



Agrimony Commodities Limited

(Erstwhile Transparent Commodities Private Limited)

ANNUAL REPORT 2015-2016



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CORPORATE INFORMATION

Board of Directors

Mr. Anandrao Gole

Chairman and Managing Director

Mr. Jairaj Bafna

Chief Financial Officer & Director

Independent Directors

Ms. Nalini Shetty

Mr. Suresh Kulkarni

Mr. Satish Bokdia

Company Secretary & Compliance Officer

Ms. Monali Mehta

(Appointed w.e.f. January 04, 2016)

Statutory Auditors

M/s. V.R. Bhabhra & Co.,

Chartered Accountants

303, Sagar Shopping Centre,

Opp Bombay Bazaar, 76, Jai Prakash Road,

Andheri (West), Mumbai:- 400 058

Internal Auditors

M/s. P. V. Thaker & Co.,

Chartered Accountants

8, Jaihind Cottage, Shahaji Raje Road,

Vile Parle (East), Mumbai:-400057

Registrar and Transfer Agent

M/s. Purva Share Registry Pvt Ltd,

Ltd Unit no. 9 Shiv Shakti Ind. Estt.

J .R. Boricha Marg

Lower Parel (E), Mumbai 400 011

Bankers

Bank of India

Registered Office

Office No. 701, 7th Floor,

Kingston Tejpal Road,

Vile Parle(E), Mumbai- 400057

Corporate Identification Number

L74999MH1991PLC062821

Email id

agrimonycommodities@gmail.com

Website

www.agrimonycommodities.com



NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the **25th ANNUAL GENERAL MEETING** of **Agrimony Commodities Limited** will be held on **Friday, September 30 2016 at 4.00 p.m.** at Office No. 702, 7th Floor, Kingston Building, Tejpal Road, Vile Parle(E), Mumbai- 400057 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2016 together with the reports of the Board of Directors and the Auditors thereon.
 - b. The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Jairaj Bafna (DIN: 06637142) ,who retires from office by rotation and being eligible, offers himself for reappointment as a Director of the Company whose period of office shall be subject to retirement by rotation.
3. To ratify the statutory auditors of the Company and to fix their remuneration and to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof) for the time being in force and pursuant to the recommendation of the Audit Committee of the Board of Directors and in terms of resolution passed by the members at the Annual General Meeting held on September 30, 2015, the appointment of M/s. V.R. Bhabhra , Chartered Accountants (Firm Regn. No. 112861W),as the Statutory Auditors of the Company be and is hereby ratified to hold office till the conclusion of the 26th Annual General Meeting and on such remuneration and reimbursement of out of pocket expenses, as shall be decided/approved by the Board of Directors of the Company.”

**By Order of the Board of Directors
For Agrimony Commodities Limited**

**Place: Mumbai
Date: September 07, 2016**

**Sd/-
Anandrao Gole
Chairman & Managing Director
DIN: 06668955**



NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON POLL) INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY, IN ORDER TO BE EFFECTIVE MUST BE DULY FILLED, STAMPED, SIGNED AND DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.**
2. Pursuant to provisions of Section 105 of the Companies Act, 2013, a person, can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. Member holding more than ten percent of the total share capital of the Company may appoint single person as proxy who shall not act as proxy for any other person or shareholder.
3. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. 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.
5. Members/Proxies are requested to bring the attendance slip duly filled in for attending the meeting.
6. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting to facilitate identification of membership at the meeting.
7. The Register of Members and Share Transfer Books of the Company will remain closed on from Saturday, September 24, 2016 to Friday, September 30, 2016 (both days inclusive) for the purpose of the Annual General meeting.
8. All documents referred to in the accompanying notice are open for inspection by the members at the registered office of the Company on all working days during 11.00 a.m. to 1.00 p.m. up to the date of the AGM.
9. The matters set out in the Notice will be transacted inter-alia through remote electronic voting system and the Company is providing facility inter-alia for remote e-voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.
10. Members holding shares in physical form are requested to inform the Company's Registrars and Transfer Agents (RTA), M/s. Purva Sharegistry (India) Pvt. Ltd. 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 etc. to their respective Depository Participants. These changes will then be automatically reflected in the Company's records. This will help the Company to provide efficient and better service to the Members.



