

**MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED**  
**(Formerly known as Mahamaya Investments Limited)**

Reg. off: Flat No.53, 5th Floor, Wing No.11, Vijay VilashTores Building, Ghodbunder Road, Thane MH 400615  
Website: www.mosil.co Email id complianceatmillennium@gmail.com

Date: 05th September, 2019

To,  
Department of Corporate Service (DCS-CRD),  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street, Fort,  
Mumbai - 400 001

**Sub.: Notice of 39th AGM and Annual Report for the Financial Year 2018-19**

Dear Sir,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III and Regulation 34 (1) to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations"), please find enclosed herewith the Notice of 39<sup>th</sup> Annual General Meeting of the Company scheduled to be held on Monday, 30th September, 2019 at the Registered Office of the Company at Flat No.53, 5th Floor, Wing No.11, Vijay VilashTores Building, Ghodbunder Road, Thane 400615.

The Notice of the AGM, Proxy Form and the Annual Report for the Financial Year (F.Y.) 2018-19 is enclosed herewith, which is being dispatched / sent to the Shareholders of the Company by permitted mode(s) and is also made available on the website of the Company, viz., <https://www.mosil.co>.

We further wish to inform that pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the Listing Regulations, the Register of Members and the Share Transfer Books of the Company will remain closed for the purpose of the 39th AGM from Tuesday 24th September, 2019 to Monday 30th September, 2019 (both days inclusive).

Kindly take the same on your record and acknowledge the same.

Thanking You,

FOR MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(formerly known as Mahamaya Investments Limited)

  
HARILAL SINGH  
DIRECTOR & CFO  
DIN: 05124923



Corporate Office: 208-209-Regent Square, Above D-Mart, Nr. Mahalaxmi Temple, Anand  
Mahal Road, Adajan, Surat-395009 Tel: 0261-6575717

**39<sup>th</sup>**  
**ANNUAL REPORT**  
**2018-2019**

**MILLENNIUM ONLINE SOLUTIONS (INDIA LIMITED**  
**(FORMERLY KNOWN AS MAHAMAYA INVESTMENTS LIMITED)**  
**CIN : L99999MH1980PLC062779**

**MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED**  
(Formerly Known as Mahamaya Investments Limited)

**BOARD OF DIRECTORS:**

Mr. Neeraj Gupta (DIN: 00073274)	Chairman and Managing Director
Mr. Harilal Singh Faran (DIN: 05124923)	Chief Financial Officer and Whole-time Director
Mrs. Jayshree Gupta (DIN: 00073227)	Non-Executive Director
Mr. Girdharilal Khuha (DIN: 06395776) (Resigned w.e.f. 1 <sup>st</sup> April, 2019)	Independent & Non-Executive Director
Mr. Manoj Kumar Prasad (DIN: 07427431)	Independent & Non-Executive Director
Mr. Shrikrishna Baburam Pandey (DIN: 07035767) (Resigned w.e.f. 1 <sup>st</sup> April, 2019)	Independent & Non-Executive Director
Mr. Nikunj Jashbhai Pancholi (Appointed w.e.f. 1 <sup>st</sup> April, 2019)	Independent & Non-Executive Director
Mrs. Kashish Sumeet Lakhani (Appointed w.e.f. 1 <sup>st</sup> April, 2019)	Independent & Non-Executive Director

**REGISTERED OFFICE**

: Flat No.53, 5th Floor, Wing No.11, Vijay Vilash Tores Building, Ghodbunder Road, Thane 400615 IN

**BANKERS**

: The Financial Co-operative Bank Ltd

**AUDITORS**

: M/s B. Chordia & Co., Chartered Accountants

**SECRETARIAL AUDITOR**

: HS Associates, Company Secretaries

**INTERNAL AUDITOR**

: Ravindra Dhakar & Associates, Chartered Accountants

**SHARES LISTED AT**

: The BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

**39<sup>th</sup> ANNUAL GENERAL MEETING**

**Date & Time : Monday, 30<sup>th</sup> September, 2019 at 11.00 A.M.**

**Place: Flat No.53, 5th Floor, Wing No.11, Vijay Vilash Tores Building, Ghodbunder Road, Thane 400615.**

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## **NOTICE**

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**NOTICE** IS HEREBY GIVEN THAT THE 39<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED (FORMERLY KNOWN AS MAHAMAYA INVESTMENTS LIMITED) WILL BE HELD ON MONDAY THE 30<sup>TH</sup> SEPTEMBER, 2019 AT 11.00 A.M. AT FLAT NO.53, 5TH FLOOR, WING NO.11, VIJAY VILASH TORES BUILDING, GHODBUNDER ROAD, THANE - 400615 IN TO TRANSACT THE FOLLOWING BUSINESS.

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt:
  - a. The Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and
  - b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.
2. To appoint Mrs. Jayshree Gupta, Non- Executives Directors (DIN: 00073227), who retires by rotation and, being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS:**

3. Appointment of Mr. Nikunj Jashbhai Pancholi as an Independent Director:  
To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:  
“RESOLVED that Mr. Nikunj Jashbhai Pancholi (DIN: 06395775), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 1<sup>st</sup> April, 2019 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”), be and is hereby appointed as Director of the Company.”  
  
“RESOLVED FURTHER that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the appointment of Mr. Nikunj Jashbhai Pancholi, who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder, and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024, be and is hereby approved.”
4. Appointment of Mrs. Kashish Sumeet Lakhani as an Independent Director  
To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:  
“RESOLVED that Mrs. Kashish Sumeet Lakhani (DIN: 08397238), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 1<sup>st</sup> April, 2019 and who holds office up to the date of this Annual General Meeting of the Company in terms of

Section 161(1) of the Companies Act, 2013 ("Act"), be and is hereby appointed as Director of the Company."

"RESOLVED FURTHER that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the appointment of Mrs. Kashish Sumeet Lakhani, who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder, and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024, be and is hereby approved."

5. To consider and if thought fit to pass with or without modification(s) the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 4 and 13, and any other applicable provisions of the Companies Act, 2013 ("the Act"), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, the Consent of the members of the Company be and is hereby accorded for effecting the following modifications and amendments in the existing Memorandum of Association of the Company;

A. The words 'Companies Act, 1956' in the existing Memorandum of Association shall be substituted with the words 'Companies Act, 2013' wherever required under the applicable provisions.

B. Part-A of the objects clause (Clause III) shall now be titled as 'The Object to be pursued by the Company on its Incorporation'.

C. Part-B of the objects clause (Clause III) shall now be titled as "Matters which are necessary for furtherance of the objects specified in Part A, and clauses thereunder shall be re-numbered accordingly.

D. Part-C of the objects clause (Clause III) titled "Other objects" of the Memorandum of Association of the Company be deleted.

E. The existing clause IV of the Memorandum of Association of the Company be substituted with the following new Clause IV:

F. Clause IV. 'The liability of member(s) is limited and this liability is limited to the amount unpaid, if any, on share held by them.

"RESOLVED FUTURE THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required for effecting aforementioned resolution including but not limiting to file and submit the necessary e-forms with Registrar of the Companies, Mumbai."

**FOR MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(Formerly Known as Mahamaya Investments Limited)**

Sd/-

**NEERAJ GUPTA**

**MANAGING DIRECTOR & CHAIRMAN**

**DIN: 00073274**

**Date: 14<sup>th</sup> August, 2019**

**Place: Thane**

**EXPLANATORY STATEMENT**  
**As required by Section 102 of the Companies Act, 2013.**

**Item Nos. 3 and 4**

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors appointed Mr. Nikunj Jashbhai Pancholi (DIN: 06395775), and Mrs. Kashish Sumeet Lakhani (DIN: 08397238) as Additional Directors of the Company and also as Independent Directors, not liable to retire by rotation, for a term of 5 years i.e. from 1<sup>st</sup> April, 2019 to to 31<sup>st</sup> March, 2024, subject to approval of the Members. Pursuant to the provisions of Section 161(1) of the Act and According to the Articles of Association of the Company, each of these Directors shall hold office up to the date of this Annual General Meeting (“AGM”) and are eligible to be appointed as Directors. The Company has received declarations from Mr. Nikunj Jashbhai Pancholi and Mrs. Kashish Sumeet Lakhani to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. In the opinion of the Board, each of these Directors fulfil the conditions specified in the Act, Rules and SEBI Listing Regulations for appointment as Independent Director and they are independent of the management of the Company. The terms and conditions of their appointment shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day (except Saturday) and will also be kept open at the venue of the AGM till the conclusion of the AGM.

A brief profile of the Independent Directors to be appointed is given below:

Mr. Nikunj Jashbhai Pancholi is 32 year old, holds Bachelor’s Degree in B.E. in Electronics & Communications from Hemchandracharya North Gujarat University. He Posses a diverse and wide ranging experience and knowledge of Corporate Affairs has been associates as Independent / Non Executives Directors for several public companies.

Mrs. Kashish Sumeet Lakhani is 34 year old and has experience of over several years of Corporate Management and Finance. She has done M. Com and M. Ed from Pune University.

**Item Nos. 5**

Millennium Online Solutions ( India ) Limited was incorporated on 18th April, 1980 under the provisions of the Companies Act, 1956. The existing Memorandum of Association (“MOA”) is based on the Companies Act, 1956 and several clauses/regulations in the existing MOA contain references to specific sections of the Companies Act, 1956 and which are no longer in force. Accordingly, with a view to align the existing MOA of the Company with Table A of the Schedule I of the Act and in accordance with Section 4 and 13 of the Act, it is proposed to alter the MOA of the Company.

The above proposal is in the Interest of the Company and the Directors recommend the resolution in item 5 of the Notice for your approval by way of Special Resolution. None of the Directors of the Company and their relatives are concerned or interested, financially or otherwise, except to the extent of shares held by them.

**FOR MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(Formerly Known as Mahamaya Investments Limited)**

Sd/-

**NEERAJ GUPTA  
MANAGING DIRECTOR & CHAIRMAN  
DIN: 00073274**

**DATE: 14<sup>th</sup> August, 2019**

**PLACE: Thane**

**NOTES:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company.
2. A Person can act as proxy for only 50 members and holding in aggregate not more than 10 percent of the total share capital of the company carrying voting rights. Member holding more than 10 percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.
3. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
4. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith.
5. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting and also their copy of the annual report.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting of the Company.
7. The Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting of the Company.

8. The Register of Members and Share Transfer Register in respect of equity shares of the Company shall be closed from **Tuesday, 24<sup>th</sup> September, 2019 to Monday, 30<sup>th</sup> September, 2019** (both days inclusive).
9. As a measure of economy, copies of the Annual Reports and Accounts will not be distributed at the Meeting. Members are therefore, requested to bring their copies to the meeting.
10. In furtherance of Green Initiative in Corporate Governance by Ministry of Corporate Affairs, the Shareholders are requested to register their email ID with the Company or with the Registrar and Transfer Agents.
11. Members/Proxies are requested to produce the attendance slip duly signed, sent along with the Annual Report and Accounts, for admission to the meeting hall.
12. Members who are holding shares in identical order or names in more than one folio are requested to write to the company to enable the company to consolidate their holdings in one folio.
13. Members whose shareholding is in the electronic mode are requested to direct change of address notifications and updation of Savings Bank Account details to their respective Depository Participants.
14. In terms of Section 124 of the Companies Act, 2013 any dividend remaining unpaid for a period of seven years from the due date of payment is required to be transferred to Investor Education and Protection Fund. Members who have not encashed their dividend warrants are requested to write to the Registrars and Share Transfer Agents. The details of dividend unclaimed (if any) are uploaded on the Company's website at [www.mosil.co](http://www.mosil.co) for shareholder's information.
15. Electronic copy of the Notice of the 39<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 39<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
16. Members may also note that the Notice of the 39<sup>th</sup> Annual General Meeting and the Annual Report for 2019 will also be available on the Company's website <http://www.mosil.co> for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [complianceatmillennium@gmail.com](mailto:complianceatmillennium@gmail.com).
17. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic/ demat form, the members may please contact their respective depository participant.



18. Members are requested to send all communications relating to shares, bonds and unclaimed dividends, change of address etc. to the Registrar and Share Transfer Agents at the following address:

**Purva Sharegistry (India) Pvt. Ltd.**

Unit no. 9, Shiv Shakti Ind. Estt.

J. R. Boricha Marg, Lower Parel (East),

Mumbai - 400 011.

**Tel:** 91-22-2301 6761 / 8261 **Fax:** 91-22-2301 2517

**Email:** [purvashr@gmail.com](mailto:purvashr@gmail.com) **Website:** <http://www.purvashare.com>

If the shares are held in electronic form, then change of address and change in the Bank Accounts etc. should be furnished to their respective Depository Participants (DPs).

19. Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 39th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL):

A member can opt for only one mode of voting i.e. either in person or through proxy at the meeting or through e-voting or by ballot. If a member casts votes by all the three modes, then voting done through e-voting shall prevail and voting through other means shall be treated as invalid.

The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again

The voting period begins on **Friday, 27<sup>th</sup> September, 2019 at 9.00 am and ends on Sunday 29<sup>th</sup> September, 2019 at 5.00 pm**. 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 **Monday, 23<sup>rd</sup> September, 2019** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

In case of members receiving e-mail:

- (i) Open e-mail
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

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

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN*	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>For physical shareholders, please use the first two letters of your Name and the 8 digits of the sequence number in the PAN field.</p> <ul style="list-style-type: none"> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB#	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login.</li> </ul> <p>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).</p>

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then reach directly 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.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the **EVSN No: 190903022** of Millennium Online Solutions (India) Limited.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details, they have to create 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

In case of members receiving the physical copy:

Please follow all steps from sr. no. (ii) To sr. no. (xviii) Above to cast vote.

### **Other Instructions**

- (A) If you are already registered with CDSL for e-voting, then you can use your existing user ID and password/PIN for casting your vote.
- (B) 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 future communication(s).
- (C) 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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- (D) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evotingindia.com](http://www.evotingindia.com)
- (E) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of **Monday, 23<sup>rd</sup> September, 2019**.
- (F) Mr. Hemant Shetye (COP: 1483) Partner, HS Associates, Practicing Company Secretaries, Mumbai have been appointed as the Scrutinizer to scrutinize the e-voting and entire voting process in a fair and transparent manner.
- (G) The Scrutinizer shall within a period not exceeding three (2) working days from the 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 favour or against, if any, forthwith to the Chairman of the Company.
- (H) The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.mosil.co](http://www.mosil.co) and on the website of CDSL within two (2) days of passing of the resolution at the AGM of the Company and communicated to BSE Limited.
- (I) Members who do not have access to e-voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. Hemant Shetye (COP: 1483) Partner, HS Associates, Mumbai at the Registered office of the Company not later than **Sunday, 29<sup>th</sup> September, 2019 (5.00 pm IST)**.
- (J) Ballot Form received after this date will be treated invalid.
- (K) A member can opt only for one mode of voting i.e either through e-voting or by Ballot. If a Member casts vote by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

20. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during **normal business hours (9.00 am to 5.00 pm)** on all working days, up to and including the date of the Annual General Meeting of the Company.

