Stock Exchange Limited

**No Extraordinary General Meeting was held during the year 2016-17**

**B. PASSING OF RESOLUTIONS BY POSTAL BALLOT:**

There were no resolutions passed by the Company through Postal Ballot during the financial year 2016-17.

**9. OTHER DISCLOSURES**

**A. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:**

During the year under review, the Company had not entered in to any materially significant transaction with any related party. Remuneration has not paid to any of the Directors of Section 197 read with Schedule V of Companies Act, 2013. During the year, the Company had not entered into any other contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the company on materiality of related party transactions that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arm's length basis.

**B. COMPLIANCES:**

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets, during the last three years.

**C. WHISTLE BLOWER POLICY: *(Set up in terms of Sec 177 of the Companies Act, 2013 read with Regulation 22 of SEBI LODR Regulations, 2015)***

With a view to adopt the highest ethical standards in the course of business, the Company has a whistle bower policy in place for reporting the instances of conduct which are not in conformity with the policy. Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person was denied access to the Audit Committee.

**D. COMPLIANCE WITH THE MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

All mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been appropriately complied with and the status of non-mandatory requirements is given below:

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## ARUNJYOTI BIO VENTURES LIMITED

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- i. The Chairman of the Company is an Executive Chairman and hence the provisions for Non-Executive Chairman are not applicable. All other requirements of the Board during the year have been complied with.
- ii. The financial Statements are free from any Audit Qualifications.

### **E. Non-Executive Directors' Compensation and Disclosures**

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

### **F. DISCLOSURE OF ACCOUNTING TREATMENT:**

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under Section 129 of the Companies Act, 2013.

### **10. MEANS OF COMMUNICATION:**

The quarterly, half-yearly and yearly financial results will be sent to the Stock Exchanges immediately after the Board approves the same and these results will also be published in prominent daily newspapers. These financial statements, press releases are also posted on the Company's website, As the financial performance of the Company is well published, individual communication of half yearly results are not sent to the shareholders.

### **11. GENERAL SHAREHOLDER INFORMATION:**

#### **A) ANNUAL GENERAL MEETING:**

**Day, Date and Time: Monday, 25<sup>th</sup> September, 2017 at 11.30 a.m.**

**Venue:** Plot No. 45, P & T Colony, Kharkhana Road, Secunderabad – 500009.

#### **B) FINANCIAL YEAR AND FINANCIAL YEAR CALENDAR 2016-17 (TENTATIVE SCHEDULE)**

Financial year to which the Annual General Meeting relates: 2016-2017  
Financial calendar: 2017-18 (tentative)

Adoption of Quarterly results for the Quarter ending

- 30th June, 2017 : 1st/2nd Week of September 2017
- 30th September, 2017 : 1st/2nd Week of December, 2017
- 31st December, 2018 : 1st/2nd Week of February, 2018

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## ARUNJYOTI BIO VENTURES LIMITED

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- 31st March, 2018 : on or before 30th May 2018  
Annual General Meeting (Next year) : August / September, 2018
- C) **LISTING FEES:** Listing fee for the year 2016-17 is paid to the Stock Exchanges.
- D) **ELECTRONIC CONNECTIVITY:** The Company has demat connectivity with both NSDL and CDSL. The ISIN is **INE485K01014**.
- E) **NAME AND ADDRESS OF EACH STOCK EXCHANGE WHERE THE COMPANIES SECURITIES ARE LISTED:**  
  
**EXCHANGE:** BSE LIMITED, P.J. Towers, Dalal Street, Mumbai-400001.  
ASE Limited, A-2, Kamdhenu Complex, Opposite Sahajanand College, 120 Feet Ring Rd, Panjara Pol, Ambawadi, Ahmedabad, Gujarat 380015.
- F) **STOCK CODE:**  
**EXCHANGE: BSE LIMITED** **CODE: 530881**

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## ARUNJYOTI BIO VENTURES LIMITED

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### G) STOCK MARKET PRICE DATA:

Month	High	Low
April'16	20	16
May'16	20.5	16
June'16	20.30	17.30
July'16	17	17
Aug'16	17.20	14
Sept'16	16.80	16.15
Oct'16	16.50	12.80
Nov'16	14.30	12.45
Dec'16	13.65	12.02
Jan'17	15	11.80
Feb'17	12.38	10.68
Mar'17	10.12	10.12

### H) REGISTRAR AND SHARE TRANSFER AGENTS:

Venture Capital and Corporate Investments Private Limited  
12-10-167, Bharat nagar  
Hyderabad - 500 018.  
**Phone No.** 040-23818475/23818476/23868023

### I) SHARE TRANSFER SYSTEM:

The Transfer of Shares is affected by the Registrars after necessary approval of the Board/Share Transfer Committee. Transfer generally takes 1-2 weeks.

## ARUNJYOTI BIO VENTURES LIMITED

### J) SHAREHOLDING PATTERN AS ON 31ST MARCH, 2017:

S. No	Category	No. of shares held	Percentage of shareholding
A	Shareholding of Promoter and Promoter group	-	-
1.	Indian	94150	4.55
	Individual	--	--
2.	Foreign	--	--
	Individual	--	--
	<b>Sub-Total A</b>	94150	4.55
B	Public Shareholding	--	
1.	Institutions	--	--
2.	Non Institutions	1976750	95.45
	Sub Total B	1976750	95.45
	<b>Grand Total (A+B)</b>	<b>2070900</b>	<b>100</b>

### K. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2017

SL. NO.	CATEGORY	HOLDERS	HOLDERS PERCENTAGE	SHARES	AMOUNT	AMOUNT PERCENTAGE
1	1 - 5000	216	60.85	40949	1.98	216
2	5001 - 10000	52	14.65	42879	2.07	52
3	10001 - 20000	19	5.35	31921	1.54	19
4	20001 - 30000	8	2.25	22006	1.06	8
5	30001 - 40000	3	0.85	10651	0.51	3
6	40001 - 50000	10	2.82	47855	2.31	10
7	50001 - 100000	13	3.66	99243	4.79	13
8	100001 & Above	34	9.58	1775396	85.73	34
	Total:	355	100	2070900	100	355



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## ARUNJYOTI BIO VENTURES LIMITED

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### L) DEMATERIALISATION & LIQUIDITY OF SHARES:

Trading in Company's shares is permitted only in dematerialized form for all investors. The ISIN of the Company is INE485K01014. in BSE. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form.

