

ANNUAL REPORT 2016-17

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. VIKRAM DAHYABHAI BHAGTA	<u>00114739</u>	MANAGING DIRECTOR
2	MR. JAYPRAKASH BIMASHANKAR SHARMA	<u>00114850</u>	INDEPENDENT DIRECTOR
3	MR. HIRENBHAI PRAMUKHRAY PATEL	<u>02502241</u>	INDEPENDENT DIRECTOR
4	MRS.ANGANA GNANESH BHAGAT	<u>02721337</u>	NON EXECUTIVE-WOMAN DIRECTOR

❖ AUDITOR:

M/S. C. R. SHAREDALAL & CO.

❖ 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 2517

Mail ID: busicomp@vsnl.com

REDEX PROTECH LIMITED

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

I. **BSE LIMITED**

25TH FLOOR, P. J. TOWERS,
DALAL STREET, FORT,
MUMBAI - 400001

REDEX PROTECH LIMITED

NOTICE

NOTICE IS HEREBY GIVEN THAT TWENTY SIXTH 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 29TH SEPTEMBER, 2017 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, 2017, including the audited Balance Sheet as at March 31, 2017, 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 MR. VIKRAM BHAGAT (DIN: 00114739), who retires by rotation, in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers herself for re-appointment.
3. To appoint Statutory Auditor and to fix their remuneration and in this regards pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of section 139,142 and Audit and Auditors Rules 2014 (the rules), (including any statutory modifications or re-enactments thereof for the time being in force) **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 and rule 4 of the rules, be and are hereby appointed as statutory auditors of the company to hold office from the conclusion of this meeting till the conclusion of annual general meeting for the financial year 2021-22 at such remuneration as may be mutually agreed between the Board of Directors of the company and Auditor."

SPEIAL BUSINESS:

4. **REAPPINMENT OF MR. VIKRAM BHAGAT AS A MANAGING DIRECTOR:**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. VIKRAM BHAGAT (DIN: 00114739) be and is hereby reappointed as a Managing Director of the Company for a consecutive period of five financial years commencing from 1st

REDEX PROTECH LIMITED

April, 2017 at a remuneration mutually agreed between Mr. Vikram Bhagat and Board of Directors of the Company.”

“**RESOLVED FURTHER THAT**, to give effect to this Resolution **MRS. ANGANA BHAGAT (DIN: 02721337)**, Director of the Company be and is hereby Authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above resolution and to do all acts, deeds, things as may be necessary in its absolute discretion deem necessary, proper, desirable and to finalize any documents and Writings related thereto.”

Place: AHMEDABAD

Date: 12/08/2017

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

Sd/-

Sd/-

**MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)**

**MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)**

REDEX PROTECH LIMITED

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, **11/08/2017**. 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, **23rd September, 2017 to 29th September, 2017** (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 Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2017 is uploaded on the Company's website www.redexprotech.com and may be accessed by the members.
10. 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
11. 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.
12. 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. **22nd SEPTEMBER, 2017**, 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)

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voting through electronic means shall commence from **09.00 A.M. on 26th SEPTEMBER, 2017 and end at 5:00 P.M. on 28TH SEPTEMBER, 2017**. 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.

13. The Member who transfers his / her shares after the Cut-off date i.e. **22nd SEPTEMBER, 2017**, is not eligible to vote to the extent of transfer made by him/her, on the Resolutions mentioned in the Notice.
14. 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. **22nd SEPTEMBER, 2017**, may request to the Company on registered mail ID of the company i.e. **redex_92@yahoo.in** to obtain the User ID & Password.
15. 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 **10.30 A.M. on 3RD OCTOBER, 2017** 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. 5

The Board of Directors has reappointed Mr. Vikram Bhagat as Managing Director of the Company for a consecutive period of 5 (five) years with effect from 1st April , 2017, on the term and conditions of remuneration as may be mutually agreed by the company in consultation with Mr. Vikram Bhagat, subject to the approval of shareholders in general meeting. Hence, the re appointment of Mr. Vikram Bhagat as a Managing Director of the Company for the term of five consecutive years with effect from 1st April , 2017 is now being placed before the Members for their approval.

The Board is confident that with his extensive business knowledge and expertise he would definitely enhance the Board's strength and dynamism. The Company will be benefited by the experience he gained from the same business activity since many years. 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. Vikram Bhagat, (DIN: 00114739) is concerned or interested, financial or otherwise, in the resolution

Place: AHMEDABAD

Date: 12/08/2017

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

Sd/-

Sd/-

**MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)**

**MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)**

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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:

➤ **MR. VIKRAM BHAGAT (DIN: 00114739) -MANAGING DIRECTOR:**

Mr. Vikram Bhagat is Managing Director of M/s. Redex Protech Limited and having ample knowledge and experience in the field of trading of equipments and instruments related to fire i.e. the main business of the Company.

He is having degree of Bachelor of Science (**BSc**) from M. G. Science Gujarat university.

Mr. Vikram Bhagat is not a director in any other company and chairman/ member of Board Committees of other Companies.

He is not having any relationship with any other Director of the Company.

Shareholding in the Company: 2255285 Equity Shares

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THE INSTRUCTIONS FOR E-VOTING:

SECTION A - E-VOTING PROCESS:

- (i) The voting period begins on 26th SEPTEMBER, 2017 FROM 09:00 A.M. TO 28TH SEPTEMBER, 2017 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd SEPTEMBER, 2017 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.

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

	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. “**170818056**” 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.

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- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com 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 **26th SEPTEMBER, 2017 (09:00 A.M.) and ends on 28TH SEPTEMBER, 2017 (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. **22nd SEPTEMBER, 2017** 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,

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S.M. Road, Satellite, Ahmedabad – 380 015, Gujarat, India) has been appointed as the Scrutinizer to scrutinize the e-Voting process.

- 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 **10:30 A.M. on 3RD OCTOBER, 2017** 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

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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.
- 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.

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ADDENDUM TO THE NOTICE OF 26TH AGM OF COMPANY

Dear Shareholders,

The 26th Annual general Meeting of the company will be held on 29TH SEPTEMBER, 2017 at 10.00 A.M at Regd. office at A/5, Jaymangal House, Opp. Sakar, Nehru Bridge, Ashram Road, Ahmedabad -380009

This Addendum supplements the Notice of Meeting for 26th Annual General Meeting of REDEX PROTECH LIMITED must be read in conjunction with the Notice of Meeting. In addition to the items of business contained in the Notice of Meeting, the following Ordinary resolutions are required to be passed at the Annual General Meeting.

SPECIAL BUSINESS:

5. APPOINTMENT OF MR. GNANESH BHAGAT AS DIRECTOR OF THE COMPANY:

"RESOLVED THAT Pursuant to provision of Section 152 and all other applicable provisions, if any of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2014 including any statutory modifications or Re-enactments thereof for the time being in force, Mr. Gnanesh Bhagat having (DIN-00115076) who was appointed as an additional Director of the Company, be and is hereby appointed as Director of the company."

"RESOLVED FURTHER THAT Mrs. Angana Bhagat, director of the company, be and is hereby authorized to do all the acts, deeds and things for the said appointment".