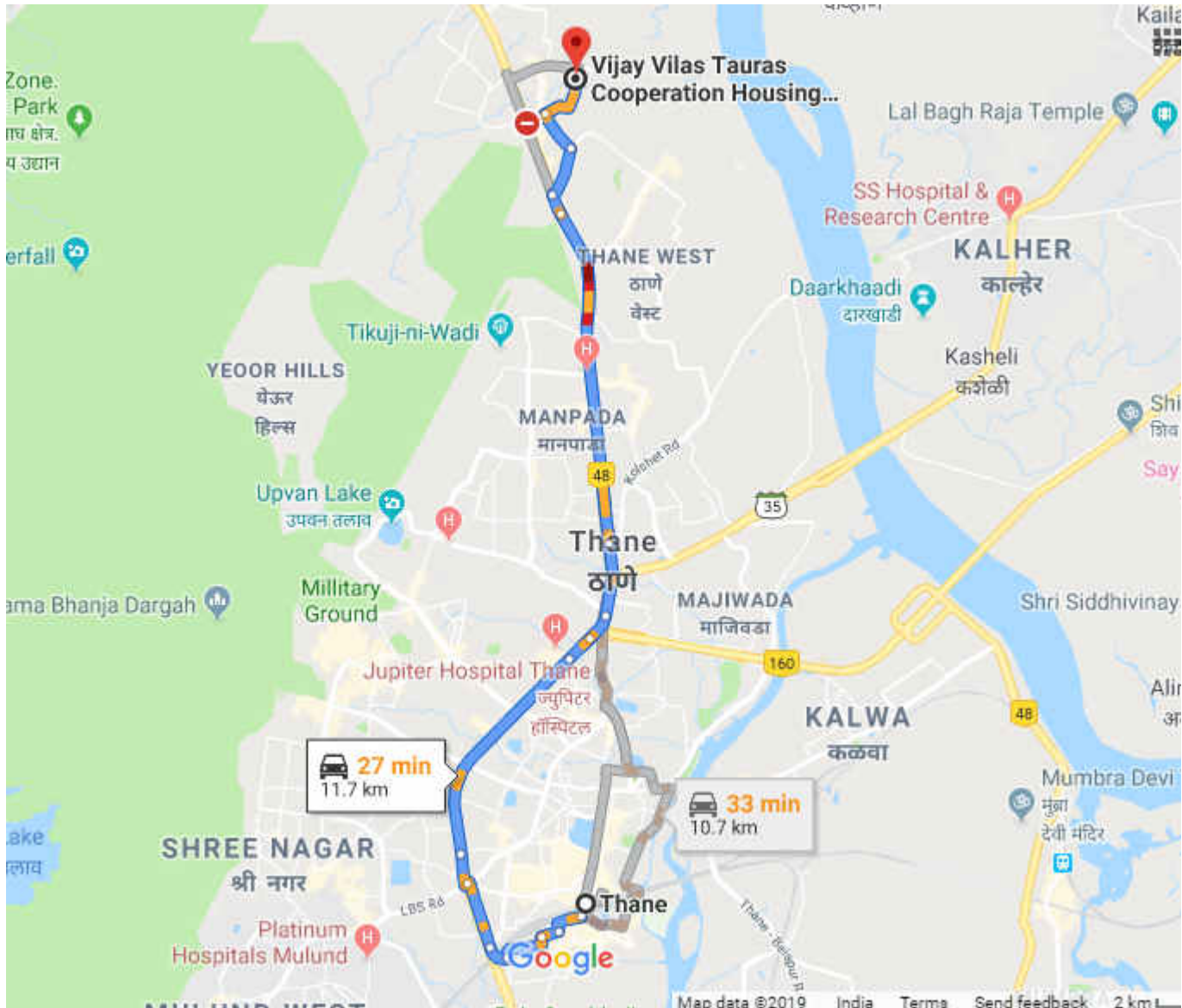
21. The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" (Circular No. 17/2011 dated 21.04.2011 and Circular No. 18/2011 dated 29.04.2011) allowing companies to dispatch documents to the shareholders through electronic mode. Considering the above theme, your company had decided to send Annual Report through electronic mode.

BY ORDER OF THE BOARD  
FOR MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(Formerly Known as Mahamaya Investments Limited)

DATE: 18<sup>th</sup> August, 2019  
PLACE: Thane

Sd/-  
NEERAJ GUPTA  
MANAGING DIRECTOR & CHAIRMAN  
DIN: 00073274

**Route Map of Annual General Meeting**



**Landmark:** Opposite Vijay Garden Road

**Distance from Thane Railway Station:** 10.7 Km

## **BOARD'S REPORT**

To,  
The Members,  
**MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED**  
**(Formerly Known as Mahamaya Investments Limited)**

Your Directors have great pleasure in presenting **39<sup>th</sup> ANNUAL REPORT** along with the Consolidated Audited Balance Sheet and Profit and Loss Account, for the period ended 31<sup>st</sup> March, 2019.

### **1. FINANCIAL RESULTS**

The financial Results are briefly indicated below:

<b>PARTICULARS</b>	<b>(Amt in Rs.)</b>	
	<b>YEAR ENDED</b>	
	<b>31.03.2019</b>	<b>31.03.2018</b>
<b>Total Revenue earned</b>	<b>9211707</b>	<b>5967155</b>
<b>Less: Total Expenditure incurred</b>	<b>9217299</b>	<b>6016144</b>
Profit before Depreciation	<b>(5592)</b>	<b>(48,989)</b>
Less: Depreciation	--	--
<b>Profit/(Loss) before Tax</b>	<b>(5592)</b>	<b>(48,989)</b>
Less: Provision for Income Tax	--	--
Add: Provision for Deferred tax	<b>(5592)</b>	<b>(48,989)</b>
<b>Profit/(Loss) after Tax</b>	--	--
Add: Previous year's profit brought forward	--	--
<b>Balance profit carried forward</b>	<b>(5592)</b>	<b>(48,989)</b>

### **2. CONSOLIDATED ACCOUNTS:**

The Consolidated Financial Statements of your Company for the financial year 2018-19 are prepared in compliance with applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder, applicable Accounting Standards and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations"). The consolidated financial statements have been prepared on the basis of audited financial statements of your Company, and its wholly owned associate company, as approved by the respective Board of Directors.

### **3. TRANSFERS**

There are no transfers to any specific reserves during the Financial year.

**4. REVIEW OF OPERATIONS**

The Company during the financial year has incurred a loss of Rs. 5,592/-this is mainly due to increase in cost of Acquisition cost of materials and other ancillary business expenses. Your Directors are striving hard to take steps to re-juvenate the business of the Company.

**5. DIVIDEND**

In order to conserve resources, your directors do not recommend dividend for the year ended 31st March 2019.

**6. FUTURE PROSPECTS**

Company's business is of providing all kind of services relating to Computer hardware and its peripherals which is dependent on the demand and supply aspects prevalent in the economy.

Your Company is focused on to rejuvenate its business operations, to increase the profitability.

**7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there is no unpaid dividends pending of the Company.

**8. CONSERVATION OF ENERGY-TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE ETC**

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished as Annexure B to this report.

**9. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed also discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors. Significant audit observations and follow up actions thereon are reported to the Audit Committee.

**10. INTERNAL CONTROL SYSTEM**

The Company's internal controls system has been established on values of integrity and operational excellence and it supports the vision of the Company "To be the most sustainable and

competitive Company in our industry". The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors. Significant audit observations and follow up actions thereon are reported to the Audit Committee.

**11. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135 of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

**12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The particulars of provided any loan/Guarantee or Investments covered under section 186 of the Companies Act, 2013 form part of notes to the financial statements in this Annual Report.

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

Particulars of contracts or arrangements with related parties referred in the section 188 (1) of the Companies Act, 2013 is prescribed Form AOC 2 is appended as annexure -c to the Board Report.

**14. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS**

The auditor's report does not contain any qualifications, reservations or adverse remarks, but secretarial Audit Report contains qualifications

1. Not appointed a whole time Company Secretary as per section 203 of Companies Act, 2013
2. As per Regulation 31 of LODR, 2015, Minor Promoter Shareholding is not in Demat Form.
3. Has not Published notice of Board Meeting and Financial results in English and regional language newspapers as per Regulation 47 (1) a & b of Listing Obligation and Disclosure requirements, Regulations 2015
4. Company does not maintain a functional Website as per Regulation 46 of Listing Obligation and Disclosure requirements, Regulations 2015.
5. Company has not filed Form MGT-15 (Report on Annual General Meeting) for the 38<sup>th</sup> AGM held for the Financial Year 2017-18.

**Director Comment:**

- 1) The Company has appointed Mr. Harshal Samirbhai Agrawal as Company Secretary and Compliance Officer with effect from 20<sup>th</sup> May, 2019.



- 2) The Promoter shareholding will be converted in to Demat at the earliest as per regulation 31(2) of Listing Obligation and Disclosure requirements, Regulations 2015.
- 3) The yearly/quarterly results and notice of Board Meeting are duly hosted on the website of the Company at [www.mosil.com](http://www.mosil.com) and is easily accessible in public domain at the Website of BSE Limited and hence the Company does not publish the said results in the requisite newspapers as applicable as per Regulation 47(1) a & b of Listing Obligation and Disclosure requirements, Regulations 2015.
- 4) The Company's Website is being updated and is therefore not functional.

#### **15. POLICY ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:**

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. All employees (permanent, contractual, temporary, trainees) are covered under the said policy. An Internal Complaints Committee has also been set up to redress complaints received on sexual harassment. During the financial year under review, the Company has not received any complaints of sexual harassment from any of the women employees of the Company.

#### **16. ANNUAL RETURN**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished as Annexure D to this report.

#### **17. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

During the financial year, the Board had met **Six (6) times** on **30<sup>th</sup> May, 2018; 14<sup>th</sup> August, 2018; 18<sup>th</sup> August, 2018; 13<sup>th</sup> November, 2018; 14<sup>th</sup> December, 2018; 14<sup>th</sup> February, 2019 and 30<sup>th</sup> March 2019.**

#### **18. DIRECTORS RESPONSIBILITY STATEMENT**

In terms of Section 134(5) of the Companies Act, 2013 The Board of Directors of the Company hereby confirm:

- (i) That in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure.
- (ii) That the selected accounting policies were applied consistently and the directors 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, 2019, and that of the profit of the Company for the year ended on that date.
- (iii) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

- (iv) That the annual accounts have been prepared on a going concern basis and
- (v) The Board has laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **19. DEPOSITS**

The Company has neither accepted nor renewed any deposits during the year under review.

## **20. PARTICULARS OF REMUNERATION**

No details as required under section 197 (12) of the Companies Act 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, have been provided as there are no employees drawing remuneration in excess of the prescribed limits.

As Company do not pay any remuneration to its Directors, the information as required under section 197 (12) of the Companies Act 2013, the median salary paid to the Directors to that of employees of the company is not required to be provided.

Your Company has formulated policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of section 178 is available on Company's website: [www.mosil.co](http://www.mosil.co)

## **21. DIRECTORS**

The Board of Directors of the Company is duly constituted as per the applicable provisions of the Companies Act, 2013 and that of the Listing Obligations and Disclosure Requirements, Regulations 2015.

Mrs. Jayshree Gupta, Non-Executive Director, liable to retire by rotation at the 38<sup>th</sup> Annual General Meeting pursuant to provision of Section 152 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of your Company and being eligible have offers herself for re-appointment is being placed for your approval at the 39<sup>th</sup> Annual General Meeting.

Mr. Nikunj Jashbhai Pancholi and Kashish Sumeet Lakhani were appointed as additional and independent directors with effect from 1<sup>st</sup> April 2019. A resolution seeking shareholders' approval for their appointment forms a part of the Notice.

Mr. Girdhari Gagandas Khuha and Mr. Shri Krishna Baburam pandey has resigned with effect from 1<sup>st</sup> April, 2019.

## **22. DECLARATION OF INDEPENDENT DIRECTORS**

Your Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of section 149 of the Companies Act, 2013 read with the Schedules and Rules issued thereunder as well as Regulation 16(1)(b) of Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force).

## **23. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

The familiarization programme aims to provide Independent Directors with the Industry scenario, the socio-economic environment in which the Company operates, the business model, the operational and financial performance of the Company, significant developments so as to enable them to take well informed decisions in a timely manner. The familiarization programme also seeks to update the Directors on the roles, responsibilities, rights and duties under the Act and other statutes. The policy on Company's familiarization programme for Independent Directors is posted on Company's website at [www.mosil.co](http://www.mosil.co)

## **24. STATUTORY AUDITORS**

M/s B. Chordia & Co. Chartered Accountants, Surat registered with the Institute of Chartered Accountants of India vide firm registration no (FRN 121083W) are appointed as Statutory Auditors at the 37th Annual General Meeting which was held on 28<sup>th</sup> September, 2017 for the period of five (5) years i. e. up-to the Annual General Meeting to be held in year 2022.

## **25. INTERNAL AUDITORS**

The company has appointed M/s Ravindra Dhakar & Associates, Chartered Accountant having Firm Registration No 114030W as internal auditor of the company for financial year 2019-20.

## **26. SECRETARIAL AUDITOR**

The Company has appointed M/s HS Associates, Company Secretaries, as Secretarial Auditor of the Company to carry out the Secretarial Audit for the Financial Year 2018-19 and to issue Secretarial Audit Report as per the prescribed format under rules in terms of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Their report is appended to this report as Annexure E to Director's Report.

## **27. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, is annexed to this Annual Report.

## **28. CORPORATE GOVERNANCE**

The company falls under the criteria 15(2) (a) of the Listing Obligations & Disclosure requirements (LODR) Regulations, 2015 as the Paid-up capital of the company was below Rs. 10 Crores and net worth was below Rs. 25 Crores as on the last day of the previous financial year.

