

## **42<sup>ND</sup> ANNUAL REPORT**

**2022-2023**

**SHALIMAR AGENCIES LIMITED**

# SHALIMAR AGENCIESLIMITED

CIN:L72100TG1981PLC114084

## Key Managerial Personnel (K.M.P)

## CORPORATE INFORMATION

Ms. Janaki Yarlagadda (Appointed as Whole-time Director w.e.f 23-07-2022)	Whole-time– Executive (DIN: 02129823)
Mr. Manoj Sandilya Telakapalli (Appointed as Director w.e.f 23-07-2022)	Whole-time– Executive (DIN: 09630299)
Mr. Nomula Srinivas (Appointed as Whole-time Director w.e.f 23-07-2022)	Whole-time– Executive (DIN: 07496152)
Mr. Mayank Puran Chandra Joshi 07830843) (Appointed as Director w.e.f 30-09-2021)	Independent & Non-Executive (DIN:
Mr. VemuriVenkataRajani Kumar (Resigned as Whole-time Director & CFO w.e.f 14.07.2023)	Whole-time – Executive (DIN: 07363756)
Mr. Kotti Narendra (Resigned as Managing Director w.e.f 19.05.2022)	Managing Director ss(DIN: 07178324)
Mr. Siva Prasad Gorthy (Appointed as Director w.e.f 30-09-2021)	Independent & Non-Executive (DIN: 09137211)
Mrs. ArunaGaminiYanamandra (Women Director) (Appointed as Director w.e.f 30-07-2021)	Independent (Non-Executive) (DIN: 09136437)

Ms. SurabhiDayal

Company Secretary & Compliance Officer

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**CORPORATE IDENTITY NUMBER (CIN)**L72100TG1981PLC114084

## ISIN

INE631E01016

## REGISTERED OFFICE

Plot no.19, Sanali Spazio, Software unit Layout, Cyber Tower Area,  
Madhapur, Madhapur Shaikpet Hyderabad TG 500081 IN

## CONTACT DETAILS

Contact No: +91 - 90300 57374

E-Mail:shalimaragenciesltd@gmail.com

Website:www.shalimaragencieslimited.com

## AUDITORS

**M/s. P C N & Associates.**

Chartered Accountants

Plot No. 12, "N Heights",

Ground Floor, Software Layout Unit,

Cyberabad, Hyderabad-500081, Telangana

# SHALIMAR AGENCIESLIMITED

CIN:L72100TG1981PLC114084

## **BANKERS**

HDFC Bank Ltd, Hyderabad (Telangana)

## **LISTING**

BSE Limited

Metropolitan Stock Exchange of India Limited

Calcutta Stock Exchange Limited

## **REGISTRAR & SHARE TRANSFER AGENTS**

**Aarathi Consultants Pvt. Ltd.,**

1-2-285, Domalguda, Hyderabad - 500 029, Ph : 040 - 27642217, 27638111 Fax : 040 - 27632184

E-mail :info@aarathiconsultants.com

## **AUDIT COMMITTEE (AS ON 31-03-2023)**

Mr. Siva Prasad Gorthy	-	Chairman
Ms. Aruna Gamini Yanamandra	-	Member
Mr. Mayank Puran Chandra Joshi	-	Member

## **NOMINATION & REMUNERATION COMMITTEE(AS ON 31-03-2023)**

Mr. Siva Prasad Gorthy	-	Chairman
Ms. Aruna Gamini Yanamandra	-	Member
Mr. Mayank Puran Chandra Joshi	-	Member

## **STAKEHOLDER RELATIONSHIP COMMITTEE(AS ON 31-03-2023)**

Mr. Siva Prasad Gorthy	-	Chairman
Ms. Aruna Gamini Yanamandra	-	Member
Mr. Manoj Sandilya Telakapalli	-	Member

## **INDEPENDENT DIRECTORS COMMITTEE (AS ON 31-03-2023)**

Mr. Siva Prasad Gorthy	-	Chairman
Ms. Aruna Gamini Yanamandra (ID)	-	Member
Mr. Mayank Puran Chandra Joshi	-	Member

# SHALIMAR AGENCIES LIMITED

CIN:L72100TG1981PLC114084

## NOTICE

NOTICE is hereby given that the 42<sup>nd</sup> Annual General Meeting of the Shareholders of Shalimar Agencies Limited will be held on Saturday, the 30<sup>th</sup> Day of September, 2023 at 12.30P.M.at Plot No. 38, 5th Floor Software Units Layout, Hitech City, Madhapur Madhapur Shaikpet Hyderabad TG 500081 IN to transact the following business:

### ORDINARY BUSINESS(S)

- Item 1.** To consider and adopt the Audited Financial Statements of the Company for the Financial Year 2022-23 together with all schedules and notes attached thereto, along with the Report of the Board of Directors and Auditors thereon.
- Item 2.** To appoint a Director in place of Mrs. Janaki Yarlagadda (DIN: 02129823) who retires by rotation and being eligible, offers herself for re-appointment.
- Item 3.** To appoint a Director in place of Mr. Nomula Srinivas (DIN: 07496152) who retires by rotation and being eligible, offers himself for re-appointment.

