

## AVEER FOODS LIMITED

### NOTICE

NOTICE is hereby given that First Annual General Meeting of the Shareholders of Aveer Foods Limited will be held on Friday, 31<sup>st</sup> July, 2020 at the Registered Office of the Company at Plot 55/A / 5 6, Hadapsar Industrial Estate, Near Tata Honeywell, Pune- 411013 at 11:30 A.M to transact the following business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the period ended 31<sup>st</sup> March, 2020 together with the Report of the Board of Directors attached thereto and the Auditor's Report thereon.
2. To consider and if thought fit, to pass with or without modification, the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. Anand Rajkumar Chordia (DIN: 00062569) Director who retires by rotation and being eligible offers himself for re-appointment be and is hereby re-appointed as the Director of the Company liable to retire by rotation”.

3. To consider and if thought fit, to pass with or without modification, the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of Board of Directors, Bharat H Shah and Associates, Chartered Accountants having Membership No. -110878 and FRN 122100W, who was appointed by the Board of Directors in its meeting held on 8<sup>th</sup> May, 2019 as the First Auditors of the Company, be and is hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of 6<sup>th</sup> Annual General Meeting of the Company to be held in the year 2025 on such remuneration as shall be determined and fixed by the Board of Directors of the Company in consultation with the Auditors of the Company”.

By Order of the Board of Directors  
For Aveer Foods Limited



*Rajkumar Chordia*

Rajkumar Chordia  
Chairman  
(DIN: 00058185)

Date: 27<sup>th</sup> June, 2020  
Place: Pune

REGD OFFICE: PLOT 55/A/5 6, HADAPSAR INDUSTRIAL ESTATE, NEAR TATA HONEYWELL  
PUNE - 411013

CIN: U15549PN2019PLC183457

Email id: [cfp.bapu@gmail.com](mailto:cfp.bapu@gmail.com) Tel: 020-26872095

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, on a poll, to vote instead of himself and the proxy need not be a member of the Company. The proxy form duly completed and signed should reach the Company's registered office not less than 48 hours before the commencement of the meeting. The proxy form for the AGM is enclosed herewith.
2. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not 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 a proxy for any other person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. A Corporate Member intending to send its authorized representatives to attend the meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the meeting.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting ending with the conclusion of the Meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered office of the Company on all working days of the Company between 11:00 a.m and 1:00 p.m up to the date of General Meeting and at the venue of the Meeting for the duration of the Meeting.
5. Members holding shares are requested to kindly notify the Company of any change in their addresses/ email address so as to enable the Company to address future communication to their correct addresses.
6. A route map to the venue of Annual General Meeting is given at the end of notice.

**AVEER FOODS LIMITED**  
**[CIN: U15549PN2019PLC183457]**

Registered Office: Plot No. 55/ A/ 5 6, Hadapsar Industrial Estate, near Tata Honeywell, Pune- 411013.  
 Phone: 9822476716 Email Id.: cfp. bapu@ gmail.com,

**Form 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]**

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: -----or failing him

(2) Name: -----

Address:-----

E-mail Id:-----or failing him;

(3) Name: -----

Address:-----

Email id: -----

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the First Annual General Meeting of the Company to be held on Friday 31<sup>st</sup> July, 2020 at 11:30 A. M at Plot No. 55/ A/ 5 6, Hadapsar Industrial Estate, near Tata Honeywell, Pune- 411013 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Voting	
		For	Against
1.	<b>Ordinary Business</b> To receive consider and adopt the Audited Financial Statements of the Company for the period ended 31 <sup>st</sup> March,2020.		
2	To appoint Mr. Anand Chordia (DIN:00062569) as the Director of the Company who is liable to retire by rotation.		
3	To appoint Bharat H Shah & Associates Chartered Accountants as a Statutory Auditor of the Company till the conclusion of 6 <sup>th</sup> Annual General meeting to be held in the year 2025.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2020

Signature of the Shareholder -----

-----  
 Signature of first Proxy Holder    Signature of Second Proxy Holder    Signature of Third Proxy Holder

