



**THAKKERS**

TOGETHER TOWARDS PROSPERITY  
SINCE 1962

Date - 06.09.2023

To,  
The Manager,  
The Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
25th Floor, Dalal Street,  
Fort, Mumbai – 400 001  
Script Code: 526654

**Subject: Intimation for holding Annual General Meeting and closing of the Register of Members & Transfer Books.**

Dear Sir/Madam,

The Board of Directors of the Company have called the 55<sup>th</sup> Annual General Meeting of the members of the Company at through video conferencing on Zoom App <https://us06web.zoom.us/j/3801672141?pwd=OGtTenZ4TTlhM3ZESjNFcWWh2YjhpZz09>  
Meeting ID: 380 167 2141  
Passcode: 252525

on Saturday, 30th September, 2023 at 03.00 P.M. to setting out the Ordinary & Special Businesses to be transacted thereat together with the Annual Report for financial year 2022-23 have been sent to the members. The venue of the meeting shall be deemed to be at registered office of the Company at 7, Thakkers, Near Nehru Garden, Nashik 422 001

Accordingly, pursuant to Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the notice along with the Explanatory statement of the 55<sup>th</sup> AGM of the Company is enclosed for the information of the Stock Exchange. The said notice forms part of the Annual Report for the Financial Year 2022-23.

Further, the Annual Report is being sent to those members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/ Depositories through electronic mode and is also available on the website of the Company, ...

Pursuant to the Provisions of section 91 of the Companies Act, 2013 and in accordance with the SEBI (LODR), 2015 requirements; the Register of Members and Share Transfer Book of the Company will remain closed from Monday, 25th September, 2023 to Saturday, 30th September, 2023 (Both days inclusive). i.e. record date (both days inclusive) for the purpose of Annual General Meeting.

We request you to take the same on your records.

Thanking you,  
Yours faithfully,

For Thakkers Group Ltd  
(Earlier Known as Asian Food Product Ltd)

  
Gaurav Jitendra Thakker  
DIN – 01587854  
Director



**THAKKERS GROUP LIMITED**

(Earlier Known as Asian Food Product Ltd.)

Head Office : 7, Thakkers, Near Nehru Garden, Nashik - 422 001. Tel.: 0253 2598925 / 2595458

Mumbai Office : Thakkers Unit No - 1414, 14th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013. Tel.: 022 35120510

Email : [info@thakkersgroup.com](mailto:info@thakkersgroup.com), CIN : L70100MH1968PLC013919

## NOTICE FOR FIFTY FIFTH ANNUAL GENERAL MEETING

### NOTICE

**NOTICE** is hereby given that the Fifty Fifth Annual General Meeting of the Members of the Company will be held on Saturday at 03.00 P.M. on 30<sup>th</sup> September 2023, through video conferencing zoom App <https://us06web.zoom.us/j/3801672141?pwd=OGtTenZ4TTlhM3ZESjNFcWh2YjhpZz09>

Meeting ID: 380 167 2141

Passcode: 252525

The venue of the meeting shall be deemed to be at registered office of the Company at 7, Thakkers, Near Nehru Garden, Nashik 422 001 to transact the following business.

#### ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statement of the company for the financial year ended 31<sup>st</sup> March, 2023, together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Chetan Giridharlal Batavia having DIN- 00400700 who retires by rotation and being eligible, offers himself for reappointment.
3. **Resignation acceptance of Woman Director Mrs. Gauri Abhishek Thakker (DIN - 07162574)**

**"RESOLVED THAT** the resignation of Mrs. Gauri Abhishek Thakker (DIN: 07162574) from the directorship of the Company be and is hereby approved & accepted with effect from 30<sup>th</sup> September, 2023

**RESOLVED FURTHER THAT** the Board places on record its appreciation for the assistance and guidance provided by Mrs. Gauri Abhishek Thakker (DIN: 07162574) during their tenure as Directors of the Company.

**RESOLVED FURTHER THAT** all the Directors be and are hereby severally authorized to file E-form DIR-12 with Registrar of Companies and to do all such acts, deeds and things which are necessary to give effect to the resignation of the aforesaid person from the directorship of the Company."

4. **Resignation of Chief Executive Officer CEO**

**RESOLVED THAT** the resignation of Mrs. Gauri Abhishek Thakker as a Chief Executive Officer (CEO) of the Company be and is hereby accepted with effect 30<sup>th</sup> September, 2023.

5. **Appointment of Chief Executive Officer CEO**

**RESOLVED THAT** Mrs. Karishma Gaurav Thakker be hereby appointed as the new Chief Executive Officer (CEO) of the Company with effect 30<sup>th</sup> September, 2023.

