



### **CORPORATE INFORMATION**

#### **Board of Directors** Bankers Mr. Ankit Jalan - Executive Director AllahabadBank Mr. Suraj Narayan Jaiswal - Director Axis Bank Mrs. Mohini Agarwal – Director State Bank of India Mr. Malay Chakrabarty – Executive **Registrar & Transfer Agent** Director Maheshwari Datamatics Pvt. Mr. Umesh Kumar Dhanuka - Director Ltd. 6 Mangoe Lane, Kolkata -700 001 Ph.: (033) 2243 **Key Managerial Personnel** 5809/5029 Mr. Ankit Jalan – CEO Registered Office Mrs. Rashmi Ranjan Debata – CFO Agio Paper & Industries Ltd. Manish Bhoot – Company Secretary 41A. AJC Bose Road Suite No. 505 Diamond **Statutory Auditors** Prestige, Kolkata - 700 017 M/s. Baid Agarwal Phone: +91-33-66044834 Singhi & Co Chartered E-mail: ho@agiopaper.com Accountants 6, Lyons Range, Gate Mill No. 2, 1<sup>st</sup> Floor Village: Dhenka, P.O: Kolkata - 700 0001 Darrighat Masturi, Bilaspur -495 551 Chhattisgarh Secretarial Auditor Ph.: +91-7752-257 010 Pooja Bansal. Fax: +91-7752-257 3 Company Secretaries Andul Halderpara Podrah Howrah-711109 TABLE OF CONTENTS Notice Board Report & Management Discussion and Analysis 15 Corporate Governance 32 Secretarial Auditor's Certificate on Corporate Governance 53 Auditors' Report Balance Sheet 64 Profit and Loss Account 65 Cash Flow Statement 66

67

Notes Forming Part of Balance Sheet and

Statement of Profit &



#### NOTICE

NOTICE is hereby given that the Thirty Eighth Annual General Meeting of the Members of Agio Paper & Industries Ltd. (CIN L21090WB1984PLC037968) will be held at **505, Diamond Prestige, 41A, AJC Bose Road, Kolkata - 700 017** on Friday the 29<sup>th</sup> September, 2023 at 10:30 A. M. to transact the following Business:

# **Ordinary Business**

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.
- 2. To appoint a director in place of Mr. Ankit Jalan (DIN: 02577501), who retires by rotation and being eligible offers himself for re- appointment.

Date: 5<sup>th</sup> September, 2023 **Registered Office:** 41A, AJC Bose Road Suite No. 505 Kolkata – 700 017

By Order of the Board For Agio Paper & Industries Limited

CIN: L21090WB1984PLC037968

Malay Chakraborty Whole Time Director DIN: 03106149

**Phone:** (033) 66286654,

Email: ho@agiopaper.com,

Website: www.agiopaper.com



#### **Notes:**

- 1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy and the proxy need not be a member of the Company.
- The Proxy form must be deposited at the registered office of the Company not less than 48 hours before the scheduled hour of commencement of the meeting i.e. by 10:30 A.
   M. on 29<sup>th</sup> September, 2023.
- 3. Members/Proxies should bring their attendance slips duly filled in for attending the meeting.
- 4. Members are requested to bring their copy of the Annual Report with them at the Annual General Meeting, as the copies of the report will not be circulated at the meeting.
- 5. The Register of Members and Share Transfer Registers of the Company will remain closed from 21<sup>st</sup> September, 2023 to 29<sup>th</sup> September, 2023 (both days inclusive).
- 6. Members who hold shares in dematerialized form are requested to bring their Depository ID Number and Client ID Number for easier identification of attendance at the Annual General Meeting.
- 7. In terms of the provisions of Section 152 of the Act, Mr. Ankit Jalan retires by rotation at the Meeting. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Business set out under Item Nos. 1 to 2 of the Notice.
- 8. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 9. A Member desirous of getting any information on the accounts or operations of the Company is requested to forward his request to the Company at least 10 days prior to the Meeting so that the required information can be made available at the Meeting.
- 10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Registrar M/s Maheshwari Datamatics Pvt. Ltd., 23, R.N Mukherjee Road, 5th Floor, Kolkata 700 001, Phone: 033 2243 5029/ 2248 2248, Fax: 033 2248 4787, E-mail: mdpldc@yahoo.com.
- 11. In compliance with the MCA Circulars and SEBI Circulars, the Notice of the 38<sup>th</sup>Annual General Meeting of the Company, interalia, indicating the process and manner of electronic voting ('e-voting') along with Attendance Slip, Proxy Form and Route Map and the Annual Report 2022-2023 are being sent only through electronic mode to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs").



12. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the service of National Securities Depository Limited (NSDL) to provide the facility of electronic voting (e-voting) in respect of the Resolutions proposed at this Annual General Meeting. The Board of Directors has appointed Ms. Pooja Bansal Practicing Company Secretaries, as the Scrutinizer for this purpose.

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) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Statndard-2 on General Meeting (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide member's facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted 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 the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). 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 vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The remote e-voting period commences on 26<sup>th</sup> September, 2023 (9:00 AM) and ends on 28<sup>th</sup> September, 2023 (5:00 PM). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22<sup>nd</sup> September, 2023, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter at 5.00 p.m. on 26<sup>th</sup> September, 2023. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The process and manner for remote e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

# A) Login method for e-Voting for Individual shareholders holding securities in

#### demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



<u>Login method for Individual shareholders holding securities in demat mode is given below:</u>

Type of shareholders	Login Method
Individual Shareholders	1. If you are already registered for <b>NSDL IDeAS</b>
holding securities in demat	<b>facility</b> , please visit the e-Services website of
mode with NSDL.	NSDL. Open web browser by typing the following
mode with risbe.	URL: https://eservices.nsdl.com/ either on a
	Personal Computer or on a mobile. Once the home
	page of e-Services is launched, click on the
	"Beneficial Owner" icon under "Login" which is
	available under "IDeAS" section. A new screen
	will open. You will have to enter your User ID
	and Password. After successful authentication,
	you will be able to see e-Voting services. Click on
	"Access to e-Voting" under e-Voting services and
	you will be able to see e-Voting page. Click on
	options available against company name or e-
	Voting service provider - NSDL and you will be
	re-directed to NSDL e-Voting website for casting
	your vote during the remote e-Voting period.
	2. If the user is not registered for IDeAS e-Services, option to register is available at
	https://eservices.nsdl.com. Select "Register Online
	for IDeAS" Portal or click at
	https://eservices.nsdl.com/SecureWeb/IdeasDirectR
	eg.jsp
	3. Visit the e-Voting website of NSDL. Open web
	browser by typing the following URL:
	https://www.evoting.nsdl.com/ either on a Personal
	Computer or on a mobile. Once the home page of e-
	Voting system is launched, click on the icon
	"Login" which is available under
	'Shareholder/Member' section. A new screen will
	open. You will have to enter your User ID (i.e. your
	sixteen digit demat account number held with
	NSDL), Password/OTP and a Verification Code as
	shown on the screen. After successful
	authentication, you will be redirected to NSDL
	Depository site wherein you can see e-Voting page.
	Click on options available against company name
	or
	e-Voting service provider - NSDL and you will be
	redirected to e-Voting website of NSDL for casting
	your vote during the remote e-Voting period.



3. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

# **NSDL** Mobile App is available on







Individual Shareholders holding securities in demat mode with CDSL

- 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.
- 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.
- 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.
- 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL



Depository site after successful authentication,
wherein you can see e-Voting feature. Click on
options available against company name or e-
Voting service provider-NSDL and you will be
redirected to e-Voting website of NSDL for casting
your vote during the remote e-Voting period.

**Important note**: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders	Members facing any technical issue in login can
holding securities in demat	contact NSDL helpdesk by sending a request at
mode with NSDL	evoting@nsdl.co.in or call at toll free no.: 1800
	1020 990 and 1800 22 44 30
Individual Shareholders	Members facing any technical issue in login can
holding securities in demat	contact CDSL helpdesk by sending a request at
mode with CDSL	helpdesk.evoting@cdslindia.com or contact at 022-
	23058738 or 022-23058542-43

# B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode. How to Log-in to NSDL e-Voting website?

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:



Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who holds shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12*********** then your user ID is 12************************************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- 5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
    - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details / Password?" (If you are holding shares in