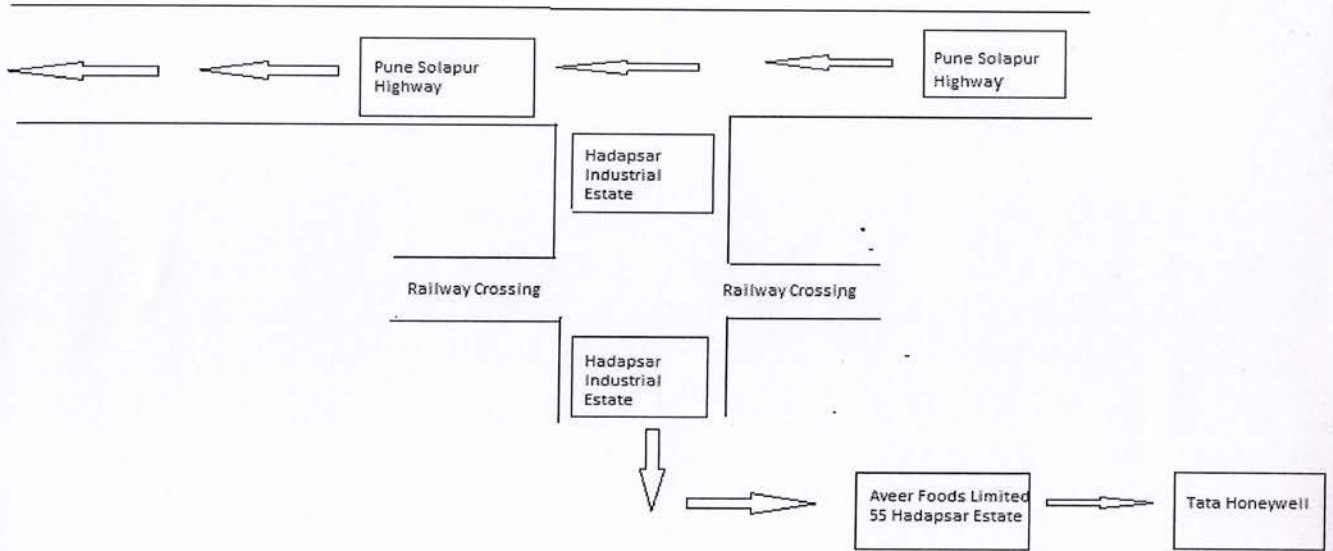
**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

## ROUTE MAP

to the venue at Annual General Meeting of

AVEER FOODS LIMITED

to be held on Friday, 31<sup>st</sup> July, 2020



## **AVEER FOODS LIMITED**

### **DIRECTOR'S REPORT**

To,  
The Members,  
**Aveer Foods Limited**

Your Directors are pleased to present the 1<sup>st</sup> Annual Report and the Company's audited financial statement for the financial period ended March 31<sup>st</sup>, 2020.

#### **1. REVIEW OF BUSINESS OPERATIONS AND FINANCIAL RESULTS:**

The Company was incorporated as a Public Limited Company on 11<sup>th</sup> April, 2019, under CIN U15549PN2019PLC183457 with the Registrar of Companies, Pune. The main objects of the Company to be pursued by the Company on its incorporation are manufacturing and processing of Agriculture, Horticulture, Food products, Farm Produce, Ready to eat Food Products, Juices, Pulps, Ketchups, Pickles, Spices etc.

During the year under report the entire capital of the Company was acquired by Chordia Food Products Limited, consequent to which this has become 100% subsidiary of Chordia Food Products Limited.

During the period under review, the Company has set up its Manufacturing unit at Bellur Industrial Area, Dharwad Karnataka State. The Commercial production at the said factory was not commenced during the period under report and thus has incurred the pre operational expenses which are debited to Profit & Loss Account resulting in to the loss of Rs. 12,84, 906/-

#### **2. DIVIDEND:**

As the Company has not commenced any Commercial Activities, the Board of Directors does not recommend any dividend for the financial period under review.

#### **3. TRANSFER TO GENERAL RESERVES:**

The Company has not transferred any amount to General Reserve during the financial period of the Company.

