

## 36<sup>TH</sup> ANNUAL REPORT 2020-2021

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**36<sup>th</sup> ANNUAL REPORT 2020-2021****BOARD OF DIRECTORS:**

Mr. Rajeev Ramchandra Padhye	:	Whole Time Director till 21-08-2021 thereafter Director (DIN: 07064915)
Mrs. Sunitha Kalidindi	:	Executive Director (DIN: 02434199)
Mr. Sandeep Copparapu	:	Whole Time Director w.e.f. 21-08-2021 (DIN: 08306534)
Mr. Nagavenkata Padma Bhaskar Vedanabhatla	:	Director (DIN: 08105714)
Mr. Mridul tripathi	:	Chief Financial Officer
Ms. Priya Taluja	:	Company Secretary

**STATUTORY AUDITORS:**

M/s. Sarath & Associates, Chartered Accountants, Mumbai

**SECRETARIAL AUDITORS:**

Jain Alok & Associates, Practising Company Secretaries, Delhi

**BANKERS:**

Axis Bank Limited  
IndusInd Bank

**REGISTRARS & SHARE TRANSFER AGENTS:**

Skyline Financial Services Pvt. Ltd,  
D - 153A, 1<sup>st</sup> Floor, Okhla Industrial Area,  
Phase-I, New Delhi-110020  
Tel: 011-40450193-97 & 011-26812682-83  
Email: admin@skylinerta.com  
Website: www.skylinerta.com

**REGISTERED OFFICE:**

Unit No.802, 8th Floor, Samarth Aishwarya Co-Operative Society Ltd.,  
Adarsh Nagar, Off Link Road, Oshiwara, Andheri (West), Mumbai -  
400053 Maharashtra, India  
CIN: L72100MH1985PLC282717  
Tel.: +91 7021375978  
E-Mail: anubhavindustrial@gmail.com  
Website: <http://www.hiliks.com/>

**SHARES LISTED AT:**

1. Metropolitan Stock Exchange of India Ltd.  
(Formerly known as "MCX Stock Exchange Limited")
2. BSE Limited

**36<sup>TH</sup> ANNUAL GENERAL MEETING:**

**Date:** September 30, 2021  
**Day:** Thursday  
**Time:** 11:00 a.m.  
**Venue:** Through VC/OAVM

**NOTICE OF 36<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 36<sup>th</sup> (Thirty Sixth) Annual General Meeting of the Members of **Hiliks Technologies Limited** (CIN:- L17117MH1985PLC282717) will be held on Thursday, 30<sup>th</sup> September, 2021 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:-

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2021 together with report of Board of Directors and Auditor thereon.
2. To consider and appoint a Director in place of Ms. Sunitha Kalidindi, Director (DIN-02434199), who retires by rotation and being eligible, offers herself for re-appointment.
3. To consider and appoint a Director in place of Mr. Rajeev Ramchandra Padhye, Director (DIN-07064915), who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS**

4. **Appointment of Mr. Sandeep Copparapu (DIN: 08306534) as a 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, 203 of the Companies Act, 2013 ("the Act"), (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the members be and is hereby accorded for appointment of Mr. Sandeep Copparapu (DIN: 08306534), as a Whole Time Director of the Company for a period of 3 years w.e.f. 21<sup>st</sup> August, 2021 with the terms and conditions including remuneration as set out in the Explanatory Statement with liberty to the Board of Directors (including Committee) to alter and vary the terms and conditions of the said appointment / remuneration in such manner as it deemed fit.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Director or Director(s) to give effect to the aforesaid resolution"

5. **Shifting of Registered Office from the "State of Maharashtra" to the "State of Telangana" and Consequential Amendment in Clause II of the Memorandum of Association 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 Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), if any, and subject to the approval of the Central Government (power delegated to Regional Director) and/or any other

authority (ies) as may be prescribed from time to time and subject to such other approvals, permissions and sanctions, as may be required under the provisions of the said Act or under any other law for the time being in force, the consent of the members be and is hereby accorded to shift the Registered Office of the Company from the State of Maharashtra to the State of Telangana.

**RESOLVED FURTHER THAT** upon shifting of registered office being effective, the Clause II of the Memorandum of Association of the Company be and is hereby substituted with the following new Clause II:

**II. The Registered Office of the Company will be situated in the State of Haryana.**

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally/ jointly authorized to make the necessary application before the Regional Director, Western Region, Mumbai and/or any other authority for the approval/sanction/ permission of the aforesaid and to do all such acts, deeds, things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto, including filing of necessary forms/ documents.

**RESOLVED FURTHER THAT** a copy of the resolution be sent wherever needed under the signatures of any Director of the Company."