"RESOLVED FURTHER THAT Digital signature of Mrs. Angana Bhagat , Director of the company be affixed on e-forms DIR-12 for appointment of Director and Mr. Anish Shah, Practicing Company secretary be and is hereby authorized to certify said e-form DIR-12 to the Registrar of companies on MCA Portal in his professional capacity."

6. APPOINTMENT OF MR. GNANESH BHAGAT AS A MANAGING DIRECTOR:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, consent of members be and is hereby accorded to appoint Mr. GNANESH BHAGAT (DIN: 00115076) as a Managing Director of the

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Company for a consecutive period of five financial years commencing from 1st September, 2017 at such terms and conditions as may be mutually agreed between Mr. Gnanesh Bhagat and Board of Directors of the Company.”

“**RESOLVED FURTHER THAT**, to give effect to this Resolution **MRS. ANGANA BHAGAT (DIN: 02721337)**, Director of the Company be and is hereby Authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above resolution and to do all acts, deeds, things as may be necessary in its absolute discretion deem necessary, proper, desirable and to finalize any documents and Writings related thereto.”

Place: AHMEDABAD

Date: 01/09/2017

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

Sd/-

Sd/-

**MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)**

**MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)**

REDEX PROTECH LIMITED

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. 5 & 6 of the accompanying addendum to the Notice:

ITEM NO. 5:

Mr. Gnanesh Bhagat (DIN: 00115076) was appointed as an Additional Director of the Company with effect from 1st September, 2017 in accordance with the provision of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, Mr. Gnanesh Bhagat holds office upto the date of ensuing Annual General Meeting.

Pursuant to provision of Section 164 of the Companies Act, 2013, Mr. Gnanesh Bhagat is not disqualified from being appointed as a Director of the Company and he has given his consent to act as a Director of the Company in Form DIR-2. The Board recommends the enabling Ordinary Resolution for shareholders' approval.

None of the other Directors, Key Managerial Personnel and their relatives except Mr. Gnanesh Bhagat & Mrs. Angana Bhagat is concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 6:

The Board of Directors has appointed Mr. Gnanesh Bhagat as Managing Director of the Company for a consecutive period of 5 (five) years with effect from 1st September, 2017, on the term and conditions including remuneration as may be mutually agreed by the company in consultation with Mr. Gnanesh Bhagat to fill up the casual vacancy caused due to the death of Mr. Vikram Bhagat, existing Managing director of the Company, subject to the approval of shareholders in general meeting. Hence, the appointment of Mr. Gnanesh Bhagat as a Managing Director of the Company for the term of five consecutive years with effect from 1st September, 2017 is now being placed before the Members for their approval.

The Board is confident that with his extensive business knowledge and expertise he would definitely enhance the Board's strength and dynamism. The Company will be benefited by the

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experience he gained from the same business activity since many years. The Board recommends the enabling Ordinary Resolution for shareholders' approval.

None of the other Directors, Key Managerial Personnel and their relatives except Mr. Gnanesh Bhagat & Mrs. Angana Bhagat is concerned or interested, financially or otherwise, in the resolution.

Place: AHMEDABAD

Date: 01/09/2017

BY ORDER OF THE BOARD OF DIRECTORS,

FOR, REDEX PROTECH LIMITED

Sd/-

MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)

Sd/-

MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)

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:

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

Mr. Gnanesh Bhagat is having degree of Bachelor of Commerce (**BCOM**) from Gujarat university and having excellent knowledge and skills in the field of trading of equipments and instruments related to fire i.e. the main business of the Company.

He is not a director in any other listed company and chairman/ member of Board Committees of other listed Companies.

Mr. Gnanesh Bhagat is relative (Husband) of Mrs. Angana Bhagat, Woman Director of the Company.

Shareholding in the Company: 415515 Equity Shares

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❖❖❖ DIRECTORS' REPORT ❖❖❖

To,
The Members,
REDEX PROTECH LIMITED

Your Directors have pleasure in presenting their Twenty Sixth Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2017.

1. PERFORMANCE OF THE COMPANY (STANDALONE)

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

The company's approach towards growth has delivered satisfactory results in terms of Turnover of the company during the year 2016-17. Your company achieved the net sales of Rs. 31.39 lakhs during the year 2016-17. However, the Profit after Tax is Rs 12.40 lakhs which has decreased by Rs. 1.74 lakhs compared to previous year due to slow down in market of fire protection equipment business. The company will strive to improve its performance in long term prospects based on actual pace of global economy.

(Rs. in lacs)

Particulars	2016-17	2015-2016
Sales	31.39	31.40
Other income	-	-
Depreciation	3.46	3.65
Other expenses	10.60	8.34
Profit/ Loss before Tax	14.96	18.18
Profit/Loss after Tax	12.40	14.14

2. DIVIDEND:

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

3. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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MR. VIKRAM BHAGAT, Managing Director of the Company retires by rotation at the forthcoming Annual General Meeting and being eligible, offer himself 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.

4. MEETING OF BOARD OF DIRECTORS:

During the year Five (5) Board Meetings and Five(5) Audit Committee Meetings were convened and held.

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

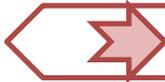
SR. NO.	DATE OF MEETING	DAY
1	25/05/2016	Thursday
2	08/08/2016	Tuesday
3	11/11/2016	Saturday
4	13/02/2017	Monday
5	24/03/2017	Friday

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

5. 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

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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.

6. 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, 2017 forms part of this report as "**Annexure I**".

7. STATUTORY AUDITORS & AUDIT REPORT:

M/S. C. R. SHAREDALAL & CO., (Firm Registration No. 109943W), Chartered Accountants have been appointed as statutory auditors of the company to fill the casual vacancy caused due to resignation of M/S. ARVIND A. THAKKAR & CO., existing auditor of the Company by passing resolution by way of postal ballot dated 26th April, 2017 to hold office till the conclusion of this Annual General Meeting (AGM).

Pursuant to Section 139,142 of the Companies Act , 2013 read with Audit and Auditors Rules 2014, 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 from the conclusion of this meeting till the conclusion of annual general meeting for the financial year 2021-22.

Notes to the accounts referred to in Auditor's report are self explanatory and therefore do not call for any further comments.

8. 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.

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9. 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 2016-17. The Report of the Secretarial Auditor for the FY 2016-17 is annexed to this report as “**Annexure II**”.

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.

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

10. 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.

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11. 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. 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.

12. 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. C. R. SHAREDALAL & CO.**, Chartered Accountants, 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.

13. 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.

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14. 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

15. 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 2016-17.

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16. 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**".

17. 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**".

18. 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 2016-17. 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.

19. 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

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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.

20. 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.

21. 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.

22. 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.

23. CHANGE IN NATURE OF THE BUSINESS:

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

REDEX PROTECH LIMITED

24. 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.

25. 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.

26. SIGNIFICANT OR MATERIAL EVENT OCCURRED AFTER BALANCE SHEET 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

27. 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, 2017, 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, 2017 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

REDEX PROTECH LIMITED

(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.

28.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.