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## **AVEER FOODS LIMITED**

### **4. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

This being the first year of the Company, hence the provisions of Section 125 of the Companies Act, 2013 do not apply to the Company

### **5. SCHEME OF ARRANGEMENT OF DEMERGER**

- a) During the current financial period 2019-2020, 100% stake of the Company was acquired by Chordia Food Products Limited (CFPL), consequent to this Chordia Food Products Limited has become 100% Holding Company.
- b) The Board of Directors of Chordia Food Products Limited (Holding Company) and your Company in its meeting held on 5<sup>th</sup> February, 2020 approved the draft of "Scheme of Arrangement" for Demerger of the 'Food Division' of Chordia Food Products Limited into our Company on a going concern basis; and continuation of the Food Infra Division in Chordia Food Products Limited.

Accordingly, Chordia Food Products Limited has approached BSE Limited (Bombay Stock Exchange) by submitting the draft Scheme of Arrangement to effect Demerger. The application submitted to BSE Limited is under its consideration.

Once it is approved by BSE Limited and SEBI it is subject to the approval of the shareholders and creditors of both the concerned companies and is further subject to approval of Hon'ble National Company Law Tribunal (NCLT).

There have been no other material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of this report

### **6. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

#### **a) Conservation of Energy and Technology Absorption**

- i. The steps taken or impact on conservation of energy
- ii. The Steps taken by the Company for utilizing alternate sources of energy
- iii. The capital investment on energy conservation equipment

The Company's operations do not require any major Energy consumption. The information to be disclosed is Nil.

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### **b) Technology Absorption**

Since the Company has not obtained any technology, the absorption of the same does not apply. The information to be disclosed is Nil.

### **c) Foreign Exchange earnings and Outgo:**

Foreign Exchange Earnings and outgo during the year was Rs. Nil.

## **7. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

At present the Company has not formulated any Policy for Risk Management, however during the course of business the Management looks after and study the Business Risks involved.

## **8. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

## **9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013.**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the period under review and hence the said provisions are not applicable.

## **10. EXTRACT OF ANNUAL RETURN:**

The extracts of Annual Return in Form MGT-9 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished in **Annexure I** and is attached to this Report.

## **11. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS:**

There were no qualifications, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report and Cost Audit Report are not applicable to the Company.

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## **AVEER FOODS LIMITED**

### **12. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

### **13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:**

As the Company has not entered into any transactions with related Parties as prescribed under the provisions of Section 188 of the Companies Act, 2013, the compliance thereunder is not applicable

The Particulars of the transactions entered in to with Related Parties as regards availing of Loans have been provided in Form No. AOC -2 attached herewith as **Annexure II**.

### **14. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:**

During the Financial year 2019-2020, 9 (Nine) Board Meetings were convened and held on 3<sup>rd</sup> May, 2019, 8<sup>th</sup> May, 2019, 29<sup>th</sup> May, 2019, 30<sup>th</sup> August, 2019, 12<sup>th</sup> November, 2019, 20<sup>th</sup> January, 2020, 5<sup>th</sup> February, 2020, 20<sup>th</sup> February, 2020 and 27<sup>th</sup> February, 2020. Proper notices were given and proceedings were properly recorded and signed in the Minutes Book as required by the Articles of Association of the Company and the Act.

### **15. EVALUATION OF PERFORMANCE OF BOARD OF DIRECTORS, COMMITTEE OF DIRECTORS AND INDEPENDENT DIRECTORS:**

The provisions of evaluation of performance of Board of Directors by the committees & independent directors are not applicable to the company during the financial year under review.

### **16. DIRECTORS RESPONSIBILITY STATEMENT:**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement: —

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

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## **AVEER FOODS LIMITED**

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the loss of the Company for that period;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis; and

(e) The Clause relating to Nomination & Remuneration Committee is not applicable to the Company.

(f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **17. DETAILS OF FRAUD AS REPORTED BY THE AUDITORS OF THE COMPANY**

There are no frauds as reported by the Statutory Auditors of the Company during the financial period under review.

### **18. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

The Company does not have any Subsidiary, Joint venture or Associate Company. The Company is a 100% Subsidiary Company of Chordia Food Products Limited a Listed Public Limited company.

### **19. DEPOSITS:**

The Company has neither accepted nor renewed any Deposits during the period under review.

### **20. DIRECTORS & KEY MANAGERIAL PERSONNEL:**

During the year under review, Mr. Rajkumar Chordia, Mr. Vishal Chordia and Mr. Anand Chordia were appointed as First Directors of the Company.

Other than the above there was no Director who got appointed/reappointed during the year.

