



36TH

ANNUAL

GENERAL

MEETING

- Date: 28th September 2020
- Time: 10.30 AM
- Mode: Video Conferencing (VC)

## CORPORATE INFORMATION

### Board of Directors

Shri K.V.Vishnu Raju	Chairman
Shri R.Ravichandran	Whole time Director
Shri K.Hari Babu	Director
Smt.K.Anuradha	Director
Shri K.Aditya Vissam	Director
Shri P.Ranganath	Director
Shri P.S.Raju	Director
Shri S.V.S.Shetty	Director

\*Shri B.Rajasekhar CFO

(upto:30.07.2020)

Ms. R.K. Pooja Company Secretary

CIN

L65910AP1983PLC004005

Registered Office

Vishnupur, Garagaparru Road,  
Bhimavaram – 534 202  
West Godavari District,  
Andhra Pradesh

Corporate Office

'Anjani Vishnu Centre'  
Plot No 7 & 8, Nagarjuna Hills,  
Panjagutta,  
Hyderabad-500 082

Statutory Auditors

M. Anandam & Co. Chartered Accountants  
7 A, Surya Towers, Sardar Patel Road  
Secunderabad – 500 482.

Secretarial Auditors

D. Hanumanta Raju & Co. Company Secretaries,  
B-13, F-1, P.S.Nagar,  
Vijayanagar Colony, Hyderabad - 500 057

Bankers

Indian Bank

Share Registrars and Transfer Agents

M/s. KFin Technologies Private Limited  
Karvy Selenium Tower No.B,  
Plot No.31- 32, Gachibowli, Financial District  
Nanakramguda, Hyderabad: 500 032

## CONTENTS

 Notice	4 - 16
 Directors' Report	17 - 37
 Management Discussions & Analysis Report	38 - 39
 Independent Auditors' Report	40 - 48
 Balance Sheet	49
 Profit and Loss Account	50
 Cash Flow Statement	51
 Notes to Accounts	52 - 84

## NOTICE

NOTICE IS HEREBY BE GIVEN THAT THE 36TH ANNUAL GENERAL MEETING(AGM) OF THE MEMBERS OF ANJANI FOODS LIMITED WILL BE HELD ON MONDAY, THE 28TH SEPTEMBER, 2020 AT 10.30 A.M IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING ITEMS OF BUSINESS. THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY AT VISHNUPUR, DURGAPUR, GARAGAPARRU ROAD, BHIMAVARAM, ANDHRA PRADESH - 534 202.

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2020, the Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of Auditors and Board of Directors thereon.
1. To appoint a Director in place of Mr. K.V.Vishnu Raju who retires by rotation in terms of section 152(6) and being eligible, offers himself for reappointment as Director.

### SPECIAL BUSINESS:

3. To approve appointment of Mr. K.Aditya Vissam ( DIN: 06791393) as Managing Director and in this regard pass the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re- enactment thereof for the time being in force), Articles of Association of the Company and subject to such approvals, as may be required and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, approval of the members be and is hereby accorded for the appointment of Mr. K.Aditya Vissam (DIN: 06791393) as Managing Director, of the Company for a period of 5 years with effect from August 01, 2020 (the date of appointment) till July 31, 2025, on terms and conditions as set out below, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 years from the date of appointment, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Directors and Mr K.Aditya Vissam:

Terms and conditions including remuneration as enumerated herein below:

- a) Period of appointment: August 01, 2020 to July 31, 2025
- b) Basic Salary: Rs.2.50 lakhs per month
- c) Flexible Compensation Plan as per Company's Policy: NIL
- d) Variable Pay per annum in the form of profit sharing: NIL

- e) Cost of Vehicle usage for business purpose (i.e. Car, Maintenance, Fuel, Driver and insurance etc.): As per the usage
- f) He shall also be entitled to the following perquisites:
  - i) Employer's Contribution to Provident Fund.
  - ii) Gratuity in accordance with Company's Policy.
  - iii) Mediclaim Insurance coverage for self and family as per Company's policy.
  - iv) Mobile phone, telephone facility, I- pad, laptop etc. as per Company's Policy.
  - v) Any other allowances/perquisites as per the policy of the Company.

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

For and on Behalf of the Board of  
Anjani Foods Limited

Place: Hyderabad  
Date: 31.08.2020

K.V.Vishnu Raju  
Chairman

## NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto
2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting during the AGM will be provided by NSDL.
4. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment / regularisation at this AGM is annexed.
5. The Register of Members and Share Transfer Books of the Company will remain closed from September 22, 2020 to September 30, 2020 (both days inclusive) for the purpose of giving effect to the transmission and transposition requests lodged with the Company.
6. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, KFin Technologies Private Limited ("KFin") for assistance in this regard.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number

(PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to KFin Technologies Private Limited in case the shares are held by them in physical form.

9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. To promote green initiative, Members who have not registered their email addresses are requested to register the same with their depository participants in case the shares are held by them in electronic form and with KFin, in case the shares are held in physical form.
11. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website <https://www.anjanifoods.in/>. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to KFin in case the shares are held in physical form.
12. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or KFin, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
14. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 26, 2020 through email on [pooja.rk@freshchoice.in](mailto:pooja.rk@freshchoice.in)
15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.anjanifoods.in](http://www.anjanifoods.in), websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and NSDL at <https://www.evoting.nsdl.com/>. Members whose email IDs are not registered with the Company/Depositories are requested to follow the process provided further for registration of email IDs with the depositories for procuring user ID & password and registration of email IDs for e-voting for the resolutions set out in this notice.
16. The Statutory Registers and the documents pertaining to the items of business to be transacted at the AGM are available for inspection in electronic mode. The shareholders may write an e-mail to [pooja.rk@freshchoice.in](mailto:pooja.rk@freshchoice.in) and the Company shall respond suitably.
17. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
18. Instructions for e-voting and joining the AGM are as follows:



## INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING:

The remote e-voting period begins on September 25, 2020 (9:00 a.m. IST) and ends on September 27, 2020 (5:00 p.m. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter.

During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on September 21, 2020 (Cut-off date), may cast their vote electronically.

Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the Cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

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

### STEP 1:

How to Login 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 hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example if your Beneficiary ID is 12***** then your userID is 12*****.
c) For Members holding shares in Physical	EVEN Number followed by Folio Number registered with the company.

Form.	For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
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5. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use 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 in 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 your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## STEP 2:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.