



Baked with love, Just for you!

CREMICA AGRO FOODS LTD.

Date: 12th August, 2019

To,
The Metropolitan Stock Exchange of India Ltd.(MSEI)
Vibgyor Towers, 4th floor,
Plot No C-62, G- Block,
Opp. Trident Hotel, Bandra Kurla Complex,
Bandra(E), Mumbai-400098.

Scrip Code: CREMICA

Subject: Outcome of the Board Meeting held on 12th August, 2019

This is to apprise you that the meeting of Board of Directors of the Company, **Cre mica Agro Foods Limited** held today i.e. **12th August, 2019**, and in the said meeting the Board transacted the following businesses as specified below:

1. APPROVAL OF UN-AUDITED FINANCIAL STATEMENT FOR THE QUARTER ENDED 30TH JUNE, 2019

Approval of Un-audited Financial Results of the Company for the Quarter ended 30th June, 2019, as reviewed by the Audit Committee, in compliance with Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, along with the Limited Review Report on the said results, as provided by the Statutory Auditors of the Company.

2. CONVENING OF 30TH ANNUAL GENERAL MEETING

The 30th Annual General Meeting("AGM") of the Company will be held on Friday, September 20, 2019 at 10:30 A.M. at 455, Sohan Palace, 2nd Floor, The Mall, Ludhiana, Punjab-141001. The Board of Directors of the company approved the draft notice placed before the meeting convening the said AGM.

3. CLOSURE OF SHARE TRANSFER BOOKS AND REGISTER OF MEMBERS

Pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management & Administration) Rules, 2014 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the board of

Corporate Identity Number (CIN) : L15146PB1989PLC009676

Regd. Office: B-XXXIII-324, G.T. Road (West), Jalandhar Bye Pass, Ludhiana - 141 005, Punjab (India)

Corporate Office: Theing Road, Phillaur-144410, Distt. Jalandhar (Pb.) INDIA, Phone: 01826-222826,

Email: manager.caf@gmail.com Website: www.caf.co.in

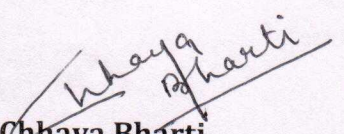
directors of the Company has fixed the dates for closure of Share Transfer Books and Register of Members in their meeting held today. The Register of Members and Share Transfer books will remain closed from Friday, 13th September, 2019 to Friday, 20th September, 2019(both days inclusive) on account of AGM. Kindly take the same on your records.

The said Board Meeting commenced at 01:30 P.M and concluded at 03:25 P.M. This is for your information and record.

Thanking You

Yours faithfully

For Cremica Agro Foods Limited


Chhaya Bharti
(Company Secretary and Compliance Officer)
M. No.: 54747

CREMICA AGRO FOODS LIMITED

Regd. off: B XXX III 324G T ROAD WEST, LUDHIANA, PUNJAB-141005 CIN: L15146PB1989PLC009676
E-mail: manager.caf@gmail.com; Website: www.caf.co.in

Statement of Standalone Un-audited Financial Results for the Quarter ended 30th June 2019 (Rs. In 000 except EPS)

Sl. No.	PARTICULARS	3 Months ended (30/06/2019)	Preceding 3 Months ended (31/03/2019)	Corresponding 3 Months ended in the previous year (30/06/2018)	Year to date figures for current period ended (31/3/2019)
	(Refer Notes Below)	Unaudited	Unaudited	Unaudited	Audited
I	Revenue From operations	0.00	0.00	231.00	231.00
II	Other Income	706.01	2084.11	612.19	4053.75
III	Total Income from Operations (net) :	706.01	2084.11	843.19	4284.75
IV	Expenses :				
(a)	Cost of material Consumed	0.00	0.00	220.00	220.00
(b)	Purchase of stock-in-trade	0.00	0.00	0.00	0.00
(c)	Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	0.00	0.00	0.00	0.00
(d)	Employee benefits expense	135.56	68.64	129.53	465.74
(e)	Finance Cost	0.00	1.39	0.61	3.28
(f)	Depreciation and amortisation expense	22.51	22.57	22.57	90.28
(g)	Other expenses	220.44	439.75	242.36	1348.82
	Total Expenses :	378.51	532.35	615.07	2128.12
V	Profit/(Loss) before Exceptional Items and tax (III-IV)	327.50	1551.76	228.12	2156.63
VI	Exceptional Items	-	-	-	-
VII	Profit/Loss before exceptions items and tax (V-VI)	327.50	1551.76	228.12	2156.63
VIII	Tax expense				
1.	Current Tax	89.15	408.75	62.38	575.41
2.	Deferred Tax	-14.12	(4.27)	3.64	7.52
IX	Net Profit/(Loss) for the period from continuing operations (VII-VIII)	252.47	1147.28	162.10	1573.69
X	Net Profit/(loss) from discontinued operations	-	-	-	-
XI	Tax expenses of discontinued operations	-	-	-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)	-	-	-	-
XIII	Profit/(loss) for the period (IX+XII)	252.47	1,147.28	162.10	1,573.69
XVI	Earnings per equity share (for continuing operation):				
a)	Basic	0.06	0.26	0.11	0.35
b)	Diluted	0.06	0.26	0.11	0.35
	Paid up equity share capital (Face Value of the Share shall be indicated)	4495.50	4495.50	1498.50	4495.50
	Face Value (Rs.)	10.00	10.00	10.00	10.00

