

22ND
ANNUAL REPORT
2015-2016



ANS Industries Limited

(CIN-L15130HR1994PLC032362)

Regd.office & works : 136 KM, Village & Post office - Shamgarh,
Dist.-Karnal, Haryana-132116, Phone No. 01745-244226

ANS INDUSTRIES LIMITED



BOARD OF DIRECTORS

Mr. Mehinder Sharma (DIN-00036252)	Managing Director
Mr. S.R. Sahore (DIN-00036146)	Director
Mr. Mahesh Kumar Sharma (DIN-00042874)	Director
Mr. R.C.Sharma (DIN-00148867)	Director
Mr. Rameshchandra Sharma (DIN-03355782)	Director
Mrs.Kamal Saib (DIN-06942852)	Director
Mr. Manoj Mishra	Company Secretary
Mr. Subodh Kumar	CFO

REGD. OFFICE & WORKS

136 KM, Village & Post Office - Shamgarh,
Dist.-Karnal, Haryana-132116, Phone No. 01745-244226
E-mail Id-ansagro.limited@gmail.com,website:www.ansfoods.com

HEAD OFFICE

144/2, Ashram, Mathura Road, New Delhi - 110014
Phone No.011-26341544

BANKERS

Punjab National Bank
Maharani Bagh, New Delhi-110065 &
Taraori, Karnal, Haryana-132116
Canara Bank
Malviya Nagar, New Delhi-110017

AUDITORS

Gaur V.K. & Company
Chartered Accountants
NZA-657, Street No.3 Dada Chatri Wala Marg, Raj Nagar-1
Palam Colony, New Delhi-110045

REGISTRAR AND SHARE TRANSFER AGENT

MAS Services Limited
T-34, 2nd Floor, Okhala Industrial Area, Phase-II,
New Delhi-110020, Phone No.011-26387281/82/83

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ANS INDUSTRIES LIMITED



NOTICE

Notice is hereby given that the 22nd Annual General Meeting of the Company will be held at the Registered Office of the Company at 136 KM, Village & PO - Shamgarh, District -Karnal, Haryana -132116 on Thursday, the 29th Day of September, 2016 at 11:30 A.M. to transact the following businesses:

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENTS:

To receive, consider, approve and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2016 together Directors' Report & the Auditors' Report thereon.

2. APPOINTMENT OF DIRECTOR:

To appoint a director in place of Mr. Ramesh Chandra Sharma (DIN-00148867 who retires by rotation and being eligible, offers himself for re-appointment.

3. APPOINTMENT OF STATUTORY AUDITORS:

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

"RESOLVED THAT pursuant to the provisions of Section 139&142 readwith Companies (Audit and Auditors Rules) 2014, M/s. Gaur V.K. & Company, Chartered Accountants, New Delhi (Membership No.17615), be and is hereby reappointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company on such remuneration as may be fixed by Board of Directors of the Company and fix their remuneration to audit the financial accounts of the Company for the financial year 2016-17."

SPECIAL BUSINESS:

4. APPROVAL OF CHARGES FOR SERVICE OF DOCUMENTS ON THE SHAREHOLDERS:

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

"RESOLVED THAT pursuant to provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the Act and relevant rules prescribed thereunder, whereby documents may be served on any shareholders by the Company by sending it to him by Post or by Registered Post or by Speed Post or by Courier or by Electronic or other mode as may be prescribed, the consent of shareholders be and is hereby accorded to charge from the member the fee in advance equivalent to estimated actual expenses of delivery of such documents to him, through a particular mode of services mentioned above provided such request along with requisite fee has been duly received by the company in advance at least one week in advance of the dispatch of such documents by the company to the shareholders.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, a Director or a Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds and things as may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such act, deeds and things as may be necessary, proper or desirable or expedient to give effect to the above resolution."

NOTES:

- 1. A member entitled to attend and vote at the Annual General Meeting (AGM) 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. In order to be effective the instrument appointing the proxy, duly completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time of commencement of the Annual General Meeting.**

As per Section 105 of the Companies Act, 2013 readwith Rule 19 of the Companies (Management and Administration) Rules 2014, a person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) % of the total share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the

company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

Proxy submitted on behalf of the companies, societies etc. must be accompanied by appropriate Board resolution /authority letter, as the case may be applicable, issued on behalf of the nominating organization. Proxy Form is annexed to this Annual Report

