

ANNUAL REPORT 2017-18

REDEX PROTECH LIMITED



REGISTERD OFFICE ADDRESS:

**A/5, JAYMANGAL HOUSE,
OPP. SAAKAR-I, NR. NEHRUBRIDGE,
ASHRAM ROAD, AHMEDABAD-380009**

CIN:L31100GJ1991PLC016557

REDEX PROTECH LIMITED

❖ BOARD OF DIRECTORS:

SR. NO.	NAME OF THE DIRECTOR	DIN	DESIGNATION
1	MR. GNANESH RAJENDRABHAI BHAGAT	<u>00115076</u>	MANAGING DIRECTOR
2	MR. JAYPRAKASH BIMASHANKAR SHARMA	<u>00114850</u>	INDEPENDENT DIRECTOR
3	MR. HIRENBHAI PRAMUKHRA PATEL	<u>02502241</u>	INDEPENDENT DIRECTOR
4	MRS.ANGANA GNANESH BHAGAT	<u>02721337</u>	NON EXECUTIVE- WOMAN DIRECTOR

❖ AUDITOR:

Statutory Auditor: **M/S. C. R. SHAREDALAL & CO.**

Chartered Accountants,
702, Parshwanath E square,
Corporate Road, Prahladnagar,
Ahmedabad- 380015

Secretarial Auditor: **M/S. A. SHAH & ASSOCIATES**

Practicing Company Secretary
D-413, Shiromani Complex,
Opp. Ocean Park, Nehrunagar,
Satellite- 380015, Ahmedabad

❖ **REGISTRAR & SHARE TRANSFER AGENT:**

M/S. PURVA SHARE REGISTRY (INDIA) PVT. LTD

9 - SHIV SHAKTI INDUSTRIAL ESTATE,
GROUND FLOOR, J R BORICHA MARG,
OPP, KASTURBA HOSPITAL,
LOWER PAREL, MUMBAI-400011
Contact No.: 91-22-2301 6761 / 8261
FAX:91-22-2301 2517Mail ID: busicomp@vsnl.com

❖ **STOCK EXCHANGES WHERE THE SHARES OF THE
COMPANY ARE LISTED:**

I. BSE LIMITED

25THFLOOR, P. J. TOWERS,
DALAL STREET, FORT,
MUMBAI – 400001

❖ **CONTACT DETAILS OF COMPANY:**

CIN: L31100GJ1991PLC016557

Registered Office Address: A/5 JAYMANGAL HOUSE,OPP: SAKAR
NEHRU BRIDGE, AHMEDABAD
GJ IN

Contact No.: 079-26587009

Email Id:redex_92@yahoo.in



REDEX PROTECH LIMITED

NOTICE

NOTICE IS HEREBY GIVEN THAT TWENTY SEVENTH ANNUAL GENERAL MEETING OF **REDEX PROTECH LIMITED** WILL BE HELD AT REGD. OFFICE AT A/5, JAYMANGAL HOUSE, OPP. SAKAR-I, NEHRU BRIDGE, ASHRAM ROAD, AHMEDABAD- 380009 ON 27TH SEPTEMBER, 2018 AT 10.00 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2018, including the audited Balance Sheet as at March 31, 2018, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. To appoint a Director in place of MRS. ANGANA GNANESH BHAGAT (DIN:02721337), who retires by rotation, in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. **TO SET LIMIT FOR RELATED PARTY TRANSACTION WITH M/S. CHAMPABEN BHAGAT EDUCATION TRUST**

"RESOLVED THAT pursuant Clause (C) of Sub Section (1) of Section 188 and other applicable provision if any, of Companies Act, 2013 read with rule 15 (3) of Companies (Meeting of Board and its Power) Rules, 2014 and as amended from time to time, consent of members of the company be and is hereby accorded to enter into, contract or arrangements to lease out the property owned by the company to M/s. ChampabenBhagat Education Trust, Related Party of the company in which MR. GnaneshBhagat(DIN: 00115076) Managing Director of the company is Managing Trustee, provided that the amount of such transaction(s) shall not exceed the maximum value as mentioned below:"

SERIAL NO.	NAME OF THE RELATED PARTY	TRANSACTION DEFINED AS PER SECTION 188(1) OF COMPANIES ACT, 2013	MAXIMUM VALUE OF TRANSACTION FOR EACH FINANCIAL YEAR
1	M/s. ChampabenBhagat Education Trust	LEASING OF PROPERTY	Rs. 50,00,000/- (Fifty Lacs Only)



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4. TO CHANGE THE OBJECT CLAUSE OF THE COMPANY:

To consider and if thought fit, to pass with or without modification, Following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to provisions of section 13 and other applicable provision, if any, of the Companies Act, 2013, read with Companies Incorporation rules, 2014 and subject to approval of members in General Meeting, the Memorandum of Association of company be and is hereby altered by replacing therein existing sub clause (1) and adding new sub-clause (1) in clause III-A of the Memorandum of Association of company.

1. To carry on the business of construction, erection, purchase, alterations, repairs, renovations, maintenance and or development, builders, contractors, erectors, developers of agricultural or otherwise lands, constructors of buildings, bungalows, shopping malls, commercial and industrial institutions, development and housing schemes, township, holiday resorts, hotels, motels, industrial estates, industrial parks, technology parks and housing colonies and in particular preparing of building sites, constructing, reconstructing, erecting, altering, improving, enlarging, developing, decorating, furnishing and repairing and maintaining of structures, flats, houses, factories, shops, factory sheds, offices and structure and other landed properties and to purchase, sell and deal in freehold, leasehold land and buildings, estates or right, title or interest in any land or property and to invest monies and to create mortgage, de mortgage and to make advances upon the securities of land, buildings and flats, offices, shops, garages, factories, warehouses, houses structures and other property or interest therein and to purchase, sell, lease, hire, exchange or otherwise deal in land, house, property and the like and to manufacture, buy, sell, deal, undertake marketing, import, export in every type of material including timber, laminates, cement, plywood, tiles used in construction and infrastructure projects channeling in India or elsewhere for own or that of others and to carry on the business of manufacturing , buying, selling, repairing, maintaining , importing, exporting, distributing in INDIA and/or Abroad equipment's for protection from fire and detection of fire and fire extinguisher, manual as well as automatic fire engines, fire trailer pumps, fire alarms, safety equipmentand systems, fire blankes, accessories, ingredients. Chemicals and spare parts necessary for the manufacturing of all the above referred firefighting equipment.



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5. AMENDMENT TO CLAUSE III (B) &(C)OF THE MEMORANDUM OF ASSOCIATION;

To consider and if thought fit, to pass with or without modification, Following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 4 and Section 13 and other applicable provision, if any, of the Companies Act, 2013, read with Companies Incorporation rules, 2014, and subject to approval of members in General Meeting the existing clause III (B) & (C) of the Object Clause of the memorandum of association of the company be and is hereby amended by deleting the heading of Clause III (B) & (C) **“OBJECTS INCIDENTAL AND ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS OF THE COMPANY ARE”& “OTHER OBJECTS”** and replacing it with the heading **“MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE MAIN OBJECTS SPECIFIED IN CLAUSE III A ARE :”**

1. **To** acquire, build, construct, improve, develop, give or take in exchange or on lease, rent, hire, occupy, allow, control, maintain, operate, run, sell, dispose of, carry out or alter as maybe necessary or convenient any lease-hold or freehold lands, movable or Immovable properties, including building, workshops, warehouse, stores, easement or other rights, machineries, plant, work, stock in trade, industrial colonies, conveniences together with all modern amenities and facilities such as housing, schools, hospitals, water supply, sanitation, townships and other facilities or properties which may seem calculated directly or indirectly to advance the company's objects and interest either in consideration of a gross sum of a rent charged in cash or services.
2. **To** apply for, purchase, acquire, and protect, prolong and renew in any part of the world any patents, patent rights, licenses, protections and concessions which may appear likely .to be advantageous or useful to the company and to use and turn to account and or grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any patents, inventions or rights which the company may acquire or proposes to acquire.
3. **To** establish, provide, maintain and conduct or subsidies research laboratories and experimental workshops for scientific and technical researches, experiments and tests of all kinds and devices and/or to sponsor or draw out programmes for promoting scientific, technical, social, economic and educational research and development and assist In the execution and promotion of such programmes either directly or through an independent agency or in any other manner, directly or indirectly and to secure such approvals, exemptions and/or recognitions under the Income **Tax** Act, 1961 and any other law for the time being in force and to promote studies and researches both scientific and technical investigations, endowing or assisting laboratories, workshops, libraries, lectures, meetings and



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conferences and by providing or contributing to the award of scholarships, prizes, grants to students and generally to encourage, promote inventions of any kind that may be considered useful to the company.

4. To enter into partnership or any arrangement for sharing or pooling profits, amalgamations, union of interest, co-operation, joint venture, reciprocal concessions or to amalgamate with any person or company carrying on or engaged in or about to carry on or engaged in any business, undertaking or transactions which this company is authorized to carry on or engaged in any business.
5. To acquire or amalgamate, absorb or merge with any other company or companies or to form, promote subsidiaries having objects altogether or in part similar to those of this company.
6. To employ experts, to investigate and examine into the conditions prospects, value character and circumstances of any business concerns and undertaking and generally of any assets, concessions, properties and/or rights.
7. To take part in the management, supervision and control of the contracts, rights, turnkey jobs, operations or business of any company or undertaking entitled to carry on the business which the company is authorised to carry on.
8. To establish, maintain, conduct, provide and make available services as consultant, advisers of every kind including commercial, statistical, financial accountancy, computer expert, programmer, technical services, medical, legal, social services and to take such steps as may be necessary for the purposes and to undertake for consideration on behalf of any client the work of examining, inspecting and carrying out tests on any products and to issue certificates in respect of such products.
9. To carry on the business as infrastructure developer, real estate agent and for the purpose to build, erect, execute, administer, construct, alter, maintain, enlarge, pull down, remove or replace and market, deal in work, manage and control any buildings, structures, offices, factories, mills, shops, machinery, engineers, road ways, bridges, reservoirs, water house, wharves, electric works, tramways, railways, branches, or sidings, docks, harbours, canals, irrigations, reclamation, sewage, drainage and conveniences of all kinds.
10. Subject to the provisions of law applicable to carry on in India or elsewhere the business of running hotels, motels, restaurants, coffee houses, eating houses, lodging houses, boarding houses, flight kitchens, club houses, holiday resorts, holiday homes, travels and tours, health clubs, swimming pools, rest houses,



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entertainment houses and for this purpose to purchase, give on hire, construct, build, manage, improve alter, demolish.

11. To carry on the business as importers, exporters, buyers, sellers, dealers, principal or agent in all kinds of goods including capital goods, consumer goods, industrial goods and others as fittings for the objects of the company.
12. To carry on the business as finance industrial enterprises and promote of Companies engaged in industrial and trading business and to manage syndicates in securities, finance and real estate.
13. To subscribe or contribute or otherwise to assist or to guarantee money to charitable benevolent, religious, scientific, national, public, or any other useful institutions in their objects or purposes or for any exhibition but not for political objects.
14. To subscribe for, take or otherwise acquire and hold shares ,stocks, debentures or other securities of any other company having objects all together or in part similar to those of the company or carrying on any business capable of being conducted so as directly to benefit the company.
15. To vest any movable or immovable property rights and interests acquired by or belonging to the company in any person or company on behalf of or for the benefit of the company and with or without any declared trust in favour of the company.
16. To purchase or otherwise acquire, protect, prolong and renew any patents ,rights ,inventions, licenses, protections, and concessions which may appear likely to be advantageous or useful to the company and to use and turn to account the same and to grant license or privileges in respect of the same.
17. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out dispose of or otherwise turn to account the same.
18. To employ experts to investigate and examine into the conditions, prospects, value character and circumstances of any business concerns and undertakings having similar objects and generally of any assets, property or rights.



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19. To carry on the business of taking/giving on hire and rent all classes and kinds of plants and machineries, lands and buildings and other properties.
20. To act as a brokers, dealers and to carry on the business of share broking , money broking, exchange broking and bill broking, bills purchasing, bills discounting and to advice on portfolio management, investment of money, sale of properties and to act as Registrars and Managers to the Issue.
21. To carry on the business of warehousing in all its aspects in India or elsewhere.
22. To carry on the business of the advertising contractors and agents, to acquire and dispose of advertising time, space or opportunities in any media, to undertake advertising and promotional campaigns of every nature, to acquire and provide promotional requisites.
23. To carry on all kinds of agency business and as buying and selling agents of all articles, things, commodities, and products.

6. **ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION OF COMPANY AS PER COMPANIES ACT, 2013:**

To consider and if thought fit, to pass with or without modification, Following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of section 4, 13 and other applicable provisions, if any, of Companies Act, 2013, read with the companies (incorporation) rule 2014 and Regulations made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the new set of Memorandum of Association, be and is hereby adopted and substituted in the place of existing Memorandum of Association of the Company as per Table-A of Schedule-I of the Companies Act, 2013.”

7. **ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF COMPANY AS PER COMPANIES ACT, 2013:**

To consider and if thought fit, to pass with or without modification, Following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of section 14 of Companies Act 2013 read with provisions of section 61 of the Companies Act 2013 such other provisions as may be applicable and subject to such notification, amendments, re-enactment



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thereof, and subject to such other approvals, permissions of Registrar of Companies Gujarat and other applicable laws, regulations, the new set of Articles of Association, be and is hereby adopted and substituted in the place of existing Articles of Association of the Company as per Table-F of Schedule-I of the Companies Act, 2013.”

Place: AHMEDABAD

Date: 13/08/2018

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED**

S/D

**MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)**



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NOTES: -

1. A Member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company. Instrument of proxy in order to be effective must be received by the company not less than 48 hours before the meeting.
2. Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 with regard to Directors seeking appointment / re-appointment is annexed hereto.
3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, the Notice is being sent to all the members, whose names appear in the Register of Members / List of Beneficial Owners, received from NSDL / CDSL as on close of business hours on, **17/08/2018**. The Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agents (in case of physical shareholding).
4. For Members whose email IDs are not registered, physical copies of the Notice are being sent by permitted mode. The Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
5. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company will remain closed from, **22nd September, 2018 to 27th September, 2018** (both days inclusive) in connection with AGM.
6. As a measure of economy, Annual Report will not be distributed at the Meeting. So, members are requested to bring their copy of Annual Report with them to the Annual General Meeting.
7. Members are requested to quote Folio number in all their correspondences.



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8. Members are requested to inform the company immediately the changes, if any, in their address specifying full address in Block Capital Letters with Pin code of the post office.
9. The Securities and Exchange Board of India (SEBI) has **mandated the submission of the Permanent Account Number (PAN) and updates of bank account details by every investors holding securities in physical or electronic mode with the Registrar and Share Transfer Agent.**
10. Pursuant to Amendment in Regulation 40 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette Notification dated June 8, 2018, **transfer in securities of the Company shall be allowed in dematerialized form only w.e.f. December 5, 2018** and therefore shareholders of the Company still holding shares in physical form are hereby advised to dematerialize their shares as soon as possible. Transfer of the shares in physical form shall not be allowed after December 5, 2018.
11. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2018 is uploaded on the Company's website www.redexprotech.com and may be accessed by the members.
12. Documents referred to in the Notice and the Explanatory Statement attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hours on any working day up to and including the date of the Annual General Meeting of the Company
13. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.



