

AIMCO PESTICIDES



# **AIMCO PESTICIDES LIMITED**

**32<sup>ND</sup> ANNUAL REPORT**  
**2018-2019**



**Aimco Pesticides Limited, as a part of its CSR Programme has funded construction of new school building with superior infrastructure and advanced facilities for a Primary & Secondary Ashram School – Village Ganjad, Taluka Dahanu, District Palghar.**

## BOARD OF DIRECTORS:

### Mr. Dushyant Patel

Chairman & Non-Executive, Independent Director

### Mr. Ramgopal Kaja

Non-Executive, Independent Director

### Mr. B. B. Bhawsar

Non-Executive, Independent Director

### Mr. Mayoore Amin<sup>#</sup>

Non-Executive, Additional (Independent) Director

### Mr. Suresh Bhatt<sup>#</sup>

Non-Executive, Additional (Independent) Director

### Mrs. Elizabeth Shrivastava

Managing Director

### Mr. Pradeep P. Dave

Executive Director

### Dr. Samir P. Dave

Executive Director

### Mr. Ashit P. Dave

Executive Director

*# appointed w.e.f. 8<sup>th</sup> January 2019*

### Compliance Officer/ Company Secretary

Mr. Ninad Sahasrabuddhe

## AUDITORS

### M/s J. Dwarkadas & Co.

Chartered Accountants

12, Kaushik, North South Road No. 1,

Vile Parle (West), Mumbai – 400 056

## REGISTERED OFFICE

B - 1/1, MIDC Industrial Area,

Lote Parshuram,

Village: Awashi,

Taluka: Khed,

District: Ratnagiri,

Maharashtra 415 707

## HEAD OFFICE

Aimco House,

Akhand Jyoti, 8<sup>th</sup> Road,

Santacruz (East),

Mumbai 400 055

Tel. No. 91-22-67604000

Fax No. 91 - 22 67604060/4070

Website: [www.aimcopesticides.com](http://www.aimcopesticides.com)

E-mail: [aimco@aimcopesticides.com](mailto:aimco@aimcopesticides.com)

## FACTORY

B - 1/1, MIDC Industrial Area,

Lote Parshuram,

Village: Awashi,

Taluka: Khed,

District: Ratnagiri,

Maharashtra 415 707

## REGISTRAR & SHARE TRANSFER AGENT

### Link Intime India Private Limited

C 101, 247 Park,

L.B.S.Marg, Vikhroli (West),

Mumbai - 400083

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# AIMCO PESTICIDES LIMITED

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## NOTICE

**NOTICE** is hereby given that the 32<sup>nd</sup> (Thirty Second) Annual General Meeting of the Members of AIMCO PESTICIDES LIMITED will be held at the Registered Office of the Company at B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed, District: Ratnagiri, Maharashtra- 415 707 on Monday, September 9, 2019, at 11.00 a.m. to transact the following business.

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Statement of Accounts for the Financial Year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon.
2. To declare dividend of Rs. 1.50 per equity share of Rs. 10/- each for the financial year ended March 31, 2019.
3. To appoint a Director in place of Mrs. Elizabeth Shrivastava (DIN: 00184865) who retires by rotation and being eligible, offers herself for re-appointment.

### SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following resolution for appointment and remuneration of M/s. N. Ritesh & Associates, Cost Accountant having Firm Registration No: R100675 as an **ORDINARY RESOLUTION**:

**“RESOLVED THAT** pursuant to provisions of Section 148(3) of the Companies Act, 2013 (“the Act”) read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, recommendation of the Audit Committee and approval by the Board of Directors at its meeting dated May 20, 2019, appointment and a remuneration of Rs. 60,000/-p.a. (Rupees Sixty Thousands Only) plus out of pocket expenses as may be applicable and Goods and Service Tax for conducting the audit of the cost accounting records of the Company for the financial year 2019-20 to M/s. N. Ritesh & Associates, Cost Accountant having Firm Registration No: R100675, be and is hereby approved by the Company.

**RESOLVED FURTHER THAT** the Board of Director(s) / Company Secretary of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary proper or expedient to give effect to this resolution.”

