

# AUSTERE SYSTEMS PRIVATE LIMITED

CIN: U74900PN2015PTC155381

Regd. Off.: Office 301-303, A Square, Plot No. 34,

ADC Sector-26, Pradhikaran, Pune, Maharashtra-411044

Email Id: piyush.austere@gmail.com, Ph. No.: +919868455175

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 8<sup>th</sup> Annual General Meeting (AGM) of the members of **AUSTERE SYSTEMS PRIVATE LIMITED** will be held on Saturday, 30<sup>th</sup> September 2023 at 1:00 P.M. at C-74, LGF Suncity Sector-54, Golf Course Road, Gurugram, Haryana- 122003 to transact the following business: -

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the financial statements of the company for the financial year ended 31st March 2023 and the Report of the Directors and the Auditors thereon.
2. To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the underlying rules viz. Companies (Audit and auditors) Rules, 2014, Mukesh A Mittal & Co., Chartered Accountants (FRN-016910N) be and are hereby re-appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting, for five years until the conclusion of Annual General Meeting of the company in the calendar year 2028, at such remuneration as shall be fixed by the Board of Directors of the company."

### **INSPECTION OF DOCUMENTS:**

Copies of Memorandum and Articles of Association shall be open for inspection at the Registered Office of the Company on all working days during the business hours.

By order of the Board  
For Austere Systems Private Limited

For Austere Systems Pvt. Ltd.

Shikhar Gupta

Director

DIN-08071850

Date: 03.09.2023

Place: Haryana

C-58, Sun City Sector 54, Golf Course Road,  
Ghata, Gurgaon, Haryana-122003

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## NOTES:

- (1) Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company.
- (2) Proxy form duly filled up and executed must be received at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.
- (3) Members desiring any further information on the business to be transacted at the meeting should write to the Company at least 10 days before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.
- (4) Members are requested to bring their copy of the Annual Report with them at the Annual General Meeting.

By order of the Board  
For Austere Systems Private Limited

For Austere Systems Pvt. Ltd.

Shikhi Gupta

Director

DIN-08071850

Date: 03.09.2023

Place: Haryana

C-58, Sun City Sector 54, Golf Course Road,  
Ghata, Gurgaon, Haryana-122003



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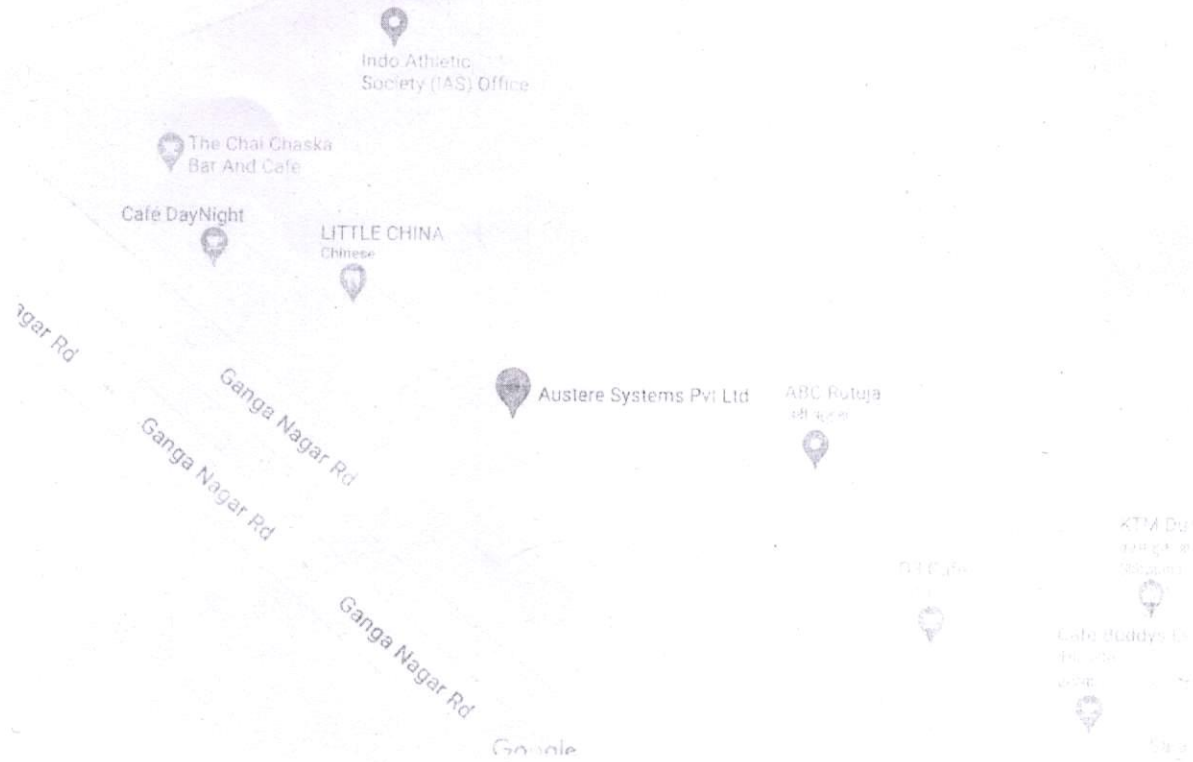
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## ROUTE MAP TO THE VENUE OF 8<sup>TH</sup> ANNUAL GENERAL MEETING



