22nd Annual Report

2015-16

RADIX INDUSTRIES (INDIA) LIMITED

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CORPORATE INFORMATION

BOARD OF DIRECTORS

- Sri. G. Raghu Rama Raju : Managing Director
- Smt. G. Parvathi : Director
- Sri. G. Ganapathi Rama Prabhakara Raju : Director & CFO
- Sri V. Viswanada Raju : Independent Director
- Sri Kathari Siddhardha : Independent Director
- Sri M. Kiran Phani Varma : Independent Director

COMPANY SECRETARY : Sri P. Lenin Babu

AUDITORS : M/s CHEVUTURI ASSOCIATES
Chartered Accountants, Vijayawada

CIN : L37200AP1993PLC016785

REGISTERED OFFICE : Door No. 4-243
Chivatam, Near NH-5 Road
Tanuku - 534211, West Godavari Dist,
Andhra Pradesh, India

BANKERS : State Bank of India, Tanuku
Axis Bank, Tanuku

LISTED AT : The BSE Limited, Mumbai
Madras Stock Exchange Limited, Chennai

REGISTRARS &
SHARE TRANSFER AGENTS : M/s. Bigshare Services Private Limited
Local office at 306, Right Wing, Amrutha
Ville, Opp. Yashoda Hospital, Somajiguda,
Rajbhavan Road, Hyderabad – 500 082

SECRETARIAL AUDITORS : M/s. P. S. Rao & Associates
Company Secretaries
Flat No.10, 4th Floor, D. No.6-3-347/22/2
Ishwarya Nilayam, Opp. Sai Baba Temple,
Dwarakapuri Colony, Punjagutta,
Hyderabad – 500 082,
Telangana., India.

NOTICE

Notice is hereby given that the **Twenty Second Annual General Meeting** of the members of the Company will be held on Monday, 26th Day of September, 2016 at 11.00 A.M. at the registered office of the Company at 4-243, Chivatam, Near NH-5 Road, Tanuku-534211, West Godavari District, Andhra Pradesh, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2016 and the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date alongwith the Report of the Board of Directors and the Auditors thereon.
2. To confirm interim dividend as final dividend.
3. To appoint a Director in the place of Sri. G. Ganapathi Rama Prabhakara Raju, who retires by rotation and being eligible offers himself for re-appointment.
4. 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, 141 and 142 of the Companies Act, 2013, the appointment of M/s Chevuturi Associates, Chartered Accountants, Vijayawada (ICAI Firm Registration No 000632S), who were appointed as the Statutory Auditors of the Company till the conclusion of 25th Annual General Meeting, be and is hereby ratified and confirmed, on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to reimbursement of all out of pocket expenses in connection with the audit of the accounts of the Company for the financial year ending 31st March, 2017.

SPECIAL BUSINESS:

5. **Re-appointment of Sri. G. Raghu Rama Raju as Managing 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 section 196 and 197 and section 203 read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules , 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) along with the schedule V of the Companies Act 2013, Sri. G. Raghu Rama Raju be and is hereby reappointed as Managing Director for a term of 5 years with effect from 13.02.2016 as approved by Nomination and Remuneration Committee in consultation of Board of Directors without any remuneration.

BY THE ORDER OF THE BOARD
For Radix Industries (India) Limited

Sd/-
G. Raghu Rama Raju
Chairman & Managing Director
(DIN: 00453895)

Place: Tanuku
Date : 13.08.2016

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND TO VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the meeting. A person cannot act as proxy for more than 50 members and holding in aggregate not more than 10% of the total share capital of the Company.
2. The Register of Members and the Share Transfer Books will remain closed from 23rd September, 2016 to 26th September, 2016 (both days inclusive)
3. Members / Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting.
4. Members are requested to quote their Registered Folio No or Demat Account No and Depository Participant Identification Number (DPID No) on all correspondence with the Company.
5. Members are requested to send all communication relating to shares to the Company's RTA, M/s Bigshare Services Pvt. Ltd. 306, Right Wing Amrutha Ville Opp Yashoda Hospital Rajbhavan Road Somajiguda, Hyderabad - 500 082
6. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circular stating that service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry's green initiative. Accordingly, the members are requested to inform their e-mail addresses to RTA - M/s Bigshare Services Pvt. Ltd. 306, Right Wing Amrutha Ville Opp Yashoda Hospital Rajbhavan Road Somajiguda, Hyderabad - 500 082
7. The information pursuant to Regulation 36(3) of SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015 with respect to the details of the Directors seeking appointment / re-appointment in this Annual General Meeting is annexed.
8. All the documents referred to in the Notice and explanatory statement will be available to the members at the registered office of the company between 10.30 A.M to 12.30 P.M on all working days from the date hereof up to the date of the Meeting.
9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
10. Voting through electronic means:

