

Vision.....

To excel as a trusted, socially responsible and customer driven organization providing maximum value to all stakeholders.

Mission.....

To manufacture quality products at competitive cost through technology and team work.

Values.....

- Ethical practice
- Customer Focus
- Commitment to Society, Safety and Environment
- Professional and transparent management
- Empowerment and Accountability
- Adaptability to “change”
- Innovation and Creativity
- Emphasis on human resource development, cost reduction, productivity enhancement and resource conservation

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Board of Directors

Chairman & Managing Director

Vinod Kumar Mohota

Directors

Vinay Kumar Mohota

Santosh Kumar Rajpuria

Krishnakant. P. Tekriwal

Likhith Masram

Ravindra Paliwal

Vijaya Mohota

Chief Financial Officer

Mukesh B. Mahajan

CS & Compliance Officer

Sachin N. Kanojiya

Bankers

State Bank of India
Bank of India

Statutory Auditor

M/s. Harshal Shah & Co., (FRN 14179W)
Chartered Accountants, Mumbai

Secretarial Auditor

DM & Associates Company Secretaries LLP,
Company Secretary, Mumbai,
(ICSI unique Code: L2017MH003500)

Cost Auditor

M/s Khanuja Patra & Associates. (FRN 00214)
Cost Accountants, Nagpur

Registered Office

409, 4th Floor,
174, Gold Mohur CHS Ltd.,
Shamaldas Gandhi Marg,
Kalbadevi Mumbai – 400002.

Corporate Office

Ram Mandir Ward, Hinganghat-442301,
Dist – Wardha (M.S.)

Registrar and Share Transfer Agent

Bigshare Services Pvt. Ltd.,
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri East, Mumbai-400059 [M.S.]

Works

1. Ram Mandir Ward, Hinganghat
Dist – Wardha (M.S.)
2. Village Burkoni, Tah. Hinganghat
Dist – Wardha (M.S.)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 73rd Annual General Meeting of the Members of Mohota Industries Limited will be held on Thursday the 24th day of **December, 2020** at **10.30 A.M.** at Devkaran Mansion, Gate No.2, 3 Floor, 63 Princess Street, Mumbai - 400002 to transact the following business.

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Shri Vinay Kumar Mohota, who retires by rotation and being eligible offers himself for re-appointment.
3. Appointment of Auditors and fix their remuneration and for this purpose, to consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**::

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, **M/s. BPSD & Associates**, Chartered Accountants, (ICAI Registration no. 118251W), Nagpur be and is hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the 78th (Seventy Eight) AGM of the Company to be held in the year 2025 (Subject to ratification by the members at every AGM) on such remuneration plus GST, out of pocket and traveling expenses etc., as may be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee."

SPECIAL BUSINESS

4. **To Ratify the Cost Auditor's Remuneration:**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the remuneration of Rs.30,000/- (Rupees Thirty Thousand Only) plus GST as applicable and re-imbursalment of out of pocket expenses incurred in connection with the Audit to M/s. Khanuja Patra & associates, Cost Accountants. (Firm Registration No.: 000214) who were re-appointed by the Board of Directors of the Company, as the Cost Auditor, to conduct the audit of the Cost Records of the Company for the Financial Year ending March 31, 2021, be and is hereby approved and ratified".

5. **Appointment of Smt. Vijaya Sanjay Mohota as an Independent Director of the Company.**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and such other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule IV 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) and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Smt. Vijaya Sanjay Mohota (DIN: 08563104), who was appointed as an Additional Director of the Company with effect from Sep 16, 2019 pursuant to Section 161 of the Act, and who holds office as such, up to the date of this Annual General Meeting, has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Listing Regulation, 2015 and who is eligible for appointment, and in respect of whom the company has received a notice in writing from a member under section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of five years commencing from 16th September, 2019 and ending on the date of the Annual General Meeting to be held in the year 2024, not liable to retire by rotation."

By the order of the Board
For, Mohota Industries Limited.

