

# 29<sup>th</sup> Annual Report 2022-2023 DILIGENT INDUSTRIES LIMITED



#### **COMPANY INFORMATION**

#### **Board of Directors**

Mr. Bhanu Prakash Vankineni : Managing Director Mr. Kiran Kumar Vankineni : Executive Director

Mrs. Phani Anupama Vankineni : Non-Executive Non-Independent Director

Mr. Srinivas Babu Edupuganti : Independent Director
Mr. Lokeswararao Nelluri : Independent Director
Mr. Mohammed Baba : Independent Director

#### **Key Managerial Personnel**

Mr. Kiran Kumar Vankineni : Chief Financial Officer

Mr. Sivaiah Palla : Company Secretary & Compliance Officer (Resigned w.e.f. 05.04.2023)

Mr. Ankit Singhal : Company Secretary & Compliance Officer (Appointed w.e.f. 01.06.2023)

#### **Board Committees**

#### **Audit Committee**

Mr. Srinivas Babu Edupuganti - Chairperson
Mr. Lokeswararao Nelluri - Member
Mr. Mohammed Baba - Member

# **Nomination & Remuneration Committee**

#### **Auditors**

Mr. Srinivas Babu Edupuganti - Chairperson M/s.NSVR& Associates LLP
Mr. Mohammed Baba - Member Chartered Accountants
Mr. Lokeswararao Nelluri - Member Flat No. 202, Plot No: 28,

Panchavathi Co-operative society, Road No.10, Banjara Hills,

Hyderabad – 500 034.

# **Stakeholders Relationship Committee**

# **Secretarial Auditors**

Mr. Srinivas Babu Edupuganti - Chairperson Ganga Anil Kumar

Mr. Mohammed Baba - Member 3-548, 1st Floor, Javahar Vidya Nikethan School Building,

Mr. Lokeswararao Nelluri - Member Undavalli Centre, Amaravati, AP - 522501

# **Registrars & Share Transfer Agent**

# **Registered Office**

M/s Venture Capital and CorporateDwarkaThirInvestments Private LimitedDenduluru"AURUM", 4th & 5th Floors, Plot No.57West Godar

Jayabheri Enclave Phase – II, Gachibowli, Hyderabad – 500032.

Email: info@vccipl.com

Website: www.vccipl.com

DwarkaThirumala Road, Denduluru Village and Mandal, West Godavari-534 432, Andhra Pradesh

Email:diligentinvestors@gmail.com Web: www.diligentindustries.com

#### **Bankers**

ICICI Bank | Indian Bank | SBI

CIN - L15490AP1995PLC088116

ISIN - INE650C01028
Listed on - BSE Limited
Designated Depository - CDSL



#### **NOTICE**

NOTICE is hereby given that the 29<sup>th</sup> Annual General Meeting of the Members of Diligent Industries Limited will be held on Saturday the 30<sup>th</sup> day of September 2023 at 11.30 AM at the Registered Office of the Company at Dwarka Thirumala Road, Denduluru Village and Mandal, West Godavari District, AP–534 432, to transact the following business:

# **ORDINARY BUSINESS:**

## ITEM NO. 1 - Adoption of Audited Standalone Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Reports of Board of Directors, Auditors and such other reports annexed thereon.

# ITEM NO. 2-Appointment of a Director

To appoint a director in the place of Mr. Kirankumar Vankineni (DIN: 02696680) who retires by rotation and being eligible, offers himself for reappointment.

By order of the Board of Directors For DILIGENT INDUSTRIES LIMITED

Place: Dwarka Thirumala Road, Denduluru Village and Mandal, West Godavari District, AP– 534 432

