

23rd Annual Report

2020-21





Corporate Information

S. No.	Name of Director/ Key Managerial Personnel	Designation
1.	Mr. Vijay Kumar	Managing Director & CFO
2.	Mrs. Neelam Rani	Non Executive Director
3.	Mr. Tilak Raj	Non Executive Director
4.	Mr. Sahil Aggarwal	Non Executive Director
5.	Mr. Chakshu Goyal	Whole Time Director
6.	Mr. Sanjeev Kumar	Independent Director
7.	Mr. Sumit Goswami	Independent Director
8.	Mr. Bhupesh Goyal	Independent Director
9.	Mrs. Nidhi Chopra	Independent Director
10.	Ms. Bhupinder Preet Kaur	Independent Director
11.	Ms. Parabhjot Kaur	Company Secretary & Compliance Officer

Bankers

HDFC Bank Limited
Capital Small Finance Bank Ltd
YES Bank Ltd

Registered Office

2nd Floor, 2/43, Aggar Nagar
Block B, Ludhiana
Punjab- 141001

Registrar and Share Transfer Agent

Big share Services Private Limited
1st Floor, Bharat Tin Works Building
Opp Vasant Oasis, Makwana Road
Marol, Andheri (East), Mumbai- 400059

Auditors

M/s K R Aggarwal & Associates
(Statutory Auditors)

M/s Reecha Goel & Associates
(Secretarial Auditors)

Ms. Prerna
(Internal Auditor)



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Message from the Managing Director & CFO



Dear Shareowners,

With great pride and privilege, I present to you the 23rd Annual Report of your Company for the FY 2020-21. The Year 2020-2021 was indeed a challenging year as the Covid 19 pandemic has hit hard the global economy and the Indian Industry also could not remain immune to the adverse business conditions. As the second year of pandemic continues to shake the roots of the Indian economy, this will have far reaching implications. Though the period was tough but I am very delighted to share with you all that “Anmol India Limited” had sufficient financial strength to sail through the tough times.

Firstly, I want to say that we recognize the importance of meeting shareholder expectations and delivering long term shareholder value is fundamental for a listed company. Our standalone revenues increased to Rs. 696.58 Crore (grew 25.25% YoY) for the financial year ended 31st March, 2021 and standalone profit after tax for the year increased to Rs. 9.89 Crores compared to Rs. 4.52 crore in the previous year. These results were achieved despite some major challenges, including the outbreak of the Covid 19 pandemic and the nationwide lockdown imposed by the government in March 2020.

Given the circumstances, I believe that these are incredible results. The management and every employee of the Company should be collectively congratulated for the tremendous efforts they have made to survive in the most difficult times, the entire Country has witnessed.

I am extremely delighted to share we have created history as Anmol India Limited has become the 1st Indian private sector organization to get listed from BSE SME platform to the main boards of NSE & BSE together on 04th June, 2021.

We aim to continue working diligently to keep delivering enhanced value to all our stakeholders. I would like to express my gratitude towards the Board for their guidance and support, as well as to our Management and our people, for their hard work and dedication to take the Company to greater heights of success. I am really thankful and grateful to all my customers for their continued support and trust reposed in us. Lastly, I am thankful to all our bankers and shareholders for their continued faith and trust in our abilities.

Get vaccinated and stay safe!

Vijay Kumar

Managing Director & CFO



Notice

Notice is hereby given that the 23rd Annual General Meeting of the members of Anmol India Limited will be held on Tuesday, the 28th day of September, 2021 at 09.00 A.M. at the Registered Office of the Company at 2nd Floor, Aggar Nagar, Block B, Ludhiana, Punjab 141001 to transact the following business:

Ordinary Business

Item No. 1 Adoption of Financial Statements

To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the report of the Board of Directors and Auditors thereon.

