

VARDHMAN TRAUMA & LAPAROSCOPY CENTRE PRIVATE LIMITED
A-448, DEFENSE COLONY, NEW DELHI-110024
CIN- U85110DL1996PTC079982

NOTICE

NOTICE is hereby given that the 24th ANNUAL GENERAL MEETING of the Shareholders of M/S VARDHMAN TRAUMA & LAPAROSCOPY CENTRE (P) LIMITED (Formerly known as M/s "Vardhman Trauma & Infertility Pvt. Ltd.") will be held on 31st December 2020 at the registered office of the Company, A-448, Defense Colony, New Delhi-110024 at 4.30 P.M. to transact the following business: -

ORDINARY BUSINESS: -

1. To receive and adopt the Balance Sheet as at 31-03-2020 and the Profit & Loss account of the Company for the year ended on that date and the report of Directors and the Auditor's thereon.
2. To appoint the Auditor's and fix their remuneration. The retiring Auditors M/s Agarwal Ajay & Associates, Muzaffarnagar is eligible for re-appointment.
3. Any other business with the permission of the chair.

By Order & on behalf of the Board
For VARDHMAN TRAUMA & LAPAROSCOPY CENTRE (P) LIMITED

DATED: 02.12.2020
PLACE: NEW DELHI


DIRECTOR

NOTE: - (1) A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. Such proxy form must reach at the registered office of the Company at least 48 hours before the meeting.

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NEW DELHI
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DIRECTOR'S REPORT

TO,
THE MEMBERS
VARDHMAN TRAUMA & LAPAROSCOPY CENTRE (P) LTD
DELHI

Your Directors are pleased to present the **24th** Annual Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2020. The summarized financial results for the year ended 31st March, 2020 are as under:

1 FINANCIAL RESULTS

| Particular | For the financial year ended 31st March, 2020 | For the financial year ended 31st March, 2019 |
|--|--|--|
| | Amount in ₹ | Amount in ₹ |
| Turnover | 452,171,205.00 | 410,219,140.00 |
| Profit Before interest, Depreciation & Tax | 254,500,825.85 | 168,593,445.88 |
| Less: Finance Cost | 15,911,793.91 | 853,583.00 |
| Less: Depreciation & Amortization Expenses | 76,607,344.00 | 14,598,138.00 |
| Profit before Tax | 161,981,687.94 | 153,141,724.88 |
| Provision for Tax | 27,831,762.00 | 47,266,524.00 |
| Deferred Tax | (12,929,986.00) | (103,977.00) |
| Profit after Tax | 121,219,939.94 | 105,771,223.88 |
| Add/Less : Previous Year Adjustment | - | - |
| Less : Proposed Dividend & Tax thereon | - | - |
| Balance carried to Balance Sheet | 121,219,939.94 | 105,771,223.88 |

2 DIVIDEND:

The company has taken term loan from the bank for the construction of a new hospital at Jansath Road, Muzaffarnagar for which funds are required, hence your directors have decided not to declare any dividend for this year.

3 TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as till date the company has not declared any dividend, hence there is no question of pendency of dividend for more than seven years.

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4 REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS :

During the year under review, the company has earned Profit of ₹ 1619.82 lacks after providing depreciation of ₹ 766.07 lacksas (Previous Year ₹ 145.98 lacks) against profit of ₹ 1531.42 lacks during the previous financial year. Hospital receipts of the Company was ₹ 4521.71 lacks as compared to previous year receipts of ₹ 4102.19. The increase in the receipts is 10.23%. In the month of September 2019 the company has started its new hospital at Jansath Road, Muzaffarnagar. Your Directors are satisfied with the performance of the company.

5 CHANGE IN THE NATURE OF BUSINESS

There is no Change in the nature of the business of the Company done during the year.

6 EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

7 BOARD MEETINGS:

The Company had 6 (Six)Board meetings during the financial year under review.

8 SHARE CAPITAL

At present the Authorized Share Capital of the Company is ₹ 15,00,000/-divided into 1,50,000 Equity Shares of ₹ 10/- each. During the year there is no change in share capital.

9 DIRECTORS AND KEY MANAGERIAL PERSONNEL :

During the financial year 2019-20 there is no change in the board of directors and key managerial personnel.

10 COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES :

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

11 DEPOSITS

During the year under review, Company has not accepted any Public Deposit during the year.

12 RISK MANAGEMENT

Given the asset base and the portfolio of investments made by the Company, the Board is of the opinion that there are no major risks affecting the existence of the Company.

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13 DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company need not to develop and implement any Corporate Social Responsibility initiatives as the said provisions are not applicable to the company.

14 PARTICULARS OF LOANS , GUARANTEES AND INVESTMENTS

During the year under review, the Company did not grant any loan or provide any guarantee as per the provisions of section 186 of the Companies Act,2013,and hence the said provision are not applicable to the company.

15 RELATED PARTY TRANSACTIONS

Transactions with related parties in the ordinary course of the Company's business are detailed in Note to the financial statements. However, none of these fall under the purview of the provisions of section 188 of the Companies Act,2013.

16 AUDITORS' REPORT

The observations of the auditors in their report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

17 AUDITORS' QUALIFICATIONS:

There were no qualifications , reservations or adverse remarks in the Auditors' Report.

18 WEB LINK OF ANNUAL RETURN

The Company doesn't having any website. Therefore, no need of publication of Annual Return.

19 DIRECTOR'S RESPONSIBILITY STATEMENT

The Directors's Responsibility Statement referred to in clause (c) of Sub- section (3) of Section 134 of the Companies Act, 2013 shall state 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 director 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 director 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;

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- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively-**NOT APPLICABLE**
- (f) the directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

20 SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS

During the year no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

21 PARTICULARS OF EMPLOYEES :

Particulars of employees as required U/s 197 of the Companies Act, 2013 are given in ANNEXURE "B".

