ALKA INDIA LIMITED

2018 - 2019

For 12th month

25th Annual Report

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ALKA INDIA LIMITED

ANNUAL REPORT 2018 - 2019

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Satish Ramswroop Panchariya	Chairman & Additional Managing Director (w.e.f. 17.10.2018)
Mr. Ramakant Gokulchand Sharma	Executive Director
Mr. Ashok Ramswroop Panchariya	Non Executive Non Independent Director
Mr. Rajesh Yashwant Nalavade	Non Executive Additional Non Independent Director (w.e.f. 17.10.2018)
Ms. Jayashree Gangurde	Non Executive Independent Director (upto 08.10.2018)
Mr. Neel Ashok Doctor	Non Executive Independent Director (upto 29.05.2019)
Mr. Madanlal Balchand Purhoit	Non Executive Independent Director (upto 13.06.2019)
Mr. Alok Jain	Non Executive Independent Director
Ms. Hiramani Babulal Sharma	Non Executive Additional Independent Woman Director (w.e.f. 17.10.2018)
Mr. Hemant Anant Mahabaleshwarkar	Chief Financial Officer (w.e.f. 19.11.2018)
Mr. Sarvesh Nandgaonkar	Company Secretary (upto 05.01.2019)
Mrs. Heena Bedi	Company Secretary (w.e.f. 04.03.2019)

AUDITORS

Statutory Auditor
M/s. Pipara & Co. LLP
Chartered Accountants
13th Floor, Trade Link, E-Wing,
A block, Kamala Mills,
Senpati Bapat Marg, East – 401 107.

Internal Auditor
Mr. Sunil Sureka
Chartered Accountants
202/93, Poonam Complex,
Shanti Park, Mira Road
Kandivali (W), Mumbai - 400 067.

Secretarial Auditor
M/s. B R Gupta & Co.
Practicing Company Secretary
102, 1st Floor, Silver Avenue,
Next to Poisar Masjid, S. V. Road,
Lower Parel – 400 013.

BANKERS

HDFC Bank
Ground Floor, Manekji Wadia Building,
Nanik Motwane Marg, Mumbai – 400 001.

REGISTRAR AND SHARE TRANSFER AGENT
Sharex Dynamic (India) Private Limited
C-101, 247 Park, LBS Marg,
Vikhroli (W), Mumbai – 400 072.
Tel.: 022 28515644 /022 28515606
www.sharexindia.com | info@sharexindia.com

REGISTERED OFFICE
Unit No. 102, 1st Floor, Morya Landmark II, New Link Road,
Near Infinity Mall, Andheri (W), Mumbai – 400 053.
Tel.: 022 49720369
www.alakindia.in | alkaindia@gmail.com

ALKA INDIA LIMITED

CIN: L99999MH1993PLC168521
Unit No. 102, 1st Floor, Morya Landmark II, New Link Road, Near Infinity Mall, Andheri (W), Mumbai – 400 053 www.alkaindia.in |alkaindia@gmail.com Contact No.: 022 49720369

NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of the Members of Alka India Limited will be held at Kailash Parbat, K-P Restaurant, 7A/8A, A Wing, Crystal Plaza, New Link Road, Andheri (W), Mumbai – 400 053 on Monday, September 30, 2019 at 10.00 a.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company together with the reports of the Directors' and Auditors' thereon for the year ended March 31, 2019.

2. To appoint a Director in place of Mr. Ashok Ramswaroop Panchariya (DIN: 00377391), who retires by rotation and being eligible offer himself for reappointment.

SPECIAL BUSINESS:

3. Appointment of Mr. Satish Ramswroop Panchariya (DIN: 00042934) as a Managing Director

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 161, 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there read with Schedule V to the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force), and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Satish Ramswroop Panchariya (DIN: 00042934), who was appointed as an Additional Managing Director of the Company by the Board of Directors at its meeting held on October 17, 2018 and whose term of office expires at this Annual General Meeting ("AGM") and in respect of whom the Company has received a notice in writing from him along with the deposit if the requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as the Managing Director of the Company to hold office for a term of 5 (Five) consecutive years commencing from October 17, 2018 at a gross remuneration of Rs. 3,00,000/- (Three Lakhs Only) per annum as agreed between Mr. Satish Ramswroop Panchariya and Board."

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to the said resolution."

4. Appointment of Mr. Rajesh Yashwant Nalavade (DIN: 08251309) as an Independent Director

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there read with Schedule V to the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force), and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rajesh Yashwant Nalavade (DIN: 08251309), who was appointed as an Additional Independent Director of the Company by the Board of Directors at its meeting held on October 17, 2018 and whose term of office expires at

this Annual General Meeting ("AGM") and in respect of whom the Company has received a notice in writing from him proposing his independence as provided in Section 149 (6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) consecutive years commencing from October 17, 2018, not liable to retire by rotation."

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to the said resolution."