Place: Hyderabad  
Date: 02-09-2023

For and on Behalf of the Board  
**SHALIMAR AGENCIES LIMITED**  
Sd/-  
**Manoj Sandilya Telakapalli**  
Director  
(DIN: 09630299)

### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.  
  
A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days 'written notice is given to the Company.
3. Corporate members intending to send their authorized representatives to attend the meeting are

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requested to send a certified copy of Board Resolution authorizing their representatives to attend and vote on their behalf in the meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

4. The record date (cut-off date) to identify the members eligible to participate and cast their vote is Monday, 25<sup>th</sup> September, 2023.
5. Members/Proxies should bring the enclosed Attendance Slip duly filled in for attending the meeting along with the copy of the Annual Report.
6. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number(s) in the Attendance Slip for attending the meeting.
7. Members are requested to notify change of address, if any, with pin-code to the Company or to its Registrar and Share Transfer Agent quoting reference of their folio number and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants.
8. The Company has designated an exclusive email ID shalimaragenciesltd@gmail.com which would enable the investors/ shareholders to post their grievances, if any, by quoting their Registered Folio Number, Client ID, and Number of shares. However, it may be noted that the Company would not respond to any kind of malicious allegations made by the shareholders with ulterior motives. Members intending to seek clarifications at the Annual General Meeting concerning the accounts and any aspect of operations of the Company are requested to send their questions in writing to the Investor Relations Department so as to reach the Company at least 7 days in advance before the date of the Annual General Meeting, specifying the point(s).
9. Securities and Exchange Board of India (SEBI) has issued a circular clarifying that it shall be mandatory for the transferee(s) to furnish copy of Permanent Account Number (PAN) card to the Company/Registrar and Transfer Agent of the Company for registration of transfer of shares in the physical mode. Members may please take a note of the same.
10. All relevant documents referred in the Notice shall be open for inspection by the members at the Registered office of the Company during the normal business hours (10.00 A.M to 6.00 P.M) on all working days (except Saturdays) upto the date of AGM of the Company and shall also be available at the meeting.
11. A Route Map showing direction to reach the venue of 42<sup>nd</sup> Annual General Meeting is given in the Annual Report as per the requirement of the Secretarial Standard-2 on General Meeting.
12. To Support 'Green Initiative,' the Company will send Notices / Documents / Annual Reports, etc., to the shareholders through email, wherever the email addresses are available; and through other modes of services where email addresses have not been registered. Accordingly, members are requested to support this initiative by registering their email addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company's Registrar and Transfer Agent, Aarthi Consultants Private Limited, 1-2-285, Domalguda Hyderabad-500029, in case, a Member wishes to receive a physical copy of the said documents, such Member is requested to send an e-mail duly quoting his/her DP ID and Client ID or the Folio number, as the case may be, to shalimaragenciesltd@gmail.com. The Members may also note that the said notice & Reports are also being uploaded on the website of the Company at <http://www.shalimaragencieslimited.com>. Annual Report of the company for FY 2022-23 is uploaded in the website of the company.
13. Pursuant to Section 72 of the Companies Act, 2013, Members who hold shares in the physical form

can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest, to avail the nomination facility by filling form SH-13. Members holding shares in the dematerialized form may contact their Depository Participant for recording the nomination in respect of their holdings.

14. 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 shall submit their PAN details to the Company/ Registrar and Transfer Agent.
15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2022-23 is being sent through electronic mode to those Members whose email addresses are registered with the Company/Depositories and to others through other modes.
16. The Company has appointed Mrs. Sarada Putcha, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast.

**THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

- (i) The voting period begins on 10.00 a.m. on 27<sup>th</sup> September 2023 and will end at 5.00 p.m. on 29<sup>th</sup> September 2023. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 25<sup>th</sup> September 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The results shall be declared within 48 Hours from the Conclusion of the Annual General Meeting. The results along with the Scrutinizer's Report shall also be placed on the website of the Company.
- (iii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iv) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (v) Click on "Shareholders" module.
- (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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login – My easi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (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](http://www.evotingindia.com) and voted on an earlier e-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:

	<b>For Shareholders holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

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	<ul style="list-style-type: none"><li>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.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"><li>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).</li></ul>

- (x) After entering these details appropriately, click on "SUBMIT" tab.
- (xi) 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.
- (xii) For shareholders 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 for the relevant SHALIMAR AGENCIES LIMITED on which you choose 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 a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xix) 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.
- (xx) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

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PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [shalimaragenciesltd@gmail.com](mailto:shalimaragenciesltd@gmail.com)/ [info@aarthiconsultants.com](mailto:info@aarthiconsultants.com).
- (i) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [shalimaragenciesltd@gmail.com](mailto:shalimaragenciesltd@gmail.com)/ [info@aarthiconsultants.com](mailto:info@aarthiconsultants.com)

CDSL Contact details for queries relating to E-Voting:

Mr. Rakesh Dalvi, Manager

Address: 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001.

