

**NOTICE**

NOTICE is hereby given that the Forty Fifth Annual General Meeting (45th AGM) of the Members of Anik Industries Limited will be held on Wednesday, the 08th September, 2021 at 11:30 A.M. Indian Standard Time (“IST”), through video conferencing (“VC”) / other audio visual means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt:

- a) The Audited Standalone Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors Report thereon; to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolutions:

“RESOLVED THAT the Audited Standalone Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors report, as circulated to the Members, be and are hereby considered and adopted.”

- b) The Audited Consolidated Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the Auditors’ Report thereon; to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolutions:

“RESOLVED THAT the Audited Consolidated Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Auditors, as circulated to the Members, be and are hereby considered and adopted.”

2. To appoint a Director in place of Mr. Ashok Kumar Trivedi (Whole-time Director) (DIN: 00350507), who retires by rotation and being eligible offers himself for re-appointment.

“RESOLVED THAT Mr. Ashok Kumar Trivedi (Whole-time Director) (DIN: 00350507), who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and as per the Company’s Articles of Association be and is hereby re-appointed as the Director of the Company.”

SPECIAL BUSINESS

3. To approve the re-appointment of Mr. Ashok Kumar Trivedi (DIN: 00350507) as Whole-time Director, and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**.

“RESOLVED THAT pursuant to the provisions of the Section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded for re-appointment of Mr. Ashok Kumar Trivedi (DIN: 00350507), as a Whole-time Director of the Company for a period of 3 years with effect from 01st April, 2021 on the terms and conditions including remuneration as set out hereunder with the liberty to Board of Directors (hereinafter referred to as **“the Board”**) which term shall be deemed to include any Committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions of the said appointment and / or remuneration within the parameters of the applicable laws or any amendments thereto.

TENURE: 3 (three) years with effect from 01st April, 2021.

REMUNERATION: NIL remuneration.

LEAVES: As per the policy of the Company.

SITTING FEES: Mr. Ashok Kumar Trivedi shall not be entitled to any sitting fees.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable, and to settle any question, or doubt that may arise in relation thereto and in order to give effect to the foregoing resolution or as may be otherwise considered by it to be in the best interest of the Company.

RESOLVED FURTHER THAT Mr. Manish Shahra, Chairman & Managing Director and/ or Mr. Mayank Chadha, Company Secretary of the Company be and is hereby authorized severally to file necessary forms with the Registrar of Companies, Maharashtra & to do all such acts, deeds, things required for the aforesaid purpose.”

4. To approve the re-appointment of Mr. Manish Shahra (DIN: 00230392) as Chairman & Managing Director, and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**.

“**RESOLVED THAT** pursuant to the provisions of the Section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Manish Shahra (DIN: 00230392) as the Chairman & Managing Director of the Company for a period of 3 years with effect from 1st July, 2021 on the terms and conditions including remuneration as set out hereunder with the liberty to Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions of the said appointment and/ or remuneration within the parameters of the applicable laws or any amendments thereto.

TENURE: 3 (three) years with effect from 01st July, 2021.

REMUNERATION: NIL remuneration.

LEAVES: As per the policy of the Company.

SITTING FEES: Mr. Manish Shahra shall not be entitled to any sitting fees.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable, and to settle any question, or doubt that may arise in relation thereto and in order to give effect to the foregoing resolution or as may be otherwise considered by it to be in the best interest of the Company.

RESOLVED FURTHER THAT Mr. Ashok Kumar Trivedi (DIN: 00350507), Whole-time Director and/ or Mr. Mayank Chadha, Company Secretary of the Company be and are hereby authorised severally to file necessary forms with the Registrar of Companies, Maharashtra & to do all such acts, deeds, things required for the aforesaid purpose.”

5. To consider and approve reclassification of Promoter of the Company as Public Shareholder and in this regard to consider and fit to pass, with or without modification(s), the following resolution as a **Special Resolution**.

“**RESOLVED THAT** pursuant to the provisions of Regulation 31A and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments made thereto) (“**Listing Regulations**”), and subject to the approval of BSE Limited, National Stock Exchange of India Limited, and such other approvals as may be necessary, the request received from **Ruchi Soya Industries Limited** for re-classification of their shareholding in the Company from ‘Promoter and Promoter Group’ category to ‘Public’ category and removal of their names from ‘Promoter and Promoter Group’ of the Company, be and are hereby approved by the Board.

