

# RAJENDRA CATERERS & CONFECTIONERS LIMITED

(formerly known as ANANTHI CONSTRUCTIONS LIMITED)

CIN: L15100TN1992PLC023831



**TWENTY SIXTH  
ANNUAL  
REPORT  
FY 2017-18**

## **BOARD OF DIRECTORS**

Shri.T.N.T.Rajasekar, Managing Director

Smt.AnanthiRaajasekar, Non-Executive Director

Shri.SivakumarAnbalagan, Non-Executive& Independent Director

Shri.SubbarajAzhagarsamynaicker, Non-Executive& Independent Director

Shri.VijayaraghavanRangasamyNattery, Non-Executive& Independent Director

## **AUDITORS**

M/s.Vijayaraghavan& Associates

Chartered Accountants

31, Giri Street, T.Nagar, Chennai, 600017, Tamilnadu, India

## **SECRETARIAL AUDITOR**

Shri.S.Dhandapani

Company Secretary in Practice

No.9/2, Kamakoti Nagar, Valasaravakkam,

Chennai, 600087, Tamilnadu, India

## **REGISTERED OFFICE OF THE COMPANY AND FACTORY**

41/9, Medavakkam Main Road,

Madipakkam, Chennai, 600091,

Tamilnadu, India



## **REGISTRAR AND SHARE TRANSFER AGENT**

M/s.Cameo Corporate Services Ltd.

“Subramanian Building”

No.1, Club House Road, Chennai, 600002, Tamilnadu, India.

**E-Mail Id:** investor@cameoindia.com/ cameo@cameoindia.com

<b>CONTENTS</b>	<b>SEQUENCE</b>
	<b>Page No.</b>
Notice	<b>2</b>
Boards' Report	<b>12</b>
Corporate Governance	<b>41</b>
Management Discussion & Analysis	<b>97</b>
Auditors' Report	<b>62</b>
Secretarial Auditors' Report	<b>33</b>
Balance Sheet	<b>74</b>
Profit and Loss Account	<b>77</b>
Notes	<b>80</b>
Cash Flow Statement	<b>89</b>

## NOTICE OF 26<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the **Twenty Sixth Annual General Meeting** of the members of **RAJENDRA CATERERS & CONFECTIONERS LIMITED** (formerly known as ANANTHI CONSTRUCTIONS LIMITED) will be held on **Wednesday, August 22, 2018 at 11.00 a.m.** at the Registered office of the Company at 41/9, Medavakkam Main Road, Madipakkam, Chennai, 600091, Tamilnadu, India, to transact the following business:

### Ordinary Business:

1. To consider and adopt **Audited Standalone Financial Statements for Financial Year ended March 31, 2018** and the Reports of the Board of Directors and Auditors thereon.
2. To **appoint a Director in place of Smt. Ananthi Raajasekar (DIN:02900438)**, who retires by rotation and being eligible, offers himself for re-appointment.
3. To **ratify the appointment of Auditors** and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:



**“RESOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and pursuant to the resolution passed by the members at the 22nd Annual General Meeting (AGM) held on 30/09/2014 appointing **M/s. Vijayaraghavan & Associates**, Chartered Accountants, bearing firm registration No. 005699S and having office at 31, Giri Street, T.Nagar, Chennai, 600017, Tamilnadu, India as the statutory auditors of the Company for a period of 5 years to hold office till the conclusion of the 27th Annual General Meeting, which is subject to ratification at every AGM, be and is hereby ratified to hold office from the conclusion of this AGM till the conclusion of the next Annual General Meeting to be held in 2019, and the Board of Directors of the Company be and is hereby authorized to fix the remuneration, as mutually agreed between the Board and the Auditors.”

By Order of the Board  
**For RAJENDRA CATERERS & CONFECTIONERS LIMITED**

**Thangaraj Rajasekar**  
(DIN: 01671407)  
Managing Director

Place: Chennai  
Date: **25/07/2018**

## NOTES

1. ***A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY***

*A person can act as proxy on behalf of members not exceeding fifty (50) in number and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights*

*A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder*

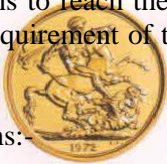
*Proxies in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than forty eight hours before the commencement of the Meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. A proxy form is attached hereto*

2. Corporate Members are required to send a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representatives to attend and vote on their behalf at the Meeting
3. Members, Proxies and Authorised Representatives are requested to bring to the meeting; the attendance slip enclosed herewith, duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No. Duplicate attendance slip or copies of the Report and Accounts will not be made available at the AGM venue
4. A brief resume of each of the directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter se as stipulated under Regulation 36 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, and Clause 1.2.5 of Secretarial Standards-2 on General Meetings, are provided in Details of Directors seeking Appointment/ Reappointment at the Annual General Meeting is annexed herewith as **Annexure-A**
5. Relevant documents referred to in the accompanying Notice and the statement are open for inspection by the members at the Registered office of the Company on all working days (except Saturdays, Sundays and Public holidays) between 11.00 a.m. to 1.00 p.m. up to the date of this Annual General Meeting ("AGM") and also at the AGM

6. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, the 14<sup>th</sup> day of August 2018 to Wednesday the 22<sup>nd</sup> day of August 2018 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the AGM.
7. *Members are requested to dematerialize their shareholdings, a process by which physical certificates are converted to an equivalent number of securities in an electronic form and credited to respective depository account. In order to dematerialize physical certificates you have to first open an account with a DP and then request for the dematerialization of certificates by filling up a dematerialization request form [DRF], and submitting the same along with the physical certificates.*
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the 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 Registrar and Transfer Agent / Company
9. Electronic copy of the Annual Report for FY 2017-18 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for FY 2017-18 are being sent in the permitted mode. Members are requested to support Green initiative by registering/updating their e-mail addresses with the Depository participant (in case of shares in dematerialized form) or with Cameo Corporate Services Ltd (in case of Shares held in physical form).
10. Electronic copy of the Notice of the 26<sup>th</sup> AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 26<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode
11. Members may also note that the Notice of the 26<sup>th</sup> AGM and the Annual Report for FY 2017-18 will be available on the Company's website [www.ananthiss.com](http://www.ananthiss.com) for their download and also on the website of Central Depository Services (India) Limited viz. [www.evotingindia.com](http://www.evotingindia.com). The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during

normal business hours on working days. 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 shareholders may also send requests to the Company's investor email id: [aclinfo100@gmail.com](mailto:aclinfo100@gmail.com)

12. Share transfer documents and all correspondence relating thereto, should be addressed to the **Registrars and Share Transfer Agents** of the Company **M/s.Cameo Corporate Services Ltd.** "Subramanian Building" No.1, Club House Road, Chennai, 600002, Tel: Phone No.044-28460390 - 94, Email Id:investor@cameoindia.com /cameo@cameoindia.com
13. The cut-off date for the purpose of remote e-voting and voting at the AGM shall be Tuesday 14<sup>th</sup> day of August 2018. Please note that members can opt for only one mode of voting i.e., either by voting at the meeting or e-voting. If Members opt for e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting may also attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again
14. A route map showing directions to reach the venue of the 26<sup>th</sup> AGM is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meetings".



15. Voting through electronic means:-

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 26<sup>th</sup> AGM. The business may be transacted through e-voting services rendered by Central Depository Services (India) Limited (CDSL). The Company has appointed **Mr. S. Dhandapani**, Practicing Company Secretary as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. The instructions to members for voting electronically are as under:-

(I) The voting period begins on Sunday, 19<sup>th</sup> day of August 2018 at 10.00 a.m. and ends on Tuesday 21<sup>st</sup> Day of August, 2018 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) August 16<sup>th</sup> 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.



(II) Members holding shares in physical or in demat form as on **Thursday 16<sup>th</sup> day of August 2018** shall only be eligible for e-voting.

(III) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(IV) Click on Shareholders / Members

(V) 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.

(VI) Next enter the Image Verification as displayed and Click on Login.

(VII) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(VIII) If you are a first time user follow the steps given below:



Particulars	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	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. • 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 (V).

IX. After entering these details appropriately, click on “SUBMIT” tab.

X. Members holding shares in physical form will then directly reach 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.

XI. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(XII) Click on the EVSN of RAJENDRA CATERERS & CONFECTIONERS LIMITED.

(XIII) 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.

(XIV) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(XV) 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.

(XVI) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.



(XVII) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

(XVIII) 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.

**(XIX) 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 users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile**

(XX) Note for Non – Individual Shareholders and Custodians

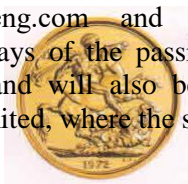
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.



- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.

(XXI) 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

(XXII) The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.swethaeng.com](http://www.swethaeng.com) and on website of CDSL e-Voting [www.evotingindia.com](http://www.evotingindia.com) within two days of the passing of the Resolutions at the Annual General Meeting of the Company and will also be communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed



By Order of the Board


**For RAJENDRA CATERERS & CONFECTIONERS LIMITED (FORMERLY  
KNOWN AS ANANTHI CONSTRUCTIONS LIMITED)**

**ThangarajRajasekar**  
(DIN: 01671407)  
Managing Director

Place: Chennai  
Date: **25/07/2018**

**ANNEXURE-A****DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT/APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING**

[In pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards-2 on General Meetings]

Name of the Director	<b>AnanthiRaajasekar</b>
DIN	<b>02900438</b>
Date of Birth and Age	<b>26/07/1967 (51 Years)</b>
Date of appointment on the Board	<b>31/03/2015</b>
Qualifications	<b>E.S.L.C.</b>
Experience and Expertise	Well experience in preparing Unique Masala Powder which is used as ingredient in catering business and family is engaged in running Grocery Shop in T.Nagar, Chennai
Number of Meetings of the Board attended during the year	<b>06</b>
List of Directorship/ Membership / Chairmanship of Committees of other Board.	<b>NIL</b>
Shareholding in RAJENDRA CATERERS & CONFECTIONERS LIMITED (formerly known as ANANTHI CONSTRUCTIONS LIMITED)	 <b>7,37,300</b>
Relationship with other directors, manager and other Key Managerial Personnel of the Company	<b>Spouse of Mr. TNT Rajasekar</b>
Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	<b>As per Nomination and Remuneration Policy of the Company as displayed on the Company's website viz. <a href="http://www.ananthiss.com">www.ananthiss.com</a></b>
Justification for choosing the appointees for appointment as Independent Directors	<b>NA</b>

By Order of the Board

**For RAJENDRA CATERERS & CONFECTIONERS LIMITED (FORMERLY KNOWN AS ANANTHI CONSTRUCTIONS LIMITED)**

**ThangarajRajasekar**  
(DIN: 01671407)  
Managing Director

Place: Chennai  
Date: **25/07/2018**