5. Appointment of Ms. Hiramani Babulal Sharma (DIN: 08168142) as an Independent Director

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there read with Schedule V to the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force), and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Hiramani Babulal Sharma (DIN: 08168142), who was appointed as an Additional Independent Director of the Company by the Board of Directors at its meeting held on October 17, 2018 and whose term of office expires at this Annual General Meeting ("AGM") and in respect of whom the Company has received a notice in writing from him proposing his independence as provided in Section 149 (6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) consecutive years commencing from October 17, 2018, not liable to retire by rotation."

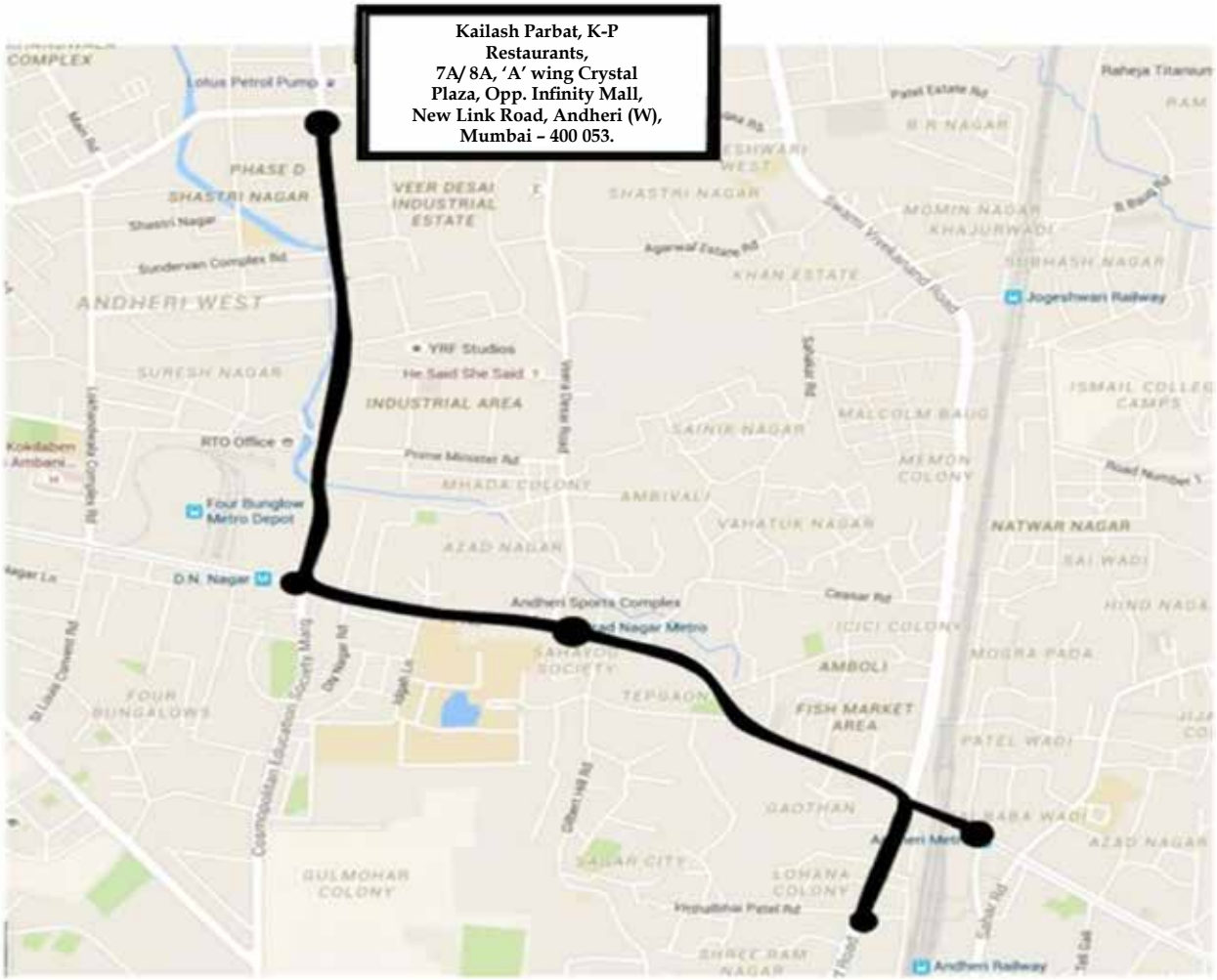
RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to the said resolution."

Registered Office:
Unit 102, 1st Floor, Morya Landmark II,
New Link Road, Near Infinity Mall,
Andheri (W), Mumbai – 400 053.

