

# SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Fifth Annual Report 2021-22



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## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

**Mr. Sanjay Kumar Baigani**

*Promoter/ Executive Director (MD)*

**Mr. Anil Kumar Nahata**

*Promoter/ Executive Director (WTD & CEO)*

**Mrs. Kiran Devi Begani**

*Promoter/ Non Executive Non Independent*

**Mrs. Padma Nahta**

*Promoter/ Non Executive Non Independent*

**Mr. Gopal Lal Agarwal**

*Non Executive Independent Director*

**Mr. Sanjay Chordiya**

*Non Executive Independent Director*

**Mr. Umesh Kumar Sharma**

*Non Executive Independent Director*

**Mr. Yash Wardhan Jain**

*Non Executive Independent Director*

### **COMPANY SECRETARY**

CS Dilip Patidar

### **CHIEF FINANCIAL OFFICER**

Mr. Ashok Dhakar

### **SECRETARIAL AUDITOR**

M/s. L.N. Joshi & Co.

Practicing Company Secretaries, Indore

### **STATUTORY AUDITORS**

M/s Agarwal Patel and Sinhal

Chartered Accountants, Neemuch

### **BANKER'S**

Axis Bank Limited

HDFC Bank Limited

### **LISTED AT**

National Stock Exchange of India Limited ("EMERGE")  
(SME PLATFORM)

### **REGISTERED OFFICE**

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

CIN: L01111MP2017PLC044596

Regd. Office: "Oswal House", Opposite Balkavibairagi  
College, Nasirabad Highway, Village Kanwati

Neemuch (M.P.)-458441

Ph.: +91-7423-297511, 297006, 297007

Web: www.oswalseeds.com

Email: oswalgroups2002@gmail.com

### **REGISTRAR & SHARE TRANSFER AGENT**

BIGSHARE SERVICES PRIVATE LIMITED

CIN: U99999MH1994PTC076534

BIGSHARE SERVICES PRIVATE LIMITED

Office No. S6-2, 6th Floor, Pinnacle Business Park, Next  
to Ahura Centre, Mahakali Caves Raod, Andheri East

Mumbai (M.H.) -400093.

Tel.: 022-62638200, 62638204

Fax: 022-62638299

Email Id: vinod.y@bigshareonline.com

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# SHREEOSWAL SEEDS AND CHEMICALS LIMITED

CIN: L01111MP2017PLC044596

Registered Office: "Oswal House", Opposite Balkavibairagi College, Nasirabad Highway,  
Village Kanwati, Neemuch MP 458441

Tel. No. 07423-297511, Email id- oswalgroups2002@gmail.com

Website-www.oswalseeds.com

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## NOTICE OF 5<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the **5<sup>th</sup> Annual General Meeting** of the Members of **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** will be held on **Thursday, 29<sup>th</sup> September, 2022 at 2.00 P.M. (IST)** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") for which purpose the Registered Office of the Company shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made thereat, to transact the following businesses:-

### **ORDINARY BUSINESSES:-**

1. To consider and adopt the Audited Standalone Financial Statement of the Company together with the Report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2022.
2. To consider and adopt the Audited Consolidated Financial Statement of the Company together with the Report of the Auditors thereon for the financial year ended March 31, 2022.
3. To appoint a Director in place of Mrs. Kiran Devi Begani (DIN: 07921018) Non Executive Non Independent Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for re-appointment.
4. To appoint a Director in place of Mrs. Padma Nahta (DIN: 07921042) Non Executive Non Independent Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for re-appointment.

### **SPECIAL BUSINESSES:-**

5. **APPOINTMENT OF MR. SANJAY CHORDIYA (DIN: 09462040) AS A NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

**"RESOLVED THAT** Mr. Sanjay Chordiya (DIN: 09462040), who was appointed as an Additional Director of the Company with effect from February 4, 2022, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office as such up to this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 ("the Act") and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non Executive Independent Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions if any of the Companies Act, 2013 (“the Act”), read with Schedule IV to the Act and Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force] the appointment of Mr. Sanjay Chordiya (DIN: 09462040), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b), 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, being eligible for appointment as a Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 4<sup>th</sup> February, 2022 to 3<sup>rd</sup> February, 2027 be and is hereby approved.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.”

**6. APPOINTMENT OF MR. UMESH KUMAR SHARMA (DIN: 09461979) AS A NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**"RESOLVED THAT** Mr. Umesh Kumar Sharma (DIN: 09461979), who was appointed as an Additional Director of the Company with effect from February 4, 2022, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office as such up to this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 (“the Act”) and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non Executive Independent Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions if any of the Companies Act, 2013 (“the Act”), read with Schedule IV to the Act and Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force] the appointment of Mr. Umesh Kumar Sharma (DIN: 09461979), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b), 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, being eligible for appointment as a Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 4<sup>th</sup> February, 2022 to 3<sup>rd</sup> February, 2027 be and is hereby approved.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.”

**7. APPOINTMENT OF MR. YASH WARDHAN JAIN (DIN: 09661572) AS A NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**"RESOLVED THAT** Mr. Yash Wardhan Jain (DIN: 09661572), who was appointed as an Additional Director of the Company with effect from August 24, 2022, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office as such up to this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 (“the Act”) and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non Executive Independent Director of the Company.

**"RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions if any of the Companies Act, 2013 (“the Act”), read with Schedule IV to the Act and Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force] the appointment of Mr. Yash Wardhan Jain (DIN: 09661572), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b), 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, being eligible for appointment as a Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 24<sup>th</sup> August, 2022 to 23<sup>rd</sup> August, 2027 be and is hereby approved.”

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.”

**8. RE-APPOINTMENT OF MR. GOPAL LAL AGARWAL (DIN: 08042715), AS A NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM OF FIVE CONSECUTIVE YEARS COMMENCING FROM 8<sup>TH</sup> JANUARY, 2023 TO 7<sup>TH</sup> JANUARY, 2028.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time and upon recommendation of the Nomination and Remuneration Committee, Mr. Gopal Lal Agarwal (DIN: 08042715), who was appointed as a Non Executive Independent Director of the Company at the 01st Annual General Meeting held on 21st December, 2018 and who hold the office of the Non Executive Independent Director up to 07<sup>th</sup> January, 2023 and being eligible for re-appointment as a Non Executive Independent Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b), 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in respect thereof the Company has received a notice from a member as required under Section 160 of the Companies Act, 2013 and being eligible for re-appointment, be and is hereby re-appointed as an Non Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (Five) consecutive years on the Board of the Company with effect from 8<sup>th</sup> January, 2023 to 7<sup>th</sup> January, 2028.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.”

**BY ORDER OF THE BOARD OF DIRECTORS**

**DATE: 24<sup>TH</sup> AUGUST, 2022**  
**PLACE: NEEMUCH**

**DILIP PATIDAR**  
**COMPANY SECRETARY**  
**ACS-34566**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
CIN: L01111MP2017PLC044596  
Registered Office: "Oswal House",  
Opposite Balkavibairagi College, Nasirabad Highway,  
Village Kanwati, Neemuch MP 458441  
WEB: www.oswalseeds.com  
EMAIL: oswalgroups2002@gmail.com  
Phone: +91-7423-297511

## NOTES:-

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular no. 02/2021 dated January 13, 2021, General Circular no. 19/2021 dated December 08, 2021, General Circular no. 21/2021 dated December 14, 2021 followed by Circular No. 02/2022 dated 5<sup>th</sup> May, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 followed by SEBI circular no. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 (collectively "SEBI Circulars"), have permitted companies to conduct AGM through Video Conferencing (VC) or other audio-visual means (OAVM), subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made there under, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 5<sup>th</sup> AGM of the Company is being convened and conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The Company has availed the facility of Central Depository Services (India) Limited (CDSL) for convening the 5<sup>th</sup> AGM through VC/OAVM, a detailed process in which the members can attend the AGM through VC/OAVM has been enumerated in Note number 27 of this Notice.
2. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 (the Act).
3. **ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT:** In compliance with the aforesaid MCA and SEBI circulars physical copies of the financial statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for the Financial Year ended 31<sup>st</sup> March, 2022 pursuant to Section 136 of the Act and Notice calling the AGM pursuant to Section 101 of the Act read with the Rules framed thereunder are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent or the Depositories. The Company will not be dispatching physical copies of such statements and Notice of AGM to any Member.  
  
To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form.
4. Members who have not registered their e-mail address and those members who have become the member of the Company after Friday 26<sup>th</sup> August, 2022 being the cut-off date for sending soft copy of the Notice of 5<sup>th</sup> AGM and Annual Report for the financial year 2021-22, may access the same from Company's website at [www.oswalseeds.com](http://www.oswalseeds.com), websites of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com).
5. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF**

**HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

Since the 5<sup>th</sup> AGM of the Company will be convened through VC/ OAVM, where there will be no physical attendance of members, the requirement of appointment of proxies pursuant to the provisions of Section 105 of the Act has been dispensed with. Accordingly, attendance slip and proxy form will not be annexed to this Notice.

6. Pursuant to the provisions of Sections 112 and 113 of the Act, corporate/ Institutional member can authorize their representatives to attend the AGM through VC/OAVM and cast their votes through e-voting. Provided a scan copy (PDF) of the Board Resolution authorizing such representative to attend the AGM of the Company through VC/OAVM on its behalf and to vote through remote e-voting shall be sent to the Scrutinizer through the registered email address of the member(s) at lnjoshics@gmail.com with a copy marked to the Company at oswalgroups2002@gmail.com
7. Pursuant to Provision of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Book of the Company will remain closed during the period from Thursday, 22<sup>nd</sup> Day of September, 2022 to Thursday, 29<sup>th</sup> Day of September, 2022 (both days inclusive) for the purpose of 5<sup>th</sup> Annual General Meeting.
8. The Statement as required under Section 102 of the Act setting out material facts concerning the businesses with respect to Item Nos. 5 to 8 forms part of this Notice is annexed hereto.

As per the provisions of Clause 3.A.II of the General Circular No. 20/2020 dated May 5, 2020, the matters of Special Businesses as appearing at Item Nos. 5 to 8 of the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.

9. The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations) and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at the AGM are provided as an annexure to the Notice forms integral part of this notice. Requisite declarations have been received from Director's for seeking appointment/re-appointment.
10. Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant(s) and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participant(s). The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. While making payment of Dividend, the Registrar and Share Transfer Agent is obliged to use only the data provided by the Depositories, in case of such dematerialized shares.
11. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing

service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website [www.oswalseeds.com](http://www.oswalseeds.com) and on the website of the Company's Registrar and Share Transfer Agent <http://bigshareonline.com>. It may be noted that any service request can be processed only after the Client account is KYC Compliant.

12. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form.
13. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
14. 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.
15. Members desirous of obtaining any information concerning to the accounts and operations of the Company are requested to send their queries to the Company Secretary at least 7 (seven days) before the date of the meeting so that the required information can be made available at the meeting.
16. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act and relevant documents referred to in this Notice of AGM and explanatory statement, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. Thursday, 29<sup>th</sup> September, 2022. Members seeking to inspect such documents can send an email to [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com).
17. Members are requested to contact the Registrar and Share Transfer Agent for all matter connected with Company's shares at BIGSHARE SERVICES PRIVATE LIMITED, Office No. S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Raod, Andheri East, Mumbai (M.H.)-400093.
18. **Investor Grievance Redressal:** The Company has designated an exclusive e-mail ID i.e. [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com) to enable the investors to register their complaints/send correspondence, if any.
19. **Webcast:** Members who are entitled to participate in the AGM can view the proceedings of AGM by logging in the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) using the login credentials.

20. The Company has appointed Mr. L.N. Joshi, Practicing Company Secretary (Membership No. FCS-5201; CP No.4216) to act as the scrutinizer for conducting the remote e-voting process as well as the e-voting during the AGM, in a fair and transparent manner.
21. The voting rights of Shareholders shall be in proportion of shares held by them to the total paid up equity shares of the Company as on Thursday, 22<sup>nd</sup> September, 2022, being the cut-off date.
22. A person who has acquired the shares and has become a member of the Company after dispatch of notice of AGM and prior to the Cut-off date i.e. Thursday, 22<sup>nd</sup> September, 2022, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting during AGM by following the procedure mentioned in this Notice.
23. A person, who is not a Member as on Thursday, 22<sup>nd</sup> September, 2022, should treat this Notice for information purposes only.
24. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company - [www.oswalseeds.com](http://www.oswalseeds.com) as soon as possible after the Meeting is over.
25. The procedure for joining the AGM through VC/OAVM is mentioned in this Notice. Since the AGM will be held through VC/OAVM, the route map is not annexed in this Notice.
26. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, Secretarial Standard on General Meetings ("SS-2"), Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the facility for remote e-voting and e-voting in respect of the businesses to be transacted at the AGM is being provided by the Company through Central Depository Services (India) Limited ("CDSL"). Necessary arrangements have been made by the Company with CDSL to facilitate remote e-voting and e-voting during the AGM.
27. **THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND EVOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**
  - (i) 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 to all members .
  - (ii) The voting period begins on Monday 26<sup>th</sup> September, 2022 from 9.00 A.M. and ends on Wednesday, 28<sup>th</sup> September, 2022 at 5.00 P.M. During this period shareholders' of the Company as on the cut-off date (record date) of Thursday, 22<sup>nd</sup> September, 2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (iii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iv) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

(v) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-voting service providers' website directly.</p>

	<p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</p>
	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a>.</p> <p>3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be</p>

	redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode. As on date there are no physical shareholders in the company as all the shares in electronic mode. However process for login in case of physical shareholders as are under:**

(vi) Login method for e-voting and joining virtual meeting for physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

2) Click on “Shareholders” module.

3) 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. Shareholder holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) 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 e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	<b>For physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the

	Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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 e-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.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant company i.e. < SHREEOSWAL SEEDS AND CHEMICALS LIMITED > on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**(xviii) Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only**

- Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- 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).
- After receiving the login details 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.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**28. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at oswalgroups2002@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at oswalgroups2002@gmail.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
11. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good Internet speed.
12. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

**29. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

- (i) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id. However company does not have any physical shareholder as all the shares in electronic mode only.
- (ii) For Demat shareholders- please update your email id & mobile no. with your respective Depository Participant (DP).
- (iii) For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

**30. DECLARATION OF RESULTS:**

- (i) The scrutinizer shall, immediately after the conclusion of voting during the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairperson of the Company or the person authorized by him, who shall countersign the same.

- (ii) Based on the scrutinizer's report, the Company will submit within 2 (two) working days of the conclusion of the AGM to the Stock Exchange, details of the voting results as required under Regulation 44(3) of the SEBI Listing Regulations.
- (iii) The results declared along with the scrutinizer's report, will be hosted on the website of the Company at [www.oswalseeds.com](http://www.oswalseeds.com) and on the website of CDSL, i.e. [www.evotingindia.com](http://www.evotingindia.com), immediately after the declaration of the result by the Chairperson or a person authorized by him in writing and communicated to the Stock Exchange.
- (iv) The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Thursday 29<sup>th</sup> September, 2022 subject to receipt of the requisite number of votes in favour of the Resolutions.

**31. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.**

**BY ORDER OF THE BOARD OF DIRECTORS**

**DATE: 24<sup>TH</sup> AUGUST, 2022**

**PLACE: NEEMUCH**

**DILIP PATIDAR  
COMPANY SECRETARY  
ACS-34566**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

CIN: L01111MP2017PLC044596

Registered Office: "Oswal House",

Opposite Balkavibairagi College, Nasirabad Highway,

Village Kanwati, Neemuch MP 458441

WEB: [www.oswalseeds.com](http://www.oswalseeds.com)

EMAIL: [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com)

Phone: +91-7423-297511

## **STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Statement sets out all material facts relating to the businesses mentioned under Item Nos. 5 to 8 of the accompanying Notice dated 24<sup>th</sup> August, 2022:

### **ITEM NO. 5: APPOINTMENT OF MR. SANJAY CHORDIYA (DIN: 09462040) AS A NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors at its meeting held on February 4<sup>th</sup> 2022, appointed Mr. Sanjay Chordiya (DIN: 09462040) as an additional Director as well as Non Executive Independent Director of the Company, not liable to retire by rotation, for a term of five years i.e. from February 4<sup>th</sup> 2022, up to February 3<sup>rd</sup> 2027 subject to the approval of the Members in ensuing Annual General Meeting. According to the provision of Section 161(1) of the Companies Act, 2013 ('the Act'), Mr. Sanjay Chordiya (DIN: 09462040) shall hold office as an Additional Director up to the date of this Annual General Meeting and is eligible to be appointed as a Non Executive Independent Director.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member, proposing his candidature for the office of Non Executive Independent Director. The profile and specific areas of expertise of Mr. Sanjay Chordiya (DIN: 09462040) are provided as Annexure to this Notice. Mr. Sanjay Chordiya (DIN: 09462040) has given his declaration to the Board that he is not disqualified from being appointed as a Non Executive Independent Director in terms of Section 164 of the Act and has given his consent to act as a Non Executive Independent Director, he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b), 25(2A) of the SEBI Listing Regulations and is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Non Executive Independent Director in terms of Section 164 of the Act. In the opinion of the Board, Mr. Sanjay Chordiya (DIN: 09462040) is a person of integrity, possesses the relevant expertise/experience, and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as a Non Executive Independent Director and he is independent of the management. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, a copy of the draft appointment letter in relation to appointment of Mr. Sanjay Chordiya (DIN: 09462040) as a Non-executive Independent Director setting out the terms and conditions of the appointment would be available for inspection by the Members, by writing an email to the Company at [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com).

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Sanjay Chordiya (DIN: 09462040) on the Board of the Company and accordingly the Board recommends the appointment of Mr. Sanjay Chordiya (DIN: 09462040) as an Independent Non executive Director as proposed in the Resolution no. 5 for approval by the Members through Special Resolution.

The disclosure under Regulation 36 of the SEBI Listing Regulations is provided as notes to this notice separately.

Except proposed appointee and his relatives, none of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 5 of the Notice.

**ITEM NO. 6: APPOINTMENT OF MR. UMESH KUMAR SHARMA (DIN: 09461979) AS A NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors at its meeting held on February 4<sup>th</sup> 2022, appointed Mr. Umesh Kumar Sharma (DIN: 09461979) as an Additional Director as well as Non Executive Independent Director of the Company, not liable to retire by rotation, for a term of five years i.e. from February 4<sup>th</sup> 2022, up to February 3<sup>rd</sup> 2027 subject to the approval of the Members in ensuing Annual General Meeting. According to the provision of Section 161(1) of the Companies Act, 2013 ('the Act'), Mr. Umesh Kumar Sharma (DIN: 09461979) shall hold office as an Additional Director up to the date of this Annual General Meeting and is eligible to be appointed as a Non Executive Independent Director.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member, proposing his candidature for the office of Director. The profile and specific areas of expertise of Mr. Umesh Kumar Sharma (DIN: 09461979) are provided as Annexure to this Notice. Mr. Umesh Kumar Sharma (DIN: 09461979) has given his declaration to the Board that he is not disqualified from being appointed as a Non Executive Independent Director in terms of Section 164 of the Act and has given his consent to act as a Director, he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b), 25(2A) of the SEBI Listing Regulations and is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Non Executive Independent Director in terms of Section 164 of the Act. In the opinion of the Board, Mr. Umesh Kumar Sharma (DIN: 09461979) is a person of integrity, possesses the relevant expertise/experience, and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as a Non Executive Independent Director and he is independent of the management. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, a copy of the draft appointment letter in relation to appointment of Mr. Umesh Kumar Sharma (DIN: 09461979) as a Non-executive Independent Director setting out the terms and conditions of the appointment would be available for inspection by the Members, by writing an email to the Company at [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com).

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Umesh Kumar Sharma (DIN: 09461979) on the Board of the Company and accordingly the Board recommends the appointment of Mr. Umesh Kumar Sharma (DIN: 09461979) as an Independent Director as proposed in the Resolution no. 6 for approval by the Members as a Special Resolution.

The disclosure under Regulation 36 of the SEBI Listing Regulations is provided as notes to this notice separately.

Except proposed appointee and his relatives, none of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 6 of the Notice.

**ITEM NO. 7: APPOINTMENT OF MR. YASH WARDHAN JAIN (DIN: 09661572) AS A NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors at its meeting held on August, 24<sup>th</sup> 2022, appointed Mr. Yash Wardhan Jain (DIN: 09661572) as an Additional Director as well as Non Executive Independent Director of the Company, not liable to retire by rotation, for a term of five years i.e. from August 24<sup>th</sup> 2022, up to August 23<sup>rd</sup> 2027, subject to the approval of the Members in ensuing Annual General Meeting. According to the provision of Section 161(1) of the Companies Act, 2013 ('the Act'), Mr. Yash Wardhan Jain (DIN: 09661572) shall hold office as an Additional Director up to the date of this Annual General Meeting and is eligible to be appointed as a Non Executive Independent Director.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member, proposing his candidature for the office of Director. The profile and specific areas of expertise of Mr. Yash Wardhan Jain (DIN: 09661572) are provided as Annexure to this Notice. Mr. Yash Wardhan Jain (DIN: 09661572) has given his declaration to the Board that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director, he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b), 25(2A) of the SEBI Listing Regulations and is not restrained from acting as a Non Executive Independent Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Non Executive Independent Director in terms of Section 164 of the Act. In the opinion of the Board, Mr. Yash Wardhan Jain (DIN: 09661572) is a person of integrity, possesses the relevant expertise/experience, and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as a Non Executive Independent Director and he is independent of the management. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, a copy of the draft appointment letter in relation to appointment of Mr. Yash Wardhan Jain (DIN: 09661572) as a Non-executive Independent Director setting out the terms and conditions of the appointment would be available for inspection by the Members, by writing an email to the Company at [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com).

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Yash Wardhan Jain (DIN: 09661572) on the Board of the Company and accordingly the Board recommends the appointment of Mr. Yash Wardhan Jain (DIN: 09661572) as a Non Executive Independent Director as proposed in the Resolution no. 7 for approval by the Members as a Special Resolution.

The disclosure under Regulation 36 of the SEBI Listing Regulations is provided as notes to this notice separately.

Except proposed appointee and his relatives, none of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 7 of the Notice.

**ITEM NO. 8: RE-APPOINTMENT OF MR. GOPAL LAL AGARWAL (DIN: 08042715), AS A NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM OF FIVE CONSECUTIVE YEARS COMMENCING FROM 8<sup>TH</sup> JANUARY, 2023 TO 7<sup>TH</sup> JANUARY, 2028.**

The Board of Directors at its meeting held on 8<sup>th</sup> January, 2018 had appointed Mr. Gopal Lal Agarwal (DIN: 08042715) as an Additional Director of the Company to hold office till the next Annual General Meeting. Further, the Members in their 1<sup>st</sup> Annual General Meeting held on Friday, 21<sup>st</sup> December, 2018 confirmed the appointment of Mr. Gopal Lal Agarwal (DIN: 08042715) as a Non Executive Independent Director of the Company to hold office for a term of 5 years w.e.f. from 8<sup>th</sup> January, 2018 to 7<sup>th</sup> January, 2023. Accordingly, the tenure of Mr. Gopal Lal Agarwal (DIN: 08042715), as a Non Executive Independent Director is due for expire on 7<sup>th</sup> January, 2023.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of independent directors, has recommended re-appointment of Mr. Gopal Lal Agarwal (DIN: 08042715) as a Non Executive Independent Directors for second term of 5 (five) consecutive years on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background and experience and contributions made by him as a position of chairman of various committee, the continued association of Mr. Gopal Lal Agarwal (DIN: 08042715) would be beneficial for the Company and it is desirable to continue to avail his services as a Non Executive Independent Director.

Accordingly, it is proposed to re-appoint Mr. Gopal Lal Agarwal (DIN: 08042715) as a Non Executive Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company w.e.f. 8th January, 2023 to 7th January, 2028 & pass necessary Special resolution at this AGM.

Mr. Gopal Lal Agarwal (DIN: 08042715) is not disqualified from being appointed as a Non Executive Independent Director in terms of Section 164 of the Act and has given his consent to act as a Non Executive Independent Director. The Company has also received declaration from him that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under regulation 16(1)(b) and other applicable Regulation of the SEBI Listing Regulations. In the opinion of the Board, he fulfills the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and SEBI Listing Regulations.

The Company has received notices in writing from a Member under Section 160 of the Act, proposing the candidature of Mr. Gopal Lal Agarwal (DIN: 08042715) for the office of Non Executive Independent Director of the Company.

The brief profile of Mr. Gopal Lal Agarwal (DIN: 08042715) who is proposed to be re-appointed as a Non Executive independent director is annexed herewith separately with this notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, a copy of the draft appointment letter in relation to re-appointment of Mr. Gopal Lal Agarwal (DIN: 08042715) as a Non Executive Independent Director setting out the terms and conditions of the re-appointment would be available for inspection by the Members, by writing an email to the Company at [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com).

The disclosure under Regulation 36 of the SEBI Listing Regulations is provided as notes to this notice separately.

Except proposed appointee and his relatives, none of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 8 of the Notice.

Accordingly the Board recommends the Special Resolution set out in item no. 8 of this notice for approval of members.

