

Hindustan Agrigenetics Limited

Hybrid Seeds | Tissue Culture | Floriculture

33rd

Annual Report
2022 - 2023

Board of Directors

Mr. Pranav Kapur	- Chairman
Mr. Pritam Kapur	- Managing Director
Ms. Chandni Kapur	- Director and CFO
Ms. Mannu Kohli	- Independent Director
Mr. Sunny Srivastava	- Independent Director
Mr. Naren Parsai	- Independent Director
Ms. Neha Mittal	- Company Secretary and Compliance officer
AUDITORS	- M/s R.K. Gulati & Associates Chartered Accountants New Delhi
BANKERS	- RBL Bank Limited HDFC Bank
REGISTRARS	- KFin Technologies Limited Selenium Building, Tower-B Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India - 500032.
REGISTERED OFFICE	- 806, Meghdoot, 94, Nehru Place, New Delhi - 110019
CIN	- L24129TG2006PLC076238

33rd Annual General Meeting

Date : 30th September, 2023

Day : Saturday

Time : 11.00 AM

Venue : Paharpur Business Centre, Amaltas, 6th Floor
21, Nehru Place, New Delhi – 110019

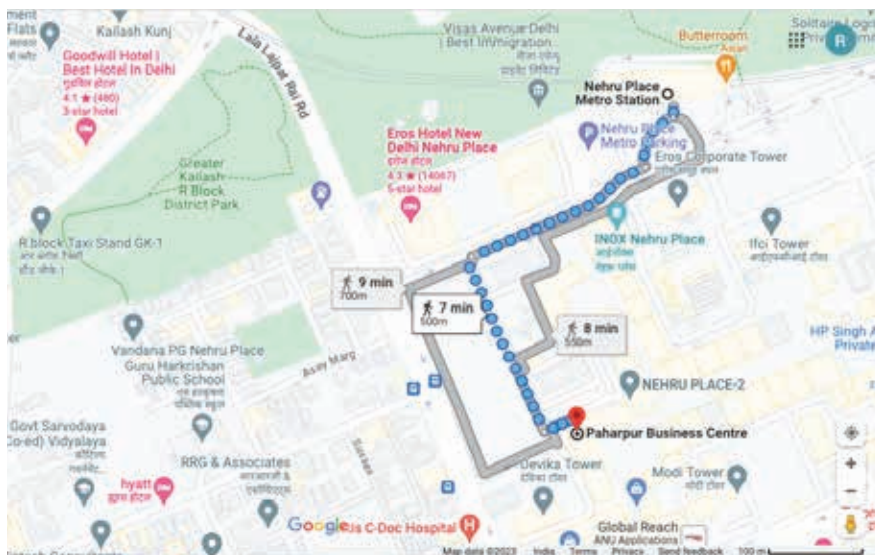
Route Map to the AGM Venue

Venue:

Paharpur Business Centre

Amaltas, 6th Floor, 21, Nehru Place, New Delhi – 110019

Distance from Nehru Place Metro Station: 500 meters



Contents

Notice	4-11
Directors Report along with Annexure	12-35
Auditors' Report	36-46
Balance Sheet	47-48
Profit & Loss Account	49
Cash Flow	50
Notes	51-64
Form ISR 1, 2,3 & 4	66-70
SH-13	71
Proxy Form	73

Notice of Annual General Meeting

Notice is hereby given that the 33rd Annual General Meeting of the Company will be held on Saturday, the 30th day of September, 2023 at 11.00 AM at Paharpur conference room -Amaltas, 6th Floor to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited annual balance sheet of the Company as on 31st March, 2023 together with the reports of the Statutory Auditors, Secretarial Auditors and the Directors thereon.
2. To appoint a director in place of Mr. Pritam Kapur (DIN: 00461538), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a director in place of Mr. Sunny Srivastava (DIN: 08737831), who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a director in place of Mr. Naren Parsai (DIN: 06731993), who retires by rotation and being eligible offers himself for re-appointment.