5. To re-appoint **Mr. Pradeep P. Dave** (DIN: 00184598), aged 76 years, as an Executive Director [Whole Time Director] of the company for the period starting from April 01, 2019 to March 31, 2022 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

**“RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section II of Part II [Para (B)] of Schedule V thereto (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company and such other modification(s), if any, Mr. Pradeep P. Dave (DIN: 00184598), aged 76 years, be and is hereby re-appointed as an Executive Director [Whole Time Director] of the Company with the effect from April 01, 2019, for a period of 3 (three) years, liable to retire by rotation, on such terms and conditions as set out in the agreement executed between the Company and Mr. Pradeep P. Dave on a monthly remuneration of Rs. 6,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as deem fit and appropriate in their assessment, but such amount shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Mr. Pradeep Dave, at par with other company's employees/ executives.

**RESOLVED FURTHER THAT** the Board of Directors of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration payable to Mr. Pradeep P. Dave, as an Executive Director [Whole Time Director] shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum as the case may be.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the period of tenure of Mr. Pradeep P. Dave, as an Executive Director [Whole Time Director], the remuneration and perquisites set out as aforesaid be paid or granted to him as minimum remuneration and perquisites provided that the total remuneration by way of salary, perquisites and other allowances shall not exceed the applicable ceiling limit in terms of schedule V to the said Act as may be amended from time to time or equivalent statutory re-enactment thereof for the time being in force.

**RESOLVED FURTHER THAT** the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To re-appoint **Dr. Samir P. Dave** (DIN: 00184680), aged 52 years, as an Executive Director [Whole Time Director] of the company for the period starting from April 01, 2019 to March 31, 2022 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section II of Part II [Para (B)] of Schedule V thereto (including any statutory modification(s) or re-enactment thereof for the time being in force), and in accordance with the provisions of the Articles of Association of the Company and such other modification(s), if any, Dr. Samir P. Dave (DIN: 00184680), aged 52 years, be and is hereby re-appointed as an Executive Director [Whole Time Director] of the Company with the effect from April 01, 2019 for a period of 3 (three) years, liable to retire by rotation, on such terms and conditions as set out in the agreement executed between the Company and Dr. Samir P. Dave, on a monthly remuneration of Rs. 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as deem fit and appropriate in their assessment, but such amount shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Dr. Samir P. Dave, at par with other company's employees / executives.

**RESOLVED FURTHER THAT** the Board of Directors of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration payable to Dr. Samir P. Dave, as an Executive Director [Whole Time Director] which shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may be.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the period of tenure of Dr. Samir P. Dave, as an Executive Director [Whole Time Director], the remuneration and perquisites set out as aforesaid be paid or granted to him as minimum remuneration and perquisites provided that the total remuneration by way of salary, perquisites and other allowances shall not to exceed the applicable ceiling limit in terms of schedule V to the said Act as may be amended from time to time or equivalent statutory re-enactment thereof for the time being in force.

**RESOLVED FURTHER THAT** the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. To re-appoint **Mr. Ashit P. Dave** (DIN: 00184760), aged 48 years, as an Executive Director [Whole Time Director] of the company for the period starting from April 01, 2019 to March 31, 2022 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section II of Part II [Para (B)] of Schedule V thereto (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions

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of the Articles of Association of the Company and such other modifications, if any, Mr. Ashit P. Dave (DIN: 00184760), aged 48 years, be and is hereby re-appointed as an Executive Director [Whole Time Director] of the Company with the effect from April 01, 2019 for a period of 3 (three) years, liable to retire by rotation, on such terms and conditions as set out in the agreement executed between the Company and Mr. Ashit P. Dave on a monthly remuneration of Rs. 5,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as deem fit and appropriate in their assessment, but such amount shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Mr. Ashit P. Dave, at par with other company's employees / executives.

**RESOLVED FURTHER THAT** the Board of Director(s) of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration payable to Mr. Ashit P. Dave, as an Executive Director [Whole Time Director] which, shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may be.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the period of tenure of Mr. Ashit P. Dave, as an Executive Director [Whole Time Director], the remuneration and perquisites set out as aforesaid be paid or granted to him as minimum remuneration and perquisites provided that the total remuneration by way of salary, perquisites and other allowances shall not exceed the applicable ceiling limit in terms of schedule V to the said Act as may be amended from time to time or equivalent statutory re-enactment thereof for the time being in force.