1. The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors of the company in its meeting held on 12.08.2019
2. Limited review of the above results has been carried out by the Auditors.
3. No investor complaint was pending at the beginning and end of the quarter. No complaint was received from any investor during the quarter.
4. Provision for Income tax has been made taking into consideration the current prevailing provisions of the law up to date.
5. Figures for the previous quarter/year have been re-grouped/re-arranged, wherever necessary.
6. There is only one segment for the products of the company.
7. The Company has adopted Indian Accounting Standard ("Ind AS") from 1st April, 2017 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in the Ind AS 34 "Interim Financial Reporting", prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and the other accounting principles generally accepted in India.

For Cremica Agro Foods Limited

Chaudhary

Shantika Sukalal Chaudhari

Whole Time Director

DIN - 01315224

Dated : 12.08.2019

Place : Gurgaon



Sunil Kumar Aggarwal

B.Com., F.C.A., DISA (ICAI)

Aseem Aggarwal

B.Com. (H), A.C.A., A.C.S., C.P.A.
St. Xavier's College, Kolkata

NEW DELHI (NCR) | PUNJAB | HARYANA

Office: 455, Sohan Palace, 2nd Floor, The Mall, Ludhiana-141001.

Mobile: 98147-09714, 75080-00350 Phone: 0161-5050669

e-mail : sunil_ksa@yahoo.co.in | aseem@ksafirm.com

Website : www.ksafirm.com

Dated.....

Limited Review Report for the Quarter ended 30th June, 2019

To,
The Board of Directors,
Cremica Agro Foods Limited
R/o: B XXX III 324 G T Road West Ludhiana-Punjab-141005

Sir,

We have reviewed the accompanying statement of unaudited financial results of **Cremica Agro Foods Limited** for the period ended **30th June, 2019** except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ Committee of Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Financial Statements are free of material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Kumar Sunil & Associates
Chartered Accountants



CA Sunil Kumar
Partner
M.No. 084958

Place: Gurgaon
Date: 12.08.2019

UDIN - 19084958 AAAA KP4070

NOTICE OF 30TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **30TH Annual General Meeting** of the members of Cremica Agro Foods Limited will be held on Friday, the 20th day of September, 2019 at 10.30 A.M at Regal Hall, Maharaja Regency, Aarti Chowk, Ferozepur Road, Ludhiana-141001 to transact the following matter as:

ORDINARY BUSINESS

To Consider and if thought fit to pass with or without modification(s) following resolution as an Ordinary Resolution:

1. To receive, consider and adopt audited annual financial statements of the Company for the financial year ended on 31st March, 2019 including Audited Balance Sheet as on 31st March, 2019, the statement of Profit & Loss for the financial year ended on 31st March, 2019 along with the Notes to Accounts and Cash Flow Statement appended thereto and Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Sh. Shantilal Sukalal Chaudhari (DIN: 02315224), Director who retires by rotation in accordance with the Articles of Association of the Company and being eligible, offers himself for re-appointment.
3. **To appoint M/s. Anush Kaileshwar & Co., Chartered Accountants, Firm Registration No: 013077N, as Statutory Auditors of the Company**

Consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139 of the Companies Act, 2013, M/s. Anush Kaileshwar & Co., Chartered Accountants, Firm Registration No: 013077N from whom certificate pursuant to section 139 of the Companies Act has been received, be and are hereby appointed as the Statutory auditor of the company to hold office from the conclusion of the this annual general meeting till the conclusion of 35th annual general meeting of the company to be held in year 2024 at a remuneration to be determined by the Board of Directors of the Company.”