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## FORM NO. MGT-11

### PROXY FORM

[Pursuant to Section 105(69) 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./Client Id\*: \_\_\_\_\_

I, being the member of \_\_\_\_\_ shares of the above-named Company, hereby appoint:

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

E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on poll) for me and on my behalf at the 8<sup>th</sup> Annual General Meeting of the Company to be held on Saturday, 30<sup>th</sup> September 2023 at 1:00 P.M. at C-74, LGF Suncity Sector-54, Golf Course Road, Gurugram, Haryana- 122003 and / or at any adjournment thereof in respect of such resolution as are indicated below:

I wish my above proxy to vote in the manner as indicated in the box below:

Resolution No.	Description	For	Against
1.	Adoption of statement of Financial Statements, report of Director's and Auditor's for the financial year 31 <sup>st</sup> March, 2023		
2.	Re-appointment of Statutory Auditors		

Signed this \_\_\_ day of \_\_\_, 2023

\_\_\_\_\_  
(Signature of the Shareholder)

\_\_\_\_\_  
(Signature of the Proxy holder (s))

Affix Re. 1/-  
revenue stamp

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## ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full Name of the Member Attending \_\_\_\_\_

Member's Folio No/ Client ID: \_\_\_\_\_ and DP ID: \_\_\_\_\_

No. of shares held: \_\_\_\_\_

Name of Proxy \_\_\_\_\_

(To be filled in, if the Proxy attends instead of the member)

I hereby record my presence at the 8<sup>th</sup> Annual General Meeting of the Company, to be held on Saturday, 30<sup>th</sup> September 2023 at 1:00 P.M. at C-74, LGF Suncity Sector-54, Golf Course Road, Gurugram, Haryana- 122003.

.....  
Member's / Proxy's Signature



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## DIRECTOR'S REPORT:

To  
The Members,

The 8<sup>th</sup> Annual Report of the Company for the financial year ended 31<sup>st</sup> March 2023.

### 1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY:

Summary of the financial results for the period ended March 31, 2023 are given as under:  
(Amt. in hundred)

Particulars	Year Ended 31.03.2023 (Rs.)	Year Ended 31.03.2022 (Rs.)
Gross Revenue	15,35,882.18	12,30,258.55
Other Income	2,764.76	8,863.05
<b>Total Revenue</b>	<b>15,38,646.94</b>	<b>12,39,121.60</b>
Other Expenses	12,55,059.86	10,74,002.23
Depreciation	48,898.78	48,262.47
<b>Total Expenses</b>	<b>13,03,958.64</b>	<b>11,22,264.70</b>
<b>Profit Before Tax</b>	<b>2,34,688.30</b>	<b>1,16,856.90</b>
Less: Tax Expenses	-1,571.63	31,205.9
<b>Profit After Tax</b>	<b>2,36,259.93</b>	<b>85,651</b>

### 2. STATE OF AFFAIRS

There has been no change in the business of the Company during the financial year ended 31<sup>st</sup> March 2023. The company has received revenue of Rs. 15,35,88,2.18/- (in hundreds) in the current year as compared to Rs. 12,30,25,8.55/- (in hundreds) in the previous year. However, the company has earned a profit of Rs. 2,36,25,9.93/- (in hundreds) in the current year as compared to profit earned of Rs. 85,651.00/- (in hundreds) in the previous year. Your directors are trying their level best to increase the profitability in the company and are expected to make more profits in the near future. There has been no change in the status of the company during the financial year.

### 3. DIRECTORS

There has been no change in the composition of board of directors during the financial year 2022-23.

### 4. CHANGES IN CAPITAL STRUCTURE OF THE COMPANY:

There has been no change in the capital structure of the Company during the year 2022-23. The authorised capital of the company is Rs. 1,00,000/- divided into 10,000 equity shares of Rs. 10/- each. The paid-up capital of the company is Rs. 1,00,000/- divided into 10,000 equity shares of Rs. 10/- each.

### 5. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITOR IN HIS REPORT

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not call for any further comment.

#### **6. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:**

During the year 2022-23, the Board of Directors met Five (05) times Viz. on 30.05.2022, 15.07.2022, 01.09.2022, 30.12.2022, 15.03.2023.

Name of Director	Meetings attended
Mr. Rahul Gajanan Teni	5
Mr. Piyush Gupta	5
Mr. Shikhir Gupta	5

#### **7. STATUTORY AUDITORS:**

The auditors, M/s. Mukesh A Mittal & Co., Chartered Accountants were appointed as Statutory Auditors of the company in the annual general meeting held on 30<sup>th</sup> September 2018 to hold the office till the conclusion of the ensuing Annual General Meeting. Further they are eligible for re-appointment as the Statutory Auditors of the company for a term of five years. They have confirmed that they are not disqualified from continuing as Statutory Auditors of the company. The Board of Directors recommend for their re-appointment in the ensuing Annual General meeting.