Particulars	No. of Shares	% Share Capital
NSDL	1140274	55.06
CDSL	782226	37.77
PHYSICAL	148400	7.17
Total	2070900	100

### M) ADDRESS FOR CORRESPONDENCE:

Plot No. 45, P & T Colony, Karkhana, Secunderabad, Telangana-500009

**For and on behalf of the Board of  
Arunjyoti Bio Ventures Limited**

**Place: Secunderabad**  
**Date : 31.08.2017**

**Sd/-**  
**Phanindranath Koganti**  
**Whole-Time Director**  
**(DIN 02623033)**

**Sd/-**  
**Pabbathi Praveen kumar**  
**Whole-Time Director**  
**(DIN 02009879)**

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## ARUNJYOTI BIO VENTURES LIMITED

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### ANNEXURE-I CERTIFICATE BY THE WHOLE-TIME DIRECTOR OF THE COMPANY

To,  
The Board of Directors  
M/s. Arunjyoti Bio Ventures Limited

Dear Sirs,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

1. I have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2017 and to the best of our knowledge and belief;
  - a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
  - b. These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and
4. That we have informed the auditors and the audit committee of:
  - a) Significant changes in the internal control during the year;
  - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

**For and on behalf of the Board of  
Arunjyoti Bio Ventures Limited**

**Sd/-**

**Phanindranath Koganti  
Whole-Time Director**

**Place: Secunderabad  
Date : 31.08.2017**

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## ARUNJYOTI BIO VENTURES LIMITED

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### DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

As per Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company hereby discloses the details of unpaid/unclaimed dividend and the respective share thereof as follows:

Aggregate No. of Shareholders and the outstanding shares in the suspense account at the beginning of the year.	No. of shareholders who approached the company for transfer of shares from suspense account during the year.	No. of shareholders to whom shares were transferred from suspense account during the year.	Aggregate No. of Shareholders and the outstanding shares in the suspense account at the end of the year.
NIL	NIL	NIL	NIL

***\*\* Voting Right on these shares shall remain frozen till the rightful owner of such shares claims the shares.***

**MANAGEMENT'S DISCUSSION & ANALYSIS REPORT****INDUSTRY STRUCTURE & DEVELOPMENT**

In India's agriculture sector, fertilizers play an important role and accounts for about a seventh of the country's GDP. Demand for fertilizer has been soft and shrinking international prices saw imports rise. Another challenge the industry faces is delayed subsidy payments from the government. The budget allocation on decontrolled fertilizers (P&K) has been reduced. Put together, these challenges are putting a strain on the working capital of fertilizer companies.

**OPPORTUNITIES**

Fertilizer industry's have increased in last two years. The volume growth during FY16-17 has been driven by low opening inventory levels compared with the prevs and low base effect and was supported by moderate growth in the domestic production of urea and higher import for non-urea fertilizers.

**THREATS**

The challenges before the Indian fertilizer industry relate to the incertitude in the supply of fertilizers. The robust growth in consumption propensity has not been met with the required surge in fertilizer production. This has widened the gap between the demand and supply of fertilizers, which has led to an increase in the dependence of the country on imports. This also reflects on the lack of realizing of the domestic capacity utilization of the reserves in the country. The environmental damage caused by the inappropriate use of fertilizers is certainly a matter of serious concern in many states. The net result has been an overall increase in fertilizer prices, with neither the government benefiting due to subsidy reduction nor the farmer benefiting, as fertilizer prices more than doubled in the last four years. While rationalizing fertilizer subsidy across nutrients may be the short-term and immediate solution to the problem, the need of the hour is to have a policy framework that incentivizes domestic production of fertilizers.

**OUTLOOK**

GOI has approved the New Urea Policy effective over next four financial years. The policy has multiple objectives of maximizing indigenous production of Urea and promoting energy efficiency. In order to enhance the use efficiency of Urea, Government had also mandated to produce 75% of domestic Urea as neem coated, so that farmers are benefited.

## **RISKS AND CONCERNS**

The growth trajectory of the Indian fertilizer industry have camouflaged the impending challenges with which it is faced. Adverse Agro climatic conditions can impact the performance of the company. Scanty rains because of monsoon failures which affect the industry. Fertilizer marketing is undergoing a sea change in the emerging scenario in the view of entry of new players and competitors.

## **INTERNAL CONTROL**

The company's internal control/supervisory system is established to ensure that the board and management are able to achieve their business objectives in a prudent manner, safeguarding the interest of company's shareholders and other stakeholders whilst minimizing the key risk such as fraud, misleading financial statements, breach of legal and contractual obligations, unauthorized business activities.

## **HUMAN RESOURCES**

Your company follows a strategy of attracting and retaining the best talent and keep employees engaged, motivated and innovative. The company continues to have cordial relations with its employees and provide personnel development opportunities for all round exposure to them.

## **FINANCIAL AND OPERATIONAL PERFORMANCE**

Financial and operational performance forms part of the Annual Report and is presented elsewhere in the report.

## **DISCLOSURE OF ACCOUNTING TREATMENT**

The Company has complied all the requirement of Accounting standard applicable to the Company and during the year company has not changed any accounting policies.

## **CAUTIONARY STATEMENT**

Statements in the Management Discussions and Analysis Report and Board's Report describing the Company's objectives, expectations, or predictions may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that could influence the Company's operations include competition, government policies and regulations.

