

DATIWARE MARITIME INFRA LIMITED

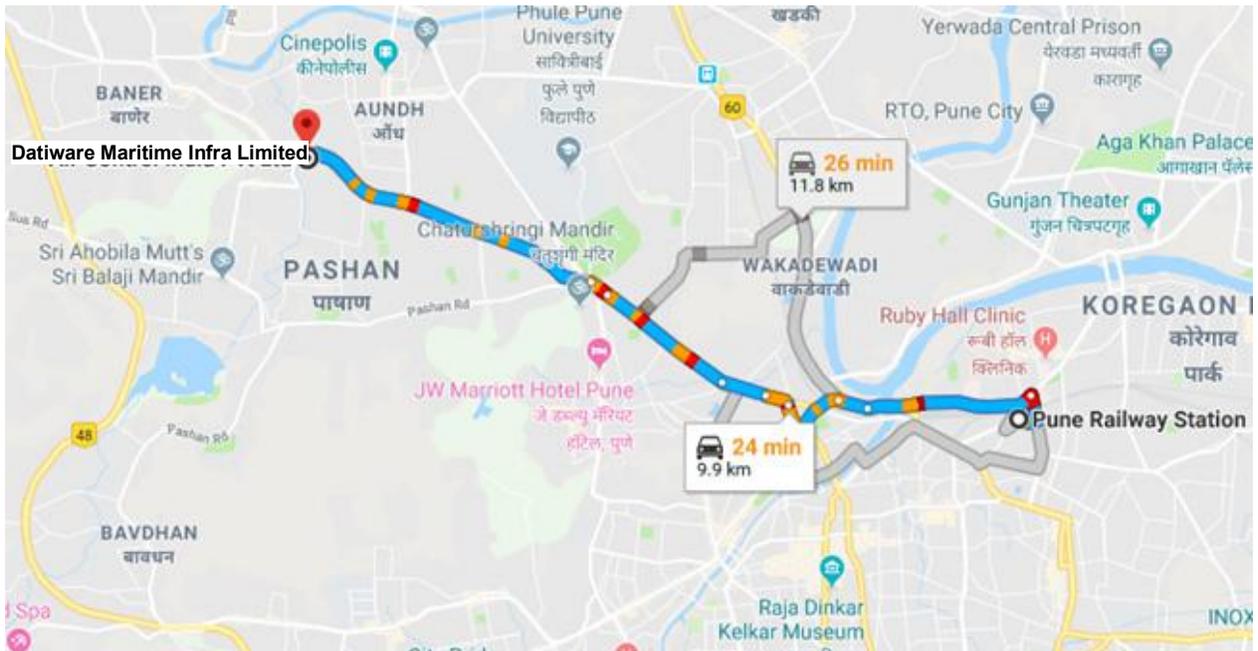
Formerly known as Ruia Aquaculture Farms Limited

ANNUAL REPORT 2017 - 2018

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Route Map – Annual General Meeting



RUIA AQUACULTURE FARMS LIMITED
(CIN: L05000MH1992PLC067862)

CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Ashok B. Patil (DIN:00766354)	Promoter, Chairman and Managing Director
Mrs. Jayashree A. Patil (DIN:02419826)	Promoter, Director
Mr. Jitendra S Patil (DIN: 07889582)	Independent Director
Mr. Kishor D Gambani (DIN: 00208295)	Independent Director

KEY MANAGERIAL PERSON:

Mr. Ashok B. Patil	Managing Director
Mr. Nachiket Patil	Chief Financial Officer
Ms. Saloni Pradeep Sadalage	Company Secretary

STATUTORY AUDITORS:

M/s. Anil S. Deshpande & Co.

SECRETARIAL AUDITORS:

M/s. PPS & Associates

BANKERS:

Bank Of Baroda,
Gr. Floor, Adams Court,
Baner Road, Baner,
Pune – 411 045

REGISTERED OFFICE:

Adam's Court, 1st Floor
Baner Road, Pune- 411045
Tel: 7410090096, 7410090100
E-Mail: cs.ruiaaquafarms@gmail.com
Web Site: - www.ruiaaquaculturefarmsltd.com

REGISTRAR & SHARE TRANSFER AGENTS:

Purva Sharegistry (India) Pvt. Ltd.
Unit No. 9 Shiv Shakti Ind. Estate,
J. R. Boricha Marg, Lower Parel East,
Mumbai- 400011
Tel: 022 23012518/ 23018261, Fax: 23012517
E-mail:- busicomp@vsnl.com
Website:- www.purvashare.com

NOTICE

Notice is hereby given that the **26th Annual General Meeting** of the Shareholders of **Datiware Maritime Infra Limited (formally known as Ruia Aquaculture Farms Limited)** (CIN : L05000PN1992PLC177590) will be held on Saturday, September, 15 2018 at 1.00 p.m. at the registered Office of the Company at 1st Floor, Adams Court, Baner Road, Baner, Pune – 411 045 to transact, with or without modification(s), as may be permissible, the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial statements for the financial year ended 31st March 2018 and the report(s) of the Directors and the Auditors thereon.
2. To appoint Statutory Auditors of the Company and to fix their remuneration and for the purpose, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), Companies (Audit and Auditors) Rules, 2014, (the Rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s Anil S. Deshpande & Co, Chartered Accountants, Pune having ICAI Membership No.039735, be and are hereby appointed as Statutory Auditors of the Company for the period of five year i.e. financial year 2018-19 to 2022-23 to hold office from the conclusion of this 26th Annual General Meeting until the conclusion of 31st Annual General Meeting of the Company on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to applicable taxes and re-imbusement of out of pocket expenses incurred by them in connection with the audit of accounts of the Company.”

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and LODR regulation, Mr. Ashok Bhalchandra Patil (DIN 00766354), who was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 7th December, 2017, and in respect of whom the company has received a notice proposing his candidature for the office of director be and is hereby appointed as Director of the company and that his period of office be liable to determination by retirement of Directors by rotation.

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and LODR regulation, Mrs. Jayashree Ashok Patil (DIN 02419826), who was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 7th December, 2017, and in respect of whom the company has received a notice proposing her candidature for the office of director be and is hereby appointed as Director of the company and that her period of office be liable to determination by retirement of Directors by rotation.

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and LODR regulation Shri. Kishor Deomal Gambani (DIN 00208295) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 7th December, 2017 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”), but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act, as amended from time to time and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, appointment of Shri. Kishor Deomal Gambani (DIN 00208295), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from 7th December 2017 be and is hereby approved.”

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 152 read with schedule IV and all other applicable provisions of the Companies ACT, 2013 and the companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and LODR regulation Shri. Jitendra Shankar Patil (DIN 07889582) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 7th December, 2017 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”), but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act, as amended from time to time and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, appointment of Shri. Jitendra Shankar Patil (DIN 07889582), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from 7th December 2017 be and is hereby approved.”

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, as amended from time to time thereto and the Articles of Association of the Company, subject to approval of the Central Government and such other consents and permission as may be necessary, and subject to such modifications, variations as may be approved and acceptable, approval of the Company be and is hereby accorded for the appointment of Mrs. Jayashree Ashok Patil (DIN 02419826) as Managing Director of the Company, whose office will be liable to determination by retirement by rotation, for a period of three years from September 15, 2018 to September 14, 2021 and payment of consolidated remuneration of Rs. 15,000/- per month for the aforesaid period as approved by the Nomination & Remuneration Committee in its meeting held on August 10, 2018

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Managing Director shall be paid salary, perquisites and other allowances as set out in Explanatory Statement, as the minimum remuneration, subject to ceiling as specified in Schedule V of the Companies Act, 2013 from time to time and subject to the approval of the Central Government, if so required, in accordance with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”

On behalf of the Board of Directors
For **DATIWARE MARITIME INFRA LIMITED**

Ashok Patil
Managing Director
(DIN 00766354)

Date: August 10, 2018
Place: Pune

NOTES:

- 1) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, is annexed hereto.
- 2) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE SHOULD BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent 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.
- 3) The Register of Members and the Share Transfer Books of the Company will remain closed from 8th September 2018 to 15th September 2018 (both days inclusive).
- 4) Details in pursuance of Regulation 36 (3) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment / re-appointment.
- 5) Electronic copy of the 26th Annual Report 2017-18, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For the members who have not registered their email address, physical copies of the Notice of the 26th Annual Report 2017-18, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the physical mode.
- 6) Members are requested to :-
 - a) Write to the Company at least 7 days before the date of the meeting, in case they desire any information as regards the Audited Accounts for the financial year ended 31st March 2018, so as to enable the Company to keep the information ready.
 - b) Bring their copy of the Annual Report, Attendance slip and their photo identity proof at the Annual General Meeting.
 - c) Intimate to the Registrar & Transfer Agent (R&TA) of the Company immediately, about any change in their address.
 - d) Quote Registered Folio no. or DP ID/Client ID no. in all their correspondence.
 - e) Approach the R&TA of the Company for consolidation of folios.
 - f) Avail Nomination facility by filing in form SH-13 in accordance with Section 72 of the Companies Act, 2013 and forward the same to the R&TA, if not done. (Applicable for those holding shares in physical form).
 - g) Send all share transfer lodgments (physical mode)/ correspondence to the R&TA of the Company-Purva Share Registry (India) Private Limited-Unit No. 9 Shiv Shakti Ind. Estt. J.R. Borich Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai, Maharashtra- 400011 upto the date of book closure.
- 7) Corporate Members are requested to forward a certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
- 8) The Company has listed its shares on the BSE Limited. The listing fees till date have been paid.
- 9) All the relevant documents referred to in the Notice are open for inspection at the Registered Office of the Company between 11:00 a.m. to 3:00 p.m. on all working days except Saturdays, Sundays and Public Holidays until the date of the Annual General Meeting or any adjournment(s) thereof. The aforesaid documents will also be available for inspection by members at the meeting.
- 10)
 - a) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and

Disclosure Requirement) Regulations 2015, the Company is pleased to provide its members the facility to exercise their right to vote on resolutions proposed to be considered at the 26th Annual General Meeting, by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

- b) The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by e-voting shall be able to exercise their right at the meeting through Ballot Paper.
- c) The members who have cast their vote by e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- d) The e-voting period commences on Tuesday, September 11, 2018 (9:00 am) and ends on, Friday, September 14, 2018 (5:00 pm). During this period, Members' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, September 08, 2018 may cast their vote by e-voting. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, Member shall not be allowed to change it subsequently.