For **Hindustan Agrigenetics Limited**

PRITAM KAPUR

Managing Director

DIN- 00461538

C-63, South Ext., Part II,
New Delhi - 110049

Place : New Delhi

Date : 02.09.2023

Notes For Member's Attention

1. A MEMBER ENTITLED TO ATTEND AND VOTE MAY APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. PROXY FORMS IN ORDER TO BE EFFECTIVE MUST BE LODGED WITH THE COMPANY 48 HOURS BEFORE THE MEETING.
3. A person can act as proxy on behalf of Members not exceeding fifty (50) 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.
4. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representative to attend and vote at the meeting, on their behalf.
5. The register of Members and Share Transfer Books of the Company will remain closed from Saturday, 9th September, 2023 till the date of the Annual General Meeting i.e. Saturday, 30th September, 2023 (both days inclusive) in connection with the Annual General Meeting.
6. Pursuant to Regulation 17 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, the particulars of directors seeking appointment/re-appointment at the meeting are annexed.
7. Members are requested to bring their copy of Annual Report to the meeting.
8. Entry in the Meeting Hall shall be strictly restricted to the Members/Valid Proxies only, carrying the attendance slips enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID/Folio No.
9. The Ministry of Corporate Affairs, Government of India allowed services of documents by electronic mode (email) as a green initiative. Members are requested to register their email address with the Company and/or Registrar/ Share Transfer Agent for the purpose of service of documents under the Companies Act.
10. The Securities and Exchange Board of India ("SEBI") has mandated the submission of permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to KFin Technologies Limited.

11. Pursuant to SEBI circular dated 20th April, 2018, shareholders whose ledger folios do not have or having incomplete details with regard to PAN and Bank particulars are required to compulsorily furnish the details to the RTA/to the company for registration in the folio. Further, Members may please be informed that, pursuant to SEBI LODR Amendment Regulations, effective 5th December, 2018, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in the dematerialized form with a depository. Hence investors are encouraged to demat their physical holding for any further transfer.
12. Pursuant to Section 101 of the Companies Act, 2013, and rules made thereunder, Electronic copy of Notice of 33rd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Annual Report, Attendance Slip and Proxy Form is being sent to all members through electronic mode on their registered email IDs unless any member has requested for a hard copy of the same. For the members who have not registered their e-mail addresses, physical copies of the Notice of the 33rd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Annual Report, Attendance Slip and Proxy Form is being sent in the permitted mode. The Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection between 10:00 am to 1:00 pm from Monday to Friday. 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 shareholder may also send request to the Company's investor email id: hindustanagrigenetics@gmail.com.
13. Non Transferability of Shares in Physical Form: SEBI has amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the listed companies / their RTAs.
14. Demat Account with NSDL and the assigned ISIN number: All the Share holders who are holding shares in physical form may open a demat account and submit request for dematerialization of their shares in order to protect the liquidity of the shares. The Company has got its Shares admitted with NSDL for providing the Shareholders facility of converting the shares from physical mode to demat. The company is also processing its application for Revocation of suspension of trading of its shares with BSE. The Company has also received

the ISIN number INE092301014. However, till the trading approval is received, NSDL has allotted a temporary number INE092301015. Members wishing to have their shares demated should quote the temporary number as above. Once the revocation process is complete, the NSDL will automatically transfer these shares to INE092301014. Members having demat account with NSDL may contact their respective depository participants for converting the shares from physical mode to demat. The Company has also applied to CDSL for obtaining demat facility from them and the same has been accepted. Members having demat account with CDSL may apply to them similar to NSDL.

15. Voting through electronic means – Remote E-voting: In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, the Members are provided with a facility to cast their vote electronically, through the e-voting services provided by KFin Technologies Limited, on all resolutions set forth in this Notice and the business set forth in this Notice may be transacted through e-voting.

The procedure to login to e-Voting website is given below:

- (i) Open the e-mail and also open PDF file, namely, “e-Voting.pdf” giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password which contains your “User ID” and “Password” for e-Voting. Please note that the password is an initial password. Shareholders, who have not registered their e-mail ID with the Company, are being sent the User ID and Password in a separate envelope along with this Notice. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at swati.bairedy@kfintech.com. However, if you are already registered with RTA for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using “Forgot User Details / Password” option available on www.evoting.kfintech.com.
- (ii) Open the internet browser and type the following URL: <https://evoting.kfintech.com>
- (iii) Click on Shareholder – Login.
- (iv) Put User ID and Password as initial password noted in step (1) above and Click Login.
- (v) Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combinations thereof. Please take utmost care to keep your password confidential.
- (vi) Home page of “e-voting” opens. Click on e-voting > Active Voting Cycles.

