

26TH ANNUAL REPORT

OF

NEW ERA ALKALOIDS & EXPORTS LIMITED

2019-20

STATUTORY AUDITORS

SUNIL JOHRI AND ASSOCIATES

CHARTERED ACCOUNTANTS

110, WALLFORT OZONE, FAFADIH CHOWK

RAIPUR, (CG)

MOB: 9893121888

EMAIL: JOHRI62@REDIFFMAIL.COM

NEW ERA ALKALOIDS & EXPORTS LIMITED

CORPORATE OFFICE – 501, WALLFORT OZONE, FAFADIH, RAIPUR (C. G.) 492001

CIN-L24100CT1994PLC008842

Email: neael@rediffmail.com

Telephone No. 0771- 4030947

CORPORATE PROFILE

BOARD OF DIRECTORS

Mr. Ravindra Pokharana	Managing Director & CFO
Mr. Ravi Kamra	Director
Mrs. Satyawati Parashar	Independent Director
Mr. Tulsi Ram Sahu	Independent Director
Mr. Ghanshyam Soni	Independent Director

COMMITTEES OF THE BOARD

I. AUDIT COMMITTEE	
Mrs. Satyawati Parashar	Chairperson
Mr. Ravi Kamra – Director	Member
Mr. Tulsi Ram Sahu- Independent Director	Member
II. NOMINATION & REMUNERATION COMMITTEE	
Mrs. Satyawati Parashar	Chairperson
Mr. Tulsi Ram Sahu	Member
Mr. Ghanshyam Soni	Member
III. STAKEHOLDERS RELATIONSHIP COMMITTEE	
Mrs. Satyawati Parashar	Chairman
Mr. Ravi Kamra	Member
Mr. Tulsi Ram Sahu	Member
Mr. Ravindra Pokharna	Member

COMPLIANCE OFFICER & COMPANY SECRETARY

CS Monika Jain

<i>INDEPENDENT AUDITORS</i>	<i>SECRETARIAL AUDITORS</i>
Sunil Johri & Associates Chartered Accountants Nathani Building, Shastri Chowk, G.E. Road, Raipur – 492 001	SATISH BATRA & ASSOCIATES, Company Secretaries, 2 nd Floor, Ashoka Plaza , Ashoka Ratan, PO Shankar Nagar, Raipur (C. G.) 492 007

<i>LISTED ON</i>	<i>REGISTRAR & SHARE TRANSFER AGENTS</i>
CALCUTTA STOCK EXCHANGE, KOLKATA METROPOLITAN STOCK EXCHANGE OF INDIA (MSEI)	BEETAL Finance And Computer Services (P) Limited BEETAL HOUSE, 99 Madangir, Behing LSC, Near Dada Harsukhdar Mandir, Delhi – 110062 Telephone :011- 29961281 Email Address : Beetalrta@gmail.com

501, Wallfort Ozone, Fafadih Chowk, Raipur (C. G.) 492001

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To
All the Members

NOTICE

NOTICE is hereby given that 26TH Annual General Meeting of the Company will be held at 03.00pm on Wednesday, the 30th September, 2020 through Video Conferencing ("VC")/ Other AudioVisual Means ("OAVM") to transact following business:

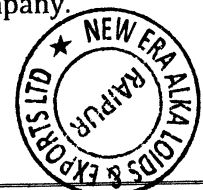
ORDINARY BUSINESS:

1. To receive, consider and adopt financial statement containing the Balance Sheet as at 31st March, 2020 and Statement of Profit & Loss, Cash Flow, Related Party Transactions and Notes to the Financial Statements for the period ended 31st March, 2020 forming part of the Accounts for the year 2019-20 and the Report of the Independent Auditors thereon.
2. To consider re-appointment of director , Shri Ravi Kamra (DIN 00745058) who retire by rotation and being eligible, offers himself for reappointment and if thought fit, to pass the following resolution with or without modification as an **Ordinary resolution-**

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 Shri Ravi Kamra (DIN 00745058) who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. To consider appointment of statutory auditors M/s Agrawal Shukla & Co., Chartered Accountants, Raipur (Firm registration number Firm registration number 326151E) and if thought fit, to pass the following resolution with or without modification as an **Ordinary resolution:**

"RESOLVED THAT pursuant to Section 139 and 142 other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Agrawal Shukla & Co., Chartered Accountants, Raipur (Firm registration number Firm registration number 326151E) be and are hereby appointed as Statutory Auditors of the Company to hold office for a consecutive period of five years from conclusion of 26th Annual General Meeting till the conclusion of the 31st Annual General Meeting at such remuneration as shall be fixed mutually by the Audit Committee in consultation with Auditors and Board of Directors of the Company."