The procedure to login to e-Voting website consists of two steps as detailed hereunder:

Step 1 : Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:
<https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at [https:// eservices.nsdl.com/](https://eservices.nsdl.com/) with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details will be as per details given below :
 - a) **For Members who hold shares in demat account with NSDL:** 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b) **For Members who hold shares in demat account with CDSL:** 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c) **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).
5. Your password details are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

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6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a. Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. “Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2 : Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail shrenik.nagaonkar@ppscs.in to with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/ Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
- 11) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- 12) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- 13) The Company has appointed Shrenik Nagaonkar, Partner, PPS and Associates FCS 7067 and CP 11682 as the Scrutinizer to count the votes casted in favour or against the resolutions proposed from items No. 1 to 7 of the Notice as mentioned hereinabove and to comply with the provisions of Section 108 of the Companies Act, 2013.
- 14) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of the Scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- 15) The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through ballot paper in the presence of at least two witnesses, not in the employment of the Company, and shall make, not later than three days of the conclusion

of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- 16) The Results declared, along with the report of the Scrutinizer, shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
- 17) Members can access the Annual Report 2017-18 of the Company circulated to them on the website of the Company or on the Stock Exchange, www.bseindia.com
- 18) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 19) The Securities and Exchange Board of India ("SEBI") has mandated submission of PAN by every participant in the Securities Market. Members holding shares in electronic form are requested to submit PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Transfer Agent.

Nomination Facility :

As per the provisions of Section 72 of the Companies Act, 2013, facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name and who have not yet registered their nomination are requested to register the same by submitting Form No.SH-13. If a Member desires to cancel the earlier nomination and record fresh nomination, he may submit the same in Form No.SH-14. Both Forms are appended at the end of the Annual Report. Members holding shares in physical form are requested to submit the forms to the Company's Share Registrars and Transfer Agents. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.

Updation of Members Detail

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company / Share Registrars and Transfer Agents to record additional details of members, including their PAN details, email address, bank details for payment of dividend etc. A form for capturing the additional details is appended in this Annual Report. Members holding shares in physical form are requested to submit the filled in form to the Company or its Share Registrars and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

On behalf of the Board of Directors
For **DATIWARE MARITIME INFRA LIMITED**

Ashok Patil
Managing Director
(DIN 00766354)

Date: August 10, 2018

Place: Pune

**EXPLANATORY STATEMENT
Pursuant to Section 102 of the Companies Act, 2013**

Item No.3 & 4

In accordance with the provisions of Section 161 of the Companies Act, 2013 the following directors were appointed as additional director on 07th December 2017.

- i) Mr. Ashok Bhalchandra Patil (DIN 00766354)
- ii) Mrs. Jayashree Ashok Patil (DIN 02419826).

Pursuant to Section 161 of the Companies Act, 2013 the above directors hold office up to the date this Annual General Meeting. In this regard the Company has received request in writing from a members of the company proposing all above candidates for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of these two directors on the Board is desirable and would be beneficial to the company and hence recommend resolutions No. 3 to 4 for adoption.

Mr. Ashok Bhalchandra Patil (DIN 00766354), Mrs. Jayashree Ashok Patil (DIN 02419826) and Mr. Nachiket Patil, CFO of the Company are interested in these resolutions. The Board recommends resolutions under Item No. 3 to 4 to be passed as ordinary resolutions

Item No.5 & 6

In accordance with the provisions of Section 161 of the Companies Act, 2013 the following directors were appointed as additional director on 07th December 2017.

- i) Shri. Kishor Deomal Gambani (DIN 00208295)
- ii) Shri. Jitendra Shankar Patil (DIN 07889582)

Pursuant to Section 161 of the Companies Act, 2013 the above directors hold office up to the date this Annual General Meeting. In this regard the Company has received request in writing from a member of the company proposing all above candidates for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of these two directors on the Board is desirable and would be beneficial to the company and hence recommend resolutions No. 5 to 6 for adoption.

Further Board at its meeting held on 07th December 2017 appointed these two Directors as on Independent Director of the Company for the period of 5 years w.e.f. 07th December 2017. In the opinion of the Board, Shri. Jitendra Shankar Patil and Shri. Kishor Deomal Gambani are persons of integrity, possesses the relevant expertise and experience, fulfill the conditions specified in the said Act and the rules made there under and is independent of the management of the Company.

The Board accordingly recommends the resolution at Item No. 5 & 6 of this Notice for the approval of the Members as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives other than those mentioned in the resolution and their relatives are in any way concerned or interested, financially or otherwise, in the resolution.

Item No. 7

The Company's Nomination and Remuneration Committee ('the Committee') of the Board at its meeting held on August 10, 2018 considered and recommended to the Board the appointment of Mrs. Jayashree Ashok Patil (DIN 02419826) as Managing Director of the Company, along with the terms of appointment. The Audit Committee of the Board also at its meeting held on August 10,2018 considered and recommended to the Board the appointment of Mrs. Jayashree Ashok Patil (DIN 02419826) as Managing Director of the Company. Accordingly, the Board of Directors at its meeting held on August 10,2018, has subject to approval of members appointed Mrs. Jayashree Ashok Patil (DIN 02419826) Managing Director of the Company w.e.f. September 15, 2018 for the period of three years

In terms of the Section 197 of the Companies Act read with Schedule V thereof approval of the Members is required for the appointment and payment of remuneration to Managing Director, in view of the absence /inadequacy of profits for the Company.

The Directors recommend the passing of the Ordinary Resolution under Item No.7 of the accompanying Notice for the approval of the Members of the Company.

None of the Directors of the Company or the Key Managerial Persons of the Company or their respective relatives is concerned or interested in the passing of the above Resolution except to the extent of their shareholding.

The following additional detailed information as per Section – II of Schedule V is as follows:

I. General Information:	
(a) Nature of industry	Presently Aquaculture, expanding into Marine Infrastructure.
(b) Date or expected date of commencement of commercial production.	The Company was incorporated on July 24, 1992 and is a listed company.
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not applicable
(d) Financial performance based on given indicators.	The company was not in operation for the past several years and the management of the company was taken over by the new management on November 29, 2017, through a open offer under SEBI (Substantial Acquisition Of Share and Takeover) Regulations, 2011,
(e) Foreign investments or collaborators, if any	Not applicable
II. Information about the appointee:	
(a) Background details	Mrs. Jayashree Ashok Patil, aged 62, has completed M. Phill. She is having experience of more than 35 years in Administration & Management of the Companies.
(b) Past remuneration	Not applicable, appointed for the first time
(c) Recognition or awards	Not applicable
(d) Job profile and his suitability	In addition to aquaculture business the Company is proposing to enter into allied activities of Marine Infrastructure and company will be benefited by her experience .
(e) Remuneration proposed	It is proposed to pay consolidated remuneration to Mrs. Jayashree Ashok Patil of Rs. 180000 per annum (Rupees one Lakh Eighty Thousand only) on a consolidated basis.
(f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the responsibility shouldered by her in respect of enhancement of the business activities of the Company the proposed remuneration is miniscule. She is taking a minimum remuneration in view of the fact that the Company has not been into active business during the past several years. Commensurate with Industry standards and Board level positions held in similar sized companies, the remuneration proposed is very low.
(g) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	She is a Director in the following companies: 1. Air Control India Private Limited 2. Dewpoint Air and Systems Engineering Private Limited. 3. ALPHA FLOCK (INDIA) PVT LTD M/s. Air Control India Private Limited holds 75.24% and Dewpoint Air and Systems Engineering Private Limited holds 4.13% shareholding in the Company. Mrs. Jayashree patil do not hold any share in the Company however she is mother of Mr. Nachiket Patil who is CFO of the Company and wife of Mr. Ashok Patil who is Director of the Company.

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III. Other information:	
(a) Reasons of loss or inadequate profits	The Company was not into active business for the last several years. Hence there are no profits.
(b) Steps taken or proposed to be taken for improvement	The management of the company has been taken over by the new management with effect from November 29, 2017, through a open offer under SEBI (Substantial Acquisition of Share and Takeover) Regulations, 2011. The Company is proposing to enter into allied activities of Marine Infrastructure through a change in objects clause.
(c) Expected increase in productivity and profits in measurable terms	Barring unforeseen circumstances, the Company hopes to increase the revenue and profits in a significant way in the next 3 years.

Details of Directors seeking appointment/re-appointment at the Twenty Sixth Annual General Meeting in pursuance of Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

Name	ASHOK BHALCHANDRA PATIL	JAYASHREE ASHOK PATIL	KISHOR DEOMAL GAMBANI	JITENDRA SHANKAR PATIL
DIN	00766354	02419826	00208295	07889582
Date of Birth	10/05/1955	28/11/1956	29/11/1958	21/02/1955
Qualification	L.M.E	M. Phill	B. Com	LTM, BTech, MBA, DTM, DIE
Nature of Expertise	Technical	Administration	Administration	Technical & Administration
Experience	40 Years	25 Years	34 Years	40 Years
Name of other Public Companies in which holds Directorship	NA	NA	NA	NA
Name of other Companies in Committees of which holds Membership/ Chairmanship	NA	NA	NA	NA
Shareholding in Datiware Maritime Infra Limited	5000 shares	NIL	NIL	NIL

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE.

