



## AURANGABAD DISTILLERY LIMITED

Date: 27<sup>th</sup> November 2023

To,  
The Manager,  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, BKC,  
Bandra—Kurla Complex,  
Bandra (East), Mumbai-400 051.

**Symbol:** AURDIS

**Subject:** Notice of Postal Ballot under Section 110 of the Companies Act, 2013.

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of Notice of Postal Ballot dated 25<sup>th</sup> November 2023 along with Explanatory Statement.

You are requested to take the same on your record.

The Notice of postal ballot along with explanatory statement also available on the website of the Company viz. <https://aurangabaddistillery.com/>.

Kindly take the same on your record.

Thanking you,

Yours Faithfully

**For Aurangabad Distillery Limited**

**Komal Shendge**  
**Company Secretary**



## **AURANGABAD DISTILLERY LIMITED**

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### **POSTAL BALLOT NOTICE**

Dear Members,

Notice is hereby given to the Member of Aurangabad Distillery Limited ("The Company") pursuant to the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("CA 2013") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and applicable Regulations under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, 22/2020 dated 15<sup>th</sup> June 2020, 33/2020 dated 28<sup>th</sup> September 2020, 39/2020 dated 31<sup>st</sup> December 2020, 10/2021 dated 23<sup>rd</sup> June 2021, 20/2021 dated 8<sup>th</sup> December 2021, 3/2022 dated 5<sup>th</sup> May 2022, 11/2022 dated 28<sup>th</sup> December 2022 and 09/2023 dated 25<sup>th</sup> September 2023 issued by the Ministry of Corporate Affairs (including any statutory modifications, amendments or re-enactments thereto) and other applicable laws and regulations including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, that the consent of the members ("Members") of the Company is sought for the resolutions appended herein below which are proposed to be passed through postal ballot by way of remote electronic voting ("e-voting" or "remote e-voting") ("Notice").

The proposed resolutions along with the Explanatory Statement to the Notice pursuant to Section 102 and other applicable provisions of the Companies Act 2013, if any, setting out the Explanatory Statement and the reasons thereof, is also annexed hereto for your consideration.

In Compliance with the aforesaid MCA Circulars, the Notice is being sent to the members in electronic mode to those shareholders whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the notes to this notice to receive this Postal Ballot Notice. Members are requested to follow the procedure as stated in the notes to this Notice and instructions for casting of votes by remote e-voting and communicate their assent or dissent through the remote e-voting facility only.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with applicable Rules framed under Companies Act, 2013, the Company is pleased to provide remote e-voting facility to all its Members, to enable them to cast their votes electronically. The Company has engaged the services of Bigshare Services Private Limited for the purpose of providing e-voting facility to enable the Members to cast their votes electronically. The e-voting facility is available from Friday, 1<sup>st</sup> December 2023 [9.00 A.M. (IST) onwards] till Saturday, 30<sup>th</sup> December 2023 [upto 5.00 P.M. (IST)]. For this purpose, please read the instructions for remote e-voting carefully, as mentioned in the Notes. Assent or dissent of the Members on the resolutions mentioned in the Notice would only be taken through the remote e-voting system.

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**Registered Office Address:** A/P. Walchandnagar, Tal. Indapur, Dist. Pune, Maharashtra - 413114

**CIN:** L55000PN2000PLC177314 | **Email ID:** csaurangabaddistillery@gmail.com | **Website:** www.aurangabaddistillery.com

**Telephone No:** +91-02118-252507



## AURANGABAD DISTILLERY LIMITED

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The Company has appointed Prajot Tungare & Associates, Practicing Company Secretary, Pune to act as a Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer shall submit his final report and other papers within the prescribed time to Chairman & Whole Time Director or Company Secretary of the Company after completion of scrutiny of the e-voting, and the results of the Postal Ballot shall be declared within statutory timelines. The result of the Postal Ballot along with the Scrutinizers' Report will be placed on the Company's website i.e. <https://aurangabaddistillery.com/> and shall be communicated to the National Stock Exchange of India Limited on which the shares of the Company are listed.

