

# S.S. ORGANICS LIMITED

CIN: L24110TG1990PLC012038

1

S.S. ORGANICS LIMITED

25th ANNUAL REPORT



# S.S. ORGANICS LIMITED CIN: L24110TG1990PLC012038 25TH ANNUAL GENERAL MEETING

Saturday, 29th September,2018 at 4.00 P.M Aroor Village,Sadasivapet Mandal, Sangareddy District, Telangana

# **BOARD OF DIRECTORS**

Sri.V.N.Sunanda Reddy Managing Director 1. Whole Time Director 2. Dr. Sai Sudhakar Vankineni 3. Dr.D.Sadasiva Reddy Director Sri. N.Gangi Reddy Director 4. Sri.Vidya Sagar Devabhaktuni Director 5. Dr. Sumanth Simha Vankineni Director 6. 7. Sri. P.Santosh Kumar Director Smt.Sudi Vijaya Lakshmi Director

Dr.Sai Sudhakar Vankineni Ms. Amreen Gulnaaz Chief Finance Officer Company Secretary & Compliance Officer (From 25.07.2017 to 11.01.2018)

# **STATUTORY AUDITORS**

Gowri Shankar & Associates, Chartered Accountants(Firm Registration No. 015625S)

## **Secretarial Consultants**

P.S. Rao & Associates, Company Secretaries, 6-3-347-22/2,Flat-10,4th Floor, Iswarya Nilayam,Dwarakapuri Colony, Opp: Saibaba Temple,Punjagutta, Hyderabad,Telangana-500082.

# **INTERNAL AUDITORS**

AMARNADHA REDDY & CO, 6-1-229/40, Old CIB Quarters, Khairatabad, Hyderabad-500 004, Telangana.

# **REGD. OFFICE & FACTORY**

Survey No. 252/1, Aroor Village, Sadasivapet Mandal, Sangareddy District, Telangana State-502291

### **CORPORATE OFFICE**

H.No: 8-2-120/77/5, Ground Floor, Opp. KBR Park, Road No. 2, Banjara Hills, Hyderabad – 500034 Email: cs@ssorganics.co.in, md@ssorganics.co.in, website: www.ssorganics.co.in Ph No:040-23559938

# **REGISTRAR AND SHARE TRANSFER AGENT**

(Physical and Demat)

Venture Capital and Corporate Investments Private Limited,12-10-167, Bharat Nagar, Hyderabad, 500018,Phone:+91040-23818475/23818476/23868023,Fax: +91040-23868024, email:info@vccilindia.com



# **NOTICE**

Notice is hereby given that the 25th Annual General Meeting of the Members of **S.S.ORGANICS LIMITED** will be held on Saturday the 29th day of September, 2018, at 4.00 P.M. at Registered Office Situated at Survey no. 252/1, Aroor Village, Sadasivapet Mandal, Sangareddy District, Telangana State-502291, to transact the following business:

### **ORDINARY BUSINESS:**

 To consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2018, together with the reports of the Board of Directors ('the Board') and Auditors thereon. 2. To appoint a director in place of Dr. Sumanth Simha Vankineni (DIN: 06625716), who retires by rotation and being eligible, seek re-appointment.

For and on behalf of the board For S.S. Organics Limited

Sd/-V.N. Sunanda Reddy Chairman and Managing Director (DIN: 00058317)

Place: Hyderabad

Date: 14th August, 2018



### NOTES:

- The statements pursuant to Section 102(1) of the Companies Act, 2013 in respect of the special business set out in the notice and Secretarial Standard on General Meetings (SS-2), wherever applicable, are annexed hereto.
- 2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting.
- Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company's Corporate Office a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- 4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
- The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
- The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
- 7. The Register of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2018 to 29th September, 2018 (both days inclusive). and Cut off date for dispatch of Annual Reports to Shareholders either in physical or in demat mode is 31st August, 2018.
- 8. The annual report for the financial year 2017-18 has been sent through email to those members who have opted to receive electronic communication or