Email ID: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) Phone number: 18002005533

## General Instructions:

- (i) Members can opt for only one mode of voting, i.e., either by Physical Ballot E-Voting. In case Members cast their votes through both the modes, voting done by E-Voting shall prevail and votes cast through Physical Ballot will be treated as invalid.
- (ii) The facility for voting through Polling Paper shall also be made available at the meeting and the members attending the meeting who have not already cast their vote by E-Voting shall be able to exercise their right at the meeting.
- (ii) The member who cast their vote by E-Voting prior to the meeting may also attend the meeting, but shall not be entitled to cast their vote again.
- (iv) The Scrutinizer shall, immediately after the conclusion of voting at the meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman, who shall countersign the same.
- (v) The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.shalimaragencieslimited.com](http://www.shalimaragencieslimited.com) and on the website of CDSL [www.cdslindia.com](http://www.cdslindia.com) immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited, MSEI Limited and CSE Limited, where the equity shares of the Company are listed.
- (vi) The resolutions listed in the Notice of the AGM shall be deemed to be passed on the date of the AGM, subject to the receipt of the requisite number of votes in favor of the respective resolutions.

Place: Hyderabad  
Date: 02-09-2023

For and on Behalf of the Board  
SHALIMAR AGENCIES LIMITED  
Sd/-

Manoj Sandilya Telakapalli  
Director  
(DIN: 09630299)



# SHALIMAR AGENCIESLIMITED

CIN:L72100TG1981PLC114084

## DIRECTORS REPORT

The Directors present their 42<sup>nd</sup> Annual Report along with Audited Statements of Accounts for the Financial Year ended 31st March, 2023.

### FINANCIAL RESULTS

The performance of the Company is as follows:(Amount in Rs.000's)

Particulars	2022-23	2021-2022
Income	--	--
Expenditure	861.49	1,072.10
Profit before Tax	(861.49)	(1,072.10)
Current Year Tax	(3.97)	(3.02)
Profit after Tax	(857.52)	(1,069.08)

### COMPANY PERFORMANCE

Your Company posted financial results during the year under review. There were no Operations during the Financial Year 2022-2023 and incurred Loss Rs. 857.52/- Thousands as compared to Previous Years Loss of Rs. 1069.08/- Thousands.

### DIVIDEND

The Company does not have adequate profits for the year under review hence decided not to declare any dividend.

### TRANSFER TO RESERVES

In view of the losses incurred by the Company during the year, the Board of Directors did not propose to transfer any amount to reserves for the period under review.

### FIXED / PUBLIC DEPOSITS

The Company has not accepted any deposits falling within the meaning of Sec. 73, 74 & 76 of the Companies Act, 2013 read with the Rule 8(v) of Companies (Accounts) Rules 2014, during the Financial Year under review.

### CAPITAL STRUCTURE

During the financial year under review, The capital of the Company has remain unchanged and the Authorized Share Capital of Company is Rs. 70,00,00,000/- (7,00,00,000 Equity Shares of Rs.10/- each) and the Paid Up capital of Company is Rs. 3,00,10,000/- (30,01,000 Equity Shares of Rs. 10/- each).

### MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY

There are no material changes affecting the financial position of the Company subsequent to the close of the financial year 2023 till the date of this report.

## SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORY AUTHORITIES/COURTS

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

## EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in **FormMGT-7** is available on the Company Website([www.shalimaragencieslimited.com](http://www.shalimaragencieslimited.com)).

## AUDIT

### STATUTORY AUDIT:

The provisions of Section 139(2) of the Companies Act 2013 and the Rules made there-under, mandated the Company to rotate its Statutory Auditors and Board of Directors of the Company (on recommendation of Audit Committee) in its meeting 05-09-2020 (which was ratified by the shareholders in the 39th Annual General meeting to held on 30th September 2020), approved the appointment of M/s. P C N & Associates., (FRN: 016016S), Chartered Accountants, as the Statutory Auditors of the Company for a period of Five Years.

However, pursuant to the amendments made to Section 139 Act, by the Companies (Amendment) Act, 2017, effective from May 7, 2018, the requirement of seeking ratification of the members for appointment of Statutory Auditors has been withdrawn. In view of the same, the ratification of members for continuance of appointed M/s. P C N & Associates, Chartered Accountants, as the Statutory Auditors of the Company, is not being sought

In this Regard, M/s. PCN & Associates, has provided a declaration stating that they are not disqualified to continue to act as the Statutory Auditors of the Company.

### COST AUDIT

Cost Audit is not applicable to your Company.

### SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Sarada Putcha, Practicing Company Secretary to conduct the Secretarial Audit of the Company for the year ended 31st March, 2023.

The Secretarial Audit Report in **Form MR 3** is annexed herewith as "**Annexure II**" to this report and contains no qualification, reservation or adverse remarks.

### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and nature of its operations. The scope and authority of the Internal Audit function is defined by the Audit Committee. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the suggestions of internal audit function, Management undertakes corrective action in their respective areas and thereby strengthens the controls.