As on 31<sup>st</sup> March, 2019, the Company's Paid up Capital is of **Rs. 50,019,510 /-** and Net worth is of **Rs. 50,323,510 /-**.

Hence compliance with Corporate Governance provisions as per Listing Obligations & Disclosure requirements (LODR) Regulations, 2015 are not applicable to company and hence the same is not published in this report.

## **29. SUBSIDIARY JOINT VENTURES AND ASSOCIATE COMPANIES**

As on March 31, 2019, the Company has a wholly owned Indian Subsidiary. Accordingly, as per the applicable provisions of the Companies Act, 2013 the Company has prepared consolidated financial statement for the F.Y 2018-2019. The statement containing the salient feature of the financial statement of a company's subsidiary is in Form AOC-1. is appended as Annexure A to this report.

A separate statement containing the salient features of financial statements of all subsidiaries of your Company forms part of consolidated financial statements in compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013. The financial statements of the subsidiary companies and related information are available for inspection by the members at the Registered Office of your Company during business hours on all days except Saturdays, Sundays and public holidays upto the date of the Annual General Meeting ('AGM') as required under Section 136 of the Companies Act, 2013. Any member desirous of obtaining a copy of the said financial statements may write to the Compliance officer at the Registered Office of your Company. The financial statements including the consolidated financial statements, financial statements of subsidiaries and all other documents required to be attached to this report have been uploaded on the website of your Company at [www.mosil.co](http://www.mosil.co)

## **30. DISCLOSURE OF COMPOSITION OF COMMITTEES OF THE BOARD:**

As per the applicable provisions of the Companies Act, 2013 and as per Listing Obligations & Disclosure requirements (LODR) Regulations, 2015, the company has three Committees of the Board.

There are currently three Committees of the Board, as follows:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee

1. The Audit Committee consists of the following members Two Independent non-executive Director and One Executive Director

<b>Name of the Members</b>	<b>Designation</b>
Mr. Girdharilal Kuha	Chairman
Mr. Neeraj Gupta	Member
Mr. Shri Krishna Baburam Pandey	Member

The above composition of the Audit Committee consists of independent Directors viz., Mr. Girdharilal Kuha and Mr. Shri Krishna Baburam Pandey who form the majority.

2. The Nomination and Remuneration Committee consists of the following members Three Independent non-executive Directors

<b>Name of the Members</b>	<b>Designation</b>
Mr. Girdharilal Kuha	Chairman
Mr. Manoj Kumar Prasad	Member
Mr. Shri Krishna Baburam Pandey	Member

The above composition of the Nomination and Remuneration Committee consists of three independent non-executive Directors viz., Mr. Girdharilal Kuha and Mr. Shri Krishna Baburam Pandey and Mr. Manoj Kumar Prasad.

3. The Stakeholders' Relationship Committee consists of the following members Three Independent non-executive Directors and Two Executive Directors

<b>Name of the Members</b>	<b>Designation</b>
Mr. Girdharilal Kuha	Chairman
Mr. Manoj Kumar Prasad	Member
Mr. Shri Krishna Baburam Pandey	Member
Mr. Harilal Singh	Member
Mr. Neeraj Gupta	Compliance Officer

The above composition of the Stakeholders' Relationship Committee consists of independent Directors viz., Mr. Girdharilal Kuha and Mr. Shri Krishna Baburam Pandey and Mr. Manoj Kumar Prasad who form the majority.

### **31. VIGIL MECHANISM**

The Company has already established a vigil mechanism policy to oversee, the genuine concerns expressed by the employees and other has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also

provided direct access to the chairman of Audit Committee on reporting issues concerning the interests of co employees and the Company. The Vigil Mechanism Policy is available at the website of the company: [www.moisl.co](http://www.moisl.co)

### **32. ANNUAL EVALUATION BY THE BOARD**

The evaluation framework for assessing the performance of Directors comprises of the following key areas:

- i. Attendance of Board Meetings and Board Committee Meetings
- ii. Quality of contribution to Board deliberations
- iii. Strategic perspectives or inputs regarding future growth of Company and its performance
- iv. Providing perspectives and feedback going beyond information provided by the management
- v. Commitment to shareholder and other stakeholder interests
- vi. The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his / her evaluation.

### **33. OTHER DISCLOSURES**

- a) Your Company has not issued equity shares with differential rights as to dividend, voting or otherwise; and
- b) Your Company does not have any ESOP scheme for its employees/Directors.

### **34. REVENUE GENERATED IS WHOLLY DUE TO THE NEW BUSINESS**

The Board of Directors duly acknowledge and hereby confirm that the entire revenue generated is due to the new name and business of the company.

### **35. POLICIES**

The Company seeks to Promote Highest levels of ethical standards in the normal business transaction guided by the value system. The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, mandates formulation of certain policies for Listed Companies. The Policies are reviewed periodically by the Board and are updated based on the need and compliance as per the applicable laws and rules and amended from time to time. The policies are available on the website of the Company at [www.moisl.co](http://www.moisl.co)

### **36. OTHER DISCLOSURES**

The company does not have any Employees Stock Option Scheme in force and hence particulars are not furnished, as the same are not applicable.

### **37. CAUTIONARY STATEMENT**

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward looking within the meaning of

applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operation include global and domestic demand and supply conditions affecting selling prices of Raw Materials, Finished Goods, input availability and prices, changes in government regulations, tax laws, economic developments within and outside the country and other various other factors.

### **38. ACKNOWLEDGEMENTS**

Your Directors wish to convey their gratitude and place on record their appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year.

Your Directors express their appreciation for the dedicated and sincere services rendered by the employees of the company and also sincerely thank the shareholders for the confidence reposed by them in the company and from the continued support and co-operation extended by them.

**FOR MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(Formerly Known as Mahamaya Investments Limited)**

**Sd/-**

**NEERAJ GUPTA**

**MANAGING DIRECTOR & CHAIRMAN**

**DIN: 00073274**

**DATE: 14<sup>th</sup> August, 2019**

**PLACE: Thane**

## ANNEXURE - A TO DIRECTOR'S REPORT

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### Part "A": Subsidiaries

#### Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

#### **Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**

##### **Part "A": Subsidiaries**

1. CIN. No- **U72200MH2000PLC245381**

2. Name of the subsidiary- **MILLENNIUM ONLINE (INDIA) LIMITED**

1. Reporting period for the subsidiary concerned, if different from the holding company's reporting period- **1<sup>st</sup> April, 2018 to 31<sup>st</sup> March, 2019**
2. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries- **N.A**
3. Share capital- **Rs 1,50,00,000**
4. Reserves & surplus- **Rs. 3,358,806**
5. Total assets- **Rs. 46,911,619**
6. Total Liabilities- **Rs. 46,911,619**
7. Investments- **Nil**
8. Turnover- **Rs. 62,008,231**
9. Profit before taxation- **Rs. 339,787**
10. Provision for taxation- **Rs. 4,969**
11. Profit after taxation- **Rs. 334,818**
12. Proposed Dividend- **Nil**
13. % of shareholding- **100% (Wholly owned Subsidiary)**
14. Names of subsidiaries which are yet to commence operations- **N.A**
15. Names of subsidiaries which have been liquidated or sold during the year- **N.A**
16. Names of associates or joint ventures which are yet to commence operations- **N.A**
17. Names of associates or joint ventures which have been liquidated or sold during the year- **N.A**



## ANNEXURE - B TO THE DIRECTORS' REPORT

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Information pursuant to the Companies (Accounts) Rules, 2014.

### **A. CONSERVATION OF ENERGY**

Like previous year the Company continued to give major emphasis for conservation of Energy, and various measures were taken towards achieving the same. The Efficiency of Energy Utilization is monitored at the corporate level, in order to achieve effective conservation of energy. The significant Energy Conservation measures during the year were.

1. Use of Energy Efficient Lighting systems
2. Use of transparent roof sheets wherever possible to make use of natural lighting
3. switching off machines / equipment when not in use
4. Creating awareness among employees about the necessity of energy conservation

### **B. Technology Absorption:**

Not applicable in view of the nature of activities carried on by the Company

### **Research and Development (R&D):**

The focus of R&D is to progressively achieve self-reliance, R&D is a continuous process and is closely linked with the various operations of the Company.

### **Foreign Exchange Earnings and Outgo**

There were no foreign exchange earnings for the relevant financial Year as there were no business activities during the year

**ANNEXURE - C TO THE DIRECTORS' REPORT**

**FORM NO. AOC - 2**

**[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]**

**Form for disclosure of particulars of contracts / arrangements entered into by Millennium Online Solutions (India) Limited with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereto.**

**1. Details of contracts or arrangements or transactions not at arm's length basis:**

(a) Name(s) of the related party and nature of relationship	<b>NIL</b>
(b) Nature of contracts/arrangements/transactions	
(c) Duration of the contracts / arrangements/transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	
(e) Justification for entering into such contracts or arrangements or transactions	
(f) date(s) of approval by the Board	
(g) Amount paid as advances, if any	
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

<b>Sr. No.</b>	<b>Name of the Related Parties.</b>	<b>Nature of Contract/ arrangement / transactions</b>	<b>Duration of Contract/ arrangement t/ transactions</b>	<b>Terms and Value of the Transactions/ Value in Rupees At Arm's Length and Fair Value</b>	<b>Date of Approval by the Board</b>	<b>Amount Paid as Advance, If any.</b>
1	Millennium Online (India) Ltd	Purchase	Annually	2188144	30 <sup>th</sup> May May, 2018	Zero
2	Microworld Corporation	Purchase	Annually	4898770	30 <sup>th</sup> May May, 2018	Zero

**ANNEXURE - D TO THE DIRECTORS' REPORT**

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**FORM NO. MGT - 9**  
**EXTRACT OF ANNUAL RETURN**  
**as on the financial year ended 31.03.2018**  
**[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the**  
**Companies (Management and Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS:**

<b>i</b>	<b>CIN</b>	L99999MH1980PLC062779
<b>ii</b>	<b>Registration Date</b>	18/04/1980
<b>iii</b>	<b>Name of the Company</b>	MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  (Formerly Known as Mahamaya Investments Limited)
<b>iv</b>	<b>Category/Sub-Category of the Company</b>	Public Company
<b>v</b>	<b>Whether listed Company (Yes/No)</b>	Yes
<b>vi</b>	<b>Address of the Registered Office and contact details</b>	Office No 11, 1 <sup>st</sup> Floor, Kris Korner Commercial Plaza, Opp. Saraswati Vidhyalya, Behind Muchhala College G B Road, Thane (W), Mumbai- 400615  Tel- 22825527  Email - neerajgupta@milonline.in
<b>vii</b>	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	<b>Purva Sharegistry (India) Pvt. Ltd.</b>  9, Shiv Shakti Industrial Estate, Sitaram Mills Compound, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East), Mumbai – 400 013.

## 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: -

Sr. No.	Name and Description of Main Product/Services	NIC Code of the Product	% to total turnover of the Company
1	Computer and computer peripheral equipments, wholesale	46511	100%

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	Name and Address of the Company	CIN/GIN	Holding/ Subsidiary of the Company	% of shares held	Applicable Section
1.	MILLENNIUM ONLINE (INDIA) LIMITED	U72200MH2000PLC245381	Subsidiary of the Company	100%	2(87) of Companies Act 2013

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

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (1 <sup>st</sup> April, 2018)				No. of Shares held at the end of the year (31 <sup>st</sup> March, 2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									

<b>(1) Indian</b>									
a) Individual/ HUF	0	210	210	0	0	210	210	0	0
b) Central Govt.	0	0	0	0	0	0	0	0	-
c) State Govt(s).	0	0	0	0	0	0	0	0	-
d) Bodies Corp.	0	0	0	0	0	0	0	0	-
e) Bank/ FI	0	0	0	0	0	0	0	0	-
f) Any Other	0	0	0	0	0	0	0	0	-
18. Directors	2450000	0	2450000	4.90	2450000	0	2450000	4.90	0
19. Directors Relative	0	0	0	0	0	0	0	0	-
<b>Sub-Total (A)(1)</b>	<b>2450000</b>	<b>210</b>	<b>2450210</b>	<b>4.90</b>	<b>2450000</b>	<b>210</b>	<b>2450210</b>	<b>4.90</b>	<b>0</b>
<b>(2) Foreign</b>	0	0	0	0	0	0	0	0	-
a) NRIs- Individuals	0	0	0	0	0	0	0	0	-
b) Other- Individuals	0	0	0	0	0	0	0	0	-
c) Bodies Corp.	0	0	0	0	0	0	0	0	-
d) Bank/ FI	0	0	0	0	0	0	0	0	-
e) Any Other	0	0	0	0	0	0	0	0	-
<b>Sub-Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>-</b>
<b>Total shareholding of Promoter (A) (A)(1) + (A)(2)</b>	<b>2450000</b>	<b>210</b>	<b>2450210</b>	<b>4.90</b>	<b>2450000</b>	<b>210</b>	<b>2450210</b>	<b>4.90</b>	<b>0</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>1. Institutions</b>									-
a) Mutual Funds	0	0	0	0	0	0	0	0	-

b) Bank/ FI	0	1390	1390	0	0	1390	1390	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	-
d) State Govt(s).	0	0	0	0	0	0	0	0	-
e) Venture Capital Funds	0	0	0	0	0	0	0	0	-
f) Insurance Companies	1339650	0	1339650	2.68	3203290	0	3203290	6.48	3.73
g) FIIs	0	0	0	0	0	0	0	0	-
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	-
i) Others (Financial Institutions )	1863640	0	1863640	3.73	0	0	0	0	-3.73
Others (Private Sector Banks)	0	5900	5900	0.01	0	5900	5900	0.01	-
<b>Sub-Total (B)(1)</b>	<b>3203290</b>	<b>7290</b>	<b>3210580</b>	<b>6.42</b>	<b>3203290</b>	<b>7290</b>	<b>3210580</b>	<b>6.42</b>	<b>0</b>
<b>2. Non-Institutions</b>									-
Bodies Corp.									
i) Indian	15770	87390	103160	0.21	19430	83730	103160	0.21	0
ii) Overseas	0	0	0	0	0	0	0	0	-
a) Individuals									-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	846610	7162450	8009060	16.01	924215	7088365	8012580	16.02	0.01
ii) Individual shareholders holding nominal share capital in	36116634	-	36116634	72.21	36116634	-	36116634	72.21	0

excess of Rs. 1 lakh									
b) Others									
(i) Foreign Nationals	180	-	180	0	180	-	180	0	0
(ii) Clearing Members	16170	0	16170	0.03	10460	0	10460	0.02	-0.01
(iii) Non Resident Indians	580	-	580	0	2470	-	2470	0	0
(iv) Trust	30	510	540	0	30	510	540	0	0
(v) HUF	13376	99020	112396	0.22	18676	94020	112696	0.22	0
<b>Sub-Total (B)(2)</b>	<b>37009350</b>	<b>7349370</b>	<b>44358720</b>	<b>88.68</b>	<b>37092095</b>	<b>7266625</b>	<b>44358720</b>	<b>88.68</b>	<b>0</b>
<b>Total Public shareholding (B) (B)(1) + (B)(2)</b>	<b>40212640</b>	<b>7356660</b>	<b>47569300</b>	<b>95.10</b>	<b>40295385</b>	<b>7273915</b>	<b>47569300</b>	<b>95.10</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs: NIL</b>									
									-
<b>Grand Total (A+B+C)</b>	<b>42662640</b>	<b>7356870</b>	<b>50019510</b>	<b>100</b>	<b>42745385</b>	<b>7274125</b>	<b>50019510</b>	<b>100</b>	<b>0</b>