**BY ORDER OF THE BOARD OF DIRECTORS**

DATE: 24<sup>TH</sup> AUGUST, 2022  
PLACE: NEEMUCH

**DILIP PATIDAR**  
**COMPANY SECRETARY**  
**ACS-34566**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

CIN: L01111MP2017PLC044596  
Registered Office: "Oswal House",  
Opposite Balkavibairagi College, Nasirabad Highway,  
Village Kanwati, Neemuch MP 458441  
WEB: [www.oswalseeds.com](http://www.oswalseeds.com)  
EMAIL: [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com)  
Phone: +91-7423-297511

**Additional Information of Director seeking appointment/re-appointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting:**

Name of Director/ Appointee	Mrs. Kiran Devi Begani	Mrs. Padma Nahta	Mr. Sanjay Chordiya	Mr. Umesh Kumar Sharma	Mr. Yash Wardhan Jain	Mr. Gopal Lal Agarwal
DIN	07921018	07921042	09462040	09461979	09661572	08042715
Date of Birth	08/07/1976	05/07/1976	18/05/1979	27/06/1979	06/06/1988	28/07/1961
Date of Appointment	01/12/2017	01/12/2017	04/02/2022	04/02/2022	24/08/2022	08/01/2018
Qualification	Higher Secondary	Higher Secondary	Bachelor of Commerce	M.A.; B.Ed	Chartered Accountant (CA)	B.com, CAIIB

<b>Expertise/ Experience in specific functional areas</b>	5 years in HR Management	5 years in administration	14 Years in Agro Business	15 Years in Administration	9 Years in the field of Audit, Direct and Indirect Taxation	40 years in field of Banking
<b>No. &amp; % of Equity Shares held in the Company including shareholding as a beneficial owner</b>	10 Shares (0.001%) Not hold any share as a beneficial owner	10 Shares (0.001%) Not hold any share as a beneficial owner	NIL	NIL	NIL	4000 [0.026%] Not hold any share as a beneficial owner
<b>List of outside Company's Directorship held</b>	Shreeoswal Psyllium Exports India Limited	Shreeoswal Psyllium Exports India Limited	None	None	None	None
<b>List of Companies in which resigned in the past three years</b>	NIL	NIL	NIL	NIL	NIL	NIL
<b>Salary or Sitting fees paid</b>	Rs. 25,000/- (Sitting fee)	Rs. 25,000/- (Sitting fee)	NIL	NIL	Not Applicable, appointed in current financial year	Rs. 25,000/- (Sitting fee)
<b>Chairman /Member of the Committees of the Board of Directors of the Company</b>	NIL	NIL	Member of Audit Committee, Nomination & Remuneration Committee and Stakeholder's Relationship Committee	Member of Audit Committee, Nomination & Remuneration Committee and Stakeholder's Relationship Committee	NIL	Chairperson of Audit Committee, Nomination & Remuneration Committee and Stakeholder's Relationship Committee.
<b>Chairman /Member of the Committees of the Board Directors of other Companies in which he is director</b>	NIL	NIL	NIL	NIL	NIL	NIL
<b>Chairman / Member of the Committees of the Board Directors of other Companies in which resigned in the past three years</b>	NIL	NIL	NIL	NIL	NIL	NIL

<b>Relationship between directors inter-se</b>	Mrs. Kiran Devi Begani is wife of Mr. Sanjay Kumar Baigani (Chairman and Managing Director)	Mrs. Padma Nahta is wife of Mr. Anil Kumar Nahata (Whole Time Director and CEO)	None	None	None	None
<b>Attendance at Board Meetings</b>	During the year 1 <sup>st</sup> April, 2021 to 31 <sup>st</sup> March, 2022, 5 Board Meetings of the Company were held, and Mrs. Kiran Devi Begani had attended all the Meetings.	During the year 1 <sup>st</sup> April, 2021 to 31 <sup>st</sup> March, 2022, 5 Board Meetings of the Company were held, and Mrs. Padma Nahta had attended all the Meetings.	None*	None*	Not applicable since he was appointed during the current financial year 2022-23.	During the year 1 <sup>st</sup> April, 2021 to 31 <sup>st</sup> March, 2022, 5 Board Meetings of the Company were held, and Mr. Gopal Lal Agarwal had attended all the Meetings.
<b>In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements</b>	Not Applicable	Not Applicable	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Mr. Sanjay Chordiya	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Mr. Umesh Kumar Sharma and concluded that Mr. Umesh Kumar Sharma possess the relevant skill and capabilities to discharge the role of	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Mr. Gopal Lal Agarwal and concluded that Mr. Yash Wardhan	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Mr. Gopal Lal Agarwal and concluded that Mr. Yash Wardhan

			and concluded that Mr. Sanjay Chordiya possess the relevant skill and capabilities to discharge the role of Independent Director.	Independent Director.	Jain and concluded that Mr. Yash Wardhan Jain possess the relevant skill and capabilities to discharge the role of Independent Director.	relevant skill and capabilities to discharge the role of Independent Director.
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*\* Since Mr. Sanjay Chordiya (DIN: 09462040) and Mr. Umesh Kumar Sharma (DIN: 09461979) both were appointed w.e.f. 04.02.2022 and they were not eligible to attend any Board Meeting for the financial year 2021-22.*

**BY ORDER OF THE BOARD OF DIRECTORS**

DATE: 24<sup>TH</sup> AUGUST, 2022  
PLACE: NEEMUCH

**DILIP PATIDAR  
COMPANY SECRETARY  
ACS-34566**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
CIN: L01111MP2017PLC044596  
Registered Office: "Oswal House",  
Opposite Balkavibairagi College, Nasirabad Highway,  
Village Kanwati, Neemuch MP 458441  
WEB: [www.oswalseeds.com](http://www.oswalseeds.com)  
EMAIL: [oswalgroups2002@gmail.com](mailto:oswalgroups2002@gmail.com)  
Phone: +91-7423-297511

# SHREEOSWAL SEEDS AND CHEMICALS LIMITED

CIN: L01111MP2017PLC044596

Registered Office: "Oswal House", Opposite Balkavibairagi College, Nasirabad Highway,  
Village Kanwati, Neemuch MP 458441

Tel. +91-7423-297511, Email id- oswalgroups2002@gmail.com,  
Website-www.oswalseeds.com

## BOARD'S REPORT

Dear Shareholders,  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
Neemuch (M.P.)

Your Directors are pleased to present the 5<sup>th</sup> Annual Report on the business operation of **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** along with Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022.

### 1. STATE OF AFFAIRS AND FINANCIAL PERFORMANCE:-

#### 1.1 FINANCIAL HIGHLIGHTS AND SUMMARY OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS:

The Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, have been prepared in accordance with the Accounting Standards (AS) as notified by the Ministry of Corporate Affairs and as amended from time to time.

The performance highlights and summarized financial results of the Company are given below:

(Amount in Lacs except EPS)

Particulars	Standalone		Consolidated	
	Year ended 31 <sup>st</sup> March 2022	Year ended 31 <sup>st</sup> March 2021	Year ended 31 <sup>st</sup> March 2022	Year ended 31 <sup>st</sup> March 2021
Total Income	10480.10	7369.71	24061.66	16134.17
Total Expenditure	9907.69	6975.22	23304.35	15628.20
<b>Profit/(Loss) before exceptional and extraordinary items &amp; tax</b>	<b>572.41</b>	<b>394.49</b>	<b>757.30</b>	<b>505.97</b>
Exceptional & Extraordinary Item	-	-	-	-
<b>Profit/(Loss) before tax</b>	<b>572.41</b>	<b>394.49</b>	<b>757.30</b>	<b>505.97</b>
Provision for Tax				
Current Tax	160.28	109.62	211.97	139.07
Current Tax expenses related to Prior Period	1.31	0.77	3.06	2.17
Deferred Tax	(1.03)	0.12	(1.29)	(0.34)
<b>Profit/(Loss) after tax</b>	<b>411.85</b>	<b>283.97</b>	<b>543.56</b>	<b>365.07</b>
Paid up Equity Share Capital	1524.50	1524.50	1524.50	1524.50
Earnings per share (Rs.10/- each)	2.70	1.86	3.57	2.39

Basic	2.70	1.86	3.57	2.39
Diluted				

## 1.2 OPERATIONAL AND STATE OF COMPANY'S AFFAIRS:-

On Standalone basis, during the financial year 2021-22, your Company has recorded revenue from operation of Rs. 10263.59 Lacs as against Rs. 7246.72 Lacs in the previous year, recording an increase of 41.63%. Further during the financial year, company earned net profit after tax of Rs. 411.85 Lacs as against previous year in which Company earned net profit amounting to Rs. 283.97 Lacs.

On a consolidated basis, your Company has recorded revenue from operation of Rs. 24051.69 Lacs as against Rs. 16121.62 Lacs in the previous year, recording an increase of 49.19%. Further on consolidated basis company earned net profit after tax of Rs. 543.56 Lacs as against previous financial year in which Company earned net profit amounting to Rs. 365.07 Lacs. The consolidated financials reflect the cumulative performances of Shreeoswal Seeds and Chemicals Limited along with its wholly owned subsidiary Company. Detailed description about the business carried out is contained in the Management Discussion and Analysis report.

During the Current Financial Year, Company has also started construction of its own warehouse on company's property; it will reduce cost and increase profitability of the Company. Furthermore Company will also start operation in vegetable seeds business which provide new high to our business and increase profitability of company.

## 2. ANNUAL RETURN

Pursuant to Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 ("the Act") as amended from time to time, the Annual Return of the Company for Financial Year 2021-22 is available on the Company's website at weblink at [http://oswalseeds.com/files/Form MGT 7 Shreeoswal 2022.pdf](http://oswalseeds.com/files/Form_MGT_7_Shreeoswal_2022.pdf)

## 3. DIVIDEND:-

To conserve resources and plough back profits, your Directors have not recommended any dividend for the year under review.

## 4. AMOUNTS TRANSFERRED TO RESERVES:-

During the financial year, no amount has been transferred to any reserve.

## 5. DEPOSITS:-

The Company has not accepted any deposits, within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

## THE DETAILS OF DEPOSITS WHICH ARE NOT IN COMPLIANCE WITH THE REQUIREMENTS OF CHAPTER V OF THE ACT

Not applicable since company has not accepted any deposits the question does not arise regarding non compliance with the requirements of Chapter V of the Act.

## DISCLOSURE OF UNSECURED LOAN RECEIVED FROM DIRECTORS:

Pursuant to Section 2(31) of Companies Act, 2013 Read with Rule 2(1)(viii) of Companies (Acceptance of Deposits) Rules, 2014, (including any statutory modification or re-

enactment thereof for the time being in force), the details of unsecured loan received from directors are given below:

(Amount in Lacs)					
S. No.	Name of Directors	Opening Balance	Amount Received	Amount Repaid	Outstanding amount on 31.03.2022
01	Mr. Sanjay Kumar Baigani (Chairman and Managing Director)	Nil	8.00	8.00	Nil

#### 6. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:-

The Composition of the Board of Directors of the Company is in accordance with the provision of Section 149 of the Companies Act, 2013 with an appropriate combination of Executive, Non-Executive and Independent Directors.

Further note that Board of Directors in their meeting held on 04<sup>th</sup> February, 2022, approved the appointment of Mr. Sanjay Kumar Baigani (DIN: 07921083) Managing Director of the Company as Chairman of the Board and Company w.e.f. 04<sup>th</sup> February, 2022.

#### a) Constitution of the Board

As on date of Report, Board of directors are comprising of total 8 (Eight) Directors namely:

1. Mr. Sanjay Kumar Baigani, Promoter/ Chairman and Managing Director
2. Mr. Anil Kumar Nahata, Promoter/ CEO and Whole Time Director
3. Mrs. Kiran Devi Begani, Promoter/ Non Executive Non Independent Director
4. Mrs. Padma Nahta, Promoter/ Non Executive Non Independent Director
5. Mr. Gopal Lal Agarwal, Non Executive Independent Director
6. Mr. Umesh Kumar Sharma, Additional Director/ Non Executive Independent Director
7. Mr. Sanjay Chordiya, Additional Director/ Non Executive Independent Director
8. Mr. Yash Wardhan Jain, Additional Director/ Non Executive Independent Director

The Chairman of the Board is Promoter/ Executive Director. The Board members are highly qualified with the strong varied experience in the relevant field of the business activities of the Company which plays significant roles for the business policy and decision making process and provide guidance to the executive management to discharge their functions effectively.

#### b) Change in Directors

During the financial year 2021-22, Board of Directors in their meeting held on 04<sup>th</sup> February, 2022, considered appointment of Mr. Umesh Kumar Sharma (DIN: 09461979) and Mr. Sanjay Chordiya (DIN: 09462040) as an Additional Director as well as Non Executive Independent Director of the Company for a period of 5 years w.e.f. 04<sup>th</sup> February, 2022 and who will hold such office up to the date of the ensuing Annual General Meeting of the Company and shall not be liable to retire by rotation for which Company has received the requisite Notice from a Member in writing proposing their appointment as Director of the Company.

Further during the current financial year 2022-23, Board of Directors in their meeting held on 24<sup>th</sup> August, 2022, considered appointment of Mr. Yash Wardhan Jain (DIN: 09661572) as an Additional Director as well as Non Executive Independent Director of the Company for a period of 5 years w.e.f. 24<sup>th</sup> August, 2022 and who will hold such office up to the date of the ensuing Annual General Meeting of the Company and shall not be liable to retire by rotation for which Company has received the requisite Notice from a Member in writing proposing his appointment as Director of the Company. Further Board of Directors in same meeting accepted resignation of Mr. Sunil Kumar Agarwal (DIN: 08046616) from the post of Non-Executive Independent Director of the Company w.e.f. 24<sup>th</sup> August, 2022.

**c) Directors liable to retire by rotation seeking re-appointment**

Mrs. Kiran Devi Begani (DIN: 07921018) and Mrs. Padma Nahta (DIN: 07921042), Non Executive Non Independent Director of the Company, retires at the ensuing 5<sup>th</sup> Annual General Meeting of the Company and being eligible offers themselves for re-appointment. Your Directors have recommended their appointment for approval of the members in the ensuing Annual General Meeting of your Company.

**d) Board Independence**

Our definition of 'Independent Director is derived from Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015 and Section 149(6) of the Companies Act, 2013. As on 31<sup>st</sup> March, 2022, Company is having following 4 (Four) Non Executive Independent Directors:

1. Mr. Gopal Lal Agarwal, Non Executive Independent Director
2. Mr. Umesh Kumar Sharma, Additional Director/ Non Executive Independent Director
3. Mr. Sanjay Chordiya, Additional Director/ Non Executive Independent Director
4. Mr. Sunil Kumar Agarwal, Non Executive Independent Director

**e) Independent Directors seeking re-appointment at the ensuing Annual General Meeting**

The term of office of Mr. Gopal Lal Agarwal (DIN: 08042715) as Independent Director, will be over on January 07, 2023. The Board of Directors, on recommendations of the Nomination and Remuneration Committee have proposed re-appointment of Mr. Gopal Lal Agarwal (DIN: 08042715) as Independent Director of the Company for a second term of 5 (five) consecutive years on the expiry of his current term of office, for the consideration by the Members of the Company at the ensuing Annual General Meeting.

**f) Key Managerial Personnel**

As on the date of Board Report, Mr. Sanjay Kumar Baigani (DIN: 07921083), Chairman & Managing Director; Mr. Anil Kumar Nahata (DIN: 07921005), CEO and Whole-time Director; Mr. Ashok Dhakar, Chief Financial Officer and Mr. Dilip Patidar, Company Secretary and Compliance Officer; have been categorized as the Key Managerial Personnel within the meaning of Section 203 of the Companies Act, 2013.

**g) Changes in the Key Managerial Personnel**

Members in their 4<sup>th</sup> Annual General Meeting held on 22<sup>nd</sup> September, 2021 confirmed the re-appointment of Mr. Sanjay Kumar Baigani (DIN: 07921083) as Managing Director of the further period of three years w.e.f. 01<sup>st</sup> December, 2020 to 30<sup>th</sup> November, 2023 and Mr.

Anil Kumar Nahata (DIN: 07921005) as Whole Time Director of the further period of three years w.e.f. 15<sup>th</sup> June, 2021 to 14<sup>th</sup> June, 2024.

#### **h) Disqualifications of Directors**

During the year declarations were received from the Directors of the Company pursuant to Section 164 of the Companies Act, 2013. Board appraised the same and found that none of the director is disqualified for holding office as director.

### **7. COMPOSITION OF BOARD OF DIRECTORS, COMMITTEES & THEIR ATTENDANCE:-**

#### **I. BOARD OF DIRECTORS**

The Composition of the Board is in conformity with Section 149 of the Companies Act, 2013. The Board of your Company comprises of Eight Directors as on 31<sup>st</sup> March, 2022. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Section 149(6) of the Companies Act, 2013. The maximum tenure of Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 149(6) of the Companies Act, 2013.

Further, during the financial year 2021-22, Five Board Meetings were held i.e. on 31<sup>st</sup> May, 2021, 30<sup>th</sup> June, 2021, 10<sup>th</sup> August, 2021, 11<sup>th</sup> November, 2021 and 04<sup>th</sup> February, 2022 respectively & the gap between two meetings did not exceed 120 days. Proper notices for meeting were given and the proceedings were properly recorded and Draft Minutes of Board Meeting were circulated to members of the Board for their comments.

Composition and Attendance of Directors at the meetings held during the year 2021-22 are mentioned in the table below:

Sr. No	Name of Director	Category	No. of Board Meetings during their tenure		Attendance at the previous AGM held on 22 <sup>nd</sup> September 2021
			Held	Attended	
1	Mr. Sanjay Kumar Baigani (DIN: 07921083)	Promoter/Chairman and Managing Director	5	5	Yes
2	Mr. Anil Kumar Nahata (DIN: 07921005)	Promoter/CEO and Whole time Director	5	5	Yes
3	Mrs. Kiran Devi Begani (DIN: 07921018)	Promoter/ Non Executive Non Independent Director	5	5	Yes
4	Mrs. Padma Nahta (DIN: 07921042)	Promoter/ Non Executive Non Independent Director	5	5	No
5	Mr. Gopal Lal Agarwal (DIN: 08042715)	Non Executive Independent Director	5	5	Yes
6	*Mr. Sunil Kumar Agarwal (DIN: 08046616)	Non Executive Independent Director	5	5	No
7	*Mr. Umesh Kumar Sharma (DIN: 09461979)	Additional Director as well as Non Executive Independent Director	0	0	NA

8	*Mr. Sanjay Chordiya (DIN: 09462040)	Additional Director as well as Non Executive Independent Director	0	0	NA
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**Notes:** Details of change in Directors are already reported in Point No. 5 of this Report.

## II. AUDIT COMMITTEE:

The Company has constituted Audit Committee as per requirement of Section 177 of the Companies Act 2013. The terms of reference of Audit Committee are broadly in accordance with the provisions of Companies Act, 2013. The recommendation of the Audit Committee were duly approved and accepted by the Board during the year under review. During the year the committee met on three occasions on following dates viz., 30<sup>th</sup> June, 2021, 10<sup>th</sup> August, 2021 and 11<sup>th</sup> November, 2021.

Composition and Attendance of Members at the Meetings of the Audit Committee held during 2021-22 is given below:

Sr. No	Name of Director	Category	Designation	No. of Meetings	
				Held during their tenure	Attended
1	Mr. Gopal Lal Agarwal (DIN: 08042715)	Non Executive Independent Director	Chairman	3	3
2	Mr. Sunil Kumar Agarwal (DIN: 08046616)	Non Executive Independent Director	Member	3	3
3	Mrs. Padma Nahta (DIN: 07921042)	Promoter, Non-Executive Non-Independent Director	Member	3	3

During the year, Board of Directors in their meeting held on 04<sup>th</sup> February, 2022 reconstituted committee consisting of Mr. Gopal Lal Agarwal (DIN: 08042715) (Chairman), Mr. Umesh Kumar Sharma (DIN: 09461979) and Mr. Sanjay Chordiya (DIN: 09462040), Non Executive Independent Director of the Company as member of the Committees. As on 31<sup>st</sup> March, 2022 all the members of the Committees are Independent Directors.

As required under the Companies Act, 2013, SEBI Listing regulations and Secretarial Standards, the Chairman of the Committee or, in his absence, any other Member of the Committee authorized by him on his behalf shall attend the General Meeting of the Company. Mr. Gopal Lal Agarwal (DIN: 08042715), Chairman of the Audit Committee, was virtually present at the 4<sup>th</sup> AGM of the Company held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") facility on 22<sup>nd</sup> September, 2021 to address the Shareholder's queries pertaining to Annual Accounts of the Company.

## III. NOMINATION & REMUNERATION COMMITTEE:

The Company has constituted Nomination & Remuneration Committee as per requirement of Section 178 of the Companies Act 2013. The terms of reference of Nomination & Remuneration Committee are broadly in accordance with the provisions of Companies Act, 2013. During the year the committee met on two occasions on following dates viz., 31<sup>st</sup> May, 2021 and 04<sup>th</sup> February, 2022.

Composition and Attendance of Members at the Meetings of the Nomination & Remuneration Committee held during 2021-22 is given below:

Sr. No	Name of Director	Category	Designation	No. of Meetings	
				Held during their tenure	Attended
1	Mr. Gopal Lal Agarwal (DIN: 08042715)	Non Executive Independent Director	Chairman	2	2
2	Mr. Sunil Kumar Agarwal (DIN: 08046616)	Non Executive Independent Director	Member	2	2
3	Mrs. Padma Nahta (DIN: 07921042)	Promoter, Non-Executive Non-Independent Director	Member	2	2

During the year, Board of Directors in their meeting held on 04<sup>th</sup> February, 2022 reconstituted committee consisting of Mr. Gopal Lal Agarwal (DIN: 08042715) (Chairman), Mr. Umesh Kumar Sharma (DIN: 09461979) and Mr. Sanjay Chordiya (DIN: 09462040), Non Executive Independent Director of the Company as member of the Committees. As on 31<sup>st</sup> March, 2022 all the members of the Committees are Independent Directors.

As per Section 178(7) of the Act, SEBI Listing Regulation and Secretarial Standards, the Chairman of the Committee or, in his absence, any other Member of the Committee authorized by him in this behalf shall attend the General Meetings of the Company. The Chairman of the Committee, Mr. Gopal Lal Agarwal (DIN: 08042715) was present at the 4<sup>th</sup> AGM of the Company held on 22<sup>nd</sup> September, 2021 to answer member's queries.

#### IV. STAKEHOLDER'S RELATIONSHIP COMMITTEE:

The Company has constituted Stakeholder's Relationship Committee to redress complaints of shareholders. During the year the committee met on 11<sup>th</sup> November, 2021.

Composition and Attendance of Members at the Meetings of the Stakeholder's Relationship Committee held during 2021-22 is given below:

Sr. No	Name of Director	Category	Designation	No. of Meetings	
				Held during their tenure	Attended
1	Mrs. Padma Nahta (DIN: 07921042)	Promoter, Non-Executive Non-Independent Director	Chairperson	1	1
2	Mr. Gopal Lal Agarwal (DIN: 08042715)	Non Executive Independent Director	Member	1	1
3	Mr. Sunil Kumar Agarwal (DIN: 08046616)	Non Executive Independent Director	Member	1	1

During the year, Board of Directors in their meeting held on 04<sup>th</sup> February, 2022 reconstituted committee consisting of Mr. Gopal Lal Agarwal (DIN: 08042715) (Chairman), Mr. Umesh Kumar Sharma (DIN: 09461979) and Mr. Sanjay Chordiya (DIN: 09462040), Non Executive Independent Director of the Company as member of the Committees. As on 31<sup>st</sup> March, 2022 all the members of the Committees are Independent Directors.

As per Section 178(7) of the Act, SEBI Listing Regulation and Secretarial Standards, the Chairman of the Committee or in his absence, any other Member of the Committee authorized by him in this behalf shall attend the General Meetings of the Company. The Chairperson of the Committee, Mrs. Padma Nahta (DIN: 07921042) was present at the 4<sup>th</sup> Annual General Meeting of the Company held on 22<sup>nd</sup> September, 2021.

#### **8. POSTAL BALLOT:-**

During the Financial year members of the company passed a special resolution through postal ballot on 15<sup>th</sup> day of March, 2022 by way of remote e-voting in accordance with the provisions of the Companies Act 2013 and rules made there under for the purpose of migration of listing/ trading of Equity Shares of the Company from SME Platform (EMERGE) of National Stock Exchange of India Limited (NSE) to Main Board of NSE. The Board of Directors of the Company, as its meeting held on Friday 4<sup>th</sup> February, 2022 has appointed Mr. L.N. Joshi, Practicing Company Secretary, Indore, Proprietor of M/s. L. N. Joshi and Company, as Scrutinizer for conducting the postal ballot process through Remote E-voting in a fair and transparent manner.

#### **9. DECLARATION BY INDEPENDENT DIRECTOR:-**

The Independent Directors have submitted the declaration of independence, as required under Section 149(7) of the Companies Act, 2013, stating that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') as amended from time to time.

The Board is of the opinion that the Independent Directors of the Company hold highest standards of integrity and possess requisite expertise and experience required to fulfil their duties as Independent Directors.

#### **10. DIRECTORS RESPONSIBILITY STATEMENT:-**

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

i. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures in adoption of these standards;

ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that year;

iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- iv. The Directors have prepared the annual accounts on a going concern basis;
- v. The Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- vi. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**11. STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION HAS BEEN MADE BY THE BOARD OF ITS OWN PERFORMANCE, ITS DIRECTORS, AND THAT OF ITS COMMITTEES:-**

Pursuant to the provisions of the Act and the SEBI Listing Regulations, The evaluation of all the directors, committees, Chairman of the Board, and the Board as a whole was conducted based on the criteria and framework adopted by the Board which includes assessing the quality, quantity and timelines of flow of information between the Company, Management and the Board, as it is necessary for the Board to effectively and reasonably perform their duties.

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Individual Directors, the Board as a whole and its Committees with the Company.

**Performance Evaluation Criteria for Independent Directors:**

The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behavior and judgments.

**Statement with regard to integrity, expertise and experience of the independent director appointed during the year.**

During the year under review, Board of Directors in their meeting held on 04<sup>th</sup> February, 2022, based on the recommendation of the Nomination and Remuneration Committee appointed Mr. Umesh Kumar Sharma (DIN: 09461979) and Mr. Sanjay Chordiya (DIN: 09462040) as an Additional as well as Non- Executive Independent Director of the Company for a term of five year w.e.f. 04<sup>th</sup> February, 2022 subject to approval of the members in ensuing Annual General Meeting.

In the opinion of the Board, Mr. Umesh Kumar Sharma (DIN: 09461979) and Mr. Sanjay Chordiya (DIN: 09462040) possesses the requisite qualification and expertise for being appointed as an Additional Director under the category of 'Non Executive Independent Director' of the Company.