- (vii) Select “Event” of (Hindustan Agrigenetics Limited). Now you are ready for e-voting as Cast Vote Page opens.
- (viii) Cast your vote by selecting the appropriate option and click on “Submit” and also “Confirm” when prompted.
- (ix) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (x) Once the vote on a resolution is cast, the member shall not be allowed to vote again or change it subsequently.
- (xi) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution and / or Authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to (grguptaassociates@gmail.com), with a copy marked to swati.baireddy@kfintech.com.
- (xii) The Company is providing to the member facility to cast their vote by electronic means i.e. remote e-voting. The remote e-voting period Commences on Tuesday 26th September, 2023 (9.00 a.m. IST) and ends on Friday, 29th September, 2023 (5.00 p.m. IST). Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off-date (Record date), Saturday, 23rd September, 2023 are eligible to vote. The shareholders not casting their vote electronically through remote evoting, shall be allowed to cast their vote at the Annual General Meeting through ballot/poll papers.
- (xiii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders available at the Downloads section of <https://evoting.kfintech.com/public/Downloads.aspx> or call on toll free no.: 1800-309-4001.
- (xiv) If you are already registered with RTA for e-voting then you can use your existing user ID and Password/PIN for casting your vote.
- (xv) You can also update your e-mail id and mobile number in the user profile details of the folio which may be used for sending future communication(s).
- (xvi) Mr. Govind Ram Gupta, Practicing Company Secretary (Membership No. FCS 8733) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xvii) The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the General Meeting, unblock the votes in presence of at least two witnesses not in the employment of the Company and make a combined Scrutinizer’s Report of the votes cast in favour or against, if any, to the Chairman of the Company.

- (xviii) The Result shall be declared on or after the AGM of the Company. The results declared along with Scrutinizer's Report shall be placed on the website of RTA www.evoting.kfintech.com, immediately after the result is declared by the Chairman and also communicated to BSE Limited, where shares of the Company are listed.
- (xix) In case of any grievances connected with the facility for voting by electronic means, the members may contact Ms. Swati Reddy, Manager – Corporate Registry, KFin Technologies Limited having address at Selenium Building, Tower-B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 Email: swati.baireddy@kfintech.com, Tel: +91 040 67162222.

Other Instructions:

- I. The facility for voting, through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting;
- II. The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again at the Meeting.
- III. A Member can opt for only one mode voting i.e. either through e-voting or by Ballot. If a member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

For **Hindustan Agrigenetics Limited**

PRITAM KAPUR

Managing Director

DIN- 00461538

C-63, South Ext., Part II,

New Delhi - 110049

Place : New Delhi

Date : 02.09.2023

Notice of Annual General Meeting

INFORMATION AS REQUIRED TO BE FURNISHED IN PURSUANCE OF REGULATION-17 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 WITH STOCK EXCHANGES

1. Mr. Pritam Kapur

Managing Director of the Company retires by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment. The Brief particulars of Mr. Pritam Kapur, proposed to be re-appointed are as given below:

Mr. Pritam Kapur

Age : 79 years

Qualification and Experience:

Mr. Pritam Kapur aged about 79 years is B.Tech from IIT Madras (major in Mechanical engineering). He has an experience of about 29 years in Hindustan Unilever. He started as management trainee and was head of agribusiness of the Company towards the end.

Thereafter, he promoted Hindustan Agrigenetics Limited and also has experience of running technology based businesses.

He also has the experience of monitoring large infrastructure projects as also of consultancy business.

Membership/Chairmanship of Committees:

Stakeholders Relationship Committee : Member

Audit Committee : Member

Nomination & Remuneration Committee : -----

Shareholding in the Company : 5,46,100
(As on 31st March, 2023)