CIN: U25190PN2017PTC170034

Regd. Office: Flat no B- F12, Simple Park, S. No. 26A/2A/1, 2 Sasanenagar Road, Hadapsar, Pune 411028 Email-Id: dhananjay.amazia@gmail.com | Contact No.:+91 9117771711

#### NOTICE

NOTICE is hereby given that 6th Annual General Meeting of the members of Amazia Vision Environment Private Limited (the "Company") will be held on Saturday, 30th September, 2023 at 2.00 p.m. at the Registered Office of the Company at Flat no B- F12, Simple Park, S. No. 26A/2A/1, 2 Sasanenagar Road, Hadapsar, Pune 411028 to transact the following businesses:

# **Ordinary Business:**

- 1. To receive, consider and adopt the audited financial statements of the Company for the year ended on 31st March, 2023 together with reports of Directors and Auditors thereon.
- 2. To re-appoint the Statutory Auditors and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT in terms of Sections 139 to 142 of the Companies Act, 2013 (the Act) and other applicable provisions, if any, of the said Act read with underlying rules viz. Companies (Audit & Auditors) Rules, 2014, as amended and as may be applicable, ANRK & Associates LLP, Chartered Accountants, (FRN:W-100001), be and are hereby re-appointed as Statutory Auditors of Company, to hold the office from the conclusion of this Annual General Meeting (AGM) until the conclusion of consecutive 6th AGM of the Company, to be held in the year 2028-29 for the financial year ending 31 March 2028, on such remuneration and terms as shall be negotiated and concluded by and between the Auditors and the Chairman of Board of Directors of the Company"

By order of the Board of Directors For Amazia Vision Environment Private Limited

Place: Pune

Date: 27 Sept 2023

Dhananjay Shivaji Pawar

Whole Time Director | DIN: 07547394

Atit, Satara 415519

#### 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. A PROXY NEED NOT BE THE MEMBER OF THE COMPANY.
- 2. PROXY TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.
- 3. A PERSON CAN ACT AS A PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN (10) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS A PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER MEMBER

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- 4. The detailed address of venue of meeting with route map and nearest landmark is attached herewith.
- 5. Members are requested to:
  - a. Intimate to the Company changes, if any, in their Registered Addresses, if any, at an early date.
  - b. Quote Ledger Folio numbers in all the correspondence.
  - c. Bring the copy of Annual Report to the Annual General Meeting.

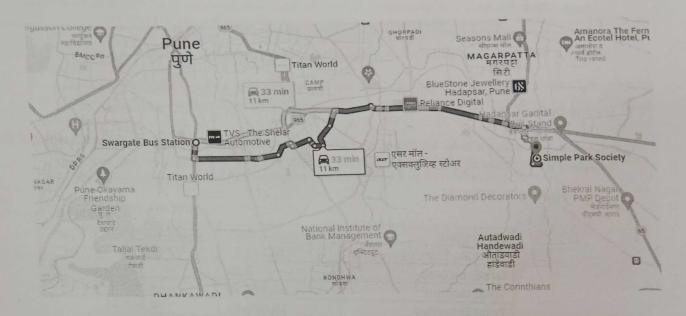
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### **Route Map**



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#### **DIRECTORS' REPORT**

To The Members

Your directors present their 6th Annual Report together with the audited financial statements of the Company for the year ended 31st March 2023.

# 1. FINANCIAL RESULTS

### Amt in Lacs

Particulars	31st March 2023	31st March 2022
Revenue from operations	10,724.63	3,908.13
Other Income	3.36	194.43
Total Income	10,727.99	4,102.56
Total Expenses	10,595.81	4,347.26
Profit / (Loss) before Tax	132.18	(244.70)
Extra Ordinary Item	NIL	118.53
Tax expenses	85.89	NIL
Profit / (Loss) after Tax	46.29	(363.23)

# 2. OPERATIONS OF THE COMPANY AND THE STATE OF COMPANY'S AFFAIRS

During the year 2022-23, the Company has posted a turnover of Rs. 10,724.63 Lacs as against turnover of Rs. 3,908.13 Lacs in the previous year thereby registering a remarkable growth of 174.42%. The profit before tax stood at 1.23 % as against loss in the previous year. The company had posted decreased turnover in the previous year due to unforeseen calamity in February 2022. The factory had remained closed for approx. 1.5 months, hence the figures for the year under report are strictly not comparable with the previous year. The Company could add major domestic companies such as Tata Steel Ltd, Osiya Distributor LLP and Polyraj Pipes LLP in its clientele, which helped the Company post increased turnover during the year under report.

As informed in the previous year, the Company had taken 2 acres of land on lease basis for storage of material. However, the proposal has been shelved at present due to financial constraints.

