



Aditya Consumer Marketing Limited

CIN : L52190BR2002PLC009872
An ISO 9001:2015 Certified Company
a BSE Listed Company

Go SUPER MARKET

Patna

- Bandar Bagicha
- S K Puri
- Kankar Bagh
- Ashiana Nagar
- Anisabad

Gaya

- Gaya College Road

Go Salon

For Ladies

Patna

- Bandar Bagicha
- S K Puri
- Kankar Bagh
- Ashiana Nagar
- Patna City
- Rajendra Nagar
- Anisabad

Gaya

- Gaya College Road

For Gents

Patna

- Bandar Bagicha
- S K Puri
- Ashiana Nagar
- Patna City
- Rajendra Nagar



Banquet & Conference Hall

Patna

- Bandar Bagicha
- Kankar Bagh

Gaya

- Gaya College Road

Yo!China

Patna

- Bandar Bagicha
- Ashiana Nagar
- Patna City

Gaya

- Gaya College Road

Darbhanga

- Above Aditya Vision
Gm Road, Near
Income Tax Office



TAKE-AWAY-EXPRESS



- S K Puri
- Kadam Kuan

Go Biryani & Street Food

- S K Puri

October 12, 2021

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001

Scrip Code: 540146

Sub:- Minutes of the 19th Annual General Meeting

Dear Sir(s),

With reference to the captioned subject, please find attached copy of Minutes of 19th Annual General Meeting held on Thursday, September 23, 2021 at 03.30 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A Part A of schedule III of Listing regulations.

This is for your information and record.

Thanking you.

Yours faithfully,

For Aditya Consumer Marketing Limited

For Aditya Consumer Marketing Limited

Hridaya Narayan Tiwari
Company Secretary

Hridaya Narayan Tiwari
Company Secretary

Encl: as above



MINUTES OF THE NINETEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF ADITYA CONSUMER MARKETING LIMITED HELD ON THURSDAY 23RD SEPTEMBER, 2021 AT 03:30 PM THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO-VISUAL MEANS (OAVM)

DIRECTORS PRESENT THROUGH VIDEO CONFERENCING:

| | |
|---------------------------------|---|
| Mr. Yashovardhan Sinha | Chairman & Managing Director |
| Mrs. Sunita Sinha | Whole Time Director |
| Mrs. Meena Sharma | Director |
| Mrs. Vandana Sinha | Director |
| Mr. Ravi Prakash Chamria | Independent Director |
| Mr. Atul Sinha | Independent Director |
| Mr. Anant Upadhyay | Independent Director |

IN ATTENDANCE THROUGH VIDEO CONFERENCING:

| | |
|-------------------------------|--------------------------------|
| Hridaya Narayan Tiwari | Company Secretary |
| Anil Kumar Singh | Chief Financial Officer |


SCRUTINIZER PRESENT THROUGH VIDEO CONFERENCING:

| | |
|--------------------|---|
| Ekta Kumari | M/s KE & Company, Practicing Company Secretaries & Secretarial Auditor |
|--------------------|---|

AUDITOR PRESENT THROUGH VIDEO CONFERENCING:

| | |
|-----------------------|--|
| Nishant Maitin | Representative of Statutory Auditor, M/s O.P. Tulsyan & Co., Chartered Accountant |
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CHAIRMAN'S
INITIALS



TIME OF COMMENCEMENT AND CONCLUSION OF ANNUAL GENERAL MEETING

The 19th Annual General Meeting was commenced at 03:30 PM and concluded at 04:10 PM.

CHAIRMAN

Mr. Yashovardhan Sinha, Chairman and Managing Director of the Company welcomed all the members present to the 19th Annual General Meeting of the Company. The Chairman declared that the requisite quorum were present and called the meeting to order. All the Directors along with KMP and others attended the meeting through video conferencing.

CHAIRMAN'S STATEMENT

The Chairman then delivered the speech addressed to the shareholders of the Company. The Highlights of the speech are as under:

Our organization was amongst the first in Bihar to organize vaccination camp in the month of June for all the employees and their family members. Today, we can confidently say that each of our ACML family members is vaccinated with at least one dose of COVID-19 vaccine. I must also take this opportunity to thank the Government of Bihar without whose support this vaccination drive would not have been possible.

