

**H FILLUNGER AND COMPANY PRIVATE LIMITED**  
**CIN:U27106MH1957PTC010994**

**Regd. Office: Opp Empire Estate, Mumbai Pune Road, Pimpri, Pune – 411018**

**Telephone No. 020-27468616 Email: [pune@fillunger.com](mailto:pune@fillunger.com)**

**Website :[www.fillunger.com](http://www.fillunger.com)**

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 61<sup>ST</sup> ANNUAL GENERAL MEETING OF M/s. H. FILLUNGER & CO. PVT. LTD., WILL BE HELD ONSATURDAY,THE 29<sup>TH</sup> DAY OF SEPTEMBER , 2018 AT 11.30 A.M. (IST) AT THE KEYS SELECT HOTELS PIMPRI, 31/6 OLD MUMBAI PUNE HIGHWAY, NEXT TO BANK OF MAHARASHTRA, PIMPRI, PUNE 411018 TO TRANSACT THE FOLLOWING BUSINESS :-**

**ORDINARY BUSINESS:**


1. To receive, consider and adopt the audited balance sheet and the statement of profit & loss account and the reports of the board of directors and of the auditors of the company for the year ended 31st March 2018.
2. To ratify appointment of Statutory Auditors of the Company and in this regard, to consider and if thought fit, to pass the following resolution as Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 (the “Act”) if any and the Rules made thereunder the Company hereby ratifies appointment of M/s P G BHAGWAT, Chartered Accountants having Firm Registration Number 101118W, as the Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting till the expiry of their term of appointment as was contemplated in the AGM held in the year 2014-15, at a remuneration as may be determined by the Board of Directors in consultation with the Auditors.”

**Date:28<sup>th</sup> August, 2018**

**Place: Pune**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
H.FILLUNGER& CO PVT. LTD.,**



**MANDAR MARATHE  
MANAGING DIRECTOR**

**DIN: 00433013**

**Contact No. 9763718059**

**Address: Flat No. 2 Saidham Apartments,  
Lane no.5, Prabhat Road, Pune 411 004.**

**Notes:**

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote at the meeting instead of him and the proxy need not be a member.
2. The Form of Proxy (MGT-11 which is annexed herewith) in order to be effective should be duly filled, stamped, signed and deposited at the Registered Office of the Company at least 48 hours before the meeting at the office of the company.
3. Road map to the venue attached

**EXPLANATORY NOTE**Item No. 02:

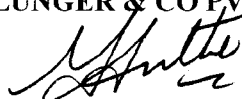
As per the provision of section 139 of Companies Act 2013, of M/s P G BHAGWAT, Chartered Accountants having Firm Registration Number 101118W, Statutory Auditors of the Company were appointed in the AGM held in FY 2014-15 for a period of five years, subject to ratification by the members in the annual general meeting.

As per the notification dated 07 May 2018, provision of section 139 (1) were amended. As per the amended provision, the company is now (post 07 May 2018) is not required to ratify the appointment of the auditor. However, since the ratification in the previous AGM held in year 2017 was only up to the AGM for FY 2018, the same needs to be done for the remaining period of their term. Accordingly, the Company has received certificate from the Statutory Auditors of the Company as required under Section 139(1) of the Companies Act, 2013 stating that this ratification, if made, will be in accordance with the provisions of Companies Act, 2013.

You are requested to confirm the appointment of of M/s P G BHAGWAT, Chartered Accountants having Firm Registration Number 101118 was the Statutory Auditors of the company for the remaining period of their term by passing an Ordinary resolution. The Directors recommend the aforementioned Resolution of the Notice for the approval of the shareholders.

None of the Directors or Key Managerial Persons of Company and or their relatives are concerned or interested financially or otherwise in the said resolution.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
H. FILLUNGER & CO PVT. LTD.,**



**MANDAR MARATHE  
MANAGING DIRECTOR**

**DIN: 00433013**

**Contact No. 9763718059**

**Address: Flat No. 2 Saidham Apartments,  
Lane no.5, Prabhat Road, Pune 411 004.**

EXTRACT OF ANNUAL RETURNS ON THE FINANCIAL YEAR ENDED ON  
31<sup>st</sup> March 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>	CIN	<b>U27106MH1957PTC010994</b>
<b>ii.</b>	Registration Date	30/12/1957
<b>iii.</b>	Name of the Company	M/S. H. FILLUNGER AND COMPANY PRIVATE LIMITED.
<b>iv.</b>	Category / Sub-Category of the Company	COMPANY LIMITED BY SHARES/INDIAN NON GOVERNMENT PRIVATE LIMITED COMPANY
<b>v.</b>	Address of the Registered office and contact details	OPP. EMPIRE ESTATE, MUMBAI PUNE ROAD, PIMPRI, PUNE 411018 (INDIA) TEL NO. 02027468616 EMAIL ID: <a href="mailto:hfcpune@gmail.com">hfcpune@gmail.com</a>
<b>vi.</b>	Whether listed company	No
<b>vii.</b>	Name, Address and Contact details of Registrar and Transfer Agent, if any	NA