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## ARUNJYOTI BIO VENTURES LIMITED

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### ANNEXURE II

#### DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

To,  
The Board of Directors  
M/s. Arunjyoti Bio Ventures Limited

Dear Sir,

I undertake to comply with the conditions laid down in Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 149 and Schedule IV of the Companies Act, 2013 in relation to conditions of independence and in particular:

- (a) I declare that upto the date of this certificate, apart from receiving director's remuneration, I did not have any material pecuniary relationship or transactions with the Company, its promoter, its directors, senior management or its holding Company, its subsidiary and associates as named in the Annexure thereto which may affect my independence as director on the Board of the Company. I further declare that I will not enter into any such relationship/transactions. However, if and when I intend to enter into such relationships/transactions, whether material or non-material I shall keep prior approval of the Board. I agree that I shall cease to be an independent director from the date of entering into such relationship/transaction.
- (b) I declare that I am not related to promoters or persons occupying management positions at the Board level or at one level below the board and also have not been executive of the Company in the immediately preceding three financial years.
- (c) I was not a partner or an executive or was also not partner or executive during the preceding three years, of any of the following:
  - (i) the statutory audit firm or the internal audit firm that is associated with the Company and
  - (ii) the legal firm(s) and consulting firm(s) that have a material association with the company
- (d) I have not been a material suppliers, service provider or customer or lessor or lessee of the company, which may affect independence of the director, and was not a substantial shareholder of the Company i.e., owning two percent or more of the block of voting shares.

Thanking you.  
Yours Faithfully,

**Date: 31.08.2017**  
**Place: Secunderabad**

**S/d-**  
**Vanaja Kumari Dokiparthi**  
**(Independent director)**

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## ARUNJYOTI BIO VENTURES LIMITED

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### ANNEXURE II

#### DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

To,  
The Board of Directors  
M/s. Arunjyoti Bio Ventures Limited

Dear Sir,

I undertake to comply with the conditions laid down in Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 149 and Schedule IV of the Companies Act, 2013 in relation to conditions of independence and in particular:

- (a) I declare that upto the date of this certificate, apart from receiving director's remuneration, I did not have any material pecuniary relationship or transactions with the Company, its promoter, its directors, senior management or its holding Company, its subsidiary and associates as named in the Annexure thereto which may affect my independence as director on the Board of the Company. I further declare that I will not enter into any such relationship/transactions. However, if and when I intend to enter into such relationships/transactions, whether material or non-material I shall keep prior approval of the Board. I agree that I shall cease to be an independent director from the date of entering into such relationship/transaction.
- (b) I declare that I am not related to promoters or persons occupying management positions at the Board level or at one level below the board and also have not been executive of the Company in the immediately preceding three financial years.
- (c) I was not a partner or an executive or was also not partner or executive during the preceding three years, of any of the following:
  - (i) the statutory audit firm or the internal audit firm that is associated with the Company and
  - (ii) the legal firm(s) and consulting firm(s) that have a material association with the company
- (d) I have not been a material suppliers, service provider or customer or lessor or lessee of the company, which may affect independence of the director, and was not a substantial shareholder of the Company i.e., owning two percent or more of the block of voting shares.

Thanking you.  
Yours Faithfully,

**Date: 31.08.2017**  
**Place: Secunderabad**

**S/d-**  
**M Aditya Vardhan Reddy**  
**(Independent director)**

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## ARUNJYOTI BIO VENTURES LIMITED

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### ANNEXURE II

#### DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

To,  
The Board of Directors  
M/s. Arunjyoti Bio Ventures Limited

Dear Sir,

I undertake to comply with the conditions laid down in Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 149 and Schedule IV of the Companies Act, 2013 in relation to conditions of independence and in particular:

- (a) I declare that upto the date of this certificate, apart from receiving director's remuneration, I did not have any material pecuniary relationship or transactions with the Company, its promoter, its directors, senior management or its holding Company, its subsidiary and associates as named in the Annexure thereto which may affect my independence as director on the Board of the Company. I further declare that I will not enter into any such relationship/transactions. However, if and when I intend to enter into such relationships/transactions, whether material or non-material I shall keep prior approval of the Board. I agree that I shall cease to be an independent director from the date of entering into such relationship/transaction.
- (b) I declare that I am not related to promoters or persons occupying management positions at the Board level or at one level below the board and also have not been executive of the Company in the immediately preceding three financial years.
- (c) I was not a partner or an executive or was also not partner or executive during the preceding three years, of any of the following:
  - (i) the statutory audit firm or the internal audit firm that is associated with the Company and
  - (ii) the legal firm(s) and consulting firm(s) that have a material association with the company
- (d) I have not been a material suppliers, service provider or customer or lessor or lessee of the company, which may affect independence of the director, and was not a substantial shareholder of the Company i.e., owning two percent or more of the block of voting shares.

Thanking you.  
Yours Faithfully,

**Date: 31.08.2017**  
**Place: Secunderabad**

**S/d-**  
**Polsani Venkata Rama Rao**  
**(Independent director)**





# ARUNJYOTI BIO VENTURES LIMITED

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)									
i) Category-wise Share Holding:-									
Category of Shareholders	No. of Shares held at the beginning of the year				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	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
Individual/ HUF	93850	69600	163450	7.89	188491	--	188491	9.10	1.21
Central Govt	0	0	0	0	0	0	0	0	0
State Govt (s)	0	0	0	0	0	0	0	0	0
Bodies Corp.	0	0	0	0	0	0	0	0	0
Banks / FI	0	0	0	0	0	0	0	0	0
Any Other....	0	0	0	0	0	0	0	0	0
<b>Sub-total (A) (1) :-</b>	93850	69600	163450	7.89	188491	--	188491	9.10	1.21
<b>(2) Foreign</b>									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
<b>Sub-total (A) (2):-</b>	0	0	0	0	0	0	0	0	0
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	93850	69600	163450	7.89	188491	--	188491	9.10	1.21
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0