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## **AVEER FOODS LIMITED**

### **21. RESIGNATION OF DIRECTOR:**

No Director resigned during the year under review.

### **22. PAYMENT OF COMMISSION TO DIRECTORS:**

The Directors of the Company have not received any commission from the Company or subsidiary company or holding company.

### **23. DECLARATION OF INDEPENDENT DIRECTORS:**

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

### **24. AUDITORS:**

#### **a) Statutory Auditors:**

Pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 Mr. Bharat H Shah Chartered Accountants (M. No.110878) having FRN 122100W were appointed as the 1<sup>st</sup> Auditors of the Company to hold the office till the conclusion of the ensuing Annual General Meeting. The Board now proposes the appointment of M/s. Bharat H Shah, Chartered Accountants (M. No. 110878) as the Statutory Auditors for a period of 5 years to hold office from the conclusion of this Annual General Meeting of the Company till the Conclusion of the 6<sup>th</sup> Annual General Meeting of the Company i.e. for the financial year from 2020-21 to 2024-25. The Board recommends the approval of the said resolution.

#### **b) Secretarial Auditor:**

Appointment of Secretarial Auditor and obtaining Secretarial Audit Report pursuant to the provisions of Section 204 and Rule 9 of Companies (Appointment & Remuneration of Managerial Personnel Rules) 2014 for the period under report, were not applicable to the Company.

#### **c) Cost Auditor:**

The provisions of Section 148 of the Companies Act, 2013 & the Rules made thereunder were not applicable to the Company during the financial period under review.

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**d) Internal Auditor:**

The provisions of Section 138 of the Companies Act, 2013 & the Rules made thereunder were not applicable to the Company during the financial period under review.

**25. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM AND OTHER APPLICABLE COMMITTEES:**

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 were not applicable to the Company, during the financial period under review.

**26. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 :**

This being the first year of the Company, and the Company is in process of setting up its Business and engaging the employees and establishing work related policies.

Hence the Anti- Sexual Harassment Policy is yet to be prepared by the Company.

**27. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS & COMPANY'S OPERATIONS IN FUTURE:**

There are no significant & material orders passed by the regulators or courts or tribunals impacting the going concern status & company's operations in future during the year under review.

**28. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:**

The company has the well-established systems in place for adequacy of internal financial controls with reference to the financial statements during the year under review.

**29. PARTICULARS OF EMPLOYEES:**

- There were no employees who were employed throughout the year & drawing the remuneration of not more than one crore & two lakh rupees for the year 2019-20 in the aggregate.
- There were no employees who were employed for the part of the year & drawing remuneration for not more than Eight Lakh and Fifty Thousand rupees per month.

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## AVEER FOODS LIMITED

- There were no employees who were employed throughout the year & drawing remuneration in that year, in aggregate, in excess of that remuneration as drawn by the Managing Director or Whole Time Director or Manager and holds by himself or along with his spouse & dependent children, not less than two percent of the equity shares of the Company.

### 30. ACKNOWLEDGEMENTS:

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Company's activities during the period under review. Your Directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

For and on behalf of Board of Directors  
of Ameer Foods Limited



Rajkumar Chordia  
Chairman  
(DIN:00058185)



Date: 27<sup>th</sup> June, 2020.  
Place: Pune

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ANNEXURE- I

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on Financial Year ended on 31<sup>st</sup>March, 2020

[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management & Administration) Rules, 2014]

I. Registration & Other Details:

1.	CIN	U15549PN2019PLC183457
2.	Registration Date	11/04/2019
3.	Name of the Company	AVEER FOODS LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares /Indian Non-Government Company
5.	Address of the Registered office & contact details	Plot No. 55/A/5 6 Hadapsar Industrial Estate, Near Tata Honeywell, Pune- 411013. Phone: 9822476716 E-mail Id.cfp.bapu@gmail.com
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Satellite Corporate Services Pvt. Ltd Add: Unit No. 49, Bldg No.13-A-B, 2nd Floor, Samhita Commercial Co-Op. Soc. Ltd. Off Andheri Kurla Road, MTNL Lane, Sakinaka, Mumbai - 400 072 Phone:022 28520461 /462 Email Id:- <a href="mailto:service@satellitecorporate.com">service@satellitecorporate.com</a>

II. Principal Business Activities of the Company (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Processed Food Products	10799	100%