Sd/-
Vinod Kumar Mohota
Chairman & Managing Director

Place: HINGANGHAT
Date: 28.08.2020

NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 in respect of the special business is annexed hereto and forms a part of this Notice.
2. A Member entitled to attend and vote at the Meeting shall be entitled to appoint another person as his/her proxy to attend and vote instead of himself/herself and such proxy need not be a Member of the Company.
3. The instrument appointing proxy, in order to be effective, must be received by the Company at the Registered Office not later than 48 hours before the commencement of the Meeting. Members / Proxies are requested to sign the attendance slip and hand it over at the gate of the venue of the Meeting.
4. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and the Rules framed there under, 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 carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such proxy shall not act as a proxy for any other person or Member.
5. Corporate Members are requested to send a Board Resolution duly certified, authorising their representative to attend and vote on their behalf at the Annual General Meeting.
6. The proxy form should be signed by the appointer or his/her attorney duly authorized in writing or, if the appointer is a body corporate, the proxy form should be signed by an officer of the Company under his/her official seal or an attorney duly authorized by him/her.
7. A statement giving the details of the Directors seeking Appointment/re-appointment under Item Nos. 2 & 5 of the accompanying Notice, as required under Listing Regulations is annexed herewith.
8. Relevant documents referred to in the accompanying Notice and in the Explanatory Statement are open for inspection by the Members at the Company's Registered Office on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 a.m. to 1.00 p.m. up to the date of this Annual General Meeting.
9. The Register of Members and Share Transfer Books of the Company will remain closed from **17th December 2020 to 24th December, 2020 (both days inclusive), for the purpose of AGM.**
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 their PAN to the Depository Participants with whom they maintain their Demat accounts. Members holding shares in physical form should submit their PAN to the Registrar/ Company.
11. Members are requested to bring their copy of the Annual Report to the Meeting. Since the practice of distribution of copy of Annual Report at the venue of AGM has been discontinued.
12. Members are requested to send their queries, if any, in writing at least 10 days in advance of the day of the meeting at the Registered Office of the Company.
13. **Nomination Facility:**
As per section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.
14. **Voting through Electronic means :**
In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and regulation 44 of the Listing Regulation, the Members are provided with the facility to cast their vote electronically through e-Voting services provided by Central Depository Services (India) Limited (CDSL).

The facility for voting, through poll shall be made available at the venue of the 73rd AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The instructions for members for voting electronically are as under:-

In case of Members receiving e-mail:

1. The voting period begins on **21.12.2020 (9.00 A.M.) and ends on 23.12.2020 (5.00 P.M.)**. During this period shareholders of the Company, holding shares either in Physical form or in Dematerialised form, as on the cut-off date i.e. 17.12.2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 05.00 p.m. on 23.12.2020.
2. Shareholders who have already voted prior to the meeting date would not be entitled for voting at the meeting venue.
3. The Shareholders should Log on to the e-voting website www.evotingindia.com
4. Click on "Shareholders" tab.
5. Now, select the "Mohota Industries Limited [Formerly - The Rai Saheb Rekhchand Mohota Spg. & Wvg. Mills Ltd.]" from the drop down menu and click on "SUBMIT"
6. **i) Now Enter your User ID**
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

ii) Next enter the Image verification as displayed and click on Login.
7. If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
8. If you are a first time user follow the steps given below:
9. Now, fill up the following details in the appropriate boxes.

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form) in the PAN field.• In case the serial number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Ex. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. If the details are not recorded with the depository or company please enter the member ID / Folio number in the Dividend Bank details field as mentioned in instruction 6.

10. After entering these details appropriately, click on "SUBMIT" tab.
11. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
12. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice of AGM.
13. Click on the EVSN of "Mohota Industries Limited" on which you choose to vote.
14. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

15. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
16. After selecting the Resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
17. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
18. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
19. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on forgot Password & enter the details as prompted by the system.
20. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2017. Please follow the instructions as prompted by the mobile app while voting on your mobile.
21. Note for Institutional Shareholders and Custodians.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
22. I. In case you have any queries or issues regarding e-voting, you may refer **the Frequently Asked Questions ("FAQS")** and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com
- II. Please note that the Members who have exercised their right to vote by electronic means shall not be eligible to vote by way of poll at the Meeting. If a Member casts vote by both the modes, then votes cast through e-voting shall prevail and voting at the Meeting will be treated invalid. The voting rights of the 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 17th December, 2020.
- III. The poll process shall be conducted and report thereon will be prepared in accordance with Section 109 of the Companies Act, 2013 read with the relevant Rules. In such an event, votes cast under Poll taken together with the votes cast through e-voting shall be counted for the purpose of passing of resolution(s).
- IV. The Company has appointed M/s DM & Associates Company secretaries LLP, Company Secretary, (ICSI unique Code: L2017MH003500), as the Scrutinizer, to scrutinize the e-voting process (including poll at the meeting), in a fair and transparent manner.
- V. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- VI. The report declared along with the report of the Scrutinizer shall be placed on the website of the Company- www.mohotaindustries.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to BSE Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE).