You are requested to peruse the proposed resolutions along with the explanatory statement and thereafter record your assent or dissent by means of remote e-voting facility, as provided by the Company.

### **RESOLUTION 1:**

To consider and approve revision in remuneration of Mr. Amardeepsingh Triloksingh Sethi, (DIN: 00097644) Chairman & Whole Time Director of the Company.

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

**"RESOLVED THAT** pursuant to provisions of Section 197 & Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014, other applicable provisions, if any, of the Act, and pursuant to recommendation of Nomination and Remuneration Committee and approval of Board of Directors, the consent of the members of the Company be and is hereby accorded to approve remuneration of Mr. Amardeepsingh Triloksingh Sethi, Chairman & Whole Time Director of the Company w.e.f. 1<sup>st</sup> January 2024 for their remaining term i.e. upto 12<sup>th</sup> June 2026 as detailed below:

Basic Salary: Rs. 5,00,000/- (Rupees Five Lakh only) per month &

Commission: Commission upto 4 % on net profit of the Company as computed under the provisions of Section 197 and 198 of the Companies Act, 2013 or any amendment to the Act, as may be affected from time to time."

**"RESOLVED FURTHER THAT** the Board of Directors are at full liberty in its description to fix, vary, alter the emoluments, allowances and or perquisites etc. within the above mentioned limits."

**"RESOLVED FURTHER THAT** any one director of the Company be and is hereby authorised to issue certified true copy of the said resolution to any person or authority as may required and sign and file forms prescribed under the Companies Act, 2013 and the rules made there under in this regard."



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### **RESOLUTION 2:**

To consider and approve revision in remuneration of Mr. Dharampal Kimatram Kalani, (DIN: 00041021) Managing Director of the Company.

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

**"RESOLVED THAT** pursuant to provisions of Section 197 & Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014, other applicable provisions, if any, of the Act, and pursuant to recommendation of Nomination and Remuneration Committee and approval of Board of Directors, the consent of the members of the Company be and is hereby accorded to approve remuneration of Mr. Dharampal Kimatram Kalani, (DIN: 00041021) Managing Director of the Company w.e.f. 1<sup>st</sup> January 2024 for their remaining term i.e. upto 12<sup>th</sup> June 2026 as detailed below:

Basic Salary: Rs. 5,00,000/- (Rupees Five Lakh only) per month &

Commission: Commission upto 4 % on net profit of the Company as computed under the provisions of Section 197 and 198 of the Companies Act, 2013 or any amendment to the Act, as may be affected from time to time."

**"RESOLVED FURTHER THAT** the Board of Directors are at full liberty in its description to fix, vary, alter the emoluments, allowances and or perquisites etc. within the above mentioned limits."

**"RESOLVED FURTHER THAT** any one director of the Company be and is hereby authorised to issue certified true copy of the said resolution to any person or authority as may require and sign and file forms prescribed under the Companies Act, 2013 and the rules made there under in this regard."

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By Order of the Board of Directors  
For Aurangabad Distillery Limited

Sd/-

Amardeepsingh Triloksingh Sethi  
Chairman and Whole-time director  
DIN: 00097644

Date: 25<sup>th</sup> November 2023  
Place: Chatrapati Sambhaji Nagar



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### NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Rules stating material facts and reasons for the proposed resolution is annexed hereto.
2. Pursuant to the "Green Initiative in the Corporate Governance" taken by Ministry of Corporate Affairs, Govt. of India, in 2011, the Postal Ballot Notice is being sent to all the Members/ Beneficiaries, whose names appear in the Register of Members/ Statement of beneficial owners as received from the Depositories i.e. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on the close of business hours on Friday, 24<sup>th</sup> November 2023 i.e. cut-off date. Any person who is not a member as on the said date should treat this Notice for information purposes only.
3. Members who have not registered their email address and in consequence could not receive the Notice may get their email address registered with the RTA (Physical shareholders) / DP (For Electronic Holdings), by following the process as per SEBI guidelines (Circular No - SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655) dated November 03, 2021, by submitting the requisite ISR forms. The forms can be downloaded from the link below:  
  