## ARUNJYOTI BIO VENTURES LIMITED

h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
Sub-total B(1)	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>2.Non Institutions</b>									
a) Bodies Corp.									
i) Indian	188087	--	188087	9.08	72514	--	72514	3.50	(5.58)
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals	--	--	--	--	--	--	--	--	--
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	213132	78300	291432	14.07	187382	78200	265582	12.83	(1.24)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1323757	69800	1393557	67.29	1443715	69800	1513515	73.08	5.79
c) Others (specify)									
1. NRI	--	--	--	--	--	--	--	--	--
2 .Clearing Members	34374	0	34374	1.67	30798	0	30798	1.49	(0.18)
Sub-total (B)(2):- Total Public Shareholding (B)=(B)(1)+(B)(2)	1759350	148100	1907450	92.11	1734009	148400	1882409	90.9	(1.21)
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	1853200	217700	2070900	100	1922900	148400	2070900		<b>0</b>

## ARUNJYOTI BIO VENTURES LIMITED

### (ii) Shareholding of Promoters

Sl. No	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			%Change during the year
		No. of shares held	% of Total Shares of the Company	% of shares pledged/encumbered to total shares	No. of shares held	% of Total Shares	% of shares pledged/encumbered to total shares	
1.	Mittapalli Ramarao	69400	3.35	--	94441	4.56	--	1.21
2.	M Praveen Kumar	94,050	4.54	--	94050	4.54	--	--

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

Sl. No	Shareholder's Name	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
1.	Mittapalli Ramarao	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
	At the beginning of the year	69400	3.35	69400	3.35
	Increase (acquisition)	25041	1.21	94441	4.56
	At the End of the year	94441	4.56	94441	4.56

## ARUNJYOTI BIO VENTURES LIMITED

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

Sl. N O.	Shareholder Name	Shareholding at the beginning of the year		Share holding at the end of the year	
		No. of Shares	% of total shares of The company	No. of shares	% of total shares of the company
	At the beginning of the year				
1.	Raghu Ram Renduchintala	205773	9.94	205954	9.95
2.	P Leela Madhuri Devi	--	--	105942	5.12
3.	Srinivas Yalamarthy	100000	4.83	100000	4.83
4.	Ramesh Babu Chedella .	--	--	99750	4.82

5.

## ARUNJYOTI BIO VENTURES LIMITED

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
3	Mr. Polsani Venkat Rama Rao	No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	Nil	Nil		
	Date wise Increase /Decrease in Director/KMP Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc): Due to purchase of shares				
	At the End of the year	Nil	Nil		
Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
4	Mr. Pabbathi Praveen Kumar	No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	71205	3.43	71205	3.43
	Date wise Increase /Decrease in Director/KMP Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc): Due to purchase of shares	26500	1.28	97705	4.71
	At the End of the year	97705	4.71	97705	4.71
Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
5.					

## ARUNJYOTI BIO VENTURES LIMITED

<b>V. INDEBTEDNESS</b>				
<b>Indebtedness of the Company including interest outstanding/accrued but not due for payment</b>				
<b>Indebtedness at the beginning of the financial year</b>	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Principal Amount	-	3,99,469	-	3,99,469
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>				
Change in Indebtedness during the financial year Addition Reduction	-	15,35,530	-	15,35,530
Net Change		15,35,530		15,35,530
<b>Indebtedness at the end of the financial year</b>	-	1,934,999	-	1,934,999
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>		1,934,999	-	1,934,999
<b>VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL</b>				
<b>A. Remuneration to Managing Director, Whole-time Directors and/or Manager:</b>				
Sl. No.	Particulars of Remuneration	Name of MD/WTM/ Manager: Mr. Praveen Kumar Pabbathi (Whole Time Director)		Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961 (b) Value of perquisites u/s 17(2) Income tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	6,00,000		6,00,000
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - Others, specify...	-	-	-
5.	Others, please specify	-	-	-
	<b>Total (A)</b>	6,00,000		6,00,000
	<b>Ceiling as per the Act</b>	-	-	-

## ARUNJYOTI BIO VENTURES LIMITED

<b>B. Remuneration to other directors:</b>						
Sl · n o.	Particulars of Remuneration	Name of Director: NIL				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 · commission · Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-
<b>C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD</b>						
Sl · n o.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	Company Secretary	CFO	Total	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	
2.	Stock Option	-	-	-	-	
3.	Sweat Equity	-	-	-	-	
4.	Commission - as % of profit - others, specify...	-	-	-	-	
5.	Others, please Specify	-	-	-	-	
6.	Total	-	-	-	-	



## ARUNJYOTI BIO VENTURES LIMITED

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)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	--	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

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## ARUNJYOTI BIO VENTURES LIMITED

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### FORM MR-3

### SECRETARIAL AUDIT REPORT

(Pursuant to section 204(1) of the Companies Act, 2013 and  
Rule 9 of the Companies (Appointment and Remuneration Personnel)  
Rules, 2014

**FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2017**

To  
The Members of  
M/s. Arunjyoti Bio Ventures Limited  
(formerly known as Century 21st Portfolio Limited)

We have conducted the audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Arunjyoti Bio Ventures Limited** (hereinafter called “the Company”). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year commencing from 1st April, 2016 and ended 31st March, 2017, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st of March, 2017 according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the rules made there under for specified sections notified and came into effect on various dates.
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (iv) Foreign Exchange Management Act, 1999 and the rules and

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## ARUNJYOTI BIO VENTURES LIMITED

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regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment and External Commercial Borrowings;

(v) The Securities and Exchange Board of India Act, 1992 ('SEBI Act')

2. Compliance status in respect of the provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI ACT') is furnished hereunder for the financial year 2016-17:-

- i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **All the required disclosures from time to time and as and when applicable were complied with.**
- ii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **Not Applicable**
- iii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable**
- iv. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable**
- v. The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client; **Not Applicable**
- vi. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable**
- vii. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable**
- viii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 Insider Trading regulations; **The Company has framed code of conduct for regulating & reporting trading by Insiders and for Fair Disclosure, 2015 and displayed the same on company's Website i.e www.arunjyoti.com and all required disclosures from time to time as and when applicable are complied with.**
- ix. The Securities and Exchange Board of India (Listing Obligations and

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## ARUNJYOTI BIO VENTURES LIMITED

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Disclosure Requirements) Regulations, 2015 were complied with to the extent applicable and

- x. The Company has signed fresh Uniform listing agreement with BSE Limited and Ahmedabad Stock Exchange Limited;

The company has framed the policies as mentioned below and displayed the same on the company's website i.e. [www.cenport.com](http://www.cenport.com).