**6. Reclassification of M/s. Alpha Antibiotics Limited ("Alpha") from "Promoter Category" to "Public Category"**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

**"RESOLVED THAT** pursuant to Regulation 31A and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the SEBI (LODR) Regulations) and other applicable laws and subject to approval from stock exchanges where the securities of Hiliks Technologies Limited (the Company) are listed (the Stock Exchanges) and other appropriate Statutory or Regulatory authority(ies) as may be required, the consent of the Members of the Company be and is hereby given to re-classify the status of Alpha Antibiotics Limited from Promoter and "Promoter Group" category to "Public" category.

Details of its shareholding in the Company is as under:

Name of the Shareholder	No of Shares held	% of paid up capital
Alpha Antibiotics Limited	0	0.00%

**RESOLVED FURTHER THAT** the consent of the members of the Company be and is hereby accorded for taking note of the following as declared by the above shareholder and confirmed by the Board:

Promoters/ Promoters Group members seeking reclassification along with persons related to such Promoter do not:

- together, hold more than 10% of the voting rights of the Company;
- exercise control over the affairs of the Company directly or indirectly;

- iii. have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- iv. be represented on the board of directors (including not having a nominee director) of the Company
- v. act as a Key Managerial person in the Company;
- vi. be a 'willful defaulter' as per the Reserve Bank of India Guidelines;
- vii. be a fugitive economic offender.

**RESOLVED FURTHER THAT** on approval from Stock Exchanges and Regulatory Authority (ies) as may be required for reclassification, the Company shall give effect to such reclassification in all records, disclosures and in shareholding pattern from the immediate succeeding quarter under Regulation 31 and applicable provisions of SEBI (LODR) Regulations, 2015 applicable laws and in other records, filings etc. as may be relevant or necessary from such date as may be appropriate.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally or jointly authorized to submit the applications for reclassification to the Stock Exchanges where the securities of the Company are listed and any other Regulatory Authority(ies) as may be required in this regard, represent and sign necessary applications, documents, undertaking etc. and to take such steps expedient or desirable to give effect to this resolution and further to do all such acts, deeds, matter or things as may be necessary and to settle any questions, difficulties or doubts that may arise in this regard and obtain any approvals, permissions or sanctions which may be necessary or desirable, as they may think.

**RESOLVED FURTHER THAT** copy of this resolution certified by any one Director be provided to the concerned person(s) as may be necessary.”

**For and on behalf of the Board of  
Hiliks Technologies Limited**

**SD/-  
Sandeep Copparapu  
(Chairman and Whole Time Director)  
DIN: 08306534**

**Place: Mumbai  
Dated: 25-08-2021**

**NOTES:**

1. **In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing 36<sup>th</sup> AGM of the Company through VC/OAVM.**
2. 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 Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, and May 05, 2020, 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 250 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.hiliks.com](http://www.hiliks.com). The Notice can also be accessed from the websites of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and MSEI Limited at [www.msei.in](http://www.msei.in). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 MCA Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021.

8. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts of the proposed ordinary/ special resolutions for the items is annexed hereto.
9. Members desirous of getting any information about the Annual accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
10. The Notice of the AGM along with the Annual Report for the F.Y. 2020-21 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.
- 11. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**
12. Pursuant to Section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Friday, 24<sup>th</sup> September, 2021 to Thursday, 30<sup>th</sup> September, 2021 (both days inclusive) for the purpose of Annual General Meeting and will be available for inspection at the venue of Annual General Meeting till the conclusion of the meeting.
13. The ISIN of the Equity Shares of Rs.10/- each is INE966Q01010.
14. Members holding shares in physical form are requested to advise any change of name, address, e-mail address etc. immediately to the Company/ Registrar and Transfer Agents, Skyline Financial Services Pvt. Ltd, D-153 A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020.
15. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to Skyline Financial Services Pvt. Ltd. a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting 48 hours before the date of AGM.
16. Notice of the 36<sup>th</sup> Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participants(s) for communication purposes through electronic mode.
17. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Company's Registered Office at Unit no. 802 8th Floor Samarth Aishwarya Co Op Soc Adarsh Nagar, Off Link Road, oshiwara, Andheri (W), Mumbai-400053 on all working days of the Company, between 10.00 a.m. and 01.00 p.m. upto the date of the Annual General Meeting.
18. Route map giving directions to the venue is not annexed to this Notice as meeting will be held through VC/OAVM due to COVID 19 Crisis.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- 1) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the Virtual platform developed by the RTA i.e Skyline Financial Services Pvt. Ltd. Link along with details will be provided to Eligible shareholders. Shareholders may access the voting during the AGM by clicking the link provided in virtual platform i.e <https://www.evotingindia.com>.