Also the board opined that all our Independent Directors possess requisite qualifications, experience, and expertise and hold high standards of integrity for the purpose of Rule 8(5) (iii) of the Companies (Accounts) Rules, 2014.

## **12.PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS U/S 186:-**

Pursuant to Section 186 of Companies Act, 2013 and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 at the financial year ended 2022, Company had investment of Rs. 3.50 Crores consisting of 35,00,000 equity shares of Rs. 10/- each in Shreeoswal Psyllium Exports India Limited which is wholly owned subsidiary company and investment of Rs. 0.73 Lacs consisting of 10,900 equity shares of Vodafone Idea Limited, Further company had given loan and advances to its wholly owned subsidiary company and outstanding amount as on 31<sup>st</sup> March, 2022 is Rs. 3846.36 Lacs. Details of Investments and loan are stated in notes No. 13 and 15 to Financial Statements respectively.

The above stated investment and loan are within the limits as specified under Section 186 of the Companies Act, 2013 and the company is not required to take any further approval of its members.

## **13.PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:-**

Your Company has formulated the Policy on Related Party Transactions in line with the requirements of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018. The policy regulates all transactions between the Company and its related parties which is also available on the Company's website at: <https://www.oswalseeds.com/conduct.html>.

The Policy intends to ensure that proper reporting; approval and disclosure processes are in place for all transactions between the Company and Related Parties.

During the year under review, all Related Party Transactions entered by the Company, were approved by the Audit Committee and were at arm's length and in the Ordinary course of business. Prior omnibus approval is obtained for Related Party Transactions which are of repetitive nature and entered in the Ordinary Course of Business and on an Arm's Length.

No Material Related Party Transactions, i.e. transactions exceeding 10% of the annual turnover as per the last audited financial statement, were entered during the year by your Company. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013, in Form AOC-2 is not applicable to the Company.

#### **14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:-**

The particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under sub-section (3)(m) of Section 134 of the Companies Act, 2013 read with Rule (8)(3) of the Companies (Accounts) Rules, 2014 are given as under:

##### **14.1 CONSERVATION OF ENERGY:**

a. The steps taken or impact on conservation of energy:-

The Company has a well-organized, structured and centrally controlled Energy Management system for utility and Infrastructure. Regular focus and efforts are made to improve efficiency and accuracy by modernization of high end Technology. Some of the key initiatives for conserving energy are as under: -

(i) Replacement of Conventional Light with LED Lights at factory and Office resulting in saving of electricity.

(ii) Replacement of capacitor and installed latest technology equipments, machine and plants which consume less energy and minimum power. Services of machineries are done in regular interval which minimized the consumption of energy

b. The steps taken by the company for utilizing alternate sources of energy:-

The Company has used alternate source of energy, whenever and to the extent possible. DG set is used by the Company.

c. The capital investment on energy conservation equipments:- NIL

##### **14.2 TECHNOLOGY ABSORPTION:**

a. The effort made towards technology absorption-

Company have installed latest technology of machine made in bulher (UK)

b. The benefits derived like product improvement, cost reduction, product development or import substitution- No specific activity has been done by the Company.

c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year:- The Company has neither purchased within India nor imported any technology.

d. The expenditure incurred on Research & Development.- The Company has not incurred any expenditure on Research and Development during the year under review.

##### **14.3 FOREIGN EXCHANGE EARNINGS AND OUTGO:**

There were no Foreign Exchange earnings and outgoings that took place during the financial year as required by Companies (Accounts) Rules, 2014.

#### **15. STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS:-**

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud, error reporting mechanisms, accuracy and

completeness of the accounting records, and timely preparation of reliable financial disclosures.

Your company has an effective internal control and risk mitigation system. The company's internal control system is commensurate with its size, scale and complexities of its operations; the internal and operational audit is entrusted to Ms. Avani Nahar, Chartered Accountants. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The company has a robust management information system, which is an integral part of the control mechanism.

The audit committee of the board of directors, statutory auditors and the business heads are periodically apprised of the internal audit findings and corrective actions taken. Audit plays a key role in providing assurance to the Board of Directors. Significant audit observations and corrective actions taken by the management are presented to the audit committee of the board. To maintain its objectivity and independence, the internal audit function reports to the chairman of the audit committee. Report of statutory auditors for internal financial control system is part of Audit Report.

#### **16. CORPORATE SOCIAL RESPONSIBILITY (CSR):-**

The Company is not required to provide statement on Corporate Social Responsibility as per Section 134(3)(o) of the Companies Act, 2013 as the company do not fall under the criteria provided under Section 135(1) of Companies Act, 2013; therefore, no such committee was constituted.

Beginning with the financial year 2022-2023 the Company has under taken to spend on its CSR activities every year, 2% of its average Net Profits during every block of three years. 'Net Profit' shall be calculated in the manner prescribed by the Act and the CSR Rules.

Pursuant to Section 135 (9) Where the amount to be spent by a company under sub-section (5) does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company. Since the proposed amount of CSR Expenditure is less than Rupees Fifty Lakhs, the company is not required to constitute the CSR Committee and the functions of CSR Committee shall be performed by the Board of Directors.

The Company's CSR Policy lays out the vision, objective and implementation mechanism. The Company's CSR Policy is available on the Company's weblink at <http://oswalseeds.com/files/CSR%20Policy.pdf>.

#### **17. REMUNERATION POLICY / DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES:-**

In accordance with Section 178 and other applicable provisions if any, of the Companies Act, 2013 read with the Rules issued there under and the SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015, the Board of Directors formulated the Nomination and Remuneration Policy of your Company on the recommendations of the Nomination and Remuneration Committee. Pursuant to Section 134(3) of the Companies Act, 2013, the nomination and remuneration policy of the Company which lays down the criteria for determining qualifications, competencies, positive attributes and independence for appointment of Directors and policies of the Company relating to remuneration of Directors, KMP and other employees is available on the Company's website at <https://www.oswalseeds.com/conduct.html>.

The Board of Directors affirms that the remuneration paid to senior management and other employees is in accordance with the remuneration policy of the Company.

The Disclosure required under Section 197(12) of the Companies Act, 2013 read with the Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended up to date, is annexed as **Annexure-A** and forms an integral part of the Board Report.

None of the employee of the company is drawing more than Rs. 1,02,00,000/- per annum or Rs. 8,50,000/- per month for the part of the year, during the year under review. Therefore, Particulars of the employees as required under Section 197 of Companies Act, 2013 read with rule 5(2) & rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable during the year under review.

Further the statement containing details of Top Ten Employees in terms of remuneration of employees as required under Section 197(12) of the Act, read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is available at registered office of the Company. In terms of Section 136(1) of the Act, the Annual Report is being sent to the Members excluding the aforesaid details. Any Member desirous of obtaining above said details may write to the Company Secretary.

Mr. Sanjay Baigani, Chairman & Managing Director and Mr. Anil Kumar Nahata, CEO & Whole Time Director have taken sitting fee of Rs. 1.50 Lacs each from wholly owned subsidiary company SHREEOSWAL PSYLLIUM EXPORTS INDIA LIMITED during the year under review.

Further, Mrs. Kiran Devi Begani and Mrs. Padma Nahta who are Non Executive Non Independent Director of the Company are drawing remuneration of Rs. 20.50 Lacs and Rs. 17.50 Lacs respectively from wholly owned subsidiary company i.e. SHREEOSWAL PSYLLIUM EXPORTS INDIA LIMITED in capacity of whole time Director in wholly owned subsidiary Company during the year under review.

## **18. SUBSIDIARY COMPANIES, JOINT VENTURES OR ASSOCIATE COMPANIES:-**

The Company has one Wholly Owned Subsidiary Company i.e. Shreeoswal Psyllium Exports India Limited (CIN: U01100MP2018PLC045146) as on March 31, 2022. Financial of the subsidiary is disclosed in the Consolidated Financial Statements, which form part of this Annual Report. A separate statement containing salient features of the Financial Statement of the Subsidiary in accordance with Section 129(3) of the Companies Act, 2013 and the rules made there under in the prescribed Form AOC-1 is annexed to this Report as **ANNEXURE-B** and hence is not repeated here for sake of brevity. The Company does not

have any joint venture or associate Company. There has been no material change in the nature of the business of the subsidiary company.

In accordance with fourth proviso to Section 136(1) of the Companies Act, 2013, the Annual Report of your Company, containing inter alia the audited standalone and consolidated financial statements, has been placed on the website of the Company at [www.oswalseeds.com](http://www.oswalseeds.com). Further as per fifth proviso of the said Section, audited financial statements together with related information and other reports of the subsidiary company have also been placed on the website of the Company at [www.oswalseeds.com](http://www.oswalseeds.com).

In terms of Section 136 of the Companies Act, 2013 ('the Act'), financial statement of the subsidiary company is not required to be sent to the members of the Company. The Company shall provide a copy of the annual accounts of its subsidiary company to the members of the Company on their request. The annual accounts of its wholly owned subsidiary company will also be kept open for inspection at the registered office of the Company during business hours.

Pursuant to the requirements of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the details of Loans/Advances made to and investment made in the subsidiary have been furnished in Notes forming part of Annual Report.

#### **MATERIAL SUBSIDIARY**

During the year under review, Company does not have any material subsidiary company.

#### **19. CONSOLIDATED FINANCIAL STATEMENTS:-**

Your Directors have pleasure in attaching the Consolidated Financial Statements pursuant to the requirement of Section 129 of the Companies Act, 2013 and Regulation 33 & Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with other applicable provisions and prepared in accordance with Accounting Standard AS-21, for financial year ended March 31, 2022. The Consolidated Financial Statements form part of this Annual Report.

A Report on the performance and financial position of the subsidiary company included in the Consolidated Financial Statements and their contribution to the overall performance of the Company, is provided in Form AOC-1 and forms part of this Annual Report.

#### **20. CORPORATE GOVERNANCE:-**

The Company being listed on the SME Platform of National Stock Exchange of India Limited (EMERGE Platform) is exempted from provisions of applicability of Corporate Governance as per Regulation 15 of the SEBI (LODR) Regulations, 2015. Hence, no Corporate Governance Report is required to be disclosed with Annual Report. It is pertinent to mention that the Company follows substantial provisions of the corporate governance voluntarily as a part of Good Corporate Governance.

## **21. REPORT ON MANAGEMENT DISCUSSION ANALYSIS:-**

As per Regulation 34(2) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed analysis of the Company's performance is discussed in the Management Discussion and Analysis Report, which forms part of this Annual Report.

## **22. DISCLOSURE ON ESTABLISHMENT OF A VIGIL MECHANISM/WHISTLE BLOWER POLICY:-**

The Company has a whistle blower policy for Directors and employees to report genuine concerns or grievances about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The details of establishment of the reporting mechanism are disclosed on the website of the Company at the weblink:- <http://www.oswalseeds.com/conduct.html>. No Person has been denied access to the Audit Committee.

## **23. SECRETARIAL AUDIT:-**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors appointed M/s. L. N. Joshi & Company, Practicing Company Secretaries, Indore to conduct the Secretarial Audit of the Company for the year ended March 31, 2022. The Secretarial Audit Report given by the Secretarial Auditor of the Company is annexed as **Annexure-C** and forms an integral part of this Report, which is self explanatory. The secretarial audit report does not contain any qualification, reservation or adverse remark.

## **24. STATUTORY AUDITORS:-**

M/s. Bharat Kumar Agarwal & Co, Chartered Accountants (Firm Registration No.012245C) were appointed as Statutory Auditors of your Company in the 1<sup>st</sup> Annual General Meeting held on 21<sup>st</sup> December, 2018, for a term of five consecutive years i.e. (from the conclusion of 1<sup>st</sup> AGM up to the conclusion of 6<sup>th</sup> AGM to be held in the calendar year 2023 on such remuneration as may be mutually agreed between the Board of Directors of the Company and the auditors.

Further, during the year 2020-21, name of Company Statutory Auditor was changed from Bharat Kumar Agarwal & Co to Agarwal Patel and Sinhal. However, there was no change in firm constitution, firm registration number of the statutory Auditor firm.

### **EXPLANATION TO AUDITOR'S REMARKS**

The Auditors in their report have referred to the notes forming part of the Accounts which are self-explanatory and does not contain any qualification, reservation or adverse remark or disclaimer.

Further, there was no fraud in the Company, which was required to report by Statutory Auditors of the Company under sub-section (12) of Section 143 of Companies Act, 2013.

## **25. INTERNAL AUDIT:-**

The Board of Directors has appointed CA Avani Nahar, Chartered Accountant, as Internal Auditor to conduct the internal audit of the various areas of operations and records of the Company. The periodic reports of the said internal auditors are regularly placed before the Audit Committee along with the comments of the management on the action taken to correct any observed deficiencies on the working of the various departments.

The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations including those relating to strengthening of the Company's risk management policies and systems.

**26. COST AUDIT:-**

Your Company does not falls within the provision of Section 148 of Companies Act, 2013 read with the Companies (Cost Records & Audit) Rules, 2014 as amended from time to time; therefore, no such record are required to be maintained.

**27.CODE OF CONDUCT:-**

The Board of Directors has laid down a Code of Conduct ("the Code") for all Board members and senior management personnel of your Company. The Code of Conduct is available on Company's website of the Company <http://www.oswalseeds.com/conduct.html>

All Board members and senior management personnel have confirmed compliance with the Code.

**28.CODE FOR PROHIBITION OF INSIDER TRADING PRACTICES:-**

The Company has formulated and adopted the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' which, inter alia, includes Policy for determination of "Legitimate Purpose" and 'Code of Conduct for Prevention of Insider Trading in Securities of SHREEOSWAL SEEDS AND CHEMICALS LIMITED in compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("the Regulations").

The Company's Code of Conduct has been formulated to regulate, monitor and ensure reporting of trading by the Designated Persons and their immediate relatives towards achieving compliance with the Regulations and is designed to maintain the highest ethical standards of trading in Securities of the Company by persons to whom it is applicable. The Code lays down Guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with securities of the Company and cautions them of the consequences of violations. During the year under review, the Company's Code of Conduct was amended in line with the amendments brought in the Regulations by SEBI.

**29.DISCLOSURE OF ACCOUNTING TREATMENT IN PREPARATION OF FINANCIAL STATEMENTS:-**

The Company adopted Accounting Standards ("AS"). Accordingly, the financial statements have been prepared in accordance with Accounting standard prescribed under Section 133 and other relevant provisions of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014.

**30.STATEMENT INDICATING DEVELOPMENT & IMPLEMENTATION OF RISK MANAGEMENT POLICY:-**

The Board of Directors has adopted a risk management policy to develop and implement risk management procedure/plan including therein elements of risks, if any which in the opinion of the Board may threaten the existence of the Company.

**31. MATERIAL CHANGES & COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY:-**

No material changes and commitments affecting the financial position of the company have occurred between the end of the financial year to which the financial statements relate and the date of this Board's report.

**32. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:-**

The company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (India) and the Rules thereunder. The Company's process ensures complete anonymity and confidentiality of information. Adequate workshops and awareness programmes against sexual harassment are conducted across the organization. There was no case of sexual harassment reported during the year under review. Further, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**33. ENVIRONMENT AND SAFETY:-**

Safety is your company's top most priority with primary focus on developing a safety culture among employees. Your Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned compliances, environmental regulations and preservation of natural resources.

**34. LISTING OF SHARES**

Company's shares are listed on National Stock Exchange of India Limited (NSE). The company has paid Annual Listing Fee for Financial Year 2022-23.

**35. INSURANCE:-**

The Company's assets are adequately insured against the loss of fire and other risk, as considered necessary by the Management from time to time.

**36. COMPLIANCE OF SECRETARIAL STANDARD:-**

Your Company is in compliance with the applicable Secretarial Standards, issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

**37. INDUSTRIAL RELATIONS:-**

Company's Industrial relations continued to be healthy, cordial and harmonious during the year under review. Your Directors record their appreciation for all the efforts, support and co-operation of all employees extended from time to time.

**38. DEPOSITORY SYSTEM:-**

Your Company's shares are tradable compulsorily in electronic form and your Company has connectivity with both the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

**39. UTILIZATION OF IPO FUND:**

Details of utilization of funds received through initial public offer have been given in Notes no.14 of financial statements of the Company.

#### **40. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT:**

The Company does not have any shares in the demat suspense account/unclaimed suspense account.

#### **41. OTHER DISCLOSURES:**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions/events on these items during the year under review:-

- Company has not issue of equity shares with differential rights as to dividend, voting or otherwise.
- Company has not granted any stock option or issue sweat equity shares.
- As on 31<sup>st</sup> March 2022, none of the Directors of the company hold instruments convertible into equity shares of the Company.
- No Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operation in future.
- Voting rights which are not directly exercised by the employees in respect of shares for the subscription/ purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under Section 67(3)(c) of the Companies Act, 2013).
- There has been no change in the nature of business of your Company.
- The Business Responsibility Reporting as required by Regulation 34(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable to your Company for the financial year ending March 31, 2022.
- No application was made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 during the year in respect of your Company.
- There was no one time settlement of loan obtained from the Banks or Financial Institutions.

#### **42. ACKNOWLEDGMENT:-**

The Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Companies performance. The Directors would also like to thank the shareholders, employees, investors, stock exchange, customers, bankers, governments and all other business associates for their continuous support to the Company and their confidence in its management.

For and on behalf of the Board of Directors  
SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Date: 24<sup>th</sup> August, 2022  
Place: Neemuch

Sanjay Kumar Baigani Chairman and Managing Director DIN: 07921083	Anil Kumar Nahata CEO and Whole-time Director DIN: 07921005
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## ANNEXURE-A

### Statement pursuant to Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**(I). The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year:**

S.No	Name of Director	Ratio to median Remuneration
1	Mr. Sanjay Kumar Baigani	29.84:1
2	Mr. Anil Kumar Nahata	29.84:1

**(II). The percentage increase in the remuneration of each Director, CFO, Chief Executive Officer, Company Secretary or Manager in the financial year 2021-22 is as follows:**

S.No	Name of Person	Designation	% Increase in Remuneration
1	Mr. Sanjay Kumar Baigani	Chairman and Managing Director	37.50%
2	Mr. Anil Kumar Nahata	CEO and Wholetime Director	37.50%
3	Mr. Ashok Dhakar	CFO	No Change
4	Mr. Dilip Patidar	Company Secretary	No Change

*Details of percentage increase in remuneration in case of Non-executive Director and Non-executive independent director's is not given, as no remuneration is paid to them.*

**(III). The Percentage increase in the median remuneration of employees in the financial year:**

During the year there was increase of 9.39% in the median remuneration of employees in comparison to previous year.

**(IV) The Number of permanent employees on the rolls of the Company:**

**Total Number of employees: 28**

**(V) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.**

Average percentage increase in the salaries of employees other than the managerial personnel in the last financial year is 5.28% and the percentage increase in remuneration of managerial personnel is 37.50%. Percentage increase in the managerial remuneration is dependent on the Company's performance as a whole, individual performance level, duties and responsibilities and also market benchmarks.

**(VI) Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Board affirms remuneration is as per remuneration policy of the Company.

## Annexure-B

### Form AOC-1

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

### Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

#### Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Lacs)

S.N	Particulars	01
1.	Name of the subsidiary	SHREEOSWAL PSYLLIUM EXPORTS INDIA LIMITED
2.	The date since when subsidiary was acquired	28 <sup>th</sup> February, 2018
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as holding Company (01.04.2021 to 31.03.2022)
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A. (there is no foreign subsidiary)
5.	Share capital	350.00
6.	Reserve and Surplus	355.64
7.	Total assets	6525.71
8.	Total Liabilities	5820.07
9.	Investments	0.00
10.	Turnover	13788.11
11.	Profit (loss) before taxation	184.88
12.	Provision for taxation	53.19
13.	Profit (loss) after taxation	131.69
14.	Proposed Dividend	Nil
15.	Extent of shareholding (in percentage)	100%

Note:-

- Names of subsidiaries which are yet to commence operations:- NA.
- Names of subsidiaries which have been liquidated or sold during the year:- No subsidiaries are liquidated or sold during the financial year.

#### Part "B": Associates and Joint Ventures

**(Not Applicable to the company as company not having any associates and not entered in to any joint venture with any entity)**

FOR AGARWAL PATEL AND SINHAL  
CHARTERED ACCOUNTANTS  
FRN: 012245C

Sanjay Kumar Baigani  
Chairman & Managing Director  
(DIN 07921083)

Anil Kumar Nahata  
Whole Time Director & CEO  
(DIN 07921005)

CA Bhavesh Sinhal  
(Partner)  
Membership No. 406280

Ashok Dhakar  
Chief Financial Officer

Dilip Patidar  
Company Secretary

Date: 24<sup>th</sup> August, 2022  
Place: Indore

**Annexure-C**

**Form No. MR-3  
SECRETARIAL AUDIT REPORT**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**For the Financial Year ended on 31<sup>st</sup> March, 2022**

To,  
The Members,  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
CIN: L01111MP2017PLC044596

**Registered Office:**

"Oswal House", Opposite Balkavibairagi College,  
Nasirabad Highway, Village Kanwati, Neemuch 458441 (M.P.)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering **1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2022**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** for the financial year ended on 31<sup>st</sup> March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(not applicable to the company during the audit period)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; ***(not applicable to the company during the audit period);***
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; ***(not applicable to the company during the audit period);***
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; ***(not applicable to the company during the audit period);***
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; ***(not applicable to the company during the audit period);***
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 ***(not applicable to the company during the audit period);***
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 as amended from time to time.
- (vi) I have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, laws and Regulations to the Company on test check basis. The laws, regulations, directions, orders applicable specifically to the Company are as follows:
- a) The Essential Commodities Act, 1955
  - b) The Seeds (Control) Order, 1983
  - c) The Agricultural Produce (Grading and Marking) Act, 1937
  - d) Water (Prevention & Control of Pollution) Act, 1974
  - e) Air (Prevention and Control of Pollution) Act, 1981

I have also examined compliance with the applicable clauses of Secretarial Standards on Meeting of Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2), issued by The Institute of Company Secretaries of India.

I further report that I have not reviewed the applicable financial laws (direct and indirect tax laws), Accounting Standards, since the same have been subject to review and audit by the Statutory Auditors of the Company.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**I further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the audit period there was no other event/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, and standards.

**For L.N. Joshi & Company  
Company Secretaries**

**Dated: 24th August, 2022  
Place: Indore**

**L.N. Joshi  
Proprietor  
FCS: 5201; C P No 4216  
UDIN: F005201D000814009  
Peer Review Certificate No. 1722/2022**

**Note:** This report is to be read with our letter of even date which is annexed as Annexure herewith and forms and integral part of this report.

To,  
The Members,  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
CIN: L01111MP2017PLC044596

**Registered Office:**

"Oswal House", Opposite Balkavibairagi College,  
Nasirabad Highway, Village Kanwati, Neemuch 458441 (M.P.)

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For L.N. Joshi & Company  
Company Secretaries**

**Dated: 24th August, 2022**

**Place: Indore**

**L.N. Joshi**

**Proprietor**

**FCS: 5201; C P No 4216**

**UDIN: F005201D000814009**

**Peer Review Certificate No. 1722/2022**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **INDUSTRY STRUCTURE AND DEVELOPMENT**

Agriculture is an important sector of Indian economy as it contributes about 16% to the total GDP and provides employment to around 58% of the population. Agriculture and allied sectors are projected to grow by 3.9% in FY 2021-22. India is the world's largest producer of farm products including milk and pulses and second largest producer of rice, wheat, sugarcane and groundnut.

India has emerged as the fifth largest seed market globally on account of implementation of progressive policies by the Government. The industry has witnessed tremendous progress in terms of R&D, Product Development, Supply Chain Management and Quality Assurance. According to the IMARC Group, the Indian seed market reached a value of US\$4.9 billion in 2020. Farmers are willing to pay a higher price for high-quality seeds including hybrid and genetically modified seeds. Currently cotton is the only crop where genetically modified seeds are approved for commercial use in India.

To improve the quantity and quality of agricultural produce, significant efforts are under progress to introduce enhanced varieties of seeds with the help of advanced technology and modern agricultural methods.

While the impact of pandemic continues to stress agriculture production, demand and supply chain, the sector's long-term prospects remain intact. The growing food demand worldwide with limited arable land and water resources puts the focus on the need for enhanced usage of technology and other agri inputs to increase crop yields per hectare.

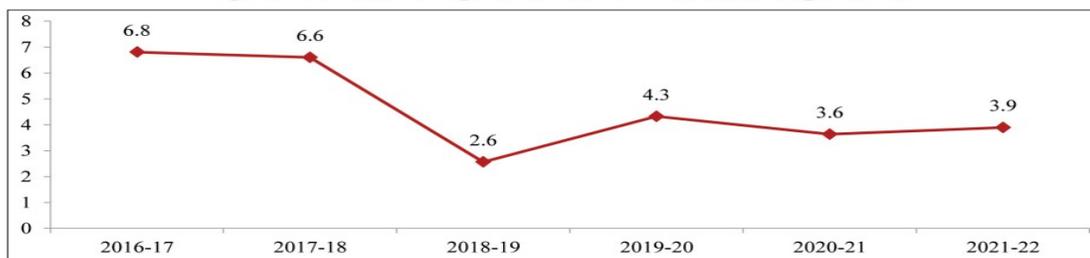
Agriculture and allied sectors have been the least impacted by the pandemic and the sector is expected to grow by 3.9 per cent in 2021-22 after growing 3.6 per cent in the previous year.

The Economic Survey 2022 states the following on Agriculture and Allied Industries, a clear reflection of the importance of this sector in Indian economy:

The Agriculture sector experienced buoyant growth in past two years, accounting for a sizeable 18.8% (2021-22) in Gross Value Added (GVA) of the country registering a growth of 3.6% in 2020-21 and 3.9% in 2021-22. Minimum Support Price (MSP) policy is being used to promote crop diversification. Net receipts from crop production have increased by 22.6% in the latest Situation Assessment Survey (SAS) compared to SAS Report of 2014.