- Board Diversity Policy
- Policy on Preservation of Documents
- Risk Management Policy
- Whistle Blower Policy
- Related party transaction policy
- Familiarisation programme for independent directors
- Anti Sexual harassment policy
- Code of conduct

3. During the year the company has conducted 5 Board meetings, 4 Audit committee meetings, 4 Stakeholders Relationship Committee meetings and 1 Nomination & Remuneration Committee meeting. We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with Stock Exchange(s).

4. During the financial year under report, the Company has complied with the provisions of the New Companies Act, 2013, Old Companies Act, 1956 to the extent applicable and the Rules, Regulations, Guidelines, Standards, etc., mentioned above subject to the following observations;

5. The Company has identified the following law applicable specifically to the Company:

- a. The Water (Prevention & Control of Pollution) Act, 1974, Read with Water (Prevention & Control of Pollution) Rules, 1975.
- b. The Air (Prevention and Control of Pollution) Act, 1981.

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## ARUNJYOTI BIO VENTURES LIMITED

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- c. The Water (Prevention & Control of Pollution) Act, 1974, Read with Water (Prevention & Control of Pollution) Rules, 1975.
- d. Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.
- e. The Insecticides Act, 1968 and rules made thereunder.
- f. Fertilizer Control (Order).

### **OBSERVATIONS:**

- (a) As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of audit, we report that
- (i) The provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of:
  - External Commercial Borrowings were not attracted to the Company under the financial year under report;
  - Foreign Direct Investment (FDI) was not attracted to the company under the financial year under report;
  - Overseas Direct Investment by Residents in Joint Venture/Wholly Owned Subsidiary abroad was not attracted to the company under the financial year under report.
- (ii) As per the information and explanations provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the financial year under report.

### **(b) We further report that:**

- (i) The Company does not have Company Secretary and CFO.
- (ii) The Company has not appointed internal auditors.

### **We further report that:-**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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## ARUNJYOTI BIO VENTURES LIMITED

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- Adequate notice of board meeting is given to all the directors along with agenda at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.
- As per the minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.
- We, further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- We further report that during the year under report, the Company has not undertaken event/action having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

**For Vivek Surana & Associates**

**Place: Hyderabad**  
**Date: 31.08.2017**

**Sd/-**  
**Vivek Surana**  
**Proprietor**  
**C.P.No : 12901**  
**M.No. : A24531**

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## ARUNJYOTI BIO VENTURES LIMITED

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### Annexure

To,  
The Members of  
M/s Arunjyoti Bio Ventures Limited  
(formerly known as Century 21<sup>st</sup> Portfolio Limited)

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have relied on the reports given by the concerned professionals in verifying the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained the Manageme

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## **ARUNJYOTI BIO VENTURES LIMITED**

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### **Independent Auditors' Report on Financial Statements**

**To the Members of ARUNJYOTHI BIO VENTURES LIMITED. Report on the financial Statements**

We have audited the accompanying standalone financial statements of ARUNJYOTHI BIO VENTURES LIMITED ('the Company'), which comprise the balance sheet as at 31st March 2017, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### **Managements Responsibility for the Financial Statements**

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

#### **Auditors Responsibility**

Our responsibility is to express an opinion on these standalone 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 the 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 the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 31 March 2017 and its Profit and its cash flows for the 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 sub-section (11) of section 143 of the Act, we give in the Annexure A statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;

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## ARUNJYOTI BIO VENTURES LIMITED

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- d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e) on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act; and
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the company and operating effectiveness of such controls, refer to our separate report in Annexure B.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
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**Annexure-A to the Auditors' Report**

The Annexure-A referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the Year ended 31 March 2017, we report that:

1. 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. 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. The Company does not have any immovable properties during the financial year.
2. The physical verification of the inventory excluding stocks with third parties has been conducted at reasonable intervals by the management during the year. In our opinion the frequency of the verification is reasonable.
3. The Company has granted any loans to one body corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
  - a. In our opinion, the rate interest and other conditions on which the loans has been granted to body corporate listed in register maintained under section 189 of the act were not, prima facie, prejudicial to the interest of the company.
  - b. In the case of the loan granted to body corporate covered in the register maintained under section 189 of the Companies Act, 2013, the borrowers have been regular in the payment of the principle and interest as stipulated.
  - c. There are no overdue amounts in respect of the loan granted to body corporate covered in the register maintained under section 189 of the Companies Act, 2013.

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## ARUNJYOTI BIO VENTURES LIMITED

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4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013, with respect to the loans and investments made.
5. The Company has not accepted any deposits from the public.
6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
7.
  - a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, duty of excise income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.
  - b. According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute.
8. The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year.
9. The company did not raise any money by way of initial public offer or further public offer (including debt instruments) and terms loans during the year.
10. According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.
11. The company has not paid/ provided managerial remuneration in accordance with requisite approvals mandated by the provisions of section 197 read with schedule V to the act.
12. The company is not Nidhi Company and the Nidhi Rules, 2014 not applicable to it. Accordingly the provisions of Clause 3(Xii) of order not applicable to the company.