    In Compliance with provisions of Section 108 of the companies Act, 2013 and Rule 20 of the companies (Management and Administration) Rule, 2014 the company is pleased to provide members facility to exercise their vote at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL).
11. The Company has appointed Ms. N Vanitha, Practicing Company Secretary as scrutinizer for conducting the e-voting process for the Annual General Meeting in fair and transparent manner
12. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
13. The instructions for members for voting electronically are as under:-

(i) The Voting period begins on 23.09.2016 at 9.00 am and ends on 25.09.2016 at 5.00 pm. During this period shareholders of the company, holding shares either in physical form or in form as on the cutoff date 19.09.2016 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) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period

(iv) Click on "Shareholders" tab.

(v) Now, select **"RADIX INDUSTRIES (INDIA) LIMITED"** from the drop down menu and click on "SUBMIT"

(vi) 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.

(vii) Next enter the Image Verification as displayed and Click on Login.

(viii) 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.

(ix) If you are a first time user follow the steps given below:

	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) • 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 in the PAN field. • In case the sequence 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. Eg. If your name is Ramesh Kumar with sequence 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 • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

(x) After entering these details appropriately, click on "SUBMIT" tab.

(xi) 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.

(xii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xiii) Click on the EVSN of **"RADIX INDUSTRIES (INDIA) LIMITED"** to vote.

(xiv) 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.

(xv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xvi) 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.

(xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xviii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xix) 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.

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.co.in and register themselves as Corporates.
- 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 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.

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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.radixindustries.in and on the website of CDSL www.evoting.cdsl.com within two days of the passing of the resolutions at the 22nd AGM of the Company on 26th September, 2016 and communicated to the BSE Limited, Madras Stock Exchange Limited, where the shares of the Company are listed.

BY THE ORDER OF THE BOARD
For Radix Industries (India) Limited

Sd/-
G. Raghu Rama Raju
Chairman & Managing Director
(DIN: 00453895)

Place: Tanuku
Date : 13.08.2016

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

Item No. 5

The Board of Directors at its Meeting held on 11th Feburary, 2016 has re-appointed Sri. G Raghu Rama Raju as Managing Director, for a period of Five years w.e.f from 13.02.2016, subject to the approval of the Members and was approved by the Nomination and Remuneration Committee and the brief profile of Sri G. Raghu Rama Raju as required is mentioned below and in the table required under Regulation 36(3) of SEBI(Listing Obligation and Disclosure Requirements) Regulations,2015.

Brief Profile of Sri G Raghu Rama Raju :

Sri G. Raghu Rama Raju, aged 49 Years, is a Post graduate in Business Management from Shivaji University and Diploma in Labour Laws and Labour Welfare. In the year 1995, he floated a mini cement manufacturing Unit and erected a mini cement plant (clinker grinding unit) at Hyderabad. In the year 1998, he worked as Export Executive with M/S Geetha Enterprises, Eluru, pioneer in the field of Process and Export of Human Hair. Later on he floated a Partnership firm M/s Veena Impex (100% E.O.U) during July 1999, which was later converted in to a company in the name and style of M/S Arqube Industries (India) Limited which is also an 100% E.O.U and is the Managing Director of the Company.

Shareholding in the Company as on 13.08.2016 : 5880000 (58.77.%)

ADDITIONAL INFORMATION

(Persuant to Regulation 36(3) SEBI (Listing Obligation and Disclosure requirements) Regulation, 2015)

Name of the Director	G. Ganapathi Rama Prabhakara Raju	G. Raghu Rama Raju
Date of Birth	09.08.1963	15.08.1966
Date of Appointment on the Board	29.12.2011	29.12.2011
Qualification, Experience & Expertise	He holds a Diploma in Civil Engineering, with more than two decades of experience in different Industries including hairs. His forte his interpersonal and problem solving skills.	Management from Shivaji University and Diploma in Labour Laws and Labour Welfare
Directorship in other companies (Excluding foreign companies and section 25 Companies)	He is not a Director in any other Company	Managing Director of M/s Arqube Industries (India) Limited
Shareholding	5000	58,80,000
Disclosures of relationships between Directors interese	Mr. G. Ganapathi Rama Prabhakara Raju is a brother of Mr. Gokaraju Raghu Rama Raju	Mrs. Parvathi Gokaraju is wife of Mr. Gokaraju Raghu Rama Raju

BY THE ORDER OF THE BOARD
For Radix Industries (India) Limited

Sd/-
G. Raghu Rama Raju
Chairman & Managing Director
(DIN: 00453895)

Place: Tanuku
Date : 13.08.2016