



ADM Agro Industries Latur & Vizag Private Limited  
CIN : U15143MH1991PTC378170  
Vatika Professional Point, 3rd Floor, Golf Course  
Extension Road, Sector-66, Gurgaon – 122 018,  
Haryana, India  
Ph. +91 124 4937800, Fax +91 124 4937889  
Website – www.adm.com

**NOTICE OF THE 31<sup>st</sup> ANNUAL GENERAL MEETING**

**SHORTER NOTICE IS HEREBY GIVEN THAT THE THIRTY FIRST (31<sup>ST</sup>) ANNUAL GENERAL MEETING OF THE MEMBERS OF ADM AGRO INDUSTRIES LATUR & VIZAG PRIVATE LIMITED (“COMPANY”) WILL BE HELD ON MONDAY, 12<sup>TH</sup> DAY OF DECEMBER, 2022 AT 01:45 PM (IST) AT THE CORPORATE OFFICE OF THE COMPANY AT VATIKA PROFESSIONAL POINT, 3RD FLOOR, GOLF COURSE EXTENSION ROAD, SECTOR-66, GURGAON – 122 018, HARYANA, INDIA TO TRANSACT THE FOLLOWING BUSINESSES:**

**ORDINARY BUSINESSES:**

- 1. To receive, consider, and adopt the Audited Financial Statements of the Company as at March 31, 2022 and the reports of Directors and Auditors thereon**

To consider and, if thought fit, to pass the following resolution with or without modification(s) as an Ordinary Resolution:

**“RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2022 including reports of the Board and Auditors thereon be and are hereby received, considered and adopted.”

- 2. To appoint M/s Haribhatki & Co. LLP, as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of this annual general meeting until the conclusion of the 36<sup>th</sup> Annual General Meeting of the Company and to fix their remuneration.**

To consider and, if thought fit, to pass the following resolutions with or without modification(s) as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), M/s Haribhatki & Co. LLP Chartered Accountants (FRN: 103523W/W100048), be and are hereby appointed as the Statutory Auditors of the Company, in place of M/s **Suresh Surana & Associates LLP, Chartered Accountants** (Registration No. 121750W / W-100010) Statutory Auditors of the Company retiring at the conclusion of this AGM, for a period of five years i.e. from the conclusion of this 31st Annual General Meeting till the conclusion of 36th Annual General Meeting of the Company and that the Board be and is hereby authorized to fix their remuneration.”

**SPECIAL BUSINESS:**

- 3. To ratify the remuneration of M/s K. G. Goyal & Associates, Cost Auditors for the financial year 2022-23**

To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant of provisions of section 148(3) & any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any amendment therein or re-enactment thereof), remuneration of Rs. 1,00,000/- (Rupees One Lacs Only) plus service tax & out of pocket expense, if any, payable to M/s K. G. Goyal & Associates, Cost Accountants (Registration



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No. 000024) for the Financial year 2022-23, be and is hereby ratified by the Members of the Company.”

**By order of the Board of Directors  
For ADM Agro Industries Latur & Vizag Private Limited**

**Sd-**

**KSHIRODH AGGARWAL**

**Director**

**DIN:07290927**

**Address: A101, IDC Appartment,  
Sector-11, Plot 8C, Dwarka Delhi  
India 110075**

**Date: 09<sup>th</sup> December, 2022**

**Place: Gurugram**



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**NOTES:**

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business as set out in the Notice is enclosed herewith.
2. **A MEMBER, ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HERSELF/HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A FORM OF PROXY IS ENCLOSED AND, IF INTENDED TO BE USED, SHOULD BE RETURNED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED, NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SAME PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
3. Members/Proxies should bring the attendance slips duly filled in and signed for attending the Meeting as attached with this Notice.
4. The Documents referred herein and in Explanatory Statement along with Register of Directors and Key Managerial Personnel and their shareholding and Register of Contract & Arrangement in which directors are interested and all other documents as referred in the Notice are available for inspection by the Members at Registered Office of the Company on all working days during the business hours between 10:00 A.M. to 04:00 P.M. upto the date of Annual General Meeting and will also be available for inspection at the meeting.
5. Body Corporate Member intending to send its authorized representative(s) to attend the Meeting is requested to send duly certified copies of the Board Resolutions authorizing its representative(s) to attend and vote at the Annual General Meeting on their behalf.
6. The Company has received consent letters from all the members for convening the 31<sup>st</sup> Annual General Meeting at Shorter Notice and at the Corporate office of the Company at Vatika Professional Point, 3rd Floor, Golf Course Extension Road, Sector 66, Gurugram, Haryana, 122018 i.e. a place other than Registered Office of the Company instead of Registered office situated at Plot No. G 75 TO G 86 MIDC, Latur Maharashtra- 413531.
7. Route map and prominent landmark for easy location of the venue of the Meeting is attached with this Notice.