**(ii) Shareholding of Promoters**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (1 <sup>st</sup> April, 2018)			Shareholding at the end of the year (31 <sup>st</sup> March, 2019)			% change in sharehold- ing during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbe- red to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumber- ed to total shares	

1	Neeraj Gupta	2450000	4.90	0.00	2450000	4.90	0.00	-
2	Arundhati Balkrishna	210	0.00	0	210	0.00	0	-
<b>TOTAL</b>		<b>2450210</b>	<b>4.90</b>	<b>-</b>	<b>2450210</b>	<b>4.90</b>	<b>-</b>	<b>0</b>

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

**There is no change in the Promoter shareholding during the year.**

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

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 1 <sup>st</sup> April, 2018		Transactions during the year		Cumulative Shareholding at the end of the year - 31 <sup>st</sup> March, 2019	
		No. of shares held	% of total shares of the company	Date of transaction	No. of shares	No of shares held	% of total shares of the company
1	Jaya Suresh Bharati	6634495	13.26	-	-	6634495	13.26
2.	Vineet Kumar Garg	6188290	12.37	-	-	6188290	12.37
3.	Anshu Gupta	5743849	11.48	-	-	5743849	11.48
4.	Sunil Kumar	4200000	8.40	-	-	4200000	8.40
5.	Hemant Kumar	4000000	8.00	-	-	4000000	8.00
6.	Tejash Rajesh Goswami	3850000	7.70	-	-	3850000	7.70
7.	Jaiwanti	3000000	6.00	-	-	3000000	6.00
8.	Sunil Singh	2500000	5.00	-	-	2500000	5.00
9.	Life Insurance Corporation of India	1339650	2.68	-	-	1339650	2.68
10.	The Oriental Insurance Company Limited	717480	1.43	-	-	717480	1.43



(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year (1 <sup>st</sup> April, 2018)		Shareholding at the end of the year. (31 <sup>st</sup> March, 2019)	
	For Each of the Directors and KMP	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	NEERAJ GUPTA	2450000	4.90	2450000	4.90
2.	JAYSHREE GUPTA	10	0.00	10	0.00
3.	HARILAL SINGH	NIL	NIL	NIL	NIL
4.	GIRDHARILAL GAGANDAS KHUHA	NIL	NIL	NIL	NIL
5.	SHRIKRISNA BABURAM PANDEY	NIL	NIL	NIL	NIL
6.	MANOJ KUMAR PRASAD	NIL	NIL	NIL	NIL

#### V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--

<b>Total (i+ii+iii)</b>				
<b>Change in Indebtedness during the financial year</b>				
• Addition	--	--	--	--
• Reduction	--	--	--	--
<b>Net Change</b>	--	--	--	--
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
<b>Total (i+ii+iii)</b>	--	--	--	--

## VI. 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
		<b>Neeraj Gupta - Managing Director</b>	<b>Harilal Singh- Executive Director and CFO</b>	
1.	Gross Salary	NIL	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) IncomeTax Act, 1961	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL

3.	Sweat Equity	NIL	NIL	NIL
4.	Commission - As % of Profit - Others, specify	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL
	<b>Total (A)</b>	NIL	NIL	NIL
	Ceiling as per the Act	60,00,000	60,00,000	60,00,000

B. Remuneration of other directors:

Particulars of Remuneration	Name of Directors				Total Amount
	SHRIKRISHNA BABURAM PANDEY (INDEPENDENT DIRECTOR)	MANOJ KUMAR PRASAD (INDEPENDENT DIRECTOR)	JAYSHREE GUPTA (NON-EXECUTIVE DIRECTOR)	GIRDHARILAL GAGANDAS KHUHA (INDEPENDENT DIRECTOR)	
<b>Independent Directors</b>	NIL	NIL	N. A	NIL	NIL
• Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
• Commission	NIL	NIL	NIL	NIL	NIL
• Others, please specify	NIL	NIL	NIL	NIL	NIL
<b>Total (1)</b>	NIL	NIL	NIL	NIL	NIL
<b>Total Managerial Remuneration</b>	NIL	NIL	NIL	NIL	NIL
Overall Ceiling as per the Act	N.A	N.A	N.A	N.A	N.A

**VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES**

<b>Type</b>	<b>Section of the Companies Act</b>	<b>Brief Description</b>	<b>Details of Penalty/Punishment/Compounding fees imposed</b>	<b>Authority [RD/NCLT/COURT]</b>	<b>Appeal, if any (give details)</b>
<b>A. COMPANY</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
<b>B. DIRECTORS</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---

**ANNEXURE E TO THE DIRECTORS REPORT**

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**SECRETARIAL AUDIT REPORT**

**FORM NO. MR-3  
FOR FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2019.**

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

To,  
The Members,  
**Millennium Online Solutions (India) Limited**  
**(Formerly Known as Mahamaya Investments Limited)**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Millennium Online Solutions (India) Limited** (Formerly Known as Mahamaya Investments Limited) (hereinafter called "The Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31<sup>st</sup> March, 2019, 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 and minute books, Forms and returns filed and other records maintained by the Company for the year ended on 31<sup>st</sup> March, 2019 to the extent applicable to the provisions of:

- I. The Companies Act, 2013(the Act) and the rules made there under to the extent applicable;
- II. The Securities Contracts (Regulation) Act, 1956 ("**SCRA**") and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") to the extent applicable to the Company: -
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- e. The Company has complied with the requirements under the Equity Listing Agreement as per (Listing Obligation and Disclosure Requirements) Regulations, 2015 entered into with BSE Limited.

**VI.** The Management has identified and confirmed the applicable Acts, Laws and Regulations specifically applicable to the Company being in trading Sector of electronic goods as given below:

- 1. Goods and Service Tax Act 2017

We have also examined compliances with the applicable clauses of the following:

- i. Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India.
- ii. The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

During the year under review, the Company in general has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards otherwise as mentioned elsewhere in this report. etc. as mentioned above subject to the following observations:

- 1. Not appointed a whole time Company Secretary as per section 203 of Companies Act, 2013.
- 2. As per Regulation 31 of LODR, 2015, 100% percent Promoter Shareholding is not in Demat Form.
- 3. Has not Published notice of Board Meeting and Financial results in English and regional language newspapers as per Regulation 47 (1) a & b of Listing Obligation and Disclosure requirements, Regulations 2015.
- 4. Company does not maintain a functional Website as per Regulation 46 of Listing Obligation and Disclosure requirements, Regulations 2015.

**We further report that:**

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

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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:

1. Board Approved Re-appointment of Mr. Harilal Singh as a Whole-Time Director of the Company for the period of 3 years from 18<sup>th</sup> August, 2018 to 17<sup>th</sup> August, 2021 subject to approval of the members in ensuing Annual General Meeting and member approved the same in 38<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2018.
2. Board Approved Appointment of Mr. Nikunj Jashbhai Pancholi and Mrs. Kashish Sumeet Lakhani as an Additional and Independent Director of the Company for 5 years w.e.f. 1<sup>st</sup> April, 2019 subject to approval of the members in ensuing Annual General Meeting.
3. Board Approved Resignation of Mr. Girdhari Gagandas Khuha as an Independent Director and Mr. Shrikrishna Baburam Pandey as an Independent Director with effect from 1<sup>st</sup> April, 2019.
4. As on the date of this report it is observed that, some of the Body Corporate Shareholders appearing in public category in the List of Shareholders of the Company have been struck off from the MCA portal.
5. Company has file report and outcome of 38<sup>th</sup> AGM to stock exchange but not intimate the same to ROC in form MGT- 15.
6. It is observed that the Investment made by Company in Mafatlal Dyes and Chemical is in Under Liquidation process as per the details available on MCA portal.
7. The Company has received notice vide ref. No. LIST/COMP/511187/Reg. 6 (1) -Dec 18/1113/2018-19 dated 12<sup>th</sup> February, 2019 for Non appointed Compliance officer for the quarter ended December, 2018 from BSE.

**For HS Associates  
Company Secretaries**

**Sd/-  
Prasad Chavan  
Partner  
ACS No.:49921  
CP No.:20415**

**Date: 14<sup>th</sup> August, 2019**

**Place: Mumbai**

This report is to be read with our letter of even date which is annexed as **Annexure I** and forms an integral part of this report

## Annexure I

To,  
The Members,  
**Millennium Online Solutions (India) Limited**  
**(Formerly Known as Mahamaya Investments Limited)**

Our report of even date is to be read along 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 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 the 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 Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For HS Associates**  
**Company Secretaries**

**Sd/-**  
**Prasad Chavan**  
**Partner**  
**ACS No.:49921**  
**CP No.:20415**

**Date: 14<sup>th</sup> August, 2019**  
**Place: Mumbai**



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### A) INDUSTRY STRUCTURE AND DEVELOPMENT:

The Industry is showing some improvement & your Directors are expecting better Industrial Development in the coming years.

### B) SEGMENTWISE PERFORMANCE:

The Company is Trading Company and this may be considered as the only segment. Therefore the requirement of segment wise reporting is not applicable.

### C) OPPORTUNITIES / OUTLOOK:

The company is taking maximum efforts to capitalize on business opportunities & further expect a better outlook in the coming years.

### D) THREATS:

The major threats for the company are competition from the Govt. Policies.

### E) RISKS AND CONCERNS:

Your company is taking adequate measures to safeguard against Risks & Concerns.

### F) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

Your Company has been maintaining an adequate internal control system commensurate with the size & nature of its business.

### G) HUMAN RESOURCES POLICIES:

Your company considers its human resources as its most valuable assets, among all other assets of the Company. It has been the policy of the company to actuate the talent by providing opportunities to develop themselves within the organization. The company continued to have maintained very cordial & harmonious relations with its employees.

### H) CAUTIONARY STATEMENT:

Due to unfavorable market conditions your company is facing profitability problems however, your management is making optimum efforts to minimize the overheads & cost reduction.

### I) RATIO ANALYSIS:

Particulars	2018-19	2017-18	Change %
Debtors Turnover Ratio	4.22	2.98	41.61
Current Ratio	1.84	9.01	-79.58
Debt Equity Ratio	0	0	0

Net Profit Margin Ratio (%)	-0.001	-0.01	90.0
Return on Net worth (%)	-0.0001	-0.001	90.0

Debtors Turnover Ratio: Change is due to increase turnover in last quarter

Current Ratio: The Ratio decrease due to increase in trade payable's.

Debt Equity Ratio: there is no Component of Debt Capital in the Capital Structure, Hence debt to equity ratio is Zero.

Return On Net Worth: The Company has been able to reduce the loss almost 90% as compare to last financial year.

**BY ORDER OF THE BOARD  
FOR MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(Formerly Known as Mahamaya Investments Limited)**

**DATE: 14<sup>th</sup> August ,2019**

**PLACE: Thane**

**SD/-  
NEERAJ GUPTA  
CHAIRMAN  
DIN: 00073274**

## **CEO/CFO CERTIFICATION**

### **DISCLOSURES:**

**Disclosure of accounting Treatment:** The Company follows accounting standards notified by the Central Government of India under the Companies (Indian Accounting Standards) Rules, 2015 and/or by the Institute of Chartered Accountants of India in the preparation of financial statements and has not adopted a treatment different from that prescribed in any accounting standard.

**CEO/CFO Certification:** Chief Finance Officer (CFO) have certified to the Board in accordance with Regulation 27 of the Listing obligation and Disclosure Requirements, Regulations 2015 pertaining to CEO/CFO certification for the financial year ended 31st March, 2019 which is annexed separately in Annual report.

The board affirms that no person has been denied access to the audit committee during the year. The company has complied with mandatory provisions of corporate governance and is in the process of adopting the non-mandatory provisions of corporate governance.

### **Material related Party Transaction**

There are no materially significant transactions with the related parties viz. Promoters, Directors or the Management, or their relatives or that had potential conflict with the Company's interest and which require shareholders' approval. Suitable disclosure as required by the Indian Accounting Standard (AS 24) and AOC-2 has been made in the Annual Report. The Related Party Transactions Policy as approved by the Board is uploaded on the Company's website at [www.mosil.co](http://www.mosil.co)

### **Pecuniary relationships**

There are no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company which has Potential conflict with the interests of the Company at large.

### **Penalties:**

The Company has received notice vide ref. No. LIST/COMP/511187/Reg. 6 (1) -Dec 18/1113/2018-19 dated 12th February, 2019 for Non appointed Compliance officer for the quarter ended December, 2018 from BSE.

### **Material Subsidiaries Policy:**

Material Subsidiaries Policy is not applicable to the company as the company does not have a Subsidiary.

