

VRUNDAVAN PLANTATION LIMITED
(Formerly Known as VRUNDAVAN PLANTATION PRIVATE LIMITED)
CIN: U02003GJ2022PTC137749

FIRST ANNUAL REPORT
(26-12-2022 TO 31-03-2023)

VRUNDAVAN PLANTATION LIMITED
(Formerly Known as VRUNDAVAN
PLANTATION PRIVATE LIMITED)

DETAILS OF DIRECTORS:

UPENDRA UMASHANKAR TIWARI
Managing Director
(DIN: 09630205)

VISHAL TIWARI
Non-executive Director
(DIN: 08530704)

DINESHKUMAR GIRJAPRASAD DUBEY
Whole Time Director
DIN: 10148960

AMITA CHHAGANBHAI PRAGADA
(w.e.f. 05-05-2023)
Independent Director
DIN: 09578592

KHYATI BHAVYA SHAH
(w.e.f. 05-05-2023)
Independent Director
DIN: 09430457

REGISTERED OFFICE:

307, SUN AVENUE ONE, NR. SUN
PRIMA, AMBAWADI NA AHMEDABAD
GJ 380006 IN

STATUTORY AUDITORS:

Piyush Kothari & Associates
Chartered Accountant

Office No. 208, Hemkoot Building,
Near Gandhigram Railway Station,
Ashram Road, Ahmedabad,
Gujarat-380009

E-mail: piyushkothari9999@gmail.com

KEY MANAGERIAL PERSONNEL

KAJAL KALWANI
(w.e.f. 05-05-2023)
Company secretary
PAN: FULPK1266C

DINESHKUMAR GIRJAPRASAD DUBEY
(w.e.f. 05-05-2023)
AOSPD3403Q
Chief Financial Officer
DIN: 10148960

VRUNDAVAN PLANTATION LIMITED
(Formerly Known as VRUNDAVAN PLANTATION PRIVATE LIMITED)

CIN: U02003GJ2022PTC137749

Registered Office: 307, SUN AVENUE ONE, NR. SUN PRIMA, AMBAWADI NA
AHMEDABAD GJ 380006 IN

Ph: 079 3520 1135

E-mail: info@vrundavannursery.com

NOTICE

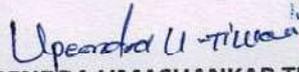
NOTICE is hereby given that the First (01) Annual General Meeting of the members of VRUNDAVAN PLANTATION LIMITED will be held on TUESDAY 25TH JULY, 2023 AT 11:00 AM at the Registered Office of the Company situated at 307, SUN AVENUE ONE, NR. SUN PRIMA, AMBAWADI NA AHMEDABAD GJ 380006 IN to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the company which includes Audited Balance Sheet as at March 31st, 2023, the Statement of Profit and Loss Account, Cash Flow Statement & Notes forming part of the Financial Statements for the year ended on that date together with the Auditor's Report thereon and Report of the Board of Directors.
2. To appoint M/s Piyush Kothari & Associates, Chartered Accountants as Statutory Auditors of the Company, shall hold office for a period of one financial year i.e. April 01, 2023 to March 31, 2024.

By the Order of the Board of Directors
VRUNDAVAN PLANTATION LIMITED

Date: 31-05-2023
Place: Ahmedabad


UPENDRA UMASHANKAR TIWARI * VISHAL TIWARI
Managing Director Director
DIN: 09630205 DIN: 08530704