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## **EXPLANATORY STATEMENT**

(Pursuant to section 102(1) of the Companies Act, 2013)

### **ITEM NO. 3**

It is informed to the members of the Company that pursuant to the provisions of Section 148 (3) of the Companies Act, 2013 and Rules made thereunder (including any amendment therein or re-enactment thereof), the Board of Directors of the Company in their meeting held on 30<sup>th</sup> June, 2022 has appointed, M/s. K. G. Goyal & Associates, Cost Accountants as Cost Auditor of the Company for carrying out the audit of cost records of the Company for the Financial Year 2022-23 at following remuneration payable as fixed mutually between Company and Cost Auditor as mentioned below:

- For conducting cost audit and report thereon - Rs 1,00,000/- plus
- GST as applicable plus
- Out of pocket expenses, if any.

It also informed that pursuant to Rule 14 (2) of Companies (Audit & Auditors) Rule, 2014, remuneration payable to the cost auditor or auditors appointed by the Board require to be mandatorily ratified by the shareholders of the Company, accordingly members of the Company requested to do so by passing of ordinary resolution.

The Board has thus recommended Ordinary Resolution listed in Item No. 3 for your consideration and approval.

*None of the Directors, Key Managerial Personnel (KMP) or relatives of Directors or KMP are interested in the above said resolution.*

**By order of the Board of Directors  
For ADM Agro Industries Latur & Vizag Private Limited**

Sd-

**KSHIRODH AGGARWAL**

**Director**

**DIN:07290927**

**Address: A101, IDC Appartment,  
Sector-11, Plot 8C, Dwarka Delhi  
India 110075**

**Date: 09<sup>th</sup> December, 2022**

**Place: Gurugram**



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**ADM AGRO INDUSTRIES LATUR & VIZAG PRIVATE LIMITED**  
**Regd. Office:** Plot No. G 75 TO G 86 MIDC, Latur Latur Latur MH 413531 IN

**ATTENDANCE SLIP**

**Thirty First (31<sup>st</sup>) Annual General Meeting**

<b>Folio No.:</b>	<b>DP ID No.:</b>
<b>Number of Shares held:</b> _____ Equity Shares	<b>Client ID No.:</b>

I, \_\_\_\_\_ certify that I am authorized representative of \_\_\_\_\_, Member of the Company.

I hereby record my presence at the Thirty First (31<sup>st</sup>) Annual General Meeting of the Company, to be held on Monday, 12<sup>th</sup> Day of December at 01:45 PM (IST) at Corporate Office of the Company situated at Vatika Professional Point, 3<sup>rd</sup> Floor, Golf Course Extension Road, Sector 66, Gurugram, Haryana, 122018.

Member's name in BLOCK Letters

**Signature of Member**  
Date:



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**Form No. MGT-11**

**Proxy form**

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

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**Name of the Company:** ADM Agro Industries Latur & Vizag Private Limited

**Registered office:** Plot No. G 75 TO G 86, MIDC, Latur, Maharashtra, India, 413531

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	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty First (31<sup>st</sup>) Annual General Meeting of the Company, to be held on Monday, 12th Day of December at 01:45 PM (IST) at Corporate Office of the Company situated at Vatika Professional Point, 3rd Floor, Golf Course Extension Road, Sector 66, Gurugram, Haryana, 122018 and at any adjournment thereof in respect of such resolutions as are indicated below:



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RESOLUTION NO.	DESCRIPTION
<b>Ordinary Resolution</b>	
1.	TO RECEIVE, CONSIDER, AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY AS AT MARCH 31, 2022 AND THE REPORTS OF DIRECTORS AND AUDITORS THEREON ( <b>Ordinary Business</b> )
2.	TO APPOINT M/S HARIBHATKI & CO. LLP, AS STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE FOR A PERIOD OF FIVE YEARS FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE 36 <sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY AND TO FIX THEIR REMUNERATION ( <b>Ordinary Business</b> )
3	TO RATIFY THE REMUNERATION OF M/S K. G. GOYAL & ASSOCIATES, COST AUDITORS FOR THE FINANCIAL YEAR 2022-23 ( <b>Special Business</b> )



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## ROUTE MAP OF THE VENUE