**RESOLVED FURTHER THAT** the Board of Director(s) / the Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. To re-appoint **Mrs. Elizabeth Shrivastava** (DIN: 00184865), aged 66 years, as the Managing Director of the Company for the period starting from August 14, 2019 to August 13, 2022 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section II of Part II [Para (B)] of Schedule V thereto (including any statutory modification(s) or re-enactment thereof for the time being in force) and accordance with the provisions of the Articles of Association of the Company and such other modification(s), if any, Mrs. Elizabeth Shrivastava (DIN: 00184865), aged 66 years, be and is hereby re-appointed as the Managing Director of the Company with the effect from August 14, 2019, for a period of 3 (three) years, liable to retire by rotation, on such terms and conditions as set out in the agreement executed between the Company and Mrs. Elizabeth Shrivastava on a monthly remuneration of Rs. 6,00,000 or such higher amount as approved by Nomination and Remuneration Committee, from time to time, to be finalised on such parameters as deem fit and appropriate in their assessment, but such amount shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may, which is exclusive of payment of allowable retirement benefits to Mrs. Elizabeth Shrivastava, at par with other company's employees / executives.

**RESOLVED FURTHER THAT** the Board of Director(s) of the Company or Nomination and Remuneration Committee thereof, be and is hereby authorized to make such change(s)/modification(s) in the above mentioned remuneration structure, from time to time, as it may deem necessary or expedient provided that the monthly or annual remuneration payable to Mrs. Elizabeth Shrivastava, as the Managing Director which, shall not to exceed Rs. 10,00,000 per month or Rs. 1,20,00,000 per annum, as the case may be.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the period of tenure of Mrs. Elizabeth Shrivastava, as the Managing Director, the remuneration and perquisites set out as aforesaid be paid or granted to her as minimum remuneration and perquisites provided that the total remuneration by way of salary, perquisites and other allowances shall not exceed



the applicable ceiling limit in terms of schedule V to the said Act as may be amended from time to time or equivalent statutory re-enactment thereof for the time being in force.

**RESOLVED FURTHER THAT** the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

9. To re – appoint **Mr. Ramgopal Kaja**, aged 54 years, as an Independent Non-Executive Director of the Company and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) 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) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Ramgopal Kaja (DIN: 00140047), aged 54 years, Independent Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from September 30, 2019 to September 29, 2024 and whose office shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

10. To appoint **Mr. Mayoor Amin** (DIN: 00179889), aged 69 years, as an Independent Non-Executive Director of the Company and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (the “Act”) 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 the Applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Mayoor Amin (DIN: 00179889), aged 69 years, a Non-Executive Independent Director of the Company, who was appointed as an Additional Director of the Company on January 8, 2019, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office up to 5 (five) consecutive years.

**RESOLVED FURTHER THAT** the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

11. To appoint **Mr. Suresh Bhatt** (DIN: 00512976), aged 77 years, as an Independent Non-Executive Director of the Company and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (the “Act”) 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 the Applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Suresh Bhatt (DIN: 00512976), aged 77 years, a Non-Executive Independent Director of the Company, who was appointed as an Additional Director of the Company on January 8, 2019, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office up to 5 (five) consecutive years.

**RESOLVED FURTHER THAT** the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

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12. To approve and ratify the remuneration paid to Mrs. Elizabeth Shrivastava, Managing Director of the Company during the financial year 2014-15, under section 197 (17) of the Companies Act 2013 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Section 197 of the Companies Act, 2013 as amended vide the Companies (Amendment) Act, 2017, read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the members of the Company hereby approve and ratify the excess remuneration paid, over and above the limits prescribed under the provisions of Section 309 of the Companies Act 1956 and Section 198 of the Companies Act, 2013 amounting to Rs. 25,35,000/- (Rupees Twenty Five Lakhs Thirty Five Thousand only) paid to Mrs. Elizabeth Shrivastava (DIN: 00184865), Managing Director of the Company, during the financial year 2014-15 in view of the abatement of the application of the Company filed with the Central Government under Section 197 of the Act.