RESOLVED FURTHER THAT upon receipt of the requisite approvals, the Company shall give effect of such re-classification in the shareholding pattern from the immediate succeeding quarter under Regulation 31 of the Listing Regulations and in all other records of the Company and make such applications, intimations, disclosures and/or filings as may be relevant or necessary from such date, as may be appropriate.

RESOLVED FURTHER THAT subject to the approval of the shareholders for the re- classification, Mr. Manish Shahra – Chairman & Managing Director, Mr. Gautam Jain - Chief Financial Officer, Mr. Mayank Chadha - Company Secretary of the Company, be and are hereby jointly and/ or severally authorized to submit the applications for re-classification to BSE Limited and National Stock Exchange of India Limited wherein securities of the Company are listed, or any other regulatory body as may be required and to take steps necessary or desirable in this regard.

RESOLVED FURTHER THAT Mr. Manish Shahra – Chairman & Managing Director, Mr. Gautam Jain - Chief Financial Officer, Mr. Mayank Chadha - Company Secretary of the Company, be and are hereby jointly and/ or severally authorized to sign any documents and do any and all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary or desirable, and to settle any questions, difficulty or doubt that may arise, in order to give effect to the above resolutions for and on behalf of the Company.

RESOLVED FURTHER THAT a copy of the above resolution, certified by any of the Directors or the Chief Financial Officer or the Company Secretary of the Company, be submitted to the concerned authorities and they are requested to act upon the same.”

By order of the Board of Directors

MAYANK CHADHA

COMPANY SECRETARY

(ACS-54288)

Place: Indore

Dated: 30th July, 2021

NOTES:

1. Amidst the ongoing COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 followed by Circular No. 02/2021 dated 13th January, 2021 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”) and ‘SEBI’ Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 followed by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (hereinafter referred to as “SEBI Circulars”) physical attendance of the Members to the Annual General



Meeting (AGM) venue is not required and AGM be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM.

2. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with, accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not Annexed hereto. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 members on first come first served basis. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated 08th April, 2020, 13th April, 2020 and 05th May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
6. Since the AGM would be held through VC/OAVM, the venue route map is not annexed to this Notice.
7. The Notice calling the AGM has been uploaded on the website of the Company in the Investor Relations Section under Annual Reports tab. The complete Annual Report is also available in the same section. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Ltd. at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
8. This AGM has been convened through VC/ OAVM in compliance with applicable provisions of the Companies Act, 2013 read with the MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 20/2020 dated 5th May, 2020 and MCA Circular No. 2/2021 dated 13th January, 2021.
9. The recorded transcript of the forthcoming AGM on 08th September, 2021 shall also be made available on the website of the Company www.anikgroup.com in the Investor Relations Section, as soon as possible after the Meeting is over.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
11. The register of members and Share Transfer Books of the Company will remain closed from Monday, 30th August, 2021 to Wednesday, 8th September, 2021 (both days inclusive).
12. The Members who are holding equity shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent, Sarthak Global Limited, 170/10, Film Colony, R.N.T. Marg, Indore (MP) 452001.
13. The Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or email address immediately to their respective Depository Participants.
14. In terms of circulars issued by Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN card to the Company or its RTA in the following cases viz. deletion of name, transmission of shares and transposition of shares.
15. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") in respect of item no. 3 to 5 of the notice set out above, is annexed hereto.
16. The details of Directors retiring by rotation / seeking appointment / re-appointment at the ensuing Meeting are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.
17. In case of Joint-holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
18. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made thereunder, Shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form SH. 13, which is available on the website of the Company.
19. The annual accounts of the subsidiary companies along with the related detailed information are available for inspection at the Corporate Office of the Company and of the subsidiaries concerned and copies will be made available to Shareholders of Anik Industries Limited and its subsidiary companies upon request.



