



**Head Office :** 144/2, Ashram, Mathura Road, New Delhi-110014  
**Regd. Office & Works :** 136 KM, Vill. & P.O. Shamgarh, Dist. Karnal, Haryana-132116  
**E-mail :** ansagro.limited@gmail.com www.ansfoods.com CIN. L15130HR1994PLC032362

## NOTICE

Notice is hereby given that the 23<sup>rd</sup> Annual General Meeting of the Company will be held at the Registered Office of the Company at 136 KM, Village & PO - Shamgarh, District -Karnal, Haryana - 132116 on Thursday, the 28<sup>th</sup> Day of September, 2017 at 11:30 A.M. to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2017 together with Report of the Board of Directors & the Auditors Report thereon.
2. To appoint a director in place of Mr. Mahesh Kumar Sharma (DIN-00042874), who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of Statutory Auditors:

**To consider and if thought fit to pass the following resolution as an Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 139,141,142 and all and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014, including any statutory modification(s) or enactments(s) thereof for the time being in force and pursuant to recommendation of Audit Committee M/s R.C Sharma & Associates, Chartered Accountants, New Delhi (Firm Regn. No.-02178N), be and is hereby appointed as Statutory Auditors of the Company, in place of Mr.N.D.Sharda Prop. of M/s.N.D.Sharda & Co. Chartered Accounts (Firm Regn. No.02004N), to hold office for a term of 5(five) years from the conclusion of this i.e. 23<sup>rd</sup> Annual General Meeting till conclusion of 28<sup>th</sup> Annual General Meeting of the Company to be held in the year 2022 (subject to ratification of their appointment by the members at every Annual General Meeting held after this Annual General Meeting) on such remuneration plus applicable taxes, out of pocket expenses etc.as may be mutually agreed upon by the Board of Directors and the said Auditors.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may considered necessary, proper or expedient to give effect to the above resolution.”

### SPECIAL BUSINESS:

1. Appointment of Mr. Dhruv Sharma as Director:

**To consider and if thought fit to pass the following resolution as an Ordinary Resolution:**

**“RESOLVED THAT** pursuant to provisions of section 149 152 and all and other applicable provisions, if any, of the Companies Act,2013 read with relevant rules made there under Mr.Dhruv Sharma (DIN-07844050) who was appointed by board as additional director of the company with effect from 22<sup>nd</sup> July,2017 who will hold office up to the date of forthcoming

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Annual General Meeting of the company in terms of section 161(1) of the Companies Act, 2013, in respect of whom the company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby appointed as director of the company whose period of office shall be liable to retire by rotation in the Annual General Meeting.

**RESOLVED FURTHER THAT** Mr.S.R.Sahore (DIN-00036146), Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be considered necessary, proper or expedient to give effect to the above resolution.”

**NOTES:**

1. **A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company. In order to be effective the instrument appointing the proxy, duly completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time of commencement of the Annual General Meeting.**

**As per Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules 2014, a person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) % of the total share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.**

**Proxy submitted on behalf of the companies, societies etc. must be accompanied by appropriate Board resolution /authority letter, as the case may be applicable, issued on behalf of the nominating organization. Proxy Form is annexed to this Annual Report**

2. The Register of Members & Share Transfer Books of the company will remain closed from 22<sup>nd</sup> day of September, 2017 to 28<sup>th</sup> day of September, 2017 (both days inclusive) for the purpose of holding of ensuing Annual General Meeting.
3. Members / proxies should bring the Attendance Slip duly filled in for attending the meeting and deposit the same at the entrance gate of the meeting and affix their signature at the space provided in the Attendance Sheet and Proxy Form.
4. In case of Joint holders attending the meeting, the member whose name appears as the first holder in order of the names as per the Register of Member of the Company will be entitled to vote.
5. Members are kindly requested to bring their copies of Annual Report at the meeting. Copies of Annual Report will not be distributed at the venue of AGM
6. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant of in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN of their depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical forms are requested to submit their PAN details to the Company/Registrar and Share Transfer Agent.(MAS Services Limited)
7. The members holding shares in physical form are requested to inform any change of address and are also requested to submit their Specimen Signature duly attested by their Bank immediately to the Company/Registrar and Shares Transfer Agent so as to enable the

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company future communication to their correct address. Members holding shares in electronic form are requested to notify their respective Depository Participant(s) of any change in address.