India is expected to achieve the ambitious goal of doubling farm income by 2022. The agriculture sector in India is expected to generate better momentum in the next few years due to increased investment in agricultural infrastructure such as irrigation facilities, warehousing and cold storage. Furthermore, the growing use of genetically modified crops will likely improve the yield for Indian farmers. India is expected to be self-sufficient in pulses in the coming few years due to concerted effort of scientists to get early maturing varieties of pulses and the increase in minimum support price.

**Figure 1: Growth of Agriculture and Allied Sectors (per cent)**



Source: First Advance Estimates of National Income, 2021-22

## **OPPORTUNITIES AND OUTLOOK**

By 2050, the world will have 10 billion people, with Indian accounting for 1.73 billion (Source: United Nations). To feed India's growing population, the yield per hectare needs to increase significantly, especially keeping in mind the declining arable land in India. Further, India's agricultural yield is far lower as compared to global averages. Extreme weather coupled with low penetration of high-yielding hybrid seeds, lack of awareness of modern agricultural technologies and inefficient use of agrochemicals are some of the factors behind the low yield. This presents a significant opportunity for the Company's Crop Protection and Hybrid Seeds business along with opportunities for expanding crop advisory and digital offerings.

Innovations in seeds, crop protection and digital farming solutions can go long way in addressing the productivity problems affecting Indian agriculture. It will also help farmers get good commodity prices, encouraging them to spend on qualitative inputs for achieving higher yields.

Further during the year 2022-23 company has started construction of its own warehouse on free land available with the company consequent to that cost shall be reduced for operating cost and profitability would be increased accordingly.

Further the company shall start business operation of vegetable seeds which shall increase the turnover and profitability of the company.

## **THREATS**

The continuous competition from the certified seed players and changes in government regulation provide threat to the company. These can either disrupt our operations or adversely affect our business and results of operations. We have operational risks that are inherent to business operations including manufacturing, supply chain and distribution operations, monsoon failures and any other business activity disruptions. Further issues like weather conditions, crop diseases and pest attacks could harm the production and demand of our seed products. This may result in negative results to our business, financial condition, operations and prospects. Increasing seed replacement rate in the country and the adoption of hybrid and biotech crops are the major drivers of the market.

## **PRODUCT WISE PERFORMANCE**

The Company's business activities fall within single primary business segment. Accordingly, disclosures under Accounting Standard 17, Segment Reporting, as mandated under Section 133 of Companies Act, 2013; read with rules framed there under are not required to be made. Further description of product and sales has been separately reported in statement of profit and loss account.

## **INDUSTRY OUTLOOK**

Despite severe health and socioeconomic challenges inflicted by the Covid-19 pandemic in FY 2021-22, the Indian Agriculture Sector received significant impetus during the year. First among them was exemptions allowed for the agriculture and allied sectors from the nationwide lockdown. With good reservoir levels and retained soil moisture from the previous Rabi season, the sector was blessed with an above-normal monsoon for the second consecutive year. Early cropping during the Kharif season and prolonged monsoon created a very favourable climatic and soil condition for year-round cultivation of food crops, cash crops, fruits and vegetables. Indian food grain production is estimated to register a record output of 316.06 MT, which is higher by 5.32 million tonnes than the production of food grain during 2021-22. Wheat is estimated to reap a record harvest quantum of 111.32 MT. Pulses and Oilseeds production is pegged to reach 26.96 MT and 37.15 MT respectively. The higher output was well supported by the higher procurement by the Government leading to improved price realization by the farmers.

## **RISKS AND CONCERNS**

With the COVID-19 situation, the external business environment remains uncertain in the short term. Being in an essential services industry that supports agriculture, farmers, and food production, it is the Company's priority to ensure that the ongoing health crisis does not turn into a hunger crisis. The Company owns and operate only one processing facility situated at Neemuch, Madhya Pradesh. All our products are processed at the same facility. Our manufacturing facility is susceptible to damage or interruption or operating risks, such as human error, power loss, breakdown or failure of equipment, performance below expected levels of output or efficiency, obsolescence, break-ins, and industrial accidents and similar events. Further, our processing facility is also subject to operating risk arising from compliance with the directives of relevant government authorities. If our Company experiences delays in production or shutdowns due to any reason our Company's operations will be significantly affected, which in turn would have a material adverse effect on its business, financial condition and results of operations.

On the Environmental Science front, the Company expects a sizeable impact on its business due to COVID-19. During lockdowns, most pest control operators and distributors had to close down their business. Those that continued to operate during the lockdown switched primarily to meeting demand for disinfection services. Supply chain disruptions affected production and delivery. Regulatory delays also affected anticipated new products approvals.

## **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has appropriate internal control system for business processes with regards to its operations; financial reporting and compliance with applicable laws and regulations. The Audit Committee approves the internal audit plan and internal audits are conducted at regular intervals in line with the approved plan. Audit observations and follow-up actions are discussed by the Internal Audit team with the management of the Company as well as Audit Committee.

## **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

Financial and Operational performance forms are part of the Board Report separately.

## **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES**

The Company follows a strategy of attracting and retaining the best talent and keep employees engaged, motivated and innovative. The Company continues to have cordial relations with its employees and provide personnel development opportunities for all round exposure to them. As on 31<sup>st</sup> March, 2022, the Company had 28 employees.

**DETAILS OF SIGNIFICANT CHANGES IN FINANCIAL RATIOS:**

	F.Y. 2021-22	F.Y. 2020-21	Change in Ratio	Variance
Debtors Turnover	30.11	23.42	6.69	28.57%
Inventory Turnover	2.16	2.22	-0.06	-2.70%
Interest Coverage Ratio	5.76	4.69	1.07	22.81%
Current Ratio	0.84	1.65	-0.81	-49.09%
Debt Equity Ratio	0.04	0.05	-0.01	-20.00%
Operating Profit Margin (%)	7.08	7.43	-0.35	-4.71%
Net Profit Margin (%)	4.01	3.92	0.09	2.30%

**Reason for changes more than 25% in financial ratio**

**Current Ratio:** The Company, in the FY 2021-22 had received affordable prices for stock purchase and the company was sold its stock fund realised from proceed of sale the company has transfer its fund to its wholly owned subsidiary company for growth as well as the company also allowed advance booking from dealers and distributors all factor led to increase in closing stock, which emanated higher current ratio for the year.

**Debt Turnover Ratio:** For the betterment of business the Company, after the Corona Pandemic had allowed some more credit to its trustworthy customers due to this Debtors turnover has increased and the ratio also got increased.

**RETURN ON NET WORTH**

Return on net worth (RONW) is calculated by dividing the net income by shareholders' equity. It explains the efficiency of the shareholders' capital to generate profit.

$RONW = \text{Net Income} / \text{Shareholders' Equity}$

The Return on Net worth (RONW) of the Company for FY 21-22 is 11.72% as compared to 9.16% during FY 20-21.

**CAUTIONARY STATEMENT**

*Statements in the Management Discussion and Analysis Report describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that could influence the Company's operations include competition, government policies and regulations.*

# Independent Auditor's Report

To the Members of SHREEOSWAL SEEDS AND CHEMICALS LIMITED

## Report on the standalone Financial Statements

### Opinion

We have audited the accompanying Standalone financial statements of **SHREEOSWAL SEEDS AND CHEMICALS LIMITED (*“the Company”*)** which comprises the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and profit, and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statement of the current period. These matters were addressed in the context of our audit of the Standalone financial statement as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no such key Audit Matters to be reported.

### Other Information

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone

financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act,

we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- Provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor’s Report) Order, 2020 (“the Order”), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **Annexure-A** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books account.
- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g. In our Opinion, the managerial remuneration of the year ended 31 March, 2022 has been paid/provided by the Company to its Directors the provisions of Section 197 read with Schedule V to the Act
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv.
    - a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
      - Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
    - b. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
      - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
      - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

- c. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (iv)(a) and (iv)(b) contain any material misstatement.
- v. No Dividend is declared or paid by the company during the year.

Date :30/05/2022  
Place :Neemuch

**FOR AGARWAL PATEL AND SINHAL  
(Chartered Accountants)  
Reg No. :012245C**

**CA Bhavesh Sinhal  
Partner  
M.No. : 406280  
UDIN: 22406280AJXPSE9312**

## **ANNEXURE A**

### **TO THE INDEPENDENT AUDITORS' REPORT ON STANDALONE FINANCIAL STATEMENTS OF SHREEOSWAL SEEDS AND CHEMICALS LIMITED REFERRED TO OUR REPORT OF EVEN DATE**

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the Standalone financial statements for the year ended March 31, 2022, we report that:

#### **i. In respect of Property, Plant & Equipment and Intangible Assets**

- a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.  
(B) The company does not have any intangible assets.
- b) According to information and explanations given to us and on the basis of our examination of the records of the company, the Property, Plant & Equipment have been physically verified during the year by the management. No material discrepancies were noticed.
- c) According to information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties (other than properties where the Company is lessee and the lease agreement are duly executed in favour of the lessee) forming part of the Property, Plant & Equipment are held in the name of the Company.
- d) According to information and explanations given to us and on the basis of our examination of the records of the company, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- e) According to information and explanations given to us and on the basis of our examination of the records of the company, there are no proceedings initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

#### **ii. In respect of Inventory**

- a) Physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed during such physical verification by the management.
- b) According to information and explanations given to us and on the basis of our examination of the records of the company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly statements filed by the company with the banks against sanctioned working capital loan are in agreement with books of accounts.

#### **iii. In respect of loan granted:**

- a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.  
Further the Company has granted loans to wholly owned subsidiary company during the year, details of the loan is stated in sub-clause (A) below. The Company has not granted any loans, secured or unsecured, to firms, limited liability partnerships or any other parties during the year.
- A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has granted loan to its wholly owned subsidiary company ShreeOswal Psyllium Exports India Limited as below:

Particulars	Amount (Rs. In lacs)
Aggregate amount during the year	6339.70
Balance outstanding as at balance sheet date	3846.36

- B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not granted any loans to a party other than subsidiaries.
- b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company.
- c) According to the information and explanations given to us and based on the audit procedure conducted by us, in our opinion, the loan has been granted without any security and without stipulating any schedule of repayment of Principal and interest. As loan is repayable on demand along with interest, the question as regularity of the repayment or interest receipt does not arise.
- d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.
- e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdue of existing loans given to the same party.
- f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has granted loan to its wholly owned subsidiary company without any security, repayable on demand and which does not specify any terms or period of repayment.

Particulars	All Parties (i)+(ii)+(iii)	Promoters (i)	Related Parties (ii)	Others (iii)
(a) Aggregate of Total Loans/ Advances in nature of loan	6339.70	-	6339.70	-
(b) Out of Total Loans and advances, repayable on demand/ agreement does not specify any terms of the period of repayment	6339.70	-	6339.70	-
(c) % of loan/ advances in nature of loan to the total loan (b/a)*100	100.00%	-	100.00%	-

**iv. In respect of compliance of section 185 and 186 of The Companies Act, 2013**

As per the information and explanation given to us, the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 to the extent applicable with respect to the loan given and investment made during the year.

**v. In respect of public deposits**

In our opinion and according to the information and explanations given to us and on the basis of our examination, the Company has not accepted any deposit from the public within the meaning of the provisions of sections 73 to 76 or any relevant provisions of the Companies Act, 2013 and the rules framed there under.

**vi. In respect of Cost Records:**

According to the information and explanations given to us, the maintenance of cost records has not been specified by the central government under the section 148(1) of the Companies Act, 2013 for the business activities carried out by the company. Thus reporting under clause 3(vi) of the order is not applicable to the company.

**vii. In respect of statutory dues:**

- a) According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of custom, goods & service tax, cess and other statutory dues applicable to it.

As per the records of the Company, as at March 31, 2022, The Due Outstanding in Respect of Income Tax, Sales Tax, VAT, Sales Tax, GST, Service Tax, Custom Duty, and Excise on account of any Dispute, are as follows:-

Name of Statue	Nature of Dues	Amt. in Lacs	Amt Paid under Protest	Period to which the amount relates	Forum where dispute is pending
Income Tax	TDS	0.12	Nil	2018-19	None
Income Tax	TDS	1.02	Nil	2020-21	None
Income Tax	TDS	0.32	Nil	2021-22	None

- b) According to the information and explanations given to us and on the basis of examination of records of the company there is no dispute in respect of income tax or sales tax or service tax or value added tax or GST or any other cess.

**viii. In respect of undisclosed Income**

In our opinion and according to the information and explanations given to us and based on our examination of the records of the company, there were no such unrecorded transaction in the books of account which were surrendered or disclosed as income during the year in tax assessments under Income Tax Act, 1961 (43 of 1961).

**ix. In respect of repayment of loan or other borrowings**

According to the information and explanations given to us, based on our examination of the records of the company and on the basis of overall examination of the Balance Sheet of the Company,

- a) The company has not defaulted in repayment of loans or borrowing to a financial institution or bank.  
b) The company has not been declared willful defaulter by any bank or financial institution.  
c) In our opinion the term loan were applied for the purpose for which the loan was obtained.  
d) No such short term loan funds have been utilized for long term purpose.  
e) The company has not raised any fund from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) The company has not raised any loan during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

**x. In respect of funds raised through IPO/FPO/Debt finance**

- a) On the basis of overall examination of the Balance Sheet of the Company, according to the information and explanations provided to us and based on our examination of the records of the company we report that monies raised by way of term loans were applied for the purposes for which those were raised. The Company did not raise any money by way of further public offer (including debt instrument) during the year.
- b) In our opinion and according to the information and explanations given to us as well as based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year under section 42 and section 62 of the Companies Act, 2013.

**xi. In respect of fraud reporting**

- a) According to the information and explanations given to us and based on our examination of the records of the company, no material fraud by the Company or on the Company by its officers or employees was noticed or reported during the year.
- b) According to the information and explanations given to us and based on our examination of the records of the company, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) According to the information and explanations given to us and based on our examination of the records of the company, there are no whistle blower complaints received by the Company during the year.

**xii. In respect of Nidhi Company**

According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii)(a), (b) and (c) of the Order is not applicable.

**xiii. In Respect of Transactions With Related Parties**

According to the information and explanations given to us, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and details of such transactions have been disclosed in the Standalone financial statements as required by the applicable accounting standards.

**xiv. In Respect of Internal Audit System**

Based on information and explanations provided to us and our audit procedures, in our opinion, the Company does not have internal audit system commensurate with the size and nature of its business. Accordingly, clause 3(xiv) (a) and (b) of the Order is not applicable to the Company.

**xv. In respect of Non-Cash Transactions**

According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order are not applicable.

**xvi. In respect of compliance of section 45IA of the RBI Act, 1934**

- a) The Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi)(a) of the Order is not applicable.

- b) According to the information and explanations given to us by the management, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the order is not applicable.
- c) The Company is not a core investment company (CIC) as defined in the regulations made by the reserve Bank of India. Accordingly clause 3(xvi)(c) of the order is not applicable.
- d) According to information and explanations given to us during the course of audit, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

**xvii. In respect of Cash losses**

The company has not incurred cash losses in the financial year and in the immediately preceding financial year.

**xviii. In respect of resignation of statutory auditors**

There has been no resignation of the statutory auditors during the year.

**xix. In respect of any material uncertainty to meet liability**

In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which cause us to believe that any material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**xx. In Respect of Unspent Amount Under Section 135(5) of The Companies Act, 2013**

- a. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, there was no such unspent amount to be transferred to fund specified in Schedule VII to the Companies Act. Accordingly, paragraphs 3(xx)(a) of the Order are not applicable.
- b. The Company does not have ongoing projects under section 135 of the Companies Act. Accordingly, paragraphs 3(xx)(b) of the Order are not applicable.

xxi. Since this report is being issued in respect of standalone financial statements of the company, hence clause (xxi) of paragraph 3 of the said Order is not applicable to the company.

Date :30/05/2022  
Place :Neemuch

**FOR AGARWAL PATEL AND SINHAL**  
**(Chartered Accountants)**  
**Reg No. :012245C**

**CA Bhavesh Sinhal**  
**Partner**  
**M. No. : 406280**  
**UDIN: 22406280AJXPSE9312**

**ANNEXURE B**  
**To the Independent Auditors' Report on**  
**Standalone Financial Statements of SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
(Referred to our report of even date)

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**AUDITORS' RESPONSIBILITY**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting

**MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone financial statements for external purposes in accordance with generally accepted

accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- 1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone financial statements.

#### **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **OPINION**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date :30/05/2022  
Place :Neemuch

**FOR AGARWAL PATEL AND SINHAL**  
**(Chartered Accountants)**  
**Reg No. :012245C**

**CA Bhavesh Sinhal**  
**Partner**  
**M.No. : 406280**  
**UDIN: 22406280AJXPSE9312**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED****CIN :- L01111MP2017PLC044596****OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)****STANDALONE BALANCE SHEET AS ON 31.03.2022****(Amount in Lakhs)**

<b>PARTICULARS</b>	<b>Note No</b>	<b>AMOUNT AS ON 31.03.2022</b>	<b>AMOUNT AS ON 31.03.2021</b>
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	1	1,524.50	1,524.50
(b) Reserve and Surplus	2	1,988.79	1,576.93
(c) Money received against share warrants		-	-
<b>(2) Share application money pending allotment</b>	3		
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	4	124.64	170.02
(b) Deferred tax liabilities (Net)	5	0.12	0.12
(c) Other Long term liabilities	6	4.70	4.80
(d) Long term provisions	7	-	-
<b>(4) Current Liabilities</b>			
(a) Trade payables	8		
(I) total outstanding dues of msme		-	-
(II) total outstanding dues of creditors other than msme		71.75	25.21
(b) Short Term Borrowings	9	2,390.48	2,008.43
(c) Other Current liabilities	10	3,372.57	1,283.97
(d) Short-term provisions	11	179.97	127.84
<b>Total</b>		<b>9,657.52</b>	<b>6,721.82</b>
<b>II.Assets</b>			
<b>(1) Non-current assets</b>			
<i>(a) Property Plant &amp; Equipment &amp; Intangible Assets</i>			
(i) Property Plant & Equipment	12	372.23	326.49
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	13	350.73	350.73
(c) Deferred tax assets (net)	14	2.39	1.36
(d) Long term loans and advances	15	3,871.89	253.01
(e) Other non-current assets	16	6.73	106.47
<b>(2) Current assets</b>			
(a) Current investments		-	-
(b) Inventories	17	4,286.91	5,220.78
(c) Trade receivables	18	420.34	261.31
(d) Cash and cash equivalents	19	154.07	58.44
(e) Short-term loans and advances	20	174.51	102.86
(f) Other current assets	21	17.72	40.37
<b>Total</b>		<b>9,657.52</b>	<b>6,721.83</b>

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANT**  
**FRN No.:-012245C**

**CA BHAVESH SINHAL**  
**PARTNER**  
**M.N 406280**  
**Dated:- 30.05.2022**  
**Place:- Neemuch (M.P.)**  
**UDIN: 22406280AJXPSE9312**

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**  
**DIN :-0007921083**  
**(CHAIRMAN & MANAGING DIRECTOR)**

**DILIP PATIDAR**  
**(M NO.:-A34566)**  
**(COMPANY SECRETARY)**

**ANIL KUMAR NAHATA**  
**DIN :-0007921005**  
**(W.T.D. & C.E.O.)**

**ASHOK DHAKAR**  
**PAN :-AUYPD5111B**  
**(C.F.O)**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGGE KANAWATI, NEEMUCH (M.P.)**

**STANDALONE STATEMENT OF PROFIT & LOSS FOR THE PERIOD 01.04.2021 TO 31.03.2022 (Amount in Lakhs)**

PARTICULARS	Note No	AMOUNT AS ON	AMOUNT AS ON
		31.03.2022	31.03.2021
I. Revenue from operations	22	10,263.59	7,246.72
II. Other Income	23	216.51	122.99
<b>III. Total Income (I +II)</b>		<b>10,480.10</b>	<b>7,369.71</b>
<b>IV. Expenses:</b>			
Cost of Material Consumed	24	8,516.09	10,502.59
Change in Inventory	25	933.88	(3,909.66)
Employee benefit expense	26	192.94	154.82
Finance costs	27	126.21	111.78
Depreciation and amortization expense	12	27.81	18.41
Other expenses	28	110.76	97.28
<b>IV.Total Expenses</b>		<b>9,907.69</b>	<b>6,975.22</b>
V. Profit before exceptional and extraordinary items and tax	(III - IV)	572.41	394.49
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax	(V - VI)	572.41	394.49
VIII. Extraordinary Items		-	-
<b>IX. Profit before tax (VII - VIII)</b>		<b>572.41</b>	<b>394.49</b>
X. Tax expense:			
(1) Current tax		160.28	109.62
(2) Deferred tax liability/(assets)		(1.03)	0.12
(3) Current Tax expenses related to Prior Period		1.31	0.77
XI. Profit(Loss) from the period from continuing operations	(IX-X)	411.85	283.97
XII. Profit/(Loss) from discontinuing operations			
XIII. Tax expense of discontinuing operations			
XIV. Profit/(Loss) from Discontinuing operations (after tax)(XII - XIII)			
<b>XV. Profit/(Loss) for the period (XI + XIV)</b>		<b>411.85</b>	<b>283.97</b>
XVI. Profit of the Year		411.85	283.97
<b>Profit Forward to Reserve &amp; Surplus (in Rs)</b>		<b>411.85</b>	<b>283.97</b>
XVII. Earning per equity share from continuing operations			
(1) Basic		2.70	1.86
(2) Diluted		2.70	1.86

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANT**  
**FRN No.:-012245C**

**CA BHAVESH SINHAL**  
**PARTNER**  
**M.N 406280**  
**Dated:- 30.05.2022**  
**Place:- Neemuch (M.P.)**  
**UDIN: 22406280AJXPSE9312**

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**  
**DIN :-0007921083**  
**(CHAIRMAN & MANAGING DIRECTOR)**

**ANIL KUMAR NAHATA**  
**DIN :-0007921005**  
**(W.T.D. & C.E.O.)**

**DILIP PATIDAR**  
**(M NO.:-A34566)**  
**(COMPANY SECRETARY)**

**ASHOK DHAKAR**  
**PAN :-AUYPD5111B**  
**(C.F.O)**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)  
**STANDALONE Cash Flow for the Period 01.04.2021 to 31.03.2022**  
CIN :- L01111MP2017PLC044596

Particulars	31.03.2022		31.03.2021	
	Amount	Total Amount	Amount	Total Amount
<b>Cash flows from operating activities</b>				
Profit before taxation		572.41		394.49
<b>Adjustments for:</b>				
Depreciation	27.81		18.41	
Investment income	(216.51)		(122.99)	
Interest Expenses	126.21		111.78	
<b>Working capital changes:</b>				
(Increase) / Decrease in trade and other receivables	(159.02)		96.17	
(Increase) / Decrease in other Current Assets	50.73		42.44	
(Increase) / Decrease in inventories	933.87		(3,909.67)	
Increase / (Decrease) in Short Term Provisions	2,140.64		912.92	
Increase / (Decrease) in trade payables	46.54	2,950.26	(4.91)	(2,855.84)
<b>Cash generated from operations</b>		<b>3,522.67</b>		<b>(2,461.35)</b>
Income taxes paid	-	161.59	-	110.39
<b>CASH FLOW BEFORE EXTRAORDINARY ITEMS</b>		<b>3,361.08</b>		<b>(2,571.74)</b>
LESS : EXTRAORDINARY/EXCEPTIONAL ITEMS /DISCONTINUING	-	-	-	-
<b>Net cashused in operating activities</b>		<b>3,361.08</b>		<b>(2,571.74)</b>
<b>Cash flows from investing activities</b>				
Investment income	216.51		122.99	
(Increase) / Decrease in Long Term Investment & Loans	(3,618.88)		1,604.24	
(Increase)/ Decrease in Fixed Assets	(73.55)	(3,475.92)	(71.23)	1,656.00
<b>Net cash generated from investing activities</b>		<b>(3,475.92)</b>		<b>1,656.00</b>
<b>Cash flows from financing activities</b>				
Interest Expenses	(126.21)		(111.78)	
Increase / (Decrease) in Loans & Advances from bank	382.05		805.58	
Increase / (Decrease) in Capital	-		-	
Increase / (Decrease) in long-term borrowings	(45.37)	210.47	141.97	835.77
<b>Net cash generated from financing activities</b>		<b>210.47</b>		<b>835.77</b>
<b>Net increase in cash and cash equivalents</b>		<b>95.63</b>		<b>(79.97)</b>
<b>Cash and cash equivalents at beginning of period</b>		<b>58.44</b>		<b>138.41</b>
<b>Cash and cash equivalents at end of period</b>		<b>154.07</b>		<b>58.44</b>

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANT**  
FRN No.:-012245C

**CA BHAVESH SINHAL**  
**PARTNER**  
M.N 406280  
Dated:- 30.05.2022  
Place:- Neemuch (M.P.)

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**  
DIN:-0007921083  
(CHAIRMAN & MANAGING DIRECTOR)

**ANIL KUMAR NAHATA**  
DIN :-0007921005  
(W.T.D. & C.E.O.)

**DILIP PATIDAR**  
(M NO.:-A34566)  
(COMPANY SECRETARY)

**ASHOK DHAKAR**  
PAN :-AUYPD5111B  
(C.F.O)

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEG KANAWATI, NEEMUCH (M.P.)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2022