**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: -

<b>Sr. No.</b>	<b>Name and Description of main products / services</b>	<b>NIC Code of the Product/ service</b>	<b>% to total turnover of the company</b>
<b>1</b>	MANUFACTURING AND EXPORT OF LPG REGULATORS AND LPG COUPLINGS / ADAPTORS, COMPONENTS AND SUBASSEMBLIES FOR LPG REGULATORS, LPG COUPLINGS AND LPG VALVES AS PER CUSTOMERS DESIGN AND REQUIREMENTS	25121	<b>37.14%</b>
<b>2</b>	MANUFACTURING AND EXPORT OF VACUUM COMPONENTS, CHAMBERS, CUSTOM BUILT SYSTEMS AS PER CUSTOMERS REQUIREMENTS	32909	<b>32.51%</b>
<b>3</b>	FOREIGN MANUFACTURERS REPRESENTATIVES FOR RAW MATERIALS, SYSTEMS, ETC. AGENCY BUSINESS	46101	<b>30.35%</b>

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

<b>Sr. No.</b>	<b>Name And Address Of The Company</b>	<b>CIN/GLN</b>	<b>Holding/ Subsidiary /Associate</b>	<b>% of shares held</b>	<b>Applicable Section</b>
1.	NA	NA	NA	NA	NA
2.	NA	NA	NA	NA	NA



e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIIs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(1)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>2. Non Institutions</b>									
a) Bodies Corp. (i) Indian (ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	NIL	321	321	2.92	NIL	321	321	2.92	NIL
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	NIL	2009	2009	18.30	NIL	2009	2009	18.30	NIL
c) Others (Specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(2)	NIL	2330	2330	21.22	NIL	2330	2330	21.22	NIL
Total Public Shareholding (B)=(B)(1) + (B)(2)	NIL	2330	2330	21.22	NIL	2330	2330	21.22	NIL
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	NIL	10976	10976	100	NIL	10976	10976	100	NIL

**ii. Shareholding of Promoters**

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	% change in share holding during the year
1.	Mr. A D Marathe	4631	42.19	NIL	4631	42.19	NIL	NIL
2.	Mr. M A Marathe	1441	13.13	NIL	1441	13.13	NIL	NIL
3.	Mrs. S A Marathe	2574	23.45	NIL	2574	23.45	NIL	NIL
	<b>Total</b>	<b>8646</b>	<b>78.77</b>	<b>NIL</b>	<b>8646</b>	<b>78.77</b>	<b>NIL</b>	<b>NIL</b>

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

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	<b>8646</b>	<b>78.77</b>	<b>8646</b>	<b>78.77</b>
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
3.	At the End of the year	<b>8646</b>	<b>78.77</b>	<b>8646</b>	<b>78.77</b>



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

Sl. No.		Shareholding at the beginning of the year		Change during the year due to allotment /Transfer / Transmission		Cumulative Shareholding during the year & share holding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	For each of the Top 10 shareholders						
1	Mr. Ajit Arvind Marathe Jointly with Mrs. Sanjivani Ajit Marathe	169	1.54	-	-	169	1.54
2	Mr. Ajit Arvind Marathe Jointly with Mr. Vivek Arvind Marathe	1693	15.42	-	-	1693	15.42
3	Mr. Vivek Arvind Marathe Jointly with Mrs. Nayana Vivek Marathe	147	1.34	-	-	147	1.34
4	Mr. Satish Vishnu Marathe	3	0.03	-	-	3	0.03
5	Mr. Vilas Ashok Marathe	9	0.08	-	-	9	0.08
6	Mr. Dattatraya Jagannath Kogekar	3	0.03	Decrease due to Transmission of 3 equity shares on 03/05/17 to Mrs. Mangala Kogekar J/ w Mr. Jayant Kogekar	0.03	0	0.00
7	Mrs. Mangala Dattatraya Kogekar Jointly with Mr. Jayant Dattatraya Kogekar	0	0.00	Increase due to Transmission of 3 equity shares on 03/05/17 from Mr. Dattatraya Kogekar	0.03	3	0.03

**v. Shareholding of Directors and Key Managerial Personnel:**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the & share holding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	For each of the Directors and KMP				
1	Mr. Achyut Dattatray Marathe Jointly with Mrs Shobhana Achyut Marathe	3968	36.15	3968	36.15
2	Mr. Mandar Achyut Marathe Jointly with Mrs Shobhana Achyut Marathe	573	5.22	573	5.22
3	Mrs Shobhana Achyut Marathe Jointly with Mr. Achyut Dattatray Marathe	2574	23.45	2574	23.45
4	Mr. Achyut Dattatray Marathe Jointly with Mrs Shobhana Achyut Marathe & Mr. Mandar Achyut Marathe	45	0.41	45	0.41
5	Mr. Anant Shankar Pandit Jointly with Amol Anant Pandit and Atul Anant Pandit	306	2.79	306	2.79
6	Mr. Achyut Dattatray Marathe	618	5.63	618	5.63
7	Mr. Mandar Achyut Marathe	868	7.91	868	7.91

