

CHOTHANI FOODS LIMITED

CIN: L15122MH2014PLC252200

Reg. Office: Office No. 408, B Wing, Damji Shamji Corporate Square, Laxmi Nagar, Ghatkopar East,
Mumbai-400075.

E-mail id: chothaniniraj@gmail.com Website: www.chothanifoodslimited.com

Date: 4th September, 2023

To,
Bombay Stock Exchange Limited
Phiroje Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Sub.: Notice of Annual General Meeting for the F.Y. 2022-2023

Ref: Company Code : Script Code: 540681

Dear Sir / Madam,

Notice is hereby given that the 10th Annual General Meeting (AGM) of the Company for the financial year ended March 31, 2023 will be held on Saturday, 30th September, 2023, at 11.00 a.m. at Office No. 408, B Wing, Damji Shamji Corporate Square, Laxmi Nagar, Ghatkopar East, Mumbai-400075.

Kindly acknowledge receipt of the same.

Thanking you.

Yours faithfully

For Chothani Foods Limited

Neeraj Ashok Chothani
Managing Director
DIN : 06732169



NOTICE

10TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 10th Annual General Meeting of the members of Chothani Foods Limited will be held on **Saturday, 30th September, 2023** at 11:00 a.m. at the Registered Office of the Company at Office No. 408, B Wing, Damji Shamji Corporate Square, Laxmi Nagar, Ghatkopar East, Mumbai-400075 to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Financial Statement comprising of Balance sheet as at 31st March, 2023, Profit and Loss Account for the year ended on that date, Cash Flow Statement and the Notes together with the director's report and auditor's report thereon.
2. To appoint Mr. Monil Ashok Chothani (DIN: 07978664) as director, who retires by rotation under the applicable provisions of the Companies Act, 2013 and being eligible offers himself for re-appointment.

Registered Office:

Office No. 408, B Wing,
Damji Shamji Corporate Square,
Laxmi Nagar, Ghatkopar East,
Mumbai - 400075

Date : 04/09/2023

Place: Mumbai

For Chothani Foods Limited

**Sd/-
Neeraj Chothani
Managing Director
(DIN: 06732169)**



NOTES:

- (a) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The duly completed and signed Proxy Form should be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of Meeting. A proxy form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable. Proxy form, in order to be effective, must be deposited at the Corporate Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy for any other person or shareholder.

- (b) Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 23rd September, 2023 to Saturday, 30th September, 2023 (both days inclusive).
- (c) The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment/re-appointment at this AGM is annexed.
- (d) The notice of 10th Annual General Meeting of the Company and Annual Report 2022-23, is being sent by electronic mode to those Members whose email id(s) are registered with the Company/Depositories. A copy of the notice of the AGM along with the Annual Report is also available for download on the website of the Company at www.chothanifoodslimited.com The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
- (e) Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith duly filled-in for attending the Annual General Meeting.
- (f) Members who wish to obtain information of the Company may send their queries at least 10 days before the Annual General Meeting to the Company Secretary at the Corporate Office of the Company.
- (g) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- (h) Corporate Members intending to send their authorized representatives to attend the meeting pursuant to Section 113 are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- (i) The cut off date for the purpose of determining the eligibility of the Members to vote at the 10th Annual General Meeting of the Company is September 22, 2023.
- (j) Members who have not registered their e-mail addresses so far are requested to register their e-mail ID with RTA of the Company / Depository Participant(s) for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
- (k) The Shareholders are requested to notify changes of their address immediately to the Registrars & Transfer Agent **Kfin Technologies Limited**. The Company or its registrar will not act on any request received directly from the shareholder holding shares in electronic form for any change of bank



particulars or bank mandate. Such changes are to be advised only to the Depository Participant by the Shareholders.

- (l) Green Initiative – Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
- (m) Non- Resident Indian Members are requested to inform Registrar and Transfer Agent, immediately of:
 - Change in their residential status on return to India for permanent settlement.
 - Particulars of their Bank Account maintained in India with complete name, branch, account, type, account number and address of the bank with pin code number, if not furnished earlier.
- (n) All documents referred to in the Notice and Explanatory Statement requiring the approval of the Members at the meeting and other statutory registers shall be available for inspection by the Members at the Registered office of the Company during office hours on all working days between 11.00 a.m. to 5.00 p.m. from the date of hereof up to the date of the Annual General Meeting.
- (o) The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the Annual General Meeting.
- (p) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered e-mail id, bank details, NECS, mandates, nominations, power of attorney etc. to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records which will help the Company and its Registrar and Share Transfer Agent M/s. Kfin Technologies Limited, to provide efficient and better service to the members.
- (q) A Route Map to reach the venue of the Annual General Meeting is annexed with the Notice of Annual General Meeting.
- (r) M/s. K Pratik & Associates, Practicing Company Secretaries, has been appointed as Scrutinizers to scrutinize the voting process in a fair & transparent manner.
- (s) 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.
- (t) The Scrutinizer shall, after the conclusion of voting at the AGM, count the votes cast at the meeting and shall submit within 48 hours 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 / her in writing, who shall counter sign the same and declare the result of the voting forthwith.
- (u) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.chothanifoodslimited.com and on the website of BSE immediately after the declaration of result by the Chairman or a person authorized by him in writing.