PARTICULARS	Amount in Lakhs			
	AMOUNT 31.03.2022		AMOUNT 31.03.2021	
<b>NOTE -1</b>				
<b>SHARE CAPITAL</b>				
<b>Authorised Share Capital</b>				
180,00,000 Equity Share of Rs 10 each.		1,800.00		1,800.00
<b>Issued Subscribed &amp; Paid up Capital</b>				
15,245,000 Equity Shares of Rs 10 each fully paid up		1,524.50		1,524.50
<b>TOTAL</b>		<b>1,524.50</b>		<b>1,524.50</b>
<b>Note 1.1 RECONCILIATION OF NO OF EQUITY SHARE AS AT 31ST MARCH, 2022</b>				
PARTICULARS	Issued, Subscribed & Paid up capital 2021-22		Issued, Subscribed & Paid up capital 2020-21	
	No. of Shares	Amount	No. of Shares	Amount
	At the Beginning of the Period	15,245,000	1,524.50	15,245,000
Add:- Issued During the Year	-	-	-	-
Outstanding At the end of the Year	15,245,000	1,524.50	15,245,000	1,524.50
<b>Notes Regarding conversion of Partnership Firm into the Company</b>	M/s Oswal Seeds & Chemicals was converted from Partnership Firm into Public Limited Company under the Name <b>Shreeoswal Seeds &amp; Chemicals Limited</b> as per Certificate of Incorporation dated <b>01st December 2017</b> under the proviso of Chapter XXI of Companies Act 2013. Accordingly Partners Capital of <b>Rs. 61,690,000/-</b> as on 31st October 2017 was converted into Equity Share Capital divided into Equity Shares of Rs. 10/- Each.			
<b>Terms / Rights attached to Equity Shares</b>	The Company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. In the event of Liquidation of the Company the holder of Equity Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The Distribution will be in proportion to the number of equity shares held by the Shareholders.			
<b>Note 1.2 Shareholders holding more than 5% of the Equity share in the Company</b>				
Name of Shareholders	Equity Shares As at 31'st March 2022		Equity Shares As at 31'st March 2021	
	No of Share	% of Holding	No of Share	% of Holding
	Mr. Anil kumar Nahata	5,334,470	34.99%	5,334,470
Mr. Sanjay Kumar Baigani	5,334,470	34.99%	5,334,470	34.99%
<b>Note 1.2(a) Promoter's shareholding</b>				
Sr. No.	Shares held by promotes at the end of the Year	No of Share	% of Total Share	% Change during the year
	Name of Promoter			
1	Mr. Anil kumar Nahata	5,334,470	34.9916%	-
2	Mr. Sanjay Kumar Baigani	5,334,470	34.9916%	-
3	Mr. ANIL KUMAR BAIGANI	10	0.0001%	-
4	Mrs.PADMA NAHTA	10	0.0001%	-
5	Mrs.Kiran Devi Begani	10	0.0001%	-
<b>Note 1.3</b>	The Company does not have any holding company.			
<b>Note 1.4</b>	There are no shares reserved for issue under option of control or commitments for sale of shares / disinvestment.			
<b>Note 1.5</b>	There are no unpaid calls from any Director and officer.			
<b>Note 1.6</b>	The Company has not declared and paid any dividends during the year.			
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount		Amount	
<b>NOTE -2</b>				
<b>RESERVE &amp; SURPLUS</b>				
<b>Opening Balance</b>		833.52		549.55
Add:- Surplus for the year		411.85		283.97
		1,245.38		833.52
Add :- Any other Item		-		-
		<b>1,245.38</b>		<b>833.52</b>
<b>Security Premium</b>				
<b>Opening Balance</b>		743.41		743.41
Add:- Addition During the year		-		-
		743.41		743.41
		<b>1,988.79</b>		<b>1,576.93</b>

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEG KANAWATI, NEEMUCH (M.P.)**

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2022**

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
<b>NOTE -3</b> <b>SHARE APPLICATION MONEY PENDING ALLOTMENT</b>				-
				-
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
<b>NOTE -4</b> <b>Long Term Borrowings</b> <b>Secured Loan</b>				
- <b>HDFC Bank (Term Loan ...9610)</b>		11.45		23.52
- <b>HDFC Bank (Term Loan-ECLGS ...3941)</b>		113.19		146.50
		<b>124.64</b>		<b>170.02</b>
<b>I) Secured Loans</b>				
<b>1 HDFC Bank (Term Loan)</b>				
<b>A) Terms of Repayment</b>				
Term Loan (HDFC Bank):- The Principal amount of Term Loan to be repaid in 24 Equal Monthly Installment payable from 15.08.2019 and another Term Loan to be repaid in 44 EMI payable from 15.08.2019.				
<b>B) Primary Security</b>				
Term Loan Primary Secured Against Sortax Plant owned by the Company.				
LC Limit (Secured Against Plant & Machinery (Grading & Cleaning Machine "Sortax Machine" and F.D.R. of Rs. 25.00 Lacs with Bank).				
<b>C) Collateral Security</b>				
1. Collateral Security of House situated at 794, Scheme No 14/2, Vikas Nagar Extention, Owned by Shri Kanhaiyalal ji Nahata (Uncle of CEO of the Company).				
2. Collateral Security of Shop No 24 & 25, Shri Balaji Ganesh Market, Station Road, Neemuch Owned by Smt. Chandreleka Begani, Smt. Sunita Begani and Shri Anil Kumar Begani (Relatives of Managing Director Shri Sanjay Kumar Baigani).				
3. Collateral Security of House situated at 297, Schme No 14/2, Vikas Nagar Extention owned by Smt. Chandra Lekha Begani (Mother of Managing Director).				
4. Collateral Security of House situated at 475, Schme No 14/2, Vikas Nagar Extention owned by Smt. Kiran Devi Begani (Wife of Managing Director).				
5. Land and Building Situated at Plot No. 06, Industrial Area Neemuch Owned by M/s Oswal Seeds & Chemicals (Partnership firm that is converted to The Company).				
<b>D) Personal Guarantee</b>				
Personal Guarantee of Whole Time Director and Managing Director and Promoters Shri Anil Kumar Nahata and Shri Sanjay Kumar Baigani along with Smt. Chandreleka Begani, Shri Kanhaiyalal ji Nahata, Smt. Sunita Devi Begani and Kiran Devi Begani.				
<b>E) Rate of Interest</b>				
Term Loan Facility :- Rate of Interest is MCLR+0.50% i.e. 8.10% p.a.				
LC Limit:- Rate of Interest 1.25% p.a.				
<b>2 HDFC Bank (Term Loan-ECLGS)</b>				
<b>A) Terms of Repayment</b>				
Term Loan (HDFC Bank):- The Principal amount of Term Loan to be repaid in 48 Equal Monthly Installment payable from 07.07.2020 and another Term Loan to be repaid in 48 EMI payable from 07.06.2024.				
<b>B) Primary Security</b>				
Term Loan All Stocks & Book Debts, Plant and Machinery created out of Additional Facility by the Borrower as Primary Security to secure the Additional Facility.				
<b>C) Collateral Security</b>				
1. By granting of Additional Facility of Rs. 146.50 Lakhs to the Borrower, the Charge shall now stand increased from Rs.753.70 Lakhs to Rs.900.20 Lakhs. The Existing Hypothecated Property and Primary Security shall stand hypothecated to the Bank to secure all the liabilities of the Borrower as continuing security in favour of the Bank.				
<b>D)Guarantee</b>				
Additional Facility Under the Emergency Credit Line Guarantee Scheme ("Scheme") of the National Credit Guarantee Trustee Company Limited ("NCGTCL")				
<b>E) Rate of Interest</b>				
Term Loan Facility :- Floting rate of Interest is i.e. 8.25% p.a.				
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
<b>NOTE - 5</b> <b>DEFERRED TAX LIABILITY</b>				
Opening Balance		0.12		-
Made During the Year		-		0.12
		<b>0.12</b>		<b>0.12</b>
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
<b>NOTE - 6</b> <b>OTHER LONG TERM LIABILITIES</b>				
Deposit Against Dealership		4.70		4.80
		<b>4.70</b>		<b>4.80</b>

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGGE KANAWATI, NEEMUCH (M.P.)**

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2022**

PARTICULARS	As on 31.03.2022		As on 31.03.2021		
		Amount		Amount	
<b>NOTE - 7</b>					
<b>LONG TERM PROVISION</b>					
- Long Term Provisions		-		-	
		-		-	
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
		Amount		Amount	
<b>NOTE - 8</b>					
<b>TRADE PAYABLE</b>					
- Trade Payable for Goods (Dues Other Than MSME)		71.75		25.21	
- Total outstanding dues of micro enterprises and small enterprises		-		-	
<b>TOTAL</b>		<b>71.75</b>	<b>TOTAL</b>	<b>25.21</b>	
<b>Trade Payables ageing schedule 31.03.2022</b>					
	<b>Outstanding for following periods from the date of payment 31.03.2022</b>				
Particulars	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	67.10	4.65	-	-	71.75
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Other	-	-	-	-	-
<b>Trade Payables ageing schedule 31.03.2021</b>					
	<b>Outstanding for following periods from the date of payment 31.03.2021</b>				
Particulars	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	25.21	-	-	-	25.21
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Other	-	-	-	-	-
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
		Amount		Amount	
<b>NOTE - 9</b>					
<b>Short Term Borrowings (Secured)</b>					
- Axis Bank (WHR Loan ...8356)		1,535.99		1,247.93	
- HDFC Bank (Cash Credit Limit..71374)		630.08		709.42	
- HDFC Bank WHR Loan		224.41		51.08	
<b>TOTAL</b>		<b>2,390.48</b>	<b>TOTAL</b>	<b>2,008.43</b>	
<b>I) Axis Bank (WHR Loan)</b>					
<b>A) Terms of Repayment</b>					
The Validity of Facility against Warehouse Receipt Should be Lower of					
a) Expiry Date Mentioned in the Warehouse Receipts / Storage Receipts/ Quality Certificate.					
b) Be the end of Month in which new crop arrives for respective crops or Maximum permissible Funding period whichever is earlier.					
<b>B) Primary Security</b>					
Pledge of Warehouse Receipts/Storage Receipts, issued with Lien Noted in favour of AXIS Bank Ltd.					
<b>C) Collateral Security</b>					
No Collateral security Provided for this Bank Loan.					
<b>D) Personal Guarantee</b>					
Personal Guarantee of Whole Time Director, Managing Director, Promoters and Other Directors Named Shri Anil Kumar Nahata, Shri Sanjay Kumar Baigani, Smt. Kiran Devi Begani and Smt. Padma Nahta.					
<b>E) Rate of Interest</b>					
Rate of Interest for WHR Loan @ MCLR+3.05% i.e. 7.80% P.A.					
<b>II) HDFC Bank (CC Limit)</b>					
<b>A) Primary Security</b>					
First Charge by way of hypothecation of company's entire Paid stock of Raw Material, Finished Goods, Plant & Machinery, Consumable Stores and spares and such other movable including books Debts, Bills, whether documentary of clean, outstanding monies, receivables both present and future pari pasu with other working capital alongwith other security such as Cash Margin for LC/LG.					
<b>B) Collateral Security</b>					
1. Collateral Security of House situated at 794, Scheme No 14/2, Vikas Nagar Extension, Owned by Shri Kanhaiyalal ji Nahata (Uncle of CEO of the Company)					
2. Collateral Security of Shop No 24 & 25, Shri Balaji Ganesh Market, Station Road, Neemuch Owned by Smt. Chandrleka Begani, Smt. Sunita Begani and Shri Anil Kumar Begani (Relatives of Managing Director Shri Sanjay Kumar Baigani)					
3. Collateral Security of House situated at 297, Schme No 14/2, Vikas Nagar Extension owned by Smt. Chandra Lekha Begani (Mother of Managing Director)					
4. Collateral Security of House situated at 475, Schme No 14/2, Vikas Nagar Extension owned by Smt. Kiran Devi Begani (Wife of Managing Director)					
5. Land and Building Situated at Plot No. 06, Industrial Area Neemuch Owned by M/s Shreeoswal Seeds & Chemicals Ltd.					
6. Part of Land Survey No 557 & 559, Oswal House, Gram Kanawati, Tehsil Neemuch (M.P.) owned by M/s Shreeoswal Psyllium Exports India Ltd..					

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)**

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2022**

<b>C) Personal Guarantee</b>					
Personal Guarantee of Director and Managing Director and Promotes Shri Anil Kumar Nahata and Shri Sanjay Kumar Baigani along with Smt. Chandreleka Begani, Shri Kanhaiyalal ji Nahata, Smt. Sunita Devi Begani and Kiran Devi Begani.					
<b>D) Rate of Interest</b>					
Rate of Interest for CC Limit @ MCLR+0.50% i.e. 8.15% P.A.					
<b>III) HDFC Bank (WHR Loan)</b>					
<b>A) Primary Security</b>					
1. Pledge of entire inventory of commodity as continuing security for each of the tenors of the loan, financed hereunder on a revolving basis. 2. Insurance (All-Risk) with regards to all inventory financed by HDFC Bank Ltd. Covering fire, theft, strike, riot, civil commotion ect with HDFC Bank Ltd as the loss payee. if stored in CWC warehouses, than policy to be taken by CWC under CWC self indemnification scheme and the same to be maintained on the warehouse receipt issued by CWC 3. Two Security PDC's with standard covering letter.					
<b>B) Collateral Security</b>					
1. Collateral Security of House situated at 794, Scheme No 14/2, Vikas Nagar Extention, Owned by Shri Kanhaiyalal ji Nahata (Uncle of CEO of the Company)					
2. Collateral Security of Shop No 24 & 25, Shri Balaji Ganesh Market, Station Road, Neemuch Owned by Smt. Chandreleka Begani, Smt. Sunita Begani and Shri Anil Kumar Begani (Relatives of Managing Director Shri Sanjay Kumar Baigani)					
3. Collateral Security of House situated at 297, Schme No 14/2, Vikas Nagar Extention owned by Smt. Chandra Lekha Begani (Mother of Managing Director)					
<b>C) Personal Guarantee</b>					
Personal Guarantee from Promoter Directors (Independent Director Waived)					
<b>D) Rate of Interest</b>					
Rate of Interest for CC Limit @ 7.20% P.A.payable monthly					
<b>PARTICULARS</b>		<b>As on 31.03.2022</b>		<b>As on 31.03.2021</b>	
		<b>Amount (Rs.)</b>	<b>Amount</b>	<b>Amount (Rs.)</b>	<b>Amount</b>
<b>NOTE - 10</b>					
<b>OTHER CURRENT LIABILITIES</b>					
- Seeds Booking Advances Received			3,372.57		1,283.97
- Other Advance Received from Customers			-		-
<b>TOTAL</b>			<b>3,372.57</b>	<b>TOTAL</b>	<b>1,283.97</b>
<b>PARTICULARS</b>		<b>As on 31.03.2022</b>		<b>As on 31.03.2021</b>	
		<b>Amount</b>	<b>Amount</b>	<b>Amount</b>	<b>Amount</b>
<b>NOTE - 11</b>					
<b>SHORT TERM PROVISIONS</b>					
<b>Provision For statutory Dues</b>			<b>167.33</b>		<b>113.50</b>
TDS Payable		6.02		2.81	
Provision for Income Tax (Current Year)		160.28		109.62	
PF & ESI Payable		0.87		0.94	
TCS Payable		0.16		0.13	
<b>Provision For Expenses</b>			<b>12.64</b>		<b>14.34</b>
Salary and Wages Payable		2.06		10.54	
Audit Fees Payable		1.00		1.00	
Internal audit Fees Payable		-		0.25	
Bank Int Provision		9.58		-	
Power Charges and Electricity Charges Payable		-		2.55	
Legal Charges Payable		-		-	
<b>TOTAL</b>		<b>179.97</b>	<b>179.97</b>	<b>TOTAL</b>	<b>127.84</b>
<b>PARTICULARS</b>		<b>As on 31.03.2022</b>		<b>As on 31.03.2021</b>	
		<b>Amount</b>	<b>Amount</b>	<b>Amount (Rs.)</b>	<b>Amount</b>
<b>NOTE - 13</b>					
<b>NON CURRENT INVESTMENT</b>					
- Investment in Subsidiary Company *			350.00		350.00
Unquoted:					
3500000 Shares of M/s ShreeOswal Psyllium Exports India Limited of Rs. 10 each)					
- Investments In equity Shares/ instruments *					
10900 shares of Vodafone Idea LTD			0.73		0.73
<b>TOTAL</b>		<b>350.73</b>	<b>350.73</b>	<b>TOTAL</b>	<b>350.73</b>
<b>* Disclosures :</b>					
(a) Aggregate amount of quoted investments is 0.75 Lakh and market value as on 31.03.2022 is .1.05 Lakh and previous year market Value is 1.01 Lakh					
(b) Aggregate amount of unquoted investments is Rs.35000000/-					
(c) Aggregate provision for diminution in value of investments is Nil					

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEE KANAWATI, NEEMUCH (M.P.)**

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2022**

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
<b>NOTE - 14</b>				
<b>DEFERRED TAX ASSETS</b>				
Opening Balance		1.36		1.36
Made During the Year		1.03		-
<b>TOTAL</b>		<b>2.39</b>	<b>TOTAL</b>	<b>1.36</b>

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount	Amount	Amount	Amount
<b>NOTE - 15</b>				
<b>LONG TERM LOANS &amp; ADVANCES</b>				
<b>Deposits (Unsecured)</b>		<b>24.49</b>		<b>3.77</b>
Central Sales Tax Deposit	0.01		0.01	
MPPKVCL (Electricity Deposit)	3.75		3.61	
Telephone Deposit	0.14		0.15	
Directorate Urban Administration and Development	20.59			
<b>Other Loans &amp; Advances (Unsecured)</b>		<b>1.04</b>		<b>1.39</b>
Advances to Employee	0.66		1.01	
Badrilala Nayak( Land purchase)	-		-	
Shailendra jain (Land Purchase)	0.38		0.38	
<b>ShreeOswal Psyllium Exports India Limited (Unsecured)</b> (Wholly-Owned Subsidiary Company)		<b>3,846.36</b>		<b>247.85</b>
<b>TOTAL</b>		<b>3,871.89</b>	<b>TOTAL</b>	<b>253.01</b>

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
<b>NOTE - 16</b>				
<b>OTHER NON CURRENT ASSETS</b>				
- Advance paid to suppliers		6.73		106.47
<b>TOTAL</b>		<b>6.73</b>	<b>TOTAL</b>	<b>106.47</b>

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount	Amount	Amount	Amount
<b>NOTE - 17</b>				
<b>INVENTORIES</b>				
- Closing Stock		4,286.91		5,220.78
- Raw Material	3,887.31		908.04	
- Finished Goods	399.60		4,312.75	
- Goods In Transit	-		-	

**Note 17.1** Inventories (Raw material and Finished Goods) are valued at Lower of cost and Market Value.

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount	Amount	Amount	Amount
<b>NOTE - 18</b>				
<b>TRADE RECEIVABLE (Unsecured Considered Good)</b>				
- Total Debtors		420.34		261.31
- More than 6 Months	42.10		101.24	
- Not More Than 6 Months	378.24		160.07	
<b>TOTAL</b>		<b>420.34</b>	<b>TOTAL</b>	<b>261.31</b>

**Trade Receivable ageing schedule 31.03.2022**

Particulars	Outstanding for following periods from the date of payment				
	Less than 6 months	6m to 1 year	1-2 years	More than 3 years	Total
i) Undisputed Trade receivables- considered good	378.24	10.76	6.82	24.53	420.34
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-

**Trade Receivable ageing schedule 31.03.2021**

Particulars	Outstanding for following periods from the date of payment				
	Less than 6 months	6m to 1 year	1-2 years	More than 3 years	Total
i) Undisputed Trade receivables- considered good	101.24	133.32	17.87	8.88	261.31
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)**

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2022**

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount	Amount	Amount	Amount
<b>NOTE - 19</b>				
<b><u>CASH &amp; CASH EQUIVALENT</u></b>				
- <b>Cash in Hand</b>		15.11		53.98
- <b>Balances With Bank</b>		138.96		4.46
Union Bank, Neemuch (50211)	-		0.27	
Union Bank of India C/a - (50056)	0.14		0.14	
Axis Bank, Neemuch (338992)	1.25		1.25	
HDFC Bank C/A (15011)	0.02		0.50	
FDR Union Bank (63256)	2.43		2.30	
FDR (.33155)	129.16		-	
Cheque in Transit	5.96		-	
<b>TOTAL</b>		<b>154.07</b>	<b>TOTAL</b>	<b>58.44</b>
<b>NOTE - 20</b>				
<b><u>SHORT TERM LOANS &amp; ADVANCES (Unsecured)</u></b>				
- <b>Prepaid Expenses</b>		3.59		1.38
Prepaid Insurance	2.40		1.38	
Prepaid Fees & Subscription	1.19		-	
- <b>Statutory Advances</b>		170.92		101.48
Advance Income Tax (Current Year)	105.00		75.00	
Income Tax Refundable A.Y. 2019-20	-		-	
TDS & TCS Receivable	-		26.48	
TDS Deduct Under 26AS	65.92		-	
<b>TOTAL</b>		<b>174.51</b>	<b>TOTAL</b>	<b>102.86</b>
<b>NOTE - 21</b>				
<b><u>OTHER CURRENT ASSETS</u></b>				
- Preliminary Expenses (To the Extent Not Write Off)		17.72		35.44
- National Seed Corporation, Jaipur (EMD)		-		-
- Excess Interest Recoverable by Bank		-		4.93
<b>TOTAL</b>		<b>17.72</b>	<b>TOTAL</b>	<b>40.37</b>

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANT**  
 FRN No.:-012245C

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CA BHAVESH SINHAL**  
**PARTNER**  
**M.N 406280**  
**Dated:- 30.05.2022**  
**Place:- Neemuch (M.P.)**

**SANJAY KUMAR BAIGANI**  
**DIN:-0007921083**  
**(CHAIRMAN & MANAGING DIRECTOR)**

**ANIL KUMAR NAHATA**  
**DIN :-0007921005**  
**(W.T.D. & C.E.O.)**

**DILIP PATIDAR**  
**(M NO.:-A34566)**  
**(COMPANY SECRETARY)**

**ASHOK DHAKAR**  
**PAN :-AUYPD5111B**  
**(C.F.O)**

**SHREOSWAL SEEDS AND CHEMICALS LIMITED**  
CIN :- L01111MP2017PLC044596

**FOR THE PERIOD 01.04.2021 TO 31.03.2022**

**Note :12 Depreciation As Per Companies Act,2013**

S. NO.	Particulars	Dep.Rate	GROSS BLOCK				DEPRECIATION				Amount In Lakhs			
			Balance as on 01.04.2021	Addition during the Year	Deduction during theYear	Total 31.03.2022	Balance as on 01.04.2021	Addition during the Year	Deduction duiring theYear	Total 31.03.2022	As on 31/03/2022	As on 31/03/2022	As on 31/03/2021	
1	Land Purchase	0.00%	206.85	-	-	206.85	-	-	-	-	-	206.85	206.85	206.85
1	Building	9.50%	47.69	-	-	47.69	13.17	3.28	16.45	13.17	3.28	31.24	31.24	34.52
2	Car (Fortuner Sigma	25.89%	-	43.49	-	43.49	-	5.18	5.18	-	5.18	38.31	38.31	-
3	Bollero Mahindra	25.89%	-	10.71	-	10.71	-	1.84	1.84	-	1.84	8.87	8.87	-
4	Computer	63.16%	1.51	0.19	-	1.70	1.39	0.16	1.55	-	0.16	0.16	0.16	0.13
5	Furniture & Fixture	25.89%	1.71	-	-	1.71	1.07	0.17	1.24	-	0.47	0.47	0.47	0.64
6	Misc. Fixed Assets	25.89%	1.15	-	-	1.15	0.71	0.11	0.82	-	0.32	0.32	0.32	0.43
7	Epson Printer	18.10%	-	0.15	-	0.15	-	0.01	0.01	-	0.14	0.14	0.14	-
8	Plant & Machinery	18.10%	131.05	-	-	131.05	47.79	15.07	62.86	-	68.19	68.19	68.19	83.26
9	Plant & Machinery	18.10%	-	0.24	-	0.24	-	0.04	0.04	-	0.20	0.20	0.20	-
10	Plant & Machinery	18.10%	-	0.08	-	0.08	-	0.01	0.01	-	0.07	0.07	0.07	-
11	Plant & Machinery	18.10%	-	2.94	-	2.94	-	0.32	0.32	-	2.62	2.62	2.62	-
12	Plant & Machinery	18.10%	-	15.75	-	15.75	-	1.41	1.41	-	14.34	14.34	14.34	-
13	Tempo Loading	31.23%	1.99	-	-	1.99	1.41	0.18	1.59	-	0.40	0.40	0.40	0.58
14	Two Wheeler	25.89%	0.26	-	-	0.26	0.16	0.03	0.19	-	0.07	0.07	0.07	0.10
	<b>Total</b>		<b>392.21</b>	<b>73.55</b>	-	<b>465.75</b>	<b>65.71</b>	<b>27.81</b>	<b>93.52</b>	-	<b>372.23</b>	<b>372.23</b>	<b>372.23</b>	<b>326.49</b>
	Previous Year-->		320.97	71.23	-	392.21	47.30	18.41	65.71	-	326.49	326.49	326.49	273.67

**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANTS**  
FRN No.:-012245C

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF**  
**SHREOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**  
DIN :-0007921083  
(CHAIRMAN & MANAGING DIRECTOR)

**ANIL KUMAR NAHATA**  
DIN :-0007921005  
(W.T.D. & C.E.O.)

**CA BHAVESH SINHAL**  
(PARTNER)

M.NO. 406280

Dated:- 30.05.2022

Place:- Neemuch (M.P.)

