

**GARODIA CHEMICALS LIMITED**

**30<sup>TH</sup> ANNUAL REPORT**

**FOR**

**THE FINANCIAL YEAR 2021-22**

**CORPORATE INFORMATION**

**BOARD OF DIRECTORS**

Mahesh Garodia	- Chairman and Wholetime Director
Kunal Naik	- Independent Director
Brian Fernandes	- Independent Director

**KEY MANAGERIAL PERSONNEL:**

Ms. Shreya Ramkrishnan\* - Company Secretary & Compliance Officer

*\* Resigned w.e.f 8<sup>th</sup> August, 2022*

**AUDITOR**

M/s. Laxmikant Kabra & Co.,  
Chartered Accountants  
(Registration No. 117183W)

**REGISTRAR & SHARE TRANSFER AGENT**

M/s. Link Intime India Pvt Ltd.  
C 101, 247 Park, L.B.S. Marg,  
Vikhroli (West), Mumbai  
Maharashtra- 400083  
Tel: +91 022 - 49186270  
Fax: +91 22 49186060  
E-mail: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**REGISTERED OFFICE**

**GARODIA CHEMICALS LIMITED**

**CIN:** L99999MH1993PLC070321

149/156, Garodia Shopping Centre,  
Garodia Nagar, Ghatkopar (East),  
Mumbai - 400077

Tel: +91 22 - 67983683

Fax: +91 22 - 66716149

Email id: [gclshares@gmail.com](mailto:gclshares@gmail.com)

Website: [www.gchem.co.in](http://www.gchem.co.in)

**NOTICE OF 30<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF GARODIA CHEMICALS LIMITED WILL BE HELD ON FRIDAY, 30<sup>th</sup> SEPTEMBER, 2022 AT 12.30 A.M AT THE REGISTERED ADDRESS OF THE COMPANY THROUGH VIDEO CONFERENCING TO TRANSACT THE FOLLOWING BUSINESS:**

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**Ordinary Business:**

- 1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2022 together with the Board's Report and the Auditors' Report thereon and in this regard pass the following resolution as an Ordinary Resolution.**
- 2. To appoint Mr. Mahesh Gordhandas Garodia (DIN: 01250816), as whole time Director of the Company by passing as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification from time to time or any re-enactment thereof for the time being in force) (the "Act") read with Schedule V to the said Act, and such other authorities as may be necessary, consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Mahesh Gordhandas Garodia (DIN: 01250816), aged 76 years, Whole Director of the Company for a term of 5 years up to financial year 31<sup>st</sup> March, 2027.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to vary or increase the remuneration specified, above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be, is within the overall limits as specified under the relevant provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** any Director and/or Company Secretary be are hereby authorized to do all such acts, deeds, manner and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regards and to sign and execute all necessary documents, applications, returns and writing, including any agreement related thereto, as may be necessary, proper, desirable or expedite."

**For Garodia Chemicals Limited**

**SD/-**

**Mahesh Gordhandas Garodia**

**Whole time Director**

**DIN: 01250816**



## GARODIA CHEMICALS LTD.

**Address:** Namakwala Bungalow M.G.Road,  
Opp Satyam Shopping Center  
Ghatkopar East Mumbai - 400077

**Registered & Corporate Office:**

149/156, Garodia Shopping Centre,  
Garodia Nagar, Ghatkopar East,  
Mumbai 400077

CIN: L99999MH1993PLC070321

Website: [www.gchem.org](http://www.gchem.org)

E-mail: [gclshares@gmail.com](mailto:gclshares@gmail.com)

Place : Mumbai

Date : 07/09/2022

CIN No : L99999MH1993PLC070321

149/156, GARODIA SHOPPING CENTRE, GARODIA NAGAR, GHATKOPAR (EAST), MUMBAI - 400 077.  
TEL.: +91 22 6798 3683, 6675 8639 • FAX : +91 22 6671 6149 • E-mail : [info@garodia.com](mailto:info@garodia.com) • Website : [www.gchem.org](http://www.gchem.org)

