

26th

ANNUAL REPORT

2020-21



NUWAY ORGANIC NATURALS INDIA LIMITED

CIN: L22012PB1995PLC016755

Registered Office- N. H. 1, Mile Stone 232, Delhi-Amritsar, Village
Devi Nagar, Rajpura - 140401 (Punjab)

NUWAY ORGANIC NATURALS INDIA LIMITED

Registered Office- N. H. 1, Mile Stone 232, Delhi-Amritsar, Village Devi Nagar, Rajpura Punjab - 140401,

CIN-L22012PB1995PLC016755

Email: nonil04@gmail.com, website: www.nuwaycare.com, Telephone: 01762-644334

NOTICE

Notice is hereby given that the **26th Annual General Meeting** of the Company will be held on **Thursday, 30th day of September, 2021 at 03:45 p.m.** at Factory premises and registered office of the Company situated at N. H. 1, Mile Stone 232, Delhi-Amritsar, Village Devi Nagar, Rajpura Punjab - 140401 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, 2021** and the Reports of the Board of Directors and the Auditors thereon.

2. To appoint a Director in place of **Mrs. Gursharan Kaur (DIN- 05348518)**, who retires by rotation and being eligible, offers herself for reappointment.

3. RATIFICATION OF APPOINTMENT OF AUDITORS AND TO FIX THEIR REMUNERATIONS

And 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 139 of the Companies Act, 2013 and other applicable provisions of the Act, if any and the Rules framed there under, as amended from time to time, appointment of M/s. Pankaj Chugh and Associates, Chartered Accountants, Patiala be and is hereby ratified at a remuneration as approved from time to time by the Board in consultation with auditors."

SPECIAL BUSINESS

4. APPOINTMENT OF MR. PRABHJEET SINGH WAHI AS AN INDEPENDENT DIRECTOR

And 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, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under as read with Schedule IV to the Act, as amended from time to time, **Mr. Prabhjeet Singh Wahi** (DIN:- 06889613), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of five years with effect **from 01st September, 2021 up to 31st August, 2026.**"

- By order of the Board
For **NUWAY ORGANIC NATURALS INDIA LIMITED**

Sd/-

DATE: 01.09.2021

PLACE: RAJPURA

KUWARINDER SINGH

MANAGING DIRECTOR

DIN-08070302

NOTES

1. A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and the proxy need not be a member of the company. The proxy, in order to be effective, must be received by the company not less than

forty-eight hours before the meeting. The proxy form and attendance slip are enclosed herewith.

2. The Register of Members and the Share Transfer Books of the Company shall remain closed from **29th day of September, 2021 to 30th day of September, 2021** (both days inclusive).

3. The Company has appointed Mr. Ravinder Kumar, Company Secretary in Practice as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and to declare results.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing and Disclosure Requirements) Regulations, 2015., the Company is pleased to provide members facility to exercise their votes by electronic means and the business may be transacted through e-voting as per time schedule and as per instructions annexed with the notice.

5. Members are requested to register their e-Mail id with the company or its Registrar or their depository participant to enable the company to send the notices and other reports through email.

6. The Scrutinizer shall within a period of two working days from the conclusion of e-voting period, unblock the votes in presence of at least two witnesses not in employment of the Company and make a report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company. The results shall be declared within two working days from the conclusion of the AGM. The results declared along with the report of Scrutinizer shall be placed on the Company's website and the website of CDSL and communicated to the stock exchanges.

7. Details of Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting as required under Secretarial Standards-2 on General Meetings and in pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is given as an **ATTACHMENT** to the notice.

8. Explanatory Statement under Section 102 of The Companies Act, 2013 is enclosed herewith.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4 - Mr. Prabhjeet Singh Wahi was appointed as additional Director of the Company on 01st September, 2021 in Independent Director Category and he holds office up to the date of ensuing annual general meeting. It is proposed to appoint him as non-executive independent Director of the Company for a period of five years and that in the opinion of the Board he fulfilled the conditions specified in this Act for appointment as independent Director. The Board also opined that he possesses appropriate skill, experience and knowledge as required occupying the position of an Independent Director. Nomination and Remuneration Committee has already recommended his appointment. This resolution is put before shareholders to seek their approval by way of an **Ordinary** resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution except Mr. Prabhjeet Singh Wahi himself, being the appointee.