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14. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 46 of SEBI (Listing Agreement and Disclosure Requirement) Regulations 2015, the Company is providing E-Voting facility to all the members whose names appear in the Register of Members/beneficial owners as on the Cut-Off Date i.e. **21ST SEPTEMBER, 2018**, who may cast their vote by electronic mode on all resolutions in respect of business set forth in the notice through e-voting services provided by CDSL, through their portal <http://www.evotingindia.com> in this regard, members are notified that (i) the company has completed the dispatch of Notice through permitted mode to all the members of the company individually along with the explanatory statement and (ii) voting through electronic means shall commence from **09.00 A.M. on 24th SEPTEMBER, 2018 and end at 5:00 P.M. on 26TH SEPTEMBER, 2018**. Please note that e-voting is optional. In case a member has voted through e-voting facility, he/she is not allowed to vote at the Venue of Annual General Meeting.
15. The Member who transfers his/ her shares after the Cut-off date i.e. **21ST SEPTEMBER, 2018**, is not eligible to vote to the extent of transfer made by him/ her, on the Resolutions mentioned in the Notice.
16. Any person who acquires the Shares of the Company after dispatch of the Notice of the General Meeting and holding the Shares on the Cut-off Date i.e. **21ST SEPTEMBER, 2018**, may request to the Company on registered mail ID of the company i.e. **redex_92@yahoo.int**o obtain the User ID & Password.
17. The Results of E-voting along with the Scrutinizer's Report shall be declared and placed on the Company's website and on the website of CDSL <https://www.evotingindia.co.in> on or before **10.00 A.M. on 29th September, 2018** and communicated to the BSE Limited where the shares of the Company are listed.



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EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013 (The 'Act'), the following explanatory statement sets out all material facts relating to the business mentioned under Item No.4 TO 6 of the accompanying Notice

ITEM NO. 3

The Chairman informed to the Members that the company has entered into the transaction of leasing Immovable property Bearing Survey Number: 86, Total Land Area Admeasuring 53823 Sq. Mtrs. Situated At Khoda Village, Sanand, Ahmedabad Together With college Building & Workshop Building to M/s. ChampabenBhagat Education Trust, Related Party in which MR. GNANESH BHAGAT (DIN: 00115076) Managing Director of the company is Managing Trustee for Rent @ RS. 2,57,250/- P.M. for a period of four years.

Thereafter, chairman further narrated that the Clause (C) of Sub Section (1) of Section 188 of Companies Act, 2013 with rule 15 (3) of Companies (Meeting of Board and its Power) Rules, 2014, stipulates that, except prior approval from members, the company shall not enter into transaction of leasing of property of any kind amounting to ten percent or more of its Net-worth or ten percent or more of its turnover or rupees hundred crore whichever is lower with any of its related party. Therefore the Board of Directors of the company has decided to fix the limit of related party transactions in their meeting held on 13th August, 2018 with the approval of Members in General Meeting. The Board recommends the enabling Ordinary Resolution for shareholders' approval.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives except MR. GnaneshBhagat, (DIN: 00115076) and Mrs. AnganaBhagat (DIN: 02721337) are concerned or interested, financial or otherwise, in the resolution.

ITEM NO. 4& 5

Chairman informed that the company is engaged in the activities related to fire extinguisher services but has only carried out nominal amount of activity related to it. As recent trends show that the growth of the company is increasing in its business area. Now, the Company intends to carry on business in area of infrastructural, real estate and construction. There are ample of opportunities in this sector of the India. Hence, it is thought fit to add a new object of infrastructural, real estate venturing including the trading in goods, for which company may alter its object clause of Memorandum of Association and accordingly alter the ancillary objects to fulfill the main object of the company.



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Thereafter, the chairman further informed that change in the object clause of the company requires approval from shareholders. Hence, The Directors recommend the Resolution set out in the Notice for the approval of the Members.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution.

ITEM NO. 6 & 7

The existing Memorandum of Association and Article of Association are in line with the erstwhile Companies Act 1956, which are thus no longer in full conformity with the Companies Act, 2013 ("New Act"). It is thus expedient to adopt new Clause (V) of Memorandum of Association, in place of the existing Clause (V) of the Memorandum of Association of the Company, pursuant to the provisions of the Companies Act, 2013 and to adopt the new set of Articles of Association in place of existing Articles of Association of the Company, to be consistent with the provisions of Section 5 of the Companies Act, 2013. Hence the Board of Directors proposed to adopt amended Memorandum of Association and Article of Association in place of existing Memorandum of Association and Article of Association of the Company and seeks shareholders' approval for the same.

The Directors recommend the Resolution set out in the Notice for the approval of the Members.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution

Place: AHMEDABAD

Date: 13/08/2018

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED**

S/d

**MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)**



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Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 with regard to Directors seeking appointment / re-appointment as the forthcoming Annual General Meeting:

Name of the Director	MRS. ANGANA BHAGAT
Director Identification Number (DIN)	02721337
Designation	NON EXECUTIVE DIRECTOR
Date of Appointment	30-09-2014
Date of Birth	21-08-1971
Brief Profile/ Nature of Expertise	She is holding degree of Bachelor of Commerce and having experience and expertise in administrative work .
Names of other companies in which the person also holds the directorship	1. Yash Shelters Limited 2. YashInfraspace Private Limited
Names of companies in which the person also holdsthe membership of Committees of the Board	NA
Number of Equity Shares held in the Company& %	231650(3.45%) equity shares
Relationship between directors inter-se	Relative of one of the Directors of Company i.e. wife of Mr. GnaneshBhagat.



THE INSTRUCTIONS FOR E-VOTING:

SECTION A - E-VOTING PROCESS:

- (i) The voting period begins on 24thSEPTEMBER, 2018 FROM 09:00 A.M. TO 26TH SEPTEMBER, 2018 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 21stSEPTEMBER, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:



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	For Members holding shares in Demat Form and Physical Form
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">• 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.• 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.
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">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.



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- (xii) Click on the EVSN i.e. “**180823071**” for the relevant Company Name i.e. “**REDEX PROTECH LIMITED**” on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) 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.
- (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 and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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.



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- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts 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.
- 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, under help section or write an email to helpdesk.evoting@cdslindia.com

SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS:

- I The E-Voting period commences on **24thSEPTEMBER, 2018 (09:00 A.M.) and ends on 26THSEPTEMBER, 2018 (5:00 P.M.)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on Cut-off date i.e. **21stSEPTEMBER, 2018** may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- ii. The voting rights of shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.
- iii. M/s A SHAH & ASSOCIATES, Practicing Company Secretaries (Membership No.: FCS 4713; CP No: 6560) (Address: D- 413, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad – 380 015, Gujarat, India) has been appointed as the Scrutinizer to scrutinize the e-Voting process.



REDEX PROTECH LIMITED

- iv. The Scrutinizer shall, on conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any and submit forth with to the Chairman of the Company.
- v. The Results shall be declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL <https://www.evotingindia.co.in> on or before **10:00 A.M. on 29th September, 2018** and communicated to the BSE Limited and Ahmedabad Stock Exchange, where the shares of the Company are listed.
- vi. The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to receipt of sufficient votes.
- vii. For Members holding shares in physical form, the password and default number can be used only for e-Voting on the resolutions given in the notice.
- viii. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates, link their account which they wish to vote on and then cast their vote. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com. They should also upload a scanned copy of the Board Resolution / Power of Attorney (POA) which they have issued in favor of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the vote.
- ix. You can also update your mobile number and E-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-Voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.
- x. The Members are requested to pay attention to the matter that once he / she has exercised his / her right then he / she shall not be allowed to change his / her vote subsequently in any case.



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- xi.** 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 under help section or write an email to helpdesk.evoting@cdslindia.com.



REDEX PROTECH LIMITED

!!!! BOARD'S REPORT !!!!

To,
The Members,
REDEX PROTECH LIMITED

Your Directors have pleasure in presenting their Twenty Seventh Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2018.

1. STATE OF AFFAIRS OF THE COMPANY:

M/S. REDEX PROTECH LIMITED (CIN: L31100GJ1991PLC016557) was incorporated as a public Limited Company on 1st November, 1991. The main object of the company is manufacturing and trading of fire extinguisher equipment, smoke alarms and smoke detectors and related services.

2. FINANCIAL HIGHLIGHTS:

(Rs. in lacs)

Particulars	2017-18	2016-17
Sale Of Services	1.95	1.99
Other Operating Revenue	30.38	29.40
Total income	32.33	31.39
Depreciation	3.45	3.45
Other expenses	13.84	12.96
Profit/ Loss before Tax	15.03	14.96
Tax Expenses	2.55	2.56
Profit/Loss after Tax	12.47	12.40
Paid Up Capital	672.11	672.11
EarningPerShare	0.19	0.18



3. **PERFORMANCE OF THE COMPANY :**

The Board's Report is prepared based on the stand alone financial statements of the company.

The performance of the company is stable with respect to overall turnover as well as net profit during the financial year 2017-18. The revenue of the company is bifurcated in two parts i.e. sale of services and other operating Revenue. The Company has generated 6.03% of it's total revenue from sale of services like Extinguisher Refilling & labour service and remaining 93.96% of revenue consist of rent income generated from the leasing of the property. The net profit of the company remained slightly increased as compare to the Preceding financial year. However, Company is taking more efforts to achieve better revenue and profit in upcoming years. The company will strive to improve its performance in long term prospects based on actual pace of global economy.

4. **DIVIDEND:**

With a view to enlarge the business operations of the Company, the directors did not recommend any Dividend during the year under review.

The company has not transferred any amount of profit of the year to any reserves.

5. **DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

MRS. ANGANA BHAGAT, Director of the Company retires by rotation at the forthcoming Annual General Meeting and being eligible, offer herself for reappointment.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section 6 of Section 149 of the Companies Act, 2013 and Regulation 16 (b) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

The composition of the Board of Directors of the Company has changed during the financial year 2017-18.

S. N.	Name of Director	Designation	Change
1	MR. GNANESH BHAGAT	Managing Director	Appointment w.e.f 01.09.2017
2	MR. JAYPRAKASH SHARMA	Independent Director	-
3	MR. HIRENBHAI PATEL	Independent Director	-
4	MRS.ANGANA BHAGAT	Non- Executive Director	-
5	MR. VIKRAM BHAGAT	Managing Director	Cessation due to death on 25.08.2017



REDEX PROTECH LIMITED

6. MEETING OF BOARD OF DIRECTORS:

During the year Six (6) Board Meetings and Four (4) Audit Committee Meetings were convened and held.

The dates on which the said Board meetings were held are shown in the table:

SR. NO.	BOARD MEETING	AUDIT COMMITTEE
1	27.05.2017	27.05.2017
2	12.08.2017	12.08.2017
3	28.08.2017	10.11.2017
4	01.09.2017	12.02.2018
5	10.11.2017	-----
6	12.02.2018	-----

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

7. COMMITTEES:

The company has several committees which have been established as a part of best corporate governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

The Board has constituted following Committees:

	AUDIT COMMITTEE
	NOMINATION & REMUNERATION COMMITTEE
	STAKEHOLDER RELATIONSHIP COMMITTEE

The details with respect to the compositions, powers, roles, terms of reference etc. of relevant committees are given in detail in the 'Report on Corporate Governance' of the company which forms part of this Annual Report.



REDEX PROTECH LIMITED

8. EXTRACTS OF ANNUAL RETURN:

Pursuant to sub-section 3(a) of Section 134 and sub-section (3) of Section 92 of the Companies Act, 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014 the extracts of the Annual Return as at March 31, 2018 forms part of this report as “Annexure I”.

9. STATUTORY AUDITORS & AUDIT REPORT:

M/s. C. R. SHAREDALAL & CO., Chartered accountants, (firm Registration No.109943W) ,who have offered themselves for appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of section 141 of the Companies Act, 2013 has been appointed as statutory auditors of the company to hold office till the conclusion of annual general meeting for the financial year 2021-22.

In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every AGM. Hence, Agenda for the ratification of Statutory auditor of the company has not been included in the Notice of AGM.

Auditors comments on your company's accounts for year ended March 31, 2018 are self explanatory in nature and do not require any explanation as per provisions of Section 134(3)(f) of the Companies Act, 2013.

There were no qualifications, reservation or adverse remark or disclaimer made by Statutory Auditor in its report.

10. INTERNAL FINANCIAL CONTROL:

During the year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas.

11.COST RECORDS:

Pursuant to Section-148 (1) of the Companies Act, 2013 read with Rule 3 of Companies (Cost Records and Audit) Rules, 2014 , Company does not fall under the criteria for maintaining cost record for the financial year 2017-18.



12. SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT:

Pursuant to Section 204 of the Companies Act, 2013, your company had appointed M/s. A. Shah & Associates, Practicing Company Secretaries, as its Secretarial Auditors to conduct the Secretarial Audit of the company for FY 2017-18. The Report of the Secretarial Auditor for the FY 2017-18 is annexed to this report as “**Annexure II**”.

Secretarial Auditor report (MR-3) is self explanatory and therefore do not call for any further comments.

The Board of Directors of the Company has discussed the same at arm's length and undertaken to take the corrective steps on Qualifications raised by Secretarial Auditor in Secretarial Audit Report.

13. BOARD EVALUATION:

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Companies Act, 2013 and the corporate governance requirements as prescribed by Securities and Exchange Board of India (“SEBI”) under Regulation 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015.

The Board and the Nomination and Remuneration Committee (“NRC”) reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.



14. DEPOSITS:

Your company has not accepted any fixed deposits from the public within the provisions of Section 73 to 76 of the Companies Act, 2013. The company has accepted unsecured loan from Mr. GnaneshBhagat, Managing Director of the company amounting to Rs. 376000/- . Hence, the disclosures required as per Rule 8(5)(v)&(vi) of the Companies (Accounts) Rules, 2014, read with Section 73 to 76 of the Companies Act, 2013 are not applicable to your Company.

15. CORPORATE GOVERNANCE:

The Company believes that good Corporate Governance is a continuous process and it is our continuous endeavor to achieve good governance, by way of a conscious and conscientious effort whereby ensuring the truth, transparency, accountability and responsibility in all our dealings with all our stakeholders.

A separate section on Corporate Governance Standards followed by your Company, as stipulated under Regulation 34(3) read with Schedule V of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 is enclosed as Annexure to this Report. The Report on Corporate Governance also contains certain disclosures required under Companies Act, 2013.

A certificate from **M/s. A. SHAH & ASSOCIATES**, Practicing Company Secretaries, conforming compliance to the conditions of Corporate Governance as stipulated under Regulation 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, is annexed to this Report.

16. VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 read with Regulation 22 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.redexprotech.com under investors/others/Whistle blower Policy link.

17. CONSERVATION OF ENERGY, TECHNOLOGY

(a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	N.A
(ii)	the steps taken by the company for utilizing alternate sources of energy	N.A
(iii)	the capital investment on energy conservation equipment's	N.A

(b) Technology absorption

(i)	the efforts made towards technology absorption	N.A
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	N.A
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	N.A
	(a) the details of technology imported	N.A
	(b) the year of import;	N.A
	(c) whether the technology been fully absorbed	N.A
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	N.A
(iv)	the expenditure incurred on Research and Development	N.A

18. FOREIGN EXCHANGE EARNINGS / OUTGO:-

As the Company has not carried out any activities relating to the export and import during the financial year. There is no foreign exchange expenses and foreign income during the financial year 2017-18.



19. NOMINATION AND REMUNERATION POLICY

The Board has on the recommendation of Nomination and Remuneration / Compensation Committee framed a policy on directors' appointment and remuneration of Directors including criteria for determining qualification, positive attributes, independence of directors and remuneration for Directors, Key Managerial Personnel and other employees. The policy is annexed to this report as "**Annexure III**".

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions that were entered during the financial year were in ordinary course of the business of the company and were on arm's length basis. All such Related Party Transactions are placed before the Audit Committee for approval.

The policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions as approved by the Audit Committee and the Board of Directors has been uploaded on the website of the Company at www.redexprotech.com under investors/others/Related Party Transaction Policy link.