SPECIAL BUSINESS

1. **To appoint Ms. Samridhi Seth (DIN: 08532336) as an Independent Director of the Company**

To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the recommendation of Nomination and remuneration committee and approval of Board of Directors of the company and in accordance with Section 152 read with rules 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013 and the applicable provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended Ms. Samridhi Seth (DIN: 08532336) be and is hereby appointed as an Independent Director to hold office till 11th August, 2022, who shall not be liable to retire by rotation, on the board of the Company subject to the remuneration as may be mutually agreed between the Board of Directors of the Company and the Director.”

**By order of Board of directors
For Cremica Agro Foods Limited**

**Sd/-
Chhaya Bharti
Company Secretary**

Date: 12.08.2019

Place: Gurgaon

Cremica Agro Foods Limited

(CIN: L15146PB1989PLC009676)

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE EFFECTIVE MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. THE BLANK PROXY FORM IS ENCLOSED.** A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. The relevant details as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Paragraph 1.2.5 of Secretarial Standard on General Meetings issued by ICSI, of person seeking appointment or re-appointment as Director under Item No. 2 of Ordinary Business and Item No. 1 of Special business of this Notice are also annexed herewith
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. AGM Notice and Annual Report are being sent by e-mail to those Members who have registered their e-mail ID.s with their Depository (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agent M/s Link Intime India Private Limited ('Link Intime') (in case of physical shareholding) for receipt of documents in electronic mode. The physical copies of AGM Notice and Annual Report are being sent by permitted mode to those Members whose e-mail ID's are not registered.
5. AGM Notice and Annual Report are being sent to all Members, whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ('**Nsdl**') / Central Depository Services (India) Limited ('**Cdsl**'), as on Friday, August 9, 2019. AGM Notice and Annual Report are also available on the Company's website i.e. www.cafl.co.in in the Investor Section as well as on Link Intime's website i.e. [https:// instavote.linkintime.co.in](https://instavote.linkintime.co.in)
6. Only those Members, whose names appear in the Register of Members / List of beneficial owners as on Friday, 13th September, 2019 (**Cut-off Date**), shall be entitled to vote (through remote e-voting / physical ballot paper) on the resolutions set forth in this Notice and their voting rights shall be in proportion to their shares in the paid up equity share capital of the Company as on the Cut-off Date. A person who is not a Member as on the Cut-off Date should treat this Notice for information only.
7. In compliance with provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members the facility to exercise their right to vote by electronic means and the business may be transacted through remote e-voting facility (i.e. facility of casting votes by using an electronic voting system from a place other than the venue of AGM). The Company has engaged the services of Link Intime as the Agency to provide remote e-voting facility. **E-voting is optional.**
8. The Company shall also provide facility for voting through physical ballot paper at the AGM and Members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right to vote at the AGM.
9. Members can opt for only one mode of voting i.e. either by physical ballot paper or by remote e-voting. However, if Members cast their vote through both mode of voting, then the voting through remote e-voting shall prevail.
10. The remote e-voting facility shall be available during the following period:
Commencement of remote e-voting : From 9:00 A.M. on Tuesday, September 17, 2019
End of remote e-voting : Up to 5:00 P.M. on Thursday, September 19, 2019
The remote e-voting shall not be allowed beyond the aforesaid time and date and the e-voting module shall be disabled by Link Intime upon expiry of the aforesaid period.
11. The e-Voting Event Number, User ID and Password for remote e-voting are being sent by e-mail, to those Members who have registered their e-mail ID's and along with physical copy of AGM Notice to those Members, who have not registered their e-mail ID's.