Registered Office:

Office No. 408, B Wing,
Damji Shamji Corporate Square,
Laxmi Nagar, Ghatkopar East,
Mumbai -400075

For Chothani Foods Limited

Sd/-
Neeraj Chothani
Managing Director
(DIN: 06732169)

Date : 04/09/2023

Place: Mumbai

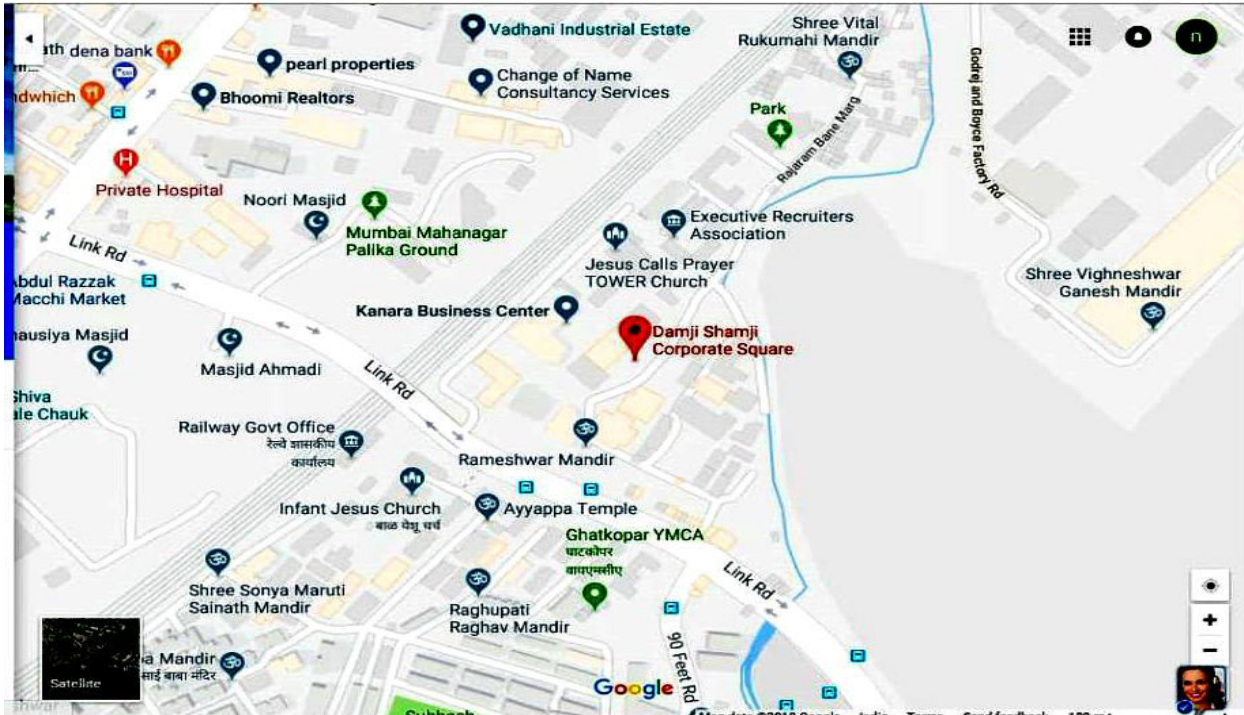
**Particulars of the Directors seeking appointment/ re-appointment at the ensuring Annual General Meeting pursuant to the regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Information required be furnishing under provisions of the Companies Act, 2013, Secretarial Standards and Regulation 36(3) of SEBI (LODR) Regulation, 2015, in respect of Director seeking to be appointed:

Particulars	Director
Name of the Director	Mr. Monil Ashok Chothani
Brief Resume	Mr. Monil is Non-Executive Director. He joined the Board on 13th November, 2017. He has done Bachelor of Engineering and has 9 years of expertise in Information Technology, Software development Web Designing etc.
Qualification	Bachelor of Engineering
Expertise in specific functional areas and Experience	Expertise in Information Technology, Software development, Web Designing
Executive & Non -Executive Director	Non- Executive
Promoter Group	Yes
Directorship held in other Companies	None
Disclosure of relationships between directors inter-se	Son of Ashok Shivji Chothani - Chairman Brother of Mr. Neeraj Chothani - Managing Director Nephew of Mr. Sunil Chothani- Whole time Director
Committee positions held in other Companies	None
Name of the Listed Companies from which director resigned in past 3 years	None
No. of Equity Shares held in the Company as on 31.03.2022	625 Equity Shares
Skills and Capabilities required (Applicable to Independent Director)	NA
Manner in which the proposed director meets such requirement (Applicable to Independent Director)	NA



With reference to SS-2, for the easy convenience of recipients of notice, Route map to the venue of Annual General Meeting of the Company is as under





Proxy Form

(Pursuant to Section 105 (6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014-Form No. MGT-11)

CHOTHANI FOODS LIMITED

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Regd. Office: OFFICE NO. 408, B WING, DAMJI SHAMJI CORPORATE SQUARE, LAXMI NAGAR, GHATKOPAR EAST, MUMBAI- 400075 Phone: +91-22-25006871 / 25006871 E-mail : ashokmasalamart@gmail.com; Website:www.chothanifoodslimited.com

Name of the Member(s):	
Registered Address:	
Email ID:	
Folio No./ Client ID:	
DP ID:	

I/We, being the member(s) of _____ shares of the above named Company. Hereby appoint:

- Name :
Address :
Email ID:
Signature : _____ or
- Name :
Address :
Email ID:
Signature : _____ or
- Name :
Address :
Email ID:
Signature : _____ .