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 is disclosed in **Form No. AOC-2** in "**Annexure IV**".

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

In terms of provisions of Section 134(3)(g), the company has not granted any Loans, guarantee, or made Investment during the year 2017-18. However, the Disclosure as per Section 134(3)(g) containing the Particulars of Loans, Guarantees or Investments under Section 186, is annexed hereto as "**Annexure V**" and forms part of this Report.

22. PARTICULARS OF EMPLOYEES REMUNERATION:

- A. The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197, of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are forming part of this report as "**Annexure VI**".
- B. The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not provided as no employees is paid remuneration of Rs. 8.50 Lac Per month if employed for part of the year and Rs. 1.2 Crore Per Annum if employed for the whole year.



REDEX PROTECH LIMITED

23. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The company does not fall under the purview of the section 135 of the Companies Act, 2013 which requires formulating a Corporate Social Responsibility Committee and adopting any activities as specified in Schedule VII.

24. HUMAN RESOURCES

Your Company treats its “human resources” as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement. The Company's Health and Safety Policy commits to provide a healthy and safe work environment to all employees.

25. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

1. Disclosure under Section 22 of the Sexual Harassment Of Women At Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Pursuant to Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 every company having women employees engaged in the company during the financial year is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place received from any women employee.

There is no women employees are working in the Organization. Hence, there is no need to constitute committee and formulate policy in accordance with the section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

26. CHANGE IN NATURE OF THE BUSINESS:

There has been no change in the nature of business of the company during the year under review.

27. MANAGEMENT DISCUSSION AND ANALYSIS:

As per corporate governance norms, a separate section on Management Discussion and Analysis outlining the business of the Company is set out in Annexure forming part of this Report.



REDEX PROTECH LIMITED

28. SIGNIFICANT OR MATERIAL ORDERS AGAINST COMPANY:

No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operation in future.

29. SIGNIFICANT OR MATERIAL EVENT OCCURRED AFTER BALANCESHEET DATE:

No Event has occurred after the balance sheet date that representing the material changes and commitment that affecting the Financial position of the company

30. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to requirement under 134(3)(c) and Section 134(5) of the Companies Act, 2013 (Act), Directors, confirm that:

- (a) in the preparation of the annual accounts for the year ended on 31st March, 2018, the applicable accounting standards read with requirement set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- (b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2018 and of the profit of the company for the year ended on that date;
- (c) the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a going concern basis;
- (e) the Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively and
- (f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

31. ACKNOWLEDGEMENT

Your Directors wish to place on record their gratitude and sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review.



REDEX PROTECH LIMITED

Your Directors would like to express a profound sense of appreciation for the commitment shown by the employees in supporting the Company in its continued robust performance on all fronts.

Place: AHMEDABAD

Date: 28/05/2018

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED**

S/D

**MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)**



REDEX PROTECH LIMITED

Annexure I

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2018

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

I. REGISTRATION & OTHER DETAILS:

1. CIN	L31100GJ1991PLC016557
2. Registration Date	01/11/1991
3. Name of the Company	REDEX PROTECH LIMITED
4. Category/Sub-category of the Company	Category - COMPANY LIMITED BY SHARES Sub-category - INDIAN NON-GOVERNMENT COMPANY
5. Address of the Registered office & contact details	A/6, JAYMANGLAM HOUSE, OPP GANDHI GRAM RAILWAY STATION, ASHRAM ROAD, AHMEDABAD-380 009. PH. NO: 26584080
6. Whether listed company	YES, ON BSE LIMITED & AHMEDABAD STOCK EXCHANGE LIMITED
7. Name, Address & contact details of the Registrar & Transfer Agent, if any.	PURVA SHARE REGISTRY (INDIA) PVT. LTD 9, SHIV SHAKTI INDUSTRIAL ESTATE, J. R. BORICHA MARG, LOWER PAREL, MUMBAI, MAHARASHTRA, 400011 Tel : 91-22-2301 6761 / 8261 Fax : 91-22-2301 2517

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Rent income	681	93.96%



REDEX PROTECH LIMITED

III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A.) Category-wise Share Holding:

Category of Shareholder	No. of Shares held at the beginning of the year (as on April 1, 2017 i.e. on the basis of SHP of March 31, 2017)				No. of Shares held at the end of the year (as on March 31, 2018 i.e. on the basis of SHP of March 31, 2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters/Promoters Group									
(1) Indian									
a) Individual/HUF	2360924	50000	2410924	35.87	2481141	9500	2490641	37.06	1.79
b) Central Govt.	-	-	-	-					-
c) State Govt.(s)	-	-	-	-					-
d) Bodies Corporate	-	-	-	-					-
e) Banks / FI	-	-	-	-					-
f) Any Other	-	-	-	-					-
Sub-total(A)(1):	2360924	50000	2410924	35.87	2481141	9500	2490641	37.06	1.79
(2) Foreign									
a) NRIs - Individuals	-	-	-	-					-
b) Other - Individuals	-	-	-	-					-
c) Bodies Corp.	-	-	-	-					-
d) Banks / FI	-	-	-	-					-
e) Any Other....	-	-	-	-					-
Sub-total:(A) (2):	-	-	-	-					-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	2360924	50000	2410924	35.87	2481141	9500	2490641	37.06	1.79
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	1700	-	1700	0.03	1700	-	1700	0.03	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
i-1) Foreign Financial Institution	-	-	-	-	-	-	-	-	-
i-2) Trust	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	1700	-	1700	0.03	1700	-	1700	0.03	-



REDEX PROTECH LIMITED

2.Non-Institutions									
a) Bodies Corporate									
i) Indian	495638	109100	604738	9.00	225619	109100	334719	4.98	-4.02
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	262226	1584222	1846448	27.47	310897	2088100	2398997	35.69	-0.17
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	745961	577678	1323639	19.69	951091	76000	1027091	15.28	3.38
c) HUF	288201	-	288201	4.29	164600	0	164600	2.45	-1.84
LLP	-	-	-	-	59002	0	59002	0.88	0.88
NRI	6900	238000	244900	3.65	6000	238000	244000	3.63	-0.01
Clearing Members	600	-	600	0.01	400	0	400	0.01	0.00
Sub-total (B)(2):-	1799526	2509000	4308526	64.10	1717609	2511200	4228809	62.92	-1.79
Total Public Shareholding (B)=(B)(1)+(B)(2)	1801226	2509000	4310226	64.13	1719309	2511200	4230509	62.94	-1.79
C. Shares held by Custodian for GDRs & ADRs (C)	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4162150	2559000	6721150	100	4200450	2520700	6721150	100	-

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year (as on April 1, 2017 i.e. on the basis of SHP of March 31, 2017)			Shareholding at the end of the year (as on March 31, 2018 i.e. on the basis of SHP of March 31, 2018)			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	RAJENDRA DAHYABHAI BHAGAT	892950	13.29	-	892950	13.29	-	-
2	GNANESH RAJENDRA	480515	7.15	0.00	444334	6.61	0.00	-0.54



REDEX PROTECH LIMITED

	BHAI BHAGAT							
3	VIKRAM DAHYABHAI BHAGAT	255285	3.80	0.00	255285	3.80	0.00	-
4	HANSABEN RAJENDRAB HAI BHAGAT	230965	3.44	0.00	230965	3.44	0.00	-
5	ANGANA GNANESH BHAGAT	255150	3.80	0.00	231650	3.45	0.00	-0.35
6	AMIT ASHOKBHAI BHAGAT	58200	0.87	-	58200	0.87	-	-
7	DARSHAN A BHAGAT	5300	0.08	-	5300	0.08	-	-
8	MITESH A JAIN	800	0.01		800	0.01	-	-
9	KIRAN J MISTRY	100	0.0		100	0.0	-	-
10	MITESH P JAIN	100	0.00	-	100	0.00	-	-
11	GNANESH BHAGAT HUF	10500	0.16	-	10500	0.16	-	-
12	TWISHAA BHAGAT	180559	2.69	-	360457	5.36	-	2.69



REDEX PROTECH LIMITED

C) Change in Promoters' Shareholding:

Sr. No.	Name of the Promoter	Date	Reason (if any increase / (decrease) during the year)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	MR. GNANESH RAJENDRA BHAGAT	01/04/2017	At the beginning of the year	480515	7.15	480515	7.15
		02-06-2017	Decrease due to sale	-65000	-0.97	415515	6.18
		08-09-2017	Increase in shareholding due to acquisition	28819	0.43	444334	6.61
		31/03/2018	At the end of the year	-	-	444334	6.61
2.	ANGANA GNANESH BHAGAT	01/04/2017	At the beginning of the year	255150	3.80	255150	3.80
		02-06-2017	Decrease due to sale	-103000	-1.53	152150	2.26
		23-06-2017		-47000	-0.70	105150	1.56
		01-09-2017	Increase in shareholding due to acquisition	2500	0.04	107650	1.60
		08-12-2017		208900	3.11	316550	4.71
		05-01-2018	Decrease due to sale	-84900	-1.26	231650	3.45
		31-03-2018	At the end of the year	-	-	231650	3.45
3.	TWISHAA BHAGAT	01/04/2017	At the beginning of the year	180559	2.69	180559	2.69
		08-12-2017	Increase in shareholding due to acquisition	179898	2.68	360457	5.36
		31-03-2018	At the end of the year	-	-	360457	5.36

NOTE: There is 'No Change' in the shareholding of the Promoters other than mentioned above.



REDEX PROTECH LIMITED

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name of the Shareholder	Date	Reason (if any increase / decrease during the year)	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	MR. ARPITA BIREN SHAH	1/4/2017	At the beginning of the year	277765	4.13	--	--
		02-06-2017	Increase due to acquisition	230	0.00	277995	4.14
		23-06-2017	Increase due to acquisition	47000	0.70	324995	4.84
		31-03-2018	At the end of the year	--	--	324995	4.84
2	BIREN SHAH	1/4/2017	At the beginning of the year	135300	2.01	135300	2.01
		02-06-2017	Increase due to acquisition	168000	2.50	303300	4.51
		31-03-2018	At the end of the year	----	-----	303300	4.51
3.	MRS. DHWANI DAVE	1/4/2017	At the beginning of the year	272396	4.05	272396	4.05
		31/3/2018	At the end of the year	--	--	272396	4.05
4.	ENAM SECURITIES PVT LTD.	1/4/2017	At the beginning of the year	185000	2.75	185000	2.75
		31/3/2018	At the end of the year	--	--	185000	2.75
5	ASHESHBHAI DILIPBHAI SHAH HUF	1/04/2017	At the beginning of the year	273400	4.07	273400	4.07
		01-09-2017	Decrease due to sale	-2500	-0.04	270900	4.03
		08-12-2017	Decrease due to sale	-208900	-3.11	62000	0.92
		05-01-2018	Increase due to acquisition	84900	1.26	146900	2.19



REDEX PROTECH LIMITED

		31-03-2018	At the end of the year	--	--	146900	2.19
6.	AAA GLOBAL ASSETS LLP	1/4/2017	At the beginning of the year	267719	3.98	267719	3.98
		08-09-2017	Decrease due to sale	-28819	-0.43	238900	3.55
		08-12-2017	Decrease due to sale	-179898	-2.68	59002	0.88
		31-03-2018	At the end of the year	--	--	59002	0.88
7.	JET AGE FINANCE PVT LTD	1/4/2017	At the beginning of the year	42300	0.63	42300	0.63
		31/3/2018	At the end of the year	--	-	42300	0.63
8	SYNERGY LOG-IN SYSTEMS LIMITED	1/4/2017	At the beginning of the year	39800	059	39800	059
		31/3/2018	At the end of the year	-	-	39800	059
9.	SHAH RISHIN PRAKASH	1/4/2017	At the beginning of the year	27300	0.41	27300	0.41
		31/3/2018	At the end of the year	-	-	27300	0.41
10	RAJKUMAR VASWANI	1/4/2017	At the beginning of the year	20100	0.30	20100	0.30
		31/3/2018	At the end of the year	-	-	20100	0.30

Consolidated position of each shareholder is shown holding shares in multiple schemes under Common PAN.



REDEX PROTECH LIMITED

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of the Director and Key Managerial Personnel	Date	Reason (if any increase / decrease during the year)	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	MR. GNANESH BHAGAT (MANAGING DIRECTOR)	01/04/2017	At the beginning of the year	480515	7.15	480515	7.15
		02-06-2017	Decrease due to sale	-65000	-0.97	415515	6.18
		08-09-2017	Increase in shareholding due to acquisition	28819	0.43	444334	6.61
		31/03/2018	At the end of the year	-	-	444334	6.61
2.	MRS. ANGANA BHAGAT (DIRECTOR)	01/04/2017	At the beginning of the year	255150	3.80	255150	3.80
		02-06-2017	Decrease due to sale	-103000	-1.53	152150	2.26
		23-06-2017		-47000	-0.70	105150	1.56
		01-09-2017	Increase in shareholding due to acquisition	2500	0.04	107650	1.60
		08-12-2017		208900	3.11	316550	4.71
		05-01-2018	Decrease due to sale	-84900	-1.26	231650	3.45
		31-03-2018	At the end of the year	-	-	231650	3.45
3.	MR. JAYPRAKASH SHARMA (DIRECTOR)	1/4/2017	At the beginning of the year	-	-	-	-
		31/3/2018	At the end of the year	-	-	-	-
4.	MR. HIRENBHAI PATEL (DIRECTOR)	1/4/2017	At the beginning of the year	-	-	-	-
		31/3/2018	At the end of the year	-	-	-	-



REDEX PROTECH LIMITED

F)INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particular	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL	13,83,005	NIL	13,83,005
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	13,83,005	NIL	13,83,005
Change in Indebtedness during the financial year				
* Addition	NIL	1381000	NIL	1381000
* Reduction	NIL	(1005000)	NIL	(1005000)
Net Change	NIL	376000	NIL	376000
Indebtedness at the end of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount	NIL	1759005	NIL	1759005
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	1759005	NIL	1759005



REDEX PROTECH LIMITED

IV. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SR. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		MR. GNANESH BHAGAT (MANAGING DIRECTOR)	
1	Gross salary	N.A	N.A
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A	N.A
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A	N.A
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	N.A	N.A
2	Stock Option	N.A	N.A
3	Sweat Equity	N.A	N.A
4	Commission - as % of profit	N.A	N.A
5	Others, please specify	N.A	N.A
	Total (A)	N.A	N.A
	Ceiling as per the Act	N.A.	N.A.

B. Remuneration to other directors

1. Independent Director

Sr. No.	Particulars of Remuneration	Name of Director		Total Amt
		MR. JAYPRAKASH BIMASHANKAR SHARMA	MR. HIRENBHAI PRAMUKHRAI PATEL	
	-Fee for attending Board / Committee meetings (in Rs.)	-	-	-
	- Commission	-	-	-
	- Others, please specify	-	-	-
	TOTAL (B1)	-	-	-



REDEX PROTECH LIMITED

2. Other Non-Executive Directors

Sr. No.	Particulars of Remuneration	Name of Director	Total Amt
		MRS. ANGANA BHAGAT	
	- Fee for attending Board / Committee meetings (in Rs.)	-	-
	- Commission	-	-
	- Others, please specify	-	-
	TOTAL (B2)	-	-
	TOTAL B = B(1) + B(2)		-
	TOTAL MANAGERIAL REMUNERATION		-
	OVERALL CEILING AS PER ACT		-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel	
		MR. GNANESH BHAGAT - CFO	Total
1	Gross salary	N.A	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A	NIL
2	Stock Option	N.A	NIL
3	Sweat Equity	N.A	NIL
4	Commission	N.A	NIL
	- as % of profit	N.A	NIL
	others, specify...	N.A	NIL
5	Others, please specify	N.A	NIL
	Total	N.A	NIL



REDEX PROTECH LIMITED

V. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NOT APPLICABLE				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NOT APPLICABLE				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NOT APPLICABLE				
Punishment					
Compounding					

Place: AHMEDABAD

Date: 28/05/2018

BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED

S/D

MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)



REDEX PROTECH LIMITED

A. SHAH & ASSOCIATES

Satellite Road, Nehrunagar, Ahmedabad-380015

Email id: anishshahcs@gmail.com

PRACTICING COMPANY SECRETARIES

CS ANISH SHAH

B.COM, LLB. FCS

Annexure II

MR-3

SECRETARIAL AUDIT REPORT

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED AS ON 31ST MARCH, 2018

To,
The Members,
REDEX PROTECH LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/S REDEX PROTECH LIMITED** (Hereinafter called the company) for the financial year ended on 31st March, 2018. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the **M/S. REDEX PROTECH LIMITED** (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 audit period covering the financial year ended on 31ST MARCH, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/S REDEX PROTECH LIMITED** for the financial year ended on 31ST MARCH, 2018 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;



REDEX PROTECH LIMITED

- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (g) 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;
 - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- VI. As the substantial source of income and turnover of the company is from Rent activities, no other specific laws are applicable to the Company for the financial year under review.