**SPECIAL BUSINESS**

**6. Appointment of Woman Director Mrs. Karishma Gaurav Thakker (DIN - 02560908)**

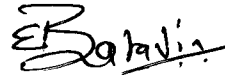
**RESOLVED THAT** pursuant to provisions of Section 152 read with Rule 8, 9 and 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (Including any statutory modification(s) or re-enactment thereof for the time being in Force) and provisions of the Articles of Association of the Company consent of the Shareholders of the Company be and is hereby accorded to appoint Mrs. Karishma Gaurav Thakker as Woman Director of the Company having DIN 02560908 as the with effect from 30th September, 2023

**RESOLVED FURTHER THAT** any of the Directors be and are hereby severally authorized to file necessary e-forms with the Registrar of Companies, Mumbai and to do all the acts, deeds and things which are necessary to the appointment of aforesaid person as a Director of the Company."

**REGD. OFF.:-**  
7, Thakkers  
Near Nehru Garden,  
Nashik 422 001

**PLACE: NASHIK**  
**DATE: 12/08/2023**

By Order of the Board of Directors



**CHETAN G. BATAVIA**  
**CHAIRMAN**

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

**Item No. 6**

In order to strengthen the Board of Directors of the Company, your Board of Directors propose to induct Mrs. Karishma Gaurav Thakker as a Director of the Company. The Board of Directors further informed that to appoint a person directly as Director of the Company, it requires the approval of the Shareholders of the Company. Hence, Shareholders are requested to accord their consent for her appointment.

All the Directors of the Company are interested in the resolution to the extent of their shareholding.

## NOTES FOR MEMBERS ATTENTION:

1. In view of the continuing General Circular No. 20/2020 dated May 05, 2020 and General Circular No.02/2022 dated 05.05.2022, allows to Companies whose AGM are due in the year 2023 to conduct their Annual general Meeting (AGM) on or before 30th September, 2023 in accordance with the requirement laid down in para 3 & para 4 of the General Circular No. 20/2020 dated May 05, 2020, electronic copies of the Annual Report for F.Y.2022-23 physical attendance of the Members to the Annual General Meeting ('AGM') venue is not required and AGM be held through video conferencing ('VC') or other audio visual means ('OAVM'). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and abovementioned MCA Circulars, the AGM of the Company is being held through VC / OAVM.
1. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
2. Institutional investors, who are members of the Company, are encouraged to attend the 55<sup>th</sup> AGM of the Company through VC/ OAVM mode and vote electronically. Corporate members are required to send a scanned copy (PDF/JPG Format) of the Board Resolution/ Power of Attorney authorizing its representatives to attend and vote at the AGM through VC / OAVM on its behalf pursuant to Section 113 of the Act. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [suranaaj@yahoo.co.in](mailto:suranaaj@yahoo.co.in) with a copy marked [sto.evoting@csdl.co.in](mailto:sto.evoting@csdl.co.in).
3. Shareholders holding shares in the same set of names, under different ledger folios are requested to apply for consolidation of such folios along with share Certificates to the Company.
4. Shareholders are requested to notify change in address, if any, immediately to the Company.
5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts concerning the Special Business is annexed hereto.
6. Members desiring any information as regards the Accounts are requested to write to the Company by electronic mode on [info@asianfoodproduct.in](mailto:info@asianfoodproduct.in) at least seven days in advance of the date of Annual General Meeting so as to enable the Management to keep the information ready.
7. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at [info@asianfoodproduct.in](mailto:info@asianfoodproduct.in) between Saturday 16th September, 2023 (09.00 a.m. IST) to Friday, 22nd September, 2023 (5.00 p.m. IST). Only those Members who have preregistered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
8. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 100 members on first come first served basis. This will not include large Shareholders (Shareholders holding 5% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. The detailed instructions for joining the Meeting through VC/OAVM form part of the Notes to this Notice

9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. The Register of members and the share transfer book will remain closed from Monday, 25<sup>th</sup> September, 2023 to Saturday, 30<sup>th</sup> September, 2023 (Both days inclusive).
11. The Company has made an arrangement with CDSL & NSDL for dematerialization of shares. Members are requested to avail the facility of dematerialization of shares of the company. Members are also requested to intimate/update email address with depositories, so in future, under green initiative, all communication will be sent through registered email of shareholders.
12. "Pursuant to the provisions of Regulation 47 of SEBI (LODR), Regulations 2015, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Thackers Group Ltd (Asian Food Products Ltd) ("TGL" or "the Company") is offering e-voting facility to its members in respect of the business to be transacted at the 55<sup>th</sup> Annual General Meeting scheduled to be held at 03.00 Noon on 30<sup>th</sup> September, 2023 through video conferencing.
13. In line with the continuing General Circular No. 20/2020 dated May 05, 2020 and General Circular No.02/2022 dated 05.05.2022, allows to Companies whose AGM are due in the year 2023 to conduct their Annual general Meeting (AGM) on or before 30<sup>th</sup> September, 2023 in accordance with the requirement laid down in para 3 & para 4 of the General Circular No. 20/2020 dated May 05, 2020, electronic copies of the Annual Report for F.Y.2022-23 to those Members whose e-mail addresses are registered with the Company/Depositories and has been uploaded on the website of the Company at [www.asianfoodproduct.in](http://www.asianfoodproduct.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com)
14. According to the Listing Agreement, a brief profile of Directors who are proposed to be reappointed/appoint in AGM, nature of their expertise in functional areas, their other Directorship, their shareholding and relationship with other Directors of the company are given below.