#### **8. MATERIAL CHANGES AND COMMITMENTS**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

#### **9. WEB LINK OF ANNUAL RETURN, IF ANY**

The Company doesn't have any website.

#### **10. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS**

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

#### **11. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

During the financial year 2022-23, your Company has entered into transactions with related parties as defined under Section 2(76) of the Companies Act, 2013, read with Companies (Specification of Definitions Details) Rules, 2014, all of which were in the ordinary course of business and on arm's length basis and in accordance with the provisions of the Companies Act, 2013, read with the Rules issued there under. Further, there were no transactions with related parties which qualify as material transactions.

The details of the related party transactions as per Accounting Standard 18 are set out in the Financial Statements forming part of this report.

#### **12. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS:**

There is no fraud in the Company during the F.Y. ended 31st March 2023. This is also being supported by the report of the auditors of the Company as no fraud has been reported in their audit report for the F.Y. ended 31st March 2023.



**13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

**(A) Conservation of energy:**

The Company's operations are not power extensive. The Company is taking every step to conserve and minimize the use of energy wherever possible such as using energy efficient computer terminals, purchasing energy efficient equipments etc.

**(B) Technology absorption:**

There is no technology absorption in the company.

**(C) Foreign exchange earnings and Outgo:**

Foreign Exchange Earned      Rs. 224499.83/-  
Foreign Exchange used      Nil

**14. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(3)(c) of the Companies Act, 2013 with respect to Directors Responsibility Statement, it is hereby confirmed that—

- i. in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- ii. appropriate accounting policies have been selected and applied consistently and judgments and estimates which are reasonable and prudent have been made 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/loss of the Company for the year under review;
- iii. 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. the directors had prepared the annual accounts on a going concern basis; and
- v. 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.

**15. ACKNOWLEDGEMENTS:**

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors  
AUSTERE SYSTEMS PRIVATE LIMITED  
**For Austere Systems Pvt. Ltd.**



**Director**

Shikhir Gupta  
Director  
DIN: 08071850  
C-58, Sun City Sector 54, Golf Course Road,  
Ghata, Gurgaon, Haryana-122003

**For Austere Systems Pvt. Ltd.**



**Director**

Piyush Gupta  
Director  
DIN: 08071837  
99-E Kamla Nagar, Malka Ganj,  
Delhi-110007

Date: 03.09.2023  
Place: Haryana



Date: 03.09.2023

To,

The Board of Directors  
AUSTERE SYSTEMS PRIVATE LIMITED  
Office 301-303, A Square, Plot No. 34 ADC Sector 26,  
Pradhikaran Pune, Maharashtra-411044

**Sub: Consent viz. a viz. to conduct 8th Annual General Meeting ("AGM") at any place other than the registered office**

Dear Sir,

I, Rahul Gajanan Teni, the equity shareholder of AUSTERE SYSTEMS PRIVATE LIMITED ("the company") holding 4,000 equity shares or 40% of the paid-up share capital and voting rights of the company as on the date of the notice, hereby give my consent to conduct the 8<sup>th</sup> Annual General Meeting of the company on 30<sup>th</sup> September 2023 at any place at other than the registered office of the company.

Kindly do take the same on record.

Yours sincerely

For Austere Systems Pvt. Ltd.

(Rahul Gajanan Teni)

  
Director

Date: 03.09.2023

To,

The Board of Directors

**AUSTERE SYSTEMS PRIVATE LIMITED**

Office 301-303, A Square, Plot No. 34 ADC Sector 26,  
Pradhikaran Pune, Maharashtra-411044

**Sub: Consent viz. a viz. to conduct 8th Annual General Meeting ("AGM") at any place other than the registered office**

Dear Sir,

I, Shikhir Gupta, the equity shareholder of AUSTERE SYSTEMS PRIVATE LIMITED ("the company") holding 3,000 equity shares or 30% of the paid-up share capital and voting rights of the company as on the date of the notice, hereby give my consent to conduct the 8th Annual General Meeting of the company on 30<sup>th</sup> September 2023 at any place at other than the registered office of the company.

Kindly do take the same on record.

Yours sincerely

**For Austere Systems Pvt. Ltd.**



**Director**

(Shikhir Gupta)



Date: 03.09.2023

To,

The Board of Directors

**AUSTERE SYSTEMS PRIVATE LIMITED**

Office 301-303, A Square, Plot No. 34 ADC Sector 26,

Pradhikaran Pune, Maharashtra-411044

**Sub: Consent viz. a viz. to conduct 8th Annual General Meeting ("AGM") at any place other than the registered office**

Dear Sir,

I, Piyush Gupta, the equity shareholder of AUSTERE SYSTEMS PRIVATE LIMITED ("the company") holding 3,000 equity shares or 30% of the paid-up share capital and voting rights of the company as on the date of the notice, hereby give my consent to conduct the 8th Annual General Meeting of the company on 30<sup>th</sup> September 2023 at any place at other than the registered office of the company.

Kindly do take the same on record.

Yours sincerely

**For Austere Systems Pvt. Ltd.**

  
**Director**

\_\_\_\_\_  
(Piyush Gupta)