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## **ARUNJYOTI BIO VENTURES LIMITED**

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13. The company has entered transactions with the related parties and complied with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements as required by the accounting standards.
14. According to information and explanations given to us and based on our examinations of the records of the company, the company has not made preferential allotment / private placement of shares or fully or partly convertible debenture's during the year.
15. The company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly the provisions of Clause 3(xv) of order not applicable to the company.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For M M REDDY & CO.,  
Chartered Accountants  
Firm Registration No.010371S**

**Place: Hyderabad  
Date : May 30th, 2017**

**M Madhusudhana Reddy  
Partner  
Membership No.213077**

**ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN  
DATE ON THE FINANCIAL STATEMENTS OF  
ARUNJYOTHI BIO VENTURES LIMITED**

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

We have audited the internal financial controls over financial reporting of ARUNJYOTHI BIO VENTURES LIMITED ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and

their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence I/we have obtained is sufficient and appropriate to provide a basis for my /our audit opinion on the Company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls over Financial Reporting**

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

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”.

**For M M REDDY & CO.,  
Chartered Accountants  
Firm Registration No.010371S**

**Place: Hyderabad  
Date : May30th, 2017**

**M Madhusudhana Reddy  
Partner  
Membership No.213077**



# ARUNJYOTI BIO VENTURES LIMITED

## Balance Sheet as at 31.03.2017

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	Note's No's	2016-17	2015-16
		As at Mar' 31, 2017	As at Mar' 31, 2016
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	2	20,709,000	20,709,000
Reserves and Surplus	3	(968,315)	(2,982,733)
Preference Share Warrant			
	<b>A</b>	<b>19,740,685</b>	<b>17,726,267</b>
<b>Non - current liabilities</b>			
Long - term borrowings	4	1,934,999	399,469
Deferred tax liabilities (Net)		-	-
Long term provisions		-	-
	<b>B</b>	<b>1,934,999</b>	<b>399,469</b>
<b>Current liabilities</b>			
Short - term borrowings		-	-
Trade Payables	5	176,294,142	3,472,925
Short - term provisions	6	604,000	145,285
	<b>C</b>	<b>176,898,141</b>	<b>3,618,210</b>
<b>Total</b>	<b>(A+B+C)</b>	<b>198,573,825</b>	<b>21,743,946</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
(i) Tangible Assets	7	30,845	51,120
(ii) Intangible Assets		-	-
(iii) Capital work- in- progress		-	-
Deferred tax assets (Net)		-	-
Long - term loans and advances	8	17,756,314	17,756,314
Non-current investments		-	-
Other Non- Current Assets		-	-
	<b>A</b>	<b>17,787,159</b>	<b>17,807,434</b>
<b>Current assets</b>			
Inventories			
Trade receivables	9	171,764,549	3,921,286
Cash and cash equivalents	10	1,561,819	15,224
Short - term loans and advances		-	-
Other current assets	11	7,460,298	-
	<b>B</b>	<b>180,786,665</b>	<b>3,936,510</b>
<b>Total</b>	<b>(A+B)</b>	<b>198,573,825</b>	<b>21,743,945</b>

The Notes referred to above are form an integral part of the Balance Sheet

This is the Balance Sheet referred to in our report of even date.

For M M REDDY & CO.,  
Firm Registration Number : 010371S  
Chartered Accountants

For and on behalf of the Board of Directors of  
ARUNJYOTHI BIO VENTURES LIMITED

M Madhusudhana Reddy  
Partner  
Membership No. 213077

Sd/-  
PABBATHI PRAVEEN KUMAR      PHANINDRANATH KOGANTI  
Wholetime Director      Wholetime Director  
(DIN: 02009879)      (DIN:02623033)

Place : Hyderabad  
Date : 30/05/2017

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## ARUNJYOTI BIO VENTURES LIMITED

### Cash Flow Statement for the year ended March 31, 2017

(All amounts in Indian Rupees except for share data or otherwise stated)

	2016-17 As at Mar' 31, 2017	2015-16 As at Mar' 31, 2016
<b>A. Cash flow from operating activities</b>		
<b>Net profit / (Loss) before tax</b>	<b>2,407,320</b>	<b>(716,722)</b>
<b>Adjustments for:</b>		
Preliminary Expenses Written Off	-	-
Depreciation	37,775	137,369
Dividend Income	-	-
Interest expense	-	-
<b>Operating profit before working capital changes</b>	<b>2,445,096</b>	<b>(579,353)</b>
<b>Movements in working capital :</b>		
Increase in Trade Receivables	(167,843,263)	(2,135,900)
Increase in inventories	-	-
Increase / (Decrease) in long loans and advances	-	-
decrease in other current assets	(7,460,298)	-
increase in short term provision	-	-
increase in Trade Payables	172,887,029	2,307,738
<b>Cash generated from /(used in) operations</b>	<b>28,565</b>	<b>(407,515)</b>
Taxes paid	-	-
<b>Net cash used in /(generated from ) operating activities</b>	<b>28,565</b>	<b>(407,515)</b>
<b>B. Cash flows from investing activities</b>		
Purchase of fixed assets	(17,500)	-
Sale of Investments	-	-
Fixed deposits	-	-
Dividends received	-	-
<b>Net cash used in investing activities</b>	<b>(17,500)</b>	<b>-</b>
<b>C. Cash flows from financing activities</b>		
Proceeds Share capital	-	-
Increase In capital reserve due to Forfeiture of shares	-	-

**Notes to Financial Statements****1. Significant Accounting Policies****a. Basis of preparation of Financial Statements**

The accompanying financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention, on the basis of a going concern basis, while revenue, expenses, assets and Liabilities accounted/recognized on accrual basis. GAAP comprises mandatory accounting as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI) Accounting policies are consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised accounting standards on an ongoing basis.

**b. Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the required amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**c. Revenue Recognition**

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

**d. Fixed Assets**

Fixed Assets are stated at cost less accumulated depreciation. Cost comprises the purchase price, freight, duties, taxes and any attributable cost of bringing the asset to its working condition for its intended use.

**e. Depreciation**

Depreciation on fixed assets has been provided on straight-line method based on useful life of asset specified in Schedule II of the Companies Act, 2013 on pro-rata basis.