**DILIP PATIDAR**  
(M NO.:-A34566)  
(COMPANY SECRETARY)

**ASHOK DHAKAR**  
PAN :-AUYPD5111B  
(C.F.O)

# SHREEOSWAL SEEDS AND CHEMICALS LIMITED

CIN :- L01111MP2017PLC044596

OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)

## SCHEDULE FORMING PART OF PROFIT & LOSS ACCOUNT

PARTICULARS	Amount (Rs.in Lacs)	Amount (Rs.in Lacs)
	31.03.2022	31.03.2021
<b>NOTE - 22</b>		
<b><u>REVENUE FROM OPERATION</u></b>		
- Revenue from Sales of Manufactured Finished Goods	10,206.05	7,077.70
- Revenue from Sale of Other Goods Supplied	89.61	153.83
Add: Rates and Weight Difference	(32.07)	15.19
	<b>10,263.59</b>	<b>7,246.72</b>
<b>NOTE - 23</b>		
<b><u>OTHER INCOME</u></b>		
- Interest Subvention Scheme for MSMEs	-	-
- Interest Received Subsidiary Company	209.83	122.45
- Interest Received from Bank FDR	4.76	0.17
- Interest Received (other then Bank)	0.16	0.18
- Discount Given and Rate Difference	1.17	0.19
- Other Income	0.59	-
	<b>216.51</b>	<b>122.99</b>
<b>NOTE - 24</b>		
<b><u>COST OF MATERIAL CONSUMED</u></b>		
- Purchase of Goods	7,928.36	10,005.50
- Freight Exps.	189.30	169.49
- Hammali Exps.	98.77	89.33
- MP State Seed Certificate Agency	37.09	33.73
- Power & Electricity Charges	25.52	21.68
- Packing Material and Chemicals Expenses	0.02	-
- Rates, Taxes and Levies Expenses	34.17	31.41
- Ware Housing and Storage Charges	55.82	31.44
- Sortax Grading Charges	102.29	84.35
- Wages & Grading Charges	44.75	35.66
	<b>8,516.09</b>	<b>10,502.59</b>
<b>NOTE - 25</b>		
<b><u>CHANGE IN INVENTORY</u></b>		
<b><u>(A) Change in Raw Material Inventory</u></b>		
Opening Inventory	908.04	352.90
Less:- Closing Inventory	3,887.31	908.04
Net (A)	(2,979.27)	(555.14)
<b><u>(B) Change in Finished Goods Inventory</u></b>		
Opening Inventory	4,312.75	958.22
Less:- Closing Inventory	399.60	4,312.75
Net (B)	3,913.15	(3,354.53)
Total (A+B)	<b>933.88</b>	<b>(3,909.66)</b>
<b>NOTE - 26</b>		
<b><u>EMPLOYEE BENEFIT EXPENSES</u></b>		
- Salary to Employee	58.95	52.09
- Staff and Labour Welfare Expenses	0.18	1.35
- ESI and PF	0.81	4.38
- Sitting Fees of Directors	1.00	1.00
- Allowance to Directors	-	-
- Remuneration to Directors	132.00	96.00
	<b>192.94</b>	<b>154.82</b>

<b>NOTE - 27</b>		
<b>FINANCE COST</b>		
- Bank Charges	2.70	2.05
- Bank Finance Processing Fees	10.18	-
- Bank Interest Charges	113.33	106.87
- Interest on unsecured Loan	-	2.86
	<b>126.21</b>	<b>111.78</b>

PARTICULARS	Amount (Rs.in Lacs)	Amount (Rs.in Lacs)
	31.03.2022	31.03.2021
<b>NOTE - 28</b>		
<b>OTHER EXPENSES</b>		
- Audit Fees	1.00	1.00
- Internal Audit Fees	0.81	2.00
- Fee & Subscription	3.82	4.68
- Legal & Professional Charges	2.74	5.59
- Insurance Expenses	1.67	1.50
- Office Expenses	3.94	2.75
- Communications and Postage Expenses	0.76	0.57
- Printing & Stationery	9.50	9.33
- Professional Tax	0.03	0.03
- Repair & Maintenance Expenses	11.88	6.91
- Vehicle Running, Petrol & Diesel Expenses	7.86	2.52
- GST Demand	0.06	7.88
- Selling And Distribution Scheme	32.48	22.83
- Discount and Bad Debts Written off	0.20	-
- Research and Rogin Expenses	16.29	11.97
- Preliminary Expenses Write Off	17.72	17.72
- Round Off	(0.00)	0.00
	<b>110.76</b>	<b>97.28</b>

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANT**  
**FRN No.:-012245C**

**CA BHAVESH SINHAL**  
**PARTNER**  
**M.N 406280**  
**Dated:- 30.05.2022**  
**Place:- Neemuch (M.P.)**

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**  
**DIN :-0007921083**  
**(CHAIRMAN & MANAGING DIRECTOR)**

**ANIL KUMAR NAHATA**  
**DIN :-0007921005**  
**(W.T.D. & C.E.O.)**

**DILIP PATIDAR**  
**(M NO.:-A34566)**  
**(COMPANY SECRETARY)**

**ASHOK DHAKAR**  
**PAN :-AUYPD5111B**  
**(C.F.O)**

**Notes forming part of Financial Statements**

**Note No. 1 to the financial statements for the year ending on 31st March, 2022**

**Note 1(a) Background of the Company**

The Company was originally registered as a Partnership firm as "M/s Oswal Seeds and Chemicals" dated July 29, 2002 which was then converted into public limited company i.e. **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** having CIN : **U01111MP2017PLC044596** vide fresh certificate of incorporation dated **December 1, 2017**.

The Registered office of the company is situated at Oswal House, Opposite Bal Kavi Bairagi College, Village- Kanawati, Neemuch-458441, Madhya Pradesh, India.

ShreeOswal Seeds and Chemicals Limited (the "Company") is a limited company incorporated in India under the provisions of the Companies Act,2013. The Company is a Processing unit involved in processing of Agriculture Seed along with Trading of Agriculture Produce.

**Note 1(b) SIGNIFICANT ACCOUNTING POLICIES :-**

**1 (i) Basis of Accounting:-**

The financial statements are prepared in accordance with the applicable Accounting Standards as prescribed under section 133 of The Companies Act,2013 read with Rule 7 of Companies (Accounts) Rules 2014 except as required by Accounting Standard No.-15 "Employees benefits" under the Historical cost convention, on accrual basis.

The Financial Statements are prepared under the Historical Cost Conversion using the accrual method of accounting, in accordance with the accounting standards prescribed by the Institute of Chartered Accountants of India. However, the insurance claims and other than cash compensatory incentives are accounted on the basis of receipt. The company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. except in case of significant uncertainties relating to the income.

**(ii) Use Of Estimates:**

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that effect the reported amount of assets and liability on the date of financial statement and the reported amount of revenue and expenses during the reporting period . Difference between actual result and estimates are recognized in the period in which the result are known / materialized.

**2 Revenue Recognition:-**

Revenue has been considered as per AS 9- Revenue Recognition issued by Institute of Chartered Accountants of India.

(a) Items of income & expenditure are accounted for on accrual basis.

(b) Sales of goods are recognized on dispatch of goods to customers or when substantial risk and rewards of ownership are transferred by company.

(c) Service Income is recognized, net of service tax, when related services are provided.

**3 Taxes on Income:-**

(a) **Current Tax** :- Income Tax expenses comprises current tax and deferred tax charges or credit . Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year.

(b) **Deferred Tax** is determined using the tax rates and the tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred Tax Assets are recognized and carried forward only if there is reasonable certainty of its realization. However in case of carried forward losses and unabsorbed depreciation under the Income Tax Act, 1961, the Deferred Tax Asset is recognized if and only if there is a virtual certainty backed by convincing evidence of its realization. Such assets are reviewed at each Balance Sheet date to reassess its realization

**4 Provisions and Contingent Liability:-**

A Provision is recognized, if as a result of past event the company has a present obligation that is reasonably estimable and it is probable that an outflow of economic benefits will be required to settle the Obligation.

Contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise.

**5 Property Plant & Equipment**

Property Plant & Equipment are stated at cost less accumulated depreciation and impairment loss if any. The company capitalized all costs relating to acquisition and installation of Property Plant & Equipment till the date on which the assets first put to use for commercial purpose.

**6 Impairment of Assets:-**

Pursuant to"AS-28 Impairment of Assets "issued by the Central Government under the Companies (Accounting Standard) Rules 2006 for determining impairment in the carrying amount of fixed assets, the management has concluded that since recoverable amount of fixed Assets is not less than its carrying amount, therefore no provision is required for impairment in respect of fixed Asset of the company.

**7 Depreciation:-**

Depreciation on Property Plant & Equipment is provided on "**Written down Value Method**" at the rate prescribed in **schedule II** of the companies act 2013 for the number of days the assets has been put to use and over the useful lives of the assets estimated by the management. The Management estimates are based on the useful life provided in the Schedule II to Companies Act 2013. The useful life of various assets are mentioned in the below mentioned chart.

Major Head	Assets included		Useful Life
Building	Building	30 Years	30 Years
Plant & Equipment	Plant & Machinery	15 Years	15 Years
Furniture & Fittings	All Furniture & Fixtures	10 Years	10 Years
Office Equipment	Misc. Fixed Assets	5 Years	5 Years
Vehicle	Car, Tempo Loading & Two Wheeler	10/8 Years	10/8 Years
Computer and Data Processing Units	Computers	3 Years	3 Years

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)

**8 Earnings per Share:-**

Basic Earning per Share is calculated by dividing the Net Profit after tax attributable by the number of weighted average equity shares outstanding during the year.

Particulars	Amount	
	31.03.2022	31.03.2021
Net Profit After Tax	411.85	283.97
No of Share at the Beginning of the Year	15,245,000.00	15,245,000.00
Add:- Share issued during the year	-	-
<b>No of share outstanding at the end of the year</b>	<b>15,245,000.00</b>	<b>15,245,000.00</b>
<b>Weighted Average no of Shares (Calculation as per Note)</b>	<b>15,245,000.00</b>	<b>15,245,000.00</b>
<b>EPS</b> a) Basic	2.70	1.86
b) Diluted	2.70	1.86

**Calculation of Weighted Average No. of Shares as on 31.03.2022**

Shares	No of Days	Period	Weighted Avg Shares
15,245,000	365	01.04.2021 to 31.03.2022	15245000
<b>Total Weighted Avg. Shares</b>			<b>15245000</b>

**Calculation of Weighted Average No. of Shares as on 31.03.2021**

Shares	No of Days	Period	Weighted Avg Shares
15,245,000	365	01.04.2020 to 31.03.2021	15245000
<b>Total Weighted Avg. Shares</b>			<b>15245000</b>

**9 Investments:-**

Investments are either classified as current or noncurrent based on management's intention. Long term investments are stated at cost less other than temporary decline in the value of such investments, determined separately for each individual investment. Company has invested in Equity Shares of its wholly owned Subsidiary Company as well as other market traded equity Shares.

**10 Foreign Currency Transactions:-**

As per information provided by the Management, the Company has not entered into any foreign currency transactions during the year.

**11 Valuation of Inventories:-**

The inventories are physically verified at regular intervals by the Management. Raw materials, stores and spares are valued at cost and net of credits under scheme under GST Rules. Finished goods and trade goods are valued at **cost or market value** whichever is lower.

**12 Preliminary Expenses:-**

During the current year the company do not have any preliminary expenses which is expensed from profit and loss account but company incurred Preliminary expenses which are shown in Balance Sheet under "Other Current Assets" and are carried forward to be written off in the next year.

**13 Prior Period Expenses:-**

Prior period items are income or expenses which arise in the current period as a result of errors or omissions in the preparation of the financial statements of one or more prior periods. No Prior Period Expenses are included in the Current Financial Statements.

**14 Management Remuneration:-**

Disclosures with respect to the remuneration of directors and employees as required under section 197 of Companies Act, 2013 and Rule 5 (1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been provided in the below mentioned table:

**A. Remuneration to KMP, and Other Directors**

Particulars of Remuneration	Designation	Total Amount	Total Amount
		31.03.2022	31.03.2021
<b>1. Remuneration to KMP</b>			
a) Shri Sanjay Kumar Baigani	Chairman & Managing Director	66.00	48.00
b) Shri Anil Kumar Nahata	WTD & C.E.O.	66.00	48.00
c) CS Dilip Patidar	Company Secretary	2.67	2.74
d) Shri Ashok Dhakar	C.F.O	3.20	3.00
<b>2. Sitting Fees to other director</b>			
a) Shri Gopal Agarwal	Director	0.25	0.25
b) Shri Sunil Agarwal	Director	0.25	0.25
c) Smt. Kiran Begani	Director	0.25	0.25
d) Smt Padma Nahta	Director	0.25	0.25
<b>Total</b>		<b>138.87</b>	<b>102.74</b>

**15 Cash and Cash Equivalents:-**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, fixed deposits with banks which are short term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

**16 Segment Reporting:-**

The Company is engaged in the business of Processing of Seeds which is considered to be the only reportable business segment as per Accounting Standard 17 on Segment Reporting. The Company mainly operates in India and there is no other significant geographical segment.

**Note 1(c) NOTES TO ACCOUNTS:-**

- The Financial Statements for the year ended on 31st March, 2022 are prepared based on Schedule III of Companies Act, 2013.
- The Micro Small and Medium Enterprise registered under The Micro small and Medium Enterprise Development Act 2006 have been taken based on the list of MSME creditors provided by the management. However, as the Company has not received any claims in respect of such interest and as such, no provision has been made in the books of accounts.

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)

**3 Related Party Disclosures (AS 18) :-**

(a) Related party and their relationship

Names of the related parties with whom transactions were carried out during the period and description of relationship.	
1. KEY MANAGERIAL PERSON	1. Shri Sanjay Baigani (Chairman & M.D.) 2. Shri Anil Kumar Nahata (W.T.D. & C.E.O.) 3. Mr. Dilip Patidar (Company Secretary) 4. Shri Ashok Dhakar (C.F.O.)
2. OTHER DIRECTORS	1. Smt. Kiran Devi Begani 2. Smt. Padma Nahta 3. Shri Gopal Agarwal 4. Shri Sunil Kumar Agarwal
3. Wholly Owned Subsidiary Company	1. M/s ShreeOswal Psyllium Exports India Limited (erstwhile Partnership Firm named M/s Oswal Psyllium Exports Converted into Company on 28.02.2018)

**Notes**

i) The related party relationships have been determined by the company on the basis of the requirements of the Accounting Standard (AS)-18 "Related Party Disclosures".

ii) The relationships as mentioned above pertain to those related parties with whom transactions have taken place during the current year / previous year.

(b) Transactions with the related parties :

Particular	For the Period Ended on 31.03.2022					
	Remuneration Paid/Payable	Loan Received	Loan Repaid	Sitting Fees Paid / Payable	Allowances	
<b>TRANSACTION WITH KEY MANAGERIAL PERSON</b>						
Shri Sanjay Kumar Baigani	66.00	8.00	8.00	-	-	
Shri Anil Kumar Nahata	66.00	-	-	-	-	
Mr. Dilip Patidar	2.67	-	-	-	-	
Shri Ashok Dhakar	3.20	-	-	-	-	
<b>Transaction With Other Directors</b>						
Smt. Kiran Devi Begani	-	-	-	0.25	-	
Smt. Padma Nahta	-	-	-	0.25	-	
Shri Gopal Agarwal	-	-	-	0.25	-	
Shri Sunil Agarwal	-	-	-	0.25	-	
<b>TRANSACTION WITH WHOLLY OWNED SUBSIDIARY COMPANY</b>						
Paticulars	Sale of Goods	Interest Received	Loan Given	Electricity Received	Charges	Loan Repayment Received
M/s ShreeOswal Psyllium Exports India Ltd (Eartilewhile Partnership Firm converted into Company on 28.02.2018)	-	209.83	6,339.70		10.94	2947.90

Particular	For the Period Ended on 31.03.2021					
	Remuneration Paid/Payable	Loan Received	Loan Repaid	Sitting Fees Paid / Payable	Allowances	
<b>TRANSACTION WITH KEY MANAGERIAL PERSON</b>						
Shri Sanjay Kumar Baigani	48.00	221.09	221.09	-	-	
Shri Anil Kumar Nahata	48.00	13.37	13.37	-	-	
Mr. Dilip Patidar	2.74	-	-	-	-	
Shri Ashok Dhakar	3.00	-	-	-	-	
<b>Transaction With Other Directors</b>						
Smt. Kiran Devi Begani	-	-	-	0.25	-	
Smt. Padma Nahta	-	-	-	0.25	-	
Shri Gopal Agarwal	-	-	-	0.25	-	
Shri Sunil Agarwal	-	-	-	0.25	-	
<b>TRANSACTION WITH WHOLLY OWNED SUBSIDIARY COMPANY</b>						
Paticulars	Sales of Goods	Interest Received	Loan Given	Electricity Received	Charges	Loan Repayment Received
M/s ShreeOswal Psyllium Exports India Ltd (Eartilewhile Partnership Firm converted into Company on 28.02.2018)	-	122.45	1,170.35		9.38	2891.98

(c) Balances with the related parties :

Name of Related Party	Relationship	Payable/Receivable	31.03.2022	31.03.2021
Shri Sanjay Kumar Baigani	Key Managerial Person	Payable	-	2.29
Shri Anil Kumar Nahata	Key Managerial Person	Payable	-	2.79
Shri Ashok Dhakar	Key Managerial Person	Payable	-	0.23
Mr. Dilip Patidar	Key Managerial Person	Payable	0.23	0.34
Shri Gopal Agarwal	Director	Payable	0.23	0.23
Shri Sunil Agarwal	Director	Payable	0.23	0.23
Smt Kiran Devi Begani	Director	Payable	0.23	0.23
Smt Padma Nahta	Director	Payable	0.23	0.23
M/s ShreeOswal Psyllium Exports India Ltd	Wholly Owned Subsidiary Company	Receivable	3,846.36	247.85
		<b>TOTAL</b>	<b>3,847.49</b>	<b>254.43</b>

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILIGE KANAWATI, NEEMUCH (M.P.)**

**4 Accounting for Taxes on Income (AS 22) Deferred Tax Liability/Asset :-**

Pursuant to the accounting standard on 'Accounting for Taxes on Income' (AS-22), deferred tax liability / (assets) are as under -		
Particular	31.03.2022	31.03.2021
(A) Depreciation as per Companies Act		18.41
(B) Depreciation as per Income Tax Act	27.81	18.86
(C) Timing Difference (A-B)	24.09	-0.45
(D) Deferred Tax Assets	3.72	-0.12
	1.03	

The Company has recognized deferred tax asset on depreciation as per books of accounts and depreciation allowable as per Income Tax Act, 1961. The Net deferred tax asset is disclosed on the face of the Balance Sheet.

5 Figures in Brackets indicate negative values.

6 Unsecured loans, advances from customers, advances recoverable in cash or in kind, investments and various other parties are subject to confirmations.

7 The management of the company has carried out an exercise to ascertain impairment of Property Plant & Equipment, if any. In the opinion of the management of the company there are no indication of impairment of assets as at 31/03/2022 and therefore no effect of impairment is required to be given in the books of accounts.

8 Cash balance is taken as valued & certified by management.

**9 Pending Litigations and Criminal Proceedings:-**

As details provided by management and further verified by us, apart from those as stated below there are no outstanding litigations, suits, criminal or civil prosecutions, proceedings or tax liabilities against / by the Company, directors, promoters and group entities and there are no defaults, non-payment of statutory dues, over-dues to banks/financial institutions, default against banks/financial institutions by Company, default in creation of full security as per terms of issue/ other liabilities, no amount so due to small scale undertakings or any other creditor exceeding 1 lakh, which is outstanding for more than 30 days, no proceedings initiated for economic / civil / any other offences other than unclaimed liabilities of our Company and no disciplinary action has been taken by SEBI or any stock exchange against the Company, Promoters, Directors and group entities.

Further, there are no show-cause notices/claims served on Company, promoters, directors or group entities from any statutory authority/revenue authority that would have a material adverse effect on the business.

**a. Outstanding Statutory Dues Related to Direct Tax:-**

The Total amount outstanding relating to direct tax which are verified through the online portals of income tax and traces portal or payable in the books of accounts are attached in the below mentioned table: -

Financial Period	Amount	Related to statute
2018-19	0.12	Income Tax - TDS
2020-21	1.02	Income Tax - TDS
2021-22	0.44	Income Tax - TDS

**10 Auditor's Remuneration:-**

Particulars	Amount 31.03.2022	Amount 31.03.2021
Payment to the auditors comprises (net of service tax input credit, where applicable):		
(i) As Auditors - Statutory audit	0.50	0.50
(ii) For taxation matters (Including Tax Audit fees)	0.50	0.50
(iii) For other services	-	-
<b>Total</b>	<b>1.00</b>	<b>1.00</b>

**11 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

Particulars	Amount (Rs.)
1. Principal & Interest amount due and remaining unpaid	NIL
2. Payment made beyond the appointed day during the year	NIL
3. Interest Accrued and unpaid	NIL

There are no specific claims from suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 during the year.

**12 Employee Benefit Plans:-**

Particulars	31.03.2022	31.03.2021
<b>(a) Defined Contribution Plans</b> The Company is participating under the recognised provident fund & ESI during the year for defined contribution plans for qualifying employees. Under the Scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.	5.36	4.51
<b>(b) Defined Benefit Plans</b> The Company is not participating in any plans for securing the liability of gratuity for its employees.	NIL	NIL

**13 Expenditure on Research & Development**

During the year, the company has not incurred any expenditure on Research & Development.

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)

**14 Utilisation of I.P.O. Fund**

Sr. No.	Purpose/Objects for raising of funds through public issue	Amount raised in public issue for the object mentioned in prospectus	Actual Utilization of Issue Proceeds till 31st March 2022	Balance Amount to be utilized as on 31st March 2022
1	Purchase of New Plant & Machinery	162.95	38.26	124.69
2	Funding the Working Capital Requirement Of the Company	625.00	625.00	0.00
3	General Corporate Purpose	251.81	251.81	0.00
4	IPO related Expenses	150.00	150.00	0.00
	<b>TOTAL</b>	<b>1189.76</b>	<b>1065.07</b>	<b>124.69</b>

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
 CHARTERED ACCOUNTANT  
 FRN No.:-012245C

**CA BHAVESH SINHAL**  
 PARTNER  
 M.N 406280  
 Dated:- 30.05.2022  
 Place:- Neemuch (M.P.)

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**  
 DIN :-0007921083  
 (CHAIRMAN & MANAGING DIRECTOR)

**ANIL KUMAR NAHATA**  
 DIN :-0007921005  
 (W.T.D. & C.E.O.)

**DILIP PATIDAR**  
 (M NO.:-A34566)  
 (COMPANY SECRETARY)

**ASHOK DHAKAR**  
 PAN :-AUYPD5111B  
 (C.F.O)

**SHREOSWAL SEEDS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March, 2022**

Note : Additional Regulatory Information								
S.No.	Particulars							Response
A	The amount of dividends proposed to be distributed to equity and preference shareholders for the period and the related amount per share shall be disclosed separately. Arrears of fixed cumulative dividends on preference shares shall also be disclosed separately.							NIL (No Dividend Proposed)
B	Where in respect of an issue of securities made for a specific purpose, the whole or part of the amount has not been used for the specific purpose at the balance sheet date, there shall be indicated by way of note how such unutilised amounts have been used or invested.							No Securities made for a specific purpose
C	Where the company has not used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date, the company shall disclose the details of where they have been used.							No Deviation in utilisation hence N.A.
D	If, in the opinion of the Board, any of the assets other than Property, Plant and Equipment , Intangible assets and non-current investments do not have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated, the fact that the Board is of that opinion, shall be stated.							No Such Kind of Assets hence N.A.
E	<b>OTHER ADDITIONAL</b>							
(i)	<b>Title deeds of Immovable Properties not held in name of the Company The company shall provide the details of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company in following format and where such immovable property is jointly held with others, details are required to be given to the extent of the company's share.</b>							NA
	S.No.	Relevant Line Item in the Balance Sheet	Description of item of property	Gross Carrying Value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter*/direct or or employee of promoter/directo	Property held since which date	Reason for not being held in the name of the company
	1	Property Plant and Equipments						
		Investment Ptoperty						
		Others						
(ii)	<b>Where the Company has revalued its Property, Plant and Equipment (including Right-of-Use Assets), the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.</b>							NA
(iii)	<b>The following disclosures shall be made where Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:</b>							NA
	(a) repayable on demand; or							
	(b) without specifying any terms or period of repayment:							
	Type of Borrower		Amount of loan or		Percentage of the total Loans			
	Promoter							
	Directors							
	KMPs							
	Related parties							

<b>(iv) Capital-work-in progress (CWIP)</b>		<b>NA</b>																								
<b>(a)</b>	<b>Ageing Schedule CWIP Ageing Schedule</b>																									
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(vii)	where the Company has borrowings from banks or financial institutions on the basis of security of current assets, it shall disclose the following			NA	
	(a)	whether quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.	Yes		
	(b)	if not, summary of reconciliation and reasons of material discrepancies, if any to be adequately disclosed.	NA		
(viii)	Where a company is a declared wilful defaulter by any bank or financial Institution or other lender, following details shall be given:			NA	
	(a)	Date of declaration as wilful defaulter,			
	(b)	Details of defaults (amount and nature of defaults),			
(ix)	Relationship with struck off Companies				
	Where the company has any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956,				
	S.No.	Name of Struck off Company	Nature of transactions with struck-off Company	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
(x)	Registration of charges or satisfaction with Registrar of Companies (ROC) Where any charges or satisfaction yet to be registered with ROC beyond the statutory period, details and reasons thereof shall be disclosed.			NIL	
(xi)	Compliance with number of layers of companies Where the company has not complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, the name and CIN of the companies beyond the specified layers and the relationship or extent of holding of the company in such downstream companies shall be disclosed.			NA	