The Company has posted a turnover of approx. Rs. 1928.31 Lacs up to 31 August 2023 as against Rs. 4780.98 Lacs for the corresponding period in the previous year.

# 3. CHANGE IN NATURE OF BUSINESS, IF ANY

The Company has not changed its nature of business during the financial year under report.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF

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# THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

# 5. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANIES OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators, courts or tribunals, impacting the going concern status of the Company and its operations.

#### 6. RESERVES

It is not proposed to transfer any amount to any Reserve (s).

#### 7. DIVIDEND

The Directors do not recommend any dividend, in view of need for conservation of resources

# 8. DIRECTORS/ KEY MANAGERIAL PERSONNEL

The Board of Directors is duly constituted.

Mr. Dhananjay Shivaji Pawar (DIN 07547394), has been re-appointed as Whole-time Director of the Company w.e.f. 1 May 2022 for a term of 5 consecutive years.

During the current financial year 2023-24, Mrs. Pratibha Shrikant Deshmukh (DIN: 08391633), Mr. Pritam Rajendra Pangal (DIN: 08457996), Mr. Aditya Shrikant Deshmukh (DIN: 08458105), Mrs. Archana Rajendra Pangal (DIN: 08468178), Mr. Varun Dattatray Sathe (DIN: 07584531) and Mr. Hrishikesh Dattatray Sathe (DIN: 07579403), have resigned as Directors of the Company with effect from 10 April 2023. The Board places on record its sincere appreciation for the valuable contribution rendered by these Directors during the tenure of their directorship.

The Company has not appointed any Key Managerial Personnel in the absence of applicability of such requirements.

# 9. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year under report, the Board of Directors met 5 times as detailed below:

Sr.	Dates	on	which	Board	Total	Strength	of	No.	of Directors
						pres			

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1	15-Jun-22	9	9
2	22-Sep-22	9	9
2	4-Nov-22	9	9
1	10-Nov-22	9	9
5	1-Mar-23	9	9

## **Attendance of Directors at Board Meetings**

Name of the Directors	No of Board Meetings attended	No of Board meetings entitled to attend
Dhananjay Shivaji Pawar	5	5
Surekha Hanmant More	5	5
Swati Dhananjay Pawar	5	5
Hrishikesh Dattatray Sathe	5	5
Varun Dattatray Sathe	5	5
Pratibha Shrikant Deshmukh	5	5
Pritam Rajendra Pangal	5	5
Aditya Deshmukh	5	5
Archana Rajendra Pangal	5	5

### 10. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134 (3) (c) & (5) of the Companies Act, 2013, your Directors state as under:

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any. Your attention is invited to Para 20.2 appearing below in this report;
- b. 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;
- c. 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;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors had laid down internal financial controls to be followed by the company and such internal financial controls are adequate and were operating effectively. Your attention is invited to Para's 20.4 to 20.6 and 23 appearing below in this report. The company is a nonlisted entity; and

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f. 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.

#### 11. ANNUAL RETURN

The Company does not have website, therefore the question of placing Annual Return on the website does not arise.

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

There is nothing to be reported with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

# 13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The Company has entered into contracts / arrangements / transactions with the related parties during the financial year under report, which were on arms length basis and in the ordinary course of business. The Company has not entered into any contracts / arrangements / transactions with the related parties which are material in nature. Thus, the provisions of Section 188 (1) of the Companies Act, 2013 are not applicable and the disclosure in Form AOC 2 is not required. Your attention is drawn to the related party disclosure made in the note no. 26 contained in the Financial Statements of the Company.

# 14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not granted any loans or given guarantees or provided securities or made investments attracting the provisions of Section 186 of the Companies Act, 2013.

# 15. DEPOSITS

During the year under report, your Company has not accepted any deposit from the public.

Details of unsecured loans availed from Directors / relatives of Directors and outstanding as on 31.03.2023 are as under:

Amount in Rs.

Name	Relation	Opening balance	Addition	Repaid	Amount outstanding
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	Total	2,16,18,559	31,68,770	1,18,43,649	1,74,66,035
Pritam Pangal	Director	10,00,000	Greek Sterring	19 to 19 18 19 18 20 20 20 20 20 20 20 20 20 20 20 20 20	10,00,000
Pratibha Deshmukh	Director	10,00,000	-		10,00,000
Hrishikesh Sathe	Director	5,02,194		1,50,000	3,52,194
Varun Sathe	Director	2,88,374	1,11,626	4,00,000	
Surekha More	Director	37,31,787	-	45,000	36,86,787
Swati Pawar	Director	24,41,541		30 - 100 - 100 -	24,41,541
Dhananjay Pawar	Director	2,16,18,559	30,57,144	1,12,48,649	1,34,27,054

# 16. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The provisions of CSR were not applicable to the Company during the year under report.

