

# **VARDHMAN TRAUMA & LAPAROSCOPY CENTRE PVT LTD**

Regd. Off: C-209, Ground Floor, Defence Colony-1, New Delhi - 110024, India

Contact: roc.rkgovil@gmail.com, CIN- U85110DL1996PTC079982

**Notice** is hereby given that the 27th Annual General Meeting of the members of **VARDHMAN TRAUMA & LAPAROSCOPY CENTRE PRIVATE LIMITED** will be held on Saturday, 30th Day of September, 2023 at the registered office of the company at C-209, Ground Floor, Defence Colony-1, New Delhi - 110024, India at 11:00 AM to transact the following business:

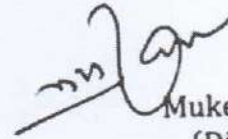
## **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited balance sheet for the financial year ended on 31<sup>st</sup> March 2023, Profit & Loss account as on that date together with Reports of Directors and Auditor's thereon.

**Place:** Muzaffarnagar

**Dated:** 02/09/2023

**By the Order of the Board**



Mukesh Jain  
(Director)

DIN: 00392866

Add: H.No.1, Vardhman Hospital Complex, 3rd  
K.M. Jansath Road, Muzaffarnagar-251001,  
Uttar Pradesh, India

## NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, on poll, to vote instead of himself. a proxy need not be a member of the company. proxies in order to be effective should be duly completed and signed in the enclosed form and must be effective should be duly registered office of the company not less than 48 hours before the commencement of the meeting (proxy form MGT-11).  
A person can act as a proxy on behalf of members not exceeding fifty person (50) and holding in the aggregate not more than ten percent 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 member.
2. Members are requested to notify the company immediately if there is any change in their address or e-mail ids, so that the notice and related documents can be served to members.
3. The explanatory statement pursuant to section 102(1) of the companies act, 2013, in respect of the businesses is not applicable.
4. The notice of annual general meeting (AGM) annual report, proxy forms (MGT-11), route map and attendance slip are attached herewith and members/proxies are requested to fill in and sign attendance slip for attending the meeting.
5. Corporate members are requested to send a duly certified copy of the board resolution, pursuant to section 113 of the Companies act 2013, authorizing their representative to attend and vote at the annual general meeting.
6. Statutory register and other documents referred to in the accompanying notice, the explanatory statement shall be open for inspection at the registered office of the company during business hours between 11:00am to 04:00pm except on public holiday, up to and including the date of the annual general meeting of the company.
7. Any member of the company, on demand, shall be entitled to be furnished free of cost, a copy of the balance sheet of the company and every document required by law to be annexed of attached thereto.
8. Members are requested to consolidate their holding in case, members are holding multiple folios.
9. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

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## ATTENDANCE SLIP

**27<sup>th</sup> Annual General Meeting – September 30th, 2023**

Name of Member/Proxy in Block Letters:

Folio/DP ID-Client ID:

No. of Shares held:

I certify that, I am a registered shareholder/Proxy for the registered shareholder of the Company and hereby record my presence at the 27<sup>th</sup> Annual General Meeting of the Company on Saturday, September 30th, 2023 at 11:00 A.M. at the registered office of the Company at A-448, Defence Colony, New Delhi-110024, India.

\_\_\_\_\_  
Signature of the member's/Proxy'

**Note: Please fill this attendance slip and hand it over at the entrance of the hall.**

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## Proxy Form

(Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rule, 2014)

Name of the Company: VARDHMAN TRAUMA & LAPAROSCOPY CENTRE PRIVATE LIMITED

CIN: U85110DL1996PTC079982

Registered Office: C-209, Ground Floor, Defence Colony-1, New Delhi - 110024, India.

Name of Member(s):

Registered address:

Email ID:

Folio No/Client ID:

DP ID:

I/We being the member of .....holding.....shares, hereby appoint.

1. Name: .....

Address: .....

Email Id: .....

Signature: .....

Or Failing Him

2. Name: .....

Address: .....

Email Id: .....

Signature: .....

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 27<sup>th</sup> Annual General Meeting of members of the Company, to be held on Saturday, September 30<sup>th</sup>, 2023, at the registered office of the Company at C-209, Ground Floor, Defence Colony-1, New Delhi - 110024, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. ....
2. ....
3. ....
4. ....