Date: 07.09.2023

Sd/-Ankit Singhal Company Secretary



#### **NOTES:**

- Additional Information, pursuant to applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment/ re- appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure-A to this Notice.
- The Share Transfer Register and the Register of Members of the Company will remain closed from 24-09-2023 to 30-09-2023 (both days inclusive).
- M/s. Venture Capital and Corporate Investments Pvt. Ltd., "AURUM", 4th & 5th Floors, Plot No.57, Jayabheri Enclave Phase II, Gachibowli, Hyderabad 500032. is the Registrar &Share Transfer Agent (RTA) of the Company. All communications in respect of share transfers and change in the address of the members may be communicated to them.
- 4 Members desiring any information or clarification as regards the accounts are requested to send queries in writing to the Registered Office or email at <a href="mailto:diligentinvestors@gmail.com">diligentinvestors@gmail.com</a> of the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries at the meeting.
- 5 Members holding shares in identical order of names in more than one folio are requested to write to the Company's Registrar and Transfer Agent enclosing their share certificates to enable consolidation of their shareholdings in one folio.
- 6 Members holding Shares in physical form may write to the Company/Registrar & Share Transfer Agents (RTA) for any change in their address and bank mandates; members having shares in electronic form may inform the same to their depository participants immediately.
- 7 In compliance with the aforesaid MCA circular and SEBI circular dated 12<sup>th</sup> May 2020 notice of AGM along with Annual report 2022-2023 is being sent only through electronic mode to those members whose emails are registered with the Company or depository participant. Members may also note that the Annual Report will also be available on the Company's Website <a href="https://www.diligentindustries.com">www.diligentindustries.com</a>
- 8 To support the "Green Initiative" the members who have not registered their e-mail addresses are requested to register the same with Registrar and Share Transfer Agent.
- Process and manner for members opting for e-voting are as under: In Compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including statutory modification(s) or re-enactment(s) for the time being in force), The Company is pleased to provide e-voting facility to its members enabling them to cast their votes electronically through e-Voting services provided by Central Depository Services (India) Limited (CDSL).

#### Instructions for E-VOTING

#### CDSL /NSDL e-Voting System - For e-voting during AGM

#### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- (i) The voting period begins on 27.09.2023 at 9.00 AM and ends on 29.09.2023 at 5.00 PM. 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 23.09.2023 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) Board of Directors has appointed Mr. Ganga Anil Kumar, Practicing Company Secretary, to act as Scrutinizer to conduct and scrutinize the electronic voting process in connection with the ensuing Annual General Meeting in a fair and transparent manner. The members desiring to vote through electronic mode may refer the detailed procedure on e-voting given hereunder.
- (iv) 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 evoting 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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(v) 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 for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Logir	n Method
snarenoiders	1)	Users who have opted for CDSL Easi / Easiest facility, can login through their existing
Individual	_,	user id and password. Option will be made available to reach e-Voting page without
Shareholders		any further authentication. The URL for users to login to Easi / Easiest
holding securities in		are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.
Demat mode	2)	After successful login the Easi / Easiest user will be able to see the e-Voting option for
with <b>CDSL</b>	,	eligible companies where the evoting is in progress as per the information provided by
Depository		company. On clicking the evoting option, the user will be able to see e-Voting page of $% \left\{ \left( 1\right) \right\} =\left\{ \left( 1\right)$
		the e-Voting service provider for casting your vote during the remote e-Voting period.
		Additionally, there is also links provided to access the system ofall e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting
		service providers' website directly.
	3)	If the user is not registered for Easi/Easiest, option to register is available
		athttps://web.cdslindia.com/myeasi/Registration/EasiRegistration
	4)	Alternatively, the user can directly access e-Voting page by providing Demat Account
		Number and PAN No. from a e-Voting link available on <a href="www.cdslindia.com">www.cdslindia.com</a> home
		page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> 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 able to see the e-Voting
		optionwhere the evoting is in progress and also able to directly access the system of
		all e-Voting Service Providers.
	1)	If you are already registered for NSDL IDeAS facility, please visit the e-Services
Individual Shareholders		website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the
holding		home page of e-Services is launched, click on the "Beneficial Owner" icon under
securities in		"Login" which is available under 'IDeAS' section. A new screen will open. You will have
demat mode		to enter your User ID and Password. After successful authentication, you will be able
with <b>NSDL</b>		to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and
Depository		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 your vote during the remote e-Voting period.
	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
	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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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 website for casting your vote during the remote e-Voting period.

**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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800225533	
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	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	

# Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (vi) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.** 
  - 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 <a href="www.evotingindia.com">www.evotingindia.com</a> 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 Physical shareholders and other than individual shareholders holding shares in Demat.



PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable 1 demat shareholders as well as physical shareholders)				
	<ul> <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)	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.  • 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.				