**RESOLVED FURTHER THAT** the Board of Director(s) / Company Secretary of the Company be and is / are hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board of Directors**

For AIMCO PESTICIDES LIMITED

**Sd/-**

Ninad Sahasrabuddhe

ACS No. 52226

**Company Secretary and Compliance Officer**

**Place: Mumbai**

**Date: August 06, 2019**

**Registered Office:**

**B- 1/1, MIDC Industrial Area,**

**Lote Parshuram, Village: Awashi Taluka: Khed,**

**District: Ratnagiri, Maharashtra 415 707.**

**NOTES:**

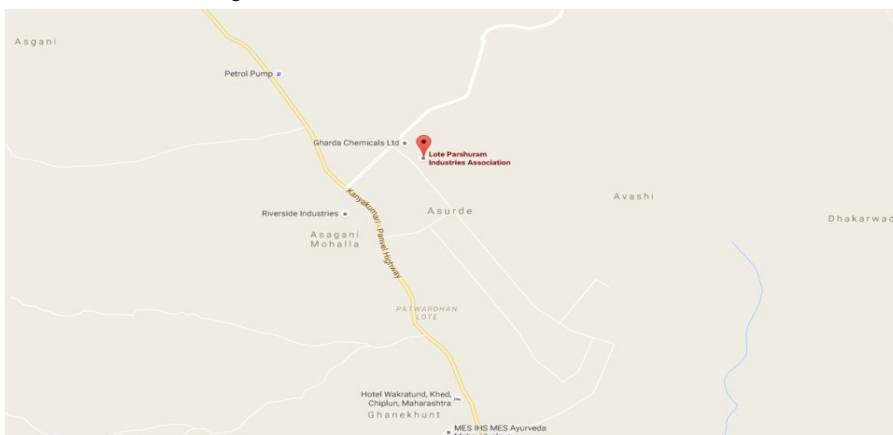
1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DULY COMPLETED, STAMPED AND SIGNED AND SHOULD BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of the Members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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. A proxy form is sent herewith. Proxies submitted on behalf of the Companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business as set out above is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 3, 2019 to Monday, September 9, 2019 (both days inclusive).



4. Map of venue of the AGM is given after the notice.



5. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is M/s. Link Intime India Private Limited having their Registered Office at C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai - 400083.
6. Members are requested to furnish/ update the details of their address, e-mail address, bank account details, relevant information for availing various approved/permissible modes of electronic funds transfer facilities viz. Electronic Clearing Services (ECS), National Electronic Funds Transfer (NEFT), Real Time Gross Settlement (RTGS), etc. to prevent fraudulent encashment of dividend warrants, whenever issued:
  - (i) to their Depository Participants (DPs) in respect of their shareholdings in electronic (demat) form, and
  - (ii) to the Company's Registrar & Share Transfer Agents namely, **M/s. Link Intime India Private Limited** in respect shareholdings in physical form.
7. Members are requested to:
  - (i) send all share transfer lodgements (Physical mode) / correspondence to the Registrar and Share Transfer Agent upto the date of book closure.
  - (ii) write to the Compliance Officer of the Company for their queries or if desirous of obtaining any information(s), concerning the accounts and operations of the Company, at the Company's Registered Office at least seven days before the date of the Annual General Meeting in order to enable the management to keep the information ready at the meeting.
  - (iii) quote Registered Folio Number or DP ID/ Client ID in all the correspondence.
8. For the convenience of the Members, attendance slip is enclosed in the Annual Report. Members/ Proxy Holders/Authorized Representatives are requested to fill in and sign at the space provided therein and submit the same at the venue of the Meeting. Proxy/Authorized Representatives of Members should state on the attendance slip as 'Proxy' or 'Authorized Representative', as the case may be. Further, those who hold shares in demat form are requested to write their Client Id and DP Id and those who hold shares in physical forms are requested to write their folio number on the attendance slip for easy identification at the meeting.
9. Corporate Members intending to send their representatives to attend the Meeting are requested to send to the Company a Certified True copy of the Board Resolution authorizing their representatives to attend and vote at the Meeting on their behalf.
10. As per the provisions of Section 72 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 facility for making nominations is available for shareholders in respect of the physical shares held by them. Form SH-13 for making nomination can be obtained from R&TA. The duly filled in nomination form shall be sent to Link Intime India Private Limited at the above mentioned address. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