Affix Revenue  
Stamp

Signed this .....day of ..... 2023

Signature of Proxy holder (s)

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

# VARDHMAN TRAUMA & LAPAROSCOPY CENTRE PVT LTD

Regd. Off: C-209, Ground Floor, Defence Colony-1, New Delhi - 110024, India

Contact: roc.rkgovil@gmail.com, CIN- U85110DL1996PTC079982

## DIRECTORS' REPORT

To

The Members,

**VARDHMAN TRAUMA & LAPAROSCOPY CENTRE PRIVATE LIMITED**

New Delhi

Your Directors are pleased to present the Annual Report of your Company together with the Audited Statement of Accounts and the Auditors' Report for the financial year ended, 31<sup>st</sup> March, 2023.

### **1. FINANCIAL SUMMARY AND HIGHLIGHTS**

Particular	For the financial year ended 31 <sup>st</sup> March, 2023	For the financial year ended, 31 <sup>st</sup> March, 2022
	Amount in Lakh	Amount in Lakh
Revenue from Operation	5,507.66	4,659.57
Other Income	283.06	270.97
Less : Expenditure and others	4,361.83	3,813.39
Profit / Surplus/Loss (Before Exceptional items)	1,428.90	1,117.15
Exceptional Items	0	0
Profit / Surplus/Loss (Before Tax)	1,428.90	1,117.15
Less: Tax Expenses	393.94	317.17
Deferred Tax	(6.07)	8.37
Profit /Surplus/Loss (After Tax)	1,041.03	791.61

### **2. REVIEW OF OPERATIONS AND BUSINESS PERFORMANCE**

During the financial Year under review, total revenue of the Company was INR 5,790.73 Lakh against INR 4,930.54 Lakh during the previous financial year. The Company has recorded a net profit of INR 1,041,03 Lakh during the year under review against the net profit of INR 791.61 Lakh during the previous financial year.

The Directors are hopeful of achieving further improvement in the turnover and results during the current year.

### 3. **DIVIDEND**

To strengthen the financial position of the Company and to augment working capital your directors regret to declare any dividend.

### 4. **TRANSFER INTO RESERVES**

During the year the Company proposed to transfer INR 1000.00 Lakh into its General Reserves.

### 5. **SHARE CAPITAL**

There is no change in share capital of the Company during the year under review.

### 6. **DETAILS RELATING TO DEPOSITS, COVERED UNDER CHAPTER V OF THE ACT**

The Company has not accepted any deposits till date, therefore no comments are required.

### 7. **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, joint venture or associate Company.

### 8. **CHANGE IN REGISTERED OFFICE OF THE COMPANY**

During the year under review, there is no change in the registered office of the Company.

### 9. **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The details of KMP and directors are as below stated: There was no change in the directors and Key Managerial Personnel during the year.

<b>Name</b>	<b>Designation</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
MUKESH JAIN	Director	28/06/1996	N.A.
NUTAN JAIN	Director	28/06/1996	N.A.
VANDANA JAIN	Director	01/11/2012	N.A.
ANUBHAV JAIN	Director	01/11/2012	N.A.

#### **10. DECLARATION OF INDEPENDENT DIRECTORS**

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

#### **11. 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. Hence, the Company has not devised any policy relating to appointment of Directors', payment of Managerial remuneration, Directors' qualification, positive attributes, independence of Directors and other related matters as provided under section 178(3) of Companies Act, 2013.

#### **12. BOARD MEETINGS**

During the year under review, the Board of Directors meet 6 times in accordance with the provisions of Section 173 of the Companies Act, 2013.

#### **13. GENERAL MEETING & COMMITTEE MEETING**

During the year under review,

Annual General Meeting was held on 30<sup>th</sup> September, 2022.

Extra-Ordinary General Meeting was held on 27/02/2023

Extra-Ordinary General Meeting was held on 27/03/2023

#### **CSR COMMITTEE MEETING**

CSR Committee Meeting was held for the Financial Year 2021-22 on March 15th, 2023

#### **14. DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) to Section 134 of the Companies Act 2013 states 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 at the end of the financial year and of the profit and loss of the 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 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 devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- f) Proper internal financial controls to be followed by the company has been laid down and that such internal financial controls are adequate and were operating effectively

#### **15. STATUTORY AUDITORS**

During the Financial Year, there is no change in the Statutory Auditor of the Company. M/s. R. K. Govil & Co., Chartered Accountant (Firm Registration Number 000748C) was appointed as the Statutory Auditor of the Company, in the Annual General Meeting held on 30<sup>th</sup> November, 2021 for a period of five years starting from April 1<sup>st</sup>, 2021 to March 31<sup>st</sup>, 2026.