# 17. NAME OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

No companies have become or ceased to become Subsidiaries/ Joint Ventures/ Associate Companies during the year and hence this clause is not applicable.

# 18. PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT

As the Company doesn't have Subsidiary/ies/ Joint Ventures/ Associates Companies as on March 31, 2023, the clause regarding reporting of performance and financial position thereof is not applicable.

### 19. STATUTORY AUDITORS

M/s ANRK & Associates LLP, Chartered Accountants, Pune (Firm Registration Number: W-100001) retire as Statutory Auditors of the Company at the conclusion of the forthcoming Annual General Meeting (AGM). They are eligible for re-appointment as Statutory Auditors of the Company from the conclusion of ensuing Annual General Meeting (AGM) till the conclusion of the consecutive 6th AGM of the Company to be held in the year 2028-29 for the financial year ending 31th March 2028.

The Auditors have accordingly given their consent and eligibility to continue to act as Statutory Auditors of the Company.

Your Board requests the members to reappoint M/s ANRK & Associates LLP, Chartered Accountants, as Statutory Auditors of the Company, in terms of the provisions of Section 139 of the Companies Act, 2013 and to fix their remuneration in pursuance of the resolution as proposed in the Notice convening the ensuing AGM of the Company.

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## 20. REPLY TO AUDITORS' REMARKS

1. 2<sup>nd</sup> Para under the heading 'Qualified Opinion' read with para-a) under the heading 'Basis for Qualified Opinion' and Para 2. A) (b) and (d) under the heading Report on Other Legal and Regulatory Requirements of the Independent Auditors Report, reproduced hereunder:-

The company has not obtained external confirmations from Significant customers and vendors and has failed to reconcile the balances with books of accounts. Since no confirmations were obtained, the potential impact on the financial statements could not be quantified

**Reply**: The confirmations have been called from the customers and vendors and the same are awaited. Further, no vendor has disputed any dues till date. Your attention is further invited to Para 20. 5 in this report appearing below.

2. 2<sup>nd</sup> Para under the heading 'Qualified Opinion' read with para b) under the heading 'Basis for Qualified Opinion' and Para 2. A) (b) and (d) under the heading Report on Other Legal and Regulatory Requirements of the Independent Auditors Report, reproduced hereunder:

We draw attention to note number 30 of the financial statements which explains the details of the demands raised by the State Tax Officer (Maharashtra) against the Company amounting to Rs. 28.21 lakhs. The management has not accounted for a provision against this demand in accordance with the provisions of Accounting Standards 29 - Provisions, Contingent Liabilities and Contingent Assets. Accordingly, the profits for the financial year are overstated by Rs. 28.21 lakhs, Reserves and surplus as on 31 March 2023 is overstated by Rs. 28.21 lakhs and the current liabilities are understated by Rs. 28.21 lakhs

**Reply**: Note no. 30 of the financial statement is self-explanatory and doesn't call for any further explanation.

3. Para (vii)(a) of Annexure A to the Independent Auditors' Report regarding delays ranging from 3 to 90 days occurred in depositing Provident fund, Employee State Insurance, Goods and Services Tax, Income Tax and other material statutory dues

**Reply**: The delay in payment of statutory dues is on account of shortage of funds due to fire accident which took place at factory premises at Atit, Satara. The provident fund dues have been paid before the date of signing of this report. Other pending statutory dues will be paid soon.

4. Para 1 under the heading 'Qualified opinion' in Annexure B to the Independent Auditors' Report, reproduced hereunder:

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The Company's internal financial controls over accounting and payment of government taxes and duties were not operating effectively, which has resulted into interest, penalties and late charges

**Reply**: The Company was unable to get sufficient credit limits from the Bankers irrespective of the turnover achieved, resulting in imbalance in the fund flows. The necessary steps are being taken to overcome the situation.

5. Para 2 under the heading 'Qualified opinion' in Annexure B to the Independent Auditors' Report, reproduced hereunder:-

The Company's internal financial controls over reconciliation of ledger balances of significant customers and vendors, undertaking cut-off procedures for closure of books and preparation financial statements were not operating effectively. This may result in certain inaccuracies in the financial statements and underlying accounting records.

**Reply**: The Company could add major domestic group of customer / vendors during the year under consideration. Management has tried to contact such customer / vendors for confirmation of balances with no response. The sale to such customer consists of 80-90% of the turnover of the company and hence the management could not exert pressure on these customer for balance confirmation being in initial stage of contract for supply. Hence, the reconciliation of ledger balances of significant customer and vendors could not be done. The management expects to complete it soon and is confident that no major discrepancies would be occurred.

6. Para 3 under the heading 'Qualified opinion' in Annexure B to the Independent Auditors' Report regrading internal financial control over the financial statements, reproduced below:

The Company does not have adequate procedures related to recognition of revenue more particularly in relation to assessment of passing of the risk of ownership for the sales generated during the year.