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 Agreements entered into by the Company with BSE Limited.



REDEX PROTECH LIMITED

During the period under review the Company has complied with the all provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- 1. The Company is yet to comply with Regulation 31(2) of The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 for maintaining 100% (hundred percent) shareholding of promoter(s) and promoter group in dematerialized form.*
- 2. The Company is not in compliance with Pursuant to Section 203 (1) (ii) for appointment of Company Secretary as Key Managerial Personnel for the financial year 2017-18 and as per Regulation 6 (2) of The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 for appointment of Company Secretary as compliance officer for the financial year 2017-18.*
- 3. Company is yet to comply with the section 138 of the Companies Act, 2013 i.e. Internal Auditor needs to be appointed to conduct the internal audit of the functions and activities of the company.*
- 4. The company had granted loans and advances during previous years to various parties including Directors and to entities in which directors are interested. However, these loans and advances to directors and entities have not been repaid to the company till date and hence, the Companies Act, 1956 and Section 185 of the Companies Act, 2013.*
- 5. The company has entered into related party transaction for leasing of property with M/s. Champaben Bhagat Education Trust which is beyond the limits as specified in Section 188(1)(c) of the Companies Act, 2013 read with rule 15 (3) of Companies (Meeting of Board and its Power) Rules, 2014.*



REDEX PROTECH LIMITED

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 of the Company that took place during the period under review carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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 for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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 audit period in the company, there has been no material discrepancy found in the business and no specific change in the nature of the Business.

Place: Ahmedabad

Date: 28/05/2018

**FOR, M/S. A. SHAH & ASSOCIATES,
PRACTICING COMPANY SECRETARIES,
S/D**

**MR. ANISH SHAH
PROPRIETOR
(C. P. NO: 6560)
(FCS: 4713)**

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.



REDEX PROTECH LIMITED

Annexure A

To,
The Members
M/S REDEX PROTECH LIMITED
A/5, JAYMANGAL HOUSE,
OPP. SAKAR-I, NEHRU BRIDGE,
ASHRAM ROAD, AHMEDABAD – 380009

Our Report of even date is to be read with this letter:

1. Maintenance of Secretarial record 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 contents 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 not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Ahmedabad

Date: 28/05/2018

**FOR, M/S. A. SHAH & ASSOCIATES,
PRACTICING COMPANY SECRETARIES,**

S/D

**MR. ANISH SHAH
PROPRIETOR
(C. P. NO: 6560)
(FCS: 4713)**



Annexure III

NOMINATION AND REMUNERATION POLICY

1. INTRODUCTION

Part D of Schedule II of SEBI (Listing obligations and disclosure requirements) Regulation, 2015 provides that:

"The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of directors and recommend to the Board, a policy, relating to the remuneration for the directors, key managerial personnel and other employees."

Section 178(2) & (3) of the Companies Act, 2013 provides that:

"The Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the board of directors their appointment and removal and shall carry out evaluation of every director's performance."

Therefore, to ensure compliance with the aforesaid Act, and Regulations, the Nomination and Remuneration Committee (the 'Committee') the Board of directors of 'RedexProtech Limited' (the 'Company') has formulated a Nomination and Remuneration Policy (the 'Policy').

2. OBJECTIVE

The objective of this Policy is to formulate the criteria for determining qualifications, positive attributes and independence for the appointment of a Director (Executive/Non-Executive/Independent) and recommend to the Board policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.

The policy reflects the Company's objectives for good corporate governance as well as sustained long - term value creation for shareholders.

3. DEFINITIONS

'Company' means 'RedexProtech Limited'.



'Committee' means 'Nomination and Remuneration Committee' as constituted by board from time to time.

'Regulations' means 'SEBI (Listing obligations and disclosure requirements) Regulation, 2015'

'Policy' means 'this policy'.

'Key Managerial Personnel' means

- Chief Executive Officer or Managing Director or the Manager,
- Whole time director
- Chief financial Officer
- Company secretary
- And such other officer as may be prescribed under the Act from time to time.

'Senior Management Personnel' (SMP) means personnel of the Company who are members of the core management team, excluding Board of Directors and are one level below the Executive Director including Functional Head.

'Remuneration' means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

4. APPLICABILITY

The Nomination and Remuneration Policy applies to the appointment and remuneration of Directors, Key Managerial Personnel and Company's Senior Management and other employees.

This Nomination & Remuneration Policy shall apply to all future employment agreements with members of Company's Senior Management, Key Managerial Personnel and Board of Directors. This Policy shall be of guidance for the Nomination & Remuneration Committee and Board of Directors.

5. APPOINTMENT CRITERIA

The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his/her appointment.

A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient /satisfactory for the concerned position.



REDEX PROTECH LIMITED

A person to be appointed as a Director should possess impeccable reputation for integrity, deep expertise and insights in sectors/areas relevant to the Company and ability to contribute to the Company's growth.

APPOINTMENT OF EXECUTIVE DIRECTOR

For the purpose of appointment of Executive Directors, the Committee shall identify persons of integrity who possess relevant experience, domain expertise and leadership qualities and also ensure that the incumbent fulfills such other criteria with regard to age and qualifications as laid down under Companies Act or other applicable laws.

APPOINTMENT OF NON EXECUTIVE DIRECTORS

The Non Executive Directors shall be persons of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of finance, taxation, law, governance, marketing and general management.

APPOINTMENT OF INDEPENDENT DIRECTORS

In the case of appointment of Independent Directors, the Committee satisfies itself with regard to the independent nature of the Director and considers the incumbent's qualification, expertise and experience in the respective field and diversity of the Board while recommending to the Board the candidature for appointment as Director so as to enable the Board to discharge its function and duties effectively.

The Nomination & Remuneration Committee shall decide whether to extend or continue the term of appointment of the independent director, on the basis of report of performance evaluation of independent directors.

APPOINTMENT OF KMP/SENIOR MANAGEMENT/OTHER EMPLOYEES

- To possess the required qualifications, experience, skills and expertise to effectively discharge their duties and responsibilities.
- To practice and encourage professionalism and transparent working Environment.
- To build teams and carry the team members along for achieving the goals/objectives and corporate mission.

6. REMUNERATION OF DIRETORS, KEY MANAGERIAL PERSONNEL & SENIOR MANAGEMENT

The guiding principle is that the remuneration and the other terms of employment shall be competitive in order to ensure that the Company can attract and retain competent Executives/ Directors.



The appointment and remuneration of the Managerial Personnel shall be governed by Chapter XIII of the Companies Act, 2013 read with Schedule V and the Rules there under.

Reward Policies

- **Attract and retain:** Remuneration packages are designed to attract high caliber executives in a competitive global market and remunerate executives fairly and responsibly. The remuneration shall be competitive and based on the individual responsibilities and performance.
- **Motivate and reward:** Remuneration is designed to motivate delivery of our key business strategies, create a strong performance orientated environment and reward achievement of meaningful targets over the short-and long-term.
- **The principal terms of non-monetary benefits:** The Executives will be entitled to customary non-monetary benefits such as company cars and company health care, telephone etc. In addition thereto in individual cases company housing and other benefits may also be offered.

Remuneration of Executive Directors

- The remuneration of the Executive Directors is recommended by the Nomination and Remuneration Committee and subsequently, the Board approves and adopts the same and wherever necessary forwards the same for the approval of the shareholders in the General Meetings of the Company.
- Executive remuneration is evaluated annually against performance and a benchmark of software companies, which in size and function are similar to the Company.
The Total monthly remuneration of Managing Director/Whole-time Director shall be comprised, inter alia, as follows:
 - Basic Salary
 - House Rent Allowance
 - Transport Allowance
 - Conveyance Allowance
 - Reimbursement of any out of pocket expenses incurred by the Directors in discharge of their functions/duties on behalf of the Company.

Annual Components:

- Medical reimbursement
- Leave Travel Allowance
-



REDEX PROTECH LIMITED

Remuneration of Non-Executive Directors

The Non-Executive Directors (NEDs) are paid remuneration by way of Sitting Fees. The Articles of Association of the Company have entrusted the Board of Directors of the Company to decide the remuneration payable to the Non-Executive Directors of the Company within the limits permissible under the Companies Act, 2013 and Rules there under for each meeting of the Board of Directors or Committee Meetings attended by them irrespective of the number of days for which such meeting may continue consecutively.

Payment of Sitting Fees

The Directors may receive Sitting Fees for attending Board meeting as per the provisions of the Companies Act, 2013. The amount of Sitting Fees, as recommend by Nomination and Remuneration Committee and approved by Board of Directors, shall be subject to the limits as per Companies Act, 2013 and rules made there under and any other enactment for the time being in force.

Remuneration of KMP and Senior Management Personnel

While determining the remuneration of Key Managerial Personnel and Senior Management, the following factors are analyzed by the Committee:

- The performance and contributions of Key Managerial Personnel and Senior Management to the growth of the Company, Relative position in the organization and length of service.
- Company's performance and past remuneration paid to KMP/Senior Management.
- Limits prescribed by any Acts, rules or regulations.

Remuneration of Other employees

Apart from the Directors, KMPs and Senior Management Personnel, the remuneration for rest of the employees is determined on the basis of the role and position of the individual employee, including professional experience, responsibility, job complexity and market conditions.

The various remuneration components, basic salary, allowances, perquisites etc. may be combined to ensure an appropriate and balanced remuneration package.

The annual increments to the remuneration paid to the employees shall be determined based on the appraisal carried out by the HODs of various departments. Decision on Annual Increments shall be made on the basis of this appraisal.



REDEX PROTECH LIMITED

7. POLICY REVIEW

The Nomination and Remuneration Committee shall review the Policy, from time to time, as and when any changes are to be incorporated in the Policy due to change in Act/Rules/Regulations or as may be felt appropriate by the Committee to ensure the effectiveness of the Policy. The Committee will discuss any revisions that may be required, and recommend any such revisions to the Board of Directors for their consideration and approval.

8. DISCLOSURE

The policy will be uploaded on Company's website (www.redexprotech.com) for public information.

Place: AHMEDABAD

Date: 28/05/2018

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED**

S/D

**MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)**



Annexure - IV

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Particulars	Details
a.	Name (s) of the related party & nature of relationship	Name:CHAMPABEN BHAGAT EDUCATION TRUST Nature of relationship: Mr. GnaneshBhagat, Managing Director of the Company is Managing Trustee.
b.	Nature of contracts/arrangements/transaction	Rent Agreement
c.	Duration of the contracts/arrangements/transaction	01/04/2017 to 31/03/2021
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	Company would receive rent of Rs. 2,57, 250/- Per month
e.	Date of approval by the Board	30/05/2017
f.	Amount paid as advances, if any	N.A

Place: AHMEDABAD

Date: 28/05/2018

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED**

S/D

**MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)**



Annexure – V

(Pursuant to sub-section (2) of section 186 of the Act and Rule 11 of the Companies (Meetings of Board and its Powers) Rules, 2014.)

• **Details of Loans:**

Sr. No	Date of making loan	Details of Borrower	Amount	Purpose for which the loan is to be utilized by the recipient	Time period for which it is given	Date of BR	Date of SR (if reqd)	Rate of Interest	Security
1	NA	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A

• **Details of Investments:-**

Sr. No	Date of investment	Details of Investee	Amount	Purpose for which the proceeds from investment is proposed to be utilized by the recipient	Date of BR	Date of SR (if reqd)	Expected rate of return
N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A

• **Details of Guarantee / Security Provided:**

Sr. No	Date of providing security/guarantee	Details of recipient	Amount	Purpose for which the security/guarantee is proposed to be utilized by the recipient	Date of BR	Date of SR (if any)	Commission
N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A

**Place: AHMEDABAD
Date: 28/05/2018**

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED
S/D**

**MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)**



REDEX PROTECH LIMITED

Annexure VI

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- (i) **The percentage increase in remuneration of each Director & Chief Financial Officer during the Financial year 2017-18, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial year 2017-18 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:**

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for Financial year 2017-18 (Rs. in crore)	% increase in Remuneration in the Financial Year 2017-18	Ratio of remuneration of each Director / to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1	MR. GNANESH BHAGAT (MANAGING DIRECTOR& CFO)	N.A	N.A	N.A	N.A
2	MR. JAYPRAKASH BIMASHANKAR SHARMA (INDEPENDENT DIRECTOR)	N.A	N.A	N.A	N.A
3	MR. HIRENBHAI PRAMUKHRAY PATEL (INDEPENDENT DIRECTOR)	N.A	N.A	N.A	N.A
4	MRS. ANGANA BHAGAT (NON - EXECUTIVE DIRECTOR)	N.A	N.A	N.A	N.A



REDEX PROTECH LIMITED

- (ii) The median remuneration of employees of the Company during the financial year was RS. 1,83,000/-
- (iii) In the Financial year, there was an increase of 298.69% in the median remuneration of employees;
- (iv) There were 4 permanent employee on the rolls of Company as on March 31, 2018;
- (v) Relationship between average increase in remuneration and company performance:- The Profit before Tax for the financial year ended March 31, 2018 increased by 0.44% whereas the increase in median remuneration was 298.69%;
- (vi) Remuneration was in line with the performance of the Company.
- (vii) Comparison of Remuneration of the Key Managerial Personnel(s) against the performance of the Company:
 - a) Variations in the market capitalization of the Company: The market capitalization as on March 28, 2018 was Rs. 43687475/- (Rs. 39385939/- as on March 31, 2017).
 - b) Price Earnings ratio of the Company was 34.21 as at March 28, 2018 and was 32.55 as at March 31, 2017.
 - c) Percentage decrease in the market quotations of the shares of the company as compared to the rate at which the company came out with the last public offer in the year- The Company had come out with initial public offer (IPO) in 1994 with a Rs.10/-. The closing price of the Company's equity shares on the BSE as on March 28, 2018 was Rs. 6.50 /-, representing a 35% (BSE) decrease compare to IPO price.
- (viii) Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year i.e. 2017-18 was 23.40% whereas the increase or decrease in the managerial remuneration for the same financial year was NIL.
- (ix) The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the



REDEX PROTECH LIMITED

Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

- (x) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not Applicable; and
- (xi) It is hereby affirmed that the remuneration paid is as per the as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Place: AHMEDABAD

Date: 28/05/2018

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED**

S/D

**MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)**



REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

Corporate governance is about maximizing shareholder value legally, ethically and on a sustainable basis. Corporate Governance helps to enhance stakeholders' value by focusing on long-term value creation without compromising on integrity, social obligations and regulatory compliances. The Corporate Governance philosophy is scripted as:

"As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success."