20. The Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company at least 10 days before the meeting (i.e. on or before 30th August, 2021) through email on anik@anikgroup.com. The same will be replied by the Company suitably.
21. Corporate members are encouraged to attend through their authorized representatives by submitting board resolution/power of attorney/appropriate authorization letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through email at amitjaincs@yahoo.com with a copy marked to helpdesk.evoting@cdslindia.com to attend the AGM through VC/ OAVM and participate there at and cast their votes through e-voting.
22. Pursuant to the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Corporate Governance and secretarial standard on general meetings, the information about the Directors proposed to be appointed/re-appointed at the Annual General Meeting is given in the Annexure to the Notice.
23. Additional information, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to Item No. 3 to 5 of this Notice under Special Business, is also provided in the Explanatory Statement.
24. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to anik@anikgroup.com.

THE INTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The remote e-voting period begins on Sunday, 05th September, 2021 at 09.00 a.m. and ends on Tuesday, 07th September, 2021 at 05.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 01st September, 2021 i.e. cut-off date (record date), may cast their vote electronically. The remote 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) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December, 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.
- (iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated 09th December, 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.

(A.) Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all 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 at https://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 www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.



Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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: https://eservices.nsd.com 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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 or joining virtual meeting & voting during the meeting.

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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	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

(B.) Login method for e-Voting and joining virtual meetings 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 www.evotingindia.com 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 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • 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.
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. <ul style="list-style-type: none"> • 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.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) 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.
- (xv) **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 www.evotingindia.com 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 helpdesk.evoting@cdslindia.com.
 - 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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 to send their authorized representatives by submitting board resolution/power of attorney/appropriate authorization letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the scrutinize through email at amitjaincs@yahoo.com with a copy marked to helpdesk.evoting@cdslindia.com to attend the AGM through VC/ OAVM and participate there at and cast their votes through e-voting.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for 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/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request between **02nd September, 2021 to 05th September, 2021** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries between **02nd September, 2021 to 05th September, 2021** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.



8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility 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 EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, 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 attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

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 helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

24. OTHER INSTRUCTIONS

1. Shareholders can update their mobile numbers and e-mail IDs (which may be used for sending future communication(s)) by writing to sgl@sarthakglobal.com.
2. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. 01st September, 2021 may obtain the login ID and password by sending an email to anik@anikgroup.com or sgl@sarthakglobal.com or helpdesk.evoting@cdslindia.com by mentioning their Folio No./DP ID and Client ID No.
3. Mr. Amit Jain, Proprietor of M/s Amit Preeti & Associates, Practicing Company Secretary, Indore (Membership No.:F-78594 & COP No. 24303) has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
4. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolutions have been carried or not, and such report shall then be sent to the Chairman or a person authorized by him, not later than 48 (forty eight) hours from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.
5. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.anikgroup.com and will be communicated to the Stock Exchange(s) Immediately .

By order of the Board of Directors

Place: Indore

Dated: 30th July, 2021

MAYANK CHADHA
COMPANY SECRETARY
(ACS-54288)

ANNEXURE TO THE NOTICE

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

ITEM NO. 3

Mr. Ashok Kumar Trivedi was re-appointed by the Board as whole-time director of the Company for a period of 3 years w.e.f. 01st April, 2021 subject to the approval of the members in General Meeting. Due to inadequate profit during the Financial Year 2020-21, Mr. Ashok Kumar Trivedi has decided to provide his services on honorary basis.

The resolution needs the approval of the members in terms of sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) for the appointment of Mr. Ashok Kumar Trivedi as a Whole-time Director of the Company on the terms and conditions as mentioned in resolution.

Brief resume of Mr. Ashok Kumar Trivedi:

Mr. Ashok Trivedi is Master of Arts and he is having more than 35 years of experience in Edible Oil Industry & Solvent Extraction Industry & liasioning at various levels.

Nature of expertise in specific functional areas:

Edible Oil Industry & Solvent Extraction Industry & liasioning at various levels.

Names of Listed Company in which Mr. Ashok Kumar Trivedi holds directorship and the membership of committees of the Board:

Mr. Ashok Kumar Trivedi is not a Director in any other listed company and also does not hold membership of committees of the Board of any other listed Company.

Mr. Ashok Kumar Trivedi is not related to any director or key managerial personnel of the Company and does not hold any shares in the Company as on 31.03.2021. He was appointed on the Board of the Company on 25.01.1989.