Item No. 2 Appointment of Director

To appoint a Director in place of Mr. Sahil Aggarwal, who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business

Item No. 3 To appoint Mrs. Nidhi Chopra as an Independent Director

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Nidhi Chopra (DIN: 09075403) who has been appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors effective March 1, 2021 in terms of Section 161 of the Companies Act, 2013, and whose appointment as an Independent Director is recommended by the Board Governance, Nomination and Remuneration Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a Member proposing her candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company for a period of five years with effect from March 1, 2021 to Feb 28, 2026, not liable to retirement by rotation.

Item No. 4 To appoint Ms. Bhupinder Preet Kaur as an Independent Director

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:



RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force, Mrs. Bhupinder Preet Kaur (DIN: 09074080) who has been appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors effective March 1, 2021 in terms of Section 161 of the Companies Act, 2013, and whose appointment as an Independent Director is recommended by the Board Governance, Nomination and Compensation Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a Member proposing her candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company for a period of five years with effect from March 1, 2021 to Feb 28, 2026, not liable to retirement by rotation.

Item No. 5 Approval for Loan and Investment in excess of prescribed limits

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

RESOLVED THAT pursuant to provisions of section 186 of the Companies Act 2013 (as amended or re-enacted from time to time) read with Rule no. 11 & 13 of the Companies (Meeting of Board and its Powers) Rules, 2014, the consent of the members of the company be and is hereby accorded to grant loans or make investment or provide security or guarantee in for an amount(s) exceeding 60% of paid-up capital, free reserves and securities premium account or 100% of free reserves and securities premium account but not exceeding Rs. 500 Crores (Rupees Five Hundred Crores), on such terms and conditions as may be decided by Board from time to time.

Item No. 6 To Increase the remuneration of Mr. Vijay Kumar (DIN: 00574900), Managing Director & Chief Financial Officer of the Company

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 read with Schedule V of the Companies Act, 2013 and Rules made there under, and other provisions of the Act, if any [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and in accordance with the approval of the Board and approval of the Nomination and Remuneration Committee of the Board of the Directors of the company, consent of the members of the Company be and is hereby accorded for increase in remuneration to Mr. Vijay Kumar, Managing Director & CFO of the Company upto a maximum limit of Rs. 1,00,00,000/- per annum including perquisites for the remaining period of his current tenure.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof be and is hereby also authorized to amend, alter, modify or otherwise vary the aforesaid terms and conditions/ or remuneration of Mr. Vijay Kumar, Managing Director & CFO of the Company from time to time subject to maximum limit fixed by the members.



RESOLVED FURTHER THAT the consent of the Members of the Company be and is hereby also accorded that where in any financial year, during the term of office of Mr. Vijay Kumar, the Company has no profits or its profits are inadequate, Mr. Vijay Kumar shall continue to get the same remuneration as minimum remuneration subject to the provisions of Schedule V of the Companies Act, 2013.

Item No. 7 To increase the remuneration of Mr. Chakshu Goyal (DIN: 03126756), Whole Time Director of the Company

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 read with Schedule V of the Companies Act, 2013 and Rules made there under, and other provisions of the Act, if any [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and in accordance with the approval of the Board and approval of the Nomination and Remuneration Committee of the Board of the Directors of the company, consent of the members of the company be and is hereby accorded for increase in remuneration upto a maximum limit of Rs. 1,00,00,000/- per annum including perquisites to Mr. Chakshu Goyal, Wholetime Director of the Company for the remaining period of his current tenure.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof be and is hereby also authorized to amend, alter, modify or otherwise vary the aforesaid terms and conditions/ or remuneration of Mr. Chakshu Goyal, Executive Director of the Company from time to time subject to maximum limit fixed by the members.

RESOLVED FURTHER THAT the consent of the Members of the Company be and is hereby also accorded that where in any financial year, during the term of office of Mr. Chakshu Goyal, the Company has no profits or its profits are inadequate, Mr. Chakshu Goyal shall continue to get the same remuneration as minimum remuneration subject to the provisions of Schedule V of the Companies Act, 2013.