Folio No.	No. of shares held
Name and address of the shareholders	

I hereby record my presence at the 26th ANNUAL GENERAL MEETING of the Company to be held on Saturday, September 15, 2018 at 1.00 p.m. at Adam’s Court, 1st Floor, Baner Road, Pune 411045

SIGNATURE OF THE SHAREHOLDER OR PROXY * _____

* Strike out whichever is not applicable

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/ Client Id	
DP ID	

I/We, holding _____ Equity Shares of the above named Company, hereby appoint:

1. Name: _____

Address: _____

EmailID: _____

2. Name: _____

Address: _____

EmailID: _____

3. Name: _____

Address: _____

EmailID: _____



as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th ANNUAL GENERAL MEETING of the Company to be held on Saturday, September 15, 2018 at 1.00 p.m. at Adam's Court, 1st Floor, Baner Road, Pune Pune MH 411045 or at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions	For	Against
1	To receive, consider and adopt the Audited Financial statements for the financial year ended 31st March 2018 and the report(s) of the Directors and the Auditors thereon		
2	To appoint Statutory Auditors of the Company		
3	To regularize the appointment of Mr. Ashok Bhalchandra Patil (DIN 00766354) as a Director of the Company.		
4	To regularize the appointment of Mrs. Jayashree Ashok Patil (DIN 02419826), as a Director of the Company.		
5	To regularize the appointment of Kishor Deomal Gambani (DIN 00208295), as a Director of the Company.		
6	To regularize the appointment of Shri. Jitendra Shankar Patil (DIN 07889582), as a Director of the Company.		
7	To Appoint Mrs. Jayashree Patil as a Managing Director of the Company		

Signed this.....day of 2018

Affix
Revenue
Stamp

Signature of the Shareholder _____

Note:

- This form in order to be effective should be duly completed must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.
- Those members who have multiple folios with different joint holders may use copies of this proxy.

**Form No. SH-13
Nomination Form
[Pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of
The Companies (Share Capital and Debentures) Rules, 2014]**

To,
Datiware Maritime Infra Limited
Adam's Court, 1st Floor, Baner Road,
Pune 411045 IN

I/We _____ the holder(s) of the securities, particulars of which are given hereunder, wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being made) :

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

2. PARTICULARS OF NOMINEE/S –

- (a) Name:
- (b) Date of Birth:
- (c) Father's / Mother's / Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail Id. & Telephone No:
- (h) Relationship with the security holder(s):

3. IN CASE NOMINEE IS A MINOR –

- (a) Date of birth:
- (b) Date of attaining majority:
- (c) Name of guardian:
- (d) Address of guardian:

4. PARTICULARS OF NOMINEE IN CASE MINOR NOMINEE DIES BEFORE ATTAINING AGE OF MAJORITY -

- (a) Name:
- (b) Date of Birth:
- (c) Father's / Mother's / Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail Id. & Telephone No:
- (h) Relationship with the security holder(s):
- (i) Relationship with the minor nominee:

Name(s) and Address of Security holder(s) _____ Signature(s)

Name and Address of Witness _____ Signature

Form No. SH-14
Cancellation or Variation of Nomination
[Pursuant to sub-section (3) of Section 72 of the Companies Act, 2013 and Rule 19(9) of
The Companies (Share Capital and Debentures) Rules, 2014]

To,
Datiware Maritime Infra Limited
Adam's Court, 1st Floor, Baner Road,
Pune 411045 IN

I/We hereby cancel the nomination(s) made by me/us in favour of _____ (name(s) and address of the nominee) in respect of the below mentioned securities.

Or

I/We hereby nominate the following person in place of _____ as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my / our death.

1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being made) :

Nature of Folio	No. No. of securities	Certificate No.	Distinctive No. securities	

2. PARTICULARS OF NOMINEE/S –

- (a) Name:
- (b) Date of Birth:
- (c) Father's / Mother's / Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail Id. & Telephone No:
- (h) Relationship with the security holder(s):

3. IN CASE NOMINEE IS A MINOR –

- (a) Date of birth:
- (b) Date of attaining majority:
- (c) Name of guardian:
- (d) Address of guardian:

4. PARTICULARS OF NOMINEE IN CASE MINOR NOMINEE DIES BEFORE ATTAINING AGE OF MAJORITY -

- (a) Name:
- (b) Date of Birth:
- (c) Father's / Mother's / Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail Id. & Telephone No:
- (h) Relationship with the security holder(s):
- (i) Relationship with the minor nominee:

Name(s) and Address of Security holder(s) _____ Signature(s)

Name and Address of Witness _____ Signature

Dear Shareholder(s),

This is to inform you that the company is in process of updation of records of the shareholders in order to reduce the physical documentation as far as possible.

With new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, we have to update your PAN No., phone no. and e-mail id in our records. We would also like to update your current signature records in our system.

To achieve this we solicit your co-operation in providing the following details to us:

1. If you are holding the shares in dematerialized form you may update all your records with your Depository Participant (DP).
2. If you are holding shares in physical form, you may provide the following :

Folio No. :

Pan No. :

E-mail ID :

Telephone No. :

Name and Signatures :

i.

ii.

iii.

Thanking you,
On behalf of the Board of Directors

Ashok Patil
Managing Director
(DIN 00766354)

Date: August 10, 2018

Place: Pune

DIRECTORS' REPORT

**[(Disclosure under Section 134(3) of the Companies Act, 2013)
{Read With Companies (Accounts) Rules, 2014}]**

Dear Shareholders,

Your Directors are presenting the 26th Annual Report of your Company and the Audited Financial Statements for the financial year ended March 31, 2018.

FINANCIAL RESULTS:

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
Total Revenue	1,14,46,213.54	13,26,328
Total Expenses	1,13,89,517.00	48,12,205.00
Profit / (Loss) before tax	56,696.54	-34,85,877
Less: Tax Expense	14,600.00	Nil
Less: Deferred Tax	Nil	Nil
Profit / (Loss) after tax	42,096.54	-34,85,877

INDUSTRY OUTLOOK:

The Indian aquaculture industry is one of the most promising industries on global scale. As Indian Carps has gained tremendous popularity among different cuisines, government is taking initiatives to further elevate the demand of Indian aquacultured species. The subsidies and assistance provided by the government for development of aquaculture has been driving its growth in the industry. Both the Central and the State Government have undertaken several policy initiatives and measures to boost the growth of fisheries industry of India.

CHANGE IN MANAGEMENT AND OPEN OFFER TO SHAREHOLDERS

During the year under review, Ruia and Family, promoters of the Company, agreed to sell their entire equity stake in the Company to M/s. Air Control India Pvt Ltd, M/s. Dew Point Air and Systems Engineering Pvt Ltd, Mr. Ashok Patil and Mr. Nachiket Patil (New Promoters) by way of a share purchase agreement dated September 04, 2017 in terms of the provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Subsequent to these acquisitions including acquisitions through open offer New Promoters now holds 39,73,500 equity shares representing 79.47% of the equity capital of the Company.

Promoters are taking steps to increase Public Shareholding to 25%.

ALTERATION OF MAIN OBJECT CLAUSE

Company's main object clause included aquaculture. However Company has passed resolution by postal ballot on 12th February 2018 to add the business of boats, motor boats, marine vessels yachts and ships etc.

DIVIDEND:

To consolidate the future position of the Company and support the fund requirements, your Board of Directors regret their inability to recommend any dividend for the year.

RESERVES:

There is no amount that has been proposed to be carried to any other reserves.

LOANS, GUARANTEE & INVESTMENTS:

The Company has not advanced any loans or provided guarantees or made investments during the year under review.

DEPOSITS:

The Company has not accepted any deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, or under Chapter V of the Act.

RELATED PARTY TRANSACTIONS:

There were no transactions with the related party during the financial year.

INTERNAL FINANCIAL CONTROLS:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During the year under review, following are changes happened in the Board of Directors and Key managerial Personnel,

A. Details of Directors Who Resigned during the year,

Sr. No.	Name of Director	Designation	Date of Resignation
1	Pradeep Shyamsunder Ruia	Director	07/12/2017
2	Sharad Shyamsunder Ruia	Director	07/12/2017
3	Kamal Shyamsunder Ruia	Managing Director	07/12/2017
4	Sumana Juliet John	Independent Director	07/12/2017
5	Nageshwar Vithal Neela	Independent Director	07/12/2017
6	Nagendra Bholaprasad Shukla	Independent Director	07/12/2017
7	Sharad Ruia	CFO	07/12/2017
8	Hiral Bhatt	Company Secretary	07/12/2017

B. Details of Directors and Key Managerial Personnel Who were appointed during the year,

Sr. no.	Name of Director	Designation	Date of Appointment
1	Ashok Patil	Managing Director	01/01/2018
2	Kishor Deomal Gambani	Independent Director	07/12/2017
3	Jitendra Shankar Patil	Independent Director	07/12/2017
4	Jayashree Ashok Patil	Director	07/12/2017
5	Akshay Bhirawade	Company Secretary	07/12/2017
6	Nachiket Patil	CFO	07/12/2017

All Independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149(6) of the Act and the Listing Regulations.

PERFORMANCE EVALUATION OF THE BOARD:

Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out an annual evaluation of its own performance, also performance of the Directors individually as well as the evaluation of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and individual Directors, including the Chairman of the Company.

For evaluating the Board as a whole, views were sought from the Directors on various aspects of the Board's functioning such as degree of fulfillment of key responsibilities, Board Structure and composition, establishment, delineation of responsibilities to various committees, effectiveness of Board processes, information and functioning, Board culture and dynamics, quality of relationship between the Board and the management.

Similarly, views from the Directors were also sought on performance of individual Directors covering various aspects such as attendance and contribution at the Board/Committee Meetings and guidance/support to the management outside Board/Committee Meetings. In addition, the Chairman was also evaluated on key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and promoting effective relationships and open communication, communicating effectively with all stakeholders and motivating and providing guidance to the Executive Director.

Areas on which the Committees of the Board were assessed included degree of fulfillment of key responsibilities, adequacy of Committee composition, effectiveness of meetings, Committee dynamics and quality of relationship of the Committee with the Board and the Management.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Board as a whole. The Nomination & Remuneration Committee also reviewed the performance of the Board, its Committees and of individual Directors.

DATIWARE MARITIME INFRA LIMITED

The Chairman of the Board provided feedback to the Directors, as appropriate. Significant highlights, learning with respect to the evaluation, were discussed at the Board Meeting.

BOARD MEETINGS:

During the year 9 (Nine) Board Meetings, 4 (Four) Audit Committee Meetings, 2 (Two) Nomination and Remuneration Committee and 4 (Four) Shareholders Grievance Committee Meetings were held.

EXTRACT OF ANNUAL RETURN:

In accordance with Section 134(3)(a) and as provided under sub-section (3) of Section 92 of the Companies Act, 2013 an extract of the annual return in prescribed form MGT – 9 is appended as Annexure 1 to the Board's Report. Further the extract of Annual Return in the form of MGT-9 has also been posted on the website of the company i.e. www.ruiaaquaculturefarmsltd.com.