[https://bigshareonline.com/docs/Form\\_ISR-1\\_request\\_for\\_registering\\_pan\\_kyc\\_details\\_or\\_changes\\_upadation.pdf](https://bigshareonline.com/docs/Form_ISR-1_request_for_registering_pan_kyc_details_or_changes_upadation.pdf)
4. A copy of this Notice is also available on the Company's website at <https://aurangabaddistillery.com/report.php>, website of the Stock Exchanges i.e., National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) respectively.
5. The Scrutinizer will submit the report to the Chairman and Managing Director or Company Secretary of the Company after completion of scrutiny of the Postal Ballot Process.
6. The results of the Postal Ballot will be announced by the Chairman and Managing Director or Company Secretary of the Company on or before Monday, 1<sup>st</sup> January 2024. The results will also be posted on the website of Company at <https://aurangabaddistillery.com/report.php>.
7. The Special Resolutions mentioned above shall be declared as passed if the number of votes cast in its favor are not less than three times the number of votes cast, if any, against the said Resolution and the Ordinary Resolutions shall be declared passed, if the number of votes cast in its favor exceeds the number of votes cast, if any, against the resolution.
8. Instructions for Voting through electronic means:



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- i. The voting period begins on Friday, 1<sup>st</sup> December 2023 [9.00 A.M. (IST) onwards] and ends on Saturday, 30<sup>th</sup> December 2023 [upto 5.00 P.M. (IST)]. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on 24<sup>th</sup> November 2023 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. 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 e-voting 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.

- iii. 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.
1. Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:



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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. <b>BIGSHARE</b>, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</li></ol>

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**Telephone No:** +91-02118-252507





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<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services 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 home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>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.</p>





## AURANGABAD DISTILLERY LIMITED

**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 <b>CDSL</b>	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 022-23058738 and 22-23058542-43.
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID**' (User id description is given below) and '**PASSWORD**' which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

**Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.



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**NOTE:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.  
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

### **Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

### **3. Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".

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**Telephone No:** +91-02118-252507



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**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**'.  
(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

### **Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.

### **Investor Mapping:**

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".  
**Note:** The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

### **Investor vote File Upload:**

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

### **Helpdesk for queries regarding e-voting:**



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Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.

### EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

#### For Item 1:

At the 21<sup>st</sup> Annual General Meeting of members held on 30<sup>th</sup> September 2021, the members have approved re-appointment of Mr. Amardeepsingh Triloksingh Sethi (DIN: 00097644) as a Whole-Time Director of the Company for the Company for the period of 5 (five) years commencing from 13<sup>th</sup> June 2021 to 12<sup>th</sup> June 2026 and also approved the remuneration payable to Mr. Amardeepsingh Triloksingh Sethi, chairman and whole time director of the Company. Now, pursuant to recommendation of Nomination and Remuneration Committee and Board Resolution dated 25<sup>th</sup> November 2023, it is proposed to increase remuneration payable to Mr. Amardeepsingh Triloksingh Sethi, chairman and whole time director for his remaining term as detailed below:

Basic Salary: Rs. 5,00,000/- (Rupees Five Lakh only) per month &

Commission: Commission upto 4 % on net profit of the Company as computed under the provisions of Section 197 and 198 of the Companies Act, 2013 or any amendment to the Act, as may be affected from time to time.

As per provisions of section 196, 197 and 198 of the Companies Act, 2013, it is necessary to obtain approval of members by passing requisite resolution and hence the Board of Directors have put up the resolution for approval of members as Special Resolution.

Broad Particulars of the terms of remuneration payable to Mr. Amardeepsingh Triloksingh Sethi (DIN: 00097644) are as under:

(a) Salary;

Basic Salary: Rs. 5,00,000/- per month;

**Registered Office Address:** A/P. Walchandnagar, Tal. Indapur, Dist. Pune, Maharashtra - 413114

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### **(b) Reimbursement of Expenses:**

The Whole Time Director Shall be reimbursed at actuals for all the expenses incurred by him for travelling, boarding and lodging including for his spouse and attendant(s) during business trips conducted on behalf of the company. This reimbursement of expenses will not be included in the calculation of the remuneration to the Whole Time Director.