**f. Borrowing costs:**

Borrowing costs that are directly attributable to the acquisition or the construction of a qualifying asset is capitalized for the period until the asset is ready for its intended use. A qualifying asset is one that necessarily takes substantial period of time i.e more than 12 months to get ready for intended use. All other borrowing costs are charged to revenues.

**g. Income Tax****i. Current tax :**

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961.

**ii. Deferred tax :**

Deferred income taxes is recognized, subject to the consideration of prudence on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Where the Company has carry forward of unabsorbed depreciation or tax losses deferred tax assets are recognized only if it is virtually certain backed by convincing evidence that such deferred tax assets can be realized against future taxable profits.

**h. Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

**i. Provisions**

A Provision is recognized when the Company has a present obligation as a result of past event i.e it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

**j. Cash Flow Statement:**

Cash Flow Statement has been prepared under indirect method as per the Accounting Standard-3 “Cash Flow Statement” .

**k. Cash and cash equivalents**

Cash and cash equivalents comprise cash and cash on deposit with banks and corporations. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

# ARUNJYOTI BIO VENTURES LIMITED

## Notes to Accounts

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
<b>Note 2 : Share Capital</b>		
<b>Authorised:</b>		
35,00,000 Equity shares of Rs.10/- each	35,000,000	35,000,000
<b>Issues, Subscribed and Paid up</b>		
20,70,900 Equity shares of Rs. 10/- each	20,709,000	20,709,000
	<b>20,709,000</b>	<b>20,709,000</b>
<b>"Note (i) The Reconciliation of the number of shares outstanding is set out below"</b>		
Equity Share at the beginning of the year	20,709,000	20,709,000
Add: Issued during the year	-	-
<b>Equity shares at the end of the year</b>	<b>20,709,000</b>	<b>20,709,000</b>
<b>Note (ii) The details of shareholders holding more than 5% shares:</b>	<b>No. of Shares % of Shares</b>	<b>No. of Shares % of Shares</b>
P V Ravi Kumar	55,500 2.68%	55,500 2.68%
Raghu Ram Renduchintala	205,773 9.94%	205,773 9.94%
<b>Note 3 : Reserves and Surplus</b>		
<b>Capital Reserve</b>	2,333,750	2,333,750
Forfeiture of shares on Capital Reduction		
<b>Profit &amp; Loss A/c Surplus</b>		
Balance in the statement of profit & loss	(5,316,483)	(4,599,761)
Additions during the year	2,014,418	(716,722)
	<b>(968,315)</b>	<b>(2,982,733)</b>

# ARUNJYOTI BIO VENTURES LIMITED

## Notes to Accounts

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	As at 31.03.2016	As at 31.03.2015
<b>Note 4 : Long - term borrowings</b>		
unsecured Loans from directors	1,934,999	399,469
	<b>1,934,999</b>	<b>399,469</b>
<b>Note 5 : Trade Payables</b>		
Sundry Creditors	161,385,284	2,798,541
Expenses payable	14,604,141	369,667
Other Liabilities	304,717	304,717
	<b>176,294,142</b>	<b>3,472,925</b>
<b>Note 6 : Short - term provisions</b>		
Provision for Expences	145,285	145,285
Provision for Income Tax	458,715	
	<b>604,000</b>	<b>145,285</b>
<b>Note 8 : Long - term loans and advances</b>		
Capital advances	-	-
Security deposits	17,756,314	17,756,314
Others	-	-
	<b>17,756,314</b>	<b>17,756,314</b>
<b>Note 9 : Trade receivables</b> <b>(Unsecured, considered good, unless otherwise stated)</b>		
Debts outstanding for a period exceeding six months		
Considered good	-	1,785,386
Considered doubtful		
Other debts		
Considered good	171,764,549	2,135,900
	171,764,549	3,921,286
Less: Provision for doubtful debts	-	-
	<b>171,764,549</b>	<b>3,921,286</b>



# ARUNJYOTI BIO VENTURES LIMITED

## Notes to Accounts

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	As at 31.03.2016	As at 31.03.2015
<b>Note 10 : Cash and cash equivalents</b>		
Cash in hand	1,250	7,845
Balances with Noted banks		
On current accounts	1,560,569	7,379
On deposit accounts	-	-
	<b>1,561,819</b>	<b>15,224</b>
<b>Note 11 : Other current assets</b>		
Mat Credit	65,813	-
Input Vat	7,394,485	-
	<b>7,460,298</b>	<b>-</b>
<b>Note 12: Personal Expenses</b>		
Salaries & Other Benefits to Employees	5,952,095	89,487
Staff Welfare	133,424	-
	<b>6,085,519</b>	<b>89,487</b>

## ARUNJYOTI BIO VENTURES LIMITED

### Notes to Accounts

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	As at 31.03.2016	As at 31.03.2015
<b>Note 13: Administration Expenses</b>		
Advertisement	25,489	15,364
Communication Expenses	-	9,584
Annual Fees -NSDL & CDSL	-	25,000
Electricity Charges	6,592	6,480
Printing & Stationery	123,458	18,654
Miscellaneous Expenses	535,204	30,655
Office Rent	60,000	-
Traveling & Conveyance	8,372,089	13,645
Office Maintenance	617,769	7,658
Listing Fees	229,836	343,813
Auditors remuneration	40,000	30,000
Bank Charges	2,686	4,913
Professional Charges	661,084	-
Transport Expenses	1,289,039	-
Vehicle Maintanance	171,623	-
<b>Total</b>	<b>12,134,869</b>	<b>505,766</b>