**Reply**: As stated in the above para, the management could not get confirmations for passing of risk of ownership for goods dispatched and hence the same could not be produced to the Auditors. However, management confirms that there is no issue with respect to recovery.

### 21. VIGIL MECHANISM

The provisions of vigil mechanism were not applicable to the Company during the year under report.

#### 22. RISK MANAGEMENT POLICY

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Every business is subject to risks, uncertainties that could cause actual results to differ materially from those contemplated. The Company has such risk management policy in place and is under regular improvements. The Directors and employees are being trained and educated on various risks and mitigation thereof. Taking into account the fire mishap at the factory in the previous year, the company has necessary steps for mitigating the risks.

#### 23. INTERNAL FINANCIAL CONTROL

The Company has a proper and adequate system of internal financial control over financial reporting. The Company's Internal financial controls operate effectively and ensure orderly and efficient conduct of its business including adherence to its policies, safeguarding its assets, preventing and detecting frauds and errors, maintaining accuracy and completeness of its accounting records and further enabling it in timely preparation of reliable financial information. However, considering the Auditors comments under the heading 'Qualified opinion' in Annexure B to the Independent Auditors' Report regarding internal financial control, the Directors state that necessary improvement would be made in the internal financial controls in consultation with the Auditors and experts in the field.

# 24. CASES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The number of cases filed and their disposal under this Act is NIL. The Company has constituted an Internal Complaints Committee as specified under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act. The Company is in process of appointing one member from amongst non – governmental organizations or associations.

### 25. COMPLIANCE OF SECRETARIAL STANDARDS

The Company complies with the applicable secretarial standards issued by the Institute of Company Secretaries of India.

### 26. APPLICABILITY OF COST RECORDS

The Company is required to maintain Cost Records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and accordingly such records are made and maintained.

## 27. SECRETARIAL AUDITOR AND REPLIES TO SECRETARIAL AUDITOR'S COMMENT/S:

There is nothing to be reported under this head since the provisions of Secretarial Audit were not applicable to the Company during the financial year under report.

### 28. FRAUD

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No frauds have been reported by the Auditors

29. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

The Company has not made any application and there are no proceedings pending under the Insolvency and Bankruptcy Code, 2016

30. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

There was no instance of making one time settlement with any Banks or Financial Institutions with respect to any loan. The Company has not defaulted in repayment of any loan availed from any Bank / Financial Institution

31. DISCLOSURES IN RESPECT OF VOTING RIGHTS NOT EXERCISED DIRECTLY BY THE EMPLOYEES IN RESPECT OF SHARES FOR WHICH THE LOAN HAVE BEEN PROVIDED BY THE COMPANY

There are no such instances

32. DETAILED REASONS FOR REVISION OF FINANCIAL STATEMENTS OR REPORT OF THE BOARD

There has been no revision of financial statements or report of the Board in respect of any of the 3 preceding financial years and hence this clause is not applicable

33. ISSUE OF SWEAT EQUITY SHARES / SHARES WITH DIFFERENTIAL VOTING RIGHTS/ SHARES UNDER EMPLOYEES' STOCK OPTION SCHEME

The Company has not issued any Sweat Equity Shares / Shares with differential voting rights/ Shares under Employees' Stock Option Scheme during the year under report.

34. NON-APPLICABILITY OF CERTAIN PROVISIONS/DISCLOSURES OF THE COMPANIES ACT, 2013 (THE ACT)

The provisions/disclosures with respect to Statement on declarations given by Independent Directors under section 149(6) of the Act, Appointment of an Independent Director, Reappointment of an Independent Director beyond term of 5 consecutive years, Formal Annual Evaluation of Board, its Committees and Individual Directors, Composition of Audit Committee, Nomination and Remuneration Committee & Policy, Stakeholders Relationship Committee, Ratio of the remuneration of each director to the median employee's remuneration and Payment of Remuneration or Commission from any holding Company or subsidiary Company to Managing Director or Whole time Director, Employees Particulars are

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not applicable to the company being a Private Limited entity or otherwise.

# 35. ACKNOWLEDGEMENTS

The Directors are thankful to the shareholders for confidence reposed in the management. The Directors also appreciates the valuable support extended by the Bankers. viz. The Karad Urban Co-op Bank Limited and employees of the company

For and on behalf of the Board of Directors
For Amazia Vision Environment Private Limited

Date: 27 Sept 2023

Place: Pune

Dhananjay Pawar

Whole Time Director

DIN: 07547394 Atit, Satara 415519 Surekha More

Director

DIN: 07547398

सी.स. ह. मारे

Mu/Po- Indoli, Taluka Karad, Satara 415109 **Swati Pawar** 

Director

DIN: 07552572

Atit, Satara 415519