MANAGEMENT DISCUSSION AND ANALYSIS:

- (a) Industry Structure and Developments - Indian Carps has gained tremendous popularity among different cuisines & government is taking initiatives to further elevate the demand of Indian aquacultured species. The subsidies and assistance provided by the government for development of aquaculture has been driving its growth in the industry. Both the Central and the State Government have undertaken several policy initiatives and measures to boost the growth of fisheries industry of India.
- (b) Opportunities and Threats – The Company's farm at Khardi is ideally positioned at to yield maximum output. However, the threat of disease can hamper production.
- (c) Segment-wise or product-wise performance – Not Applicable.
- (d) Outlook – Production should begin shortly.
- (e) Risks and concerns – Change in government policies & subsidies can have adverse effect.
- (f) Internal control systems and their adequacy – Internal control systems are already in place.
- (g) Discussion on financial performance with respect to operational performance – Not applicable as production is not yet operational.
- (h) Developments in Human Resources / Industrial relations – Once operations begin adequate manpower will be employed.

CHANGE OF NAME

Company has changed its name from 'Ruia Aquaculture Farms Limited' to 'Datiware Maritime Infra Limited' vide name change certificate from ROC dt. 20th March 2018. Company has filed application with BSE Limited for change of name and the same is under process. Since the Company has not changed its name due to change in activity further the company has not commenced business the businesswise financial disclosure do not apply.

CHANGE OF REGISTERED OFFICE

The Company has changed its registered office from Ruia House, 18/2 Sainath Road Malad (W) Mumbai 400064 to Adam's Court, 1st Floor, Baner Road, Pune 411045.

CORPORATE GOVERNANCE:

As per Regulation 15(2) of the Listing regulations, the compliance with the corporate governance provisions does not apply to the Company.

AUDITORS:

STATUTORY AUDITORS:

M/s. Anil S. Deshpande & Co., Chartered Accountants, Pune, having ICAI Membership No. 039735 were appointed as Statutory Auditors of the Company to fill up the casual vacancy caused by resignation of M/s. Mehul A Shah & Co. Their appointment is till conclusion of ensuing Annual General Meeting.

Company has received consent and certificate from M/s. Anil S. Deshpande & Co to the effect that their reappointment if made would be within prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for such reappointment.

Members are requested to consider their reappointment and fix their remuneration.

SECRETARIAL AUDITORS

Pursuant to provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. PPS & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company. The Secretarial Audit report for the year 2017-18 forms part of the Directors Report as Annexure- 2.

Point-wise reply to the qualifications / observations / remarks in Secretarial Audit Report are as under

- Reply to Point No. a - Company is in process of filing the same. We will file it shortly.
- Reply to Point No. b - Company has filed application for change of name with the BSE Ltd and it is in the process of the same.
- Reply to Point No. c,d,e,f,h and i- During the year company has been taken-over by M/s. Air Control India Pvt Ltd, M/s. Dew Point Air and Systems Engineering Pvt Ltd, Mr. Ashok Patil and Mr. Nachiket Patil through open offer process. The new promoters and Director of the Company are in process of rectifying / correcting various non-compliances happened during the tenure of previous promoters / management.
- Reply to Point No. g – Company is in process of rectifying the same.

MATERIAL CHANGES AND COMMITMENTS:

No material changes have taken place affecting the financial position of the Company from the date of closure of financial year till the date of signing of this report.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) 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;
- (iii) 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;
- (iv) the Directors had prepared the annual accounts on a going concern basis;
- (v) the Directors, further state that they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- (vi) 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.

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

The information as required under Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo is given below:

A. Conservation of energy:

- | | |
|--|-----|
| (i) the steps taken or impact on conservation of energy; | NIL |
| (ii) the steps taken by the Company for utilising alternate sources of energy; | NIL |
| (iii) the capital investment on energy conservation equipments; | NIL |

B. Technology absorption:

The Company's operations do not require significant absorption of technology.

C. Foreign exchange earnings and Outgo:

Particulars	Current Year		Previous Year	
	In `	In USD	In `	In USD
Foreign Exchange Earnings	Nil	Nil	Nil	Nil
Foreign Exchange Outgo	Nil	Nil	Nil	Nil

CORPORATE RESPONSIBILITY STATEMENT (CSR):

The Company is not required to spend any amount for CSR activities at present.

AUDIT COMMITTEE:

As on March 31, 2018 the Audit committee comprises Mr. Kishor Deomal Gambani (Independent Director) Mr. Jitendra Shankar Patil (Independent Director) and Mrs. Jayashree Ashok Patil (Director). All members of the Audit Committee possess accounting and financial management knowledge.

The Company has constituted a Audit Committee pursuant to Section 139(1) of the Companies Act, 2013 and the committee has been carrying out its responsibility in accordance with the provisions of the Act. The committee had met 4 (Four) times during the year.

NOMINATION AND REMUNERATION COMMITTEE:

The Company has constituted a Nomination and Remuneration Committee pursuant to Section 178(1) of the Companies Act, 2013 and has defined the policy on Director's appointment and payment of remuneration including criteria for determining qualifications, positive attributes, and independence of a Director. The Committee functions in accordance with the terms and reference of the policy. The committee had met 2 (Two) times during the year.

VIGIL MECHANISM:

The Company has adopted a Whistle Blower Policy establishing vigil mechanism, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee. The policy of vigil mechanism is available on the Company's website.

STAKEHOLDER'S RELATIONSHIP COMMITTEE:

This Committee has been formed to comply with the norms of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015. The Committee has been carrying out its functions very smoothly and to enable the same had met 4 (Four) times during the year.

PERFORMANCE OF EMPLOYEES:**A) The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:****a. Details of the ratio of the remuneration of each director to the median employee's remuneration and other details as required pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

The Company has not paid any remuneration to the Directors of the Company and hence the information is not furnished.

b. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year:

No remuneration is paid to any Director of the Company. Only Company Secretary is being paid salary from the Company. There has been no increase in her salary in the present financial year. Remuneration paid to Company was 58,871/-

c. The percentage increase in the median remuneration of employees in the financial year:

The Company has not paid any remuneration to the Directors of the Company and hence the information cannot be furnished.

d. The number of permanent employees on the rolls of Company: ONE**e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

Not Applicable

f. Affirmation that the remuneration is as per the remuneration policy of the Company:

Remuneration paid to Key Managerial Personnel is as per the remuneration policy of the Company.

B) Details of the top ten employees of the Company in terms of remuneration drawn as required pursuant to 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

During the year 2017-18 Mr. Akshay Bhirawade, Company Secretary was one employee who was paid salary of Rs. 58,871/-. The Company has no such employee drawing remuneration more than mentioned under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

DETAILS OF SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES:

The Company does not have Subsidiary/Joint Ventures/Associate Companies.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report for the financial year under review is set out in a separate section forming part of this Report.

COST AUDIT:

As per Section 148 of the Act, the Company is not required to have the audit of its cost records conducted by a Cost Accountant in practice.

RISK MANAGEMENT:

The Board of the Company has formed a Risk Management Committee in accordance with the provisions of the Act and Regulation 17(9) of the Listing Regulations. The Committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Policy to manage risk is also placed on the website of the Company. During the year, risk analysis and assessment was conducted and the details of the same are covered in the Management Discussion and Analysis Report of the Company.

FAMILIARIZATION PROGRAMME:

Pursuant to Regulation 25 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015, the Company has formulated a programme for familiarizing the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. through various initiatives. Details of the Familiarization Programme of the Independent Directors are available on the website of the Company.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The Company has adopted a policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 and the Rules thereunder which is available on the website of the Company. The Policy aims to provide protection to employees at the work place and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure.

The Company has not received any complaint of sexual harassment during the financial year 2017-18.

ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation for the co-operation extended by all the employees, Bankers, Financial Institutions, various State and Central Government authorities and stakeholders.

**For and on behalf of the Board of Directors
DATIWARE MARITIME INFRA LIMITED**

**Ashok Patil
Managing Director
(DIN 00766354)**

**Jayashree Patil
Director
(DIN 02419826)**

**Place: Pune
Date: 10.08.2018**

EXTRACT OF ANNUAL RETURN

As on financial year ended 31.03.2017

[Pursuant to Section 92(3) of the Companies act, 2013 read with
[The Companies (Management and Administration) Rules, 2014]

FORM NO. MGT-9

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L05000PN1992PLC177590
ii.	Registration Date	24/07/1992
iii.	Name of the Company	DATIWARE MARITIME INFRA LIMITED
iv.	Category/Sub-Category of the Company	Company Limited By Shares/ Indian Non Government Company
v.	Address of the Registered office and contact details	Adam's Court, 1st Floor, Baner Road, Pune 411045
vi.	Whether listed company	Listed
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Purva Sharegistry (India) Private Limited Unit No. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai-400011

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:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/Service	% to total Turnover of the Company
1.	Aquaculture	032	NIL

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	AIR CONTROL INDIA PRIVATE LIMITED ADAMS COURT, 1ST FLOOR, BANER ROAD PUNE MH 411045	U29191PN2003PTC131970	Holding	75.23	2 (87) (ii)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) CATEGORY-WISE SHAREHOLDING:

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2017)				No. of Shares held at the end of the year (As on 31-03-2018)				% Change during the year
	Physical	Demat	Total	% of Total Shares	Physical	Demat	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	3139800	3139800	62.80	-	10000	10000	0.20	(62.60)
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	3968500	3968500	79.37	79.37
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1):	-	3139800	3139800	62.80	-	3978500	3978500	79.57	16.77

(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	3139800	3139800	62.80	-	3978500	3978500	79.57	16.77
B. Public Shareholding	-	-	-	-	-	-	-	-	-
(1) Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	238700	-	238700	4.77	238700	-	238700	4.77	-
b) Banks / FI	400	-	400	0.01	400	-	400	0.01	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):	239100	-	239100	4.78	239100	-	239100	4.78	-
(2) Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	91500	-	91500	1.83	91500	-	91500	1.83	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto `1 lakh	680400	1900	682300	13.65	593200	11700	604900	12.09	(1.54)
ii) Individual shareholders holding nominal share capital in excess of `1 lakh	281000	566300	847300	16.95	86000	0	86000	1.72	(15.23)
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total(B)(2):	1052900	568200	1621100	32.42	770700	11700	782400	13.81	(16.77)
Total Public Shareholding (B)=(B)(1)+(B)(2)	1292000	568200	1860200	37.20	1009800	11700	1021500	20.43	(16.77)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1292000	3708000	5000000	100	1009800	390200	5000000	100	-