Shareholders/members may login by using the remote e-voting credentials. The link for VC/OAVM will be available to eligible shareholder/members at their registered E Mail IDs. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM.

- 2) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 3) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 5) Shareholders who would like to express their views/ask questions during the AGM may register themselves as an attendee by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at [anubhavindustrial@gmail.com](mailto:anubhavindustrial@gmail.com)
- 6) The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at [anubhavindustrial@gmail.com](mailto:anubhavindustrial@gmail.com). These queries will be replied to by the company suitably by email.
- 7) Those shareholders who have registered themselves as an attendee will be allowed to express their views/ask questions during the meeting. The member who have not registered themselves as an attendee but have queries during the AGM can use the chat box/ send query button and ask the question.

In case you have any queries or issues regarding attending Annual General Meeting through VC/OAVM write an email to: [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com)



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

**Item No. 4: Appointment of Mr. Sandeep Copparapu (DIN: 08306534), as a Whole Time Director of the Company**

The Board of Directors of the Company ("the Board") at its meeting held on August 21, 2021 has, subject to the approval of members, re-designated the position of Mr. Sandeep Copparapu (DIN: 08306534), and appointed him as the Whole Time Director of the Company for a period of 3 years w.e.f. 21<sup>st</sup> August, 2021, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board and approved by the Board at its Meeting.

It is proposed to seek the members' approval for the re-designation of Mr. Sandeep Copparapu as Whole Time Director of the Company and the remuneration payable to him in his capacity as Whole Time Director, in terms of the applicable provisions of the Act.

Broad particulars of the terms of appointment and remuneration payable to Mr. Sandeep Copparapu are as under:

**Salary and perquisites:**

- a. Salary: Rs. 90,000/- per month.
- b. Contribution to Provident Fund, Superannuation fund or annuity fund to the extent such contribution either singly or put together are not taxable under the Income Tax Act, 1961.
- c. Gratuity: As per the rules of the Company, payable in accordance with the Approved Gratuity Fund and which shall not exceed half a month's salary for each completed year of service.
- d. Children's education allowance: In case of children studying in or outside India, an allowance limited to a maximum of Rs. 12,000/- per month per child or actual expenses incurred, whichever is less such allowance is admissible upto a maximum of two children.
- e. Holiday passage for children studying outside India/family staying abroad: Return holiday passage once in a year by economy class or once in two years by first class to children and to the members of the family from the place of their study or stay abroad India if they are not residing in India with the managerial person.
- f. Leave travel concession: Return passage for self and family in accordance with the rules specified by the Company where it is proposed that the leave be spent in home country instead of anywhere in India.

**Minimum Remuneration:**

In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Sandeep Copparapu shall be in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time.

**Sitting Fees:**

He shall not be paid sitting fees for attending the meetings of the Board of Directors of the Company and committees thereof.

Mr. Sandeep Copparapu shall not become interested or otherwise concerned directly or through his wife or minor children in any selling agency of the Company as per the provisions of the Law in force as applicable to the company.

The terms and conditions including the remuneration payable to the Whole Time Director for the appointment and terms and condition may be altered and varied from time to time by the Board as it may, in its discretion, deem fit.

**Mr. Sandeep Copparapu (DIN: 08306534), Director, is interested and concerned in the Resolution mentioned at Item No. 5 of the Notice. None of the other Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution.**

**Additional information on Directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Brief Resume is as under:

Name:	Sandeep Copparapu
Age:	30 years
Qualification:	MBA (Human Resources)
Expertise in specific functional areas:	Human Resources Management
Directorship held in other public companies (excluding Foreign Companies and Section 8 Companies)	Nil
Membership / Chairmanship of Committee of other Public Companies (includes only Audit and Stakeholder Relationship Committee)	Nil
Shareholding in the Company	Nil

**Item No. 5: Shifting of Registered Office from the “State of Maharashtra” to the “State of Telangana” and Consequential Amendment in Clause II of the Memorandum of Association of the Company**

Pursuant to the provisions of Section 13 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder, shifting of Registered Office from one state to another and consequent alteration of the Memorandum of Association requires the approval of the members by way of special resolution.

After obtaining shareholder’s approval, a petition is required to be made pursuant Section 13(4) of the Companies Act, 2013, to the Regional Director, Western Region, Mumbai for approval of the alteration of the Memorandum of Association of the Company pursuant to Shifting of Registered office from the State of Maharashtra to the State of Telangana.

Presently, the Registered office of the Company is situated in the State of Maharashtra but with a view to improve the operational efficiency and better administration of the Company, the Board of Directors of the Company at their meeting held on Monday, the 28<sup>th</sup> day of June, 2021 has proposed to shift the registered office of the Company from the “State of Maharashtra” to the “State of Telangana” subject to approval of members.