8. As per the provisions of Section 72 of the Companies Act, 2013, facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name and 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 their earlier nomination and record fresh nomination, he/she may submit the same in Form No.Sh-14.Members holding shares in physical are requested to submit the Forms to the Company /Registrar and Share Transfer Agent of the Company. Members holding shares in Electronic Form must submit the forms to their respective Depository Participants for availing this facility. (Specimen of FormNo.Sh-13 &Form No.Sh-14 are attached in this Annual Report at the end of notice)
9. Members holding shares in Physical Form are requested to consider converting their physical shares and for ease in Portfolio Management.
10. As per Regulation 36(3) of SEBI (Listing Obligations & Disclosures) Regulations.2015 the particulars of directors seeking appointment /re- appointment at the ensuing Annual General Meeting are annexed herewith the Notice.
11. Physical Copies of the Annual Report for the year 2016-17 along with notice of AGM interalia indicating the process and manner of e-voting alongwith Attendance Sheet and Proxy Form is being sent to all the members whose name appear in the register of member as provided by RTA in the permitted mode and same is also being sent through electronic mode to such members whose shareholding is in dematerialized format and whose email IDs whose email IDs are registered with the Company/Depository Participants(s) for communication purpose.
12. Members may also note that the Notice of the 23<sup>rd</sup> Annual General Meeting and Annual Report for the year 2016-17 is also available on the company's website: [www.ansfoods.com](http://www.ansfoods.com).All documents referred to in accompanying Notice and Explanatory Statement, if any shall be open for inspection at the company's registered office during the normal business hours on all working days except Sunday& public holidays. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the members may also send request to the company's e-mail address:[ansgro.limited@gmail.com](mailto:ansgro.limited@gmail.com).
13. A member desirous of getting any information on the accounts or operations of the company is required to forward his/her queries to the company atleast seven days prior to this meeting so that the required information can be made available at the meeting.
14. Members Are requested to update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s) and contact R&TA of the company for any kind of their updation in their contact details and quote their registered folio Number/or DP in their correspondence Further to support the "GREEN INITIATIVES" the members who have not registered their email IDs are requested to register the same with the Company/RTA in case shares held in physical form and with the Depositories in case of shares held in dematerialized form for receiving all communication including Annual Report, Notices etc.from the Company.

15. **VOTING THROUGH ELECTRONIC MEANS (i.e. remote e-voting):**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule, 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is please to provide for its member facility to exercise their votes on resolutions proposed to be transected at the 23<sup>rd</sup> Annual General Meeting (AGM) by electronic means and the may be transected through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through Ballot Paper shall be made available at the AGM and the members attending the meeting who have not cast their votes by remote e-voting shall be able to exercise their right at the meeting through Ballot Paper.
- III. The remote e-voting period commencing on Monday, 25<sup>th</sup> September, 2017 at 09.00 A.M.(IST) and ends on Wednesday, 27<sup>th</sup> September, 2017 at 05.00 P.M.(IST), During this period member of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date i.e. 21<sup>st</sup> September, 2017, may cast their votes by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change subsequently. Members are requested to read the instructions for e-voting carefully before casting their vote

V. **The procedure and instructions for e-voting is given hereunder for easy reference:**

- a. The initial password is provided in the box overleaf.
- b. Open e-mail and open PDF file viz. "MBML- remote e-Voting.pdf" with your client ID or Folio No. As password containing your user ID and password for remote e-voting. Please note that the password is an initial password.
- c. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
- d. Click on Shareholder-Login.
- e. Put user ID and password as initial password noted in step (a) above. Click Login.
- f. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- g. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- h. Select "EVEN" of "**ANS INDUSTRIES LIMITED**".
- i. Now you are ready for remote e-voting as Cast Vote page opens.
- j. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- k. Upon confirmation, the message "Vote cast successfully" will be displayed.
- l. Once you have voted on the resolution, you will not be allowed to modify your vote.
- m. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to csrajivkr@gmail.com with a copy marked to evoting@nsdl.co.in.
- n. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- o. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **21<sup>th</sup> September, 2017**.

- p. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **21<sup>th</sup> September, 2017**, will be provided the notice through by post after the cut-off date. Such members may also obtain the login ID and password by sending a request at **evoting@nsdl.co.in** or **info@masserv.com** However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on **www.evoting.nsdl.com** or contact NSDL at the following toll free no. **1800-222-990**.
- q. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- r. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- s. Mr. Rajiv Kumar Mishra, Prop. of Rajiv Mishra & Associates, Company Secretaries (Membership No. 39045, CP No.14636) has been appointed as the Scrutinizer to scrutinize the physical voting by Ballot Paper at the venue of AGM and remote e-voting process in a fair and transparent manner.
- t. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- u. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- v. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company **www.aoods.com** and on the website of NSDL after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the Stock Exchanges, where the shares of the Company are listed.

**By order of the Board of Directors  
ANS Industries Limited**

  
(Manoj Mishra)  
Company Secretary

Membership No.-A18801

Date: 28<sup>th</sup> August, 2017  
Place: New Delhi



**Head Office :** 144/2, Ashram, Mathura Road, New Delhi-110014  
**Regd. Office & Works :** 136 KM, Vill. & P.O. Shamgarh, Dist. Karnal, Haryana-132116  
**E-mail :** ansagro.limited@gmail.com www.ansfoods.com CIN. L15130HR1994PLC032362

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO.1

Mr.Dhruv Sharma (DIN-07844050) who was appointed by Board as Additional Director of the company with effect from 22<sup>nd</sup> July,2017 who will hold office up to the date of forthcoming Annual General Meeting of the company.

The company has received a notice in writing from a member under Section 161(1) of the Companies Act, 2013, signifying his intension to propose Mr.Dhruv Sharma (DIN-07844050) as a candidate for office of Director and whose period of office shall be liable to retire by rotation in the Annual General Meeting.