The company believes in sustainable corporate growth that emanates from the top leadership down through the organization to the various stakeholders which is reflected in its sound financial system, enhanced market reputation and improved efficiency.

The Company believes that good Corporate Governance is a continuous process and it is our continuous endeavor to achieve good governance, by way of a conscious and conscientious effort whereby ensuring the truth, transparency, accountability and responsibility in all our dealings with our stakeholders, consumers, employees and the community at large.

The Board of Directors represents the interest of the Company's stakeholders, for optimizing long-term value by way of providing necessary guidance and strategic vision to the Company. The Board also ensures that the Company's management and employees operate with the highest degree of ethical standards.

I. Board of Directors

A. BOARD OF DIRECTORS:

The names and category of Directors on the Board, their attendance at the Board meetings held during the year and also at the last Annual General Meeting, the number of Directorships held by them in other companies as on 31st March, 2018 are given below:



REDEX PROTECH LIMITED

Name of Director	Category	No.of Board Meeting	Attended	Last AGM Attendance	No of directorship in Other Public Limited Cos	Disclosure of Relationship of Directors interse
MR. GNANESH BHAGAT (*)	MANAGING DIRECTOR	6	2	YES	1	Husband of Mrs. AngnaBhagat
MR. JAYPRAKASH BIMASHANKAR SHARMA	INDEPENDENT DIRECTOR	6	6	YES	-	-
MR. HIRENBHAI PRAMUKHRA Y PATEL	INDEPENDENT DIRECTOR	6	6	YES	-	-
MRS. ANGANA BHAGAT	NON - EXECUTIVE WOMEN DIRECTOR	6	6	YES	1	Wife of Mr. GnaneshBhagat
MR. VIKRAM BHAGAT(**)	MANAGING DIRECTOR	6	0	NO	-	-

(*) Mr. GnaneshBhagat has been appointed as a Director of the Company w.e.f. 01st September, 2017.

() Mr. VikramBhagat ceased to be Director of the Company w.e.f. 25th August, 2017 due to death.**

SixBoard Meetings were held during the year and the gap between two meetings did not exceed One Hundred Twenty Days. The dates on which the said meetings were held:

SR. NO.	BOARD MEETING
1	27.05.2017
2	12.08.2017
3	28.08.2017
4	01.09.2017
5	10.11.2017
6	12.02.2018



None of the Directors of Board is a member of more than 10 Committees and no Director is the Chairman of more than 5 committees across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by all the

B. INDEPENDENT DIRECTOR:

None of the Director of the Company is on the Board of more than 7 listed companies as an Independent Director. Further, none of the Director of the Company is acting as a Whole Time Director of any listed company as well as Independent Director in more than 3 listed companies.

None of the Directors of Board is a member of more than 10 Committees and no Director is the Chairman of more than 5 committees across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

Pursuant to Schedule IV of the Companies Act, 2013 and the Rules made thereunder and Regulation 25 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015, all the independent directors of the Company met once during a year, without the attendance of non-independent directors and members of the Management.

C. PERFORMANCE EVALUATION:

On the bases of performance evaluation criteria laid down by the Nomination and Remuneration Committee & Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, overall performance and contribution of independent directors and board as whole is evaluated by the board of directors of the company at its meeting held on 28TH FEBRUARY, 2018 and framed the opinion that all the independent directors as well executive and non-executive directors have performed their duty satisfactorily and making their best efforts for the advancement of the company.

D. CODE OF CONDUCT:

The Board has laid down code of conduct for all Board Members and Senior Managerial Personnel of the Company. The Code of Conduct is available on the website of the Company at www.redexprotech.com

All Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct and a Declaration signed by MR. GNANESH BHAGAT, MANAGING DIRECTOR and CFO of the company according compliance of Regulation 26 of SEBI (Listing Obligation and Disclosure) Regulation 2015 is attached herewith forming part of his Annual Report.

II. AUDIT COMMITTEE:



The Audit Committee comprises of 3 members out of which 2 are Non-Executive independent directors. Accordingly, the Company has complied with the requirements of Regulation 18 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 relating to composition of Audit Committee.

The terms of reference of the Audit Committee includes following:

- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - Changes, if any, in accounting policies and practices and reasons for the same
 - Major accounting entries involving estimates based on the exercise of judgment by management
 - Significant adjustments made in the financial statements arising out of audit findings
 - Compliance with listing and other legal requirements relating to financial statements
 - Disclosure of any related party transactions
 - Qualifications in the draft audit report
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the company, wherever it is necessary;



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- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, 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 there on;
- Reviewing the findings of any internal investigations by the internal auditors into 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;
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the Whistle Blower mechanism;
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Explanation (i): The term "related party transactions" shall have the same meaning as provided in Companies, 2013.

Additionally, the Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

The Committee met 4 times during the year 2017-18 and the attendance of members at the meetings was as follows:

Name of Member	Category	Status	No. of Meetings attended /held
Mr. Hirenbbhai Patel	Non Executive-Independent	Chairman	4/4
Mr. Jayprakash Sharma	Non ExecutiveIndependent	Member	4/4



Mr. GnaneshBhagat (*)	Managing Director	Member	2/4
Mr. VikramBhagat(**)	Managing Director	Member	0/4

(*) Mr. GnaneshBhagat has been appointed as a Director of the Company w.e.f. 01st September, 2017.

() Mr. VikramBhagat ceased to be Director of the Company w.e.f. 25th August, 2017 due to death.**

The Audit Committee has reviewed financial condition and results of operations forming part of the management discussion and analysis, statement of significant related party transactions as submitted by the management, and other information. The Chairman of the Audit Committee of the Company was present at the last Annual General Meeting of the Company held on September 29, 2017.

III. NOMINATION AND REMUNERATION COMMITTEE:

In compliance with Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing obligation and Disclosure Requirement) Regulations 2015, the Nomination and Remuneration Committee comprises of 3 Non-Executive Directors out of which 2 are independent directors. The Chairman of the Committee is an Independent Director. Accordingly, the Company has complied with the requirements of Regulation 19 of SEBI (Listing obligation and Disclosure Requirement) Regulations 2015 relating to composition of Nomination and Remuneration Committee.

The terms of reference of the Committee inter alia, include the following:

- a) To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal.
- b) To carry out evaluation of every director's performance.
- c) To formulate criteria for determining qualification, positive attributes & Independence of director.
 - d) To recommend to board policy relating to remuneration for the directors, KMP and employees.
 - e) NRC shall while formulating policy ensure that,
 - a. The level & composition of remuneration is reasonable & sufficient to attract,



REDEX PROTECH LIMITED

retain & motivate directors of the quality required to run the co. successfully

- b. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
- c. Remuneration to directors, KMP and senior management involve balance between fixed & incentive pay reflecting short and long-term performance objective appropriate to the working of the co. & its goals.
- f) To devise a policy on Board diversity;
- g) To perform any other functions as may be assigned to Committee by the Board from time to time.

The Committee met two times during the year 2017-18 and the attendances of members at the meetings were as follows:

Name of Member	Category	Status	No. of Meetings attended /held
Mr. Hirenbhai Patel	Non Executive-Independent	Chairman	2/2
Mr. Jayprakash Sharma	Non Executive-Independent	Member	2/2
MRS. ANGANA BHAGAT	Non Executive	Member	2/2

No sitting fees are paid to any Director.

The committee had met on 27th May, 2017 & 28th August, 2017.

IV. **STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

In compliance with Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing obligation and Disclosure Requirement) Regulations 2015, the Board in its meeting has constituted "**Stakeholders' Relationship Committee**".

The Stakeholders' Relationship Committee comprises of following members:

1. Mr. Hirenbhai Patel
2. Mr. Jayprakash Sharma

The role of the Committee is as under:

- To hear the complaint and grievances of various securities holders so as

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REDEX PROTECH LIMITED

ensure that timely relief is extended to securities holders including shareholders in respect of their compliant. Additionally the Committee also looks into the shareholders' complaints, if any, related to non-receipt of balance sheet, non-receipt of declared dividend, revalidation of dividend warrants etc. and redress the same expeditiously.

- To consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc

The Committee met Four times during the year 2017-18 and the attendance of members at the meetings was as follows:

Name of Member	Capacity	Status	No. of Meetings attended / held
Mr. Hirenbhai Patel	Non Executive-Independent	Chairman	4 / 4
Mr. Jayprakash Sharma	Non Executive-Independent	Member	4 / 4

All investors complains were received directly or indirectly by the company and are recorded on the same date of receipt and resolved immediately.

During the financial year 2017-18 the company has not received any complaint from investors. There is no complaint pending to be resolved of previous quarters.

Compliance Officer – Mr. ChandreshChokshi

V. GENERAL BODY MEETING:

- a. The details of last 3 Annual General Meetings (AGMs) of the Company are as under:

Financial Year	Date	Time	Venue
2016-17	29/09/2017	10.00 A.M.	A/6 JAYMANGAL HOUSE, SAKAR NEHRU BRIDGE, AHMEDABAD, GUJARAT - 380009
2015-16	30/09/2016	9.00 A.M	
2014-2015	30/09/2015	9:30 A.M.	

Special Resolution in Last 3 AGMs:

- In AGM held on September 29, 2017, no Special Resolution was passed.
- In AGM held on September 30, 2016, no Special Resolution was passed.
- In AGM held on September 30, 2015, no Special Resolution was passed.

VI. DISCLOSURES:**a) Management Discussion and Analysis:**

Annual Report has a detailed chapter on Management Discussions and Analysis.

b) Related Party Transaction:

There were no transactions with related parties, which are not in the ordinary course of business and not on arm's length basis.

There were no materially significant related party transactions that may have potential conflict with the interests of company at large, during the year.

The Company has received representation from Senior Management personnel that there was no material significant financial and commercial transaction entered into by them along with their relative where they have personal interest that may have a potential conflict with the interest of the Company at large.

The company has formulated a policy on dealing with Related Party Transactions; such policy has been disclosed of the company's website: www.redexprotech.com

c) Accounting treatment:

The company has followed accounting treatment as prescribed in Accounting Standard applicable to the company.

d) Neither any non-compliance nor any penalty, were imposed on the Company by stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.**e) Whistle Blower Policy (Vigil Mechanism):**

The Company established the Whistle Blower Policy (Vigil Mechanism). In line with the best Corporate Governance Practices; the Company has put in place a system through which the Directors or employees may report concerns about unethical and improper practices or Alleged Wrongful



REDEX PROTECH LIMITED

Conduct, without fear of reprisal. The functioning of the vigil mechanism is being monitored by the Audit Committee from time to time.

The details of Whistle Blower Policy have been disclosed on the company's website www.redexprotech.com

f) Various policies Adopted by the company:

Due to promulgation of Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015, the company has adopted various other policies in line with the best Corporate Governance Practices.

Following other policies have been adopted by the company:

- Risk management policy
- Nomination and Remuneration policy
- Board Diversity policy
- Material Subsidiary policy
- Preservation of documents policy

The details of the policies adopted have been disclosed on the company's website www.redexprotech.com

VII. MEANS OF COMMUNICATION:

a. Financial Results:

The Results of the Company were displayed on web site www.redexprotech.com and the same were also submitted to the Stock Exchanges after the conclusion of the Board Meeting. The official news releases are being placed on Company's website and simultaneously sent to Stock Exchanges where the shares of the Company are listed.

b. News, Release, Presentations etc.:

Official news, releases, and presentation made to analysts, institutional investors etc. are displayed on the website of the Company www.redexprotech.com

c. Website:

Company's website www.redexprotech.com contains a separate dedicated section namely "Investors" where all information relevant to shareholders' is available. The Annual Report of the Company is also available on the website of the Company www.redexprotech.com in a downloadable form.



REDEX PROTECH LIMITED

VIII. GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting, Book Closure & Dividend Payment:

The information of forthcoming Annual General Meeting, Book Closure and Dividend payment details have been provided in the Notice of Annual General Meeting enclosed along with this Annual Report.

Financial Calendar:

Financial Year: 1st April, 2018 to 31st March, 2019.

Financial Results:

First Quarter Results : 13th August, 2018
Half Year Results : by 14th November, 2018
Third Quarter Results: by 14th February, 2019
Annual Results : by 29th May, 2019

LISTING:

At present, the equity shares of the Company are listed on the BSE Limited (BSE) and the Ahmedabad Stock Exchange (ASE).

Name of Stock Exchange	Stock Code
BSE Limited	523650
Ahmedabad Stock Exchange (ASE)	49080

The Company has already paid the listing fees for the year 2018-19 to the Stock Exchange.

DIVIDEND PAYMENT:

With a view to enlarge the business operations of the Company, the directors did not recommend the Dividend during the year under review.

MARKET PRICE DATA AT BOMBAY STOCK EXCHANGE LIMITED:

Month	Open	High	low	Close
Apr -2017	6.15	9.50	6.15	9.18
May -2017	8.73	10.09	7.84	8.12
Jun -2017	7.73	9.36	7.72	8.75
July -2017	9.10	9.10	7.32	7.32
Aug -2017	7.32	7.35	7.00	7.25
Sep - 2017	6.89	9.18	6.89	9.18
Oct -2017	9.63	10.00	8.68	8.98
Nov -2017	8.98	8.98	7.80	7.80



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Dec -2017	7.45	7.45	7.09	7.09
Jan -2018	7.44	7.44	6.90	7.35
Feb -2018	7.00	7.00	7.00	7.00
Mar -2018	6.65	6.65	6.20	6.50

REGISTRAR AND SHARE TRANSFER AGENT:

M/S. PURVA SHARE REGISTRY (INDIA) PVT. LTD

9 - SHIV SHAKTI INDUSTRIAL ESTATE,
GROUND FLOOR, J R BORICHA MARG,
OPP, KASTURBA HOSPITAL,
LOWER PAREL, MUMBAI-400011

Contact No.: 91-22-2301 6761 / 8261

FAX: 91-22-2301 2517

Mail ID: busicomp@vsnl.com

SHARE TRANSFER SYSTEM:

The share transfer work is handled by registrar and transfer agent for the company. Share Transfers are registered and dispatched within a period of fifteen days from the date of the lodgments if the transfer documents are correct and valid in all respects. The Company has obtained the half yearly certificates from a Company Secretary in Practice for due compliance of share transfer formalities as per the requirement of Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. These certificates have been submitted to the Stock Exchanges.

Distribution Pattern as on the 31st March, 2018:

Particulars	No of Shares	Percentage
Promoters and Relatives	2490641	37.06
Banks/ FII/ FI	1700	0.03
Public	3426088	50.98
Body Corporate	334719	4.98
LLP	59002	0.88
NRI	244000	3.63
HUF	164600	2.45
Clearing members	400	0.01
Total	6721150	100



REDEX PROTECH LIMITED

Dematerialization of Shares and Liquidity

4200450 shares constituting (62.50%) of total number of shares of the Company are in electronic form as on March 31, 2018.

ISIN No.: (For Dematerialized Shares) :INE823D01011

The Company has no GDRs/ADRs/Warrants/Convertible Instruments outstanding as on March 31, 2018.

Address for Correspondence : A/5 JAYMANGAL HOUSE,
SAKAR NEHRU BRIDGE,
AHMEDABAD, GUJARAT – 380009

Place: AHMEDABAD
Date: 13/08/2018

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED**

S/D

MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)



REDEX PROTECH LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS

1. Overall Review:

The overall performance during the financial year 2017-18 has been satisfactory.

2. Financial Review:

Total turnover for the year ended 31st March, 2018 is constant as per last year with a minor decrease.

3. Internal Control System and their adequacy:

Considering the size of the company, your company has adequate system of internal control to provide reasonable assurance that assets are safeguarded and protected from unauthorized use or deposition.