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: 12/08/2017

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

Sd/-

Sd/-

**MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)**

**MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)**

REDEX PROTECH LIMITED

Annexure I

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2017

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

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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	93.63%

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, 2016 i.e. on the basis of SHP of March 31, 2016)				No. of Shares held at the end of the year (as on March 31, 2017 i.e. on the basis of SHP of March 31, 2017)				% 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	2138150	9500	2147650	31.95	2360924	50000	2410924	35.87	3.92
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):	2138150	9500	2147650	31.95	2360924	50000	2410924	35.87	3.92
(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)	2138150	9500	2147650	31.95	2360924	50000	2410924	35.87	3.92

REDEX PROTECH LIMITED

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) FIIs	-	-	-	-	-	-	-	-	-
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	-
2.Non-Institutions									
a) Bodies Corporate									
i) Indian	477148	109100	586248	8.72	495638	109100	604738	9.00	0.28
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	268781	2143200	2411981	35.88	262226	1584222	1846448	27.47	-8.41
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	942370	95400	1037770	15.44	745961	577678	1323639	19.69	4.25
c) HUF	287901	-	287901	4.28	288201	-	288201	4.29	0.01
NRI	8600	238900	247500	3.68	6900	238000	244900	3.65	-0.03
Clearing Members	400	-	400	0.005	600	-	600	0.01	0.005
Sub-total (B)(2):-	1985200	2586600	4571800	68.02	1799526	2509000	4308526	64.10	(3.92)
Total Public Shareholding (B)=(B)(1)+(B)(2)	1986900	-	4573500	68.05	1801226	2509000	4310226	64.13	(3.92)
C. Shares held by Custodian for GDRs & ADRs (C)									
Grand Total (A+B+C)	4125050	2596100	6721150	100	4162150	2559000	6721150	100	-

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B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year (as on April 1, 2016 i.e. on the basis of SHP of March 31, 2016)			Shareholding at the end of the year (as on March 31, 2017 i.e. on the basis of SHP of March 31, 2017)			% change in shareholding 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 BHAI BHAGAT	438300	6.52	-	480515	7.15	-	0.63
3	VIKRAM DAHYABHAI BHAGAT	255285	3.80	-	255285	3.80	-	-
4	HANSABEN RAJENDRA BHAI BHAGAT	230965	3.44	-	230965	3.44	-	-
5	ANGANA GNANESH BHAGAT	255150	3.80	-	255150	3.80	-	-
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	-	-

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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	RAJENDRA BHAGAT HUF	40500	0.6	-	40500	0.6	-	-
13	TWISHAA BHAGAT	-	-	-	180559	2.69	-	2.69

C) Change in Promoters' Shareholding:

Sr. No	Name of the PROMOTER- GNANESH RAJENDRABHAI BHAGAT	Shareholding at the beginning of the year 2016-17		Cumulative Shareholding during the year 2016-17	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year i.e. 01 st April, 2016	438300	6.52	438300	6.52
	+ INCREASE in shareholding as on 18/07/2016 (Acquisition)	42215	0.63	480515	7.15
	At the end of the year i.e. 31 st March, 2017	-	-	480515	7.15

Sr. No	Name of the PROMOTER- TWISHAA GNANESH BHAGAT	Shareholding at the beginning of the year 2016-17		Cumulative Shareholding during the year 2016-17	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year i.e. 01 st April, 2016	-	-	-	-
	+ INCREASE in shareholding as on 30/03/2017(Acquisition)			180559	2.69

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	At the end of the year i.e. 31 st March, 2017	180559	2.69	180559	2.69
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NOTE: There is 'No Change' in the shareholding of the Promoters other than mentioned above.

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	1/4/2016	At the beginning of the year	273500	4.07	273500	4.07
		15/04/2016	Increase due to acquisition	2010	0.03	275510	4.10
		30/12/2016	Increase due to acquisition	2255	0.03	277765	4.13
		31/3/2017	At the end of the year	--	--	277765	4.13
2	ASHESHBHAI DILIPBHAI SHAH HUF	1/4/2016	At the beginning of the year	273400	4.07	273400	4.07
		31/3/2017	At the end of the year	--	--	273400	4.07
3.	MRS. DHWANI DAVE	1/4/2016	At the beginning of the year	272396	4.05	272396	4.05

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		31/3/2017	At the end of the year	--	--	272396	4.05
4.	AAA GLOBAL ASSETS LLP	1/4/2016	At the beginning of the year	267719	3.98	267719	3.98
		31/3/2017	At the end of the year	--	--	267719	3.98
5	ENAM SECURITIES PVT LTD.	1/4/2016	At the beginning of the year	185000	2.75	185000	2.75
		31/3/2017	At the end of the year			185000	2.75
6.	BIREN SHAH	1/4/2016	At the beginning of the year	135300	2.01	135300	2.01
		31/3/2017	At the end of the year	--	-	135300	2.01
7.	JET AGE FINANCE PVT LTD	1/4/2016	At the beginning of the year	42300	0.63	42300	0.63
		31/3/2017	At the end of the year	--	-	42300	0.63
8	SYNERGY LOG-IN SYSTEMS LIMITED	1/4/2016	At the beginning of the year	39800	0.59	39800	0.59
		31/3/2017	At the end of the year	-	-	39800	0.59
9.	SHAH RISHIN PRAKASH	1/4/2016	At the beginning of the year	27300	0.41	27300	0.41
		31/3/2017	At the end of the year	-	-	27300	0.41
10	RAJKUMAR VASWANI	1/4/2016	At the beginning of the year	20100	0.30	20100	0.30
		31/3/2017	At the end of the year	-	-	20100	0.30

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

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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. VIKRAM DAHYABHAI BHAGAT (MANAGING DIRECTOR)	1/4/2016	At the beginning of the year	255285	3.80	255285	3.80
		31/3/2017	At the end of the year	-	-	255285	3.80
2.	MR. JAYPRAKASH BIMASHANKAR SHARMA (INDEPENDENT DIRECTOR)	1/4/2016	At the beginning of the year	-	-	-	-
		31/3/2017	At the end of the year	-	-	-	-
3.	MR. HIRENBHAI PRAMUKHRAJ PATEL (INDEPENDENT DIRECTOR)	1/4/2016	At the beginning of the year	-	-	-	-
		31/3/2017	At the end of the year	-	-	-	-
4.	MRS. ANGANA BHAGAT (DIRECTOR)	1/4/2016	At the beginning of the year	255150	3.80	255150	3.80
		31/3/2017	At the end of the year	-	-	255150	3.80
5	KMP - MR. VIKRAM DAHYABHAI BHAGAT (CFO)	1/4/2016	At the beginning of the year	255285	3.80	255285	3.80
		31/3/2017	At the end of the year	-	-	255285	3.80

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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	NIL	NIL	NIL
* Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount	NIL	13,83,005	NIL	13,83,005
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

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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. VIKRAM DAHYABHAI 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.

REDEX PROTECH LIMITED

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)	-	-	-

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		

REDEX PROTECH LIMITED

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

SN	Particulars of Remuneration	Key Managerial Personnel	
		MR. VIKRAM DAHYABHAI 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: 12/08/2017

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

Sd/-

Sd/-

MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)

MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)

REDEX PROTECH LIMITED

Annexure II

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, 2017

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, 2017. 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, 2017 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, 2017 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

REDEX PROTECH LIMITED

- 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.