Mr.Dhruv Sharma (DIN-07844050) is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and also given his consent to act as Directors

The Board of Directors recommends the Resolution for your proposal.

None of Directors or Key Managerial Personnel of the Company except Mr.Mehinder Sharma is considered to be interested or concerned in the above resolution.

## INFORMATION OF DIRECTORS SEEKING RE-APPOINTMENT IN THE ENSUING AGM

(Pursuant to regulation 36(3) of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015

The Brief Resume of Mr. Mahesh Kumar Sharma, who retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment, are as follows:-

Name of Director	Mr. Mahesh Kumar Sharma
Father's Name	Late Sh.Daulat Ram Sharma
DIN	00042874
Age	65 Years
Date of First Appointment	11-06-2004
Expertise in Special Functional area	Finance & Constructions
Qualification	M.Com
Nationality	Indian
Disclosure of Relationship between Directors inter-se	Brother of Mr.Ramesh Chandra Sharma
Directorship held in other public Companies as on 31-03-2017	NIL
Membership of Committees in other Companies in which he is Director as on 31-03-2017	NIL
No. of shares held in the Company	74800

The Brief Resume of Mr. Dhruv Sharma is as follows:-

Name of Director	Mr. Dhruv Sharma
Father's Name	Mr.Mehinder Sharma
DIN	07844050
Age	22 years
Date of First Appointment	22-07-2017
Expertise in Special Functional area	Finance & Constructions
Qualification	BBA
Nationality	Indian
Disclosure of Relationship between Directors inter-se	Son of Mr.Mehinder Sharma
Directorship held in other public Companies as on 31-03-2017	NIL
Membership of Committees in other Companies in which he is Director as on 31-03-2017	NIL
No. of shares held in the Company	NIL

By order of the Board of Directors  
ANS Industries Limited



Date: 28<sup>th</sup> August, 2017  
Place: New Delhi

(Manoj Mishra)  
Company Secretary  
Membership No.A18801

**ANS INDUSTRIES LIMITED**

**CIN: L15130HR1994PLC032362**

**Regd. Office:** 136KM, Vill&PO-Shamgarh, District-Karnal, Haryana -132116

E-mail: [ansagro.limited@gmail.com](mailto:ansagro.limited@gmail.com) Website: [www.ansfoods.com](http://www.ansfoods.com)

**ATTENDANCE SLIP**

Regd.Folio No. /DP ID-Client ID : \_\_\_\_\_

Name &Address of First/Sole Shareholder : \_\_\_\_\_  
\_\_\_\_\_

No. of Shares held : \_\_\_\_\_

I hereby record my presence at the 23<sup>rd</sup> Annual General Meeting of the Company to be held on Thursday, the 28<sup>th</sup> day of September, 2017 at 11.30 A.M. at its registered office at 136KM.Vill&PO-Shamgarh, District-Karnal, Haryana -132116

\_\_\_\_\_  
Signature of Member/Proxy

**Notes:**

- a) Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- b) Member / Proxy wish to attend the meeting must bring this attendance slip to the meeting and handover at the entrance duly filled in and signed.



**Proxy Form (Form No. MGT-11)**  
**Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies**  
**(Management and administration) Rule, 2014**

CIN : L15130HR1994PLC032362  
 Name of the Company : ANS Industries Limited  
 Name of Member(s) :  
 Regd. Address :  
 E-Mail ID :  
 Folio No/DP ID-Client ID :  
 I/We, being the member(s) of .....Shares of ANS Industries Limited, hereby appoint:

- 1) Name: \_\_\_\_\_ Address \_\_\_\_\_  
 Email: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him
- 2) Name: \_\_\_\_\_ Address \_\_\_\_\_  
 Email: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him
- 3) Name: \_\_\_\_\_ Address \_\_\_\_\_  
 Email: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him

below an my/our proxy to attend and vote (on a poll) for me /us and on my /behalf at the 23<sup>rd</sup> Annual General Meeting of the company held on Thursday, the 28<sup>th</sup> day of September, 2017 at 11.30A.M. at its registered office at 136 KM, Village & Post Office- Shamgarh, Dist. - Karnal, Haryana-132116 and at any adjournment thereof, in respect of such resolutions as are indicated below:

S/No.	Resolution	Type of business & Resolution		For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2017 together with Report of the Board of Directors & the Auditors Report thereon.	Ordinary	Ordinary		
2.	To appoint a director in place of Mr. Mahesh Kumar Sharma (DIN-00042874), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Ordinary		
3.	Appointment of Statutory Auditors	Ordinary	Ordinary		
4.	Appointment of Mr. Dhruv Sharma as Director	Special	Ordinary		

As witness my/our hands(s) this \_\_\_\_\_ day of \_\_\_\_\_ 2017

Signature of the Shareholders \_\_\_\_\_

Signature of Proxyholder(s) \_\_\_\_\_

Affix revenue  
Stamp of Rs.5/-

**NOTE:**

The form of proxy in order to effective should be duly completed and deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. Proxy need not be member of the company.