22 INTERNAL CONTROLS:

The Board is of the opinion that there exists adequate internal controls commensurate with the size and operations of the Company.

23 DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

24 DIRECTORS

As per Article no. 42 of the Articles of Association of the company all the Directors are non rotational.

25 APPOINTMENT OF AUDITORS:

M/s **AGARWAL AJAY & ASSOCIATES**, (ICAI Firm Registration No.005159C), Who are the Statutory Auditors of the Company, will retire at the ensuing Annual General meeting of the Company and being eligible offer themselves for re-appointment.

Your directors recommend their re-appointment as Statutory Auditors of the Company.

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

These are not specifically applicable to the Company but are duly considered and given due weightage. During the year there is an amount of ₹ NIL (previous year ₹ NIL) foreign outgo for the travelling of the directors.

27 ACKNOWLEDGEMENTS :

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

For and on behalf of the Board

For VARDHMAN TRAUMA & LAPAROSCOPY CENTRE (P) LTD

Dated : 02.12.2020

Place : DELHI


Director


Director

ANNEXURE -"B"

Information as per section 197 of the Companies Act, 2013 forming part of the Directors Report for the period ended 31st March 2020

| S.NO. | NAME | AGE | QUALIFICATION | DESIGNATION | GROSS REMUNERATION | EXPERIENCE | DATE OF APPOINTMENT | PARTICULARS OF PREVIOUS EMPLOYMENT |
|-------|------------------|-----|------------------|-------------|--------------------|------------|---------------------|------------------------------------|
| 1 | Dr. Mukesh Jain | 67 | M.B.B.S. M.S. | Director | 14,700,000.00 | 41 Years | 28.06.1996 | Self Employed |
| 2 | Dr. Nutan Jain | 62 | M.B.B.S. M.S. | Director | 14,700,000.00 | 39 Years | 28.06.1996 | Self Employed |
| 3 | Dr. Anubhav Jain | 33 | M.B.B.S. | Director | 11,700,000.00 | 7 Years | 11.01.2012 | Self Employed |
| 4 | Dr. Vandana Jain | 34 | M.B.B.S. | Director | 11,700,000.00 | 7 Years | 11.01.2012 | Self Employed |

Dated : 02.12.2020

Place : DELHI

For and on behalf of the Board

For VARDHMAN TRAUMA & LAPAROSCOPY CENTRE (P) LTD


Director


Director

VARDHMAN TRAUMA & LAPROSCOPY CENTRE PVT. LTD.

CIN U85110DL1996PTC079982

Details of Directors

| Name of the Director | Nationality | DIN | Designation | Date of Appointment | Date of Ceasing | Address | Town/City | District | State | Pin code |
|----------------------|-------------|----------|---------------------|---------------------|-----------------|-------------------------|---------------|---------------|-------|----------|
| Mukesh Jain | Indian | 00392866 | Managing Director | 28/06/1996 | N.A. | A-36, South Civil Lines | Muzaffarnagar | Muzaffarnagar | UP | 251001 |
| Nutan Jain | Indian | 00392893 | Whole time Director | 28/06/1996 | N.A. | A-36, South Civil Lines | Muzaffarnagar | Muzaffarnagar | UP | 251001 |
| Vandana Goyal | Indian | 06376879 | Whole time Director | 11/01/2012 | N.A. | A-22, Krishna Park | Delhi | Delhi | Delhi | 110062 |
| Anubhav Jain | Indian | 06376880 | Whole time Director | 11/01/2012 | N.A. | A-36, South Civil Lines | Muzaffarnagar | Muzaffarnagar | UP | 251001 |
| | | | | | | | | | | |

For VARDHMAN TRAUMA & LAPAROSCOPY CENTRE (P) LTD.


Director


Director

VARDHMAN TRAUMA & LAPROSCOPY CENTRE PVT. LTD.

CIN U85110DL1996PTC079982

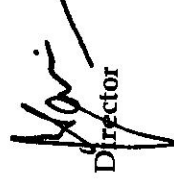
Details of Share / Debentures

| Ledger Folio NO. | Name of Share Holder | Type of Share | NO. of Share | Amount Per Share | Address | Town/City | District | State | Pin code |
|------------------|------------------------------|---------------|--------------|------------------|-------------------------|---------------|---------------|---------|----------|
| 1 | Mukesh Jain | 1-Equity | 21510 | 10/- | A-36, South Civil Lines | Muzaffarnagar | Muzaffarnagar | UP | 251001 |
| 2 | Nutan Jain | 1-Equity | 21510 | 10/- | A-36, South Civil Lines | Muzaffarnagar | Muzaffarnagar | UP | 251001 |
| 3 | M/s S.P. Jain & Sons | 1-Equity | 50100 | 10/- | A-36, South Civil Lines | Muzaffarnagar | Muzaffarnagar | UP | 251001 |
| 4 | M/s Mukesh Kumar Jain & Sons | 1-Equity | 100 | 10/- | A-36, South Civil Lines | Muzaffarnagar | Muzaffarnagar | UP | 251001 |
| 5 | Mayank Jain | 1-Equity | 100 | 10/- | A-36, South Civil Lines | Muzaffarnagar | Muzaffarnagar | UP | 251001 |
| 7 | Manoj Gupta | 1-Equity | 1000 | 10/- | 53, Sector 29 | Faridabad | Faridabad | Haryana | 121008 |
| 8 | Anubhav Jain | 1-Equity | 1500 | 10/- | C-209, Defence Colony | Delhi | Delhi | Delhi | 110011 |
| | | Total | 95820 | | | | | | |

For VARDHMAN TRAUMA & LAPAROSCOPY CENTRE (P) LTD.



Director


Director