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:

REDEX PROTECH LIMITED

- 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 2016-17 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 2016-17.*
- 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 company is in violation of Section 295 of erstwhile The Companies Act, 1956 and Section 185 of the Companies Act , 2013.*

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. Also, there were no changes in the composition of the Board of Directors during the period under review.

REDEX PROTECH LIMITED

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: 12/08/2017

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

Sd/-

**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: 12/08/2017

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

Sd/-

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

REDEX PROTECH LIMITED

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 ‘Redex Protech 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 ‘Redex Protech Limited’.

REDEX PROTECH 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

REDEX PROTECH LIMITED

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:

REDEX PROTECH LIMITED

- Medical reimbursement
- Leave Travel Allowance
-

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.

REDEX PROTECH LIMITED

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.

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: 12/08/2017

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

Sd/-

Sd/-

MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)

MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)

REDEX PROTECH LIMITED

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: Trustee (MR. GNANESH BHAGAT) is a Husband of MRS. ANGANA BHAGAT, Director of the Company.
b.	Nature of contracts/arrangements/transaction	Rent Agreement
c.	Duration of the contracts/arrangements/transaction	01/04/2011 to 31/03/2017
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	Company would receive rent of Rs. 2,45,000/- Per month
e.	Date of approval by the Board	30/05/2014
f.	Amount paid as advances, if any	N.A

Place: AHMEDABAD

Date: 12/08/2017

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

Sd/-

Sd/-

MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)

MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)

Annexure - V

REDEX PROTECH LIMITED

(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: 12/08/2017

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

Sd/-

Sd/-

MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)

MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)

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 2016-17, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial year 2016-17 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 2016-17 (Rs. in crore)	% increase in Remuneration in the Financial Year 2016-17	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. VIKRAM DAHYABHAI BHAGAT (MANAGING DIRECTOR)	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 PRAMUKHRAI 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. 45900/-
- (iii) In the Financial year, there was an decrease of 57.10% in the median remuneration of employees;
- (iv) There were 3 permanent employee on the rolls of Company as on March 31, 2017;
- (v) Relationship between average increase in remuneration and company performance:- The Profit before Tax for the financial year ended March 31, 2017 decreased by 17.17% whereas the increase in median remuneration was 57.10%;
- (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 31, 2017 was Rs. 39385939/- (Rs. 6,30,44,387 as on March 31, 2016).
 - b) Price Earnings ratio of the Company was 32.55 as at March 31, 2017 and was 44.67 as at March 31, 2016.
 - c) Percent increase over/ 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 31, 2017 was Rs. 5.86/-, representing a 58.6% (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. 2016-17 was 9.66% 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: 12/08/2017

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

Sd/-

Sd/-

MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)

MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)

REDEX PROTECH LIMITED

REDEX PROTECH LIMITED

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, 2017 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 inter se
MR. VIKRAM DAHYABHAI BHAGAT	MANAGING DIRECTOR	5	5	YES	-	-
MR. JAYPRAKASH BIMASHANKAR SHARMA	INDEPENDENT DIRECTOR	5	5	YES	-	-
MR. HIRENBHAI PRAMUKHRAI PATEL	INDEPENDENT DIRECTOR	5	5	YES	-	-
MRS. ANGANA BHAGAT	NON - EXECUTIVE WOMEN DIRECTOR	5	5	YES	1	-

Five Board 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.	DATE OF MEETING	DAY
1	25/05/2016	Thursday
2	08/08/2016	Tuesday
3	11/11/2016	Saturday
4	13/02/2017	Monday
5	24/03/2017	Friday

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. The number of Directorships held by them in other companies as on 31st March, 2017 is given below:

REDEX PROTECH LIMITED

Name of Director	Other Directorship (No. of Company/LLP)
MR. VIKRAM DAHYABHAI BHAGAT	NIL
MR. JAYPRAKASH BIMASHANKAR SHARMA	NIL
MR. HIRENBHAI PRAMUKHRAY PATEL	NIL
MRS. ANGANA BHAGAT	4

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 there under 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, 2017 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

REDEX PROTECH LIMITED

All Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct and a Declaration signed by MR. VIKRAM 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;

REDEX PROTECH LIMITED

- 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;
- 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.

REDEX PROTECH LIMITED

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 5 times during the year 2016-17 and the attendance of members at the meetings was as follows:

Name of Member	Category	Status	No. of Meetings attended /held
Mr. Hirenbhai Patel	Non Executive-Independent	Chairman	5/ 5
Mr. Jayprakash Sharma	Non Executive - Independent	Member	5/ 5
Mr. Vikram Bhagat	Managing Director	Member	5/ 5

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 30, 2016.

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.

REDEX PROTECH LIMITED

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, 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 once during the year 2016-17 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	1/1
Mr. Jayprakash Sharma	Non Executive-Independent	Member	1/1
MRS. ANGANA BHAGAT	Non Executive	Member	1/1

REDEX PROTECH LIMITED

No sitting fees are paid to any Director.

The committee had met on 13th February, 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 ensure that timely relief is extended to securities holders including shareholders in respect of their complaint. 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 2016-17 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 March ,2017 Quarter the company has received one complaint from investors which was resolved by the company with in appropriate time.

Compliance Officer – Mr. Chandresh Chokshi

REDEX PROTECH LIMITED

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
2015-16	30/09/2016	9.00 A.M	A/6 JAYMANGAL HOUSE, SAKAR
2014-2015	30/09/2015	9:30 A.M.	NEHRU BRIDGE, AHMEDABAD,
2013-2014	30/09/2014	11:00 A.M.	GUJARAT - 380009

Special Resolution in Last 3 AGMs:

- **In AGM held on September 30, 2016, no Special Resolution was passed.**
- **In AGM held on September 30, 2015, no Special Resolution was passed.**
- **In AGM held on September 30, 2014, Two Special Resolutions were passed as under:**
 - i. To borrow from time to time such sum or sums of money as they may deem necessary for the purpose of the business of the Company, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from cash credit arrangement, discounting of bills and other temporary loans obtained from Company's Bankers in the ordinary course of business) and remaining outstanding at any point of time will exceed the aggregate of the Paid-up Share Capital of the Company and its Free Reserves, i.e. reserves not set apart for any specific purpose; provided that the total amount up to which monies may be borrowed by the Board of Directors and which shall remain outstanding at any given point of time shall not exceed the sum of Rs. 100 crores (Rupees Hundred crores).
 - ii. To give any loan to any Body Corporate(s)/Person(s), to give any guarantee or to provide any security in connection with a loan to any Body Corporate(s)/Person(s) and to acquire by way of subscription, purchase or otherwise, securities of any Body Corporate(s) and to decide limit up to which such investments in securities/loans/guarantees, that may be given or made, notwithstanding that any loan given to any Body Corporate(s)/Person(s), any guarantee given or any security provided in connection with a loan to any Body Corporate(s)/Person(s) and to

REDEX PROTECH LIMITED

acquire by way of subscription, purchase or otherwise, securities of any Body Corporate(s) may exceed 60% of the aggregate of the paid-up Share Capital and Free Reserves and Securities Premium Account; or 100% of its Free Reserves, whichever is higher at any point of time however, it shall not exceed beyond Rs. 50 crores at any point of time; on such terms and conditions, as the Board may think fit.