This Covid-19 pandemic has impacted our expectation of growth and profitability in H1FY2020-21 and we have incurred a loss of Rs. (2.40) crore. But in this challenging environment we have added one new outlet, of Yo! China at Darbhanga. Despite of the threats company earned net revenue of Rs. 49.37crore In the H2 FY 2020-21 and a net profit of Rs. 2.42 crore, in comparison to H1 FY2020-21 there is an increase of profit with 100%. It shows that our team has worked hard and worked as frontline workers to provide door step service in this pandemic.

Our profitable business segments like food & beverage, Banqueting and beauty & wellness suffered the most during Covid-19 pandemic as social distancing norms and government notified lockdown compelled us either to remain shut or operate with limited hours and days for most of time during the year. Pandemic and restrictions completely marred the marriage season and overall demand for banqueting, catering and beauty/grooming demand dried up and most of our bookings were cancelled. However, as per our customer oriented policy we made full refund of deposits/advances for hundreds of booking cancelled during this period our profitability took a hit as sales these profitable business segments suffered the most, which are crucial to our profitability of overall business bouquet. However, our supermarket business did very well which increased our customer base and translated into increased sales and Company earned Net Revenue of **Rs.93.71 crore** against **Rs.83.32 crore** in the last year. Our same stores sales growth stood at healthy **12.47% YOY due to increased business of supermarket.**

CHAIRMAN'S
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A Quick Review of Financial Performance for the FY 2020-21

- Gross Revenue of Rs. 104.29 Crore & Net Revenue of Rs.93.71 Crore.
- Net Profit of Rs.0.01 crore
- Earnings Per Share- 0.01
- New Store Addition- 5th Outlet of Yo! China
- EBITDA- Rs.2.28 Crore

On behalf of the entire Board of Directors and the management team, I would like to thank you for your continued support and encouragement. We shall make continuous efforts to build on the strengths to face future challenges and sustain the momentum for profitable growth.

NOTICE OF MEETING

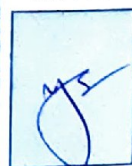
With the consent of the members present, the notice dated 10th August, 2021 convening the Annual General Meeting and the Director's report was taken as read. The Chairman thereafter called upon Mr. Hridaya Narayan Tiwari, Company Secretary of the Company, to read out the Auditor's Report and Secretarial Auditor's Report. The Company Secretary informed the members that as per SS-2 only qualification, observations or comments or other remarks contained in the Auditor's Report and Secretarial Auditor's Report is read here and our company does not have any such so, the requirement is dispensed with.

Information on Voting at the AGM

The Company Secretary informed the members that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided the facility for e-voting to the members through Central Depository Services Limited ("CDSL") in respect of all the items to be transacted at the AGM.

The e-voting period commenced on Monday, 20th September, 2021 at 09.00 a.m. and ends on Wednesday, 22nd September, 2021 at 5.00 p.m. The Chairman informed that members who have not done voting can vote on the day of AGM also through e-voting process (Insta-Poll). The Member present have voting rights in proportion to their shares in the paid-up share capital of the Company as on cut-off date 16th September, 2021.

Members, who have already voted through remote e-voting process, shall not be entitled to vote again in the meeting and the vote cast by them through remote e-voting shall be treated as final.

CHAIRMAN'S
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The Shareholders were informed that the Board of Directors had appointed Miss. Ekta Kumari, Practicing Company Secretary as the Scrutinizer to scrutinize the remote e-voting process and e-voting process (Insta-Poll) in a fair and transparent manner.

The Company secretary now put the following resolutions as set out in the Notice convening the AGM.

ORDINARY BUSINESS

Item No. 1 To approve and adopt the Audited Balance Sheet as on 31st March, 2021 and the Statement of Profit & loss account for the year ended as on 31st March 2021, together with Reports of the Directors' and Auditors' thereon

"RESOLVED THAT the Audited Balance Sheet as on 31st March, 2021, Profit and loss Account for the period from 01.04.2020 to 31.03.2021 together with the schedules and notes appended thereto and the Directors' and Auditors Report thereon be and are hereby approved and adopted".

Item No. 2 Re-appointment of Mrs. Vandana Sinha (DIN 01671087) as Director, who retires by rotation

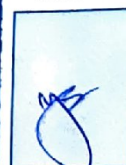
"RESOLVED THAT pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mrs. Vandana Sinha having (DIN 01671087), Director of the Company, who retires by rotation, and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation".

