

BOARD'S REPORT

To,
The Members,

The Directors have the pleasure in presenting their Eleventh Annual Report on the business and operations of the Company and the accounts for the Financial Year (F.Y.) ended on March 31st, 2016.

1. FINANCIAL RESULTS:

(Amount in Rs.)

Particulars	Year ended 31 st March 2016	Year ended 31 st March 2015
Total Income	91,60,241	50,08,127
Less : Expenditure	72,08,830	47,81,953
Income/(Expense)	19,51,411	2,26,175

2. STATE OF THE COMPANY'S AFFAIRS / OPERATION REVIEW:

The Organization received, Donation U/s 80G of Income Tax Act, 1961, Rs. 6,10,500 (Rupee Six Lakh Ten Thousand Five Hundred) during the year as compared to Rs. NIL (Rupees NIL) during previous year and voluntary contribution towards, Prevention of Infant and Maternal Mortality, Gadag, Karnataka, Rs. 28,88,897.00 (Rupee Twenty Eight Lakh, Eighty Eight Thousand, Eight Hundred and Ninety Seven Only) during the year as compared to Rs. 12,91,127.00 (Rupee Twelve Lakh Ninety One Thousand One Hundred and Twenty Seven Thousand Only) during previous year and Population Stabilisation Program, Amethi, Uttar Pradesh, Rs. 43,42,141.00 (Rupee Forty Three Lakh Forty Two Thousand One Hundred and Forty One Only) during the year as compared to Rs. 37,17,000.00 (Rupee Thirty Seven Lakh Seventeen Thousand Only) during previous year and voluntary contribution towards Maternal Child Health Care Project, Shahganj, Uttar Pradesh, Rs. 11,00,000 (Rs. Eleven Lakh Only) during the year as compared to Rs. NIL (Rupees NIL) during the Previous Year.

Further, the program, Prevention of Infant and Maternal Mortality, Gadag, Karnataka, is being funded by Atrimed Health Care Foundation (a Company registered under section 25 of the Companies Act, 1956), having the same objectives and Population Stabilisation Program, Amethi, Uttar Pradesh, is being funded partly i.e., 70% of the project expenditure by Population Foundation of India and partly i.e., 30% of the project expenditure by Atrimed Health Care Foundation and Maternal Child Health Care Project, Shahganj, Uttar Pradesh is being funded fully i.e., 100% of the project expenditure by Deshpande Foundation, Hubli.



3. SHARE CAPITAL:

The Company is limited by guarantee and does not have any share capital.

4. TRANSFER TO RESERVES:

The company/organization is a Section 25 (Companies Act, 1956) Company with Charitable objectives. Further its income is exempted from tax as it has been granted registration under Section 12A of the Income Tax Act, 1961 according to which entire income of the organization has to be spent on charitable activities as per the main objectives (detailed in its Memorandum of Association). As such the Directors do not propose to transfer any amounts shown as excess of income over expenditure as these amounts will be utilized to meet the expenses of the approved ongoing projects/programs.

5. MATERIAL CHANGES OCCURRED POST-CLOSING OF FINANCIAL YEAR TILL DATE OF THIS REPORT:

The Directors confirm that during the F.Y. 1st April 2015 to 31st March 2016 and from the date of end of F.Y. till the date of this Report there were no material changes and commitments, affecting the financial position of the Company.

6. NATURE OF CHARATIBLE ACTIVITY:

The Company's primary focus is to provide health care with focus in rural India, providing education and creating awareness by conducting rural camps, demonstrations by trained personnel, facilitating health care related initiatives (particularly creating awareness about Maternal and Infant mortality) in association with other Government and Non - Government agencies engaged in similar activities. The organizations objects and activities also include setting up of diagnostic and research centers and hospitals, medical camps, disease management, awareness on health and maternal mortality and other health care activities.

The Company is covering more Community based healthcare programme with emphasis on imparting Health education more particularly good practices of Maternal Child Care. During the year the programme was extended to Community based TB (Tuberculosis) Eradication Initiative.

7. DIRECTORS AND KEY MANAGERIAL PERSONAL:

I. Board's Compositions as on 31st March 2016 as mentioned below -

Name of the Director	DIN	Designation
DAMLE HRISHIKESH	00574119	Director
SANJAY RAJ CONDATI DEVRAJ	00297995	Director



II. Particulars of changes in the constitution of the Board of Directors/key managerial personnel of the Company during the year:

There were no changes in the composition in the Board of Directors during the F.Y. 2015-2016.

8. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

Not Applicable

9. DEPOSITS:

During the F.Y. 2015-2016, the Company has not accepted any deposits within the meaning of Section 2 (31) of the Companies Act, 2013, hence disclosure requirements covered under Chapter V of the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014, is not applicable to the Company.

10. MEETINGS HELD DURING THE FINANCIAL YEAR:

The Fifth Annual General Meeting of members of the Company was held on September 28th, 2015.

During the F.Y. 2015-2016, the Board of Directors has met 3 (Three) times and details are as follows:

Sl. No.	Date of Board Meeting	Board Strength	No. of Directors Present
1	June 26 th , 2015	Two	Two
2	September 2 nd , 2015	Two	Two
3	February 26 th , 2016	Two	Two

The meetings of the Board have been duly convened on the aforesaid dates and Notice of the Board Meeting was duly sent.

During the F.Y. 2015-2016 No Extra-Ordinary General Meeting of the Company were held.

11. LOANS, GUARANTEES/SECURITIES GIVEN OR INVESTMENT MADE DURING THE FINANCIAL YEAR:

The Company has not given any loan, provided any guaranty/security in connection with any loan and has not made any investments covered under Section 186 of the Companies Act, 2013 during the F.Y. 2015-2016.