By Order of the Board of Directors

For Anmol India Limited

Sd/-

Parabhjot Kaur

Company Secretary

Date: 01st September, 2021

Place: Ludhiana

Notes:

1. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts in respect of the Special Business under Item Nos. 3 to 7 set out above is annexed hereto.



2. A Member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote on a poll instead of him, and the proxy need not be a member of the Company. The proxy form duly completed and signed should be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.

3. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions/ authority, as applicable.

Pursuant to provisions of Section 105 of the Companies Act, 2013 read with Rule 19 of 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% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company, a certified Copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

During the period beginning 24 hours before the time fixed for the commencement of meeting and ending with conclusion of the meeting a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company.

4. Pursuant to the provisions of Section 91 of the Companies Act 2013, Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 23rd Sept, 2021 to Tuesday, 28th Sept, 2021 (both days inclusive) for the purpose of Annual General Meeting.
5. Members holding shares in electronic form are requested to intimate all changes pertaining to their bank particulars, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers etc., to their Depository Participant. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and Bigshare Services Pvt Ltd, Registrar and Transfer Agent, to provide efficient and better services.
6. In case of joint holders attending the meeting, 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.
7. Members desiring of any information as Regards to the Accounts are requested to write to the registered office of the Company at least 7 days before the date of the meeting so as to enable the management to keep the information ready at the Annual General Meeting.
8. Members are requested to sign at the place provided on the attendance slip and handover the same at the entrance of the Meeting.
9. In terms of provisions of Section 136 of the Companies Act, 2013 read with Rule 11 of the Companies (Accounts) Rules, 2014, service of notice/ documents to the shareholders can be made through electronic mode, provided the Company has obtained the e-mail address(es) of the shareholder(s). Also, the shareholders who have not registered their E- Mail address for receiving the Balance Sheet etc. so far are requested to send the same immediately.
10. All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the meeting and other statutory registers shall be available for inspection by the Members at



the Registered Office of the Company during normal business hours on the working days between 10.00 a.m. to 6.00 p.m. except Sunday and holiday.

11. Electronic copy of the Annual Report and Notice of 23rd Annual General Meeting of the Company along with Attendance Slip, Proxy Form and instructions for e- voting are being sent to all the members whose e- mail ID's are registered with the Company/ Depository Participant(s) for communication purposes.
12. The cut-off date for the purpose of determining the Members eligible for participation in remote e- voting (e-voting from a place other than venue of the AGM) and voting at the AGM is 22nd September, 2021. Please note that Members can opt for only one mode of voting i.e., either by voting at the meeting or remote e-voting. If Members opt for remote 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 can attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again.
13. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, the members are provided with the facility to cast their votes electronically, through e- voting services provided by Central Depository Securities Limited (CDSL), on all resolutions set forth in this notice. The Members whose names appearing in the Register of Members/ list of Beneficial owners as on 22nd September, 2021, are entitled to vote set forth in this Notice. The remote e- voting period will commence at 9.00 A.M. on 25th September, 2021 and will end at 5.00 P.M. on 27th September, 2021. The facility for voting shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e- voting shall be able to vote at the meeting through ballot paper. The Company has appointed M/s. Reecha Goel & Associates to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e- voting given hereinafter.
14. The Scrutinizer will submit her report on or before 30th September, 2021 and the results of the same shall be declared by the chairman within 48 hours of conclusion of AGM.. The combined scrutinizer report on e-voting and voting by ballots at AGM will be posted on the website of the company www.anmolindia ltd.com, besides being communicated to CDSL, Stock Exchange viz. BSE Limited (the "BSE") and NSE limited
15. Members/ Proxies are welcome at the AGM of the Company. However the Members/ Proxies may please note that no gifts/ gift coupons will be distributed at the AGM.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 25th September, 2021 at 9.00 A.M. and will end at 5.00 P.M. on 27th September, 2021. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 22nd September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under



Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. 9