### **Vigil Mechanism and Whistle-Blower Policy**

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 27(2) of Security and Exchange Board of India (SEBI) (Listing Obligation and Disclosure Requirements) Regulations, 2015., the Company has a Whistle-Blower Policy for establishing a vigil mechanism for Directors and employees to report genuine concerns regarding unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct and Ethics policy. The said mechanism also provides for adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. We affirm that no employee of the Company was denied access to the Audit Committee. The said Whistle-Blower Policy has been hosted on the website of the Company at [www.mosil.co](http://www.mosil.co)

### **Code of Conduct**

The Board of Directors has adopted the code of conduct for the directors and senior management and the same has been placed on the company's website [www.mosil.co](http://www.mosil.co) All board members and senior management personnel have affirmed compliance with the code of conduct for the period under review. A declaration to that effect signed by the Managing Director is attached and forms part of the Annual Report of the Company

**Sd/-  
HARILAL SINGH  
(CFO)  
DIN: 05124923**

**DATE: 14<sup>th</sup> August, 2019  
PLACE: Thane**

**CEO/CFO Certificate**

To,  
The Board of Directors,  
**Millennium Online Solutions Limited**  
**(Formerly Known as Mahamaya Investments Limited)**  
Flat No.53, 5<sup>th</sup> Floor, Wing No.11  
Vijay Vilas Tores Building, Ghodbunder Road,  
Thane -400615

I, Mr. Harilal Singh Jhabar, CFO of the Company as stipulated under Regulation 17(8) and Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, do hereby certify for the financial year, ending 31st March, 2019

- a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2019 and that to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
  2. These statements together present a true and fair view of the Company's affairs and are in compliance with current applicable accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.
- d) we have indicated to the Auditors and the Audit Committee:
- i. Significant changes, if any, in the internal control over financial reporting during the year.
  - ii. significant changes, if any, in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Sd/-**  
**HARILAL SINGH**  
**(CFO)**  
**DIN: 05124923**

**DATE: 14<sup>th</sup> August, 2019**

**PLACE: Thane**

**DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT**

In terms of the requirements of the Listing Obligation and Disclosure Requirements, Regulations 2015, Code of Conduct as approved by the Board of Directors of the Company I, Mr. Neeraj Gupta, Managing Director on behalf of the board of directors and senior management of the Company hereby declare that all Board members and senior management personnel shall affirm compliance with the code on an annual basis for the period 31st March, 2019.

**BY ORDER OF THE BOARD  
FOR MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(Formerly Known as Mahamaya Investments Limited)**

**Sd/-  
NEERAJ GUPTA  
MANAGING DIRECTOR  
DIN: 00073274**

**DATE: 14<sup>th</sup> August, 2019  
PLACE: Thane**

## **INDEPENDENT AUDITOR'S REPORT**

### **To the members of Millenium Online Solution (India) Limited**

#### **Opinion**

We have audited the standalone financial statements of Millenium Online Solution (India) Limited ("the Company"), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss, (statement of changes in equity) and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and loss, (changes in equity) and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### **Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) 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. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and

prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of 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 circumstances. An audit also includes evaluating the appropriateness of 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 financial Statements.

### **Report on Other Legal and regulatory Requirements**

1. As required by required by the Companies (Auditor's Report) Order,2016 ("the Order") issued by Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-A, a statement on the matters specified in paragraph 3 & 4 of the Order.
2. As required by section 143(3) of the Act, we further 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 appears from our examination of those books;



(c) The Balance Sheet, Statement of Profit and Loss Account, Cash Flow Statement and Statement of changes in Equity dealt with this report are in agreement with the books of Accounts;

(d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with relevant rules thereunder as amended;

(e) On the basis of written representation received from the directors as on March 31, 2019 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as the directors in terms of Section 164(2) of the Act;

(f) With respect to the adequacy of the internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";

(g) According to information and explanations given to us and based on our examination of the records of the Company, the Company had not paid/provided managerial remuneration hence requisite approvals mandated by the provisions of Sec 197 of the Act is not applicable;

(h) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules, 2014:

1. The Company does not have any pending litigation which would impact its financial position.
2. The company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
3. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education & Protection Fund. The question of delay in transferring such sums does not arise.

**FOR B Choradia & Co**  
**Chartered Accountants**

**(Vikash Choradia)**  
**M.No.158536**  
**F.No.121083W**  
PLACE : Mumbai  
DATE : 30/05/2019

## ANNEXURE "A" TO THE AUDITOR'S REPORT

Annexure referred to in paragraph 1 of our report of even date to the members of Millenium Online Solution (India) Limited on the accounts of the company for the year ended 31.03.19

On the basis of such checks as we considered appropriate and accordingly to the information and explanations given to us during the course of our audit, we report that:

S. No.	Particulars	Auditors Remark
(i)	(a) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;	Yes
	b) whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	Yes
	(c) whether the title deeds of immovable properties are held in the name of the company. If not, provide the details thereof;	NA
(ii)	whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account;	Yes
(iii)	whether the company has granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. If so,	Yes
	(a) whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest;	No
	(b) whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	Yes
	(c) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	N.A
(iv)	in respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	Yes
(v)	in case, the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	No
(vi)	whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained.	No
(vii)	(a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial	Yes

	year concerned for a period of more than six months from the date they became payable, shall be indicated;	
	(b) where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).	N.A.
(viii)	whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of defaults to banks, financial institutions, and Government, lender wise details to be provided).	No
(ix)	whether moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	N.A.
(x)	whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	No
(xi)	whether managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same;	N.A.
(xii)	whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	N.A.
(xiii)	whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;	Yes
(xiv)	whether the company has made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. If not, provide the details in respect of the amount involved and nature of non-compliance;	N.A.
(xv)	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with	No
(xvi)	whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	NA

**FOR B Choradia & Co**  
**Chartered Accountants**

**(Vikash Choradia)**  
**M.No.158536**  
**F.No.121083W**  
**PLACE : Mumbai**  
**DATE : 30/05/2019**

#### **ANNEXURE-B TO THE AUDITOR'S REPORT**

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 M/S Millenium Online Solution (India) Limited ("the Company") as on 31st March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **MANAGEMENT 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 designs, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets ,the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information , as required under the Companies Act, 2013.

#### **AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Controlling(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 o 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 responsible 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, testing and evaluating and design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence 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 disposition of the assets of the Company. (2) provide reasonable assurance that transaction are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company ; and (3) provide reasonable assurance regarding prevention or timely detection of 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 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 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR B Choradia & Co**  
**Chartered Accountants**

**(Vikash Choradia)**

**M.No.158536**

**F.No.121083W**

PLACE : Mumbai

DATE : 30/05/2019

MILLENNIUM ONLINE SOLUTION (INDIA) LTD  
STANDLONE BALANCE SHEET AS AT 31.3.2019

PARTICULARS	NOTE	CURRENT YEAR	PRE. YEAR
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant & Equipments	1	180,326	180,326
Capital Work in Progress		0	0
Intangible Assets		0	0
Instangible Assets under Development		0	0
<b>Financial Assets</b>			
Investments	2	29,031,053	29,031,053
Loans	3	19,344,950	19,129,120
Other Non-current Assets		0	0
<b>Total Non-current Assets</b>		<b>48,556,329</b>	<b>48,340,499</b>
<b>Current Assets</b>			
Inventories		310,720	590,230
<b>Financial Assets</b>			
Investments		0	0
Trade Receivables	4	2,858,172	1,064,027
Cash & Cash Equivalents	5	335,713	211,216
Loans		0	0
Other Financial Assets		0	0
Other Current Assets	6	359,041	371,806
<b>Total Current Assets</b>		<b>3,863,646</b>	<b>2,237,279</b>
<b>Total Assets</b>		<b>52,419,975</b>	<b>50,577,778</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Capital	7	50,019,510	50,019,510
Other Equity	8	304,436	310,028
<b>Total Equity</b>		<b>50,323,946</b>	<b>50,329,538</b>
<b>Liabilities</b>			
<b>Non-current Liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings		0	0
Provisions		0	0
Deferred Tax Liabilities (Net)		0	0
Other Non-Current Liabilities		0	0
<b>Total Non-current Liabilities</b>		<b>0</b>	<b>0</b>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings		0	0
Trade Payables	9	2,092,931	241,490
Other Financial Liabilities		0	0
Other Current Liabilities	10	3,098	6,750
<b>Total Current Liabilities</b>		<b>2,096,029</b>	<b>248,240</b>
<b>Total Liabilities</b>		<b>2,096,029</b>	<b>248,240</b>
<b>Total Equity and Liabilities</b>		<b>52,419,975</b>	<b>50,577,778</b>

AS PER OUR REPORT OF EVEN DATE  
FOR B CHORDIA & CO  
CHARTERED ACCOUNTANTS

FOR AND BEHALF OF THE BOARD

MANAGING DIRECTOR -NEERAJ GUPTA  
DIN:00073274

(VIKAS CHORADIA)  
PARTNER  
M.NO 158536  
FRN.121083W  
PLACE : MUMBAI  
DATE :30/05/2019

WHOLE TIME DIRECTOR & CFO-HARILAL SINGI  
DIN: 05124923

COMPANY SECRETARY-HARSHAL AGARWAI

MILLENNIUM ONLINE SOLUTION (INDIA) LTD  
STATEMENT OF STANDLONE PROFIT & LOSS FOR THE YEAR ENDED 31/3/2019

PARTICULARS	NOTE	CURRENT YEAR	PRE YEAR
<b>INCOME</b>			
Value of sales	11	8,280,907	4,960,058
<b>Revenue from operations</b>		<u>8,280,907</u>	<u>4,960,058</u>
Other Income	12	930,800	1,007,097
<b>Total Income</b>		<u><u>9,211,707</u></u>	<u><u>5,967,155</u></u>
<b>EXPENSES</b>			
Cost of Material Consumed		0	0
Purchase of Stock-in-trade		7,084,839	5,141,044
Changes in inventories of FG, WIP, Stock		279,510	(342,240)
Excise Duty & Service Tax		0	0
Employee benefit Expenses	13	753,294	143,000
Finance costs	14	0	0
Depreciation	1	0	0
Other expenses	15	1,099,656	1,074,340
<b>Total Expenses</b>		<u><u>9,217,299</u></u>	<u><u>6,016,144</u></u>
Profit Before Tax		(5,592)	(48,989)
Tax Expenses			
(1) Current Tax		0	0
(2) Deferred Tax		0	0
Profit for the year		<u>(5,592)</u>	<u>(48,989)</u>
Other Comprehensive Income			
Item that will not be re-classified to Profit & Loss		0	0
Income Tax related to above		0	0
Item that will be re-classified to Profit & Loss		0	0
Total Other Comprehensive income for the year (net)		<u>0</u>	<u>0</u>
Total Comprehensive income for the year		<u><u>(5,592)</u></u>	<u><u>(48,989)</u></u>
Earning per equity share			
(1) Basic		(0.00)	(0.00)
(2) Diluted		(0.00)	(0.00)

AS PER OUR REPORT OF EVEN DATE

FOR AND BEHALF OF THE BOARD

FOR B CHORDIA & CO

CHARTERED ACCOUNTANTS

MANAGING DIRECTOR -NEERAJ GUPTA  
DIN:00073274

(VIKAS CHORADIA)

PARTNER

M.NO 158536

FRN.121083W

PLACE : MUMBAI

DATE :30/05/2019

WHOLE TIME DIRECTOR & CFO-HARILAL SINGI  
DIN: 05124923

COMPANY SECRETARY-HARSHAL AGARWAI

MILLENNIUM ONLINE SOLUTION (INDIA) LTD  
NOTES TO BALANCE SHEET & PROFIT & LOSS STATEMENT

PARTICULARS	CURRENT YEAR	PRE YEAR
<b>NOTE-2</b>		
<b>INVESTMENTS</b>		
<b>OTHER INVESTMENTS: INVESTMENT IN EQUITY INSTRUMENTS</b>		
2 EQ. SHARES OF MAHASMRUTI INVESTMENT LTD OF 100/- EACH	200	200
2 EQ. SHARES OF MALULYA MILLS LTD	223	223
20 Eq SHARES of SHRI ARBUDA MILLS LTD	281	281
6277566 EQ SHARES OF MAFATLAL DYES & CHEMICALS	12,005,349	12,005,349
1500000 Eq SHARES OF MILLENNIUM ONLINE (INDIA) LTD	17,025,000	17,025,000
OF RS. 10/- EACH FULLY PAID UP		
(SUBSIDIARY COMPANY 100% SHARES)		
<i>ALL THE INVESTMENTS ARE STATED AT COST</i>	<u><u>29,031,053</u></u>	<u><u>29,031,053</u></u>

**NOTE-3**LOANS

UNSECURED DEPOSIT	20,000	20,000
LOAN TO SUBSIDIARY COMPANY	19,324,950	19,109,120
	<u>19,344,950</u>	<u>19,129,120</u>

**NOTE-4**TRADE RECEIVABLES

CONSIDERED GOOD	2,858,172	1,064,027
	<u>2,858,172</u>	<u>1,064,027</u>

**NOTE-5**CASH & CASH EQUIVALENTS

CASH IN HAND	110,641	203,760
BANK BALANCE	225,072	7,456
	<u>335,713</u>	<u>211,216</u>

**NOTE-6**OTHER CURRENT ASSETS

VAT DEPOSIT	25,000	25,000
GST BALANCE	27,936	133,781
TDS RECEIVABLE	306,105	213,025
	<u>359,041</u>	<u>371,806</u>

**NOTE-7**EQUITYAUTHORISED SHARE CAPITAL

100000000 EQUITY SHARES OF RS.1/-EACH	100,000,000	100,000,000
	<u>100,000,000</u>	<u>100,000,000</u>

ISSUED

50037510 EQUITY SHARES OF RS 1/- EACH	50,037,510	50,037,510
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SUBSCRIBED & PAID UP SHARE CAPITAL

50019510 EQUITY SHARES OF RS 1/-EACH	50,019,510	50,019,510
	<u>50,019,510</u>	<u>50,019,510</u>

RECONCILIATION OF SHARES OUTSTANDING

	EQUITY (OF RS 1/-)	EQUITY (OF RS 1/-)
SHARES OUTSTANDING AT THE BEGINNING OF YEAR	50,037,510	50,037,510
SHARES ISSUED DRING THE YEAR	0	0
SHARES BOUGHT BACK DURING THE YEAR	0	0
SHARES OUTSTANDING AT THE END OF YEAR	<u>50,037,510</u>	<u>50,037,510</u>

SHAREHOLDER HOLDING FOR THAN 5% SHARES

	%	NO OF SHARES	NO OF SHARES
ANSHU GUPTA	11.48	5743849	5743849
VINEET GARG	12.37	6188290	6188290
SUNIL KUMAR	8.40	4200000	4200000
HEMANT KUMAR	8.00	4000000	4000000
JAIWANTI KALKANDHA	6.00	3000000	3000000
TEJAS RAJESH GOSWANI	7.70	3850000	3850000
JAYA SURESH BHARTI	13.26	6634495	6634495
SUNIL SINGH	5.00	2500000	2500000