(ii) **SHAREHOLDING OF PROMOTERS:**

Sr. No.	Name of Shareholders	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during 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	
1	Pradeep Ruia	3,14,850	6.3	-				(6.3)
2	Kamal Ruia	2,16,550	4.33	-				(4.33)
3	Sushila Ruia	5,68,400	11.37	-				(11.37)

DATIWARE MARITIME INFRA LIMITED

4	Shardadevi Ruia	7,84,950	15.70	-				(15.70)
5	Sarita Ruia	4,70,100	9.40	-				(9.40)
6	Renu Ruia	7,84,950	15.70	-				(15.70)
8	Air Control India Pvt Ltd					3761950	75.23	- 75.23
9	Dewpoint Air And Systems Engineering Pvt Ltd					206550	4.13	- 4.13
10	Ashok Patil					5000	0.1	- 0.1
11	Nachiket Patil					5000	0.1	- 0.1

a. Change in Promoters' Shareholding: Shareholding Pattern of top ten-Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SN	Shareholder's Name	Shareholding at the beginning of the year		Date wise Increase/Decrease in the Shareholding			Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	Date	Increase/Decrease in Share holding	% of total shares of the company	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	RENU SHARAD RUIA	784950	15.70	22/09/2017	2354850	47.10	3139800	62.80		
				01/12/2017	(3139800)	(62.80)	--	--	--	--
2	SHARDADEVI SHYAMSUNDER RUIA	784950	15.70	22/09/2017	(784950)	(15.70)	--	--	--	--
3	SUSHILA KAMAL RUIA	568400	11.37	22/09/2017	(568400)	(11.37)	--	--	--	--
4	SARITA PRADEEP RUIA	470100	9.40	22/09/2017	(470100)	(9.40)	--	--	--	--
5	PRADEEP SHYAMSUNDER RUIA	314850	6.30	22/09/2017	(314850)	(6.30)	--	--	--	--
6	KAMAL SHYAMSUNDER RUIA	216550	4.33	22/09/2017	(216550)	(4.33)	--	--	--	--
7	AIR CONTROL INDIA	--	--	29/11/2017	91900	1.84	91900	1.84		
				01/12/2017	3876300	77.53	3968200	79.36		
				08/12/2017	(206250)	(4.12)	3761950	75.24		
				05/02/2018	(92200)	(1.84)	3669750	73.40		
				09/02/2018	92200	1.84	3761950	75.24	3761950	75.24
8	DEWPOINT AIR AND SYSTEMS ENGINEERING	--	--	08/12/2017	206550	4.13	206550	4.13	206550	4.13
9	ASHOK BHALCHANDRA PATIL	--	--	01/12/2017	5000	0.10	5000	0.10	5000	0.10
10	NACHIKET PATIL	--	--	01/12/2017	5000	0.10	5000	0.10	5000	0.10

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

SN	Shareholder's Name	Shareholding at the beginning of the year		Date wise Increase/Decrease in the Shareholding			Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	Date	Increase/Decrease in Share holding	% of total shares of the company	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	SOUTHERN INDIA DEPOSITORY	238,700	4.77	--	--	--	--	--	238700	4.77
2	RAJKUMAR S SINGH	75,000	1.50	--	--	--	--	--	75,000	1.50
3	KAMALJYOT INVESTMENTS LTD	70,900	1.42	--	--	--	--	--	70,900	1.42
4	SAROJ RAMRAO KHEDKAR	1000	0.02	23/02/208	10000	0.20	11000	0.22	11000	0.22
5	HARSHI RAJI MOTTA	10,000	0.20	--	--	--	--	--	10,000	0.20
6	SUMAN H MOTTA	10,000	0.20	--	--	--	--	--	10,000	0.20
7	S M PANDEY	10,000	0.20	--	--	--	--	--	10,000	0.20
8	KODANGALA RAJARAM ACHARYA	8,400	0.17	--	--	--	--	--	8,400	0.17
9	JEEVAN FINVEST PVT LTD	8,400	0.17	--	--	--	--	--	8,400	0.17
10	KAMLESH MEHTA	5400	0.11	--	--	--	--	--	5400	0.11

(iii) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	Name of Shareholders	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during 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	
1	RENU SHARAD RUIA	784950	15.70	-	-	-	-	-62.80
2	SHARDADEVI SHYAMSUNDER RUIA	784950	15.70	-	-	-	-	-15.70
3	SUSHILA KAMAL RUIA	568400	11.37	-	-	-	-	-11.37
4	SARITA PRADEEP RUIA	470100	9.40	-	-	-	-	-9.40
5	PRADEEP SHYAMSUNDER RUIA	314850	6.30	-	-	-	-	-6.30
6	KAMAL SHYAMSUNDER RUIA	216550	4.33	-	-	-	-	-4.33
7	ASHOK BHALCHANDRA PATIL	--	--	-	5000	0.10	-	0.10
8	NACHIKET PATIL	--	--	-	5000	0.10	-	0.10

Note: Renu Ruia, Shardadevi Ruia, Sushila Ruia, Sarita Ruia, Pradeep Ruia, Kamal Ruia directors were resigned during the year on 07.12.2017 and ashok patil, nachiket patil directors were appointed during the year as on 07.12.2017

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	Nil	1,95,29,314	Nil	1,95,29,314
i. Principal Amount				
ii. Interest due but not paid				
iii. Interest accrued but not due				
Total(i+ii+iii)	Nil	1,95,29,314	Nil	1,95,29,314
Change in Indebtedness during the financial year				
- Addition				
- Reduction		1,95,29,314		1,95,29,314
Net Change	-	1,95,29,314	-	1,95,29,314
Indebtedness at the end of the financial year	Nil	NIL	Nil	NIL
i. Principal Amount				
ii. Interest due but not paid				
iii. Interest accrued but not due				
Total (i+ii+iii)	Nil	NIL	Nil	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-Time Directors and/or Manager:

NIL

B. Remuneration to other directors:

NIL

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTM:

Mr. Akshay Bhirawade (Company Secretary) – ` 58,871/-

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

During the year 2017-18, there were no penalties/punishment/compounding of offences under the Companies Act, 2013.

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

**To
The Members of
Datiware Maritime Infra Limited
Adam's Court, 1st Floor, Baner Road,
Pune 411045**

We have reviewed financial statements and the cash flow statement of Datiware Maritime Infra Limited ('Company') for the year ended March 31, 2018 and that to the best of our knowledge and belief, we state that;

1. (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or propose to be taken for rectifying these deficiencies.
4. We have indicated to the auditors and the Audit committee:
 - i. significant changes, if any, in internal control over financial reporting during the year;
 - ii. significant changes, if any, in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Sd/-
Ashok Patil**
Managing Director
(DIN 00766354)

**Sd/-
Nachiket Patil**
CFO

**Place: Pune
Date: August 10, 2018**

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Datiware Maritime Infra Limited
Adam's Court, 1st Floor, Baner Road,
Pune 411045

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Datiware Maritime Infra Limited (Formerly known as "Ruia Aquaculture Farms Limited (hereinafter called 'the Company)'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2018 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2018 according to the provisions of:
 - i. The Companies Act, 2013 and the Companies Act, 1956 ('the Act') and the rules made thereunder;
 - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings-**(Not Applicable to the Company during the Audit period)**
2. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading Regulations)2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not Applicable to the Company during the Audit period).;**
 - d. The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014. **(Not Applicable to the Company during the Audit period)**
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **(Not Applicable to the Company during the Audit period)**
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client **(Not Applicable to the Company during the Audit period)**
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company during the Audit period)**
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **(Not Applicable to the Company during the Audit period)** and
 - i. The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

We have also examined compliance with the applicable clauses of the following:

- a. Secretarial Standards issued by The Institute of Company Secretaries of India.
- b. The Listing Agreements entered into by the Company Stock Exchanges

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except below

- a. **Form DIR-12 for appointment of Mr. Ashok Patil as a Managing Director of the Company has not been filed**
- b. **Company has not obtained in-principal approval from BSE which is required pursuant to regulation 45(3) of before making application with ROC for change of name .**
- c. **The Financial Statements of the Company for the year ended 31st March 2017 have not been signed by the Company Secretary of the Company as required pursuant to section 134 (1) of the Companies Act 2013.**
- d. **Company has not appointed Internal Auditor during the year 2017-18 which is required pursuant to section 138 of the Companies Act 2013.**
- e. **Company has not filed Form MGT – 14 for appointment of Secretarial Auditor and Adoption of Financial Statements.**
- f. **Company has filed Form MGT -15 about Report of Annual General Meeting beyond 30 days (Section 121 of the Companies Act 2013).**
- g. **The Company has appointed Mr. Ashok Patil as a Managing Director of the Company for the period of 5 years commencing from 12th February 2018 on consolidated remuneration of Rs. 15,000. However pursuant to provision of Schedule V of the Companies Act 2013 Managing Director can not appointed for the term of more than 3 years at a time. Further pursuant to proviso of section 203 a person can be appointed as a Managing Director of the Company if he is the managing director or manager of one, and of not more than one, other company however Mr. Ashok Patil was already holding position of Managing Director in two Companies i.e. DEWPOINT AIR AND SYSTEMS ENGINEERING PVT LTD and ALPHA FLOCK (INDIA) PVT LTD**
- h. **Form MGT-7 for the year ended 31.03.2017 has not been signed by the Company Secretary of the Company as required by section 92 (1) of the Companies Act 2013**
- i. **Company had filed Reconciliation of Share Capital Audit Report In terms of Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 for the quarter ended June 2017 on 03rd August 2017 however its due date was July 30, 2017**

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under following specific laws applicable to the Company:

- a) Food Safety and Stands Act 2006
- b) Water (Prevention and Control of Pollution) Act 1973
- c) Air (prevention and Control of Pollution) Act 1981