2. The Register of Members & Share Transfer Books of the company will remain closed from 23rd day of September, 2016 to 29th day of September, 2016 (both days inclusive) for the purpose of holding of ensuing Annual General Meeting.
3. Members / proxies should bring the Attendance Slip duly filled in for attending the meeting and deposit the same at the entrance gate of the meeting and affix their signature at the space provided in the Attendance Sheet and Proxy Form.
4. In case of Joint holders attending the meeting, the member whose name appears as the first holder in order of the names as per the Register of Member of the Company will be entitled to vote.
5. Members are kindly requested to bring their copies of Annual Report at the meeting. Copies of Annual Report will not be distributed at the venue of AGM
6. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant of in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN their depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical forms are requested to submit their PAN details to the Company/Registrar and Share Transfer Agent.(MAS Services Limited)
7. The members holding shares in physical form are requested to inform any change of address and are also requested to submit their Specimen Signature duly attested by their Bank immediately to the Company/Registrar and Shares Transfer Agent so as to enable the company future communication to their correct address. Members holding shares in electronic form are requested to notify their respective Depository Participant(s) of any change in address.
8. 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 their earlier nomination and record fresh nomination, he/she may submit the same in Form No.Sh-14. Members holding shares in physical are requested to submit the Forms to the Company /Registrar and Share Transfer Agent of the Company. Members holding shares in Electronic Form must submit the forms to their respective Depository Participants for availing this facility. (Specimen of FormNo.Sh-13 &Form No.Sh-14 are attached in this Annual Report at the end of notice)
9. Members holding shares in Physical Form are requested to consider converting their physical shares and for ease in Portfolio Management.
10. As per Regulation 36(3) of SEBI (Listing Obligations & Disclosures) Regulations.2015 the particulars of directors seeking appointment /re- appointment at the ensuing Annual General Meeting are annexed herewith the Notice.
11. Physical Copies of the Annual Report for the year 2015-16 along with notice of AGM interalia indicating the process and manner of e-voting alongwith Attendance Sheet and Proxy Form is being sent to all the members whose name appear in the register of member as provided by RTA in the permitted mode and same is also being sent through electronic mode to such members whose shareholding is in dematerialized format and whose email IDs whose email IDs are registered with the Company/Depository Participant(s) for communication purpose.
12. Members may also note that the Notice of the 22nd Annual General Meeting and Annual Report for the year 2015-16 is also available on the company's website: www.ansfoods.com. All documents referred to in accompanying Notice and Explanatory Statement, if any shall be open for inspection at the company's registered office during

the normal business hours on all working days except Sunday & public holidays. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the members may also send request to the company's e-mail address: ansgro.limited@gmail.com.

13. A member desirous of getting any information on the accounts or operations of the company is required to forward his/her queries to the company atleast seven days prior to this meeting so that the required information can be made available at the meeting.
14. Members Are requested to update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s) and contact R&TA of the company for any kind of their updation in their contact details and quote their registered folio Number/or DP in their correspondence Further to support the "GREEN ITITIATIVES" the members who have not registered their email IDs are requested to register the same with the Company/RTA in case shares held in physical form and with the Depositories in case of shares held in dematerialized form for receiving all communication including Annual Report, Notices etc.from the Company.
15. The Board of Directors of The Company has appointed Mr.Sudesh Balecha, Practicing Company Secretary (Membership No. ACS-30653 & CP No. 11159), Proprietor of M/s. S.K.BALECHA & Co., Company Secretaries to act as the Scrutinizer for providing facility to the members of the Company to scrutinize the physical voting and remote e-voting process in a fair and transparent manner.
16. **VOTING THROUGH ELECTRONIC MEANS (i.e.remote e-voting):**
 - I. 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) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is please to provide for its member facility to exercise their votes on resolutions proposed to be transected at the 22nd Annual General Meeting (AGM) by electronic means and the may be transected 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 AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. 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 votes by remote e-voting shall be able to exercise their right at the meeting through Ballot Paper.
 - III. The member who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. The remote e-voting period commencing on Monday, 26th September, 2016 at 09.00 A.M(IST) and ends on Wednesday, 28th September, 2016 at 05.00 P.M.(IST), During this period member of the Company ,holding shares either in physical form or in dematerialized form, as on cut-off date i.e.22nd September, 2016, may cast their votes by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change subsequently. Members are requested to read the instructions for e-voting carefully before casting their vote
 - V. **The process and manner for remote e-voting are as under:**
 - A. **in case of members receiving e-mails from NSDL (For those members whose e-mails addresses are registered with Company/Depository participant(s):**
 - a) Open e-mail and open PDF file viz. "RACL-remote e-Voting.pdf" with your Client ID or Folio No. as password which containing your User ID and Password for remote e-voting. Please note that the password is an initial password. You will not receive this PDF File if you are already registered with NSDL for e-voting.
 - b) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
 - c) Click on "Shareholder-Login".

- d) Put user ID and password as initial password noted in step (i) above. Click Login.
- e) Password change menu appears. Change the password 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.
- f) Home page of remote e-voting opens. Click on remote e-voting Active Voting Cycles.
- g) Select "EVEN" of "ANS INDUSTRIES LIMITED".) Now you are ready for remote e-voting as Cast Vote page opens.
- i) cast your vote by selecting appropriate option and click on "Submit" and also "confirm" when prompted Confirm"
- j) Upon confirmation, the message "Vote cast successfully" will be displayed.
- k) once you have voted on the resolution, you will not be allowed to modify your vote.
- l) 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 cssudesh.modi2011@gmail.com with a copy marked to evoting@nsdl.co.in.

