

28th
Annual Report
2021 - 22



ALFAVISION

Overseas (India) Limited



CHAIRMAN'S MESSAGE

DEAR STAKEHOLDER'S,

It gives me immense pleasure to congratulate you on the 28th year of incorporation of **ALFAVISION OVERSEAS INDIA LIMITED**. We welcome this year with humble hearts and open minds. Our company is engaged in the business of Cotton Trading and cultivation and herbal medicine, this industry is growing day by day. Also the cotton industry has been showing signs of increasing production and the long term outlook and growth prospects of the industry are also encouraging. The company expects that specialization in Cotton Yarn will provide further opportunities to increase the customer base. Right from day one, our company is emerging at its best in terms of its various business of cotton trading, herbal medicine, agriculture farming and various other business. Our company had always endeavoured to optimize shareholder value. The company is planning to increase the Trade of Cotton as after considering the Location and resources of the company, there is a huge scope available for the company to Trade in Cotton at a large scale, also in terms of trading of its securities.

By the support of all, the Alfavision overseas (India) limited emerged as one of the fastest growing companies in the agro MSME category and had received the prestigious IPF Industrial Excellence Award on May 21, 2022. And further we would like to inform you that your company is progressing day by day and due to which our shareholders are also gaining in respect of share price of the company.

Our company is also objective towards diversifying its business by way of undertaking agricultural and farming activities.

Before I conclude, I take this opportunity to thank the Board for effectively steering the Company. I am grateful to the leadership team and our employees for their relentless efforts and contributions towards upholding business continuity and enabling growth. To our stakeholders including our partners, suppliers, customers, consumers, influencers, bankers, government authorities and to ,our shareholders, I express my gratitude for reposing your faith in us. Let us together make a difference and scale new heights of progress in the impending year.



VISHNU PRASAD GOYAL
Chairman & managing director

WE BELIEVE & TRUST **OUR VISION**

**“PLANT A TREE EVEN IF IT IS OUR LAST
DEED AS THE FUTURE WILL BE EITHER
GREEN OR NOT AT ALL.**



The name tells the story of Alfa-Vision. It is a manifestation of the intention of its founder Mr. Vishnu Goyal.

Our team at Alfavision believes in our founder's vision, his countless hours of work and creative energy, matched equally by willpower and focus that we have come to make positive imprint.

The seed of Alfavision was sown in his mind through his deep interest in and respect for farming, traditional wisdom and nature.

There are various spheres that we continue to nurture within Alfavision and beyond. Behind Alfavision is the generosity, guidance and blessings of its founding family & nature.

OUR MISSION

"TO MAKE EARTH A BETTER PLACE TO LIVE"

**OUR
MISSION IS
TO SERVE
QUALITY IN
WHATEVER
WE DO. WE
ASPIRE TO
PUT THE
INDIAN
FARMERS AT
THE HEART
OF INDIA'S
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ONCE AGAIN,
TO MAKE IT
THE BEACON
OF LIGHT FOR
SPIRITUAL
WISDOM AND
TO PROVOKE
ORGANIC
AGRICULTURE
ACROSS THE
NATION.**



CORPORATE INFORMATION

BOARD OF DIRECTORS

MR.VISHNU PRASAD GOYAL

(CHAIRMAN AND MANAGING DIRECTOR)

He had been epitomising the determined entrepreneurial spirit of a visionary since 1990's.

His exceptional and distinguished mission and vision have brought up his ventures to new heights and untapped potential. He is challenging his conventional wisdom in various business sectors for the Alfavision Group.

MR. VIJAI SINGH BHARKHATIYA

Non- Executive
Independent Director

MR. RAVI GOYAL

Non- Executive Director &
Chief Financial Officer

MISS. PRIYA CHHABRA*

Non- Executive
Independent Director

MR. CHANDRA GOYAL

Chief Executive Officer

MISS. PRIYANKA TORIYA

Company Secretary &
Compliance Officer

***Note: Miss Priya Chhabra who was appointed as an Independent Director on the Board has resigned from her office w.e.f August 01, 2022.**

Committees of the Board;

Audit Committee

Name	Status	Position in the Committee
VIJAY SINGH BHARAKTIYA	Non-Executive Independent Director	Chairperson
PRIYA CHHABRA*	Non-Executive Independent Director	Member
RAVI GOYAL	Non-Executive Director	Member

Stakeholders' Relationship Committee

Name	Status	Position in the Committee
VIJAY SINGH BHARAKTIYA	Non-Executive Independent Director	Chairperson
PRIYA CHHABRA*	Non-Executive Independent Director	Member
RAVI GOYAL	Non-Executive Director	Member

Nomination and Remuneration Committee

Name	Status	Position in the Committee
VIJAY SINGH BHARAKTIYA	Non-Executive Independent Director	Chairperson
PRIYA CHHABRA*	Non-Executive Independent Director	Member
RAVI GOYAL	Non-Executive Director	Member

**Note: Miss Priya Chhabra who was appointed as an Independent Director on the Board has resigned from her office w.e.f August 01, 2022.*

REGISTERED OFFICE

- 1-A, Press Complex
- A.B. Road
- Indore MP 452001
- Email: alfavision@rediffmail.com
- Website: www.alfavisionoverseasindia.com