Details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting pursuant to regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Particular	Vinay Kumar Mohota	Vijaya Sanjay Mohota
DIN	00247340	08563104
Date of Birth & Age	6 th September, 1967	14 th October 1975
Qualification	B.E., M.B.A.	B. Com, L.L.M
Date of first Appointment on the Board	01 st April, 2006	16 th Sep, 2019
Experience & Expertise	More than 23 years of experience in Project Administration and production	More than 7 years of experience as practicing Advocate and more than 10 years of experience in lectureship.
No of Board Meetings attended during the year	4 out of 4	3 out of 5
Directorship held in other Companies	None	None
Chairman/ Member of Committee of the other Companies	None	None
Shareholding in the Company	235194 (1.599%)	None
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Brother of Vinod Kumar Mohota, Chairman & Managing Director	None
Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	Refer Explanatory statement to the 71 st notice of AGM	Refer Explanatory statement

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

Item No. 3

The tenure of M/s Harshil Shah & Company, Chartered Accountants (Firm Reg. No.141179W), Mumbai as the statutory Auditor of the company is completing on this Annual General Meeting.

The Board of Directors of the Company recommended the appointment of **M/s. BPSD & Associates**, Chartered Accountants, (ICAI Registration no. 118251W), Nagpur as the Statutory Auditors of the Company. M/s BPSD & Associates, Chartered Accountants have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013. Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Item No. 4

The Board of Directors of the Company on the recommendation of the Audit Committee, has approved the re-appointment and recommended remuneration of **M/s Khanuja Patra & Associates**, Cost Accountants (Firm Registration No.: 000214), to conduct the Audit of the Cost records of the Company for the Financial Year ending 31st March, 2021.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor shall be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for the Financial Year ending 31st March, 2021, as set out in the Resolution for the aforesaid services to be rendered by them.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors recommends the Resolution as set out at Item No. 4 of the accompanying Notice for approval by the Members as an Ordinary Resolution.

Item No. 5

Smt. Vijaya Sanjay Mohota (DIN: 08563104) was appointed as an Additional Director of the Company w.e.f. Sep 16, 2019 pursuant to the provisions of section 161 of the Companies Act, 2013, Who hold office as such up to the date of this Annual General Meeting and is eligible for appointment in terms of section 160 of the Companies Act, 2013. Smt. Vijaya Sanjay Mohota has submitted her Consent and declarations that she meets the criteria of independence as provided in Section 149(6) of the Act and Listing Regulation, 2015 and Company has also received a Notice u/s 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director on the Board of the Company.

Smt. Vijaya Sanjay Mohota (DIN: 08563104) holds Bachelor's Degree in Commerce and Master's Degree in Law (LLM) from Dr. Babasaheb Ambedkar Marathwada University, she having specialization in the area of Corporate & Civil Law and Corporate Governance and expertise in financial services, Accounting, and Risk Management. She is having more than 7 years of experience as practicing Advocate and more than 10 years of experience in lectureship. The Board considers that her knowledge & experience would be beneficial and helpful to the company, also in the opinion of the Board Smt. Vijaya Sanjay Mohota proposed to be appointed as an Independent Director fulfills the conditions specified in the section 149(6) and other applicable provisions of the Companies Act, 2013 and the rules made there under and that the proposed director is independent of the management.

Accordingly, the Board recommends the resolution as set out at Item No.5 for approval by the Members to be passed as an Ordinary Resolution.

None of the Directors, Manager or any other key managerial personnel or any of their relatives, except Smt. Vijaya Sanjay Mohota, in her capacity of being a Director, are concerned or interested, whether financially or otherwise, in this Resolution.

**By the order of the Board
For, Mohota Industries Limited.**

Sd/-

Vinod Kumar Mohota
Chairman & Managing Director

Place: HINGANGHAT
Date: 28/08/2020