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in Compliance with the provisions of the Act except as stated in above.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings and committee meetings were taken unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

DATIWARE MARITIME INFRA LIMITED

We further report that during the audit period there were following specific events / actions occurred which are having a major bearing on the company's affairs:

- a) Company has changed its name from 'Ruia Aquaculture Farms Limited' to 'Datiware Maritime Infra Limited' vide name change certificate from ROC dt. 20th March 2018.
- b) The Company has changed its registered office from Ruia House, 18/2 Sainath Road Malad (W) Mumbai MH 400064 to Adam's Court, 1st Floor, Baner Road, Pune 411045.
- c) Company's main object clause includes aquaculture. However Company has passed resolution by postal ballot on 12th February 2018 to add the business of boats, motor boats, marine vessels yachts and ships etc
- d) During the year under review, M/s. Air Control India Pvt Ltd, M/s. Dew Point Air and Systems Engineering Pvt Ltd, Mr. Ashok Patil and Mr. Nachiket Patil (New Promoters) acquired 39,73,500 equity shares representing 79.47% of the equity capital of the Company.
- e) Members through postal ballot increase the borrowing limit under section 180 (1) (c) to Rs. 10,00,00,000/-

**For, PPS & Associates
Company Secretaries**

**Shrenik Nagaonkar
Partner**

**Place: Pune
Date: August 10, 2018**

FCS No.: 7067 C P No.: 11682

To,
The Members,
Datiware Maritime Infra Limited
Adam's Court, 1st Floor, Baner Road,
Pune 411045

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, systems, standards and procedures based on our audit.
3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

4. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

**For, PPS & Associates
Company Secretaries**

**Shrenik Nagaonkar
Partner**

**Place: Pune
Date: August 10, 2018**

FCS No.: 7067 C P No.: 11682

INDEPENDENT AUDITOR'S REPORT

To the Members of
DATIWARE MARITIME INFRA LIMITED
Report on the Financial Statements

We have audited the accompanying financial statements of DATIWARE MARITIME INFRA LIMITED ("the Company") which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- a) In the case of Balance Sheet, of the state of affairs of the Company as at March 31, 2018,
- b) In the case of Profit & Loss Account, of the Profit for the year ended 31 March 2018, and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended 31 March

2018. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143 (3) of the Act, we report that:
- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For and on behalf of Anil S. Deshpande & Co
Chartered Accountant

Sd/-
Anil S. Deshpande
Proprietor
M No : 039735
FRN : 100471W

Date: 26.05.2018
Place: Mumbai

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2018:

On the basis of the information and explanation given to us during the course of our audit, we report that:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The title deeds of immovable properties are held in the name of the company.
- 2) The Company has no inventory and therefore provisions of paragraph 3(ii) are not applicable.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us there is an adequate internal control systems commensurate with the size of the company and the nature of its business with regard to purchase of inventory and fixed assets and the sale of goods and services during the course of our audit we have not observed any major weakness in such internal control systems.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
 - 7) (a) The Company has generally been regular in depositing undisputed dues, including provident fund, Employees’ state insurance, income tax, sales tax wealth tax, service tax, customs duty Excise duty value added tax cess and other material statutory dues applicable to it with the appropriate authorities;
 - (b) There were no undisputed amounts payable in respect of those provident fund employee’s state insurance income tax sales tax wealth tax service tax custom other material statutory dues in arrears as at 31st March, 2018 for a period of more than six months from the date they became payable;
 - (c) In our opinion and according to the information and explanation given to us there was no amount required to be transferred to investor education and protection funds in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under has been transferred to such fund within time.
- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) In our opinion and according to the information and explanation given to us the company has accumulated losses during the financial year covered by our audit and in the immediately preceding financial year.
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of Anil S. Deshpande & Co
Chartered Accountant

Sd/-
Anil S. Deshpande
Proprietor
M No : 039735
FRN : 100471W

Date: 26.05.2018
Place: Mumbai

“ANNEXURE B” TO THE INDEPENDENT AUDITORS’ REPORT

Referred to in paragraph 2(f) under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2018:

We have audited the internal financial controls over financial reporting of Datware Maritime Infra Limited as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become

inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI .

For and on behalf of Anil S. Deshpande & Co
Chartered Accountant

Sd/-
Anil S. Deshpande
Proprietor
M No : 039735
FRN : 100471W

Date: 26.05.2018
Place: Mumbai

BALANCE SHEET AS ON 31ST MARCH, 2018

PARTICULARS	NOTES	As On March 31,2018	As On March 31,2017	As On March 31,2016
ASSETS				
1- Non-current assets				
a- property, plant, and equipment	1	36,869,934	36,869,934	36,869,934
b-capital work-in-progress		-	-	-
c-investment property		-	-	-
d-other intangible assets	1	-	-	-
e-Intangible assets under development		-	-	-
f-Financial assets		-	-	-
i-Investments	2	-	-	-
ii-Trade receivables		-	-	-
iii-Loans	3	20,000	20,000	20,000
iv-Other financial assets		-	-	-
g-Deferred tax assets (net)		-	-	-
h-Other non-current assets	4	-	-	-
2-Current assets				
a-Inventories	5	-	-	-
b-Financial assets		-	-	-
i-Investments		-	-	-
ii-Trade receivables	6	-	-	-
iii-cash and cash equivalents	7a	111,025	2,928,496	3,634,332
iv-bank balance other than (iii)above	7b	-	-	-
V- Loans	8	-	-	-
vi-Other financial assets	9	-	-	-
c-Assets held for sale		-	-	-
d-current tax assets (net)		-	-	-
e-other current assets	10	2,164,297	-	-
Total Assets		39,165,256	39,818,430	40,524,266
EQUITY AND LIABILITIES				
EQUITY				
a-Equity share capital	11	50,000,000	50,000,000	50,000,000
b-other equity		-	-	-
Capital reserve	12	1,850,000	1,850,000	1,850,000
General reserve	12	-	-	-
Share premium reserve	12	-	-	-
Retained earnings	12	(31,584,242)	(31,626,339)	(28,140,462)
LIABILITIES				
i. Non-current liabilities				
a- Financial liabilities				
Borrowings	13	10,944,000	19,535,214	13,203,278
Trade Payables		-	-	-
b- Long term provisions	14	-	-	-
c-Deferred tax liabilities (net)	15	-	-	-
d-Other non-current liabilities		-	-	-

ii-Current Liabilities				
a- Financial liabilities				
Borrowings	16	-	-	-
Trade and other payables	17	101,448	11,584	-
Other financial liabilities	18	-	-	-
b-Other current liabilities	19	7,854,050	47,971	3,611,450
c-Short term provisions	20	-	-	-
Total Equity And Liabilities		39,165,256	39,818,430	40,524,266
Corporate Information	30			
Significant accounting policies	31			

The accompanying notes are an integral part of the financial statements.
As per our Report of Even Date

For: Anil S. Deshpande and Co.
Firm Reg. No. 100471W
CHARTERED ACCOUNTANT

For: Datiware Maritime Infra Limited

Anil S. Deshpande
PROPRIETOR

ASHOK PATIL
M. DIRECTOR
DIN. 00766354

JAYASHREE PATIL
DIRECTOR
DIN. 02417598

Mem No. '039735
Place: Mumbai
Date: 26.05.2018

Nachinket Patil
CFO
Place: Mumbai
Date: 26.05.2018

Saloni Sadalage
Company Secretary
Place: Mumbai
Date: 26.05.2018

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2018

PARTICULARS	NOT		
	ES	2017-18	2016-17
Income			
Revenue from operations	21	-	-
Other income	22	11,446,214	1,326,326
Total Income		11,446,214	1,326,326
Expenses			
Cost of raw materials and components consumed	23	-	-
Purchase of traded goods		-	-
Changes in inventories of finished goods, WIP and traded goods	24	-	-
Excise duty on sale of goods		-	-
Employee benefits expenses	25	623,245	183,484
Finance cost	26	271,668	-
Depreciation and amortization expense	27	-	-
Other Expenses	28	10,494,604	4,628,721
Total expenses		11,389,517	4,812,205
Profit /Loss before exceptional items and tax		56,697	(3,485,879)
Exceptional items (income / expenses)		-	-
Profit before tax		56,697	(3,485,879)
Tax Expense			
Current tax	29	14,000	-
(Excess)/short provision related to earlier years	29	-	-
Deferred tax	29	-	-
Profit for the year		42,697	(3,485,879)
Other comprehensive income			
A. Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains /(losses)on defined benefit plans		-	-
income tax effect on above		-	-
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods (A)		-	-
Total other comprehensive income for the year, net of tax (A)		-	-
Total comprehensive income for the year, net of tax		-	-

Earning per equity share (nominal value par share Rs.10/-
(March 31,2017:Rs.10/-)

Basic

Diluted

Significant accounting policies

The accompanying notes are an integral part of the financial statements

For: Anil S. Deshpande and Co.