**SHREOSWAL SEEDS AND CHEMICALS LIMITED**

**Notes to Standalone Financial Statements for the year ended 31st March, 2022**

(xii)	Ratios	Numerator	Denominator	FY 2021-22	FY 2020-21	Change
	Current Ratio (in times)	Total Current Assests	Total Current Liabilities	0.84	1.65	-49.07%
	Debt-Equity Ratio (in times)	Long Term Borrowings	Total Equity	0.04	0.05	-35.28%
	Debt-Service Coverage Ratio	Earnings for Debt service = Net profit after tax + Non- cash operating expenses + interest + other non cash adjustments+ Interest on debt debited in P&L	Debt service = Interest + Principal Repayment (Non-Current debts only)	7.81	20.08	-61.11%
	Return on Equity Ratio (in times)	Profit for the year less preference divididend (if any)	Average Total Equity	0.27	0.19	45.03%
	Inventory Turnover Ratio (in times)	Revenue From Operations	Average Inventory	2.16	2.22	-2.70%
	Trade Receivable Turnover Ratio (in times)	Revenue From Operations	Average Trade Receivable	30.11	23.42	28.57%
	Trade Payble Turnover Ratio (in times)	Revenue From Operations	Average Trade Payable	211.71	261.98	-19.19%
	Net Capital Turnover Ratio (in times)	Revenue From Operations	Working Capital (i.e. Total current assets less Total Current Liabilities)	(10.68)	3.24	-429.80%
	Net Profit Ratio (in %)	Profit for the year before exception items	Revenue From Operations	5.58%	5.44%	2.45%
	Return On Capital Employed	Profit Before Tax And Finance Costs	Average capital Employed = Capital Employed + Net Worth + Deferred Tax Liabilities	0.17	0.13	29.84%
	Retun on Investment	Income Generated from Investment Funds	Average invested Funds	0.27	0.19	45.03%
	<p><b>Current Ratio:</b> The Company, in the FY 2021-22 had received affordable prices for stock purchase and the company was sold its stock fund realised from proceed of sale the company has transfer its fund to its wholly owned subsidiary company for growth as well as the company also allowed advance booking from dealers and distributors all factor led to increase in closing stock, which emanated higher current ratio for the year.</p>					

	<p><b>Debt-Equity Ratio</b> (in times) Lower debt equity ratio is considered as favourable for company. It means that company is utilizing its assets and borrowing less money from the market and have higher equity margin for future growth on the shareholders perspective</p> <p><b>Debt-Service Coverage Ratio</b>:-Ratio is lower as compared to previous year, it means that Company has more finance charges as compared to previous year and the more cash flow leeway the company has after making its annual necessary debt payments</p> <p><b>Return on Equity Ratio</b>:-Higher ratio as compared to previous year is favourable for the company. It means that a gauge of a corporation's profitability and generates profits efficiently. Profit earned in this year is high compare to previous year as equity for shareholders is going good</p> <p><b>Trade Receivable Turnover Ratio (in times)</b> For the betterment of business the Company, after the Corona Pandemic had allowed some more credit to its trustworthy customers due to this Debtors turnover has increased and the ratio also got increased.</p> <p><b>Net Capital Turnover Ratio</b>:Ratio comparing the depletion of working capital to the generation of sales over a given period. There is Working capital increases high compared to sales and company invested high in inventory due to booking policy of seed of company</p> <p><b>Return On Capital Employed</b>:-Higher ratio as compared to previous year is favourable for the company. It means that shows how good a company is using the capital invested in it. Profit earned in this year is high compare to previous year as capital uses in companies term as highly efficient for the future growth.</p> <p><b>Return on Investment</b>:-Higher the ratio is favourable for the corporation. Reason being company has good profit as compared to previous year and gives high return to the shareholders who invested wisely in the company.</p>									
(xiii)	<b>Compliance with approved Scheme(s) of Arrangements</b>									
	Where any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013, the Company shall disclose that the effect of such Scheme of Arrangements have been accounted for in the books of account of the Company 'in accordance with the Scheme' and 'in accordance with accounting standards' and deviation in this regard shall be explained.	NA								
(xiv)	<b>Utilisation of Borrowed funds and share premium:</b>									
	<p>(A) Where company has advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall</p> <p>(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or</p> <p>(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;</p> <p>The company shall disclose the following:-</p> <table border="1" data-bbox="284 1373 1161 1692"> <tr> <td data-bbox="284 1373 1161 1430">(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.</td> <td data-bbox="1161 1373 1323 1430"></td> </tr> <tr> <td data-bbox="284 1430 1161 1522">(II) date and amount of fund further advanced or loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries alongwith complete details of the ultimate beneficiaries.</td> <td data-bbox="1161 1430 1323 1522"></td> </tr> <tr> <td data-bbox="284 1522 1161 1579">(III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries</td> <td data-bbox="1161 1522 1323 1579"></td> </tr> <tr> <td data-bbox="284 1579 1161 1692">(IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violative of the Prevention of Money-Laundering act, 2002 (15 of 2003).;</td> <td data-bbox="1161 1579 1323 1692"></td> </tr> </table>	(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.		(II) date and amount of fund further advanced or loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries alongwith complete details of the ultimate beneficiaries.		(III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries		(IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violative of the Prevention of Money-Laundering act, 2002 (15 of 2003).;		NA
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	<p>(B) Where a company has received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall</p> <p>(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or</p> <p>(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, the company shall disclose the following:-</p>	NA								

	(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.		
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<b>F</b>	<b><u>Undisclosed income</u></b> The Company shall give details of any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), unless there is immunity for disclosure under any scheme and also shall state whether the previously unrecorded income and related assets have been properly recorded in the books of account during the year.;		<b>NIL</b>
<b>G</b>	<b><u>Corporate Social Responsibility (CSR)</u></b> Where the company covered under section 135 of the companies act, the following shall be disclosed with regard to CSR activities:- (a) amount required to be spent by the company during the year, (b) amount of expenditure incurred, (c) shortfall at the end of the year, (d) total of previous years shortfall, (e) reason for shortfall, (f) nature of CSR activities,  (g) details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard, (h) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately.		<b>N.A.</b>
<b>H</b>	<b><u>Details of Crypto Currency or Virtual Currency</u></b> Where the Company has traded or invested in Crypto currency or Virtual Currency during the financial year, the following shall be disclosed:- (a) profit or loss on transactions involving Crypto currency or Virtual Currency (b) amount of currency held as at the reporting date, (c) deposits or advances from any person for the purpose of trading or investing in Crypto Currency/ virtual currency.]		<b>NIL</b>

# Independent Auditor's Report

To the Members of SHREEOSWAL SEEDS & CHEMICALS LIMITED

## Report on the consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of **SHREEOSWAL SEEDS & CHEMICALS LIMITED (*“the Company”*)** which comprises the Consolidated Balance Sheet as at March 31, 2022, the Consolidated Statement of Profit and Loss and statement of Consolidated cash flows for the year then ended, and notes to the Consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as ‘the consolidated financial statements’).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2014 and other accounting principles generally accepted in India, of the Consolidated state of affairs of the Company as at March 31, 2022, and Consolidated profit and its Consolidated cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statement of the current period. These matters were addressed in the context of our audit of the consolidated financial statement as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no such key Audit Matters to be reported.

### Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon. Our opinion on the Consolidated financial statements does not cover the other

information and we do not express any form of assurance conclusion thereon. In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the consolidated Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and flows of the Company in accordance with the AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the

Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- Provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from the branches not visited by us.

- c) The consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books account maintained for the purpose of preparation of consolidated financial statement.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - I. The Consolidated financial statement of the Company does not have any pending litigations which would impact its financial position.
  - II. The Consolidated financial statement of the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - III. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
  - IV.
    - a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or
      - Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
    - b. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall:
      - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
      - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

C. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (iv)(a) and (iv)(b) contain any material mis-statement.

V. No Dividend is declared or paid by the company during the year

Date :30/05/2022

Place :Neemuch

**FOR AGARWAL PATEL AND SINHAL  
(Chartered Accountants)  
Reg No. :012245C**

**CA Bhavesh Sinhal  
Partner  
M.No. : 406280  
UDIN-22406280AJXQGU2347**

**Annexure A” to the Independent Auditor’s Report of even date on the Consolidated Financial Statements of SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**The Annexure referred to in our Independent Auditors’ Report to the members of the Company on the consolidated financial statements for the year ended March 31, 2022, we report that:**

With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's Report, according to the information and explanations given to us, and based in the CARO reports issued by is for the Company and its subsidiary included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

Date :30/05/2022  
Place :Neemuch

**FOR AGARWAL PATEL AND SINHAL  
(Chartered Accountants)  
Reg No. :012245C**

**CA Bhavesh Sinhal  
Partner  
M.No. : 406280  
UDIN-22406280AJXQGU2347**

**Annexure B” to the Independent Auditor’s Report of even date on the Consolidated Financial Statements of SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**Referred to in paragraph 2(f) of the Independent Auditors’ Report of even date to the members of SHREEOSWAL SEEDS AND CHEMICALS LIMITED on the consolidated financial statements for the year ended March 31, 2022.**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** Company Limited (“The Holding Company”) as of March 31, 2022 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Respective Board of Directors of the Holding Company and its subsidiary company, which are companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence amount the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and operating effectiveness of internal control based on the assessed risk. The procedures selected depend upon on the auditor’s judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

#### Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issues by the Institute of Chartered Accountants of India.

Date :30/05/2022  
Place :Neemuch

**FOR AGARWAL PATEL AND SINHAL**  
**(Chartered Accountants)**  
**Reg No. :012245C**

**CA Bhavesh Sinhal**  
**Partner**  
**M.No. : 406280**  
**UDIN-22406280AJXQGU2347**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)**

**CONSOLIDATED BALANCE SHEET AS ON 31.03.2022**

**(Amount in Lacs.)**

PARTICULARS	Note No	AMOUNT AS ON 31.03.2022	AMOUNT AS ON 31.03.2021
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	1	1,524.50	1,524.50
(b) Reserves and Surplus	2	2,344.43	1,800.87
(c) Money received against share warrants		-	-
(d) Minority interest	3		
<b>(2) Share application money pending allotment</b>			
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	4	447.10	550.53
(b) Deferred tax liabilities (Net)	5	0.12	0.12
(c) Other Long term liabilities	6	19.70	19.80
(d) Long term provisions	7	-	-
<b>(4) Current Liabilities</b>			
(a) Trade payables	8		
(i) total outstanding dues of msme		-	-
(ii) total outstanding dues of creditors other than msme		314.93	144.58
(b) Short Term Borrowings	9	3,710.62	3,760.66
(c) Other Current liabilities	10	3,372.58	1,290.31
(d) Short-term provisions	11	252.91	177.67
<b>Total</b>		<b>11,986.88</b>	<b>9,269.05</b>
<b>II.Assets</b>			
<b>(1) Non-current assets</b>			
<i>(a) Property Plant &amp; Equipment and Intangible Assets</i>			
(i) Property Plant & Equipment	12	445.32	395.90
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	13	0.73	0.73
(c) Deferred tax assets (net)	14	4.16	2.87
(d) Long term loans and advances	15	25.83	5.48
(e) Other non-current assets	16	6.73	106.47
<b>(2) Current assets</b>			
(a) Current investments		-	-
(b) Inventories	17	8,909.02	7,466.92
(c) Trade receivables	18	1,922.66	618.62
(d) Cash and cash equivalents	19	167.58	76.80
(e) Short-term loans and advances	20	485.06	552.86
(f) Other current assets	21	19.76	42.40
<b>Total</b>		<b>11,986.88</b>	<b>9,269.05</b>

As per our Audit Report Even Date Attached

**FOR, AGARWAL PATEL AND SINHAL**

**CHARTERED ACCOUNTANT**

**FRN No.:-012245C**

**CA BHAVESH SINHAL**

**PARTNER**

**M.N 406280**

**Dated:- 30.05.2022**

**Place:- Neemuch (M.P.)**

**UDIN: 22406280AJXQGU2347**

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**

**DIN :-0007921083**

**(CHAIRMAN & MANAGING DIRECTOR)**

**ANIL KUMAR NAHATA**

**DIN :-0007921005**

**(W.T.D. & C.E.O.)**

**DILIP PATIDAR**

**(M NO.:-A34566)**

**(COMPANY SECRETARY)**

**ASHOK DHAKAR**

**PAN :-AUYPD5111B**

**(C.F.O)**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGGE KANAWATI, NEEMUCH (M.P.)**

**CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE PERIOD 01.04.2021 TO 31.03.2022 (Amount in Lacs.)**

PARTICULARS	Note No	AMOUNT AS ON 31.03.2022	AMOUNT AS ON 31.03.2021
I. Revenue from operations	22	24,051.69	16,121.62
II. Other Income	23	9.97	12.55
<b>III. Total Revenue (I +II)</b>		<b>24,061.66</b>	<b>16,134.17</b>
<b>IV. Expenses:</b>			
Cost of Material Consumed	24	24,051.63	18,361.84
Change in Inventory	25	(1,442.10)	(3,341.29)
Employee benefit expense	26	248.50	194.72
Finance costs	27	261.33	243.58
Depreciation and amortization expense	12	38.87	30.19
Other expenses	28	146.12	139.16
<b>Total Expenses</b>		<b>23,304.35</b>	<b>15,628.20</b>
V. Profit before exceptional and extraordinary items and tax	(III - IV)	757.30	505.96
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		757.30	505.96
VIII. Extraordinary Items			
<b>IX. Profit before tax (VII - VIII)</b>		<b>757.30</b>	<b>505.96</b>
X. Tax expense:			
(1) Current tax		211.97	139.07
(2) Deferred tax liability/(assets)		(1.29)	(0.34)
(3) Current Tax expenses related to Prior Period		3.06	2.17
XI. Profit(Loss) from the period from continuing operations	(IX-X)	543.56	365.07
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discontinuing operations		-	-
XIV. Profit/(Loss) from Discontinuing operations after tax (XII - XIII)		-	-
<b>XV. Profit/(Loss) for the period (XI + XIV)</b>		<b>543.56</b>	<b>365.07</b>
Profit or Loss attributable to minority interest			-
Profit or Loss attributable to Owners of Parent		543.56	365.07
XVII. Profit of the Year		543.56	365.07
<b>Profit Forward to Reserve &amp; Surplus (in Rs)</b>		<b>543.56</b>	<b>365.07</b>
XVIII. Earning per equity share:			
(1) Basic		3.57	2.39
(2) Diluted		3.57	2.39

As per our Audit Report Even Date Attached

**FOR, AGARWAL PATEL AND SINHAL**

**CHARTERED ACCOUNTANT**

**FRN No.:-012245C**

**CA BHAVESH SINHAL**

**PARTNER**

**M.N 406280**

**Dated:- 30.05.2022**

**Place:- Neemuch (M.P.)**

**UDIN: 22406280AJXQGU2347**

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**

**DIN :-0007921083**

**(CHAIRMAN & MANAGING DIRECTOR)**

**ANIL KUMAR NAHATA**

**DIN :-0007921005**

**(W.T.D. & C.E.O.)**

**DILIP PATIDAR**

**(M NO.:-A34566)**

**(COMPANY SECRETARY)**

**ASHOK DHAKAR**

**PAN :-AUYPD5111B**

**(C.F.O)**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
 OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)  
 Consolidated Cash Flow for the Period 01.04.2021 to 31.03.2022  
 CIN :- L01111MP2017PLC044596

Particulars	CONSOLIDATED 31.03.2022		CONSOLIDATED 31.03.2021	
	Amount	Total Amount	Amount	Total Amount
<b>Cash flows from operating activities</b>				
Profit before taxation		757.30		505.97
<b>Adjustments for:</b>				
Depreciation	38.87		30.19	
Investment income	(219.79)		(12.55)	
Interest Expenses	471.16		243.58	
<b>Working capital changes:</b>				
(Increase) / Decrease in trade and other receivables	(1,304.05)		614.22	
(Increase) / Decrease in other Current Assets	90.44		40.81	
(Increase) / Decrease in inventories	(1,442.10)		(3,341.29)	
Increase / (Decrease) in Short Term Provisions	2,157.47		926.15	
Increase / (Decrease) in trade payables	170.35	(37.65)	51.13	(1,447.75)
<b>Cash used in operations</b>		719.65		(941.78)
Income taxes paid		215.03		141.24
<b>CASH FLOW BEFORE EXTRAORDINARY ITEMS</b>		504.62		(1,083.02)
LESS : EXTRAORDINARY/EXCEPTIONAL ITEMS /DISCONTINUING		-		-
<b>Net cash from operating activities</b>		<b>504.62</b>		<b>(1,083.02)</b>
<b>Cash flows from investing activities</b>				
Investment income	219.79		12.55	
(Increase) / Decrease in Long Term Investment & Loans	79.38		23.98	
Increase in Fixed Assets	(88.28)	210.89	(74.43)	(37.90)
<b>Net cash used in investing activities</b>		<b>210.89</b>		<b>(37.90)</b>
<b>Cash flows from financing activities</b>				
Interest Expenses	(471.16)		(243.58)	
Increase / (Decrease) in Short term Loans & Advances from bank				
Increase / (Decrease) in Loans & Advances from bank	(153.48)		1,290.16	
Increase / (Decrease) in Capital	-		-	
Increase / (Decrease) in long-term borrowings	(0.10)	(624.74)	0.75	1,047.33
<b>Net cash generated from financing activities</b>		<b>(624.74)</b>		<b>1,047.33</b>
<b>Net decrease in cash and cash equivalents</b>		<b>90.78</b>		<b>(73.59)</b>
<b>Cash and cash equivalents at beginning of period</b>		<b>76.80</b>		<b>150.39</b>
<b>Cash and cash equivalents at end of period</b>		<b>167.58</b>		<b>76.80</b>

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
 CHARTERED ACCOUNTANT  
 FRN No.:-012245C

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CA BHAVESH SINHAL**  
 PARTNER  
 M.N 406280  
 Date- 30.05.2022  
 Place:- Neemuch (M.P.)

**SANJAY KUMAR BAIGANI**  
 DIN :-0007921083  
 (CHAIRMAN & MANAGING DIRECTOR)

**ANIL KUMAR NAHATA**  
 DIN :-0007921005  
 (W.T.D. & C.E.O.)

**DILIP PATIDAR**  
 (M NO.:-A34566)  
 (COMPANY SECRETARY)

**ASHOK DHAKAR**  
 PAN :-AUYPD5111B  
 (C.F.O)

<b>SHREEOSWAL SEEDS AND CHEMICALS LIMITED</b>				
<b>CIN :- L01111MP2017PLC044596</b>				
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEG KANAWATI, NEEMUCH (M.P.)				
CONSOLIDATED NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2022				
PARTICULARS	Amount in Lacs		Amount in Lacs	
	31.03.2022		31.03.2021	
<b>NOTE -1</b>				
<b><u>SHARE CAPITAL</u></b>				
<b><u>Authorised Share Capital</u></b>				
180,00,000 Equity Share of Rs 10 each.	1800		1800	
<b><u>Issued Subscribed &amp; Paid up Capital</u></b>				
15,245,000 Equity Shares of Rs 10 each fully paid up	1524.5		1524.5	
<b>TOTAL</b>	<b>1524.5</b>		<b>1524.5</b>	
<b>Note 1.1 RECONCILIATION OF NO OF EQUITY SHARE AS AT 31ST MARCH, 2022</b>				
PARTICULARS	Issued, Subscribed & Paid up capital		Issued, Subscribed & Paid up capital	
	2021-22		2020-21	
	No. of Shares	Amount in Lacs	No. of Shares	Amount in Lacs
At the Beginning of the Period	15,245,000	1,524.50	15,245,000	1,524.50
Add:- Issued During the Year	-	-	-	-
<b>Outstanding At the end of the Year</b>	<b>15,245,000</b>	<b>1,524.50</b>	<b>15,245,000</b>	<b>1,524.50</b>
<b>Notes Regarding conversion of Partnership Firm into the Company</b>				
M/s Oswal Seeds & Chemicals was converted from Partnership Firm into Public Limited Company under the Name <b>Shreeoswal Seeds &amp; Chemicals Limited</b> as per Certificate of Incorporation dated <b>01st December 2017</b> under the proviso of Chapter XXI of Companies Act 2013.				
M/s Oswal Psyllium Exports was converted from Partnership Firm into Public Limited Company under the Name <b>Shreeoswal Psyllium Exports India Limited</b> as per Certificate of Incorporation dated <b>28th February 2018</b> under the proviso if Chapter XXI of Companies Act 2013.				
<b>Terms / Rights attached to Equity Shares</b>				
The Company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. In the event of Liquidation of the Company the holder of Equity Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The Distribution will be in proportion to the number of equity shares held by the Shareholders.				
<b>Note 1.2 Shareholders holding more than 5% of the Equity share in the company</b>				
Name of Shareholders	As at 31'st March 2022		As at 31'st March 2021	
	No of Share	% of Holding	No of Share	% of Holding
Mr. Anil kumar Nahata	5,334,470	34.99%	5,334,470	34.99%
Mr. Sanjay Kumar Baigani	5,334,470	34.99%	5,334,470	34.99%
<b>Note 1.3</b> There are no shares reserved for issue under option of control or commitments for sale of shares / disinvestment.				
<b>Note 1.4</b> There are no unpaid calls from any Director and officer.				
<b>Note 1.5</b> The Company has not declared and paid any dividends during the year.				
<b>Note 1.6 Promoter Holding and their Changes.</b>				
Name of Shareholders	As at 31'st March 2022		As at 31'st March 2021	
	No of Share	% of Holding	No of Share	% of Holding
Mr. Anil kumar Nahata	5,334,470	34.9916%	5,334,470	34.99%
Mr. Sanjay Kumar Baigani	5,334,470	34.9916%	5,334,470	34.99%
Mr. ANIL KUMAR BAIGANI	10	34.9916%	10	34.9916%
Mrs.PADMA NAHTA	10	0.0001%	10	0.0001%
Mrs.Kiran Devi Begani	10	0.0001%	10	0.0001%
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs
<b>NOTE -2</b>				
<b><u>RESERVE &amp; SURPLUS</u></b>				
Opening Balance	1,057.46		692.39	
Less :- any other Item	-		-	
Add:- Last year Minority Interest Transfer	-		-	
Add:- Profit for the year	543.56		365.07	
<b>Net Balance</b>	<b>1,601.02</b>		<b>1,057.46</b>	
<b>Security Premium</b>				
Opening Balance	743.41		743.41	
Add:- Addition During the year	-		-	
<b>Net Balance</b>	<b>743.41</b>		<b>743.41</b>	
<b>TOTAL</b>	<b>-</b>		<b>2,344.43</b>	
	<b>-</b>		<b>1,800.87</b>	

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)**

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs
<b>NOTE -3</b>				
<b>MINORITY INTEREST</b>				
- SHARE IN EQUITY SHARES OF SUBSIDIARY COMPANY		-		-
- SHARE IN RESERVE & SURPLUS OF SUBSIDIARY COMPANY		-		-
<b>TOTAL</b>		-		-

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs
<b>NOTE -4</b>				
<b>Long Term Borrowings</b>				
<b>Secured Loan</b>				
- HDFC Bank (Term Loan-ECLGS)		181.87		306.44
- HDFC Bank (Term Loan)		265.23		244.09
<b>TOTAL</b>		447.10		550.53

**I) Secured Loans**

**HDFC Bank (Term Loan)**

**A) Terms of Repayment**

- Term Loan (HDFC Bank):- The Principal amount of Term Loan to be repaid in 24 Equal Monthly Installment payable from 15.08.2019 and another Term Loan to be repaid in 44 EMI payable from 15.08.2019.
- Term Loan (HDFC Bank):- The Principal amount of Term Loan to be repaid in 48 Equal Monthly Installment payable from 07/07/2020 and another Term Loan to be repaid in 48 EMI payable from 07.06.2024

**B) Primary Security**

**Term Loan** Primary Secured Against Sortax Plant owned by the Company.

**Term Loan** All Stocks & Book Debts, Plant and Machinery created out of Additional Facility by the Borrower as Primary Security to secure the Additional Facility

**LC Limit** (Secured Against Plant & Machinery (Grading & Cleaning Machine "Sortax Machine" and F.D.R. of Rs. 25.00 Lacs with Bank).

**C) Collateral Security**

- Collateral Security of House situated at 794, Scheme No 14/2, Vikas Nagar Extension, Owned by Shri Kanhaiyalal ji Nahata (Uncle of CEO of the Company).
- Collateral Security of Shop No 24 & 25, Shri Balaji Ganesh Market, Station Road, Neemuch Owned by Smt. Chandreleka Begani, Smt. Sunita Begani and Shri Anil Kumar Begani (Relatives of Managing Director Shri
- Collateral Security of House situated at 297, Scheme No 14/2, Vikas Nagar Extension owned by Smt. Chandra
- Collateral Security of House situated at 475, Scheme No 14/2, Vikas Nagar Extension owned by Smt. Kiran Devi Begani (Wife of Managing Director).
- Land and Building Situated at Plot No. 06, Industrial Area Neemuch Owned by M/s Oswal Seeds & Chemicals (Partnership firm that is converted to The Company).

**D) Personal Guarantee**

Personal Guarantee of Whole Time Director and Managing Director and Promoters Shri Anil Kumar Nahata and Shri Sanjay Kumar Baigani along with Smt. Chandreleka Begani, Shri Kanhaiyalal ji Nahata, Smt. Sunita Devi Begani and Kiran Devi Begani.

**E) Rate of Interest**

Term Loan Facility :- Rate of Interest is MCLR+0.50% i.e. 8.10% p.a.

LC Limit:- Rate of Interest 1.25% p.a.

**HDFC Bank (Term Loan-ECLGS)- Holding Company**

**A) Terms of Repayment**

- Term Loan (HDFC Bank):- The Principal amount of Term Loan to be repaid in 48 Equal Monthly Installment payable from 07.07.2020 and another Term Loan to be repaid in 48 EMI payable from 07.06.2024.
- Term Loan (HDFC Bank):- The Principal amount of Term Loan to be repaid in 48 Equal Monthly Installment payable from 07.02.2021 and another Term Loan to be repaid in 48 EMI payable from 07.01.2025.

**B) Primary Security**

**Term Loan** All Stocks & Book Debts, Plant and Machinery created out of Additional Facility by the Borrower as Primary Security to secure the Additional Facility.

**C) Collateral Security**

The Existing Hypothecated Property and Primary Security shall stand hypothecated to the Bank to secure all the liabilities of the Borrower as continuing security in favour of the Bank.

**D) Guarantee**

Additional Facility Under the Emergency Credit Line Guarantee Scheme ("Scheme") of the National Credit Guarantee Trustee Company Limited ("NCGTCL")

**E) Rate of Interest**

Term Loan Facility :- Floating rate of Interest is i.e. 8.25% p.a.