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):**

REDEX PROTECH LIMITED

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 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

REDEX PROTECH LIMITED

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.

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, 2017 to 31st March, 2018.

Financial Results:

First Quarter Results	:	12 th August, 2017
Half Year Results	:	by 14 th November, 2017
Third Quarter Results	:	by 14 th February, 2017
Annual Results	:	by 29 th May, 2018

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 2017-18 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:

REDEX PROTECH LIMITED

MONTH	HIGH (Rs.)	LOW (Rs.)
April, 2016	----	----
May, 2016	----	----
June, 2016	9.38	8.92
July, 2016	8.92	8.48
August, 2016	8.06	7.66
September, 2016	----	----
October, 2016	7.28	5.43
November, 2016	5.16	4.48
December, 2016	4.71	4.49
January, 2017	4.94	4.26
February, 2017	5.16	4.68
March, 2017	5.86	5.00

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 Clause 47 (c) of the Listing Agreement of the Stock Exchanges and 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, 2017:

Particulars	No of Shares	Percentage
Promoters and Relatives	2410924	35.87
Banks/ FII/ FI	1700	0.03
Public	3170087	47.16

REDEX PROTECH LIMITED

Body Corporate	604738	9.00
NRI	244900	3.65
HUF	288201	4.29
Clearing members	600	0.01
Total	6721150	100

Dematerialization of Shares and Liquidity

4162150 shares constituting (61.93%) of total number of shares of the Company are in electronic form as on March 31, 2017.

ISIN No.: (For Dematerialized Shares) :INE823D01011

The Company has no GDRs/ADRs/Warrants/Convertible Instruments outstanding as on March 31, 2017.

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

Place: AHMEDABAD
Date: 12/08/2017

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

Sd/-

Sd/-

MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)

MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)

REDEX PROTECH LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS

1. Overall Review:

The overall performance during the financial year 2016-17 has been satisfactory.

2. Financial Review:

Total turnover for the year ended 31st March, 2017 is constant as per last year with a minor decrease of Rs. 877/-.

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 different to the Company's operations include

REDEX PROTECH LIMITED

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: 12/08/2017

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

Sd/-

Sd/-

**MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)**

**MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)**

REDEX PROTECH LIMITED

CEO / CFO CERTIFICATION

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

I, **MR. VIKRAM 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: 12/08/2017

Sd/-

MR. VIKRAM BHAGAT
(MD & CFO)
(DIN: 00114739)

REDEX PROTECH LIMITED

DECLARATION BY THE CHAIRMAN & MANAGING DIRECTOR ABOUT CORPORATE GOVERNANCE

I, **MR. VIKRAM 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 2017.

Place: AHMEDABAD
Date: 12/08/2017

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

Sd/-

Sd/-

MR. HIREN PATEL
DIRECTOR
(DIN: 02502241)

MRS. ANGANA BHAGAT
DIRECTOR
(DIN: 02721337)

REDEX PROTECH LIMITED

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
REDEX PROTECH LIMITED

We have examined the compliance of the conditions of Corporate Governance by **REDEX PROTECH LIMITED** ('the Company') for the year ended March 31, 2017 as stipulated in

- Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) for the period 1st April, 2016 to March 31, 2017 and
- Regulations 17 to 27 (excluding regulation 23 (4)) and clauses (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of the SEBI Listing Regulations for the period 1st April, 2016 to 31st March, 2017.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the 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 the opinion on the financial statements of the Company.

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 the above mentioned Listing Agreement and SEBI Listing Regulations, 2015.

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: 12/08/2017

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

Sd/-

CS ANISH SHAH
PROPRIETOR
C.P NO-6560

REDEX PROTECH LIMITED

AUDIT REPORT FINANCIAL YEAR 2016-17

C.R. SHAREDALAL & CO.
CHARTERED ACCOUNTANTS
702, PARSHWANATH ESQUIRE
CORPORATE ROAD, PRAHALAD NAGAR
AHMEDABAD-380 015

INDEPENDENT AUDITOR'S REPORT

To the Members of Redex Protech Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Redex Protech Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 accountings records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's

judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, 2017, and its profit and its cash flows 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 purpose of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of section 164(2) of the Act.
 - g. 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".

- h. 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) Amendment Rules, 2017 , 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 note no.26 of the 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in note no. 26 of the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 . Based on audit procedures and relying on the management representation, we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the management .

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

PLACE: AHMEDABAD
DATE :27-05-2017

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, except for Office Building-Ahmedabad having gross value of Rs.25,59,670 (Net Value Rs. 15,28,430) for which title deeds are not in the name of the company.
2. Company has not carried out any major commercial activity and it is largely catered to service activities hence this clause is not applicable.
3. (a) The Company has granted loans to six related parties covered in the register maintained under section 189 of the Companies Act, 2013 aggregating to Rs 2,68,44,091/-. 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 and Advance Income 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 which to the amount relates	Due Date
The Gujarat Tax on Professions, Traders, Callings and Employments Act, 1976	Professional tax	22,456	Before 2003	Before 2003
The Income Tax Act, 1961	Advance Income tax	7,582	2016-17	15/06/2016
The Income Tax Act, 1961	Advance Income tax	22,747	2016-17	15/09/2016

- (c) According to the information and explanations given to us, there are no amounts in respect of sales tax/ income tax/ custom duty / excise duty/ service tax that have not been deposited with the appropriate authorities on account of any dispute.
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 :27-05-2017

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

Annexure 'B' to Independent Auditors' Report

[Referred to in Paragraph 2(g) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date]

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

We have audited the internal financial controls over financial reporting of Redex Protech Limited("the Company") as of 31st March, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). 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 Act.

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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, 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, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

PLACE: AHMEDABAD
DATE :27-05-2017

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

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

Redex Protech Limited
Balance Sheet as at March 31, 2017

(Currency: Indian Rupees `)

Particulars	Notes	As at March 31, 2017	As at March 31, 2016
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share capital	2	67,211,500	67,211,500
Reserves and surplus	3	(17,653,542)	(18,893,786)
		49,557,958	48,317,714
Non-current liabilities			
Long-term Borrowings	4		1,383,005
Deferred tax liability	5	40,953	59,120
		40,953	1,442,125
Current liabilities			
Short-term borrowings	6	1,383,005	-
Other current liabilities	7	893,727	786,819
Short-term provisions	8	85,500	26,137
		2,362,232	812,956
TOTAL		51,961,142	50,572,795
ASSETS			
Non-current assets			
Fixed Assets			
Tangible assets	9	16,162,154	16,508,225
		16,162,154	16,508,225
Long-term loans and advances	10	28,661,596	28,882,110
		28,661,596	28,882,110
Current assets			
Trade receivables	11	6,915,856	5,022,307
Cash and bank balances	12	217,536	156,153
Short-term loans and advances	13	4,000	4,000
		7,137,392	5,182,460
TOTAL		51,961,142	50,572,795
Summary of Significant accounting policies	1		

The accompanying notes 1 to 28 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
Vikram Bhagat
CFO

S/D
Angana Bhagat
Director

(C.R. Sharedalal)
Partner
Membership No. 002571

Hirenbhai Patel
Director

Date: 27-05-2017
Place: Ahmedabad

Date: 5/27/2017
Place: Ahmedabad

Redex Protech Limited

Statement of Profit and Loss for the year ended March 31, 2017

(Currency: Indian Rupees `)