Firm Reg. No. 100471W

CHARTERED ACCOUNTANT

For: Datiware Maritime Infra Limited

Anil S. Deshpande
PROPRIETOR

ASHOK PATIL
M. DIRECTOR
DIN. 00766354

JAYASHREE PATIL
DIRECTOR
DIN. 02417598

Mem No. '039735

Place: Mumbai

Date: 26.05.2018

Nachinket Patil
CFO
Place: Mumbai
Date: 26.05.2018

Saloni Sadalage
Company Secretary
Place: Mumbai
Date: 26.05.2018

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2018

Statement of changes in Equity for the year ended March 31, 2018

Equity share capital (Note 11)

Equity shares issued, subscribed and fully paid	No.of shares	Amount
As on March,2016	5,000,000	50,000,000
issue/reduction, if any during the year	-	-
As on March,2017	5,000,000	50,000,000
issue/reduction, if any during the year	-	-
As on March 31,2018	5,000,000	50,000,000

Details of shareholders holding more than 5% shares in the company

Name of the shareholder	31/03/2018		31/03/2017	
	Number of Shares	% of Holding	Number of Shares	% of Holding
SHARDADEVI RUIA			784,950	15.70
RENU RUIA			784,950	15.70
SHUSHILA RUIA			568,400	11.37
SARITA RUIA			470,100	9.40
PRADEEP RUIA			314,850	6.30
DEW POINT AIR & SYSTEMS ENGG. PVT. LTD.	206550	206550		
AIR CONTROL INDIA PVT. LTD.	3761950	3761950		
ASHOK BHALCHANDRA PATIL	5000	5000		
NACHIKET ASHOK PATIL	5000	5000		

B. Other Equity (Note 12)

Particulars	Reserves and Surplus				Total Equity
	Capital Reserve	General Reserve	Retained Earnings	Share Premium	
As on April 1,2016	1,850,000	-	(27,226,665)	-	-
Profit for the year	-	-	(913,797)	-	-
Other comprehensive income for the year	-	-	-	-	-
Total Comprehensive income for the year	1,850,000	-	(28,140,462)	-	-
Final dividend for year ended March 31,2017	-	-	-	-	-
Tax on final dividend for the year ended March 31,2017	-	-	-	-	-
Prior Period Expenditure	-	-	-	-	-
As on April 1,2017	1,850,000	-	(31,626,339)	-	-
Profit for the year	-	-	42,097	-	-
Other comprehensive income for the year	-	-	-	-	-
Total Comprehensive income for the year	1,850,000	-	(31,584,242)	-	-
Final dividend for year ended March 31,2017	-	-	-	-	-
Tax on final dividend for the year ended March 31,2017	-	-	-	-	-
Prior Period Expenditure	-	-	-	-	-
As on March 31,2018	1,850,000	-	-(31,584,242)	-	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2018

Notes to the Financial Statements

Tangible Assets

Particulars	Land freehold	Land Leasehold	Building	Total
Gross Block				
As on 1 april 2016	8,904,516	1,058,500	26,906,918	36,869,934
additions	-	-	-	-
disposals	-	-	-	-
impairment of asset	-	-	-	-
As on 31 March 2017	8,904,516	1,058,500	26,906,918	36,869,934
additions	-	-	-	-
disposals	-	-	-	-
impairment of asset	-	-	-	-
As on 31 March 2018	8,904,516	1,058,500	26,906,918	36,869,934
Depreciation/Amortisation				
As on 1 April 2016	-	-	-	-
charge for the year	-	-	-	-
depreciation on disposal	-	-	-	-
As on 31 March 2017	-	-	-	-
charge for the year	-	-	-	-
depreciation on disposal	-	-	-	-
As on 31 March 2018	-	-	-	-
Net Block	8,904,516	1,058,500	26,906,918	36,869,934
At 31 March 2018	8,904,516	1,058,500	26,906,918	36,869,934
At 31 March 2017	8,904,516	1,058,500	26,906,918	36,869,934
At 1 April 2016	8,904,516	1,058,500	26,906,918	36,869,934

Note 2 :	Par value/face value per unit Rs.	As on March 31,		As on March 31,		As on April 1,	
Non-current investments		2018		2017		2016	
(I) At Fair value through other comprehensive income	-	-	-	-	-	-	-
(FVTOCI) Investments	-	-	-	-	-	-	-
In Unquoted Equity Instruments	-	-	-	-	-	-	-
TOTAL							

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2018

1. Aggregate amount of Unquoted Investments

2. Face value per unit in Rupees unless otherwise stated.

3. Refer note 39 for Financial assets at fair value through other Comprehensive Income-unquoted equity instruments

4. Refer Note 40A on risk management objectives and policies for financial instruments.

Note 3 : Loans (Non Current)	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Unsecured Loan	-	-	-
Deposits	20,000.00	20,000.00	20,000.00
TOTAL	20,000.00	20,000.00	20,000.00

Note 4 :	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Other non-current assets			
Capital advances	-	-	-
Sales tax recoverable	-	-	-
Tax paid in advance (net of provision)	-	-	-
Other non current assets	-	-	-
TOTAL			

Note 5 :	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Inventories			
Raw Materials			
Raw materials & Components	-	-	-
Raw materials in transit	-	-	-
Work-in-Progress	-	-	-
Finished goods	-	-	-
Finished goods	-	-	-
Finished goods in transit	-	-	-
Stores and spares	-	-	-
TOTAL			

Note 6 :	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Trade receivables			
Unsecured considered good	-	-	-
From Related parties	-	-	-
From others	-	-	-
Considered Doubtful			
Break-up for security details:			
Secured, considered good	-	-	-
Unsecured, considered good	-	-	-
Doubtful	-	-	-
impairment allowance	-	-	-
(allowance for bad and doubtful debts)	-	-	-
TOTAL			

DATIWARE MARITIME INFRA LIMITED

Note 7 a :	As on March 31,	As on March 31,	As on April 1
Cash and cash equivalents	2018	2017	2016
Cash on hand	74843	407005	391948
Balance with bank			
current accounts and debit	36182	2521491	3242384
balance in cash credit accounts			
Deposits with bank	0	0	0
TOTAL	111025	2928496	3634332

Note 7 b :	As on March 31,	As on March 31,	As on April 1
Other Bank Balances	2018	2017	2016
Unpaid dividend accounts	0	0	0
Deposits with original maturity of	0	0	0
more than 3 months but less than 12 months	0	0	0
TOTAL			

Note 8	As on March 31,	As on March 31,	As on April 1
Loans (current)	2018	2017	2016
Advances to related parties	0	0	0
Unsecured, considered good doubtful	0	0	0
Less: Provision for doubtful advances	0	0	0
TOTAL	0	0	0

Note 9 :	As on March 31,	As on March 31,	As on April 1
Other financial assets (current)	2018	2017	2016
Others:			
Interest receivable on bank deposits	0	0	0
TOTAL	0	0	0

Note 10 :	As on March 31,	As on March 31,	As on April 1
Other current assets	2018	2017	2016
Advances to suppliers & others	2137333	0	0
Unsecured, considered good			
Related parties	0	0	0
others	0	0	0
GST REFUND	11964	0	0
Advance Income tax	15000	0	0
sales tax/VAT/service tax receivable (net)	0	0	0
Prepaid Expenses	0	0	0
Advances to staff	0	0	0
Employee Benefit Obligation-gratuity	0	0	0
TOTAL	2164297	0	0

Note 11 : Share Capital	No.of shares	Rs.in lakhs
Authorised share capital		
As on April 1,2016	55000000	55000000
Increase/(decrease) during the year	0	0
As on March 31,2017	55000000	55000000
Increase/(decrease)during the year	0	0
As on March 31,2018	55000000	55000000
Issued share capital		
As on April 1,2016	50000000	50000000
Increase/(decrease) during the year	0	0
As on March 31,2017	50000000	50000000
Increase/(decrease)during the year	0	0
As on March 31,2018	50000000	50000000
Subscribed and fully paid up		
As on April 1,2016	50000000	50000000
Increase/(decrease)during the year	0	0
As on March 31,2017	50000000	50000000
Increase/(decrease)during the year	0	0
As on March 31,2018	50000000	50000000

Note 12 : Other Equity	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Capital reserve	1850000	1850000	1850000
Share Premium Reserve	0	0	0
General Reserve	-31584242	-31626339	-28140462
Opening balance	-31626339	-28140462	-27226665
Add: Transferred From P&L A/c.	42097	-3485877	-913797
Retained Earnings			
Opening balance	0	0	0
Add:profit for the year	0	0	0
Add:other comprehensive income/(loss)	0	0	0
less:Appropriations			
Transferred to general reserve	0	0	0
Derecognition of non financial assets	0	0	0
Dividend paid	0	0	0
Tax on dividend	0	0	0
Prior period expenditure	0	0	0
deferred tax adjustment as per Ind AS	0	0	0
TOTAL	-29734242	-29776339	-26290462

Other reserves	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Capital reserve	1850000	1850000	1850000
General reserve	-31584242	-31626339	-28140462
Share premium reserve	0	0	0
Retained Earnings	0	0	0
Total	-29734242	-29776339	-26290462

DATIWARE MARITIME INFRA LIMITED

Note 13 : Borrowings (Non Current)	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Secured:			
Term Loans	0	0	0
(i) from banks	10944000	0	0
Unsecured Loans - From Directors	0	19529314	11529314
Other Loans & Advances	0	0	268000
Other Long Term Liabilities	0	5900	1405964
TOTAL	10944000	19535214	13203278

Note 14: Long term provisions	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Provisions for employee benefits			
Provisions for gratuity	0	0	0
provision for leave encashment	0	0	0
TOTAL	0	0	0

Note 15 : Deferred tax liability (net)	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Deferred tax liability			
Depriciation	0	0	0
Provision for Gratuity	0	0	0
Less:Deferred tax assets			
Disallowances u/s 43 B of Income Tax Act	0	0	0
TOTAL	0	0	0

Note 16 :	E.I.R.	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Borrowings				
Secured				
Loans repayable on demand				
(i) From Banks				
Cash credit	0	0	0	0
TOTAL	0	0	0	0
Aggregate secured borrowings				
Aggregate unsecured borrowings				

Note 17 : Trade and Other Payables	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Acceptances			
Due to micro,small and medium enterprises			
Due to related parties	0	0	0
others	101448	11584	0
TOTAL	101448	11584	0

Note 18 : Other financial liabilities (current)	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
(i) current maturities of long term borrowings	0	0	0
(ii) liability towards Investor Education and Protection Fund under Section 125 of Companies Act,2013 not due	0	0	0
a.Unpaid Dividends	0	0	0
(iii) payable for capital purchases	0	0	0
(iv) Employee Benefit Payable	0	0	0
(v) Other financial liabilities	0	0	0
TOTAL	0	0	0

Note 19 : Other Current Liabilities	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Advance from customers	0	0	3600000
Statutory Dues			
i- statutory dues including provident fund and tax	0	0	0
ii-tax deducted at source	9633	0	0
Other Current Liabilities	7844417	47971	11450
Deferred revenue			
TOTAL	7854050	47971	3611450

Note 20 : Short-term provisions	As on March 31, 2018	As on March 31, 2017	As on April 1 2016
Provisions for employee benefit			
Provisions for leave encashment	0	0	0
TOTAL	0	0	0

Note 21 : Revenue from operations	2017-18	2016-17	2015-16
Sale of products (including excise duty)	0	0	0
Sale of services	0	0	0
Total sales and services	0	0	0
Other operating revenues			
Sale of disposables	0	0	0
Other sales	0	0	0
Developmental charges	0	0	0
Export incentives	0	0	0
Provisions no longer required written back	0	0	0
TOTAL	0	0	0