III. Particulars of Holding, Subsidiary and Associate Companies -

Sr. No.	Name & Address of the Company	CIN	Holding/ Subsidiary/ Associate	% Shares held
1	Chordia Food Products Limited	L15995PN1982PLC026173	Holding	100%



**IV. Share Holding Pattern (Equity Share Capital Breakup as Percentage of Total Equity)**

**A) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year[*As on 11 <sup>th</sup> April-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) <b>Indian</b>									
a) Individual/HUF	-	10,000	10,000	100	(**)70	-	(**) 70	0.7	(99.3)
b) Central Govt	-	-	-	-					
c) State Govt(s)	-	-	-	-					
d) Bodies Corp.	-	-	-	-	9,930	-	9,930	99.3	(0.7)
e) Banks / FI	-	-	-	-					
f) Any other	-	-	-	-					
<b>Total shareholding of Promoter (A)</b>	-	10,000	10,000	100	10,000	-	10,000	100	
<b>B. Public Shareholding</b>									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-



b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	-	-	-	-	-	-	-	-	-
c) Others (HUFs)	-	-	-	-	-	-	-	-	-
Directors & their Relatives	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	-	-	-	-	-	-	-	-	-
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	10,000	10,000	100	<b>10,000</b>	-	<b>10,000</b>	<b>100</b>	-

Note: (\*) Date of Incorporation of the Company

(\*\*) for Beneficial interest of Chordia Food Products Limited.



**B) Shareholding of Promoter-**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year i.e as on 11 <sup>th</sup> April, 2019 (*)			Shareholding at the end of the year i.e as on 31 <sup>st</sup> March, 2020			% change in shareholding during the year
		No. of Shares	% of total Shares of the company as on 11 <sup>th</sup> April, 2019	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company as on 31 <sup>st</sup> March, 2020	% of Shares Pledged / encumbered to total shares	
1.	Mr. Hukmichand SukhlalChordia	500	5	-	(**) 10	0.1	-	(4.9)
2.	Mr.Rajkumar Hukmichand Chordia	2,500	25	-	(**) 10	0.1	-	(24.9)
3.	Mrs. MadhubalaRajkumar Chordia	1,000	10	-	(**) 10	0.1	-	(9.9)
4.	Mr. Vishal Rajkumar Chordia	2,500	25	-	(**) 10	0.1	-	(24.9)
5.	Mr. Anand Rajkumar Chordia	2,500	25	-	(**) 10	0.1	-	(24.9)
6.	Mrs. Shweta Vishal Chordia	500	5	-	(**) 10	0.1	-	(4.9)
7.	Mr. RikhabDagdulalLunawat	500	5	-	(**) 10	0.1	-	(4.9)
8.	Chordia Food Products Limited	-	-	-	9,930	99.3	-	99.3
	<b>TOTAL</b>	<b>10,000</b>	<b>100</b>	<b>-</b>	<b>10,000</b>	<b>100</b>	<b>-</b>	<b>-</b>

Note: (\*) Date of Incorporation of the Company

(\*\*) for Beneficial interest of Chordia Food Products Limited.



**C)Change in Promoters' Shareholding (please specify if there is no change)**

Sr. No.	Name of Shareholder	Shareholding at the beginning of the year i. as on 11 <sup>th</sup> April, 2019	Date of Change of Shareholding	Increase/ Decrease (i.e. Allotment/ Transfer)	Change in Shareholding	Shareholding at the end of the year
1	Mr. Hukmichand Sukhlal Chordia	500	25/07/2019	(Decrease)	(500)	10
			09/08/2019	Increase	10	
2	Mr. Rajkumar Hukmichand Chordia	2500	30/07/2019	(Decrease)	(2500)	10
			09/08/2019	Increase	10	
3	Mrs. Madhubala Rajkumar Chordia	1000	29/07/2019	(Decrease)	(1000)	10
			09/08/2019	Increase	10	
4	Mr. Anand Rajkumar Chordia	2500	01/08/2019	(Decrease)	(2500)	10
			09/08/2019	Increase	10	
5	Mr. Vishal Rajkumar Chordia	2500	09/08/2019	Increase	10	10
			14/08/2019	(Decrease)	(2500)	
6	Mrs. Shweta Vishal Chordia	500	09/08/2019	Increase	10	10
			14/08/2019	(Decrease)	(500)	
7	Mr. RikhabDagduLunawat	500	29/07/2019	(Decrease)	(500)	10
			09/08/2019	Increase	10	
8	Chordia Food Products Limited	-	25/07/2019	Increase	500	9930
			29/07/2019		1500	
			30/07/2019		2500	
			01/08/2019		2500	
			09/08/2019	(Decrease)	(70)	
			14/08/2019	Increase	3000	