The information as required under Schedule V of the Companies Act, 2013, is attached herewith.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013 and regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Save and except, Mr. Ashok Kumar Trivedi to whom the resolution relates alongwith his relatives, none of the Directors/ Key Managerial Personnel of the Company/their relatives is in any way, financially or otherwise, concerned or interested in this Resolution.

The Board recommends the Special Resolution at Item No. 3 for approval of the members.

ITEM NO. 4

Mr. Manish Shahra was re-appointed by the Board as Chairman & Managing Director of the Company for a period of 3 years w.e.f. 01st July, 2021 subject to the approval of the members in General Meeting. Due to inadequate profit during the Financial Year 2020-21, Mr. Manish Shahra has decided to provide his services on honorary basis.

The resolution needs the approval of the members in terms of sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) for the appointment of Mr. Manish Shahra as a Chairman & Managing Director of the Company on the terms and conditions as mentioned in resolution.

Brief resume of Mr. Manish Shahra:

Mr. Manish Shahra has done Bachelor of Engineering and Master of Business Administration. He has made great contribution in the success of the Company through his expert knowledge and hardwork. He is expert in all segments of industry more particularly in Finance and Marketing. He has more than 27 years of experience in various fields of Business, Industry, Import/Export, Finance etc.

Nature of expertise in specific functional areas:

Various fields of Business, Industry, Import/Export, Finance, marketing etc.

Names of Listed Company in which Mr. Manish Shahra holds directorship and the membership of committees of the Board:

Mr. Manish Shahra is not a Director in any other listed company and also does not hold membership of committees of the Board of any other listed Company.

He is son of Mr. Suresh Chandra Shahra, Promoter of the Company. He holds 6,87,952 shares in the Company as on 31.03.2021. He was appointed on the Board of the Company on 26.04.1993.

The information as required under Schedule V of the Companies Act, 2013, is attached herewith.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013 and regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



Save and except, Mr. Manish Shahra to whom the resolution relates alongwith his relatives, none of the Directors/ Key Managerial Personnel of the Company/their relatives is in any way, financially or otherwise, concerned or interested in this Resolution.

The Board recommends the Special Resolution at Item No. 4 for approval of the members.

ITEM NO. 5

The Board was informed of the request received by the Company on 18th November 2020 by Ruchi Soya Industries Limited (“Promoter”), to re-classify their shareholding in the Company from the category of ‘Promoter and Promoter Group’ to the category of ‘Public’ shareholding.

Sr. No.	Name of Shareholder	No. of Equity shares held	% of total Equity capital
1.	Ruchi Soya Industries Limited	4,00,000	1.44

The aforesaid Promoter is holding very insignificant shareholding which constitutes 1.44% of the total paid up capital of the Company. The aforesaid promoter do not exercise any control over the Company and is not engaged in the management of the Company. The aforesaid Promoter neither has representation on the Board of Directors of the Company nor holds any key Management position in the Company. The Company also not entered into any Shareholders Agreement with them. Further none of the aforesaid person has got any veto Rights as to voting power or control of the Company. They do not have any Special Information Rights.

The aforesaid promoter have requested to the Company to reclassify them from being a “Promoter & Promoter Group Category” to “Public Category” Shareholder of the Company.

Based on the letter received from above promoter, the matter was discussed by the Board of Director at their meeting held on 10th June, 2021 and Board decided to get the above promoter reclassified from the” Promoter & Promoter Group Category” to “Public Category” with the approval of members and stock exchanges.

The Board informed that outgoing Promoter Ruchi Soya Industries Limited satisfy all the conditions specified in sub-clauses (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Further, as required under Regulation 31A(3)(c) of the Listing Regulations, the Board also noted that:

- the Company is compliant with the minimum public shareholding requirements as required under regulation 38 of the Listing Regulations;
- trading in the equity shares of the Company have not been suspended by the stock exchanges where the equity shares of the Company are listed (“Stock Exchanges”); and
- the Company does not have any outstanding dues to the Securities and Exchange Board of India, the Stock Exchanges or the depositories

Accordingly, on the basis of the rationale provided by the Promoters and the confirmation that they satisfy the requirements of Regulation 31A of the Listing Regulations, the Board was of the view that the requests made by the Outgoing Promoter i.e. Ruchi Soya Industries Limited for re-classification of their shareholding in the Company be accepted and approved. However, the approval is subject to the further approval of the BSE Limited and the National Stock Exchange of India Limited, and any other consent and approvals which may be required in this regard.