12. PARTICULARS OF KEY-EMPLOYEES:

There is no employee of the Company who is in receipt of remuneration as mentioned in the Rule 2 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Therefore the disclosure requirement under the said Rules is not applicable for the F.Y. 2015-2016.

13. AUDITORS

a) Re-Appointment of Statutory Auditor for the F.Y. 2016-2017:

'SHEKAR AND RAJASHEKAR', Chartered Accountants (Firm Reg. No. 011287S), have been appointed as the Statutory Auditor of the Company in the Fourth Annual General Meeting held on 29th September 2014 for a period of five (5) years commencing from the conclusion of Fourth Annual General Meeting till the conclusion of Ninth Annual General Meeting.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the rules made thereunder, the Board of Directors of the Company proposed to re-appoint 'SHEKAR AND RAJASHEKAR', Chartered Accountants (Firm Reg. No. 011287S) for the Financial Year 2016-17 as the Statutory Auditor of the Company subject to ratification by the Member of the Company.

Accordingly, the Board of Directors recommend shareholders' approval for the re-appointment of 'SHEKAR AND RAJASHEKAR', Chartered Accountants (Firm Reg. No. 011287S) as the Statutory Auditor of the Company for the F.Y. 2016-17 at the Fifth Annual General Meeting.

b) Cost Auditors

The appointment of Cost Auditors for the F.Y. 2016-17 is not applicable to the Company.

14. BOARD'S RESPONSE TO AUDITOR'S QUALIFICATION, RESERVATION OR ADVERSE REMARKS, IF ANY:

Sl. No.	Reservation by Auditor	Boards' Response
1.	NIL Qualification, Reservation or Adverse Remark in Audit Report, under review.	NOT APPLICABLE

15. DETAILS OF INTERNAL FINANCIAL CONTROLS:

The Company has in place proper and adequate internal financial control systems commensurate with the size of the Company and nature of its business and ensures that the reliability of financial reporting and the controls are operating effectively for ensuring the accuracy.



16. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY ANY REGULATORS / COURTS / TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

No significant and material orders have been passed by any Regulators or Courts or Tribunals against the Company during the F.Y. 2015-2016.

17. RISK MANAGEMENT POLICY OF THE COMPANY:

The Company has put in place a policy, which identifies the elements of risk associated with the business, if any, which in the opinion of the Board may threaten the existence of the Company. The Risk Management policy will assist the management to identify, evaluate business risks, if any. This policy seeks to identify, minimize any adverse impact on the business operations or mission and ensure that the Company's operations are not hampered. The Policy also provides measures for avoiding completely or mitigating the impact of risk associated with the business of the Company.

18. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of all the contracts or/and arrangements entered into with the related parties are provided in prescribed **Form - AOC - 2**, which is enclosed to this Report as **Annexure - 1**. Further all related party transactions were in ordinary course of business and are at arm's length prices.

19. EXTRACT OF ANNUAL RETURN:

An extract of the Annual Return has been enclosed in the prescribed **Form MGT - 9** to this Report as **Annexure - 2**.

20. CORPORATE SOCIAL RESPONSIBILITY (CSR):

During the F.Y. 2015-16, the Company was not under the purview of eligibility criteria under Section 135 of the Companies Act, 2013 and hence the requirements under CSR provisions are not applicable to the Company.

21. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT-GOINGS:

I. Conservation of Energy

Since the Company is not an energy intensive industry, the particulars as prescribed under Section 134 (3) (m) read with sub-Rule 3 or Rule 8 of Companies (Accounts) Rules, 2014, are not set out in this Report of Board of Directors. Nevertheless, the Company is taking adequate steps to conserve and minimize the use of energy wherever it is possible.

II. Technology Absorption

- a. The efforts made towards technology absorption: Not applicable in view of the nature of activities carried on by the Company.
- b. Benefits derived like product improvement, cost reduction, product development or import substitution: Not applicable.



- c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): The Company has not imported any technology during the last three years.
- d. Expenditure incurred on Research and Development: The Company has not obtained any technology from outside parties and not entered into any technical collaboration agreement with any party from abroad for Research and Development and hence the Company has not incurred any expenditure on Research and Development.

III. Foreign Exchange Earnings and Outgoings

Details of Foreign Exchange Earnings and Expenditures during the F.Y. 2015-2016 are as below:

(Amount in Rs.)

Particulars	March 2016	March 2015
Earnings in Foreign Exchange	NIL	NIL
Expenditure in Foreign Currency	NIL	NIL

22. DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors confirm and state that:

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 Income & Expenditure of the Company for that Period;
- The Directors had taken proper and sufficient care in the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The Directors had prepared the annual accounts on a going concern basis; and



- e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

ACKNOWLEDGEMENT:

The Directors acknowledge with thanks the support and valuable co-operation extended by the bankers and shareholders of the Company. The Directors also sincerely acknowledge the significant contributions made by the employees for their dedicated services to the Company.

**By Order of the Board of Directors of
SAVE a MOTHER FOUNDATION**

For SAVE a MOTHER FOUNDATION

Authorised Signatory

Damle Hrishikesh

Director

DIN: 00574119

Address: 755, 3RD CROSS, BDA LAYOUT, 11TH
BLOCK, 2ND STAGE, NAGARBHAVI, BENGALURU,
560072, KARNATAKA, INDIA

Place: Bengaluru

Date: September 02, 2015



Sanjay Raj C D

Director

DIN: 00297995

Address: NO-4, BENSON ROAD, BENSON TOWN,
BENGALURU, 560046, KARNATAKA, INDIA

Place: Bengaluru

Date: September 02, 2015



Enclosures:

Annexure 1 - Form No. AOC - 2

Annexure 2 - Form No. MGT - 9 (Extract of Annual Return)

- e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

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