### **(c) Commission on Profits:**

The Whole-Time Director may be paid during a financial year Commission on profits for that year at a rate upto 4% of Net Profit of the Company which is included in the calculation of the aggregate remuneration payable to the Whole-Time Director.

Mr. Amardeepsingh Triloksingh Sethi (DIN: 00097644), Chairman & Whole-Time Director holds 9,72,000 Equity Shares of the face value of rupees 10/- each in the company, which amount to 11.85 % of the total number of equity shares of the Company.

Mr. Amardeepsingh Triloksingh Sethi (DIN: 00097644), Chairman & Whole-Time Director has been associated with the company for the last 7 years and has contributed a great value in the growth and success of the company with his rich expertise in the industry where the company operates. It would be in the interest of the company to continue to avail of his considerable expertise and to reappoint him as the Whole-Time Director.

Save and except Mr. Amardeepsingh Triloksingh Sethi (DIN: 00097644), Chairman & Whole Time Director and Mrs. Jagjeet Kaur Sethi, Director of the company and their relatives to the extent of their shareholding interest, if any, in the company, none of other Directors, Key Managerial Personnel of the company and their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

The Board recommends the Special Resolution set out at Item No. 1 for the approval of Members.

### **For Item 2:**

At the 21<sup>st</sup> Annual General Meeting of members held on 30<sup>th</sup> September 2021, the members have approved re-appointment of Mr. Dharampal Kimatram Kalani (DIN: 00041021) as a Managing Director of the Company for the Company for the period of 5 (five) years commencing from 13<sup>th</sup> June 2021 to 12<sup>th</sup> June 2026 and also approved the remuneration payable to Mr. Dharampal Kimatram Kalani, Managing Director of the Company. Now, pursuant to recommendation of Nomination and Remuneration Committee and Board Resolution dated 25<sup>th</sup> November 2023, it is proposed to increase remuneration payable to Mr. Dharampal Kimatram Kalani, Managing Director for his remaining term as detailed below:

Basic Salary: Rs. 5,00,000/- (Rupees Five Lakh only) per month &



## **AURANGABAD DISTILLERY LIMITED**

Commission: Commission upto 4 % on Net profit of the Company as computed under the provisions of Section 197 and 198 of the Companies Act, 2013 or any amendment to the Act, as may be effected from time to time.

As per provisions of section 196, 197 and 198 of the Companies Act, 2013, it is necessary to obtain approval of members by passing requisite resolution and hence the Board of Directors have put up the resolution for approval of members as Special Resolution.

Broad Particulars of the terms of remuneration payable to Mr. Dharampal Kimatram Kalani (DIN: 00041021) are as under:

(a) Salary:

Basic Salary: Rs. 5,00,000/- per month;

(b) Reimbursement of Expenses:

The Managing Director Shall be reimbursed at actuals for all the expenses incurred by him for travelling, boarding and lodging including for his spouse and attendant(s) during business trips conducted on behalf of the company. This reimbursement of expenses will not be included in the calculation of the remuneration to the Whole Time Director.

(c) Commission on Profits:

The Managing Director may be paid during a financial year Commission on profits for that year at a rate upto 4% of Net Profit of the Company which is included in the calculation of the aggregate remuneration payable to the Managing Director.

Mr. Dharampal Kimatram Kalani (DIN: 00041021), Managing Director holds 10,62,000 Equity Shares of the face value of rupees 10/- each in the company, which amount to 12.95 % of the total number of equity shares of the Company.

Mr. Dharampal Kimatram Kalani (DIN: 00041021), Managing Director has been associated with the Company for the last 16 years and has contributed a great value in the growth and success of the company with his rich expertise in the industry where the company operates. It would be in the interest of the company to continue to avail of his considerable expertise and to reappoint him as the Managing Director.

