



Aditya Consumer Marketing Limited

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

28th August, 2024

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001

Scrip Code: 540146

Sub:- Minutes of the 22nd Annual General Meeting

Dear Sir(s),

With reference to the captioned subject, please find attached copy of Minutes of 22nd Annual General Meeting held on Friday, August 02, 2024 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

Hridaya Narayan Tiwari
Company Secretary

Encl: as above

Go! SUPER MARKET

Patna

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

Gaya

- Gaya College Road

Muzaffarpur

- Mithanpura

Go! Salon

For Ladies

Patna

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

Gaya

- Gaya College Road

Muzaffarpur

- Mithanpura

For Gents

Patna

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

Muzaffarpur

- Mithanpura

Go! Banquet & Conference Hall

Patna

- Bandar Bagicha

Gaya

- Gaya College Road

Muzaffarpur

- Mithanpura

Yo!China

Patna

- Bandar Bagicha
- Ashiana Nagar
- Patna City
- Kankar Bagh

Gaya

- Gaya College Road

Darbhanga

- Above Aditya Vision
Gm Road, Near
Income Tax Office

Muzaffarpur

- Mithanpura

TAKE-AWAY-EXPRESS

- S K Puri
- Kadam Kuan

Go! Biryani & Street Food

- S K Puri

Registered Office : Lower Ground & Ground Floor, Aditya House, M-20, Road No. 26, S.K. Nagar, Patna - 800 001 INDIA

T : +91 612 25206 74/854, E : anil.cfo@aditya-patna.com

website : www.adityaconsumer.com

GSTIN : 10AAECA2473N1ZT

MINUTES OF THE 22nd (TWENTY SECOND) ANNUAL GENERAL MEETING OF THE MEMBERS OF ADITYA CONSUMER MARKEING LIMITED HELD ON FRIDAY, AUGUST 02, 2024 COMMENCED AT 03:30 PM AND CONCLUDED AT 03:51 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. Nusrat Syed Hassan	Independent Director
Mr. Atul Sinha	Independent Director

IN ATTENDANCE THROUGH VIDEO CONFERENCING:

Hridaya Narayan Tiwari	Company Secretary
Anil Kumar Singh	Chief Financial Officer

AUDITOR PRESENT THROUGH VC:

Nishant Maitin	Statutory Auditor
Deepak Dhir	Secretarial Auditor

SHAREHOLDERS PRESENT:

Total 10 members were present during the meeting through video conference.

TIME OF COMMENCEMENT AND CONCLUSION OF ANNUAL GENERAL MEETING

The 22nd Annual General Meeting was commenced at 03:30 PM and concluded at 03:51 PM.

CHAIRMAN

Mr. Yashovardhan Sinha, Chairman and Managing Director of the Company welcomed all the members present to the 22nd Annual General Meeting of the Company. The Chairman declared that the requisite quorum was present and called

CHAIRMAN'S
INITIALS



the meeting to order. All the Directors along with KMP and others attended the meeting through video conferencing.

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

CHAIRMAN'S STATEMENT

Firstly, let me address the performance on the sales and profit front. Despite our best efforts and strategic initiatives, we have faced significant hurdles that have impacted our financial results. The fast-moving consumer goods (FMCG) sector, in particular, has seen heightened competition, with more and more mom and pop stores mushrooming post pandemic entering the market and aggressive pricing strategies adopted by them as they had lower overhead expenses which have compressed our margins. Our response has been to focus on enhancing product quality and brand value, but these measures will take time to yield the desired results.

In the restaurant business, we have observed a noticeable shift in consumer behavior. The rise of online food delivery services and changing dining preferences have affected our foot traffic and sales. We are actively adapting to these changes by expanding our digital presence on social media and exploring new dining experiences that cater to evolving consumer tastes. However, these adaptations require investment and time to implement effectively.

Our salon and wellness operations have also encountered a tough market environment. Increased competition and changing consumer preferences have put pressure on our revenue streams. We are committed to differentiating our services through innovation and excellence in customer experience, but the benefits of these efforts will be realized gradually.

Overall, the business slowness we are experiencing is a reflection of broader economic trends and sector-specific challenges. As per the Retailers Association of India (RAI), the retail sales growth rate fell every month in the previous fiscal, reflecting weak consumer sentiment across segments such as apparel, footwear, consumable goods and Quick Service Restaurant (QSR). Last fiscal's comparatively slower 4-7% growth rate sustained this year as well, with April seeing a 4% rise. Analyst and Industry Executives say they expect a recovery only after two to three quarters and we also hope the same.

While it is disheartening to report a downturn in sales and profits, I want to assure you that the leadership team and I are fully focused on navigating these difficult times. We are implementing a series of strategic measures aimed at revitalizing growth and improving operational efficiency. However, the loss reported in this financial year is on account of aggressive scrapping of obsolete several fixtures and furniture's, computers and other fixed assets amounting to Rs. 4.27 crores. But for this exceptional expense the Company would have reported small profit. These expenses will give a more realistic and true value of assets of the Company and will ensure better health of the Company for future. More scrapping of obsolete fixed assets will be assessed in current financial year also to align the assets to its truest value.

CHAIRMAN'S
INITIALS



We are investing in technology and digital transformation to streamline our operations and enhance customer engagement. Cost management and optimization remain key priorities, and we are continually seeking ways to improve our cost structure without compromising on quality and service delivery.

Despite the current challenges, we remain optimistic about the future. Our diversified business model provides a strong foundation to whether market fluctuations and our commitment to innovation and excellence positions us well for a rebound as market conditions improve.

I extend my sincere gratitude to all our shareholders, suppliers, customers and employees for their unwavering support and confidence in our company. Together, we will work through these challenges and emerge stronger. I look forward to your continued support as we strive to achieve our long-term goals and deliver sustainable value.

NOTICE OF MEETING

With the consent of the members present, the notice dated July 03, 2024 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 Tuesday, July 30, 2024 at 09.00 a.m. and ends on Thursday, August 01, 2024 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 July 26, 2024.

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
INITIALS



The Shareholders were informed that the Board of Directors had appointed Mr. Deepak Kumar Dhir, 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.-01

Approve and adopt the Audited Financial Statements for the year ended as on 31st March 2024, together with Reports of the Directors' and Auditors' thereon.

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and report of the Board of Directors and the Auditors thereon be and are hereby approved and adopted."

"RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to sign, execute and file requisite documents, papers, forms with the Registrar of Companies ('ROC') or any other statutory authority, if required and further to do all such acts deeds and things as may be required to give effect to the above resolution."

Item No.-02

Appointment of Mrs. Meena Sharma (DIN - 02004554) who retires by rotation and, being eligible, offers himself for re-appointment.

"RESOLVED THAT pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mrs. Meena Sharma (DIN-02004554), 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.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to sign, execute and file requisite documents, papers, forms with the Registrar of Companies ('ROC') or any other statutory authority, if required and further to do all such acts deeds and things as may be required to give effect to the above resolution."

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QUESTIONS & ANSWER SESSION

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

One shareholder Mr. Akash Mital have registered themselves as speaker and asked questions which has been answered by the Chairman Mr. Yashovardhan Sinha. Shareholders were satisfied with the answers given by our Chairman.

The Company Secretary informed the members that the voting results shall be declared and submitted to stock exchange as per the requirements under the SEBI Listing Regulations and also be 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: 28.08.2024


Yashovardhan Sinha
(Chairman)

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