**NOTES:**

1. The Government of India, Ministry of Corporate Affairs allowed conducting Annual General Meeting through video conferencing (VC) or other audio-visual means (OAVM) and dispensed personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 05, 2022 prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said Circulars, the 30<sup>th</sup> Annual General Meeting (AGM) of the members be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the AGM through VC/OAVM only. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
2. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 1800-222-990.
3. Since, the AGM is being conducted through VC/OAVM, there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available.
4. Members are requested to participate on first come first serve basis, as participation through video conferencing is limited and will be closed on expiry of 15 minutes from the schedule time of the AGM. However, the participation of members holding 2% or more is not restricted on first come first serve basis. Members can login and join 15 (fifteen) minutes prior to the schedule time of meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 2000 members only.
5. Members can raise questions during the meeting or in advance at [gclshares@gmail.com](mailto:gclshares@gmail.com). However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
6. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting is annexed hereto.
7. The detail of Directors seeking appointment/re-appointment at this Annual General Meeting as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standards-2 is annexed hereto.

8. The Register of Members and Share Transfer Books of the Company will remain closed from 26<sup>th</sup> September, 2022 to 30<sup>th</sup> September, 2022 (Both Days Inclusive).

9. In compliance with the aforementioned MCA Circulars and SEBI Circular dated 12th May, 2020, Notice of the AGM along with the Annual Report 2021-22 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 2021-22 will also be available on the Company's website [www.gchem.org](http://www.gchem.org), websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively, and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

10. Members (Physical/Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting in member updation form by sending an email to and [gclshares@gmail.com](mailto:gclshares@gmail.com). Please submit duly filled and signed member updation form to the abovementioned email. Upon verification of the Form the email will be registered with the Company.

Members seeking any information with regard to any matter to be placed at the AGM, are requested to write to the Company through an email on [gclshares@gmail.com](mailto:gclshares@gmail.com).

11. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to [gclshares@gmail.com](mailto:gclshares@gmail.com).

12. The Annual Report of your Company for the Financial Year 2021-22 is displayed on the website of the Company [www.gchem.org](http://www.gchem.org)

13. Members are requested to register/update their E-mail address with the Company so as to receive Annual Report and other communication electronically.

14. To support the "Green initiative, the members who have not registered their email addresses are requested to register the same with RTA/Depositories

15. The business set out in the notice will be transacted through remote e-voting system and the Instructions and other information relating to remote e-voting provided by National Securities Depository Limited are given herein below in this Notice. In case any queries or grievances in connection with remote e-voting the shareholders may write to the registered office address of the Company

16. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2014 Company is pleased to provide the members to exercise their right to vote at 30<sup>th</sup> Annual General



Meeting of the Company by electronic means through E-voting facility provided by National Securities Depository Limited.

17. CS Sagar Kulkarni from M/s SV Kulkarni and Associates have been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding working days from the conclusion of the remote e-voting period unblock the votes in the presence of at least 2 witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, any and forward it to the Chairman of the Company.

18. The results will be declared on or after the AGM of the Company. The results declared along with the Scrutinizer's Report will be placed on the website of the Company [www.gchem.org](http://www.gchem.org) and on the website of NSDL within two days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.

#### **E- VOTING:**

Pursuant to provisions of Section 108 of the Companies Act, 2013 and 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 SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote 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 Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the Annual General Meeting (AGM)/ EGM of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or [www.gchem.org](http://www.gchem.org)

The e-voting period commences on Monday, 26<sup>th</sup> September, 2022 (9:00 AM) to 29<sup>th</sup> September, 2022 and ends on (5:00 PM). During this period shareholder's of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of Friday, 23<sup>rd</sup> September, 2022.

Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e Friday, 23<sup>rd</sup> September, 2022 may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or ([www.gchem.org](http://www.gchem.org)).

The facility for voting through remote e-voting 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 procedure to login to e-Voting website consists of two steps as detailed hereunder:**

**Step 1 : Log-in to NSDL e-Voting system**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:  
<https://www.evoting.nsdl.com/>.
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 will be as per details given below :
  - 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 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. 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 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, your 'initial password' is communicated to you on your postal address.
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 : 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.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders:**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail [acssagarvk@gmail.com](mailto:acssagarvk@gmail.com) to with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.