Vishal Tiwari

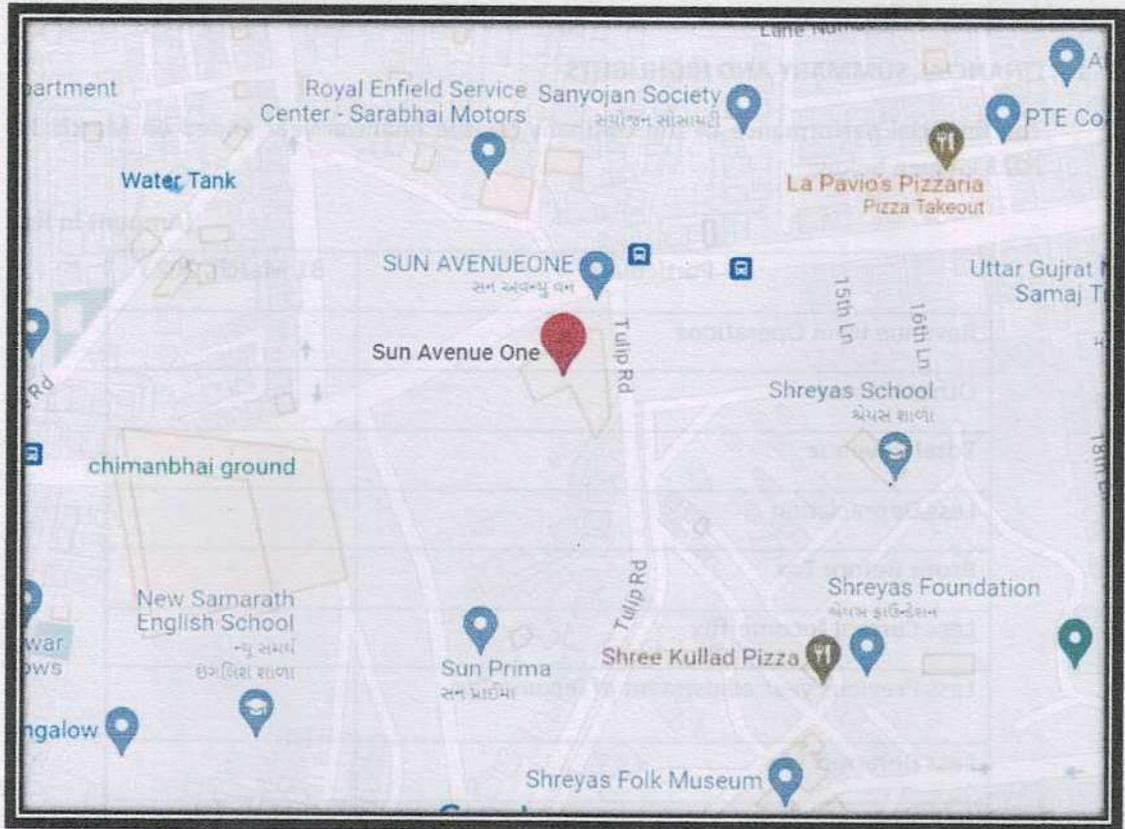
NOTES:

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. The Notice is being sent to the Members, whose names appear in the Register of Members/List of Beneficial Owners as on June 30, 2023 and voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members as on the said date.
3. A person can act as Proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% 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 a proxy for any other person or shareholder.
4. The instrument appointing proxy in order to be effective should be duly stamped, completed and signed and should be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting.
5. Members/proxies should bring the Attendance Slip duly filled in for attending the meeting. The form of attendance slip and proxy form are attached at the end 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 AGM.
7. The Register of Contracts or Arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
8. Section 72 of the Companies Act, 2013 extends nomination facility to individual shareholders of the Company. Therefore, shareholders willing to avail this facility may make nomination in Form SH-13 as provided in the Companies (Share Capital and Debentures) Rules, 2014.

Members desirous of seeking any information as regards the accounts are requested to write to the Directors at least 7 days prior to the Annual General Meeting, so as to enable the Company to keep the information ready.

ROUTE MAP TO THE VENUE OF FIRST ANNUAL GENERAL MEETING

FIRST (01) Annual General Meeting of VRUNDAVAN PLANTATION LIMITED will be held on Tuesday, 25 July, 2023 at 11:00 A.M. at the Registered Office of the Company situated at 307, SUN AVENUE ONE, NR. SUN PRIMA, AMBAWADI NA AHMEDABAD GJ 380006 IN



DIRECTOR'S REPORT

To,
The Members,
VRUNDAVAN PLANTATION LIMITED

Your Directors are pleased to present First Annual Report on the business and operations of the Company together with the Audited Statements of Accounts for the Financial year ended on March 31, 2023.

1. FINANCIAL SUMMARY AND HIGHLIGHTS

The financial performance of the company for the financial year ended on March 31, 2023 is given below:

(Amount in Rs.)

Particulars	31 March, 2023
Revenue from Operations	-
Other Income	-
Total Revenue	-
Less Depreciation	-
Profit Before Tax	-
Less Current Income Tax	-
Less Previous year adjustment of Income Tax	-
Less Deferred Tax	-
Net Profit after Tax	-
Earning per share (Basic)	-
Earnings per Share(Diluted)	-

2. NATURE OF BUSINESS

The Company carried its business as per its main objects.

3. FINANCIAL PERFORMANCE

The Company has commenced its operations in the financial year under review, however no revenue generated in the year under review.

4. DIVIDEND

Your Directors do not recommend payment of any dividend for the financial year under review, as the company has no earnings to distribute as dividend among the members.

5. RESERVES

No amount has been transferred to the reserves as there is no profit earned for the year under review.