- By order of the Board
For **NUWAY ORGANIC NATURALS INDIA LIMITED**

Sd/-

DATE: 01.09.2021

PLACE: RAJPURA

KUWARINDER SINGH
MANAGING DIRECTOR
DIN-08070302

TIME SCHEDULE FOR E-VOTING PROCESS IS GIVEN BELOW

(a) Date and time of commencement of voting through electronic means: **Monday, September 27, 2021 at 9.00 a. m.**

(b) Date and time of end of voting through electronic means beyond which voting will not be allowed: **Wednesday, September 29, 2021 at 5.00 p. m.**

(c) Details of Website: www.evotingindia.com

(d) Details of persons to be contacted for issues relating to e-voting: Mr. Puneet Mittal, M/s Beetal Financial and Computer Services Private Limited, New Delhi, Tel. No.011-29961281-283,

e-mail:beetalrta@gmail.com; and CDSL at Tel No. 18002005533, e-mail: helpdesk.evoting@cdslindia.com

(e) Details of Scrutinizer Mr. Ravinder Kumar, Company Secretary in Practice

The e-voting module shall be disabled for voting on **Wednesday, September 29, 2021 at 5.00 p. m.**

Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The voting right of shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the **cut off (record date) date** as on **23rd September, 2021.**

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

- (i) The voting period begins on **27th September, 2021 at 09.00 a.m.** and ends on **29th September, 2021 at 05.00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date)** of **Thursday, 23rd 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users of who have opted for CDSL'sEasi / 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 URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login theEasi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings alongwith links of the respective e-Voting service provider i.e. CDSL/NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. 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 provided links for the respective ESP where the e-Voting is in progress during or before the AGM.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting</p>

	<p>your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders & physical shareholders.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

- 2) Click on "Shareholders" module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual 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"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both 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 (v).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant < **NUWAY ORGANIC NATURALS INDIA LIMITED** > on which you choose to vote.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; nonil04@gmail.com (designated email address by the company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Name	Gursharan Kaur	Prabhjeet Singh Wahi
Age	48	43
Brief Resume	Appointed as Woman Director	Appointed as additional Independent Director by the Board
Nature of his expertise in specific functional areas	Business and Administration	Administration and Management
Date of first appointment on the Board,	01.03.2020	01.09.2021
Qualifications	Matriculation	Graduate
Experience	23 years	18 years
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per Company's policy on appointment of Board members.	As per Company's policy on appointment of Board members.
Last drawn remuneration, if applicable	Nil	Nil
Shareholding in the company held either himself or on a beneficial basis for any other persons	498000 equity shares	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Nil	Nil
The number of Meetings of the Board attended during the Year	9 (for details please refer to the Corporate Governance Report,)	Not Applicable
Names of companies in which the person also holds the directorship and the membership/Chairman of Committees of the Board	Nil	Nil
Chairmanship/member of the Committees of Board of Directors of other Indian Public Companies	Nil	Nil

By order of the Board
For **NUWAY ORGANIC NATURALS INDIA LIMITED**
Sd/-

DATE: 01.09.2021
PLACE: RAJPURA

KUWARINDER SINGH
MANAGING DIRECTOR
DIN-08070302

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Company	NUWAY ORGANIC NATURALS INDIA LIMITED
CIN	L22012PB1995PLC016755
Registered Office	N. H. 1, Mile Stone 232, Delhi-Amritsar, Village Devi Nagar, Rajpura Punjab - 140401
Email/website	nonil04@gmail.com / www.nuwaycare.com
Tel. No.	01762-644334

Name of the member (s)	
Registered address	
E-mail Id	
Folio No/ Client Id/ DP ID	

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name	
Address	
E-mail Id:	
Signature:....., or failing him	
2. Name	
Address:	
E-mail Id	
Signature:, or failing him	
3. Name	
Address	
E-mail Id	
Sig nature :.....	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **26th** Annual General Meeting of the company to be held on **Thursday, 30th day of September, 2021** at **03:45 p.m.** at Factory premises and registered office of the Company as above and at any adjournment thereof in respect of such resolutions as are indicated below:

		Vote For	Vote Against
Ordinary Business			
1.	Approval of Annual Accounts for the year ended 31.03.2021		
2.	To appoint a Director in place of Mrs. Gursharan Kaur, who retires by rotation		
3.	Ratification of Appointment of Auditors and to fix their remunerations		
Special Business			
4.	Appointment of Mr. Prabhjeet Singh Wahi as an Independent Director		

Signed this..... day of..... 2021

Signature of shareholder -----

Signature of Proxy holder(s) -----

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.