

# CHOTHANI FOODS LIMITED

(Formerly known as Ashok Masala Mart Limited)

CIN: U15122MH2014PLC252200

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

E-mail id: [chothaniniraj@gmail.com](mailto:chothaniniraj@gmail.com) Website: [www.chothanifoodslimited.com](http://www.chothanifoodslimited.com)

Date: 31<sup>st</sup> August, 2018

To,  
The Manager (CRD)  
BSE Limited  
Phiroje Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.

Script Code: 540681

Dear Sir / Madam,

## **Re.: Notice of forthcoming Annual General Meeting**

Notice is hereby given that the Annual General Meeting of the company for the 31.03.2018 will be held on Saturday, 29<sup>th</sup> September, 2018 at 11.00 a.m. at Office No. 408, B Wing, Dhamji Shamji Corporate Square, Laxmi Nagar, Ghatkopar East, Mumbai - 400075.

You are requested to take the same on record.

Thanking you



For Chothani Foods Limited

*NA Chothani*

Neeraj Ashok Chothani  
Managing Director  
DIN: 06732169



## NOTICE

### 05<sup>th</sup> ANNUAL GENERAL MEETING

Notice is hereby given that 05<sup>th</sup> Annual General Meeting of the members of the company will be held on Saturday, 29<sup>th</sup> September 2018 at 11:00 A.M. at the Office No. 408, B Wing, Dhanji Shamji Corporate Square, Laxmi Nagar, Ghatkopar East, Mumbai-400075 to transact the following business:-

#### **ORDINARY BUSINESS**

1. To consider and adopt the Financial Statement as at 31<sup>st</sup> March, 2018, together with the director's report and auditor's report thereon.
2. To appoint Mr. Sunil Chothani (DIN:06732173), who retires by rotation and being eligible offers himself for re-appointment.
3. **Appointment of Statutory Auditor:**

To ratify the appointment of M/s. Rakesh Agarwal & Associates, Chartered Accountants, Mumbai (Firm Registration No: 119168W) as Statutory Auditor of the Company to hold office until the conclusion of 6<sup>th</sup> Annual General Meeting, and to fix their remuneration for the financial year ending 31<sup>st</sup> March, 2019.

#### **SPECIAL BUSINESS**

4. **To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution for Regularization of Additional Director, Mr. Monil Chothani:**

"RESOLVED THAT pursuant to the provisions of Sections 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Monil Chothani (DIN 07978664), who was appointed as an Additional Director in the capacity of Non-Executive, Non-Independent Director of the Company by the Board of Directors effective November 13, 2017 and who holds office till the date of the Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member in terms of Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Monil Chothani (DIN 07978664) as a candidate for the office of Director of the Company, be and is hereby appointed as an Non-Executive, Non-Independent Director of the Company for a period of five years with effect from November 13, 2017 and the term shall not be subject to retirement by rotation."

Mumbai, 31<sup>st</sup> August, 2018

For Chothani Foods Limited

Sd/-

**Ashok Chothani**  
**Chairman & Director**  
**(DIN: 06732163)**



## NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item No. 4 of the Notice, is annexed hereto. Profile of the relevant Director retiring by rotation as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), is also annexed to the Notice.
2. **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 REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME 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.**
3. Proxy form, in order to be effective, must be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
4. The Company has notified closure of register of members and transfer books from Sunday 23<sup>rd</sup> September, 2018 to Saturday 29<sup>th</sup> September, 2018(both days inclusive).
5. The notice of 05<sup>th</sup> Annual General Meeting of the Company and Annual Report 2017-18, circulated to the members, will be made available on the Company's website at [www.chothanifoodslimited.com](http://www.chothanifoodslimited.com).
6. 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.
7. 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.
8. The Shareholders are requested to notify changes of their address immediately to the Registrars & Transfer Agent **Karvy Computer Share Pvt. Ltd.** 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.
9. 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.
10. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.
  11. Annual Report 2017-18 are being sent by permitted mode to all members of the Company. Member may please note that the Annual Report 2017-18 is also available on the Website of the Company viz [www.chothanifoodslimited.com](http://www.chothanifoodslimited.com).
  12. Share holders are requested to bring their copy of the Annual Report to the meeting as the practice of handing out copies of the Annual Report at the Annual General Meeting has been discontinued in view of the high cost of paper and printing.



**ANNEXURE TO NOTICE**

**ANNEXURE (I) TO THE NOTICE-**

**Explanatory statement pursuant to section 102 of the companies act, 2013**

**For Item no: 4**

The Board of Directors in their meeting held on November 13, 2017 appointed Mr. Monil Chothani as Additional Director of the Company in the capacity of Non-Executive, Non-Independent Director with effect from November 13, 2017 pursuant to Section 161 of the Act read with the provision of Articles of Association of the Company. In terms of section 160 of the Companies Act, 2013, the Company has received notice in writing from member proposing the candidature of Mr. Monil Chothani for appointment as Non-Executive, Non-Independent Director as per the provisions of sections 152 of the Act.

In the opinion of the Board of Directors, he fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as Non-Executive, Non-Independent Director of the Company. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. In terms of Section 160 of the Companies Act, 2013, the Company has received notice in writing from member proposing the candidature of Mr. Monil Chothani to be appointed as Non-Executive, Non-Independent Director as per the provisions of the Companies Act, 2013.

None of the Directors except Mr. Neeraj Chothani, Mr. Ashok Chothani and Mr. Sunil Chothani are concerned or interested in the proposed resolution, as they are related to one another.