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) 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.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) 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.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) 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.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xviii) Additional Facility for Non Individual Shareholders and Custodians –For Remote Voting only.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <a href="https://www.evotingindia.com">www.evotingindia.com</a> 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 <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>.
  - 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 will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, 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 mandatory 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; diligentinvestors@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

#### INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM & E-VOTING DURING MEETING ARE AS UNDER:

- 1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- 2. The EVSN 230907005 of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- 3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- 4. Shareholders are encouraged to join the Meeting and e-voting.
- 5. Only those shareholders, who are present in the AGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 6. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

# PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- 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 Company/RTA email id.
- 2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 3. **For Individual Demat shareholders** Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact attoll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or call at toll free no. 1800 22 55 33.



ANNEXURE-A

# <u>Details of Directors as on 31st March, 2023 seeking appointment/re-appointment at the Annual General Meeting</u> [pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Director	Mr. Kirankumar Vankineni	
Date of Birth	23-02-1964	
Date of Appointment	14/08/2015	
Relationship with other Directors	Own brother of Mr. Bhanu Prakash Vankineni, the MD of the Company.	
Expertise in specific functional areas:	He has overall experience of 25 years plus in the chemical engineering, Business Administration, management and marketing of agriculture products and agro processing.	
Qualifications	B. E	
Board Membership of other Listed Companies as on March 31, 2023	NIL	
Chairman/Member of the Committee of the Board of Directors of Diligent Industries Limited as on March 31, 2023	Nil	
Chairman/Member of the Committee of Directors of other companies in which he is a director as on March 31, 2023	NIL	
a) Audit Committee	NIL	
b) Stakeholders' Relationship	NIL	
c) Nomination and Remuneration Committee	NIL	
Number of shares held in the Company as on March 31, 2023.	NIL	

By order of the Board of Directors For DILIGENT INDUSTRIES LIMITED

Place: Dwarka Thirumala Road, Denduluru Village and Mandal, West Godavari District, AP– 534 432

Date: 07.09.2023

Sd/-Ankit Singhal Company Secretary



## **DIRECTORS' REPORT**

To

The Members,

**Diligent Industries Limited** 

Your directors have pleasure in presenting herewith the 29<sup>th</sup> Annual Report on the business of Your Company together with the Audited Accounts for the financial year ended 31<sup>st</sup> March, 2023.

#### FINANCIAL SUMMARY:

(Rs. In Lakhs)

PARTICULARS	Financial Year 2022-23	Financial Year 2021-22
TOTAL INCOME	12508.02	10345.32
TOTAL EXPENDITURE	12233.31	10157.91
Profit/(Loss) before Depreciation & Financial	629.69	445.11
Charges		
Depreciation	139.79	95.32
Financial Charges	215.18	162.38
Profit/Loss Before Tax	274.71	187.41
Prior period items	-	=
Provision for tax	79.43	51.92
Deferred tax	-20.72	-1.27
NET PROFIT/(LOSS)	216.0	136.76
EPS	0.19	0.12

#### **REVIEW OF OPERATIONS:**

With a view to get hold of, stabilize, compete, and increase the Company's presence in the market the Company is concentrating on the trading along with processing of edible oils including refinery. The move would certainly create good presence and name to the Company, which would enable the Company in future to generate good income from refinery. During the year under review, as the price volatility of trading was very high, the volume of trade restrained to the extent reported.

# **CHANGE IN NATURE OF BUSINESS:**

During the year under review, the company has developed the refinery facility and is undergoing further upgradation, apart from that there is no change in business carried out by your Company. The management is focusing on refinery of the edible oils for long term sustainability in the industry along with trading and processing of edible oils and allied agro products. The company may also venture in to agro processing sooner.

#### **DIVIDEND:**

With an interest to reinvest the profits, the Directors of your Company did not recommend any dividend for the Financial Year 2022-23.

#### **TRANSFER TO RESERVES:**

The profit after tax for the period has been transferred to the general reserve / other equity.

#### **DEPOSITS:**

Your Company has not accepted any deposits falling within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the Financial Year.

# **BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL**

Your Board consists of Six (6) Directors including Three Independent Non-Executive Directors and One Non-Executive Non-Independent Director. None of the Directors of the Company are disqualified under the Provisions of the Companies Act, 2013 ('Act') or under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All independent Directors have provided confirmations as contemplated under Section 149(7) of the Companies Act 2013 stating that they