#### **16. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION RESERVATION OR ADVERSE REMARKS OR DISCLAIMER MADE BY STATUTORY AUDITORS AND PRACTISING COMPANY SECRETARY IN THEIR REPORTS**

There are no qualifications, reservations or adverse remarks made by statutory auditors in their reports, except provisions made for gratuity payable were not as per actuarial valuation report. Due to some unavoidable reason and circumstances this incidental error has taken place, further this matter has been delegate to the concern team to look into the same and ratified it as per the applicable provisions of

applicable laws. Further provision related to secretarial audit reports is not applicable to the company.

**17. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM**

The provisions of Section 177 of the Companies Act 2013 are not applicable to the Company.

**18. CHANGE IN THE NATURE OF BUSINESS, IF ANY**

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

**19. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT**

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

**20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as required under the provisions of Section 134 (3)(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review. Further during the year under review, the Company has no income and expenditure in foreign exchange.

**21. STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY**

The Company does not have any formal risk management policy as the elements of risk threatening the company are very minimal. However, the Company has adequate processes and procedures in place to mitigate risks of various kinds.

**22.STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A CORPORATE SOCIAL RESPONSIBILITY POLICY AND INITIATIVES TAKEN DURING THE YEAR (AS PER COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014)**

Pursuant to the provisions of Section 135 of the Companies Act 2013 read with Companies (Corporate Social Responsibility) Rules, 2014, the Board has formed a CSR Committee which administers the corporate Social Activities taken up by the Company towards the welfare of the Society.

**COMPOSITION:**

S. No.	Name	Designation	Role in CSR Committee
1	MUKESH JAIN	Director	Chairman
2	NUTAN JAIN	Director	Member
3	VANDANA JAIN	Director	Member

During the Financial Year 2022-23, the Amount to be spent on CSR activities was INR 23.00 Lakh as CSR Contribution.

**23.PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT 2013**

During the year under review, there were no loans, guarantees or investment made by the company under the provision of section 186 of Company Act 2013.

**24.DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

No significant or material orders were passed by the Regulators or Courts or Tribunals which might impact the going concern status and Company's operations in future.

**25. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE COMPANIES ACT 2013**

During the year under review, there were no frauds reported by the Auditors to the Audit Committee or Board under sections 143(12) of the Companies Act 2013.

**26. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

The Company has carried out related party transaction during the financial year under review as per section 188 of Companies Act, 2013.

**27. DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

Pursuant to the requirements of the section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013 read with Rules there under, the Company has not received any complaint of sexual harassment during the year under review and no complaint is pending.

**28. EXTRACT OF ANNUAL RETURN**

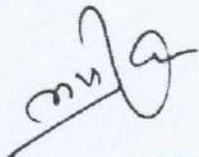
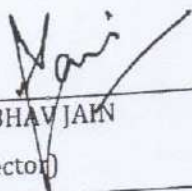
The Company does not maintain any website; therefore, the Company is not required to place its annual return in terms of Section 134 and Section 92 of the Companies Act 2013.

**29. ACKNOWLEDGEMENTS & APPRECIATION**

The Directors takes this opportunity to thank the customers, suppliers, bankers, business partners/associates, financial institutions and various regulatory authorities for their constant support/encouragement to the Company.

The Board thanks the employees at all levels for their dedication, commitment and hard work put in by them for Company's achievements. Your Directors are grateful to the Shareholders/ Stakeholders for their confidence and faith reposed in Board.

**For and on behalf of the Board**

 MUKESH JAIN (Director)	 ANUBHAV JAIN (Director)
DIN No.: 00392866	DIN No.: 06376880
Add: H.No.1, Vardhman Hospital Complex, 3 K.M. Jansath Road, Muzaffarnagar-251001, Uttar Pradesh, India	Add: House No. 1, 3rd Km Jansath Road, Vardhman Hospital Complex, Muzaffarnagar - 251001, Uttar Pradesh, India

Date: 02/09/2023

Place: Muzaffarnagar