NO SHARES WERE BOUGHT BACK FOR LAST FIVE YEARS

NO SHARES WERE ALLOTTED OTHER THAN CASH, BONUS FOR LAST FIVE YEARS

**NOTE-8**OTHER EQUITY

A. SECURITIES PREMIUM	8,396,555	8,396,555
OPENING BALANCE	0	0
ADD:CURRENT YEAR TRANSFER	0	0
LESS: WRITTEN BACK IN CURRENT YEAR	<u>8,396,555</u>	<u>8,396,555</u>
CLOSING BALANCE		

B. CAPITAL RESERVE

OPENING BALANCE	1,650,000	1,650,000
ADD:CURRENT YEAR TRANSFER	0	0
LESS: WRITTEN BACK IN CURRENT YEAR	<u>1,650,000</u>	<u>1,650,000</u>
CLOSING BALANCE		

C. GENERAL RESERVES

OPENING BALANCE	13,600,000	13,600,000
ADD:CURRENT YEAR TRANSFER	0	0
LESS: WRITTEN BACK IN CURRENT YEAR	<u>0</u>	<u>0</u>
CLOSING BALANCE	<u>13,600,000</u>	<u>13,600,000</u>



D. SPECIAL RESERVE FUND		
OPENING BALANCE	1,757,000	1,757,000
ADD:CURRENT YEAR TRANSFER	0	0
LESS: WRITTEN BACK IN CURRENT YEAR	0	0
CLOSING BALANCE	<u>1,757,000</u>	<u>1,757,000</u>

E. PROFIT & LOSS A/C	(25,093,527)	(25,044,538)
OPENING BALANCE	(5,592)	(48,989)
ADD:CURRENT YEAR PROFIT/(LOSS)	0	0
LESS: ADJUSTMENTS OF EARLIER YEARS	(25,099,119)	(25,093,527)
CLOSING BALANCE	<u>(25,099,119)</u>	<u>(25,093,527)</u>

TOTAL	<u>304,436</u>	<u>310,028</u>
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**NOTE-9**

TRADE PAYABLES

SUNDRY CREDITORS FOR EXPS	2,092,931	241,490
	<u>2,092,931</u>	<u>241,490</u>

**NOTE-10**

OTHER CURRENT LIABILITIES

TDS PAYABLE	3,098	6,750
VAT PAYABLE	0	0
	<u>3,098</u>	<u>6,750</u>

**NOTE-11**

VALUE OF SALES

SALES	8,280,907	4,960,058
	<u>8,280,907</u>	<u>4,960,058</u>

**NOTE-12**

OTHER INCOME

INTEREST RECEIVED	930,800	1,007,097
	<u>930,800</u>	<u>1,007,097</u>

**NOTE-13**

EMPLOYEE BENEFIT EXPENSES

SALARIES	753,294	143,000
	<u>753,294</u>	<u>143,000</u>

**NOTE-14**

FINANCE COST

INTEREST	0	0
	<u>0</u>	<u>0</u>

**NOTE-14**

OTHER EXPENSES

PRINTING & STATINARY EXPS	12,324	21,126
ADVERTISMENT EXPS	6,178	7,020
AUDIT FEES	34,000	34,000
BANK CHARGES	319	2,234
PROFESSIONAL FEES	157,500	182,526
SERVICE & SHARE TRANSFER FEES	144,324	133,689
BSE FEES	250,000	287,500
NSDL & CDSL FEES & E-VOTING EXPS	20,620	0
DONATION	0	30,000
TRANSPORT EXPS	40,216	16,398
AGM EXPS	85,300	0
OFFICE EXPS	53,626	40,957
RENT	270,000	313,500
DISCOUNT	25,249	0
VAT EXPS	0	501
TRAVELLING EXPS	0	4,889
	<u>1,099,656</u>	<u>1,074,340</u>

MILLENNIUM ONLINE SOLUTION (INDIA) LTD

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.19

PARTICULARS	NOTE	CURRENT YEAR	PRE YEAR
<b>A. EQUITY SHARE CAPITAL</b>			
Balance at the beginning		50,019,510	50,019,510
Changes during the year		0	0
Balance at the end of reporting period		<u>50,019,510</u>	<u>50,019,510</u>
<b>B. OTHER EQUITY</b>			
<b>RESERVES &amp; SURPLUS</b>			
<b>A. SECURITIES PREMIUM</b>			
Balance at the beginning		8,396,555	8,396,555
Changes during the year		0	0
Balance at the end of reporting period		<u>8,396,555</u>	<u>8,396,555</u>
<b>B. CAPITAL RESERVE</b>			
Balance at the beginning		1,650,000	1,650,000
Changes during the year		0	0
Balance at the end of reporting period		<u>1,650,000</u>	<u>1,650,000</u>
<b>C. GENERAL RESERVES</b>			
Balance at the beginning		13,600,000	13,600,000
Changes during the year		0	0
Balance at the end of reporting period		<u>13,600,000</u>	<u>13,600,000</u>
<b>D. SPECIAL RESERVE FUND</b>			
Balance at the beginning		1,757,000	1,757,000
Changes during the year		0	0
Balance at the end of reporting period		<u>1,757,000</u>	<u>1,757,000</u>
<b>E. RETAINED EARNING</b>			
Balance at the beginning		(25,093,527)	(25,044,538)
Changes during the year		(5,592)	(48,989)
Balance at the end of reporting period		<u>(25,099,119)</u>	<u>(25,093,527)</u>
	<b>TOTAL</b>	<u>304,436</u>	<u>310,028</u>

AS PER OUR REPORT OF EVEN DATE  
FOR B CHORDIA & CO  
CHARTERED ACCOUNTANTS

FOR AND BEHALF OF THE BOARD

(VIKAS CHORADIA)  
PARTNER  
M.NO 158536  
FRN.121083W  
PLACE : Mumbai  
DATE :30/05/2019

MANAGING DIRECTOR -NEERAJ GUPTA  
DIN:00073274

WHOLE TIME DIRECTOR & CFO-HARILAL SINGH  
DIN: 05124923

COMPANY SECRETARY-HARSHAL AGARWAL

NOTE-1- FIXED ASSETS :

STATEMENT OF DEPRECIATION FOR THE YEAR ENDED ON 31.03.2019 (AS PER THE COMPANIES ACT)

SR. NO.	PARTICULARS	GROSS BLOCK			DEPRICIATION			NET BLOCK		
		AS ON		ADD/DEL	AS ON		DURING		AS ON	
		01.04.18	31.03.19	THE YEAR	01.04.18	31.03.19	THE YEAR	31.03.19	01.04.18	
<b>A. TANGIBLE ASSETS</b>										
1	OFFICE EQUIPMENTS	303825	0	0	228638	0	228638	75187	75187	
2	FURNITURE & FIXTURE	128557	0	0	116118	0	116118	12439	12439	
3	DEAD STOCK	28413	0	0	19599	0	19599	8814	8814	
4	COMPUTER	551653	0	0	538634	0	538634	13019	13019	
5	VEHICLES	253551	0	0	182684	0	182684	70867	70867	
				0						
	TOTAL	1265999	0	0	1085673	0	1085673	180326	180326	
	PREVIOUS YEAR	1265999	0	0	1085673	0	1085673	180326	180326	

NO IMPAIRMENT/REVALUATION WERE DONE IN LAST FIVE YEARS  
PLEASE SEE THE NOTES

**MILLENIUM ONLINE SOLUTION (INDIA) LTD**  
**STANDLONE CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARCH 2019**

Particulars	Year Ended	
	31-Mar-19	31-Mar-18
<b>A. CASH FLOW FROM OPERATING ACTIVITY</b>		
Profit before Taxation	(5592)	(48989)
Adjustment for:		
Depreciation	0	0
Operating Profit before working capital changes	<b>(5592)</b>	<b>(48989)</b>
Changes in working capital :-		
Increase/(Decrease) in trade payables	1851441	(362647)
Increase/(Decrease) in other current liabilities	0	0
Increase/(Decrease) in short term provision	(3652)	(257728)
Increase/(Decrease) in other Long-term borrowings	0	0
Increase/(Decrease) in other short-term borrowings	0	0
(Increase)/Decrease in trade receivables	(1794145)	1197718
(Increase)/Decrease in inventories	279510	(342240)
(Increase)/Decrease in other Assets	12765	(234491)
(Increase)/Decrease in Long Term loans and advances	(215830)	59558
(Increase)/Decrease in Short Term loans and advances	0	0
Increase/(Decrease) in Deferred tax liability	0	0
Increase/(Decrease) in last year provision	0	0
	<b>130089</b>	<b>60170</b>
Cash generated from Operations	<b>124497</b>	<b>11181</b>
Less:- Taxes paid (For previous year)	0	0
<b>Net Cash generated from operations before extraordinary items</b>	<b>124497</b>	<b>11181</b>
Extraordinary items	0	0
<b>Net Cash generated from operating activities</b>	<b>124497</b>	<b>11181</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITY</b>		
Investment in Subsidiary	0	0
Sale of Investments	0	0
Fixed Asset Purchased	0	0
<b>Net Cash generated from Investing activities</b>	<b>0</b>	<b>0</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITY</b>		
Unsecured loan taken	0	0
Share capital	0	0
<b>Net Cash generated from Financing activities</b>	<b>0</b>	<b>0</b>
<b>Net Increase/(Decrease) in cash and cash equivalents (A+B+C)</b>	<b>124497</b>	<b>11181</b>
<b>CASH &amp; CASH EQUIVALENTS, AT THE BEGINNING OF YEAR</b>	<b>211216</b>	<b>200035</b>
<b>CASH &amp; CASH EQUIVALENTS, AT THE END OF YEAR</b>	<b>335713</b>	<b>211216</b>

Note:

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard (AS) - 3 on "Cash Flow Statements".

As per out report of even date attached  
For B Chordia & Co  
Chartered Accountants

Managing Director  
Neeraj Gupta

Vikas Chordia  
Partner  
Membership No. 158536  
Place: Mumbai  
Date: 30/05/2019

Director  
Harilal Singh

Company Secretary  
Harshal Agrawal

## **NDEPENDENT AUDITOR'S REPORT**

### **To the members of Millenium Online Solution (India) Limited**

#### **Opinion**

We have audited the consolidated financial statements of Millenium Online Solution (India) Limited ("the Company"), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss, (statement of changes in equity) and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 March 31, 2019, and profit, (changes in equity) and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### **Management's Responsibility for the Consolidated 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 consolidated financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) 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. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and

prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of 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 circumstances. An audit also includes evaluating the appropriateness of 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 financial Statements.

### **Other Matter**

We did not audit the financial statements/ information of Millenium Online (India) Ltd, Subsidiary included in the consolidated financial statements of the Company for the year ended on that date, as considered in the consolidated financial statements/information of subsidiary has been audited by the PKMG & Company whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of subsidiary, is based solely on the report of such auditors. Our opinion is not modified in respect of these matters.

### **Report on Other Legal and regulatory Requirements**

3. As required by required by the Companies (Auditor's Report) Order,2016 ("the Order") issued by Central Government of India in terms of sub-section (11) of section 143 of the Act, as it is not applicable to consolidated statement, hence applicable.

4. As required by section 143(3) of the Act, we further report that:

(i) 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;

(j) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

(k) The Balance Sheet, Statement of Profit and Loss Account, Cash Flow Statement and Statement of changes in Equity dealt with this report are in agreement with the books of Accounts;

(l) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with relevant rules thereunder as amended;

(m) On the basis of written representation received from the directors as on March 31, 2019 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as the directors in terms of Section 164(2) of the Act;

(n) With respect to the adequacy of the internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";

(o) According to information and explanations given to us and based on our examination of the records of the Company, the Company had not paid/provided managerial remuneration hence requisite approvals mandated by the provisions of Sec 197 of the Act is not applicable;

(p) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules, 2014:

4. The Company does not have any pending litigation which would impact its financial position.
5. The company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
6. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education & Protection Fund. The question of delay in transferring such sums does not arise.

**FOR B Choradia & Co**  
**Chartered Accountants**

**(Vikash Choradia)**  
**M.No.158536**  
**F.No.121083W**  
PLACE : Mumbai  
DATE : 30/05/2019

MILLENNIUM ONLINE SOLUTION (INDIA) LTD  
CONSOLIDATED BALANCE SHEET AS AT 31.3.2019

PARTICULARS	NOTE	CURRENT YEAR	PRE. YEAR
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant & Equipments	1	299,113	335,983
Capital Work in Progress		0	0
Intangible Assets		6,500	12,440
Instangible Assets under Development		0	0
<b>Financial Assets</b>			
Investments	2	16,131,053	14,031,053
Loans	3	20,837,910	20,588,320
Other Non-current Assets		0	0
<b>Total Non-current Assets</b>		<b>37,274,576</b>	<b>34,967,796</b>
<b>Current Assets</b>			
Inventories		37,835,663	51,377,818
<b>Financial Assets</b>			
Investments		0	0
Trade Receivables	4	5,810,568	8,077,042
Cash & Cash Equivalents	5	2,777,580	1,241,216
Loans		0	0
Other Financial Assets		0	0
Other Current Assets	6	633,207	4,284,748
<b>Total Current Assets</b>		<b>47,057,018</b>	<b>64,980,824</b>
<b>Total Assets</b>		<b>84,331,594</b>	<b>99,948,620</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Capital	7	50,019,510	50,019,510
Other Equity	8	3,663,241	3,448,026
<b>Total Equity</b>		<b>53,682,751</b>	<b>53,467,536</b>
<b>Liabilities</b>			
<b>Non-current Liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings	9	19,324,950	19,109,120
Provisions		0	0
Deferred Tax Liabilities (Net)		(85,578)	(109,447)
Other Non-Current Liabilities		0	0
<b>Total Non-current Liabilities</b>		<b>19,239,372</b>	<b>18,999,673</b>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings		0	0
Trade Payables	10	11,256,425	27,276,686
Other Financial Liabilities		0	0
Other Current Liabilities	11	153,046	204,725
<b>Total Current Liabilities</b>		<b>11,409,471</b>	<b>27,481,411</b>
<b>Total Liabilities</b>		<b>30,648,843</b>	<b>46,481,084</b>
<b>Total Equity and Liabilities</b>		<b>84,331,594</b>	<b>99,948,620</b>