Particulars	Notes	Year ended March 31, 2017	Year ended March 31, 2016
Revenue from operations	14	3,139,305	3,140,182
Total (I)		3,139,305	3,140,182
Expenses			
Employee benefits expenses	15	225,752	113,603
Finance costs	16	10,838	8,471
Depreciation and amortization expense	9	346,071	365,172
Operation and other expenses	17	1,060,161	834,445
Total (II)		1,642,822	1,321,691
Profit / (Loss) before tax (I-II)		1,496,483	1,818,491
Tax Expenses			-
Current Tax		278,720	420,484
(Excess)/Short provision of tax for earlier years		(4,315)	-
Deferred Tax	5	(18,167)	(16,563)
Profit / (Loss) for the year		256,238	403,921
		1,240,246	1,414,570
Earnings per share	18		
Basic and diluted		0.18	0.21
Summary of Significant accounting policies	1		

The accompanying notes 1 to 28 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)

(C.R. Sharedalal)
Partner
Membership No. 002571

Date: 27-05-2017
Place: Ahmedabad

For and on behalf of the Board of Directors of

Redex Protech Limited

S/D
Vikram Bhagat
CFO

S/D
Angana Bhagat
Director

Hirenbhai Patel
Director

Date: 27-05-2017
Place: Ahmedabad

Redex Protech Limited

Cash Flow Statement for the year ended March 31, 2017

(Currency: Indian Rupees `)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Cash Flow from Operating Activities		
Net Profit before taxation	1,496,483	1,818,491
<u>Adjustments for:</u>		
Depreciation on fixed assets	346,071	365,172
Operating Profit before Working Capital changes	1,842,554	2,183,663
<u>Adjustments for:</u>		
(Increase) /Decrease in trade receivables	(1,893,549)	(2,122,189)
Increase/(Decrease) in provisions	59,362	(408,824)
Income tax Provision	8,367	(347,350)
Increase/(Decrease) in liabilities	(249,930)	(356,062)
(Increase) /Decrease in Long term loans and advances	106,908	22,089
196,038	764,939	
Net Cash inflow from/(outflow) from Operating activities (A)	61,384	83,616
Cash Flow from Investing Activities		
Purchase of fixed assets	-	-
Sale Proceeds from investments	-	-
Sale Proceeds from fixed assets	-	-
Interest received	-	-
Dividend received	-	-
Net Cash inflow from/(outflow) from Investing activities (B)		
Cash Flow from Financing Activities		
Proceeds from issue of shares including premium	-	-
Repayment of borrowings	-	-
Loans & Advances Given	-	-
Net Cash inflow from/(outflow) from Financing activities (C)	-	-
Net increase /(decrease) in cash and cash equivalents (A+B+C)	61,384	83,616
Cash and Cash Equivalents at the beginning of the year	156,153	72,538
Cash and Cash Equivalents at the closing of the year	217,536	156,153

The accompanying notes 1 to 28 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
Vikram Bhagat
CFO

S/D
Angana Bhagat
Director

(C.R. Sharedalal)
Partner
Membership No. 002571

Hirenbhai Patel
Director

Date: 27-05-2017
Place: Ahmedabad

Date: 27-05-2017
Place: Ahmedabad

2 - Share capital

Particulars	As at March 31, 2017	As at March 31, 2016
Authorised shares 7000000 (PY 7000000) equity Shares of Rs 10/- each	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

Refer notes below

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

Name of Shareholder	As at March 31, 2017		As at March 31, 2016	
	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%
Gnanesh R. Bhagat	480515	7.15%	438300	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 ensuing 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	
	As at March 31, 2017		As at March 31, 2016	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	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

REDEX PROTECH LIMITED

Notes to the financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

Corporate Information:

Redex Protech Limited is a listed company engaged in the trading of fire extinguisher equipments, smoke alarms and smoke detectors and related services.

1. Summary of Significant accounting policies

a) Basis of Preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles of India. The Company has prepared these financial statements to comply in all material respects with the accounting standards prescribed under section 133 of the Companies Act, 2013 ("the Act") read with rule 7 (1) & (2) of Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

The financial statements are presented in Indian rupees and rounded off to nearest Rupee unless otherwise stated.

b) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent liabilities on the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of financial statements which in management's opinion are prudent and reasonable. Actual results may differ from the estimates used in preparing the accompanying financial statements. Any revision to accounting estimates is recognised prospectively in current and future periods.

c) Fixed Assets / Intangible Assets

Fixed Assets are stated on cost less accumulated depreciation. The total cost of assets comprises its purchase price, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the working condition for its intended use.

d) Depreciation

- Depreciation on fixed assets is provided on Straight Line Method on a pro rata basis over its economic useful lives, as prescribed under Schedule II of the Act.

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

REDEX PROTECH LIMITED

Notes to the financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

e) Impairment of Assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset or a group of assets (cash generating unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. The recoverable amount of the asset (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

Value in use is the present value of estimated future cash flow expected to arise from the continuing use of the assets and from its disposal at the end of its useful life.

If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

f) Cash Flow Statement

The cash flow Statement is prepared by the indirect method set out in Accounting Standard-3 on Cash Flow Statement and presents cash flows by operating, investing and financing activities of the Company. Cash and cash equivalents presented in the cash flow statement consist of cash on hand and balances in current and demand deposit with banks.

g) Revenue Recognition

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

a) *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.

b) *Interest income*

Interest income is recognized on time proportion basis.

c) *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

d) *Other Income*

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

h) Taxation

Income-tax expense comprises current tax, deferred tax charge or credit, minimum alternative tax (MAT).

REDEX PROTECH LIMITED

Notes to the financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

Current tax

Provision for current tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the prevailing tax laws.

Deferred tax

Deferred tax liability or asset is recognized for timing differences between the profits/losses offered for income tax and profits/losses as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax asset is recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax asset is recognized only if there is a virtual certainty of realization of such asset. Deferred tax asset is reviewed as at each Balance Sheet date and written down or written up to reflect the amount that is reasonably/virtually certain to be realized.

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.

i) Borrowing Cost

Borrowing costs to the extent related/attribution to the acquisition/construction of assets that takes substantial period of time to get ready for their intended use are capitalized along with the respective fixed asset up to the date such asset is ready for use. Other borrowing costs are charged to the Statement of Profit and Loss.

j) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earnings per share are calculated after adjusting effects of potential equity shares (PES). PES are those shares which will convert into equity shares at a later stage. Profit / loss is adjusted by the expenses incurred on such PES. Adjusted profit/loss is divided by the weighted average number of ordinary plus potential equity shares.

k) Provisions and Contingencies

A provision is recognised when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present values and are determined based on management 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 management estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Company.

REDEX PROTECH LIMITED

Notes to the financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

When there is an obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

1) Employee Benefits

Short-term employee benefits are recognized as expenses in the Statement of Profit and Loss of the year in which the related service is rendered at the undiscounted amount as and when it accrues.