The Company was incorporated on 11<sup>th</sup> April, 2019 and the Shareholders from Sr. No. 1 to 7 were the Subscribers to the Memorandum of Association of the Company. During the period under Report, Chordia Food Products Limited [CFPL] acquired the entire shareholding of the Company and thereafter, transferred 10 Equity Shares of Rs. 10/- each to the aforementioned individual Shareholders in order to comply with the statutory requirements of minimum number of members of a Public Limited Company. The said shares held by each individual shareholder are for the beneficial interest of CFPL. Thus, CFPL is a 100% Holding Company of your Company.



**D) Shareholding Pattern of top Ten Shareholders: Not Applicable**

There are no shareholders other than the Directors, Promoters mentioned in point no. B.

**E) Shareholding of Directors and Key Managerial Personnel:**

Sr. No	Name of Director and Key Managerial Personnel	Shareholding as at the beginning of the year i.e as on 11 <sup>th</sup> April, 2019 (*)		Shareholding as at the End of the year i.e. as on 31 <sup>st</sup> March, 2020	
		No. of shares	% of total shares of the company	No. of shares (**)	% of total shares of the company
1	Mr. Rajkumar Hukmichand Chordia	2,500	25	10	0.1
2	Mr. Vishal Rajkumar Chordia	2,500	25	10	0.1
3	Mr. Anand Rajkumar Chordia	2,500	25	10	0.1

Note: (\*) Date of Incorporation of the Company

(\*\*) for Beneficial interest of Chordia Food Products Limited.

**V) Indebtedness -Indebtedness of the Company including interest outstanding/accrued but not due for payment.**

Particulars	Secured Loans excluding deposits	Unsecured Loans (*)	Deposits	Total Indebtedness
	(Rs.)	(Rs.)	(Rs.)	(Rs.)
<b>Indebtedness at the beginning of the Financial Year 11<sup>th</sup> April, 2019</b>				
i) Principal Amount				
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-
<b>Change in Indebtedness during the Financial Year</b>				
* Addition	-	41,14,298	-	41,14,298
* Reduction	-	-	-	-
<b>Net Change</b>	-	41,14,298	-	41,14,298
<b>Indebtedness at the end of the Financial Year i.e. 31<sup>st</sup> March, 2020</b>				
i) Principal Amount	-	41,14,298	-	41,14,298
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	41,14,298	-	41,14,298



(\* ) From holding Company i.e Chordia Food Products Limited and From Director.

**VI. Remuneration of Directors and Key Managerial Personnel-**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

During the Year under Report the Company has not paid any remuneration to its Directors.

**B. Remuneration to other Directors: Not Applicable**

**VII. Penalties / Punishment/ Compounding of Offences:**

During the Financial year, there is no incidence of any Penalty/ Punishment / Compounding under Companies Act. 2013 against any Director, Key Managerial Personnel and other Officer in Default.



**ANNEXURE II**

**FORM NO. AOC -2**

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Sub Section (1) of Section 188 of the Companies Act, 2013 including certain Arm's length transactions under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at Arm's length basis.**

There were no transactions during the year which were not at Arm's length basis.

**2. Details of contracts or arrangements or transactions at Arm's length basis (\*)**

Sr. No.	Name (s) of the related party & nature of relationship	Relationship	Nature of contracts/arrangements/transaction	Salient terms of the contracts or arrangements or transaction including the value, if any [Rs.]
1	Chordia Food Products Limited	Holding Company	Unsecured Loan Taken	35,06,767/-
2	Mr. Anand Rajkumar Chordia	Director of the Company	Unsecured Loan Taken	6,07,531/-

**Notes:**

- 1) (\*) All the transactions are on the Arm's Length basis during the normal course of business.
- 2) All the Above transactions have been approved by the Board of Directors.