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12. The Members, who have cast their votes by remote e-voting may also attend the AGM but shall not be entitled to cast their vote again.
13. The Board of Directors has appointed Ms. Sanchita Bhardwaj, Practicing Company Secretary (C.P. No.: 20701) representing GA & Associates, Company Secretaries LLP as the Scrutinizer to scrutinize the remote e-voting and physical voting process at the AGM in a fair and transparent manner.
14. The Scrutinizer will make a consolidated Scrutinizers Report of the total votes cast in favour or against and invalid votes if any, to the Chairman or in his absence to any other Director authorized by the Board, who shall countersign the same. Based on the Scrutinizer's Report, the result will be declared by the Chairman or in his absence by the Company Secretary within 48 hours from the conclusion of the AGM at the Registered Office of the Company.
15. The result declared along with the Scrutinizer's Report will be displayed on the notice board of the Company at its Registered Office and shall also be placed on the Company's website www.cafli.co.in and also on Link Intime's website <https://instavote.linkintime.co.in> The result shall also be submitted with the Stock Exchanges, where the Company's shares are listed.
16. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM i.e. September 20, 2019.
17. Members holding shares in physical form are requested to immediately notify change in their address/Bank details to the Company's Share Transfer Agent i.e. M/s. Link Intime India Pvt. Ltd. having its Registered Office at Noble Heights, 1st Floor, NH-2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058 or to the Company's Registered Office at 455, Sohan Palace, 2nd Floor, The Mall, Ludhiana-141001, Punjab together with the proof of address.
18. Since the Company's shares are in compulsory demat trading, to ensure better service and elimination of risk of holding shares in physical form, we request shareholders holding shares in physical form to dematerialize their shares at the earliest.
19. Members seeking any information with regard to Annual Accounts at the time of meeting are requested to send their queries to the Company at least 7 days before the date of meeting so as to enable the management to keep the information ready.
20. 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.
21. Members are requested to bring their attendance slip along with their copy of Annual Report along with them at the Meeting.
22. The documents referred to in the Notice are open for inspection at the Registered Office of the Company on any working day (except Sunday and holiday) between 10.00 A.M. to 12.00 Noon up to the date of Annual General Meeting.
23. The Register under Section 189 (4) of the Companies Act, 2013 shall be produced at the commencement of the meeting and shall remain open and accessible during the continuance of the meeting.
24. The facility for voting, via ballot or polling paper shall also be made available at the meeting and members attending the meeting shall be able to exercise their right at the meeting;
25. The route map of the venue of the Meeting is given in the Notice.
26. Members are requested to carefully read the Procedures and Instructions for Remote e-Voting mentioned hereunder:

Instructions for shareholders to vote electronically:

❖ Log-in to e-Voting website of Link Intime India Private Limited (LI IPL)

1. Visit the e-voting system of LI IPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on "Login" tab, available under 'Shareholders' section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
4. Your User ID details are given below:
 - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
 - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company

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5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

For Shareholders holding shares in Demat Form or Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none">Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said de-mat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none">Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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❖ Cast your vote electronically

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View “Event No” of the company, you choose to vote.
7. On the voting page, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
Cast your vote by selecting appropriate option i.e. Favour/Against for voting.
Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’. You may also choose the option ‘Abstain’ and the shares held will not be counted under ‘Favour/Against’.
8. If you wish to view the entire Resolution details, click on the ‘View Resolutions’ File Link.
9. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “YES”, else to change your vote, click on “NO” and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on “Print” option on the Voting page.

❖ General Guidelines for shareholders:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIIPL: <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’.
They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.
- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please click here or you may refer the Frequently Asked Questions (“FAQs”) and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to insta.vote@linkintime.co.in or Call us :- Tel : 022 - 49186000.

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DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Paragraph 1.2.5 of Secretarial Standard on General Meetings]

Particulars	Mr. Shantilal Sukalal Chaudhari	Ms. Samridhi Seth
Date of Birth	01.05.1962	19.08.1992
Date of first Appointment as Director	01.04.2008	NA
Qualifications	M.Sc (Food Tech)	Company Secretary
Expertise in specific functional area	He has experience of around 33 years	She has an experience of 4 years
Board Membership of other listed Companies as on March 31, 2019	NIL	NIL
Membership / Chairmanships of committees of other companies (includes only Audit Committee and Stakeholders Relationship Committee) as on 31st March, 2019	NIL	NIL
Number of equity shares held in the Company as on 31 st March 2019	NIL	NIL
Relationship with other Directors and Key Managerial Personnel	None	None
Remuneration Last Drawn from the Company	NIL	NIL
No of meetings of the Board attended during the year	6 (Six)	NA

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

The following statement sets out all material facts relating to all the Special Business mentioned in the accompanying Notice:

ITEM NO. 1: Appointment of Ms. Samridhi Seth (DIN: 08532336) as an Independent Director of the Company

The Board of Directors of the Company had appointed Ms. Samridhi Seth (DIN: 08532336) as an Additional Director of the Company in their meeting held on 12th August, 2019, subject to approval of shareholders

The Company has received from Ms. Samridhi Seth:

- (i) consent to act as director of the Company; and
- (ii) a declaration that she is not disqualified from being appointed as a director of the Company.