AUDITORS

- M/s Sahaj & Co., Chartered Accountants, Indore
- 140-141, City Centre, MG Road, Indore
- CONTACT ; 091791 08187

SECRETARIAL AUDITOR

- Rahul Goswami & Co,
- 38, Rajpalza, Indore, Madhya Pradesh 452001

REGISTRAR AND SHARE TRANSFER AGENT

- Ankit Consultancy Pvt. Ltd.
- 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010
- Investor@ankitonline.com

BANKER

- Karnataka Bank, Indore



28TH ANNUAL REPORT

Inside This Report

NOTICE	01
DIRECTORS' REPORT	16
MANAGEMENT DISCUSSION AND ANALYSIS REPORT	26
CORPORATE GOVERNANCE REPORT	35
STANDALONE FINANCIAL STATEMENT	46
CONSOLIDATED FINANCIAL STATEMENT	88

NOTICE OF 28TH ANNUAL GENERAL MEETING

NOTICE is hereby given that 28th Annual General Meeting of **ALFAVISION OVERSEAS (INDIA) LIMITED** will be held on Friday, 30th Day of September, 2022 at 04:00 P.M., at, 1-A, Press Complex, A.B. Road, Indore - (M.P.) 452001 to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited standalone financial statements of the company for the year ended 31st March 2022, including the audited standalone and consolidated balance sheet as on 31st march, 2022, the statement of Profit & Loss, Cash flow statement for the year ended on 31st March 2022 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of **Mr. Vishnu Goyal (DIN:00306034)**, who retires by rotation and being eligible offers himself for re-appointment.
3. To declare 5% dividend on equity shares of face value of Rs. 1/- each for the financial year ended 31st March, 2022.

SPECIAL BUSINESS:

4. **To re-appoint Mr.Vishnu Prasad Goyal (DIN:00306034) as a Chairman and Managing Director of the Company.**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable Rules, if any, (“the Act”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory amendment or modification or re-enactment thereof or the time being in force), the relevant provisions of the Articles of Association of the Company, as amended from time to time, and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary, consent of the Members be and is hereby accorded to the re-appointment of Mr. Vishnu Prasad Goyal (DIN: 00306034) as Managing Director and Chairman of the Company, for the period and upon the following terms and conditions including remuneration, with further liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted/ to be constituted by the Board) from time to time to alter the said terms and conditions of re-appointment and remuneration of Mr. Vishnu Prasad Goyal in the best interests of the Company and as may be permissible at law, viz.

- A. Period:** 5 Years w.e.f October 01, 2022 with the liberty to either party to terminate the appointment on 3 (three) months’ notice in writing to the other.
- B. Remuneration:** Remuneration, by way of salary, perquisites, incentives and allowances, and commission, which together shall not, in any month, exceed Rs5,00,000 (Rupees Five Lacs only), as may be decided by the Board from time to time.
- C.** When in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Goyal in accordance with the applicable provisions

of the Act read with Schedule V of the Act.

- D. The Nomination, Remuneration and Compensation Committee will review and recommend the remuneration payable to Mr. Goyal during the tenure of his appointment.
- E. **Reimbursement:** The Managing Director shall be entitled to reimbursement of all actual expenses or charges including travel, entertainment or other out-of-pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
- F. **The terms and conditions** of the said appointment may be altered, enhanced or varied from time to time by the Board as it may, in its discretion, deem fit.
- G. Subject as aforesaid, Mr. Goyal shall be governed by such other Rules as are applicable to the Senior Executives of the Company from time to time.
- H. For the purposes of calculating the value of perquisites, the same shall be evaluated as per Income Tax Rules, 1962, wherever applicable or at actual cost.
- I. The Managing Director shall not be entitled to receive any fees for attending meetings of the Board/Committee. The Managing Director shall, subject to the supervision and control of the Board of Directors; carry out such duties as may be entrusted to him by the Directors and shall exercise such powers as are delegated to him by the Board of Directors

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be considered necessary, proper or expedient to give effect to this resolution.”

- 5. **To confirm and approve the appointment of Mr. Ravi Goyal (DIN:02839450), as the Whole-time Director**
To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors (“the Board”) at its meeting held on September 05, 2022 and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Rules”) read with Schedule V of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, as amended from time to time, and subject to the approval of the Central Government and all other applicable regulatory approvals, as may be required, the approval and/or consent of the members be and is hereby accorded for appointment of **Mr. Ravi Goyal (DIN:02839450)** as a Whole-time Director of the Company to hold office for a period of 5 years with effect from September 25, 2022 to September 24, 2027 and the payment of salary, fixed compensation, commission/profit share, annual performance pay, incentives and perquisites (hereinafter referred to as “remuneration”), shall be Rs. 5,00,000 /- month (Rs. Five Lacs per month) upon the terms and conditions as set out in the Explanatory Statement attached hereto and the Board of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted/ to be constituted by the Board) be and is hereby authorized to alter and vary the terms and conditions of the said appointment and remuneration and / or agreement anytime and from time to time in such manner on such terms and conditions as may be agreed in the best interests of the Company and as may be permissible at law.