2 - Share capital

Particulars	As at March 31, 2017	As at March 31, 2016
Authorised shares 7000000 (PY 7000000) equity Shares of Rs 10/- each	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

Refer notes below

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

Name of Shareholder	As at March 31, 2017		As at March 31, 2016	
	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%
Gnanesh R. Bhagat	480515	7.15%	438300	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 ensuing 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	
	As at March 31, 2017		As at March 31, 2016	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	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

Redex Protech Limited
Notes on financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

3 - Reserves and surplus

Particulars	As at March 31, 2017	As at March 31, 2016
a. Securities Premium Account		
Opening Balance	23,611,500	23,611,500
Add : Securities premium credited on Share issue	-	-
Less : Premium Utilised for various reasons		
Closing Balance	23,611,500	23,611,500
b. Surplus/(Deficit) in the statement of profit and loss		
Balance as per last financial statements	(42,505,288)	(43,919,856)
(+) Profit/(Loss) for the year	1,240,246	1,414,570
Net Surplus/(Deficit) in the statement of profit and loss	(41,265,042)	(42,505,286)
Total	(17,653,542)	(18,893,786)

5- Deferred tax liability

Particulars	As at March 31, 2017	As at March 31, 2016
Deferred tax liability		
Opening Balance	59,120	75,683
Arising during the year on account of timing difference in depreciation	(18,167)	(16,563)
Closing Balance of Deferred Tax Liability	40,953	59,120

4 - Long Term Borrowings

Particulars	As at March 31, 2017	As at March 31, 2016
UNSECURED		
Other loans and advances		1,383,005
	-	1,383,005

6 - Short-term borrowings

Particulars	As at March 31, 2017	As at March 31, 2016
UNSECURED		
Inter Corporate Deposit	1,383,005	-
(Carries a nil rate of interest and repayable on demand)		
	1,383,005	-

Redex Protech Limited**Grouping of Balance Sheet**

Particulars	Amount (₹) 31.3.2017	Amount (₹) 31.3.2016
<u>Other Long-term Liabilities</u>		
Ahmedabad Stock Exchange Ltd.	45,000	45,000
Bhartiya Hareram Tirthram	688,171	688,171
Central Depository Service (India) Limited	7,553	8,112
	740,724	741,283
<u>Loans & Advances to Related Parties</u>		
Purva Sharegistry (india Pvt.Ltd)	-	-
Angana Bhagat	19,134,228	19,134,228
Gnanesh Bhagat(Proprietor of Yash Systems)	2,238,613	2,238,613
R. D. Bhagat	1,005,000	1,005,000
Yash Bhagat Institute of Fire Technology	57,000	57,000
Yash Shelters Ltd.	4,409,250	4,664,250
	26,844,091	27,099,091
<u>Other loans and advances</u>		
Neeldeep Exports Pvt. Ltd.	1,383,005	1,383,005
	1,383,005	1,383,005

Redex Protech Limited

Notes on financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

7 - Other current liabilities

Particulars	As at March 31, 2017	As at March 31, 2016
Professional Tax payable	24,106	22,906
Ahmedabad Stock Exchange Ltd.	45,000	45,000
Bhartiya Hareram Tirthram	688,171	688,171
Central Depository Service (India) Limited	7,553	8,112
TDS Payable	10,093	1,580
Other Payables	118,804	21,050
	893,727	786,819

Redex Protech Limited

Notes on financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

8 - Short-term provisions

Particulars	Short-term	
	As at March 31, 2017	As at March 31, 2016
Provison for taxation (Net of advance tax paid)	-	26,063
Service Tax Payable	-	74
Provision for expenses	85,500	-
Total	85,500	26,137

Redex Protech Limited

Notes on financial statements for the year ended March 31, 2017

Note 9 Fixed assets

Tangible assets	Gross block			Accumulated Depreciation			Net Block	
	Balance as at 31 March, 2016	Balance as at 31 March, 2017	Balance as at 31 March, 2016	Depreciation	Adjustments	Balance as at 31 March, 2017	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
(b) Buildings Office Building - A'bad Office Building - Sanand	2,559,670 14,454,194	2,559,670 14,454,194	994,460 3,463,682	36,780 205,801	- -	1,031,240 3,669,483	1,528,430 10,784,711	1,565,210 10,990,512
(c) Office equipment Owned	372,479	372,479	372,479	-	-	372,479	-	-
(d) Electric Installations (e) Airconditioners Owned	979,264 579,247	979,264 579,247	740,010 579,247	31,472 -	-	771,482 579,247	207,782 -	239,254 -
(f) Furniture & Fixtures	553,118	553,118	165,371	72,018	-	237,389	315,729	387,747
Total	22,823,474	22,823,474	6,315,249	346,071	-	6,661,320	16,162,154	16,508,225
Previous year	22,823,474	22,823,474	5,950,077	365,172	-	6,315,249	16,508,225	16,873,397

Notes:

Factory Building having gross value of Rs. 16,08,462/- (Net value Rs. 3,49,999/-) has been regrouped to Office Buildings. Accordingly, there is a revision in the estimated useful life from 30 years to 60 years and hence the unamortised depreciable amount as on 1 April 2016 will be charged over the revised remaining useful life

Redex Protech Limited

Notes on financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

10 -Loans and advances

Particulars	Non-current	
	As at March 31, 2017	As at March 31, 2016
Long Term Advances		
Loans and advances to related parties		
Unsecured, considered good (refer Note 19)	26,844,091	27,099,091
(A)	26,844,091	27,099,091
Balance with statutory / government authorities		
Advance tax (Net of provision)	105,568	-
Provident Fund	-	32,154
MAT Credit Entitlement	1,650,969	1,714,308
Service Tax Receivable	59,821	36,557
Krishi Kalyan Cess Receivable	1,147	-
(B)	1,817,505	1,783,019
Total (A+B)	28,661,596	28,882,110

11 - Trade receivables

Particulars	As at March 31, 2017	As at March 31, 2016
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	5,372,356	3,486,157
Other receivables		
Unsecured, considered good	1,543,500	1,536,150
Total	6,915,856	5,022,307

Trade Receivable stated above include debts due by:

Particulars	As at March 31, 2017	As at March 31, 2016
Directors	-	-
Other officers of the Company	-	-
Firm in which director is a partner	-	-
Enterprise controlled by KMP (refer note 19)	6,915,856	5,022,307
Private Company in which director is a member	-	-
	6,915,856	5,022,307

12 - Cash and bank balances

Particulars	As at March 31, 2017	As at March 31, 2016
Cash and cash equivalents		
Balances with banks	10,392	61,991
Cash on hand	207,144	94,162
	217,536	156,153

13 - Short Term loans and advances

Particulars	Non-current	
	As at March 31, 2017	As at March 31, 2016
Other loans and advances (Unsecured, considered good)		
Miscellaneous Advances	4,000	4,000
Total	4,000	4,000

Redex Protech Limited

Notes on financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

14 - Revenue from operations

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Revenue from operations		
a. Sale of services	199,305	200,182
(A)	199,305	200,182
b. Other operating revenue	2,940,000	2,940,000
(B)	2,940,000	2,940,000
Revenue from operations (A+B)	3,139,305	3,140,182

Details of services rendered

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Sale of Service comprises of		
Extinguisher Refilling & Labour Services	199,305	200,182
	199,305	200,182