6. SHARE CAPITAL

The Company has not issued any Equity Shares during the year under review. However, the company has increased its authorized share capital from Rs. 1,00,000 to Rs. 5,99,00,000 w.e.f. 01/03/2023

The Company has allotted 48,000 equity shares on preferential basis on 24/04/2023 at Rs. 125/-(premium of Rs. 115/-). Further, on 06-05-2023 2,68,394 equity shares were allotted on preferential basis for consideration other than cash valued at Rs. 125/-(premium of Rs. 115/-).

The company has issued 35,90,334 equity shares bonus shares on 10/05/2023.

7. CHANGE IN NATURE OF COMPANY'S BUSINESS

There is no change in the nature of Company's Business during its first financial year.

8. DETAILS OF DIRECTORS/ KEY MANAGERIAL PERSONS APPOINTED/ RESIGNED

No director/KMP appointed or resigned during the period under review.

Further changes in Directors/KMP after year end and before the date of this report are as under:

SRN	Name	Designation	w.e.f.
1	AMITA CHHAGANBHAI PRAGADA	Independent Director	Appointed w.e.f. 05-05-2023
2	KHYATI BHAVYA SHAH	Independent Director	Appointed w.e.f. 05-05-2023
3	DINESHKUMAR GIRJAPRASAD DUBEY	Director and CFO	Appointed w.e.f. 05-05-2023
4	KAJAL KALWANI	CS	Appointed w.e.f. 05-05-2023

9. DETAILS OF HOLDING/SUBSIDIARY/ASSOCIATE COMPANIES/ JOINT VENTURES

The Company does not have any Holding/Subsidiary/Associate Company/Joint Ventures.

10. DEPOSITS

The Company has neither invited/ accepted nor renewed any deposits within the meaning of Chapter V other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of Companies (Accounts) Rules, 2014.

11. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

During the year under review there were no significant and material orders passed by any Regulators or Court or Tribunals which may have impact on the going concern status or on the Company's operation in future.

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

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 regarding conservation of energy and technology absorption is Nil.

Further, during the period under review, following were earning and expenditure in Foreign Currency:

Details	31-03-2023
Earning in Foreign Currency	NIL
Expenditure in Foreign Currency	

13. PARTICULARS OF EMPLOYEES

There are no employees drawing the remuneration in excess of ceiling prescribed under the Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section 134 of the Companies Act, 2013 as amended from time to time. Hence no information is required to be appended to this report in this regard.

14. STATUTORY AUDITORS

Piyush Kothari & Associates, Chartered Accountants, Ahmedabad, (Firm Registration No: 140711W) has been appointed as Statutory Auditors of the Company for first financial year. Further, Piyush Kothari & Associates, Chartered Accountants has been proposed to be appointed as Statutory Auditor for financial year 2023-2024.

There are no Qualification/reservations by the Statutory Auditor's in their report for the first financial year.

15. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2023 the Board hereby submit its Responsibility Statement:-

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, wherever applicable;
- The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors had prepared the annual accounts on a going concern basis; and

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. MATERIAL CHANGES AND COMMITMENTS IF ANY AFTER BALANCE SHEET DATE

No material changes and commitments affecting the financial position of the Company occurred during the year under review.

17. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not provided any loans or made any investments or provided any guarantees and securities for the year under review under section 185 and 186 of the Companies Act, 2013.

18. EXTRACT OF ANNUAL RETURN

The extract of Annual Return in Form No. MGT-9 as required under Section 92 of the Companies Act, 2013 for the financial year ending March 31, 2023 is annexed hereto as Annexure- A and forms part of this report.

19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the year under review, the company has not entered into any contract or arrangement with related parties covered under Section 188 of Companies Act, 2013 and hence nothing is required to be reported or furnished under the provisions of section 188(2) of the Companies Act, 2013.

20. NUMBER OF BOARD MEETINGS

Two Board Meetings were held in first Financial Year ended March 31, 2023, in respect of which meetings proper notice were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. The maximum gap between any two Board Meetings was less than one Hundred and Twenty days.

The names of Directors of the Board, their attendance at the Board Meetings are as under:

S.No.	Date of Board Meeting	Directors Present
1	16/01/2023	UPENDRA UMASHANKAR TIWARI VISHAL TIWARI
2	01/02/2023	UPENDRA UMASHANKAR TIWARI VISHAL TIWARI

21. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT REMUNERATION, DETERMINING QUALIFICATIONS ETC.

Disclosures requirement on Company policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under section 178(1) and section 178(3) of Companies Act, 2013 is not applicable to the Company.

22. CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility under section 135(1) of Companies Act, 2013 is not applicable, as the company does not have Networth of Rs. 500 crores or Turnover of Rs. 1000 crores or Net Profit of Rs. 5 crores during the period which is under review and hence the company is not required to comply with the provision of section 134(3)(o) of the Companies Act, 2013.

23. RISK MANAGEMENT POLICY

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The major risks have been identified by the Company and its mitigation process/measures have been formulated in the areas such as business, project execution, event, financial, human, environment and statutory compliance.

24. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company does not have any women employees and therefore there arise no need of adopting a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.

However the Directors assured that once any women appointed on the Board of the Company or otherwise, the needful will be done.

25. COMPLIANCE WITH THE SECRETARIAL STANDARDS

The Company has complied with all the provisions of Secretarial Standards on Board Meetings and General Meetings issued by The Institute of Company Secretaries of India.

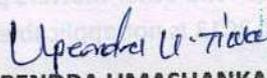
26. APPRECIATION

Your Directors would like to express their sincere appreciation for the co-operation and assistance received from all those who have extended their valuable sustained support and encouragement during the year under review.

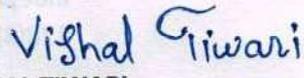
Your Directors look forward for the continued support and confidence of every stakeholder in the future.

By the Order of the Board of Directors
VRUNDAVAN PLANTATION LIMITED

Date: 31-05-2023
Place: Ahmedabad


UPENDRA UMASHANKAR TIWARI
Managing Director
DIN: 09630205




VISHAL TIWARI
Director
DIN: 08530704

VRUNDAVAN PLANTATION LIMITED
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CIN: U02003GJ2022PTC137749

**Registered Office: 307, SUN AVENUE ONE, NR. SUN PRIMA, AMBAWADI NA
AHMEDABAD GJ 380006 IN**

Ph: 079 3520 1135

E-mail: info@vrundavannursery.com

Form No. MGT-11

PROXY FORM

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

Name of the member (s):	
Registered Address:	
E-mail Id:	
Folio No./D.P. Id/ Client Id:	

I/We, being the member(s) of VRUNDAVAN PLANTATION LIMITED, holding _____
shares of the above named company, hereby appoint:

1) Name:

Address:

E-mail Id:

Signature:

or failing him;

2) Name:

Address:

E-mail Id:

Signature:

or failing him;

as my / our proxy to attend and vote (on a poll) for me / us and on my /our behalf at the
First (01) Annual General Meeting of the Company, to be held on Tuesday, July 25, 2023 at
11:00 A.M. at the Registered Office of the Company situated at **307, SUN AVENUE ONE,
NR. SUN PRIMA, AMBAWADI NA AHMEDABAD GJ 380006 IN** and at any adjournment
thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the company which includes Audited Balance Sheet as at March 31st, 2023, the Statement of Profit and Loss Account, Cash Flow Statement & Notes forming part of the Financial Statements for the year ended on that date together with the Auditor's Report thereon and Report of the Board of Directors.

2. To appoint M/s Piyush Kothari & Associates, Chartered Accountants as Statutory Auditors of the Company, shall hold office for a period of one financial year i.e. April 01, 2023 to March 31, 2024.

Signed thisday of 2023

Signature of Shareholder	Affix Re. 1 /- Revenue Stamp
Signature of Proxy holder(s)	

Note: This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the company, not less than 48 hours before the commencement of the meeting.

VRUNDAVAN PLANTATION LIMITED
(Formerly Known as VRUNDAVAN PLANTATION PRIVATE LIMITED)

CIN: U02003GJ2022PTC137749

**Registered Office: 307, SUN AVENUE ONE, NR. SUN PRIMA, AMBAWADI NA
AHMEDABAD GJ 380006 IN**

Ph: 079 3520 1135

E-mail: info@vrundavannursery.com

ATTENDANCE SLIP

Regd. Folio No.

First (01) Annual General Meeting – Tuesday, July 25, 2023

I certify that I am a member/ proxy for the member of the Company.

I hereby record my presence at the **First (01) Annual General Meeting** of the Company held on Tuesday, July 25, 2023 at 11:00 A.M. at the Registered Office of the Company situated at **307, SUN AVENUE ONE, NR. SUN PRIMA, AMBAWADI NA AHMEDABAD GJ 380006 IN.**

*Member's/ Proxy's Name in Block Letter

*Member's/ Proxy Signature

Note:

1. Member/ Proxy must bring the Attendance Slip to the Meeting and hand it over, duly signed, at the registration counter.

2. The copy of the Notice may please be brought to the Meeting Hall.

* Strike out whichever is not applicable.

** Applicable only in case of investors holding shares in Electronic Form.