Place : Mumbai
Date : 13.08.2019

By Order of the Board of Directors
For **Alka India Limited**
Sd/-

Heena Bedi
Company Secretary


Kailash Parbat, K-P
Restaurants,
7A/ 8A, 'A' wing Crystal
Plaza, Opp. Infinity Mall,
New Link Road, Andheri (W),
Mumbai – 400 053.
Lotus Petrol Pump
PHASE D
SHASTRI NAGAR
VEER DESAI
INDUSTRIAL
ESTATE
SHASTRI NAGAR
ANDHERI WEST
SURESH NAGAR
INDUSTRIAL AREA
YRF Studios
He Said She Said
RTO Office
Four Bungalow
Metro Depot
D.N. Nagar
Andheri Sports Complex
AZAD NAGAR
MHADA COLONY
AMBIVALI
VAHATUK NAGAR
SAINIK NAGAR
KHAN ESTATE
MALCOLM BAUG
MEMON
COLONY
NATWAR NAGAR
MOMIN NAGAR
KHAJURWADI
SUBHASH NAGAR
Jogeshwari Railway
Raheja Titanium
B R NAGAR
ISMAIL COLLEGE
CAMPS
SAI WADI
HIND NAGAR
ICICI COLONY
MOGRA PADA
AMBOLI
FISH MARKET
AREA
PATEL WADI
GAOTHAN
SAHAR CITY
LOHANA
COLONY
GULMOHAR
COLONY
SHREE RAM
NAGAR
Andheri Railway
FOUR
BUNGALOWS
SAHAYOG
SOCIETY
TEPGAON

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING OF THE COMPANY IS ENTITLED TO APPOINT ANOTHER PERSON AS PROXY/ PROXIES TO ATTEND AND VOTE AT THE MEETING (ON THE CALLING OF A POLL ONLY) INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

   Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution /authority, as applicable.

2. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting under item no. 3, 4 and 5 is Annexed hereto.

3. The Register of Members and Share Transfer Registers of the Company will remain closed from September 24, 2019 to September 30, 2019.

4. Members are requested to sign at the place provided for the attendance slip annexed to the Proxy Form and handover the slip at the entrance to the place of the meeting.

5. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report to the meeting.

6. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.

7. Information to Shareholders in pursuance of the Listing Regulations with reference to Appointment of Directors in item no. 3, 4 and 5 of the notice is provided in the Explanatory Statement under Section 102 of the Companies Act, 2013 and for Item No. 2 for re-appointment of Director is annexed herewith the notice.

8. The Company is pleased to offer e-Voting facility for its Members to enable them to cast their votes electronically. The business as set out in the Notice may be transacted and that:

   a. The Company is providing facility for voting by electronic means in compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and there vised Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

   b. The Facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote may exercise their vote through ballot paper in the meetings.

   c. The Members who have cast their vote by remote e-voting shall not be entitled to cast their vote again.

The procedure and instructions for members for voting electronically are as under:

1. The E-Voting period begins on September 27, 2019 at 9.00 A.M. and ends on September 29, 2019, at 5.00 P.M. During this period the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 23, 2019, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

   A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

   (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

   (ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

   (iii) Click on "Shareholder - Login"

   (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

   (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

   (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

   (vii) Select "EVEN" of "Alka India Limited".

   (viii) Now you are ready for remote e-voting as Cast Vote page opens.

   (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

   (x) Upon confirmation, the message "Vote cast successfully" will be displayed.

   (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

   (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to cs.sandeepdubey@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

(i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM :

EVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e -voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

4. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

5. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

6. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2019.

7. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2019 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or evoting@sharexindia.com, sharexindia@vsnl.com.

   However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details /Password " option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

8. 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

9. 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.

10. M/s. B R Gupta & Co. Practicing Company Secretary (M. No.: 43021 & COP No.: 20863, has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

11. 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 scrutinizer, by use of "remote e-voting" or "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

12. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting 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.

13. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.alkaindia.in 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.

14. The members are requested to note:

I. Change of Address/ Bank Details: Members holding shares in physical form are requested to inform M/s. Sharex Dynamic (India) Private Limited (Company's Registrar & Transfer Agent), immediately of any change in their address and bank details. Members holding shares in dematerialized form are requested to intimate all changes with respect to their address, bank details, and mandate etc. to their respective Depository Participants. These changes will then be automatically reaected in the Company's records. This will help the Company to provide effcient and better service to the members.

II. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission/ transposition and deletion of name of deceased holder. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agents, M/s. Sharex Dynamic (India) Private Limited. Accordingly, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to Sharex Dynamic (India) Private Limited.

III. Section 72 of the Companies Act, 2013, provides for Nomination by the Shareholders of the Company in the prescribed Form No. SH-13 for shares held in physical form. Blank forms will be supplied by M/s. Sharex Dynamic (India) Private Limited on request. Members holding shares in dematerialized form may contact their respective Depository Participants for recording of nomination.

IV. Members seeking any information with regards to the Accounts are requested to write to the Company at an early date, as to enable the Management to keep the information ready at the meeting.

V. Members attending the Annual General Meeting are requested to bring with them the followings (as applicable):

a) Members holding shares in dematerialized form, their DP & Client ID Numbers.

b) Members holding shares in physical form their folio numbers.

c) Copy of the Annual Report & Notice.

d) The Attendance slip duly completed as per the specimen signature lodged with the Company.

(e) Member Companies/Institutions are requested to send a copy of the resolution of their Board/Governing Body, authorizing their representative to attend and vote at the Annual General Meeting.