The Board recommends the Special Resolution of Item No. 5 for approval of the members.

By order of the Board of Directors

Place: Indore

Dated: 30th July, 2021

MAYANK CHADHA
COMPANY SECRETARY
(ACS-54288)

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE V OF THE ACT

I. General Information

1. Nature of Industry:

The company is mainly engaged in the business of Trading, Real Estate, Mining and others.

2. Date or expected date of commencement of commercial production

The Company was incorporated on 10/02/1976 and on receipt of Commencement of business Certificate on 10/02/1976, the company had since commenced its business.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

NOT APPLICABLE

4. Financial performance based on given indicators

(₹ in Lakhs)

Particulars	FY 2020-21		FY 2019-20		FY 2018-19	
	Standalone	Consolidated	Standalone	Consolidated	Standalone	Consolidated
Revenue from Operations	13371.02	13371.02	49243.16	49873.08	60453.82	60453.82
Profit/(Loss) for the period (Before Tax)	631.56	624.25	(5701.50)	(5705.63)	(2266.55)	(2265.36)
Profit/(Loss) for the period (After Tax)	456.53	449.23	(3773.06)	(3777.20)	(1520.17)	(1519.22)
Earnings Per share (Rs.10/-each) Basic & Diluted (in Rs.)	1.64	1.62	(13.59)	(13.60)	(5.48)	(5.43)

Note: Above amounts are extracted from financial statements of the Company on consolidated and standalone basis (without Joint Operations) for the respective financial year.

5. Foreign investments or collaborations, if any.

The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company. Foreign investors, mainly comprising FIIs holders, are investors in the Company on account of past issuances of securities and secondary market purchases.

II. Information about the appointee:

(1) Background details:

A. Mr. Ashok Kumar Trivedi, Whole-time Director	B. Mr. Manish Shahra , Chairman & Managing Director
Mr. Ashok Kumar Trivedi has done Master of Arts and he is having more than 35 years of experience in Edible Oil Industry & Solvent Extraction Industry & liasioning at various levels.	Mr. Manish Shahra is expert in all segments of industry more particularly finance, marketing, agro industries & real estate etc. Being Chairman & Managing Director of the Company, he has made great contribution in the success of the Company through his expert knowledge and hard work.

(2) Past Remuneration

(₹ in Lakhs)

Particulars	Mr. Ashok Kumar Trivedi			Mr. Manish Shahara		
	FY 2020-21	FY 2019-20	FY 2018-19	FY 2020-21	FY 2019-20	FY 2018-19
Salary	03.00	03.00	03.00	3.22	3.22	3.22
Perquisites	-	-	-	0.29	0.50	0.12
Commission & Bonus	-	-	-	-	-	-
Total	03.00	03.00	03.00	3.51	3.72	3.34

(3) Recognition or awards: N.A.

(4) Job profile and his suitability:

A. Mr. Ashok Kumar Trivedi, Whole-time director	B. Mr. Manish Shahra , Chairman & Managing Director
Mr. Ashok Kumar Trivedi has done Master of Arts and he is having more than 35 years of experience in Edible Oil Industry & Solvent Extraction Industry & liasioning at various levels. He has various skills in the field of Business development, spearheading new projects.	Mr. Manish Shahra is expert in all segments of industry more particularly finance, marketing, agro industries & real estate etc. Being Chairman & Managing Director of the Company, he has made great contribution in the success of the Company through his expert knowledge and hard work. He has various skills in the field of Strategic Marketing, Brand Transformation and Finance

**(5) Remuneration proposed:**

A. Mr. Ashok Kumar Trivedi, Whole-time Director	B. Mr. Manish Shahra , Chairman & Managing Director
Nil	Nil

- (6) **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): N.A.**
- (7) **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.**

A. Mr. Ashok Kumar Trivedi, Whole-time director	B. Mr. Manish Shahra , Chairman & Managing Director
Mr. Ashok Kumar Trivedi meets the criteria of a Whole-time Director as prescribed under Schedule V of the Act. No other pecuniary relationship with Company except the post of Whole-time director. He is not related to any other director of the Company.	Mr. Manish Shahra meets the criteria of a Chairman & Managing Director as prescribed under Schedule V of the Act. No other pecuniary relationship with Company except holding the post of Chairman & Managing Director. He is not related to any other director of the Company. He is son of Mr. Suresh Chandra Shahra, Promoter of the Company.

