



AURANGABAD DISTILLERY LIMITED

NOTICE OF 22ND ANNUAL GENERAL MEETING

NOTICE is hereby given that the 22nd Annual General Meeting (the "AGM") of the Members of Aurangabad Distillery Limited will be held on Friday, 30th September, 2022 at 1:00 P.M. at the registered office of the Company at A/P Walchandnagar, Tal. Indapur, Pune - 413114, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on 31st March 2022 together with the Report of Board of Directors and Report of Auditors thereon.
2. To appoint Mr. Amardeepsingh Triloksingh Sethi (DIN:00097644), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Mr. Kanyalal Kimatram Kalani (DIN:00282182), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. HMA & Associates, Chartered Accountants, Pune, as a Statutory Auditors of the Company.

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, if any, of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. HMA & Associates, Chartered Accountants, Pune (Firm Registration No.: 100537W) be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this 22nd AGM for a period of 5 (five) consecutive financial years until the conclusion of the 27th AGM to be held in the financial year 2027-28, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the audit as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS:

5. Ratification of remuneration payable to M/s. Dargad & Associates., Cost Auditors of the Company, for the Financial Year 2022-23.

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules,



AURANGABAD DISTILLERY LIMITED

2014 including any statutory modification(s) or re-enactment thereof, for the time being in force, the members of the Company hereby approves the aggregate remuneration of Rs.50,000/- plus applicable taxes and out of pocket expenses, as recommended by the Audit Committee and approved by the Board of the Company, payable to M/s. Dargad & Associates, Cost Accountants (Firm Registration No. 003482) as appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023, be and is hereby ratified."

For Aurangabad Distillery Limited

Amardeepsingh Sethi
Chairman & Whole time Director
DIN: 00097644

Date: 6th September 2022
Place: Aurangabad



AURANGABAD DISTILLERY LIMITED

NOTES:

1. A Member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and to vote only on a poll instead of himself / herself and such proxy need not be a member of the company. A proxy form in order to be effective shall be deposited at the corporate office of the Company not less than 48 hours before the meeting.
2. Members / Proxies should bring the attendance slip duly filled in for attending the Annual General Meeting. Corporate members are requested to send certified true copy of the board resolution authorizing their representative.
3. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item No. 5 of the Notice, is annexed hereto.
4. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a duly certified copy of their board resolution authorizing their representatives to attend and vote at the Annual General Meeting.
5. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the AGM.
6. Members are requested to bring their personal copy of the Annual Report to the meeting.
7. Queries on financial statements and/or operations of the Company, if any, may please be sent to the Company seven days in advance of the meeting so that the answers may be made available at the AGM.
8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. The Register of Members and Transfer Books of the Company will be closed from 23rd September 2022 to 30th September 2022 both days inclusive.
10. The applicable Statutory Register of the Company under provisions of the Companies Act, 2013, will be available for inspection by the Members at the AGM.
11. Duly completed and signed Ballot Forms shall reach the Scrutinizer before the AGM date. Alternatively, the Ballot form can also be deposited in the box to be made available at the venue during the AGM. The Ballot Forms received after the AGM date shall be strictly treated as if the reply from the Member has not been received.



AURANGABAD DISTILLERY LIMITED

12. The Notice of the AGM along with the Annual Report of Financial Year 2021-22 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with Bigshare Services Private Limited/Depositories.
13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
14. The Board of Directors has appointed Mr. Jayesh Parmar, (Membership No. FCS 11745) Partner of M/s. Prajot Tungare & Associates, Company Secretaries, Pune, as the Scrutinizer to scrutinize the voting at the meeting in a fair and transparent manner.
15. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the Registrar at investor@bigshareonline.com in case the shares are held in physical form, quoting your folio no. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.
16. Members who wish to inspect the relevant documents referred above and in the Notice can send an email to cs@aurangabaddistillery.com up to date of this AGM.
17. Members / investors may contact the Company on the designated E-mail ID: cs@aurangabaddistillery.com for faster action from the Company's end.
18. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. The said forms can be downloaded from the Company's website at <https://aurangabaddistillery.com>. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Registrar & Transfer Agents at investor@bigshareonline.com in case the shares are held in physical form, quoting your folio no.
19. Non-Resident Indian Members are requested to inform the Company/Depository Participant, immediately off:
 - a) Change in their residential status on return to India for permanent settlement.



AURANGABAD DISTILLERY LIMITED

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- b) Particulars of their bank account maintained in India with complete bank name, branch, account type, MICR number, account number and address of the bank with pin code number, if not furnished earlier.
20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their respective Depository Participants. Members holding shares in physical form are requested to submit their PAN details to the Company or its Registrar & Transfer Agents.
21. Route Map showing directions to reach to the venue of the 22nd AGM is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meeting."



AURANGABAD DISTILLERY LIMITED

EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

As required under provisions of Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item No.-5 of the accompanying Notice:

Item No. 5

Ratification of remuneration payable to M/s. Dargad & Associates., Cost Auditors of the Company for the Financial Year 2022-23

The Board of Directors, on recommendation of the Audit Committee, have appointed M/s. Dargad & Associates., Cost Accountants (Firm Registration No. 003482), as Cost Auditors for audit of cost accounting records of the Company for the financial year ended 31st March 2023, at a remuneration amounting to Rs.50,000/- (Rupees Fifty Thousand Only) excluding reimbursement of out-of-pocket expenses and applicable tax. In terms of provisions of Section 148 of the Companies Act, 2013, Members' ratification is required for remuneration payable to the Cost Auditor.

None of the Directors or Key Managerial Personnel or their relatives are in anyway concerned or interested in the above resolution.

The Board commends the Ordinary Resolution set out at Item No. 5 for the approval of the Members.



AURANGABAD DISTILLERY LIMITED

ROUTE MAP OF VENUE OF ANNUAL GENERAL MEETING