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11. Members, who are holding Shares in identical order of names in more than one Folio, are requested to apply to the Company/ R&TA along with the relevant Share Certificates for consolidation of such Folios in one Folio.
12. Members are informed that in case joint holders attend the Meeting, only such joint holder who is higher in the order of names in the Register of Members/Beneficial Holders will be entitled to vote.
13. Mrs. Elizabeth Shrivastava (DIN 00184865), Managing Director [Whole Time Director], who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment.
14. Mr. Pradeep Dave (DIN: 00184598), Dr. Samir Dave (DIN: 00184680), Mr. Ashit Dave (DIN: 00184760), Whole Time Director(s) of the Company and Mrs. Elizabeth Shrivastava (DIN: 00184865), Managing Director of the Company have offered themselves for re-appointment for a term of Three (3) years.
15. Mr. Ramgopal Kaja (DIN: 00140047) Independent Director of the Company have offered himself for re-appointment for a term of five years and Mr. Mayoer Amin (DIN: 00179889) & Mr. Suresh Bhatt (DIN: 00512976) being additional Independent Directors have offered themselves for regularisation of their appointment.

Pursuant to the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and as mandated under Secretarial Standards- 2 issued by the Institute of Company Secretaries of India (ICSI) effective from July 01, 2015, brief resume of the Directors seeking appointment or re-appointment at the forthcoming Annual General Meeting, nature of their expertise in specific functional areas, names of the Companies in which they hold Directorships and the Memberships/ Chairmanships of Committees of the Board and their shareholding in the Company, are annexed hereto. The Directors have furnished the relevant consents, declarations, etc. for their appointment/ reappointment.

16. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company between 10.00 a.m. and 12.00 (Noon) on any working day except on Public Holiday, Saturday & Sunday, up to and including the date of the ensuing Annual General Meeting of the Company.
17. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Shareholders are, therefore, requested to kindly bring their copies at the time of attending the Meeting.

The Company has designated an exclusive email id viz. [investors@aimcopesticides.com](mailto:investors@aimcopesticides.com) to enable investors to register the complaints, if any.

18. As per Sections 101, 136 and other applicable provisions of the Act, read with the rules made there under and circulars issued by the Ministry of Corporate Affairs, Companies can now send various reports, documents, communications, including but not limited to annual report to its members through electronic mode at their registered e-mail addresses. The Company believes in green initiative and is concerned about the environment. Hence, Annual Report including inter alia the Report of the Board of Directors, Auditors' Report, Balance Sheet, Statement of Profit and Loss, Cash Flow Statement, Notice of this AGM, instructions for e-voting, attendance slip, proxy form, etc. is being sent by electronic mode to all Members whose e-mail addresses are registered with the Company/ R&TA / depositories unless a Member has requested for a hard copy of the same. For Members who have not registered their e-mail addresses, physical copies of the relevant documents are being sent by the permitted mode.

To support "Green initiative", members who have not registered their e-mail addresses, so far, are requested to register their e mail addresses with their depository participants, in respect of electronic holdings. Members holding shares in physical form are requested to kindly register their e-mail addresses with the Company's R&TA at their above mentioned address. Annual Report is also available on the Company's website at [www.aimcopesticides.com](http://www.aimcopesticides.com) and made available for inspection at the Registered Office of the Company during the business hours.

19. Payment of dividend as recommended by the Board of Directors, if declared at the Meeting, will be made on or after Monday, September 9, 2019, to the Members whose names stand on the Company's Register of Members on Monday, September 2, 2019 and to the Beneficial Owner(s) as per the Beneficiary List at the close of business hours on Monday, September 2, 2019, provided by the National Securities and Depository Limited and Central Depository Services (India) Limited.