AS PER OUR REPORT OF EVEN DATE  
FOR B CHORDIA & CO  
CHARTERED ACCOUNTANTS

FOR AND BEHALF OF THE BOARD

MANAGING DIRECTOR -NEERAJ GUPTA  
DIN:00073274

(VIKAS CHORADIA)  
PARTNER  
M.NO 158536  
FRN.121083W  
PLACE : Mumbai  
DATE :30/05/2019

WHOLE TIME DIRECTOR & CFO-HARILAL SINGH  
DIN: 05124923

COMPANY SECRETARY-HARSHAL AGARWAI



MILLENNIUM ONLINE SOLUTION (INDIA) LTD  
STATEMENT OF CONSOLIDATED PROFIT & LOSS FOR THE YEAR ENDED 31/3/2019

PARTICULRAS	NOTE	CURRENT YEAR	PRE YEAR
<b>INCOME</b>			
Value of sales	12	70,289,138	88,895,291
<b>Revenue from operations</b>		<b>70,289,138</b>	<b>88,895,291</b>
Other Income	13	40,972	836,370
<b>Total Income</b>		<b>70,330,110</b>	<b>89,731,661</b>
<b>EXPENSES</b>			
Cost of Material Consumed		0	0
Purchase of Stock-in-trade		41,864,309	84,266,456
Changes in inventories of FG, WIP, Stock		13,542,155	(12,009,369)
Excise Duty & Service Tax		0	0
Employee benefit Expenses	14	5,095,897	5,826,519
Finance costs	15	0	446
Depreciation	1	42,810	55,387
Other expenses	16	9,450,743	11,317,513
<b>Total Expenses</b>		<b>69,995,914</b>	<b>89,456,952</b>
Profit Before Tax		334,196	274,709
Tax Expenses			
(1) Current Tax		0	0
(2) Deferred Tax		4,969	6,847
Profit for the year		329,227	267,862
Other Comprehensive Income			
Item that will not be re-classified to Profit & Loss		0	0
Income Tax related to above		0	0
Item that will be re-classified to Profit & Loss		0	0
Total Other Compressive income for the year (net)		0	0
Total Compressive income for the year		329,227	267,862
Earning per equity share			
(1) Basic		0.01	0.01
(2) Diluted		0.01	0.01

AS PER OUR REPORT OF EVEN DATE  
FOR B CHORDIA & CO  
CHARTERED ACCOUNTANTS

FOR AND BEHALF OF THE BOARD

MANAGING DIRECTOR -NEERAJ GUPTA  
DIN:00073274

(VIKAS CHORADIA)  
PARTNER  
M.NO 158536  
FRN.121083W  
PLACE : MUMBAI  
DATE :30/05/2019

WHOLE TIME DIRECTOR & CFO-HARILAL SINGH  
DIN: 05124923

COMPANY SECRETARY-HARSHAL AGARWAI

MILLENNIUM ONLINE SOLUTION (INDIA) LTD  
NOTES TO BALANCE SHEET & PROFIT & LOSS STATEMENT

PARTICULRAS	CURRENT YEAR	PRE YEAR
<b>NOTE-2</b>		
<b>INVESTMENTS</b>		
<b>OTHER INVESTMENTS: INVESTMENT IN EQUITY INSTRUMENTS</b>		
INVESTMENT IN HDFC LIQUID FUND	2,100,000	0
2 EQ. SHARES OF MAHASMRUTI INVESTMENT LTD OF 100/- EACH	200	200
2 EQ. SHARES OF MALULYA MILLS LTD	223	223
20 Eq SHARES of SHRI ARBUDA MILLS LTD	281	281
6277566 EQ SHARES OF MAFATLAL DYES & CHEMICALS	12,005,349	12,005,349
GOODWILL PAID ON ACQUSTION OF SUBSIDIARY	2,025,000	2,025,000
<i>ALL THE INVESTMENTS ARE STATED AT COST</i>	<b>16,131,053</b>	<b>14,031,053</b>

**NOTE-3****LOANS**

UNSECURED DEPOSIT	1,512,960	1,479,200
LOAN TO SUBSIDIARY COMPANY	19,324,950	19,109,120
	<u>20,837,910</u>	<u>20,588,320</u>

**NOTE-4****TRADE RECEIVABLES**

EXCEEDING SIX MONTHS	0	0
CONSIDERED GOOD	5,810,568	8,077,042
	<u>5,810,568</u>	<u>8,077,042</u>

**NOTE-5****CASH & CASH EQUIVALENTS**

CASH IN HAND	2,181,913	823,792
BANK BALANCE	595,667	417,424
	<u>2,777,580</u>	<u>1,241,216</u>

**NOTE-6****OTHER CURRENT ASSETS**

VAT DEPOSIT	25,000	25,000
PREPAID INSURANCE	27,243	56,266
CUSTOM CREDIT OUTSTANDING	0	13,264
GST BALANCE	200,320	3,867,193
TDS RECEIVABLE & ADVANCE TAX	380,644	323,025
	<u>633,207</u>	<u>4,284,748</u>

**NOTE-7****EQUITY****AUTHORISED SHARE CAPITAL**

100000000 EQUITY SHARES OF RS.1/-EACH	100,000,000	100,000,000
	<u>100,000,000</u>	<u>100,000,000</u>

**ISSUED**

50037510 EQUITY SHARES OF RS 1/- EACH	50,037,510	50,037,510
---------------------------------------	------------	------------

**SUBSCRIBED & PAID UP SHARE CAPITAL**

50019510 EQUITY SHARES OF RS 1/-EACH	50,019,510	50,019,510
	<u>50,019,510</u>	<u>50,019,510</u>

RECONCILAITION OF SHARES OUTSTANDING	EQUITY (OF RS 1/-)	EQUITY (OF RS 1/-)
SHARES OUTSTANDING AT THE BEGINNING OF YEAR	50,037,510	50,037,510
SHARES ISSUED DRING THE YEAR	0	0
SHARES BOUGHT BACK DURING THE YEAR	0	0
SHARES OUTSTANDING AT THE END OF YEAR	<u>50,037,510</u>	<u>50,037,510</u>

SHAREHOLDER HOLDING FOR THAN 5% SHARES	%	NO OF SHARES	NO OF SHARES
ANSHU GUPTA	11.48	5743849	5,744,529
VINEET GARG	12.37	6188290	6188290
SUNIL KUMAR	8.40	4200000	4200000
HEMANT KUMAR	8.00	4000000	4000000
JAIWANTI KALKANDHA	6.00	3000000	3000000
TEJAS RAJESH GOSWANI	7.70	3850000	3850000
JAYA SURESH BHARTI	13.26	6634495	6,634,520
SUNIL SINGH	5.00	2500000	2500000

NO SHARES WERE BOUGHT BACK FOR LAST FIVE YEARS

NO SHARES WERE ALLOTTED OTHER THAN CASH, BONUS FOR LAST FIVE YEARS

**NOTE-8****OTHER EQUITY**

A. SECURITIES PREMIUM	8,396,555	8,396,555
OPENING BALANCE	0	0
ADD: CURRENT YEAR TRANSFER	0	0
LESS: WRITTEN BACK IN CURRENT YEAR	8,396,555	8,396,555
CLOSING BALANCE		

B. CAPITAL RESERVE	1,650,000	1,650,000
OPENING BALANCE	0	0
ADD: CURRENT YEAR TRANSFER	0	0
LESS: WRITTEN BACK IN CURRENT YEAR	1,650,000	1,650,000
CLOSING BALANCE		
C. GENERAL RESERVES		
OPENING BALANCE	13,600,000	13,600,000
ADD: CURRENT YEAR TRANSFER	0	0
LESS: WRITTEN BACK IN CURRENT YEAR	0	0
CLOSING BALANCE	13,600,000	13,600,000
D. SPECIAL RESERVE FUND		
OPENING BALANCE	1,757,000	1,757,000
ADD: CURRENT YEAR TRANSFER	0	0
LESS: WRITTEN BACK IN CURRENT YEAR	0	0
CLOSING BALANCE	1,757,000	1,757,000
E. PROFIT & LOSS A/C		
OPENING BALANCE	(21,955,529)	(22,195,382)
ADD: CURRENT YEAR PROFIT/(LOSS)	329,227	267,862
LESS: ADJUSTMENTS OF EARLIER YEARS	114,012	28,009
CLOSING BALANCE	(21,740,314)	(21,955,529)
TOTAL	3,663,241	3,448,026

**NOTE-9**

BORROWINGS

UNSECURED LOAN FROM HOLDING CO	19,324,950	19,109,120
	19,324,950	19,109,120

**NOTE-10**

TRADE PAYABLES

SUNDRY CREDITORS FOR EXPS	11,256,425	27,276,686
	11,256,425	27,276,686

**NOTE-11**

OTHER CURRENT LIABILITIES

TDS PAYABLE	153,046	191,425
INCOME TAX PROVISION	0	0
PROVISION FOR RENT	0	13,300
	153,046	204,725

**NOTE-12**

VALUE OF SALES

SALES	70,289,138	88,895,291
	70,289,138	88,895,291

**NOTE-13**OTHER INCOME

EXCHANGE DIFFERENCE	0	823,057
OTHER INCOME	25,221	13,313
DIVIDEND	15,751	0
	<u>40,972</u>	<u>836,370</u>

**NOTE-14**EMPLOYEE BENEFIT EXPENSES

SALARIES	4,508,649	5,369,103
DIRECTOR REMUNERATION	580,000	450,862
STAFF WELFARE	7,248	6,554
	<u>5,095,897</u>	<u>5,826,519</u>

**NOTE-15**FINANCE COST

INTEREST	0	446
	<u>0</u>	<u>446</u>

**NOTE-16**OTHER EXPENSESDIRECT EXPS

CUSTOM & EXCISE DUTY EXPS	709,008	1,952,627
CLEARING & FORWADING EXPS	0	852,964
CARRIAGE INWARD EXPS	179,740	331,407
CLEARING AGENCY CHARGES	811,302	151,630
EXCHANGE DIFFERENCE	1,932,262	0

ADMINISTRATIVE EXPS

PRINTING & STATIONARY EXPS	28,772	43,150
ADVERTISMENT EXPS	107,793	23,234
BANK CHARGES	72,152	100,336
AUDIT FEES	74,000	75,500
CONVEYANCE EXPS	200	16,231
COMMISSION	461,140	900,488
CORPORATION TAX	16,443	31,833
COMPUTER EXPS	16,736	21,517
COURIER CHARGES	71,029	265,723
DISCOUNT /RATE DIFF EXPS	40,485	39,418
DONATION	51,000	105,000
ELECTRICITY EXPS	165,338	166,716
FREIGHT	963,801	1,287,765
VAT,TDS INTEREST & AEESMENT TAX	27,722	1,543
INTERNET EXPS	5,735	4,650
INSURANCE EXPS	126,025	102,235
PROFESSIONAL TAX	9,243	7,977
TRADE LICENSE EXPS/BIS	0	157,900
TRAVELLING EXPS	521,324	819,909
VECHILE EXPS	35,734	192,865
PACKING EXPENSES	39,934	0
AGM EXPENSES	85,300	0
MAINTENANCE EXPS	93,825	96,600
PROFESSIONAL FEES	186,600	348,401
SERVICE & SHARE TRANSFER FEES	144,324	133,689
BSE FEES	250,000	287,500
NSDL & CDSL FEES & E VOTING EXPS	20,620	0
TELEPHONE EXPS	66,220	103,644
OFFICE EXPS	136,836	352,781
RENT	2,000,100	2,342,280
	<u>9,450,743</u>	<u>11,317,513</u>

MILLENNIUM ONLINE SOLUTION (INDIA) LTD

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.18

PARTICULARS	NOTE	CURRENT YEAR	PRE YEAR	
<b>A. EQUITY SHARE CAPITAL</b>				
Balance at the beginning		50,019,510	50,019,510	
Changes during the year		0	0	
Balance at the end of reporting period		50,019,510	50,019,510	
<b>B. OTHER EQUITY</b>				
<b>RESERVES &amp; SURPLUS</b>				
<b>A. SECURITIES PREMIUM</b>				
Balance at the beginning		8,396,555	8,396,555	
Changes during the year		0	0	
Balance at the end of reporting period		8,396,555	8,396,555	
<b>B. CAPITAL RESERVE</b>				
Balance at the beginning		1,650,000	1,650,000	
Changes during the year		0	0	
Balance at the end of reporting period		1,650,000	1,650,000	
<b>C. GENERAL RESERVES</b>				
Balance at the beginning		13,600,000	13,600,000	
Changes during the year		0	0	
Balance at the end of reporting period		13,600,000	13,600,000	
<b>D. SPECIAL RESERVE FUND</b>				
Balance at the beginning		1,757,000	1,757,000	
Changes during the year		0	0	
Balance at the end of reporting period		1,757,000	1,757,000	
<b>E. RETAINED EARNING</b>				
Balance at the beginning		(21,955,529)	(22,195,382)	
Changes during the year		215,215	239,853	
Balance at the end of reporting period		(21,740,314)	(21,955,529)	
		<b>TOTAL</b>	<b>3,663,241</b>	<b>3,448,026</b>

AS PER OUR REPORT OF EVEN DATE  
FOR B CHORDIA & CO  
CHARTERED ACCOUNTANTS

(VIKAS CHORADIA)  
PARTNER  
M.NO 158536  
FRN.121083W  
PLACE : MUMBAI  
DATE :30/05/2019

FOR AND BEHALF OF THE BOARD

MANAGING DIRECTOR -NEERAJ GUPTA  
DIN:00073274

WHOLE TIME DIRECTOR & CFO-HARILAL SINGH  
DIN: 05124923

COMPANY SECRETARY-HARSHAL AGARWAL

NOTE 1 - FIXED ASSETS:

STATEMENT OF DEPRECIATION FOR THE YEAR ENDED ON 31.03.2019 (AS PER THE COMPANIES ACT)

SR. NO.	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		AS ON		ADD/DEL DURING THE YEAR	AS ON		DURING THE YEAR	AS ON		
		01.04.18	31.03.19		01.04.18	31.03.19		31.03.19	01.04.18	
			TOTAL				TOTAL			
		AS ON	AS ON		Dedu.	AS ON	AS ON	AS ON	AS ON	
		01.04.18	31.03.19	THE YEAR	31.03.19	01.04.18	31.03.19	31.03.19	01.04.18	
<b>A. TANGIBLE ASSETS</b>										
1	OFFICE EQUIPMENTS	303825	0	303825	0	228638	0	228638	75187	75187
2	FURNITURE & FIXTURE	799169	0	799169	0	681594	28944	710538	88631	117575
3	DEAD STOCK	28413	0	28413	0	19599	0	19599	8814	8814
4	COMPUTER	846544	0	846544	0	819948	0	819948	26596	26596
5	OFFICE EQUIPMENTS-SUB	460758	0	460758	0	423814	7926	431740	29018	36944
6	VEHICLES	253551	0	253551	0	182684	0	182684	70867	70867
<b>B. INTANGIBLE</b>										
7	TRADE MARK	18200	0	18200	0	5760	5940	11700	6500	12440
	<b>TOTAL</b>	<b>2710460</b>	<b>0</b>	<b>2710460</b>	<b>0</b>	<b>2362037</b>	<b>42810</b>	<b>2404847</b>	<b>305613</b>	<b>348423</b>
	<b>PREVIOUS YEAR</b>	<b>2710460</b>	<b>0</b>	<b>2710460</b>	<b>0</b>	<b>2306650</b>	<b>55387</b>	<b>2362037</b>	<b>348423</b>	<b>403810</b>