DATIWARE MARITIME INFRA LIMITED

Note 22 :	2017-18	2016-17	2015-16
Other income			
Interest			
On Income Tax and Sales Tax Refund	0	0	0
On Bank Deposits	0	0	0
Dividend income	0	0	0
Foreign Exchange Difference	0	0	0
Gain on disposal of property, plant and equipment	0	0	0
Other Income	0	0	1293
SUNDRY BALANCE W/OFF	11446214	1326326	0
TOTAL	11446214	1326326	1293

Note 23 :	2017-18	2016-17	2015-16
Cost of raw materials and components consumed			
Raw materials and components consumed	0	0	0
TOTAL	0	0	0

Note 24 :	2017-18	2016-17	2015-16
Changes in inventories of finished goods, work-in-progress and traded goods	0	0	0
Opening inventory			
work-in-process	0	0	0
finished goods	0	0	0
closing inventory			
work-in-process	0	0	0
finished goods	0	0	0
Changes in inventory	0	0	0
TOTAL	0	0	0

Note 25 :	2017-18	2016-17	2015-16
Employee benefits expense			
SALARY	221071	183484	0
Employee Welfare	110	0	0
Labour charges	402064	0	0
Welfare and training expenses			
TOTAL	623245	183484	0

Note 26 :	2017-18	2016-17	2015-16
Finance costs			
interest expense - (on working capital & bill discounting charges)	0	0	0
other bank charges	0	0	0
net interest expense/(income)on defined benefit obligation	0	0	0
Interest on Loan	271668	0	0
TOTAL	271668	0	0

Note 27 :	2017-18	2016-17	2015-16
Depreciation and amortization expense			
Depreciation Expense	0	0	0
Amortization Expense	0	0	0
TOTAL	0	0	0

Note 28:	2017-18	2016-17	2015-16
Other expenses			
ADVERTISEMENT EXP.	103487	66306	48560
AGM EXPN.	0	3500	0
AUDIT FEES	50000	20000	11450
BANK CHARGES	1569	0	3289
BSE LISTING FEES	287500	3708625	523175
CDSL / NSDL FEES	130325	103402	0
CONVEYANCE	5810	0	1140
Excise Duty	8457567	0	0
BOMAIN CHARGES	0	2500	
FILING FEES (ROC)	95100	66000	31145
Hosting Charges	3000	0	0
Interest on tds	28616	0	0
Legal Charges	5250	0	0
MISC EXPN	6750	10442	
Office Expenses	35000	0	0
POSTAGE AND TELEGRAPH	62274	67602	0
PRINTING AND STATIONERY	77766	52738	9200
PROFESSIONAL FEES	199604	527606	267470
RATES AND TAXES	3000	0	5860
Repairing Road	802250	0	0
Travelling Expenses	120156	0	0
TELEPHONE AND MOBILE EXPN	0	0	3800
WEBSITE DEVELOPMENT CHARGES	19580	0	10000
TOTAL	10494604	4628721	915089

Note 29 :			
Income tax			
Particulars	2017-18	2016-17	2015-16
Current tax			
Current income tax			
(Excess)/short provision related to earlier years			
Deferred tax			
Relating to origination and reversal or temporary difference			
Income tax expense reported in the statement of profit and loss			

Other Comprehensive Income (OCI)

Particulars	2017-18	2016-17	2015-16
Deferred tax related to items recognised in OCI during the year			
Net loss/(gain) on actuarial gains and losses			
Deferred tax charged to OCI			

Current tax			
Particulars	2017-18	2016-17	2015-16
Accounting Profit before income tax expense			
Tax @ 34.608% [March 31 ,2017: 34.608%]			
Tax effect of adjustents in calculating taxable income:			
Corporate Social Responsibility expenses / Donations (net)			
Other Disallowances/ (allowances)			
Remeasurement Gain loss allowed as expense			
Current Tax Expense			

NOTES TO ACCOUNTS

SCHEDULE - 11

1 Significant accounting Policies:

a) Basis of Accounting:

The financial Statements are prepared under historical cost convention on accrual basis and are in accordance with the requirements of the Companies Act, 1956

b) Fixed Assets:

All Fixed assets are valued at cost, which includes expenditure incurred in acquisition and construction/ installation and other related costs.

c) Depreciation:

The Company follows the straight line method of providing depreciation in the manner and at the rates prescribed under schedule XIV to the Companies Act 1956 (as amended).

d) Inflation:

Assets and Liabilities are recorded at historical cost to the Company. These costs are not adjusted to reflect the changing value of purchasing power of money

e) Preliminary and Share Issue Expenses

The Preliminary Expenses have been amortised over a period of 10 years & Deferred Revenue expenses over a period of 5 years from the commencement of commercial production.

f) Revenue Recognition :

In appropriate circumstances, revenue is recognised when no significant uncertainty as to the measurability or collect ability exists.

2 Accounting policies not specifically referred to otherwise are consistent with generally accepted accounting principles followed by the company.

3 CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

The Company has not provided for contingent liability of ₹21.57 lacs for central Excise and ₹63.00 Lakhs for Custom Duty vide its order No.A/65-70/WZB/06/C-II/EB dt 06.01.06 with interest thereon in the books of account of the Company.

4 During the year, the Company has not provided depreciation on Fixed Assets in view of absence of commercial production. Had the Company provided the depreciation on straight line method in earlier years, the loss for the year would have been higher by 18.87 lacs (18.87 Lakhs) and the Fixed Assets would have been lower to the same extent. Total cumulative depreciation not provided for, by the Company is ₹ 754.80 lacs.

5 No provision for income tax has been made in view of the carry forward losses as per Income Tax Act.

6 Subsidy received from SICOM & MPEDA has been shown as Capital Reserve.

7 No related party Transaction have taken place during the year.

	2017-18 (₹)	2016-17 (₹)
Payment to Auditors :		
Audit Fees	50,000	20,000
Certification Matter	NIL	NIL

9 The Debtors, Creditors and Loans and Advances are subject to Confirmation and reconciliation.

10 Managerial Remuneration under section 198 of the Companies Act,1956. Remuneration to Managing Director ₹ Nil (Nil)

11 Additional information pursuant to Paragraph 401 Part II of Schedule VI to the Companies Act, 1956 are furnished to the extent applicable.

- a. Licenced capacity 1280 tonnes per annum *
 Installed capacity Not quantifiable*

* As certified by the management.

13 Figures of the previous year have been regrouped and rearranged wherever necessary. Figures in brackets relate to previous year. As per our report of even date attached

For: Anil S. Deshpande and Co.
Firm Reg. No. 100471W
CHARTERED ACCOUNTANT

For: Datiware Maritime Infra Limited

Anil S. Deshpande
PROPRIETOR

ASHOK PATIL
M. DIRECTOR
DIN. 00766354

JAYASHREE PATIL
DIRECTOR
DIN. 02417598

Mem No. '039735
Place: Mumbai
Date: 26.05.2018

Nachinket Patil
CFO
Place: Mumbai
Date: 26.05.2018

Saloni Sadalage
Company Secretary
Place: Mumbai
Date: 26.05.2018

**CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET
FOR THE PERIOD 1ST APRIL 2016 TO 31ST MARCH 2017**

(Rupees in lacs)

Particulars	2017-18		2016-17	
A. Cash Flow from Operating activities				
Net Profit after Tax as per P&L A/c		0.42		-34.86
Adjusted for				
Net prior year Expenses		0		0
Net Profit (Loss) before Tax & Extraordinary items		0.42		-34.86
Adjusted for				
Depreciation and write-offs	0		0	
Effects of Exchange rate changes	0		0	
Profit on sale of Investments/Dividend Income	0		0	
Interest and other Income	0		0	
Interest Expenses	-2.71	-2.71	0	0
Operating Profit before Working Capital changes		-2.29		-34.86
Adjusted for				
Trade and other receivables	0		0	
Inventories	0		0	
Trade Payables	-71.53		-35.52	
Misc. Exp. not written off	0	-71.53		-35.52
Cash generated from operations		-73.82		-70.38
Interest paid		0		0
Cash flow before Extraordinary items		-73.82		-70.38
Net prior year expenses		0		0
Net Cash from Operating activities		-73.82		-70.38
B. Cash Flow from Investing activities				
Purchase of Fixed Assets		0		0
Sale of Fixed Assets		0		0
Purchase of Investments		0		0
Movement in investment Account		0		0
Sale of Investments		0		0
Movement in Loans		0		0
Interest Income		0		0
Dividend Income		0		0
Net Cash used in Investing activities	0		0	

(Rupees in lacs)

Particulars	2017-18		2016-17	
C. Cash Flow from Financing activities				
Proceeds from issue of Share Capital (Net)		0		0
Capital Subsidy received		0		0
Increase in Cash & Bank balances on amalgamation		0		0
Proceeds from Long Term borrowings				
Repayment from Long Term Borrowings		0		63.32
Short Term Loans		0		0
Dividend paid		109.44		0
Effects of exchange rate change		0		0
Net Cash used in Financing activities		109.44		63.32
Net increase in Cash & Cash equivalents (A+B+C)		35.62		-7.06
Opening balance of Cash & Cash equivalents		29.28		36.34
Closing balance of Cash & Cash equivalents		1.11		29.28

Auditor's Report

We have verified the attached Cash Flow Statement derived from audited financial statements and the books and records maintained by the Company for year ended 31st March 2018 and found the same in agreement therewith.

For: Anil S. Deshpande and Co.
Firm Reg. No. 100471W
CHARTERED ACCOUNTANT

For: Datiware Maritime Infra Limited

Anil S. Deshpande
PROPRIETOR

ASHOK PATIL
M. DIRECTOR
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Saloni Sadalage
Company Secretary
Place: Mumbai
Date: 26.05.2018

COURIER

If Undelivered, Please return to:

ADMINISTRATIVE OFFICE:

Datiware Maritime Infra Limited.

Adam's Court, 1st Floor, Baner Road, Pune

MH 411045, Tel: 7410090096, 7410090100 E-

Mail: cs.ruiaaquafarms@gmail.com