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 10thAnnual General Meeting of the company, to be held on the Saturday, 30th September, 2023 at 11:00 a.m. at OFFICE NO. 408, B WING, DAMJI SHAMJI CORPORATE SQUARE, LAXMI NAGAR, GHATKOPAR EAST, MUMBAI - 400075 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	Vote	
		For	Against
1	Adoption of Balance sheet as at 31 st March, 2023 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon (<i>Ordinary Resolution</i>)		
2	Appointment of Mr. Monil Chothani as a Director liable to retire by rotation. (Ordinary Resolution)		

.....
Signature of the Member

.....
Signature of Proxy Holder(s)

Please affix
Re. 1/-
Revenue
Stamp and
Sign

Note:

- This form of proxy in order to be 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.
- A proxy need not be a member of the Company.



CHOTHANI FOODS LIMITED

CIN: L15122MH2014PLC252200

Regd. Office: OFFICE NO. 408, B WING, DAMJI SHAMJI CORPORATE SQUARE, LAXMI NAGAR,
GHATKOPAR EAST, MUMBAI- 400075 **Phone:** +91-22-25006871 / 25006872
E-mail: ashokmasalamart@gmail.com; **Website:** www.chothanifoodslimited

ATTENDANCE SLIP

(To be presented at the entrance)

10th Annual General Meeting on Saturday, 30th September, 2023

Saturday, 30th September, 2023 at 11:00 a.m. at the Office No. 408, B Wing, Damji Shamji
Corporate Square, Laxmi Nagar, Ghatkopar East, Mumbai - 400075.

Folio No. _____ DP ID: _____ Client ID No. _____

Name of the Member: _____ Signature: _____

Name of the Proxy holder: _____ Signature : _____

I/We hereby record my/our presence at the **10th Annual General Meeting** of the Company
being held on Saturday, 30th September, 2023 at 11:00 a.m. at Office No. 408, B Wing, Damji
Shamji Corporate Square, Laxmi Nagar, Ghatkopar East, Mumbai- 400075.

Note: Members are requested to bring their copies of Annual Report to the Meeting.

**CHOTHANI FOODS LIMITED****CIN: L15122MH2014PLC252200****Regd. Office:** OFFICE NO. 408, B WING, DAMJI SHAMJI CORPORATE SQUARE, LAXMI NAGAR,
GHATKOPAR EAST, MUMBAI- 400075**BALLOT PAPER**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

10th Annual General Meeting

1.	Name(s) of Shareholder(s) (in block letters) including joint holders, (if any).	:	
2.	Registered Folio No. / DP ID No. / Client ID No.	:	
3.	Address	:	
4.	No. of Equity Shares held	:	

I/We hereby exercise my/ our vote in respect of the Ordinary Resolutions/Special Resolutions enumerated below and as set out in the Notice of 10th Annual General Meeting (AGM) of the Company scheduled on Saturday, 30th September, 2023 by recording my/our assent or dissent to the said resolutions by

placing tick (Vv) mark in the appropriate box below:

Agenda Item No.	Description of Resolution	I/We assent to the resolution (Vote in Favour)	I/We dissent to the resolution (vote against)
		Place the tick (Place the tick [√] mark)	
1.	Adoption of the Audited Balance Sheet as at 31st March, 2023 and Profit & Loss Account for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)		
2.	Re-appointment of Mr. Monil Ashok Chothani (DIN: 07978664), as a Director liable to retire by rotation. (Ordinary Resolution)		

Place:**Date:****Signature of the Member/Authorised Representative**

Note: Please read the instructions given below carefully before exercising your vote.



INSTRUCTIONS

1. Please complete and sign the Ballot Form and put the same in the Ballot Box provided in the AGM Venue.
2. The Form should be signed by the Member as per the specimen signature registered with the Company/Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted through proxy.
3. In case of Company, trust, society etc. certified copy of Board Resolution authorizing representative must be registered or filed with us in advance to avoid any inconvenience.
4. Votes must be cast in case of each resolution by marking (√) mark in the appropriate column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the company.
6. Unsigned, incomplete, improperly filled ballot forms will not be counted for voting.
7. The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
8. The results declared along with Scrutinizer's Report, shall be placed on the Company's website within two days of the passing of the Resolutions at the AGM of the Company, and communicated to the BSE Limited, where the shares of the Company are listed.