Note 5 : Fixed Assets

Particulars	Gross Block		Depreciation / amortization			Net Block	
	As at April 1, 2016	Additions	As at March 31, 2017	As at April 1, 2016	Additions	As at March 31, 2017	As at March 31, 2016
1. Computers	1789670	17,500	1,807,170	1,789,670	-	17,500	-
2. Furniture and Fixtures	59,653	-	59,653	52,998	5,667	988	12,322
3. Office Equipments	161,491	-	161,491	120,452	30,683	10,356	71,723
4. Vehicles	883,191	-	883,191	883,191	-	-	99,594
5. Electrical Fittings	15,000	-	15,000	11,574	1,425	2,001	4,851
<b>Total</b>	<b>2,909,005</b>	<b>17,500</b>	<b>2,926,505</b>	<b>2,857,885</b>	<b>37,775</b>	<b>30,845</b>	<b>188,490</b>
<b>Previous year</b>	<b>2,909,005</b>	<b>-</b>	<b>2,909,005</b>	<b>2,720,515</b>	<b>137,369</b>	<b>51,120</b>	<b>188,490</b>

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## ARUNJYOTI BIO VENTURES LIMITED

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### 17. Contingent Liabilities and Commitments – NIL

### 18. Value of Imports and Exports - NIL

### 19. Auditors' Remuneration

Amount in Rs.

Particulars	Year ended 31st March 2017	Year ended 31st March 2016
Statutory Auditors	40,000	40,000

### 20. Earnings Per Share

Amount in Rs.

S.No	Particulars	Year ended 31st March 2017	Year ended 31st March 2016
1.	Net Profit available for Equity Shareholders	20,14,418	(7,16,722)
2.	Weighted Average Number of Equity Shares (Nos)	20,70,900	20,70,900
3.	Earnings Per Share – Basic and Diluted	0.97	(0.35)

21. Balances under Trade Receivable, Trade Payables and loans and advances are subjected to confirmation and reconciliation from respective parties.

### 22. Segment Reporting

There are no separate reportable segments (business and/or geographical) in accordance with the requirements of Accounting Standard 17 – 'Segment Reporting' issued by the Institute of Chartered Accountants of India.

## ARUNJYOTI BIO VENTURES LIMITED

### 23. Specified Bank Notes Disclosure (SBNs)

In Accordance with the MCA Notification G.S.R. 308(E) dated March 30, 2017 details of Specified bank Notes (SBN) and other denomination notes (ODN) held and transacted during the period from November 8, 2016 to December 30, 2016 is given below;

Amount in Rs.

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	7,845	7,845
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	-	-
(-) Amount deposited in Banks	-	-	-
<b>Closing cash in hand as on 30.12.2016</b>	-	7,845	7,845

24. Previous year figures have been regrouped wherever if thought necessary in conformity with the current year groupings. Paise have been rounded off to the nearest rupee. Notes on financial statements, Cash Flow Statement and statement on accounting policies form an integral part of the balance sheet and profit and loss statement.

For M M REDDY & CO.,  
Firm Registration Number : 010371S  
Chartered Accountants

For and on behalf of the Board of Directors of  
ARUNJYOTHI BIO VENTURES LIMITED

M Madhusudhana Reddy  
Partner  
Membership No. 213077

Sd/- <b>PABBATHI PRAVEEN KUMAR</b> Wholetime Director (DIN: 02009879)	Sd/- <b>PHANINDRANATH KOGANTI</b> Wholetime Director (DIN:02623033)
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Place : Hyderabad  
Date : 30/05/2017

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## ARUNJYOTI BIO VENTURES LIMITED

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### 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]

CIN: L01400TG1986PLC062463  
Name of the company: M/s. Arunjyoti Bio Ventures Limited  
(Formerly Century 21<sup>st</sup> Portfolio Limited)  
Registered office: Plot No. 45, P & T Colony, Kharkhana Road,  
Secunderabad – 500009, Telangana

Name of the member(s):

Registered Address:

E-mail Id:

Folio No./Client Id:

DP ID:

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name : .....

Address : \_

E-mail Id :

Signature: ....., or failing him

2. Name : .....

Address:

E-mail Id :

Signature: ....., or failing him

3. Name : .....

Address:

E-mail Id:

Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31<sup>st</sup> Annual General Meeting of the Company, to be held on Monday, 25<sup>th</sup> day of September, 2017 at 11.30 A.M. at Plot No. 45, P & T Colony, Kharkhana Road, Secunderabad – 500009, Telangana and at any adjournment thereof in respect of such resolutions as are indicated below:

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## ARUNJYOTI BIO VENTURES LIMITED

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**Resolution No.**

1. Approval of financial statements for the year ended 31.03.2017.
2. Appointment of Mr. Pabbathi Praveen Kumar as Director who retires by rotation.
3. Appointment of statutory auditors and fixation of their remuneration.

Signed this ..... day of..... 2017

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, not less than 48 hours before the commencement of the Meeting.

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**M/s. ARUNJYOTI BIO VENTURES LIMITED**  
**(Formerly CENTURY 21<sup>ST</sup> PORTFOLIO LIMITED)**  
**PLOT NO. 45, P & T COLONY, KHARKHANA ROAD, SECUNDERABAD,**  
**TELANGANA - 500009**  
**ATTENDANCE SLIP**

(Please present this slip at the Meeting venue)

I hereby record my presence at the 31<sup>st</sup> Annual General Meeting of the members of the company to be held on Monday, 25th day of September, 2017 at 11.30 A.M. at Plot No. 298, P & T Colony, Kharkhana Road, Secunderabad – 500009, Telangana and at any adjourned meeting thereof.

Shareholders/Proxy's Signature \_\_\_\_\_

Shareholders/Proxy's full name \_\_\_\_\_  
(In block letters)

Folio No./ Client ID \_\_\_\_\_

No. of shares held \_\_\_\_\_

**Note:**

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

## ROUTE MAP FOR AGM VENUE





*If undelivered please return to :*

**ARUNJYOTI BIO VENTURES LIMITED**

(FORMERLY KNOWN CENTURY 21st PORTFOLIO LIMITED)

Plot No. 45, P & T Colony,

Karkhana, Secunderabad – 500009

E-mail id: cenport@gmail.com