4. Business Environment:

The Performance of the company for the year under review was satisfactory.

5. Risk and Concern:

The building, plant and machinery, vehicle and stocks of the company are adequately insured.

6. Cautionary Statement:

Statements in this report on management Discussion and analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations. The Company assumes no responsibilities in respect of forward looking statements which may be amended or modified in future on the basis of subsequent developments, information of event.

Place: AHMEDABAD
Date: 13/08/2018

BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED
S/D

MR. GNANESH BHAGAT
MANAGING DIRECTOR
(DIN: 00115076)



CEO / CFO CERTIFICATION

To,
The Board of Directors,
REDEX PROTECH LIMITED,
AHMEDABAD

I, **MR. GNANESH BHAGAT**, Managing Director & CFO of the **REDEX PROTECH LIMITED** certify that:

1. I have reviewed the financial statements for the year and that to the best of my knowledge and belief:
 - a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b. These statements give a true and fair view of the state of affairs of the company and of the results of operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including Accounting Standards, applicable laws and regulations.
2. These are, to the best of our 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. I accept overall responsibility for the company's internal control system and financial reporting. This is monitored by the internal audit function, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal audit works with all the levels of management and statutory auditors and reports significant issues to the Audit Committee of the Board. The auditors and audit committee are apprised of any corrective action taken with regard to significant deficiencies and material weakness.
4. I indicate to the auditors and to the audit committee:
 - a. Significant changes in internal control over financial reporting during the year.
 - b. Significant changes in accounting policies during the year;



REDEX PROTECH LIMITED

- c. Instances of significant fraud of which we have become aware of and which involve management or other employees who have significant role in the company's internal control system over financial reporting.

However, during the year there were no such changes or instances.

PLACE: AHMEDABAD

DATE:13/08/2018

S/D

MR.GNANESH BHAGAT
(MD & CFO)
(DIN:00115076)



REDEX PROTECH LIMITED

DECLARATION BY THE CHAIRMAN & MANAGING DIRECTOR ABOUT CORPORATE GOVERNANCE

I, **MR. GNANESH BHAGAT**, Managing Director & CFO of the **REDEX PROTECH LIMITED** hereby confirm pursuant to Regulation 26(3) and PART D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 that:

1. The Board of Directors of **REDEX PROTECH LIMITED** has laid down a code of conduct has been placed on the company's website.
2. All the members of the board as well as senior management personal have complied with the said code of conduct for the year ended 31st March 2018.

Place: AHMEDABAD
Date: 13/08/2018

BY ORDER OF THE BOARD OF DIRECTORS,
FOR, REDEX PROTECH LIMITED

S/D

MR. GNANESH BHAGAT
(MD & CFO)
(DIN:00115076)



REDEX PROTECH LIMITED

A. SHAH & ASSOCIATES

231, Shiromani Complex, Opp. Oceanic Park,
Satellite Road, Nehrunagar, Ahmedabad-380015

Email id: anishshahcs@gmail.com

PRACTICING COMPANY SECRETARIES

CS ANISH SHAH

B.COM, LLB. FCS

CERTIFICATE OF COMPLAINE WITH CORPORATE GOVERNANCE

To,
The Members of
REDEX PROTECH LIMITED

We have examined the compliance of the conditions of Corporate Governance by **M/S.REDEX PROTECH LIMITED** ('the Company') for the year ended **March 31, 2018** as stipulated in Regulations 17 to 27 and clauses (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

- **Management's Responsibility:**

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company including the preparation and maintenance of all relevant supporting records and documents.

- **Auditor's Responsibility:**

Our examination was limited to review of procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended on 31st March, 2018.

- **Opinion:**

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Listing Agreement and SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.



REDEX PROTECH LIMITED

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

PLACE: AHMEDABAD

DATE :28-05-2018

**FOR, M/S. A.SHAH & ASSOCIATES
PRACTICING COMPANY SECRETARIES,
S/D**

**MR. ANISH SHAH
PROPRIETOR
Membership No.4713
COP No.:6560**

INDEPENDENT AUDITOR'S REPORT

To,

The Members of RedexProtech Limited

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **RedexProtech Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS 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 of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

In conducting 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 Rules made thereunder.

We conducted our audit of the Ind AS financial statements 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 Ind AS financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. 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 Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 31st March, 2018, its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we 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 including other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - (d) In our opinion, the aforesaid Ind AS financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164(2) of the Act.

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements (refer note no.29 to the Ind AS financial statements).
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For. C.R. SHAREDALAL & CO.
CHARTEREDACCOUNTANTS,
(Registration No.109943W)

PLACE: AHMEDABAD
DATE: 28/05/2018

S/D
(C.R. Sharedalal)
PARTNER
Membership No.002571

Annexure 'A' to Independent Auditors' Report

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

1. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) Some of the fixed assets were physically verified during the year by the management in accordance with a program of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
(c) The title deeds of immovable properties, as disclosed in note no. 9 on fixed assets to the financial statements are held in the name of the Company.
2. The Company's business does not involve inventories and, accordingly this clause is not applicable to the Company.
3. (a) The Company has not granted any loans to related parties covered in the register maintained under section 189 of the Companies Act, 2013 during the year. However it has opening balances of loans granted to six related parties covered in the register maintained under section 189 of the Companies Act, 2013 aggregating to Rs 2,68,44,091/-and the corresponding balance of such loans as on 31st March, 2018 is Rs. 2,21,99,591/-. We are informed by the company that **these loans granted are interest free and accordingly, in our opinion, the terms and conditions of the loan are prejudicial to the interest of the company.**
(b) In respect of the loan granted to parties covered in the register maintained under section 189 of the Companies Act, 2013, **the schedule of repayment of principal and payment of interest has not been stipulated.**
(c) As the company has not entered into any specific agreement for repayment of the principal and interest, we are neither able to trace due date of payment nor comment on the same.
4. The Company has not granted any loans or made any investments or provided any guarantees or securities to the parties covered under section 185 and 186 of the Companies Act, 2013. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
5. The Company has not accepted deposits from the public within the meaning of section 73 to 76 of the Companies Act, 2013 and the Rules framed there under.
6. According to the information and explanation given to us the maintenance of cost records has not been prescribed under sub-section (1) of Section 148 of the Companies Act, 2013.
7. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, Undisputed statutory dues including income-tax, service tax, cess and other statutory dues **have generally been**

regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.

- (b) According to the information and explanations given to us, undisputed dues in respect of professional tax outstanding, at the year end, for a period of more than six months from the date they became payable, are as follows:

Name of the statute	Nature of the Statutory Due	Amount (Rs.)	Period to which the amount relates	Due Date
The Gujarat Tax on Professions, Traders, Callings and Employments Act, 1976	Professional tax	22,456	Before 2003	Before 2003

- (c) According to the records of the Company, the dues of income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax and cess on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (Rs)	Period to which the amount relates	Forum where the dispute is pending	Remarks, if any
Income Tax Act, 1961	Income Tax	3,75,82,911	AY 1995-96	Income Tax Appellate Tribunal, Ahmedabad	-

8. The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.
9. According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments) and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
10. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us we have neither

come across any instance of fraud by the Company or on the Company by its officer or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

11. According to the information and explanations given by the management, the company has not provided/paid any managerial remuneration.
12. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it; hence the provisions of Clause 3(xii) of the Order are not applicable to the Company.
13. The Company has entered into transactions with related parties in compliance with the provisions of section 177 and section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
15. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are 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. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For C.R. SHAREDALAL & CO.
CHARTERED ACCOUNTANTS,
(Registration No.109943W)

PLACE: AHMEDABAD
DATE :28/05/2018

S/D
(C.R. Sharedalal)
PARTNER
Membership No.002571

Annexure 'B' to Independent Auditors' Report

[Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date]

Report on the Internal Financial Controls Over Financial Reporting 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 **RedexProtech Limited** ("the Company") as of 31st March, 2018 in conjunction with our audit of the Ind AS 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 ("the Guidance Note") 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls. 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 control 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 judgement, 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 we have obtained is sufficient and appropriate to provide a basis for 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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, to the best of our information and according to the explanations given to us, 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 31st March, 2018, 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 issued by the Institute of Chartered Accountants of India.

For C.R. SHAREDALAL & CO.
CHARTERED ACCOUNTANTS,
(Registration No.109943W)

PLACE: AHMEDABAD
DATE : 28/05/2018

S/D
(C.R. Sharedalal)
PARTNER
Membership No.002571

Redex Protech Limited
Balance Sheet as at March 31, 2018

(Currency: Indian Rupees `)

Particulars	Notes	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Assets				
Non-current assets				
(a) Property, plant and equipment	3	5,237,173	5,377,443	5,517,713
(b) Investment Property	4	10,578,910	10,784,711	10,990,512
(c) Financial Assets				
Loans	5	22,199,591	26,844,091	27,099,091
(d) Income tax assets(net)		127,469	105,568	-
(e) Other non-current assets	6	1,650,969	1,650,969	1,714,308
		39,794,112	44,762,782	45,321,624
Current assets				
(a) Financial assets				
(I) Trade receivables	7	13,490,047	6,915,859	5,022,306
(II) Cash and cash equivalents	8	291,757	217,536	156,153
(III) Loans	5	4,000	4,000	4,000
(b) Other current assets	9	4,552	60,967	68,712
		13,790,356	7,198,362	5,251,171
Total assets		53,584,468	51,961,144	50,572,795
Equity and liabilities				
Equity				
(a) Equity Share Capital	10	67,211,500	67,211,500	67,211,500
(b) Other equity	11	(16,405,640)	(17,653,541)	(18,893,786)
Total equity		50,805,860	49,557,959	48,317,714
Liabilities				
Non-current liabilities				
(a) Deferred tax liabilities (net)	12	17,793	40,953	59,120
		17,793	40,953	59,120
Current liabilities				
(a) Financial liabilities				
(I) Borrowings	13	1,759,004	1,383,005	1,383,005
(II) Trade payables	14	733,171	740,724	741,283
(III) Other current financial liabilities	15	268,640	238,503	45,610
(b) Current tax liabilities (net)		-	-	26,063
		2,760,815	2,362,232	2,195,961
Total liabilities		2,778,608	2,403,185	2,255,081
Total equity and liabilities		53,584,468	51,961,144	50,572,795

Significant Accounting Policies

2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For C.R. Sharedalal & Co.
Chartered Accountants
(Firm Reg. No. 109943W)

For and on behalf of the Board of Directors
of
Redex Protech Limited

S/D
Gnanesh Bhagat
CFO

S/D
Angana Bhagat
Director

S/D
(C.R. Sharedalal)
Partner
Membership No. 002571

S/D
Hirenkhai Patel
Director

Date: 28-05-2018
Place: Ahmedabad

Date: 28-05-2018
Place: Ahmedabad

Cash Flow Statement for the year ended March 31, 2018

(Currency: Indian Rupees `)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Cash Flow from Operating Activities		
Net Profit before taxation	1,503,006	1,496,483
<u>Adjustments for:</u>		
Depreciation on fixed assets	346,071	346,071
		-
Operating Profit before Working Capital changes	1,849,077	1,842,554
<u>Adjustments for :</u>		
(Increase) /Decrease in trade receivables	(6,574,188)	(1,893,553)
(Increase) /Decrease in assets for income tax	(300,166)	(379,973)
(Increase) /Decrease in other assets	56,415	71,084
Increase/(Decrease) in borrowings and other current financial liabilities	406,136	192,893
Increase/(Decrease) in Trade payables	(7,553)	(559)
(Increase) /Decrease in Long term loans and advances	4,644,500	255,000
Increase/(Decrease) in liability for income tax	-	(26,063)
	74,221	61,383
Income Tax paid	-	-
Net Cash inflow from/(outflow) from Operating activities (A)	74,221	61,383
Cash Flow from Investing Activities		
Net Cash inflow from/(outflow) from Investing activities (B)	-	-
Cash Flow from Financing Activities		
Net Cash inflow from/(outflow) from Financing activities (C)	-	-
Net increase /(decrease) in cash and cash equivalents (A+B+C)	74,221	61,383
Cash and Cash Equivalents at the beginning of the year	217,536	156,153
Cash and Cash Equivalents at the closing of the year	291,757	217,536

Significant Accounting Policies

2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For C.R. Sharedalal & Co.

Chartered Accountants

(Firm Reg. No. 109943W)

of

Redex Protech Limited

S/D

Gnanesh Bhagat
CFO

S/D

Angana Bhagat
Director

S/D

(C.R. Sharedalal)

Partner

Membership No. 002571

S/D

Hirenbhai Patel
Director

Date: 28-05-2018

Place: Ahmedabad

Date: 28-05-2018

Place: Ahmedabad

Redex Protech Limited

Statement of Profit and Loss for the year ended March 31, 2018

(Currency: Indian Rupees `)

Particulars	Notes	Year ended March 31, 2018	Year ended March 31, 2017
Income			
Revenue from operations	16	3,233,175	3,139,305
Total (I)		3,233,175	3,139,305
Expenses			
Employee benefits expenses	17	623,484	225,752
Finance costs	18	4,174	10,838
Depreciation on Fixed Assets	3	140,270	140,270
Depreciation on Investment Property	4	205,801	205,801
Other expenses	19	756,440	1,060,161
Total (II)		1,730,169	1,642,822
Profit before tax (I-II)		1,503,006	1,496,483
Tax Expenses			-
Current Tax		278,265	278,720
Adjustment of tax relating to earlier periods			(4,315)
Deferred Tax	12	(23,159)	(18,167)
		255,106	256,238
Profit for the year		1,247,900	1,240,245
Other Comprehensive Income			
Other comprehensive income for the year		-	-
Total Comprehensive income for the year		1,247,900	1,240,245
Earnings per share	20		
Basic and diluted		0.19	0.18
Significant Accounting Policies	2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For C.R. Sharedalal & Co.
Chartered Accountants
(Firm Reg. No. 109943W)

S/D
(C.R. Sharedalal)
Partner
Membership No. 002571

Date: 28-05-2018
Place: Ahmedabad

For and on behalf of the Board of Directors of

Redex Protech Limited

S/D
Gnanesh Bhagat
CFO

S/D
Hirenbbhai Patel
Director

S/D
Angana Bhagat
Director

Statement of Changes in Equity for the year ended 31st March,2018

(A) Equity share capital

Particulars	Note no.	Amount in Rupees	
		As at	As at
		31st March,2018	31st March,2017
Opening balance	10	67,211,500	67,211,500
Changes in equity share capital		-	-
Closing balance	10	67,211,500	67,211,500

(B) Other Equity

Particulars	Securities Premium	Retained earnings	Amount in Rupees
			Total
Balance as at 01st April 2016	23,611,500	(42,505,286)	(18,893,786)
Add/ (Less):			-
Profit for the year	-	1,240,245	1,240,245
Balance as at 31st March, 2017	23,611,500	(41,265,041)	(17,653,541)
Add/ (Less):			-
Profit for the year	-	1,247,900	1,247,900
Balance as at 31st March, 2018	23,611,500	(40,017,140)	(16,405,640)

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For C.R. Sharedalal & Co.
Chartered Accountants
(Firm Reg. No. 109943W)

For and on behalf of the Board of Directors of
Redex Protech Limited

S/D
(C.R. Sharedalal)
Partner
Membership No. 002571

Date: 28-05-2018
Place: Ahmedabad

S/D
Gnanesh Bhagat
CFO
S/D
Hirenbhai Patel
Director

Date:
Place: Ahmedabad

S/D
Angana Bhagat
Director

28-05-2018

Notes to the Financial Statements for the year ended 31stMarch, 2018

1. Corporate information

RedexProtechLimited (the 'Company') is a public limited Company incorporated in India with its registered office at A/5, Jay Mangal House, Opp. Gandhigram Railway Station, Ashram Road, Ahmedabad, Gujarat - 380009. The equity shares of the Company are listed on recognised stock exchange in India. The Company is principally engaged in the trading of fire extinguisher equipments, smoke alarms and smoke detectors and related services.