**Date: 31<sup>st</sup> August, 2018**

**Place: Mumbai**

**For Chothani Foods Limited**

**Sd/-**

**Ashok Chothani  
Chairman & Director  
(DIN: 06732163)**



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







**ANNEXURE (II) TO THE NOTICE**

**Details of the Directors seeking appointment/re-appointment at the 05<sup>th</sup> Annual General Meeting**

**Annexure of Item No: 02**

<b>Name of Director</b>	Sunil Chothani
<b>DIN</b>	06732173
<b>Date of Birth</b>	22/07/1970
<b>Date of first Appointment</b>	17/01/2014
<b>Qualification</b>	Higher Secondary
<b>Expertise in specific functional areas and experience</b>	Mr. Sunil Chothani, Director is having more than 16 years of experience in the Operations and Management. He guides us in overall operational activities of our Company.
<b>Directorship held in other Companies</b>	BONNE VOLONTE COMMUNICATIONS LLP
<b>Committee positions held in other Companies</b>	Nil
<b>No. of Equity Shares held in the Company as on 31.03.2018</b>	4,82,500 Equity Shares



**Annexure of Item No: 05**

<b>Name of Director</b>	Monil Chothani
<b>DIN</b>	07978664
<b>Date of Birth</b>	28/11/1991
<b>Date of first Appointment</b>	13/11/2017
<b>Qualification</b>	Bachelor of Engineering
<b>Expertise in specific functional areas and experience</b>	Mr. Monil Chothani, Director, B.E. by qualification with over 4 years. Expertise in Information Technology, Software development, Web Designing etc.
<b>Directorship held in other Companies</b>	--
<b>Committee positions held in other Companies</b>	Nil
<b>No. of Equity Shares held in the Company as on 31.03.2018</b>	625 Equity Shares





CHOTHANI FOODS LIMITED (Formerly known as "Ashok Masala Mart Limited") ANNUAL REPORT 2017-18

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 (the Act) and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**CHOTHANI FOODS LIMITED**

**CIN: U15122MH2014PLC252200**

**Regd. Office:** OFFICE NO. 408, B WING, DHAMJI SHAMJI CORPORATE SQUARE, LAXMI NAGAR, GHATKOPAR EAST, MUMBAI- 400075

**Phone:** +91-22-25006871/25006872

**E-mail:** [cs@chothanifoodslimited.com](mailto:cs@chothanifoodslimited.com);

**Website:** [www.chothanifoodslimited.com](http://www.chothanifoodslimited.com)

Name of the member(s):	
Registered address:	
Email Id:	
Folio No./Client Id:	
DP ID:	

I/We, being the member(s) holding \_\_\_\_\_ shares of the above named Company, hereby appoint:

1. Name:

Address:

E-mail Id:

Signature: \_\_\_\_\_, or failing him

2. Name:

Address:

E-mail Id:

Signature: \_\_\_\_\_, or failing him

3. Name:

Address:

E-mail Id:

Signature: \_\_\_\_\_, or failing him



as my/ our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 05<sup>th</sup> Annual General Meeting of the company, to be held on the Saturday, 29<sup>th</sup> September 2018 at 11:00 a.m. at the Ground floor, B WING, DHAMJI SHAMJI CORPORATE SQUARE, LAXMI NAGAR, GHATKOPAR EAST, MUMBAI - 400075 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars
<b>Ordinary Business:</b>	
1	Adoption of Balance sheet as at 31 <sup>st</sup> March, 2018 and Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)
2	Appointment of Mr. Sunil Chothani as a Director liable to retire by rotation. (Ordinary Resolution)
3	To ratify the appointment of M/s. Rakesh Agarwal & Associates, as Statutory Auditors of the Company. (Ordinary Resolution)
<b>Special Business:</b>	
4	To ratify the appointment of Mr. Monil Chothani (DIN: <a href="#">07978664</a> ) as a Director of the Company. (Special Business- Ordinary Resolution)

.....

**Signature of the Member**

Please  
Affix

Re.1/-

Revenue

.....

**Signature of Proxy holder(s)**

**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 Annual General Meeting.



CHOTHANI FOODS LIMITED (Formerly known as "Ashok Masala Mart Limited") ANNUAL REPORT 2017-18

CHOTHANI FOODS LIMITED  
CIN: U15122MH2014PLC252200

Regd. Office: OFFICE NO. 408, B WING, DHAMJI SHAMJI CORPORATE SQUARE, LAXMI NAGAR, GHATKOPAR EAST,  
MUMBAI- 400075

Phone: +91-22-25006871/25006872

E-mail: [cs@chothanifoodslimited.com](mailto:cs@chothanifoodslimited.com)

Website: [www.chothanifoodslimited.com](http://www.chothanifoodslimited.com)

### ATTENDANCE SLIP

(To be presented at the entrance)

**05th Annual General Meeting on Saturday, 29<sup>th</sup> September, 2018**

Saturday, 29<sup>th</sup> September 2018 at 11:00 a.m. at the OFFICE NO. 408, B WING, DHAMJI 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 **05<sup>th</sup> Annual General Meeting** of the Company being held on Saturday, 29<sup>th</sup> September 2018 at 11:00 a.m. at the : OFFICE NO. 408, B WING, DHAMJI SHAMJI CORPORATE SQUARE, LAXMI NAGAR, GHATKOPAR EAST, MUMBAI- 400075.