III. Other information:**(1) Reasons of loss or inadequate profits:**

During the year, Company's total revenue stood at Rs. 15,063.03 Lakhs as compared to previous year figures Rs. 50,049.79 Lakhs. The Net Profit for the year stood at Rs. 456.53 Lakhs as compared to previous year net loss of Rs. 3,773.06 Lakhs. Due to the impact of COVID-19 pandemic across the country, since last 2 years, the performance of the Company is not satisfactorily.

On a consolidated basis, the total revenue stood at Rs. 14,998.76 Lakhs as compared to previous year figures Rs. 50,565.72 Lakhs and net profit for the year stood at Rs. 449.23 Lakhs as compared to previous year net loss Rs. 3,777.21 Lakhs.

(2) Steps taken or proposed to be taken for improvement:

The Company is under the good management guidance and control that help continued in achieving the targets of cutting down in the cost of operations and getting efficiency in this area by using better alternated resources/means.

(3) Expected increase in productivity and profits in measurable terms:

The Company aim to increase its productivity and achieve good profits in near future.

IV. Disclosures

- (i) **all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;**
- (ii) **details of fixed component and performance linked incentives along with the performance criteria;**
- (iii) **service contracts, notice period, severance fees; and**
- (iv) **stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.**

The above details shall be accessed in the "Corporate Governance" section to the 'Annual Report'.

NOTICE



ADDITIONAL INFORMATION OF DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION 2015 AND SECRETARIAL STANDARD OF GENERAL MEETING:

Name of Directors	MR. MANISH SHAHRA (DIN:00230392)	MR. ASHOK KUMAR TRIVEDI (DIN:00350507)
Date of Birth	16.02.1971	07.06.1955
Age	50 years	66 years
Date of first Appointment	26.04.1993	25.01.1989
Expertise / Experience in specific functional areas	He is expert in all segments of industry more particularly finance, marketing, agro industries & real estate etc. Being Chairman & Managing Director of the Company, he has made great contribution in the success of the Company through his expert knowledge and hard work.	He has done Master of Arts and he is having more than 35 years of experience in Edible Oil Industry & Solvent Extraction Industry & liasioning at various levels.
Qualification	BE, MBA	MA
Terms and Conditions of Appointment/ Re-appointment	As provided in the resolution of Item No. 4 of the Notice of Annual General Meeting.	As provided in the resolution of Item No. 3 of the Notice of Annual General Meeting
Remuneration last drawn	Rs. 3,50,785/- during the financial year 2020-21.	Rs. 2,92,500/- during the financial year 2020-21.
Remuneration proposed to be paid	Nil	Nil
No. & % of Equity Shares held in the Company (as on 31.03.2021)	687,952 equity shares 2.48% holding	Nil
Directorship in other Companies (As on 31.03.2021)	1. Ankesh Resorts And Hotels Private Limited 2. Vishal Resorts And Hotels Private Limited 3. Sonakshi Hotels Private Limited 4. Brightstar Infrastructure Private Limited 5. RRHL Realty Limited	1. Avantika Farms Pvt. Ltd. 2. Anik Energy Private Limited 3. Anik Aluminium Private Limited 4. Neha Resorts And Hotels Private Limited 5. Samvat Infotech Private Limited
Number of Meetings of the Board attended during the year.	6 out of 6	1 out of 6
Chairman / Member of the Committees of the Board Directors of other Companies (includes only Audit Committee and Stakeholders' Relationship Committee)	Nil	Nil
Chairman/Member of the Committees of the Board of Directors of the Company	2	1
Relationship between directors inter-se	Not related to any director of the Company	Not related to any director of the Company

By order of the Board of Directors

Place: Indore
Dated: 30th July, 2021

MAYANK CHADHA
COMPANY SECRETARY
(ACS-54288)

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