2. Significant accounting policies

2.1 Basis of preparation of Financial Statement:

Statement of Compliance with Indian Accounting Standards (Ind AS) : The financial statements have been prepared in accordance with Ind AS notified under the Companies ('Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act and other accounting principles generally accepted in India. These are the Company's first Ind AS financial statements. The date of transition to Ind AS is 01stApril, 2016.

Up to the financial year ended 31stMarch, 2017, the Company prepared its financial statements in accordance with the requirements of the previous applicable GAAP, which included the Standards notified under the Companies (Accounting Standards) Rules, 2006 notified under Section 133 of the Act and other relevant provisions of the Act.

First-time adoption: In accordance with Ind AS 101 on First-time adoption of Indian Accounting Standards, the Company's first Ind AS financial statements include, three balance sheets viz. the opening balance sheet as at 01stApril, 2016 and balance Sheets as at 31stMarch, 2017 and 2018 and two statements each of profit and loss, cash flows and Changes in equity for the years ended 31stMarch, 2017 and 2018 together with related notes. The same accounting policies have been used for all periods presented, [except where the Company has made use of exceptions or exemptions allowed under Ind AS 101 in the preparation of the opening Ind AS balance sheet which have been disclosed in note2.1.1]

2.1.1 Exceptions from full retrospective application:

➤ Estimates

Upon an assessment of the estimates made under Indian GAAP, the company has concluded that there was no necessity to revise such estimates under Ind AS, except where estimates were required by Ind AS and not required by Indian GAAP.

Exemptions from full retrospective application:

➤ Property, Plant and Equipment :

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 01 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

➤ Fair value measurement of financial assets or liabilities :

The Company has applied provision of Ind AS 109 for financial assets or liabilities measured at fair value prospectively to transactions occurring on or after date of transition to Ind AS.

2.2 Use of estimates and judgements

The preparation of financial statements requires management to make judgments, estimates, and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates. The difference between the actual results and estimates are recognized in the period in which the results are known or materialised. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

2.3 Critical accounting estimates

A. Useful lives and residual values of property, plant and equipment

Property, plant and equipment represent a material portion of the Company's asset base. The periodic charge of depreciation is derived after estimating useful life of an asset and expected residual value at the end of its useful life. The useful lives and residual values of assets are estimated by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on various external and internal factors including historical experience, relative efficiency and operating costs and change in technology.

B. Income taxes

The Company's tax jurisdiction is India. Significant judgments are sometimes involved in determining the provision for income taxes including amounts to be recovered or paid for uncertain tax positions. Management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

C. Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised.

2.4 Summary of significant accounting policies

a) Current versus non-current classification

An asset is treated as current when it is :

- Expected to be realised or intended to be sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Revenue recognition

➤ **Service Income**

Service income is recognised as per the terms of the contract when the related services are rendered. It is stated net of service tax.

➤ **Interest income**

Interest income is recognized on time proportion basis.

➤ **Rent Income**

Rent income for assets given under operating lease are recognized on a straight line basis over the lease term, as per the rent agreement

➤ **Other Income**

Income from investment and other service income are accounted on accrual basis.

c) Retirement and Other employee benefits :

➤ **Other employee Benefits**

Short term employee benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

d) Taxes

Income tax expense comprises current income tax and deferred income tax. Income tax expense is recognised in the Statement of Profit and Loss except to the extent it relates to items recognised directly in equity, in which case it is recognised in other comprehensive income or other equity as the case may be.

Current Income tax

Provision for current tax is made considering various allowances and benefits available to the Company under Income Tax Act. Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with as applicable tax rates and the provisions of the Income tax Act, 1961.

Deferred tax

In accordance with Indian Accounting Standard -12 "Income Taxes", Deferred taxes resulting from temporary difference between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax is measured using tax rates and tax laws that have been enacted or substantively enacted by the end of reporting period and are expected to apply when the related deferred income tax asset is realised or deferred tax liability is settled.

Minimum alternative tax

Minimum alternative tax (MAT) obligation in accordance with the tax laws, which give rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal tax during the specified period. Accordingly, it is recognized as an asset in the financial

statements when it is probable that the future economic benefit associated with it will flow to the Company and the asset can be measured reliably.

e) Property ,Plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price (Net of Cenvat and VAT credit/GST input credit wherever applicable) and any attributable cost of bringing the assets to its working condition for its intended use. Such cost also includes the cost of replacing part of the Property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of Property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All Other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Depreciation on Property, plant and equipment is calculated on a straight-line basis, from the month of addition, using the estimated useful lives, as specified in schedule II to the Companies Act, 2013:

Assets description	Estimated Useful Life (years)
Furniture	8
Electronic Installation	10
Office Building	60

Gain or loss arising from de-recognition of property, plant & equipment are measured as the difference between the net disposal proceeds and carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

The residual values, useful lives, and methods of depreciation of Property plant and equipment are reviewed at the end of each reporting period and adjustedprospectively, if appropriate.

f) Investment Property

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition,investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognitioncriteria are met. When significant parts of the investment property are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

The group depreciates building component of investment property over 60 years from the date of original purchase.

Investment properties are derecognised either when they have been disposed of or when they are permanentlywithdrawn from use and no future economic benefit is expected from their disposal. The difference between the netdisposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

g) Impairment of non-financial assets

The carrying amount of assets is reviewed for impairment at the end of each reporting date if there is any indication of impairment based on internal/external factor. An impairment loss is recognised in the statement of profit and loss wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's or cash generating unit's fair value less cost of disposal and value in use. In assessing value in use, the estimated future Cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset. In determining fair value, recent market transactions are taken into account.

The business plans which are approved on annual basis by senior management are the primary source of information for the determination of value in use. As an initial step in the preparation of these plans, various assumptions regarding market conditions, and cost inflation rates are set by senior management. These assumptions take account of existing prices and other macro-economic factors and historical trends and variability.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment. Such reversal is recognised in the statement of profit and loss.

h) Financial instruments

All financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting. Financial liabilities i.e. borrowing & trade payables are recognised net of directly attributable transactions cost.

i) Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise cash on hand and demand deposits with banks other than deposits pledged with government authorities and margin money deposits.

j) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

k) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

l) Provisions, Contingent liabilities, Contingent Assets :

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be outflow of resources. Provisions are not discounted to their present value and are determined based on the 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 estimate. A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements. Contingent Assets are neither recognised nor disclosed in the financial Statements.

m) Borrowing Cost:

Borrowing cost are recognised as an expense in the period in which they are incurred ,except to the extent where borrowing cost that are directly attributable to the qualifying asset till put for its intended use is capitalised as part of the cost of that asset.

Redex Protech Limited
Notes on financial statements for the year ended March 31, 2018
Note 3 Property, Plant and equipment

Particulars	Gross block					Accumulated Depreciation					Net Block		
	As at 01 April, 2016	Additions/ (Deductions) upto 31 March, 2017	As at 31 March, 2017	Additions/ (Deductions) upto 31 March, 2018	As at 31 March, 2018	As at 01 April, 2016	During the Year	As at 31 March, 2017	During the Year	As at 31 March, 2018	Balance as at 31 March, 2018	Balance as at 31 March, 2017	Balance as at 31 March, 2016
(a) Land													
Freehold	3,325,502	-	3,325,502	-	3,325,502	-	-	-	-	-	3,325,502	3,325,502	3,325,502
			-		-								
(b) Buildings													
Office Building - A'bad	2,559,670	-	2,559,670	-	2,559,670	994,460	36,780	1,031,240	36,780	1,068,020	1,491,650	1,528,430	1,565,210
(c) Office equipment													
Owned	372,479	-	372,479	-	372,479	372,479	-	372,479	-	372,479	-	-	-
(d) Electric Installations													
	979,264	-	979,264	-	979,264	740,010	31,472	771,482	31,472	802,954	176,310	207,782	239,254
			-		-								
(e) Airconditioners													
Owned	579,247	-	579,247	-	579,247	579,247	-	579,247	-	579,247	-	-	-
(f) Furniture & Fixtures													
	553,118	-	553,118	-	553,118	165,371	72,018	237,389	72,018	309,407	243,711	315,729	387,747
Total	8,369,280	-	8,369,280	-	8,369,280	2,851,567	140,270	2,991,837	140,270	3,132,107	5,237,173	5,377,443	5,517,713

Note 4 Investment Property

Particulars	Gross block					Accumulated Depreciation					Net Block		
	As at 01 April, 2016	Additions/ (Deductions) upto 31 March, 2017	As at 31 March, 2017	Additions/ (Deductions) upto 31 March, 2018	As at 31 March, 2018	As at 01 April, 2016	During the Year	As at 31 March, 2017	During the Year	As at 31 March, 2018	Balance as at 31 March, 2018	Balance as at 31 March, 2017	Balance as at 31 March, 2017
Office Building - Sanand	14,454,194	-	14,454,194	-	14,454,194	3,463,682	205,801	3,669,483	205,801	3,875,284	10,578,910	10,784,711	10,990,512
Total	14,454,194	-	14,454,194		14,454,194	3,463,682	205,801	3,669,483	205,801	3,875,284	10,578,910	10,784,711	10,990,512

Information regarding income and expenditure of Investment property

Particulars	2017-18	2016-17
Rental income derived from investment properties	3,038,000	2,940,000
Direct operating expenses (including repairs and maintenance) generating rental income	-	-
Profit arising from investment properties before depreciation and indirect expenses	3,038,000	2,940,000
Less – Depreciation	205,801	205,801
Profit arising from investment properties before indirect expenses	2,832,199	2,734,199

Redex Protech Limited
Notes to Financial Statements ended on March 31, 2018

(Currency: Indian Rupees `)

05 -Loans

(a) Non-current loans

Particulars	Non-current		
	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Loans and advances to related parties			
Unsecured, considered good (refer Note 24)	22,199,591	26,844,091	27,099,091
Total	22,199,591	26,844,091	27,099,091

(b) Current loans

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Other loans and advances			
(Unsecured, considered good)			
Miscellaneous Advances	4,000	4,000	4,000
Total	4,000	4,000	4,000

06 - Other Non-Current Assets

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
MAT credit receivable	1,650,969	1,650,969	1,714,308
Total	1,650,969	1,650,969	1,714,308

07 - Trade receivables

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Unsecured, considered good	13,490,047	6,915,859	5,022,306
Total	13,490,047	6,915,859	5,022,306

Trade Receivable stated above include debts due by:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Enterprise controlled by KMP (refer note 24)	13,490,047	6,915,859	5,022,306
	13,490,047	6,915,859	5,022,306

08 - Cash and cash equivalents

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Balances with banks - in current account	11,780	10,392	61,991
Cash on hand	279,977	207,144	94,162
Total	291,757	217,536	156,153

09 - Other Current Assets

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Balance with government authorities	4,552	60,967	-
Total	4,552	60,967	68,712

Redex Protech Limited
Notes to Financial Statements for the year ended March 31, 2018

(Currency: Indian Rupees `)

10 - Share capital

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Authorised shares 7000000 (PY 7000000) equity Shares of Rs 10/- each	70,000,000	70,000,000	70,000,000
	70,000,000	70,000,000	70,000,000
Issued, subscribed and fully paid-up shares 6721150 (PY 6721150) equity Shares of Rs 10/- each	67,211,500	67,211,500	67,211,500
	67,211,500	67,211,500	67,211,500

Refer notes below

a. Information on shareholders - Holding more than 5% shares

Name of Shareholder	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	No of Equity shares held	Percentage of Holding	No of Equity shares held	Percentage of Holding	No of Equity shares held	Percentage of Holding
Rajendra D. Bhagat	892,950	13.29%	892,950	13.29%	892,950	13.29%
Gnanesh R. Bhagat	444,334	6.61%	480,515	7.15%	438,300	6.52%

Terms /rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

The company declares and pay dividends in Indian rupees. The dividend proposed by the Board of Director is subject to the approval of the shareholders in the ensuring Annual General Meeting.

In the event of liquidation of the company, the holder of equity shares will be entitle to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

b. Reconciliation of the shares outstanding

Particulars	Equity Shares		Equity Shares		Equity Shares	
	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	Number	Rs.	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	6,721,150	67,211,500	6,721,150	67,211,500	6,721,150	67,211,500
Shares Issued during the year	-	-	-	-	-	-
Shares bought back during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	6,721,150	67,211,500	6,721,150	67,211,500	6,721,150	67,211,500

Redex Protech Limited
Notes to Financial Statements for the year ended March 31, 2018

(Currency: Indian Rupees `)

11 - Reserves and surplus

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
a. Securities Premium Account	23,611,500	23,611,500	23,611,500
b. Retained earnings	(40,017,140)	(41,265,041)	(42,505,286)
Total	(16,405,640)	(17,653,541)	(18,893,786)

For movement, refer Statement of changes in Equity

12 - Deferred tax liability

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Tax effect of item constituting deferred tax liability on difference between carrying value and tax base of Property, plant and Equipment			
Opening Balance	40,953	59,120	75,683
Current Year	(23,159)	(18,167)	(16,563)
Closing Balance of Deferred Tax Liability	17,793	40,953	59,120

13 - Borrowings(current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
UNSECURED			
Inter Corporate Deposit	1,383,004	1,383,005	1,383,005
(Carries a nil rate of interest and repayable on demand)		-	-
Loan from related party (refer Note 24)	376,000		
	1,759,004	1,383,005	1,383,005

Redex Protech Limited
Notes to Financial Statements for the year ended March 31, 2018

(Currency: Indian Rupees)

14 - Trade Payables

Particulars	Amount (₹) 31.03.2018	Amount (₹) 31.03.2017	Amount (₹) 01.04.2016
Trade Payables (Please refer Note No. 26 For dues to Micro, Small and Medium Enterprises)	733,171	740,724	741,283
	733,171	740,724	741,283
Particulars	Amount (₹) 31.03.2018	Amount (₹) 31.03.2017	Amount (₹) 01.04.2016
<u>15 - Other current financial liabilities</u>			
Payable for Expenses	189,820	204,304	21,050
Payable towards Statutory dues	78,820	34,199	24,560
	268,640	238,503	45,610

Redex Protech Limited
Notes to Financial Statements for the year ended March 31, 2018

(Currency: Indian Rupees `)

16 - Revenue from operations

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Revenue from operations		
a. Sale of services	195,175	199,305
(A)	195,175	199,305
b. Other operating revenue	3,038,000	2,940,000
(B)	3,038,000	2,940,000
Revenue from operations (A+B)	3,233,175	3,139,305

Details of services rendered

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Sale of Service comprises of		
Extinguisher Refilling & Labour Services	195,175	199,305
	195,175	199,305

Details of Other Operating Revenues

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Other operating revenue comprises of		
Rent Income (Note 28)	3,038,000	2,940,000
	3,038,000	2,940,000

Redex Protech Limited
Notes to Financial Statements for the year ended March 31, 2018

(Currency: Indian Rupees `)

17 - Employee benefit expenses

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Salaries and Incentives	623,484	225,752
	623,484	225,752

18 - Finance Cost

Particulars	Year EndedMarch 31, 2018	Year Ended March 31, 2017
Bank Charges	538	707
Interest on Income Tax	3,636	10,131
	4,174	10,838

Redex Protech Limited
Notes to Financial Statements for the year ended March 31, 2018

(Currency: Indian Rupees `)