**VI. INDEBTEDNESS**

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

	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
Indebtedness at the beginning of the financial year				
<b>i) Principal Amount</b>	<b>13809610</b>	<b>3050000</b>	<b>0</b>	<b>16859610</b>
<b>ii) Interest due but not paid</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>iii) Interest accrued but not paid</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total (i+ii+iii)</b>	<b>13809610</b>	<b>3050000</b>	<b>0</b>	<b>16859610</b>
Change in Indebtedness during the financial year				
- Addition	<b>105102065</b>	<b>800000</b>	<b>0</b>	<b>156943269</b>
- Reduction	<b>(117506865)</b>	<b>(1850000)</b>	<b>0</b>	<b>(151720697)</b>
<b>Net Change</b>	<b>(12404800)</b>	<b>(1050000)</b>	<b>0</b>	<b>5222572</b>
Indebtedness at the end of the financial year				
<b>i) Principal Amount</b>	<b>1404810</b>	<b>2000000</b>	<b>0</b>	<b>16859610</b>
<b>ii) Interest due but not paid</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>iii) Interest accrued but not due</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total (i+ii+iii)</b>	<b>1404810</b>	<b>2000000</b>	<b>0</b>	<b>16859610</b>

**VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Name of MD/WTD/ Manager
		<b>Mr. Mandar A. Marathe Managing Director (Total Amount Rs.)</b>	<b>Mrs. Shobhana A. Marathe WTD (Total Amount Rs.)</b>
<b>1.</b>	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3000000	1380000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	143813	277291
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0
<b>2.</b>	Stock Option	NIL	NIL
<b>3.</b>	Sweat Equity	NIL	NIL
<b>4.</b>	Commission - as % of profit - others, specify...	NIL	NIL
<b>5.</b>	Others, please specify GRATUITY PROVISION	845442	39940
	LEAVE ENCASHMENT PROVISION	0	0
<b>6.</b>	Sub Total	<b>3989255</b>	<b>1697231</b>
<b>7.</b>	<b>Total (A)</b>	<b>5686486</b>	
	Ceiling as per the Act	Being Private Limited Company ceiling is not applicable.	

**B. Remuneration to other directors:**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	None	NIL
	Total (1)		NIL
	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	Mr. A D Marathe Mr. A S Pandit	200 200
	Total (2)		400
	Total (B)= (1+2)		400
	Total Managerial Remuneration (A+B)		5686886
	Overall Ceiling as per the Act		NA

**C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD – NOT APPLICABLE**

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
6.	Total	NIL	NIL	NIL	NIL

Company being a private limited company, was not required to appoint CEO and CFO and was out of purview of appointment of Company Secretary too.

**VIII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
<b>A. Company</b>					
Penalty	-----	NONE	-----	-----	-----
Punishment	-----	NONE	-----	-----	-----
Compounding	-----	NONE	-----	-----	-----
<b>B. Directors</b>					
Penalty	-----	NONE	-----	-----	-----
Punishment	-----	NONE	-----	-----	-----
Compounding	-----	NONE	-----	-----	-----
<b>C. Other Officers In Default</b>					
Penalty	-----	NONE	-----	-----	-----
Punishment	-----	NONE	-----	-----	-----
Compounding	-----	NONE	-----	-----	-----

**For & On behalf of the Board of Directors**



**Name: Mr. Mandar A Marathe**  
**Designation: Managing Director**  
**DIN: 00433013**  
**Address: Flat No. 2 Saidham Apartment,**  
**Lane No. 5 Prabhat Road,**  
**Pune 411004.**

**Place: Pune**  
**Date: 28<sup>th</sup> August 2018**

# LOCATION FOR 61ST ANNUAL GENERAL MEETING OF

## M/S. HFILLUNGER & CO.PVT.LTD

Mumbai - Pandharpur Road  
मुंबई - पुणे महामार्ग

Kajree  
Kishor Gujar & Associates

Community Point

SBM Toilet

KGN TEI STAOL

Chemdist Process Solutions & ACME...

Renuka Devi F  
Vidhyat

for Skin Cl

Keys Select Hotels  
₹ 2,707

T.I.M.E. Pimpri

Service Rd

Bank of Maharashtra  
बँक ऑफ महाराष्ट्र

Datta Mandir

Jazz up Salon  
जाझ अप लुना -  
पिंपरी-चिंचवड

Service Rd  
Old Mumbai Rd

Service Rd

Service Rd

Parking