11. Members holding shares in dematerialized form are requested to register their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFS code) and Permanent Account Number(PAN) with their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA as the same is mandated by the Securities and Exchange Board of India.
12. The Company is concerned about the environment. We request you to update your email address with your Depository Participants to enable us to send you communications via email. Members who have not registered their e-mail address, so far, are requested to register their e-mail address, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to provide their e-mail address to Purva Sharegistry (India) Pvt. Ltd by sending an e-mail at purvashr@mtnl.net.in or to the Company at agrimonycommodities@gmail.com.
13. 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 the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
14. Members desirous of any information or queries on accounts or relevant reports are requested to send their queries at least seven days in advance to the Company at its corporate office address to enable the Company to collect the relevant information and answer them in the meeting.
15. In terms of Section 152 of the Companies Act, 2013, Mr. Jairaj Bafna (DIN: 06637142), Director, retires by rotation at the AGM and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommend his re-appointment. His brief resume, nature of his expertise in specific functional areas, names of the companies in which he holds directorships and memberships/ chairmanships of Board Committees, shareholding and relationships are provided as an annexure to this notice forming part of the annual report.
16. Copies of the Annual Report 2015-16 are being sent by electronic mode only to all the members whose email addresses are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report for 2015-16 are being sent by the permitted mode. Members may also note that the Notice of the 25th AGM and the Annual Report 2015-16 will be available on the Company's website viz. www.agrimonycommodities.com.
17. A route map giving directions to reach the venue of the 25th Annual General Meeting is given at the end of the Notice.

18. Voting Through electronic means:

- a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 25th Annual General Meeting (AGM) by electronic means and the business may be transacted through E-Voting Services provided by Central Depository Services (India) Limited (CDSL).
- b. The voting period begins on Tuesday, September 27, 2016 at 9.00 a.m. and ends on Thursday, September 29, 2016 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 23, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- c. The instructions for e-voting are as under:
 - In case of members receiving e-mail:
 - i. Log on to the e-voting website www.evotingindia.com
 - ii. Click on Shareholders
 - iii. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - iv. Next enter the Image Verification as displayed and Click on Login.
 - v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - vi. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the



	<p>sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</p> <ul style="list-style-type: none">• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- vii. After entering these details appropriately, click on “SUBMIT” tab.
- viii. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN for **AGRIMONY COMMODITIES LIMITED** on which you choose to vote.
- xi. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiii. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xiv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.



- xv. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvi. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password& enter the details as prompted by the system.
- xvii. **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Apple and Windows phone. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- xviii. **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- **In case of members receiving the physical copy:**
 - i. Please follow all steps from sl. no. (i) to sl. no. (xviii) above to cast vote.
 - ii. The voting period begins on Tuesday, September 27, 2016 at 9.00 a.m. and ends on Thursday, September 29, 2016 at 5.00 p.m. During this period 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, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- d. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.



- e. M/s. P.V. Thaker & Company, Chartered Accountant, has been appointed as a Scrutinizer to scrutinize the remote e-voting process and voting process at the AGM in a fair and transparent manner.
- f. The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- g. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.agrimonycommodities.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE.
- h. **Voting at AGM**
The members who have not cast their vote by remote e-voting can exercise their voting rights at the AGM. The Company will make arrangement of poll in this regards at the AGM Venue.

**By Order of the Board of Directors
For Agrimony Commodities Limited**

**Place: Mumbai
Date: September 07, 2016**

**Anandrao Gole
Chairman & Managing Director
DIN: 06668955**