19 - Other expenses

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Rates & taxes		2,000
Payments to Auditor	60,000	60,000
Legal and Professional	113,563	407,838
Printing and Stationery	4,538	9,426
Business Promotion	36,450	40,030
Listing fees	251,250	201,000
ROC Expense	10,800	3,600
Stock Exchange Application & Custody Fees	37,688	23,120
Service Charges Expense	61,584	66,614
Extinguisher Refilling Charges	46,653	47,570
Labour Charges	46,605	46,323
Postage & Courier	51,016	27,109
Other Expenses	13,680	5,048
Provident Fund Written Off	-	32,154
Service Tax Credit Written Off	-	52,507
CDSL Expenses	22,613	35,822
	756,440	1,060,161

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
(i) Payments to the auditors comprises		
As Auditors - Statutory Audit	60,000	60,000
For Taxation matters & Other matters	-	-
	60,000	60,000

Redex Protech Limited
Notes to Financial Statements ended on March 31, 2018

Note Disclosures under Accounting Standards

20- Earnings per share

(Currency: Indian Rupees `)

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Net profit / (loss) after tax as per Profit and loss Account attributable to Equity Shareholders (A)	1,247,900	1,240,245
Weighted average number of equity shares (B)	6,721,150	6,721,150
Face value per equity share	10	10
Earnings per share - Basic & Diluted (A/B)	0.19	0.18

Redex Protech Limited
Notes to Financial Statements for the year ended March 31, 2018

21 Income tax

Reconciliation of effective tax rate & income tax recognized in the Statement of Profit and Loss :-

Particulars	Amount in Rupees	
	As at 31st March, 2018	As at 31st March, 2017
Profit before tax	1,503,006	1,496,483
Tax using the Company's domestic tax rate	30.90%	30.90%
Tax at above rate	464,429	462,413
Add / (Less) :		
Income Taxable under Other Head	(938,742)	(908,460)
Non-deductible expense	108,059	110,066
Deductible expense	(12,378)	(13,811)
Others	656,896	628,512
Income tax expense	278,265	278,720
Add / (Less) :-		
Short/ (Excess) provision of income tax of earlier years		(4,315)
Deferred tax	(23,159)	(18,167)
Income tax recognised in Statement of Profit and Loss	255,106	256,238

1200991
(922,271)

22 Financial Instruments

a) The carrying value and fair value of financial instruments by categories at 31 March 2018, 31 March 2017 and 01 April 2016

Particulars	Carrying value			Fair value		
	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
Financial assets						
At Amortised cost						
Other Non Current Financial Assets	22,199,591	26,844,091	27,099,091	22,199,591	26,844,091	27,099,091
Trade Receivables	13,490,047	6,915,859	5,022,306	13,490,047	6,915,859	5,022,306
Cash and Bank balances	291,757	217,536	156,153	291,757	217,536	156,153
Loans	4,000	4,000	4,000	4,000	4,000	4,000
Total assets	35,985,395	33,981,486	32,281,550	35,985,395	33,981,486	32,281,550
Financial liabilities						
At Amortised cost						
Current Borrowings	1,759,004	1,383,005	1,383,005	1,759,004	1,383,005	1,383,005
Trade Payables	733,171	740,724	741,283	733,171	740,724	741,283
Other Current Financial Liabilities	268,640	238,503	45,610	268,640	238,503	45,610
Total liabilities	2,760,815	2,362,232	2,169,898	2,760,815	2,362,232	2,169,898

b) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

23 Financial risk management

The Group's principal financial liabilities comprise loans, trade payables and other payables. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The management monitors and manages the Financial Risks by reviewing, from time to time, the Cash Flows, during the year. The management takes due care for the credit risk of any default in contractual obligations.

REDEX PROTECH LIMITED
Notes to Financial Statements for the year ended 31st March, 2018

Effect of Ind AS adoption on the Balance sheet as at 31st March, 2017

Particulars	Previous GAAP	Effect of transition to Ind As	As per Ind As
Assets			
Non-current assets			
(a) Property, plant and equipment	16,162,154	-10,784,711	5,377,443
(b) Investment Property	-	10,784,711	10,784,711
(c) Financial Assets	-		
Loans	26,844,091		26,844,091
	43,006,245	-	43,006,245
Current assets	-		
(a) Financial assets	-		
(I) Trade receivables	6,915,856		6,915,856
(II) Cash and cash equivalents	217,536		217,536
(III) Loans	4,000		4,000
(b) Assets for Current Tax	105,568		105,568
(c) Other current assets	1,711,936		1,711,936
	-		
	8,954,896	-	8,954,896
Total assets	51,961,140	-	51,961,140
	-		
Equity and liabilities	-		
Equity	-		
(a) Equity Share Capital	67,211,500		67,211,500
(b) Other equity	-17,653,540		(17,653,540)
Total equity	49,557,960	-	49,557,960
Liabilities	-		
Non-current liabilities	-		
(a) Deferred tax liabilities (net)	40,953		40,953
	40,953	-	40,953
Current liabilities	-		
(a) Financial liabilities	-		
(I) Borrowings	1,383,005		1,383,005
(II) Trade payables	740,724		740,724
(III) Other current financial liabilities:	238,503		238,503
(b) Liabilities for current tax (net)	-		-
	2,362,232	-	2,362,232
Total liabilities	2,403,185	-	2,403,185
	-		
Total equity and liabilities	51,961,144	-	51,961,144

Note 24 : Related Party disclosures**i. List of related parties**

Sr. No.	Name of the Party	Relationship
1	Mr. Vikram D. Bhagat	Key Management personnel
2	Mr. Jayprakash B. Sharma	Key Management personnel
3	Mr. Hiren P. Patel	Key Management personnel
4	Mrs Angana Bhagat	Key Management personnel
5	Mr. Rajendra D. Bhagat	Key Management personnel
6	Yash Systems (Prop. Gnanesh R. Bhagat)	Enterprise Controlled by Key Management Personnel
7	Champaben Bhagat Education Trust	Enterprise Controlled by Key Management Personnel
8	Yash Bhagat Institute of Fire Technology	Enterprise Controlled by Key Management Personnel
9	Yash Shelters Limited	Enterprise Controlled by Key Management Personnel
10	Yash Aqua Build LLP	Enterprise Controlled by Key Management Personnel
11	Gnanesh Bhagat	Key Management personnel
12	Rajendra D Bhagat-HUF	HUF of Key Management personnel

ii. Transactions with Related Parties :

Name of Party	Nature of Transaction	For the year ended March 31, 2018	For the year ended March 31, 2017
Mrs. Angana Bhagat	Advances received back	24,60,000	-
Mr. Gnanesh Bhagat	Advances received back	8,96,000	-
Mr. Gnanesh Bhagat	Loan accepted	3,76,000	-
Rajendra D. Bhagat HUF	Loan accepted	10,05,000	-
Rajendra D. Bhagat HUF	Loan repaid	10,05,000	-
Yash Bhagat Institute of Fire Technology	Advances received back	17,000	-
Yash Shelters Limited	Advances received back	2,66,500	2,55,000
Champaben Bhagat Education Trust	Rent Income	30,38,000	29,40,000

Redex Protech Limited**Notes to the financial statements for the year ended March 31, 2018**

(Currency: Indian Rupees `)

Yash Aqua Build LLP	Reimbursement for payments made on behalf of the company	3,71,049	5,60,479
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iii. Balance Outstanding of Related Parties :

Name of Party	Account head	As at March 31, 2018	As at March 31, 2017
Mrs. Angana G. Bhagat	Loans & advances	1,66,74,228	1,91,34,228
Mr. Rajendra D. Bhagat	Loans & advances	0.00	10,05,000
Yash Shelters Limited	Loans & advances	41,42,750	44,09,250
Mr. Gnanesh R. Bhagat	Loans & advances	(-)3,76,000	8,96,000
Yash Systems (Prop. Gnanesh R. Bhagat)	Loans & advances	13,42,613	13,42,613
Yash Bhagat Institute of Fire Training	Loans & advances	40,000	57,000
Champaben Bhagat Education Trust	Trade Receivables	1,34,90,047	69,15,856

(-) indicates credit balance

Note 25: Segment Reporting

The Company has neither more than one business segment nor has more than one geographical segment, hence segment information as per Ind AS 108 has not been disclosed.

Note 26: The Company has not received any intimation from "Suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure if any, relating to amount unpaid as at the year and together with interest paid, payable as required under that act have not been given.

Note 27: Contingent Liability

Particulars	As at March 31, 2018	As at March 31, 2017
Income tax matters disputed for AY 1995-96	3,75,82,911	3,75,82,911

Note 28: The Company has a lease agreement with Champaben Bhagat Education Trust wherein it has given its office building at Sanand on lease (refer Note 16 for details). The lease agreement is for the period from 1 April 2017 to 31 March 2021.

Note 29: Previous year's figures have been rearranged and reclassified wherever necessary to correspond with the current year.

Redex Protech Limited

Notes to the financial statements for the year ended March 31, 2018

(Currency: Indian Rupees `)

**As per our report of even date
For C.R. Sharedalal & Co.
Chartered Accountants
(Firm Reg. No. 109943W)**

**For and on behalf of the Board of Directors
of
Redex Protech Limited**

**S/D
(C.R. Sharedalal)
Partner
Membership No. 002571**

**S/D
Gnanesh Bhagat
CFO**

**S/D
Angana Bhagat
Director**

**S/D
Hirenbhai Patel
Director**

**Date: 27.05.2018
Place: Ahmedabad**

**Date: 27.05.2018
Place: Ahmedabad**



REDEX PROTECH LIMITED

REDEX PROTECH LIMITED

A/6, Jaymangal House, Opp. Sakar-I, Nehru Bridge, Ashram Road, Ahmedabad-09

ATTENDANCE SLIP

Name of the attending Member (In Block Letters): _____

Folio No/ DPID / Client ID : _____

Name of the Proxy : _____

(To be filled in if the Proxy attends instead of the Member)

No. of Shares held: _____

(In words) _____

I hereby record my presence at Annual General Meeting of the Company at **A/6, Jaymangal House, Opp. Sakar-I, Nehru Bridge, Ashram Road, Ahmedabad- 380009** on 27th day of September, 2018 and at any adjournment thereof.

Signature of Shareholder / Proxy

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: **L31100GJ1991PLC016557**

Name of the company: **REDEX PROTECH LIMITED**

Registered office: **A/6, JAYMANGAL HOUSE,**

OPP. SAKAR-I, NEHRU BRIDGE,

ASHRAM ROAD, AHMEDABAD - 380009

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:

2. Name:

Address:



REDEX PROTECH LIMITED

E-mail Id:

Signature:

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of the company, to be held on 27th day of September, 2018 At 10:00 a.m. at **A/6, Jaymangal House, Opp. Sakar-I, Nehru Bridge, Ashram Road, Ahmedabad-09** and at any adjournment thereof in respect of such resolutions as are indicated below:

SR. NO.	RESOLUTION	FOR	AGAINST
Ordinary Business			
1.	ADOPTION OF BALANCE SHEET, STATEMENT OF PROFIT AND LOSS, REPORT OF THE BOARD OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018		
2.	APPOINTMENT OF A DIRECTOR IN PLACE OF MRS. ANGANA BHAGAT. WHO RETIRES BY ROTATION AND BEING ELIGIBLE, SEEKS RE-APPOINTMENT		
SPECIAL BUSINESS			
3.	TO SET LIMIT FOR RELATED PARTY TRANSACTION WITH M/S. CHAMPABEN BHAGAT EDUCATION TRUST		
4.	TO CHANGE THE OBJECT CLAUSE OF THE COMPANY		
5.	AMENDMENT TO CLAUSE III (B) & (C) OF THE MEMORANDUM OF ASSOCIATION		
6.	ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION OF COMPANY AS PER COMPANIES ACT, 2013:		
7.	ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF COMPANY AS PER COMPANIES ACT, 2013		

Signed this.....day of, 2018.

Signature of Shareholder

Affix
Revenue
Stamp

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.



REDEX PROTECH LIMITED

Form No. MGT-12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: REDEX PROTECH LIMITED				
Registered office: A/6, JAYMANGAL HOUSE, OPP. SAKAR-I, NEHRU BRIDGE, ASHRAM ROAD, AHMEDABAD - 380009				
BALLOT PAPER				
Sr. No.	Particulars	Details		
1.	Name of the First Named Shareholder (Inblock letters)			
2.	Postal address			
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares indematerialized form)			
4.	Class of Share	Equity Shares		
I hereby exercise my vote in respect of Ordinary/ Special Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:				
Sr. No.	Particulars of Item	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	ADOPTION OF BALANCE SHEET, STATEMENT OF PROFIT AND LOSS, REPORT OF THE BOARD OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018			
2.	APPOINTMENT OF A DIRECTOR IN PLACE OF MRS. ANGANA BHAGAT. WHO RETIRES BY ROTATION AND BEING ELIGIBLE, SEEKS RE-APPOINTMENT			
3.	TO SET LIMIT FOR RELATED PARTY TRANSACTION WITH M/S. CHAMPABEN BHAGAT EDUCATION TRUST			
4.	TO CHANGE THE OBJECT CLAUSE OF THE COMPANY			
5.	AMENDMENT TO CLAUSE III (B) & (C) OF THE MEMORANDUM OF ASSOCIATION			
6.	ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION OF COMPANY AS PER COMPANIES ACT, 2013			
7.	ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF COMPANY AS PER COMPANIES ACT, 2013			



REDEX PROTECH LIMITED

PLACE: AHMEDABAD

DATE:

Signature of the shareholder

REDEX PROTECH LIMITED

A/6, JAYMANGLAM HOUSE,
OPP. SAKAR-I, NEHRU BRIDGE,
ASHRAM ROAD,
AHMEDABAD-380 009.
PH. NO: 26584080

www.redexprotech.com

Email: **redex 92@yahoo**

CIN: L31100GJ1991PLC016557

Name of the Sole / First Named Member :

Address of Sole / First Named Member :

Registered Folio no. :

DPID /Client. ID :

Number of shares held :

Dear Member,

SUBJECT: PROCESS AND MANNER FOR AVAILING REMOTE E-VOTING FACILITY

Pursuant to provisions of section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management & Administration) Amendment Rules, 2015, and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, the Company is pleased to offer remote e-voting facility to the members to cast their votes electronically as an alternative to participation at the 27TH Annual General Meeting of the Company to be held on 27th SEPTEMBER, 2018 at A/6, JAYMANGLAM HOUSE, OPP. SAKAR-I, NEHRU BRIDGE, ASHRAM ROAD, AHMEDABAD-380 009. The Company has engaged the services of Central Depository Services (I) Limited ("CDSL") to provide remote e-voting facilities. Remote e-voting means the facility to cast votes by a Member using electronic voting system from a place other than the venue of the AGM. The remote e-voting facility is available at the link <https://www.evotingindia.com>.



REDEX PROTECH LIMITED

The electronic voting particulars are set out below:

EVEN (E-voting event number)	User ID :	Password / Sequence No:
180823071		

The remote e-voting facility will be available during the following voting period:

COMMENCEMENT OF REMOTE E-VOTING	END OF REMOTE E-VOTING
24 th September, 2018 (09.00 A.M.)	26 th September, 2018 (5.00 P.M.)

Please read the instructions printed before exercising the vote. These details and instructions form integral part of the Notice for the Annual General Meeting to be held on 27TH SEPTEMBER, 2018.

MEMBERS ARE REQUESTED TO FOLLOW THE INSTRUCTIONS FOR REMOTE E-VOTING AS MENTION IN THE ANNUAL REPORT.



REDEX PROTECH LIMITED

❖ ROUTE MAP FOR AGM

REDEX PROTECH LIMITED

**A/6, JAYMANGAL HOUSE,
OPP. SAKAR-I, NEHRU BRIDGE,
ASHRAM ROAD,
AHMEDABAD - 380009**

