

# SARAF & ASSOCIATES

## COMPANY SECRETARIES

www.sarafandassociates.com

423, Hind Rajasthan Building, 95, Dadasaheb Phalke Road, Dadar (East), Mumbai - 400 014.

☎ (022) 2413 0371 / 2415 3887 📞 +91 98203 20072 ✉ kamalax\_saraf@hotmail.com

### FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

### Certificate by a PCS

I have examined the registers, records, books and papers of **ADOR WELDING LIMITED** (the Company), as required to be maintained under the Companies Act, 2013 ('the Act') and the Companies Act 1956 (to the extent applicable) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March 2018. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. The annual return states the facts as at the close of the aforesaid financial year ended on 31st March, 2018 correctly and adequately.
- B. During the aforesaid financial year the Company has complied with the provisions of the Act & Rules made there under in respect of:
  1. Its status under the Act;
  2. Maintenance of registers / records & making entries therein within the time prescribed thereof;
  3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies within the prescribed time;
  4. Calling / convening / holding meetings of the Board of Directors, its committees, and the meetings of the Members of the Company within the due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed wherever required;
  5. Closure of registers of Members.
  6. Advances / loans to its Directors and / or persons or firms or companies referred in section 185 of the Act;



7. Contracts / arrangements with related parties as specified in section 188 of the Act;
8. Transfer and transmission of shares and issue of security certificates in all instances.
9. Keeping in abeyance the rights to dividend and pending registration of transfer of shares in compliance with the provisions of the Act;
10. Declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts, as applicable, to the Investor Education and Protection Fund in accordance with section 125 of the Act ;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of Directors is as per sub-sections (3) and (5) thereof.
12. Constitution / appointment / re-appointment / retirement / resignation and disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Reappointment of auditors as per the provisions of section 139 of the Act;
14. Borrowings from banks and others and creation / modification / satisfaction of charges in that respect.
15. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.

Place : Mumbai  
Date : 30/09/2018

Saraf and Associates  
(Practising Company Secretaries)



  
K.G.Saraf