Details of Other Operating Revenues

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Other operating revenue comprises of		
Rent Income (Note 27)	2,940,000	2,940,000
	2,940,000	2,940,000

Redex Protech Limited**Notes on financial statements for the year ended March 31, 2017**

(Currency: Indian Rupees `)

15 - Employee benefit expenses

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Salaries and Incentives	225,752	113,603
	225,752	113,603

16 - Finance Cost

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Bank Charges	705	23
Interest on Income Tax	10,133	8,448
	10,838	8,471

Redex Protech Limited**Notes on financial statements for the year ended March 31, 2017**

(Currency: Indian Rupees `)

17 - Operation and other expenses

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Rates & taxes	2,000	222,500
Payments to Auditor	60,000	53,820
Legal and Professional	407,838	75,030
Printing and Stationery	9,426	7,728
Business Promotion	40,030	59,125
Listing fees	201,000	200,000
ROC Expense	3,600	6,000
Stock Exchange Application & Custody Fees	23,120	22,613
Service Charges Expense	66,614	43,527
Extinguisher Refilling Charges	47,570	53,622
Labour Charges	46,323	49,948
Postage & Courier	27,109	3,893
Other Expenses	5,048	3,760
Provident Fund Written Off	32,154	-
Service Tax Credit Written Off	52,507	-
CDSL Expenses	35,822	32,879
	1,060,161	834,445

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
(i) Payments to the auditors comprises		
As Auditors - Statutory Audit	60,000	39,000
For Taxation matters & Other matters	-	14,820
	60,000	53,820

Redex Protech Limited

Notes on financial statements for the year ended March 31, 2017

Note Disclosures under Accounting Standards**18 - Earnings per share**

(Currency: Indian Rupees `)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Net profit / (loss) after tax as per Profit and loss Account attributable to Equity Shareholders (A)	1,240,246	1,414,570
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)	0.18	0.21

Redex Protech Limited**Notes to the financial statements for the year ended March 31, 2017**

(Currency: Indian Rupees `)

Note 19 : 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

ii. Transactions with Related Parties :

Name of Party	Nature of Transaction	For the year ended March 31, 2017	For the year ended March 31, 2016
Yash Shelters Limited	Advances received back	2,55,000	3,47,000
Champaben Bhagat Education Trust	Rent Income	29,40,000	29,40,000
Yash Aqua Build LLP	Reimbursement for payments made on behalf of the company	5,60,479	4,22,738

iii. Balance Outstanding of Related Parties :

Name of Party	Account head	As at March 31, 2017	As at March 31, 2016
Mrs. Angana G. Bhagat	Loans & advances	1,91,34,228	1,91,34,228
Mr. Rajendra D. Bhagat	Loans & advances	10,05,000	10,05,000
Yash Shelters Limited	Loans & advances	44,09,250	46,64,250
Mr. Gnanesh R. Bhagat	Loans & advances	8,96,000	8,96,000

Redex Protech Limited**Notes to the financial statements for the year ended March 31, 2017**

(Currency: Indian Rupees `)

Name of Party	Account head	As at March 31, 2017	As at March 31, 2016
Yash Systems (Prop. Gnanesh R. Bhagat)	Loans & advances	13,42,613	13,42,613
Yash Bhagat Institute of Fire Training	Loans & advances	57,000	57,000
Champaben Bhagat Education Trust	Trade Receivables	69,15,856	50,22,307

Note 20: Segment Reporting

The Company has neither more than one business segment nor has more than one geographical segment, hence segment information as per AS 17 has not been disclosed.

Note 21: Value of import on CIF basis

The company has not imported any materials or capital items in the current or previous financial year

Note 22: Expenditure in foreign currency

The company has not incurred any expenditure in foreign currency in the current or previous financial year.

Note 23: Dividend remittance in Foreign Currency during the period

The company has not remitted any dividend in foreign currency during the current or previous financial year.

Note 24: Disclosure regarding specified bank notes held and transacted during the period from 8th Nov 2016 to 30th Dec 2016:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 8 th Nov, 2016	-	158,115	158,115
(+) Permitted receipts	-	41,746	41,746
(-) Permitted payments	-	17,671	17,671
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30 th Dec, 2016	-	182,190	182,190

Redex Protech Limited

Notes to the financial statements for the year ended March 31, 2017

(Currency: Indian Rupees `)

Note 25: Contingent Liability

Particulars	As at March 31, 2017	As at March 31, 2016
Income tax matters disputed for AY 1995-96	3,75,82,911	3,75,82,911

Note 26: The Company has a lease agreement with Champaben Bhagat Education Trust wherein it has given its office building at Sanand on lease (refer Note 9 for details). The lease agreement is for the period from 1 April 2011 to 31 March 2017.

Note 27: Previous year's figures have been rearranged and reclassified wherever necessary to correspond with the current year.

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
Vikram Bhagat
CFO**

**S/D
Angana Bhagat
Director**

**S/D
Hirenbhai Patel
Director**

**Date: 27.05.2017
Place: Ahmedabad**

**Date:27.05.2017
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 29th day of September, 2017 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:

E-mail Id:

Signature:

REDEX PROTECH LIMITED

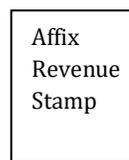
As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of the company, to be held on 29th day of September, 2017 At 09:00 a.m. at **A/6, Jaymangal House, Opp. Sakar-I, Nehru Bridge, Ashram Road, Ahmedabad-09** and at any adjournment thereof in respect 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, 2017		
2.	Appointment of a director in place of Mr. Vikram Bhagat. who retires by rotation and being eligible, seeks re-appointment		
3.	Appointment of M/S. C. R. SHAREDALAL & CO. , Chartered Accountants (Firm Registration No. 109943W), as the Statutory auditors of the Company.		
SPECIAL BUSINESS			
4.	Reappointment of Mr. Vikram Bhagat as a Managing Director of the Company for the term of 5 year w.e. f. 11/08/2017		
5.	Appointment of Mr. Gnanesh Bhagat from Additional Director to Director		
6.	Appointment of Mr. Gnanesh Bhagat as a Managing Director of the Company for the term of 5 consecutive years with effect from 1 st September, 2017		

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

Signature of Shareholder

Signature of Proxy holder(s)



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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 (In block letters)			
2.	Postal address			
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized 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, 2017			
2.	Appointment of a director in place of Mr. Vikram Bhagat. who retires by rotation and being eligible, seeks re-appointment			
3.	Appointment of M/S. C. R. SHAREDALAL & CO., Chartered Accountants (Firm Registration No. 109943W), as the Statutory auditors of the Company.			
4.	Reappointment of Mr. Vikram Bhagat as a Managing director of the Company for a term of 5 years w.e.f. 11 th August,2017			

PLACE: AHMEDABAD

DATE:

Signature of the shareholder

REDEX PROTECH LIMITED

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 26TH Annual General Meeting of the Company to be held on 29th SEPTEMBER, 2017 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:

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

COMMENCEMENT OF REMOTE E-VOTING	END OF REMOTE E-VOTING
26 th September, 2017 (09.00 A.M.)	28 th September, 2017 (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 29TH SEPTEMBER, 2017.

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**