NO IMPAIRMENT/REVALUATION WERE DONE IN LAST FIVE YEARS

**MILLENIUM ONLINE SOLUTION (INDIA) LTD**  
**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARCH 2019**

Particulars	Year Ended	
	31-Mar-19	31-Mar-18
<b>A. CASH FLOW FROM OPERATING ACTIVITY</b>		
Profit before Taxation	334196	274709
Adjustment for:		
Depreciation	42810	55387
Operating Profit before working capital changes	<b>377006</b>	<b>330096</b>
Changes in working capital :-		
Increase/(Decrease) in trade payables	(16020261)	10994869
Increase/(Decrease) in other current liabilities	(51679)	(1123401)
Increase/(Decrease) in short term provision	0	0
Increase/(Decrease) in other Long-term borrowings	0	0
Increase/(Decrease) in other short-term borrowings	0	0
(Increase)/Decrease in trade receivables	2266474	4327307
(Increase)/Decrease in inventories	13542155	(12009369)
(Increase)/Decrease in other Assets	3651541	(3685250)
(Increase)/Decrease in Long Term loans and advances	(249590)	183358
(Increase)/Decrease in Short Term loans and advances	0	0
Increase/(Decrease) in Deferred tax	0	0
Increase/(Decrease) in last year provision	0	0
Cash generated from Operations	<b>3138640</b>	<b>(1312486)</b>
Less:- Taxes paid (For previous year)	<b>3515646</b>	<b>(982390)</b>
<b>Net Cash generated from operations before extraordinary items</b>	95112	27982
Extraordinary items	3420534	(1010372)
<b>Net Cash generated from operating activities</b>	<b>3420534</b>	<b>(1010372)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITY</b>		
Investment in Subsidiary	0	0
Sale/Purchase of Investments	(2100000)	0
Fixed Asset Purchased	0	0
<b>Net Cash generated from Investing activities</b>	<b>(2100000)</b>	<b>0</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITY</b>		
Unsecured loan taken/(Paid)	215830	20442
Share capital	0	0
<b>Net Cash generated from Financing activities</b>	<b>215830</b>	<b>20442</b>
<b>Net Increase/(Decrease) in cash and cash equivalents (A+B+C)</b>	<b>1536364</b>	<b>(989930)</b>
<b>CASH &amp; CASH EQUIVALENTS, AT THE BEGINNING OF YEAR</b>	1241216	2231146
<b>CASH &amp; CASH EQUIVALENTS, AT THE END OF YEAR</b>	<b>2777580</b>	<b>1241216</b>

Note:

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard (AS) - 3 on "Cash Flow Statements".

As per out report of even date attached  
For B Chordia & Co  
Chartered Accountants

Managing Director  
Neeraj Gupta

Director  
Harilal Singh

Vikas Chordia  
Partner  
Membership No. 158536  
Place: Mumbai  
Date: 30/05/2019

Company Secretary  
Harshal Agrawal

**FORM NO SH-13**  
**Nomination Form**

**[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]**

To,  
Millennium Online Solutions (India) Limited  
Flat No. 53, 5<sup>th</sup> Floor, Wing No. 11, Vijay Vilash Tores Building,  
Ghodbunder Road, Thane- 400615.

I/We\_\_\_\_\_ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No of Securities	Certificate No	Distinctive No

PARTICULARS OF NOMINEE/S -

Name :

Date of Birth:

Father's/Mother's/Spouse's name:

Occupation:

Nationality:

Address:

E-mail Id:

Relationship with the security holder:

IN CASE NOMINEE IS A MINOR -

Date of Birth

Date of attaining majority

Name of guardian

Address of guardian

Name : \_\_\_\_\_

Address: \_\_\_\_\_

Name of the Security Holder (s) : \_\_\_\_\_

Signature \_\_\_\_\_

Witness with the name and address: \_\_\_\_\_



**Form No. SH-14**

**Cancellation or Variation of Nomination [Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]**

To,  
Millennium Online Solutions (India) Limited  
Flat No. 53, 5<sup>th</sup> Floor, Wing No. 11, Vijay Vilash Tores Building,  
Ghodbunder Road, Thane- 400615.

I I/We hereby cancel the nomination(s) made by me/us in favor of..... ..(name and address of the nominee) in respect of the below mentioned securities

or

I/We hereby nominate the following person in place of ..... as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my/our death

PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No of Securities	Certificate No	Distinctive No

Name :

Date of Birth:

Father's/Mother's/Spouse's name:

Occupation:

Nationality:

Address:

E-mail Id:

Relationship with the security holder:

IN CASE NOMINEE IS A MINOR -

Date of Birth

Date of attaining majority

Name of guardian

Address of guardian

Name : \_\_\_\_\_

Address: \_\_\_\_\_

Name of the Security Holder (s) : \_\_\_\_\_

Signature \_\_\_\_\_

Please fill this Nomination form in Duplicate after carefully reading the instruction given below:

1. The Nomination can be made by individual's only holdings shares singly or jointly. Non-individuals including Society, Trust, Body Corporate, Partnership firm, Karta of Hindu Undivided Family and Power of Attorney holder cannot nominate.
2. The nominee shall not be a Trust, Society, Body Corporate, and Partnership firm, Karta of Hindu Undivided Family and power of attorney holder.
3. The shareholder [s] can nominate a minor as a nominee and in that event the name and address of the guardian shall be provided.
4. As per section 72 of Companies Act 2013, if the shares are held by more than one person jointly, then the joint holders may together nominate a person to whom all the rights in the shares of the Company shall vest, in the event of death of all the joint holders.
5. If the shares are held jointly, subsequent to the death of anyone of the holders, the shares would not be registered in favour of the nominee but would be transferred in the name of the surviving shareholders.
6. The nomination form filled in "duplicate" should be lodged with the Registrar and Share transfer Agent of the Company i.e. M/s. Purva Sharegistry (India) Pvt. Ltd., Shiv Shakti Industrial Estate, Unit No. 9, 7-B, J. R. Boricha Marg, Sitaram Mills Compound, Mumbai 400011. Tel: (022) 23016761 Email: busicompany@vsnl.com.
7. The shareholder[s] can delete or change an earlier nomination by executing Form No. SH-14 (Cancellation or Variation of Nomination form)
8. Nomination stands cancelled whenever the shares in the given folio are transferred/ dematerialized. Also in case of change in folio due to consolidation/ transmission a new nomination has to be filed.
9. The nomination made through Form No. SH-13 will be considered valid if the nomination made by the holder[s] of the shares is registered with the company before the death of the registered holder[s] of the shares.
10. Kindly note that the nomination being a legal document should be dated by the nominator and the witness should certify that the nominator has signed the form in their presence. Furthermore, the date of execution on the Nomination Form should match with the date of witness, witnessing the document.

**ATTENDANCE SLIP**

**MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(FORMERLY KNOWN AS MAHAMAYA INVESTMENTS LIMITED)**

**Thirty Ninth Annual General Meeting on Monday, 30th September 2019 at 11.00 am:  
Flat No. 53, 5th Floor, Wing No. 11, Vijay Vilash Tores Building,  
Ghodbunder Road, Thane- 400615.**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

1.	Name of the Member(s)	
2.	Name(s) of the Joint-Holder(s) : If any	
3.	i) Registered Folio No. :	
	ii) DP ID No & Client ID No. [Applicable to Members Holding shares in dematerialized Form]	
4.	Number of Shares(s) held :	

I/We hereby record my /our presence Flat No. 53, 5th Floor, Wing No. 11, Vijay Vilash Tores Building, Ghodbunder Road, Thane- 400615 at 11.00 am.

\_\_\_\_\_  
Member's Signature / Proxy's Signature or Authorised Signatory's Signature Note:

1. Please complete the above details and sign this attendance slip and hand it over at the attendance verification counter at the meeting hall.
2. Electronic copy of the Annual Report for FY 2018 -2019 and the Notice of the Annual General Meeting along with attendance slip and proxy form is being sent to all the members whose email address is registered with the depository participant. Members receiving electronic copy and attending the AGM can print copy of this attendance slip.
3. Physical copy of the Annual Report for 2018-2019 and the Notice of the Annual General Meeting along with the attendance slip and proxy form is sent in the permitted mode(s) to all members whose email is not registered or who have requested for a hard copy

-----  
**MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
(FORMERLY KNOWN AS MAHAMAYA INVESTMENTS LIMITED)  
Flat No. 53, 5th Floor, Wing No. 11, Vijay Vilash Tores Building,  
Ghodbunder Road, Thane- 400615  
ELECTRONIC VOTING PARTICULARS**

<b>EVEN (E-Voting Event Number)</b>	<b>USER ID</b>	<b>PASSWORD/PIN</b>
<b>190903022</b>		

Note : Please read instructions given in the Notice of the 39<sup>th</sup> Annual General Meeting Carefully before Voting electronically.

**PROXY FORM**

**MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED**  
**(FORMERLY KNOWN AS MAHAMAYA INVESTMENTS LIMITED)**  
**Flat No. 53, 5th Floor, Wing No. 11, Vijay Vilash Tores Building,**  
**Ghodbunder Road, Thane- 400615**

**Thirty Ninth Annual General Meeting on Monday, 30<sup>th</sup> September 2019 at 11.00 am at Flat No. 53, 5th Floor, Wing No. 11, Vijay Vilash Tores Building, Ghodbunder Road, Thane-400615.**

I/we being the member (s) of \_\_\_\_\_ shares of the above named company hereby appoint

1) Name: \_\_\_\_\_ Address \_\_\_\_\_

Email Id \_\_\_\_\_ Signature \_\_\_\_\_ or Failing him

2) Name: \_\_\_\_\_ Address \_\_\_\_\_

Email id: \_\_\_\_\_ Signature \_\_\_\_\_ or Failing him

3) Name: \_\_\_\_\_ Address \_\_\_\_\_

Email Id \_\_\_\_\_ Signature \_\_\_\_\_

As per my/our proxy to vote (On Poll) for me/us on my/our behalf at the Thirty Ninth Annual General Meeting of the Company to be held on **Monday, 30<sup>th</sup> September 2019 at 11.00 am at Flat No. 53, 5th Floor, Wing No. 11, Vijay Vilash Tores Building, Ghodbunder Road, Thane- 400615**

**Ordinary Business**

1. To receive, consider and adopt:

- a. The Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.

2. To appoint Mrs. Jayshree Gupta, Non- Executives Directors (DIN: 00073227), who retires by rotation and, being eligible, offers himself for re-appointment

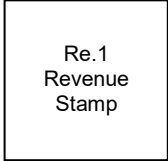
**Special Business**

3. Appointment of Mr. Nikunj Jashbhai Pancholi as an Independent Director:

4. Appointment of Mrs. Kashish Sumeet Lakhani as an Independent Director:

5. Alteration and adoption of new sets of Memorandum of Association

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019



Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signature of the Shareholders\_\_\_\_\_

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Note:

1. 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.
2. For the resolutions, explanatory statements and notes please refer to the notice of 38<sup>th</sup> Annual General Meeting.
3. \* It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate
4. Please complete all details including details of member(s) in the above box before submission

**ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS**

**MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED  
Flat No. 53, 5th Floor, Wing No. 11, Vijay Vilash Tores Building,  
Ghodbunder Road, Thane- 400615.**

**Thirty Ninth Annual General Meeting to be held on 30th September 2019 at 11.00 am at Flat No. 53,  
5th Floor, Wing No. 11, Vijay Vilash Tores Building, Ghodbunder Road, Thane- 400615**

1.	Name(s) & Registered Address : Of the sole / first named Member	
2.	Name(s) of the Joint-Holder(s) : If any	
3.	i) Registered Folio No. :	
	ii) DP ID No & Client ID No. [Applicable to Members Holding shares in dematerialized Form]	
4.	Class of Shares:	
5.	Number of Shares(s) held :	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the 39<sup>th</sup> Annual general Meeting dated 30<sup>th</sup> September, 2019 by conveying my/ our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

SR. No	Resolutions	Optional *`	
		For	Against
<b><u>Ordinary Business</u></b>			
1	To receive, consider and adopt: a. The Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.		
2	To appoint Mrs. Jayshree Gupta, Non- Executives Directors (DIN: 00073227), who retires by rotation and, being eligible, offers himself for re-appointment		
<b><u>Special Business</u></b>			
3	Appointment of Mr. Nikunj Jashbhai Pancholi as an Independent Director:		
4	Appointment of Mrs. Kashish Sumeet Lakhani as an Independent Director		
5	Alteration and adoption of new sets of Memorandum of Association		

Place:

Date:

\_\_\_\_\_  
Signature of the Member or  
Authorized Representative

- Notes: i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.  
ii) Last date for receipt of Assent/ Dissent Form: **29<sup>th</sup> September, 2019 at 5.00 pm**  
iii) Please read the instructions printed overleaf carefully before exercising your vote.

### **General Instructions**

1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent/dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through physical assent/dissent shall be considered, subject to the assent/dissent form being found to be valid and vote cast through e-voting shall be treated as invalid.
2. The notice of Annual General Meeting is dispatch/ e-mailed to the members whose names appear on the Register of Members as on **24<sup>th</sup> August, 2019**
3. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

### **Instructions for voting physically on Assent / Dissent Form**

1. A member desiring to exercise vote by Assent/ Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e **5.00 pm on 29<sup>th</sup> September, 2019**. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (✓) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If nay such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding.
10. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

Book - Post

To

*If undelivered, please return to*  
**MILLENNIUM ONLINE SOLUTIONS (INDIA) LIMITED**  
(Formerly known as Mahamaya Investments Limited)  
Flat No. 53, 5th Floor, wing No. 11,  
Vijay Vilash Tores Building, Ghodbunder Road,  
Thane (W), Mumbai, Maharashtra-400 615.

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