The resolution is placed before the shareholders to consider and approve the appointment of Ms. Samridhi Seth (DIN: 08532336) as an Independent Director of the Company for a period of 3 years starting from 12th August, 2019 to 11th August 2022.

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Qualification

Ms. Samridhi Seth is a Company secretary working in Ms. Super Fine Knitters Limited as Company Secretary and Compliance officer, having an experience of 4 years in the field of corporate compliance, with her enriched experience she would contribute to the management of the company as a Non-executive Director.

Your Board recommends the Ordinary resolution as set out in this notice for your approval.

Save and except Ms. Samridhi Seth and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of Special business of the Notice.

**By order of Board of directors
For Cremica Agro Foods Limited**

**Sd/-
Chhaya Bharti
Company Secretary**

Place: Gurgaon

Date: 12.08.2019

Cremica Agro Foods Limited

Regd. Office: 455, Sohan Palace, 2nd Floor, The Mall, Ludhiana-141001, Punjab
 Corporate office: Theing Road, Phillaur, Jalandhar, Punjab -144410
 CIN: L15146PB1989PLC009676; Website: www.cafll.co.in
 Tel No.: 01826-222826; Fax No.: 01826 - 222915; E-mail: manager.cafll@gmail.com

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

ATTENDANCE SLIP

*DPID	Name & Address of the registered Shareholder
Regd.FolioNo./*Client Id.	
No.of Share(s)held	

(*Applicable for Members holding Shares in electronic form)

I hereby record my presence at the 30th Annual General Meeting of the members of M/s. Cremica Agro Foods Limited will be held on Friday, the 20th day of September, 2019 at 10.30 A.M. at the Regal Hall, Maharaja Regency, Aarti Chowk, Ferozpur Road, Ludhiana-141001.

Member's/ Proxy's Signature

-----TEAR HERE-----

Cremica Agro Foods Limited

Regd. Office: 455, Sohan Palace, 2nd Floor, The Mall, Ludhiana-141001, Punjab
 Corporate office: Theing Road, Phillaur, Jalandhar, Punjab -144410
 CIN: L15146PB1989PLC009676; Website: www.cafll.co.in
 Tel No.: 01826-222826; Fax No.: 01826 - 222915; E-mail: manager.cafll@gmail.com

FORM NO. MGT-11

PROXYFORM

[Pursuant to Section105 (6) of the Companies Act, 2013 and Rule19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):
Registered Address:
E-mail Id:
*DPID.
Regd.Folio No./*Client Id.

(*Applicable for Members holding Shares in electronic form)

I/We, being the member(s) of Cremica Agro Foods Limited 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 _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the members of M/s. Cremica Agro Foods Limited will be held on Friday, the 20th day of September, 2019 at 10.30 A.M. at the Regal Hall, Maharaja Regency, Aarti Chowk, Ferozpur Road, Ludhiana-141001. And at any adjournment thereof in respect of such resolution as are indicated below:

Resolution No.	Matter of Resolution	For	Against
1.	To receive, consider and adopt audited annual financial statements of the Company for the financial year ended on 31st March, 2019.		
2.	To re-appointment Director Sh. Shantilal Sukalal Chaudhari, (DIN: 02315224)		
3.	To appoint M/s. Anush Kaileshwar & Co., Chartered Accountants, Firm Registration No: 013077N, as Statutory Auditors of the Company		
4.	To appoint Ms. Samridhi Seth (DIN: 08532336) as an Independent Director of the Company		

Signed this.....day of.....2019.

Signature of Shareholder(s):

Signature of Proxy holder(s):

Affix One
 rupee
 revenue
 Stamp

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.

ROUTE MAP
30TH ANNUAL GENERAL MEETING
CREMICA AGRO FOODS LIMITED