**CHETAN GIRIDHARLAL BATAVIA**  
**Date of Birth: September 15th, 1962**

Chetan Giridharlal Batavia, born on September 15th, 1962, is a professional with a diverse background in estate dealing, land development, and construction activities. While he holds an undergraduate degree, his practical experience and expertise in these areas have been instrumental in shaping his career.

Chetan Giridharlal Batavia has garnered extensive knowledge and hands-on involvement in various aspects of the real estate industry. His proficiency in estate dealing showcases his understanding of property transactions, negotiations, and market dynamics. Through his engagements in land developing, he has contributed to transforming raw land into valuable real estate assets. This involves navigating through zoning regulations, infrastructure planning, and creating spaces that align with market demands.

Furthermore, Chetan Giridharlal Batavia's experience in construction activities underscores his aptitude for overseeing and managing building projects. From conceptualization to completion, he likely possesses insights into project management, budgeting, contractor coordination, and ensuring quality standards.

Chetan's journey as an under graduate with a wide range of skills in estate dealing, land development, and construction activities showcases his practical expertise that extends

beyond formal education. His contributions to these domains have likely played a significant role in the growth and development of the real estate and construction sectors.

#### **KARISHMA GAURAV THAKKER**

**Date of Birth- August 12<sup>th</sup>, 1985**

**Real Estate Expertise:** Karishma's knowledge in real estate activity is likely to be valuable in property evaluation, acquisition, sales, and management. This skill is essential for making informed decisions about real estate investments, which can be a significant source of wealth and income generation.

**Human Resource Management:** Effective human resource management is crucial for any organization's success. Karishma's ability to handle human resources suggests that she can manage teams, create productive work environments, and ensure that the right people are in the right roles.

**Investment Strategy:** Knowing where to invest funds to drive business development is a critical skill. If Karishma has a track record of making sound investment decisions, this can lead to the growth of the business and the generation of additional revenue streams.

**Knowledge of Share Market:** An understanding of the share market can be advantageous in both personal and business financial planning. If Karishma is skilled in navigating the share market, she might be able to leverage this knowledge for strategic investments or to guide others in making informed investment decisions.

Karishma's combination of skills could potentially make her a valuable asset in roles such as real estate development, property management, investment advisory, financial consulting, or even entrepreneurship. However, it's important to note that while having a diverse skill set is advantageous, success in each area requires continuous learning, adaptability, and staying up-to-date with the latest trends and developments in each field.

In light of her exceptional expertise and qualifications, the company has identified Karishma Thakker as the prime candidate for the pivotal role of Chief Executive Officer (CEO) and Director. Following the resignation of Gauri Abhishek Thakker, the board has thoroughly evaluated potential candidates and recognizes that Karishma's capabilities uniquely align with the responsibilities of both the CEO and Woman Director positions.

Procedure for voting through electronic means-

The instructions for shareholders voting electronically are as under:

The voting period begins Saturday 23<sup>rd</sup> September, 2023 (09.00 a.m. IST) and ends on Friday, 29<sup>th</sup> day September, 2023 (5.00 p.m. IST). During this period shareholders' of the Company, holding shares as on 20th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period
- (ii) Click on "Shareholders" tab.
- (ii) Now, select the "THAKKERS GROUP LTD" from the drop down menu and click on "SUBMIT"
- (iii) Now Enter your User ID

- A. For CDSL: 16 digits beneficiary ID,
- B. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

C. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) "Members who have not updated their PAN with the Company/Depository Participant are Requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. "In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. "Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field."

- (vii) If you are a first time user follow the steps given below:
- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant "THAKKERS GROUP LTD" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES / NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.



- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non - Individual Shareholders and Custodians
  - a) Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - c) After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - d) The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - e) A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evoting.cdsl.com> under shareholders/members login by using the remote e-voting credentials.
2. The link for VC/ OAVM along with the Annual Report will be shared on mail IDs of shareholders which are registered with the Company. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of CDSL.
3. Members are encouraged to join the Meeting through Laptops for better experience.
4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

5. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
  
6. Shareholders who would like to express their views/ questions may send the same in advance mentioning their name demat account number/folio number, email id, mobile number at [info@asianfoodproduct.in](mailto:info@asianfoodproduct.in) the same will be replied by the company suitably.

**REGD. OFF.:-**  
7, Thakkers,  
Near Nehru Garden  
Nashik 422001

By Order of the Board of Directors



**CHETAN G. BATAVIA**  
**CHAIRMAN**