Item No. 3 Appointment of M/s Nirmal & Associates, Chartered Accountants, Patna (Registration No. FRN 002523C) as Statutory Auditor

"RESOLVED THAT pursuant to the provisions of Section 139 read with the Rule 4 of the Companies (Audit and Auditors) Rules 2014 and other applicable provisions, if any, of the Companies Act, 2013, **M/s NIRMAL & ASSOCIATES**, Chartered Accountants, having Membership No. 079995 and Firm Registration No 002523C as issued by the Institute of Chartered Accountants of India, be and hereby appointed as a Statutory Auditors of the Company for five(5) consecutive years i.e. from 2021 to 2026, in place of M/s O.P.Tulsyan & Co., Chartered Accountants, having Membership No. 044173 and Firm Registration No 500028N, on such remuneration as may be decided by the Board of Directors of the Company in addition to reimbursement of all out-of-pocket expenses in connection with the audit of accounts of the Company.

"RESOLVED FURTHER THAT Mr. Yashovardhan Sinha, (DIN- 01636599) Chairman & Managing Director be and are hereby authorized to do all the acts, deeds and things which are necessary to give effect to the above said resolution."

CHAIRMAN'S
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SPECIAL BUSINESS:-**Item No. 4 - Re-appointment of Mr. Yashovardhan Sinha (DIN-01636599) as the Chairman & Managing Director of the Company for the second term of 5 (five) consecutive years:**

"RESOLVED THAT pursuant to the provisions of Sections 196,197 and 203 and other applicable provisions, if any, read with Schedule V of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and any other statutory modification(s) or re-enactments(s) thereof for the time being in force, the consent of members of the Company be and is hereby accorded for the re-appointment of Mr. Yashovardhan Sinha (DIN:01636599) as the Chairman & Managing Director for a period of 5 (five) years with effect from 16.05.2021 to 15.05.2026, whose period of office shall not be subject to retirement by rotation during his tenure of office, upon such terms and conditions as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company ('the Board'), with authority to the Board to alter and vary the terms and conditions of the said re-appointment and remuneration in such manner, as it may deem fit and as may be agreed to between the board and Mr. Yashovardhan Sinha and for this purpose the board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary."

"RESOLVED FURTHER THAT the Company has no profits, or its profits are inadequate in any financial year during the currency of his tenure, the Company shall pay to Mr. Yashovardhan Sinha the remuneration as minimum remuneration by way of salary, perquisites, subject to the ceiling prescribed."

"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things, as may be necessary and expedient to give effect to the above resolution on behalf of the Company."

Item No.5 - Re-appointment of Mr. Ravi Prakash Chamria (DIN-01113278) an Independent Director of the Company for the second term of 5 (five) consecutive years:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and read with Schedule IV and all other applicable provisions, if any, of the Companies Act 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, including any statutory modification(s) or re-enactment(s) thereof, the consent of members of the Company be and is hereby accorded for the re-appointment of, Mr. Ravi Prakash Chamria (DIN:01113278), who holds office as an Independent Director and being eligible, be and is hereby re-appointed as an Independent Director of the Company,

CHAIRMAN'S
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not liable to retire by rotation and to hold office for the second term of 5 (five) consecutive years i.e, from 01.07.2021 to 30.06.2026, on the terms and conditions as stipulated in Section 149(8) read with Schedule IV of applicable provisions of the Act and as determined by the Board from time to time.

"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things, as may be necessary and expedient to give effect to the above resolution on behalf of the Company."

Question and Answer Session:

The Company Secretary invited the members who have pre-registered themselves as speaker, to express their views or ask questions.

One of our shareholder Mr. Keshav Garg have registered himself as speaker and asked some questions which has been answered by our Chairman Mr. Yashovardhan Sinha and Mr. Keshav Garg was satisfied with the answers given by our Chairman.

The Company Secretary informed the members that the voting results shall be declared within 48 (Forty-Eight) hours from the conclusion of this meeting and accordingly the same shall be disseminated to the stock exchange in terms of Listing Regulations and also uploaded on the website of the Company.

VOTE OF THANKS

There being no other business to transact, the meeting concluded with a vote of thanks to the chair.

Place: Patna
Date: 12th October, 2021


Yashovardhan Sinha
(Chairman)

CHAIRMAN'S
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