- who have registered their email addresses with the Company/depository participants. The annual report is also available on Company's website www. ssorganics.co.in. The physical copy of the annual report has been sent to those members who have either opted for the same or have not registered their email addresses with the Company/depository participant. The members will be entitled to a physical copy of the annual report for the financial year 2017-18, free of cost, upon sendina request to the Compliance а Officer/Company Secretary at H.No: 8-2-120/77/5, Ground Floor, Opp. KBR Park, Road No. 2, Banjara Hills, Hyderabad – 500034 Telangana.
- 9. Pursuant to Section 108 of the Companies Act, 2013, read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Company is pleased to offer voting by electronic means to the members to cast their votes electronically on all resolutions set forth in this notice. The detailed instructions for evoting are given as a separate attachment to this notice as Annexure 1.
- 10. Members are requested to kindly bring their copy of the annual report with them at the AGM, as no extra copy of annual report would be made available at the AGM. Members/proxies should also bring the attached Attendance Slip, duly filled and hand it over at the entrance to the venue.
- 11. Members are requested to intimate immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts or to the Company's Registrar and Transfer Agent, M/s. Venture Capital and Corporate Investment Private Limited, if the shares are held by them in physical form.
- 12. 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 their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Registrar and Transfer Agent, M/s. Venture Capital and Corporate Investment Private Limited.

S.S. ORGANICS LIMITED 25th ANNUAL REPORT

13. Pursuant to Section 72 of the Companies Act, 2013, members be entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH- 13, to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling/varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company. These forms will be made available on request.

For and on behalf of the board For S.S. Organics Limited

Sd/-V.N. Sunanda Reddy Chairman and Managing Director (DIN: 00058317)

Place: Hyderabad Date: 14th August, 2018

Annexure 1

### Dear Member,

Pursuant to provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Company is pleased to provide e-voting facility to members to cast their vote on all resolutions set forth in the notice convening the 25th Annual General Meeting (AGM) to be held on Saturday, 29th day of September 2018 at 4.00 P.M. The Company has engaged the services of Central Depository Service Limited (CDSL) to provide the remote e-voting facility. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM is termed as 'remote e-voting'

Company appointed Mrs. N. Vanitha, Practicing Company Secretaries in P.S. Rao and Associates, Hyderabad, to act as the Scrutinizer, to scrutinize the voting at the Annual General Meeting (AGM) and remote e-voting process in a fair and transparent manner.

The e-voting facility is available at the link https://www.evotingindia.com and the E-voting Event Number (EVEN) and period of remote e-voting are set out below:

Commencement of Remote E-voting	End of Remote E-Voting
Wednesday, 26th day of September, 2018, 09.00 A.M.	Friday, 28th day of September, 2018, 05.00 P.M.

Please read the instructions printed below before exercising your vote. These details and instructions form an integral part of the AGM to be held on 29th September, 2018.

# STEPS FOR REMOTE E-VOTING:

- (i) The voting period begins on Wednesday, 26th day of September, 2018, 09.00 A.M. and ends on Friday, 28th day of September, 2018, 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 21st day September, 2018 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.
- (iv) Click on Shareholders.
- (v) 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,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.



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

PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).	
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.	

<sup>\*</sup> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and 8 digits of the folio number in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name. Eg. If your name is Ramanathan with sequence number 1 then enter RA00000001 in the PAN field.

# Please enter any one of the details in order to login. In case both the details are not recorded with the depository or Company, please enter the Member id / folio number in the Dividend Bank details field.

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant "S.S. Organics Limited" on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) 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.
- (XiX) Members 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. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after June 30, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

S.S. ORGANICS LIMITED 25th ANNUAL REPORT

# (xx) Note for Non-Individual Shareholders and Custodians Non-Individual

shareholders (i.e. Ther than Individuals, HUF, NRI etc.) and Custodian

• are required to log on to www.evotingindia.com and register themselves as Corporates. 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
- (xxi) 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.



# Annexure 2

Details of Directors as on August 14th, 2018 seeking appointment/ re-appointment at the Annual General Meeting scheduled to be held on 29.09.2018.

Α	Name	Dr. Sumanth Simha Vankineni
	Brief Resume	
	i) Age	41 Years
	ii) Qualification	M.B.B.S, MD, DM(Gastroenterology)
	iii) Experience in specific functional area	He is having 10 years of experience in the field of Medicine and also exposure to the
		Pharmaceuticals
	<ul><li>iv) Date of appointment on the present board of the Company (S S Organics Limited).</li></ul>	29-07-2013
В	Names of other companies in which directorship held (as per Section 165 of the Companies Act, 2013):	Nil
С	Name(s) of the companies in which committee Membership(s) held	Nil
D	No. of Shares of Rs. 10/- each held by the Director	68700 Equity shares of Rs. 10/- each.
Е	Relationship between Directors inter se [as per section 2 (77) of the Companies Act, 2013, read with Rule 4 of the Companies (Specification of definitions details) Rules, 2014]	He is son of Dr. Sai Sudhakar Vankineni.