Save and except Mr. Dharampal Kimatram Kalani (DIN: 00041021), Managing Director, Mr. Kanayalal Kalani, Director of the company and their relatives to the extent of their shareholding interest, if any, in the company, none of other Directors, Key Managerial Personnel of the company and their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

The Board recommends the Special Resolution set out at Item No. 2 for the approval of Members.



## AURANGABAD DISTILLERY LIMITED

### **The statement containing additional information as required in Schedule V of Companies Act, 2013:-**

#### **I. GENERAL INFORMATION:**

<b>Nature of industry:</b>	The Company is engaged in the business of manufacturing of Rectified Spirit, Denatured Spirit and Extra Neutral Alcohol.
<b>Date or expected date of commencement of Commercial production:</b>	N.A.
<b>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:</b>	N.A.
<b>Financial performance based on given indicators:</b>	The Company generated revenue of Rs. 122,29,21,260/- during the current year financial year 2022-23 as against revenue of Rs. 102,55,90,985/- generated in the preceding financial year 2021-22. The operations of the Company have resulted into post tax profit of Rs. 16,76,17,008/- against post tax profit of Rs. 8,98,21,728/- in the preceding year.
<b>Foreign investments or collaborations:</b>	N.A.

#### **A. Amardeepsingh Sethi**

a. Background details: Mr. Amardeepsingh Triloksingh Sethi, aged 51 years, holds Diploma in Chemical Engineering. He joined our Company as Additional Director on 25.04.2016 and then redesignated as Chairman Cum Whole Time Director on June 13, 2016. He is promoter of our Company since the company was taken over by present promoter in the year 2005. He has an overall experience of more than 23 years in the business of Distillery operation and had been a key figure in promoting the business of the Company to the current status. His main role in the Company is to strategies new business plans with industry trends and consumer preference in mind. He has also leaded us for all the technical advancements made by our Company in its products and method of manufacturing and also looks after the production and factory related activities.

**Registered Office Address:** A/P. Walchandnagar, Tal. Indapur, Dist. Pune, Maharashtra - 413114

**CIN:** L55000PN2000PLC177314|**Email ID:** csaurangabaddistillery@gmail.com|**Website:** www.aurangabaddistillery.com

**Telephone No:** +91-02118-252507





## **AURANGABAD DISTILLERY LIMITED**

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b. Past remuneration: He has drawn remuneration of Rs. 2,00,000/- per month.

c. Recognition or awards: N.A.

d. Job profile and his suitability: Mr. Amardeepsingh Sethi is the Whole Time Director of the Company and devotes whole attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.

e. Remuneration proposed: The Company proposes to paid remuneration of Rs. 5,00,000/- per month and Commission on profits for that year at a rate upto 4% of Net Profit of the Company.

f. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Not Applicable.

g. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Mr. Amardeepsingh Sethi is a promoter director and holds equity 9,72,000 shares of the Company.

### **B. Dharampal Kalani**

a. Background details: Mr. Dharampal Kalani, aged 46 years, holds Bachelor of Engineering and Master of Business Administration. He has been associated with our company from 2007 and has been re designated as Managing Director on June 13, 2016. He has more than 15 years of experience in handling Distillery Industry. He looks after overall management and operations of the Company. Under his guidance our Company has witnessed continuous growth. He manages the day-to-day affairs of the Company and is responsible for business policies, strategic decisions, business development etc. As a strategic planner with a hands-on approach, he has been instrumental in the growth of the Company to this level. He looks after overall management and operations of the Company. Under his guidance our Company has witnessed continuous growth.

b. Past remuneration: He has drawn remuneration of Rs. 2,00,000/- per month

c. Recognition or awards: Not Applicable

d. Job profile and his suitability: Mr. Dharampal Kalani is the Managing Director of the Company and devotes whole attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.

e. Remuneration proposed: The Company proposes to paid remuneration of Rs. 5,00,000/- per month and Commission on profits for that year at a rate upto 4% of Net



## **AURANGABAD DISTILLERY LIMITED**

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Profit of the Company.

f. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Not Applicable

g. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Mr. Dharampal Kalani is a promoter director and holds 10,62,000 equity shares of the Company.