SPECIAL BUSINESS

3. To re-appoint Shri Ravindra Pokharna (DIN 01121333) as the Managing Director of the company consider and if thought fit, to pass with or without modification(s) if any, the following as an Ordinary Resolution:

“RESOLVED THAT on recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Sections 152, 164, 196, 197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Articles 155 and 156 of the Articles of Association of the Company consent of the members be and is hereby accorded to re-appoint Mr.Ravindra Pokharna (DIN 01121333) as the Managing Director of the company for a period of five years with effect from 1st April, 2020 upon the terms and conditions including remuneration as set out in the agreement to be entered into between the company and Shri Ravindra Pokharna, on the remuneration and other terms, set out below:

PERIOD OF APPOINTMENT:

From 1st April, 2020 till 31st March, 2025

BASIC SALARY:

Rs.5,00,000.00 (Rupees five lacs only) per annum.

The any increments will be decided by the Board of Directors in consultation with Nomination and remuneratin Committee taking into account other relevant factors

PERQUISITES

As permissible under Schedule V of the Companies Act, 2013

COMMISSION:

No commission shall be paid

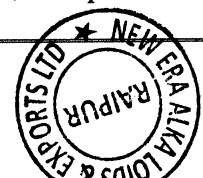
MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year during the currency of his tenure as the Managing Director, remuneration by way of salary, perquisites and other allowances shall be in accordance with the ceiling prescribed in Schedule V to the Companies Act, 2013 or any statutory modification thereof.

RESOLVED FURTHER THAT Shri Ravindra Pokharna will be a Director not liable to retire by rotation”

4. To re-appoint Shri Tulsiram Sahu (DIN 01395347) as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013(“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant



to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Shri Tulsiram Sahu (DIN 01395347), who holds office of Independent Director up to 30th September, 2020 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, signifying his intention to propose Shri Tulsi Ram, Sahu for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 1st October, 2020 upto 30th September, 2025.

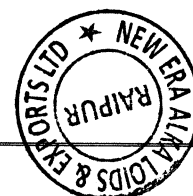
5. To re-appoint Smt. Satyawati Parashar (DIN 00761009) as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013(“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Smt. Satyawati Parashar (DIN 00761009), who holds office of Independent Director up to 30th September, 2020 and who has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, signifying his intention to propose Smt. Satyawati Parashar for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 1st October, 2020 upto 30th September, 2025.

6. To consider and if thought fit, to pass with or without modification(s) if any, the following as an Special Resolution:

“RESOLVED THAT pursuant to provisions of Section 13 read with the Rule 30 of the Companies (Incorporation) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force and subject to approval of Registrar of Companies, Chhattisgarh, or any other statutory authority(ies), if any required in this behalf, consent of members be and hereby accorded to alter the Main object clause and other object clause of the Memorandum of Association of the Company by inserting a new clauses after existing Clauses:

III(A)



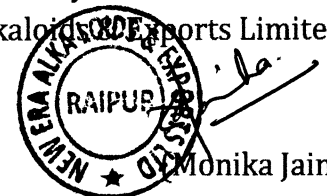
- 1(a) *To carry on the business of trading of granuals like "PP, HDPE, LDPE, LLDPE, PVC and all types of rexine and also carry on business of trading of PP, HDPE Bags and FIBC Bags.*
- 1(b) *To carry on the business of promotion or marketing of goods and services provided by or belonging to the client and provide operational assistance for marketing.*
- 1(c) *To carry on the business of providing all kinds of transportation services and its auxiliary logistics consultancy and services.*

III(B)

- (33) *To invest, trade and hedge in the securities market, mutual funds, and commodities market for all types of commodities, in spot markets and in futures and all kinds of derivatives including currency derivatives and securities permitted under the laws of India.*
- (34) *To invest and deal with the moneys of the company not immediately required, upon such securities and in such manner as may from time to time be determined by the directors.*

All the members are requested to attend the meeting.

By order of the Board
For, New Era Alkaloids Exports Limited



(Monika Jain)
Company Secretary & Compliance Officer

Date: 2nd September, 2020

Place: Raipur (C. G.)