B. in case of members receiving copy of notice of 22nd Annual General Meeting (from NSDL (For those members whose e-mails addresses are not registered with Company/Depository participant(s) or requesting physical copy) :

- a. Initial password is provided with Attendance Slip for the 22nd AGM.
- b. Please all steps from Sl.No.(b) to Sl. No.(l) above ,to cast vote.

- VI. In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and remote e-voting manual available at www.evoting.nsdl.com or call on toll free no. 1800-222-990.
- VII. If you are registered with NSDL for remote e-voting the n you can use your exiting User ID and Password /PIN for casting your vote
- VIII. 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).
- IX. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on cut-off date i.e. September 22, 2016.
- X. Member(s) can opt for only one mode of voting i.e. either physical voting through Ballot or e-voting .In case a member used both means then vote cast by e-voting will alone be treated as valid.
- XI. Any person,who acquires and becomes member of the Company after dispatch of Notice and holding shares as on the cut -off date i.e. September 22, 2016,may also obtain the login ID and password by sending a request at evoting@nsdl.co.in or to Mr.Sharwan Manla,M/s.MAS Services Limited (RTA),Tel :((011) 26387281,82,83 e-mail-info@masserv.com.
- XII. However, if you are already registered with NSDL then he 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.evotin.nsdl.com or contact NSDL at the following toll free Number:1800-222-990.

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- XIII. A member may participate in the AGM even after exercising his vote through remote e-voting but shall not be allowed to vote again in the AGM.
- XIV. Any person, whose name appears in the Register of Members or in the Register of Beneficial owners maintained by Depositories as on cut-off date i.e. September 22, 2016 only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting through ballot paper.
- XV. Mr. Sudesh Balecha, Company Secretary in Whole Practice Practicing Company Secretary (Membership No. ACS 30653 & CP No. 11159), Proprietor M/s. S.K.Balecha & Co. Company Secretaries, has been appointed as 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.
- XVI. The Scrutinizer shall after the conclusion of voting at the AGM, 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 two 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.
- XVII. The results declared alongwith 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 Bombay Stock Exchange Limited.

**By order of the Board of Directors
ANS Industries Limited**

**Date : 10th August, 2016
Place : New Delhi**

**Sd/-
(Manoj Mishra)
Company Secretary**

ANS INDUSTRIES LIMITED



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As per Section 20 of the Companies Act, 2013, a shareholder may request for sending of any documents through a particular modes, for which the shareholders shall pay such fee as may be determined by the Company in its Annual General Meeting. Since the cost of providing documents may vary according to the mode of service, weight and its destination, etc, therefore it is proposed the actual expenses that may be borne by the company for such dispatch will be paid in advance by the shareholders to the company.

The Board of Directors recommends the Resolution for your proposal.

None of Directors or Key Managerial Personnel of the Company or their relatives is considered to be interested or concerned in the above resolution.

INFORMATION OF DIRECTORS SEEKING RE-APPOINTMENT IN THE ENSUING AGM

(Pursuant to regulation 36(3) of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015)

The Brief Resume of Mr.Ramesh Chandra Sharma, who retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment, are as follows:-

Name of Director	Mr. Ramesh Chandra Sharma
Father's Name	Late Sh.Daulat Ram Sharma
DIN	00148867
Age	69 Years
Date of First Appointment	22-03-2006
Expertise in Special Functional area	Constructions
Qualification	Intermediate
Nationality	Indian
Disclosure of Relationship between Directors inter-se	Brother of Mr.Mahesh Kumar Sharma
Directorship held in other public Companies as on 31-03-2016	NIL
Membership of Committees in other Companies in which he is Director as on 31-03-2016	NIL
No. of shares held in the Company	NIL

By order of the Board of Directors
ANS Industries Limited

Date : 10th August, 2016
Place : New Delhi

Sd/-
(Manoj Mishra)
Company Secretary

ANS INDUSTRIES LIMITED



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

Name of the company:

Address of the company:

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:
- (h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR-

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

Name:

Address:

Name of the Security Holder (s)

Signature

Witness with name
and address

ANS INDUSTRIES LIMITED



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]

Name of the company:

I/We hereby cancel the nomination(s) made by me/us in favor of.....(name 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 cancelled / varied)

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

(2) (a) PARTICULARS OF THE NEW NOMINEE:

- Name:
- Date of Birth:
- Father's/Mother's/Spouse's name:
- Nationality:
- Address:
- E-mail id:
- Relationship with the Security holder:

(b) IN CASE NEW NOMINEE IS A MINOR--

- Date of Birth:
- Date of attaining majority
- Name of guardian:
- Address of guardian:

Signature

Name of the Security Holder (s)

Witness with name and address