<b>SHREEOSWAL SEEDS AND CHEMICALS LIMITED</b>					
<b>CIN :- L01111MP2017PLC044596</b>					
<b>OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)</b>					
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs	
<b>NOTE - 5</b>					
<b><u>DEFERRED TAX LIABILITY</u></b>					
Opening Balance		0.12		0.12	
Made during the year		-			
<b>TOTAL</b>		<b>0.12</b>		<b>0.12</b>	
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs	
<b>NOTE - 6</b>					
<b><u>OTHER LONG TERM LIABILITIES</u></b>					
- Deposit Against Dealership		4.70		4.80	
- Sundry Deposit (Krishi corp. Exporter & Importer, Mumabai)		15.00		15.00	
<b>TOTAL</b>		<b>19.70</b>		<b>19.80</b>	
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs	
<b>NOTE - 7</b>					
<b><u>LONG TERM PROVISION</u></b>					
- Long Term Provisions		-		-	
<b>TOTAL</b>		<b>-</b>		<b>-</b>	
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs	
<b>NOTE - 8</b>					
<b><u>TRADE PAYABLE</u></b>					
- Trade Payable for Goods (Dues Other Than MSME)		314.93		144.58	
- Total outstanding dues of micro enterprises and small enterprises		-		-	
- Trade Payable for Services		-		-	
<b>TOTAL</b>		<b>314.93</b>		<b>144.58</b>	
<b>Trade Payables ageing schedule 31.03.2022</b>					
Particulars	Outstanding for following periods from the date of payment 31.03.2022				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	308.17	5.52	1.24	-	314.93
(ii) Others	-	-	-	-	-
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Other	-	-	-	-	-
<b>Trade Payables ageing schedule 31.03.2021</b>					
Particulars	Outstanding for following periods from the date of payment 31.03.2021				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME					
(ii) Others	143.34	1.24	-	-	144.58
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Other	-	-	-	-	-
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs	
<b>NOTE - 9</b>					
<b><u>SHORT TERM BORROWINGS (Secured)</u></b>					
- Axis Bank WHR Loan		1,735.27		1,885.84	
- H.D.F.C Bank (Cash Credit Limit)		1,613.13		1,783.15	
- HDFC Bank WHR Loan		362.22		91.67	
<b>TOTAL</b>		<b>3,710.62</b>		<b>3,760.66</b>	

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CIN :- L01111MP2017PLC044596**

**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEG KANAWATI, NEEMUCH (M.P.)**

**I) Axis Bank (WHR Loan)**

**A) Terms of Repayment**

The Validity of Facility against Warehouse Receipt Should be Lower of

- a) Expiry Date Mentioned in the Warehouse Receipts / Storage Receipts/ Quality Certificate
- b) Be the end of Month in which new crop arrives for respective crops or Maximum permissible Funding period whichever is earlier

**B) Primary Security**

Pledge of Warehouse Receipts/Storage Receipts, issued with Lien Noted in favour of AXIS Bank Ltd.

**C) Collateral Security**

No Collateral security Provided for this Bank Loan.

**D) Personal Guarantee**

Personal Guarantee of Director and Managing Director and Promoters and Other Directors Named Shri Anil Kumar Nahata, Shri Sanjay Kumar Baigani, Smt. Kiran Devi Begani and Smt. Padma Nahta.

**E) Rate of Interest**

Rate of Interest for WHR Loan @ MCLR+3.30% i.e. 7.80% P.A.

**IV) HDFC Bank (CC Limit)**

**A) Primary Security**

First Charge by way of hypothecation of company's entire Paid stock of Raw Material, Finished Goods, Plant & Machinery, Consumable Stores and spares and such other movable including books Debts, Bills, whether documentary of clean, outstanding monies, receivables both present and future pari pasu with other working capital alongwith other security such as Cash Margin for LC/LG.

**B) Collateral Security**

1. Collateral Security of House situated at 794, Scheme No 14/2, Vikas Nagar Extension, Owned by Shri Kanhaiyalal ji Nahata (Uncle of CEO of the Company)
2. Collateral Security of Shop No 24 & 25, Shri Balaji Ganesh Market, Station Road, Neemuch Owned by Smt. Chandraleka Begani, Smt. Sunita Begani and Shri Anil Kumar Begani (Relatives of Managing Director Shri Sanjay Kumar Baigani)
3. Collateral Security of House situated at 297, Scheme No 14/2, Vikas Nagar Extension owned by Smt. Chandra Lekha Begani (Mother of Managing Director)
4. Collateral Security of House situated at 475, Scheme No 14/2, Vikas Nagar Extension owned by Smt. Kiran Devi Begani (Wife of Managing Director)
5. Land and Building Situated at Plot No. 06, Industrial Area Neemuch Owned by M/s Shreeoswal Seeds & Chemicals Ltd.
6. Part of Land Survey No 557 & 559, Oswal House, Gram Kanawati, Tehsil Neemuch (M.P.) owned by M/s Shreeoswal Psyllium Exports India Ltd..

**C) Personal Guarantee**

Personal Guarantee of Director, Managing Director and Promoters Shri Anil Kumar Nahata and Shri Sanjay Kumar Baigani along with Smt. Chandraleka Begani, Shri Kanhaiyalal ji Nahata, Smt. Sunita Devi Begani and Kiran Devi Begani.

**D) Rate of Interest**

Rate of Interest for CC Limit @ MCLR+0.50% i.e. 8.15% P.A.

**III) HDFC Bank (WHR Loan)**

**A) Primary Security**

1. Pledge of entire inventory of commodity as continuing security for each of the tenors of the loan, financed hereunder on a revolving basis.
2. Insurance (All-Risk) with regards to all inventory financed by HDFC Bank Ltd. Covering fire, theft, strike, riot, civil commotion ect with HDFC Bank Ltd as the loss payee. if stored in CWC warehouses, than policy to be taken by CWC under CWC self indemnification scheme and the same to be

**B) Collateral Security**

1. Collateral Security of House situated at 794, Scheme No 14/2, Vikas Nagar Extension, Owned by Shri Kanhaiyalal ji Nahata (Uncle of CEO of the Company)
2. Collateral Security of Shop No 24 & 25, Shri Balaji Ganesh Market, Station Road, Neemuch Owned by Smt. Chandraleka Begani, Smt. Sunita Begani and Shri Anil Kumar Begani (Relatives of Managing Director Shri Sanjay Kumar Baigani)
3. Collateral Security of House situated at 297, Scheme No 14/2, Vikas Nagar Extension owned by Smt. Chandra Lekha Begani (Mother of Managing Director)

**C) Personal Guarantee**

Personal Guarantee from Promoter Directors (Independent Director Waived)

**D) Rate of Interest**

Rate of Interest for CC Limit @ 7.20% P.A. payable monthly

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs
<b>NOTE - 10</b>				
<b><u>OTHER CURRENT LIABILITIES</u></b>				
- Seeds Booking Advances Received		3,372.58		-
- Other Advance Received from Customers		-		1,290.31
<b>TOTAL</b>		<b>3,372.58</b>		<b>1,290.31</b>

<b>SHREEOSWAL SEEDS AND CHEMICALS LIMITED</b>				
<b>CIN :- L01111MP2017PLC044596</b>				
<b>OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)</b>				
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs
<b>NOTE - 11</b>				
<b>SHORT TERM PROVISIONS</b>				
<b>Provision For statutory Dues</b>		<b>237.22</b>		<b>154.32</b>
TDS Payable	23.64		12.81	
Provision for Income Tax (Current Year)	211.97		139.07	
GST Payable	0.00		0.65	
PF & ESI Payable	0.94		1.00	
TCS Payable	0.16		0.78	
RCM Payable	0.51		-	
<b>Provision For Expenses</b>		<b>15.68</b>		<b>23.35</b>
Salary & Wages Payable	2.05		11.43	
Audit Fees Payable	2.00		2.25	
Krishi Upaj Mandi Tax Payable	0.50		2.28	
Director Remuneration Payable	-		4.47	
Interest Payable	-		-	
Provision for Earlier year	-		0.37	
Power Charges and Electricity Charges Payable	-		2.55	
Telephone Exps. Payable	-		-	
Legal Charges Payable	-		-	
Provision for Bank Interest	10.75		-	
Provision for Prior Period Adjustment	0.38		-	
<b>TOTAL</b>		<b>252.91</b>		<b>177.67</b>
<b>NOTE - 13</b>				
<b>NON CURRENT INVESTMENT</b>				
- Investments In equity Shares/Instruments		0.73		0.73
10900 shares of Vodafone Idea LTD				
<b>TOTAL</b>		<b>0.73</b>		<b>0.73</b>
<b>* Disclosures :</b>				
(a) Aggregate amount of quoted investments is 0.75 Lakh and market value as on 31.03.2022 is .105 Lakh and previous year market Value is 1.01 Lakh				
(b) Aggregate provision for diminution in value of investments is Nil				
<b>NOTE - 14</b>				
<b>DEFERRED TAX ASSETS</b>				
Opening Balance		2.87		2.41
Made During the Year		1.29		0.46
<b>TOTAL</b>		<b>4.16</b>		<b>2.87</b>
<b>NOTE - 15</b>				
<b>LONG TERM LOANS &amp; ADVANCES</b>				
<b>Deposits (Unsecured)</b>		<b>24.80</b>		<b>4.09</b>
Central Sales Tax Deposit	0.01		0.01	
MPPKVCL (Electricity Deposit)	3.75		3.61	
Telephone Deposit	0.16		0.17	
Commerical Tax Deposit	0.02		0.02	
Krishi Upaj Mandi Deposit (Manasa)	0.01		0.01	
Krishi Upaj Mandi Deposit (Nmh)	0.20		0.20	
Directorate Urban Administration and Development	20.59		-	
Vypari Sangh Deposit	0.06		0.06	
<b>Other Loans &amp; Advances (Unsecured)</b>		<b>1.03</b>		<b>1.39</b>
Advances to Employee	0.65		1.01	
Other Advances	-		-	
Shailendra jain (Land Purchase)	0.38		0.38	
<b>TOTAL</b>		<b>25.83</b>		<b>5.48</b>
<b>NOTE - 16</b>				
<b>OTHER NON CURRENT ASSETS</b>				
- Advance paid to suppliers		6.73		106.47
<b>TOTAL</b>		<b>6.73</b>		<b>106.47</b>

<b>SHREEOSWAL SEEDS AND CHEMICALS LIMITED</b>					
<b>CIN :- L01111MP2017PLC044596</b>					
<b>OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE KANAWATI, NEEMUCH (M.P.)</b>					
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs	
<b>NOTE - 17</b>					
<b><u>INVENTORIES</u></b>					
- <u>Closing Stock</u>		8,909.02		7,466.92	
- Raw Material	5,405.75		2,854.26		
- Finished Goods	3,503.27		4,612.66		
- Traded Goods	-		-		
<b>TOTAL</b>		<b>8,909.02</b>		<b>7,466.92</b>	
<b>Note 17.1</b> Inventories (Raw material and Finished Goods) are valued at Lower of cost and Market Price.					
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs	
<b>NOTE - 18</b>					
<b><u>TRADE RECEIVABLE (Unsecured Considered Good)</u></b>					
- <u>Debtors Considered Good</u>		1,922.66		618.62	
- More then 6 Months	401.79		185.84		
- Not More Then 6 Months	1,520.87		347.52		
- <u>Doubtful Debtors</u>					
Receivables which have significant increase in Credit Risk;			85.26		
	<b>1,922.66</b>		<b>618.62</b>		
<b>TOTAL</b>		<b>1,922.66</b>		<b>618.62</b>	
<b>Trade Receivable ageing schedule</b>					
Particulars	Outstanding for following periods from the date of payment 31.03.2022				
	Less than 6 months	6m to 1 year	1-2 years	More than 3 years	Total
i) Undisputed Trade receivables- considered good	737.93	1,100.18	18.32	66.23	1,922.66
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-
Particulars	Outstanding for following periods from the date of payment 31.03.2021				
	Less than 6 months	6m to 1 year	1-2 years	More than 3 years	Total
i) Undisputed Trade receivables- considered good	185.84	235.50	24.65	87.37	533.36
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	85.26	-	85.26
(iii) Disputed Trade Receivables considered good	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-
PARTICULARS	As on 31.03.2022		As on 31.03.2021		
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs	
<b>NOTE -19</b>					
<b><u>CASH &amp; CASH EQUIVALENT</u></b>					
- <b>Cash in Hand</b>		<b>26.18</b>		<b>68.66</b>	
- <b><u>Balances With Bank</u></b>		<b>141.40</b>		<b>8.14</b>	
<u>Holding Company</u>					
Union Bank, Neemuch (50211)			0.26		
Union Bank of India C/a - (50056)	0.14		0.14		
Axis Bank, Neemuch (338992)	1.25		1.25		
HDFC Bank C/A (15011)	0.02		0.50		
FDR Union Bank (63256)	2.43		2.30		
FDR HDFC - (New)	129.16		-		
<u>Subsidiary Company</u>					
Axis Bank - 87063	1.31		1.31		
Central MP Gramin Bank - 0735	-		0.02		
Union Bank of india - 50052	-		0.91		
Union Bank of india - 50215	-		0.47		
HDFC Bank - 53000	1.13		0.62		
Union Bank of India, Nimbahera - 50192	-		0.37		
Chaque in transit	5.96		0.00		
<b>TOTAL</b>	<b>141.40</b>	<b>167.58</b>	<b>8.14</b>	<b>76.80</b>	

<b>SHREEOSWAL SEEDS AND CHEMICALS LIMITED</b>				
<b>CIN :- L01111MP2017PLC044596</b>				
<b>OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEG KANAWATI, NEEMUCH (M.P.)</b>				
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs
<b>NOTE - 20</b>				
<b><u>SHORT TERM LOANS &amp; ADVANCES (Unsecured)</u></b>				
<b><u>Loans &amp; Advances recoverable in Cash or in Kind</u></b>				
Advance Paid to Suppliers (Goods)	201.93	201.93	385.65	385.70
Advance Paid to Suppliers (Expenses)	-		0.05	
<b><u>Prepaid Expenses</u></b>				
Prepaid Insurance	2.90	4.17	-	1.60
Prepaid Fees & Subscription	1.27		1.45	
<b><u>Statutory Advances</u></b>				
Advance Income Tax (Current Year)	150.00	278.97	105.70	165.56
Income Tax Refundable	3.70		11.52	
TDS & TCS Receivable	-		28.08	
TDS Advance Income Tax (Current Year)	-		-	
GST Input Deposit	22.38		20.26	
GST Receivable	26.33		-	
Advance Mandi Tax and Nirashrit Tax	-		-	
TCS Collect by Party (Under 26AS)	2.14		-	
TCS Deduct by Party (Under 26AS)	8.50		-	
TDS Deduct Under 26AS	65.92		-	
<b>TOTAL</b>		<b>485.06</b>		<b>552.86</b>
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount in Lacs	Amount in Lacs	Amount in Lacs	Amount in Lacs
<b>NOTE - 21</b>				
<b><u>OTHER CURRENT ASSETS</u></b>				
- Preliminary Expenses (To the Extent Not Write Off)		19.76		37.48
- National Seed Corporation, Jaipur (EMD)		-		-
- Excess Interest Recoverable by Bank		-		4.92
<b>TOTAL</b>		<b>19.76</b>		<b>42.40</b>

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANT**  
**FRN No.:-012245C**

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**CA BHAVESH SINHAL**  
**PARTNER**  
**M.N 406280**  
**Dated:- 30.05.2022**  
**Place:- Neemuch (M.P.)**

<b>SANJAY KUMAR BAIGANI</b>	<b>ANIL KUMAR NAHATA</b>
<b>DIN :-0007921083</b>	<b>DIN :-0007921005</b>
<b>(CHAIRMAN &amp; MANAGING DIRECTOR)</b>	<b>(W.T.D. &amp; C.E.O.)</b>

<b>DILIP PATIDAR</b>	<b>ASHOK DHAKAR</b>
<b>(M NO.:-A34566)</b>	<b>PAN :-AUYPD5111B</b>
<b>(COMPANY SECRETARY)</b>	<b>(C.F.O)</b>

**Note :12**  
**Depreciation As Per Companies Act,2013**  
**FOR THE PERIOD 01.04.2021 TO 31.03.2022**

Sr. No	Particulars	Dep. Rate	GROSS BLOCK			DEPRECIATION			NET BLOCK			
			Balance As on 31.03.2021	Additions during the Year	Deduction During the Year	Total 31.03.2022	Balance As on 31.03.2021	Additions during the Year	Deduction During the Year	Total 31.03.2022	Balance As on 31.03.2022	Balance As on 31.03.2021
<b>HOLDING COMPANY</b>												
1	Land Purchase	0.00%	206.85	-	-	206.85	-	-	-	-	206.85	206.85
2	Building	9.50%	47.69	-	-	47.69	3.28	-	16.45	-	31.24	34.52
3	Computer	63.16%	1.51	0.19	-	1.70	0.16	-	1.55	-	0.15	0.13
4	Furniture & Fixture	25.89%	1.71	-	-	1.71	0.16	-	1.24	-	0.47	0.64
5	Misc. Fixed Assets	25.89%	1.15	-	-	1.15	0.11	-	0.83	-	0.32	0.43
6	Plant & Machinery	18.10%	131.05	19.02	-	150.07	16.85	-	64.64	-	85.43	83.26
7	Tempo Loading	31.23%	1.99	-	-	1.99	0.18	-	1.59	-	0.40	0.58
8	Two Wheeler	25.89%	0.26	-	-	0.26	0.03	-	0.19	-	0.07	0.10
9	Car (Fortuner Sigma 4 Legend 2.8l	25.89%	-	43.49	-	43.49	5.18	-	5.18	-	38.31	-
10	Bollero Mahindra	25.89%	-	11	-	10.71	1.84	-	1.84	-	8.87	-
11	Epson Printer	18.10%	-	0	-	0.15	0.01	-	0.01	-	0.13	-
<b>SUBSIDIARY COMPANY</b>												
1	Building	9.50%	37.88	-	-	37.88	2.65	-	12.68	-	25.21	27.85
2	Computer	63.16%	2.52	0.31	-	2.83	0.76	-	2.31	-	0.52	0.97
3	Furniture & Fixture	25.89%	2.19	-	-	2.19	0.23	-	1.54	-	0.65	0.88
4	Weight Brize	25.89%	2.32	-	-	2.32	0.24	-	1.64	-	0.69	0.92
5	Kanta (Weight Machine)	25.89%	0.15	-	-	0.15	0.02	-	0.10	-	0.05	0.07
6	Plant & Machinery	18.10%	34.83	8.05	-	42.87	4.55	-	19.52	-	23.35	19.85
7	DG 10 Set KVA	18.10%	0.67	-	-	0.67	0.08	-	0.32	-	0.35	0.43
8	Mobile Phone	18.10%	0.67	0.25	-	0.92	0.14	-	0.29	-	0.63	0.52
9	Printing & Office Equipment	31.23%	0.14	-	-	0.14	0.01	-	0.11	-	0.03	0.05
10	Two Wheeler	25.89%	0.08	-	-	0.08	0.01	-	0.06	-	0.02	0.03
11	Hundai Creta 1.6 Car	25.89%	15.81	-	-	15.81	2.39	-	8.98	-	6.83	9.21
12	Navin Krishi Upaj Mandi Plot No. 46	0.00%	-	6.12	-	6.12	-	-	0.00	-	6.12	-
13	Land	0.00%	8.62	-	-	8.62	-	-	0.00	-	8.62	8.62
	<b>Total</b>		<b>498.09</b>	<b>88.28</b>	<b>0.00</b>	<b>586.37</b>	<b>38.87</b>	<b>0.00</b>	<b>141.06</b>	<b>0.00</b>	<b>445.32</b>	<b>395.90</b>
	<b>Previous Year</b>		<b>423.66</b>	<b>74.43</b>	<b>-</b>	<b>498.09</b>	<b>30.19</b>	<b>-</b>	<b>102.19</b>	<b>-</b>	<b>395.90</b>	<b>351.67</b>

FOR AND ON BEHALF OF THE BOARD OF

SHREESWAL SEEDS AND CHEMICALS LIMITED

FOR, AGARWAL PATEL AND SINHAL  
CHARTERED ACCOUNTANTS  
FRN No.:-012245C

SANJAY KUMAR BAIGANI  
DIN :-0007921083  
(CHAIRMAN & MANAGING DIRECTOR)

ANIL KUMAR NAHATA  
DIN :-0007921005  
(W.T.D. & C.E.O.)

DILIP PATIDAR  
(M NO.:-A34566)  
(COMPANY SECRETARY)

ASHOK DHAKAR  
PAN :-AUYPDS111B  
(C.F.O)

CA BHAVESH SINHAL  
(PARTNER)  
M.NO. 406280  
Date: 30.05.2022  
Place-Neemuch

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGGE KANAWATI, NEEMUCH (M.P.)**  
**CONSOLIDATED SCHEDULE FORMING PART OF PROFIT & LOSS ACCOUNT**

PARTICULARS	Amount (Rs.)	Amount (Rs.)
	31.03.2022	31.03.2021
<b>NOTE - 22</b>		
<b><u>REVENUE FROM OPERATION</u></b>		
- Revenue from Sales of manufactured Goods	23,994.16	15,952.61
- Revenue from sale of Traded Goods	89.61	153.83
- Rates and Weight Differance	(32.08)	15.18
	<b>24,051.69</b>	<b>16,121.62</b>
<b>NOTE - 23</b>		
<b><u>OTHER INCOME</u></b>		
- Forex Difference Income	-	3.01
- Interest Subvention Scheme for MSMEs	-	-
- Interest Received(Other than Bank)	0.17	0.18
- FDR Interest	4.76	0.17
- Interest on Security Deposit	-	-
- Other Misc. Receipts	0.59	1.20
- Rate Difference and Discount Received	4.12	7.99
- Difference Amount of 26as not consider	0.32	-
	<b>9.97</b>	<b>12.55</b>
<b>NOTE - 24</b>		
<b><u>COST OF MATERIAL CONSUMED</u></b>		
- Purchase of Goods	23,076.21	17,642.69
- Import of goods	-	6.04
- Freight Exps.	395.24	296.19
- Hammali Exps.	113.26	100.37
- MP State Seed Certificate Agency	37.09	33.73
- Power & Electricity Charges	36.49	31.11
- Packing Material Expenses	0.05	-
- Rates, Taxes and Levies Expenses	36.44	35.70
- Ware Housing and Storage Charges	89.45	56.93
- Cash & Trade Discount	5.77	-
- Sortax Grading Charges	122.32	87.93
- Wages & Grading Charges	69.15	49.93
- Mandi & Nirashrit Tax	70.17	21.22
	<b>24,051.63</b>	<b>18,361.84</b>
<b>NOTE - 25</b>		
<b><u>CHANGE IN INVENTORY</u></b>		
<b><u>(A) Change in Finished Goods Inventory</u></b>		
Opening Inventory	4,612.66	2,294.03
Less:- Closing Inventory	6,990.97	4,612.66
Net (A)	<b>(2,378.31)</b>	<b>(2,318.63)</b>
<b><u>(B) Change in Raw Material Inventory</u></b>		
Opening Inventory	2,854.26	1,831.61
Less:- Closing Inventory	1,918.05	2,854.26
Net (B)	<b>936.21</b>	<b>(1,022.66)</b>
<b><u>(C) Change in Traded Goods Inventory</u></b>		
Opening Inventory	-	-
Less:- Closing Inventory	-	-
Net (C)	-	-
Total (A+B+C)	<b>(1,442.10)</b>	<b>(3,341.29)</b>
	<b>(1,442.10)</b>	<b>(3,341.29)</b>
<b>NOTE - 26</b>		
<b><u>EMPLOYEE BENEFIT EXPENSES</u></b>		
- Salary to Employee	73.27	64.63
Staff Welfare Expenses	0.18	1.49
- PF & ESI	1.04	4.60
- Sitting Fees of Directors	4.00	4.00
- Remuneration and Allowance to Directors	170.00	120.00
	<b>248.50</b>	<b>194.72</b>

PARTICULARS	Amount (Rs.)	Amount (Rs.)
	31.03.2022	31.03.2021
<b>NOTE - 27</b>		
<b><u>FINANCE COST</u></b>		
- Bank Charges	4.99	3.93
- Bank Finance Processing Fees	11.06	1.42
- Bank Interest Charges	245.28	235.36
- Other Loan Interest Paid	-	2.86
	<b>261.33</b>	<b>243.58</b>
<b>NOTE - 28</b>		
<b><u>OTHER EXPENSES</u></b>		
- Audit Fees	2.00	4.00
- Fee & Subscription	4.85	4.92
- Legal & Professional Charges	4.13	12.75
- Insurance Expences	4.04	3.59
- Office Exp	6.92	4.66
- Communications and Postage Expenses	1.59	1.28
- Printing & Stationery	9.99	9.77
- Professional Tax	0.05	0.05
- Repair & Maintance Exp.	19.36	12.50
- Vehicale and Petrol & Diseal Exp	8.62	3.21
- Software maintainance Exp	-	0.37
- GST Demand	0.06	7.88
- Selling And Distribution Expenses	49.75	43.06
- Discount	0.20	-
- Research and Rogin Expenses	16.29	11.97
- Preliminary Exps Write Off	17.72	18.74
- Round Off	(0.00)	0.00
- Donation	-	0.32
- Lease Rent	-	0.08
- Interest on Late Payment of GST	0.00	-
- Interest on TCS	0.00	-
- GST Late Fee	0.00	-
- Shortage & Rate Differences	0.06	-
- Interest on Late Payment of TDS	0.51	-
	<b>146.12</b>	<b>139.16</b>

As per our Audit Report Even Date Attached

**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANT**  
**FRN No.:-012245C**

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREOSWAL SEEDS AND CHEMICALS LIMITED**

**CA BHAVESH SINHAL**  
**PARTNER**  
**M.N 406280**  
**Dated:- 30.05.2022**  
**Place:- Neemuch (M.P.)**

**SANJAY KUMAR BAIGANI**  
**DIN :-0007921083**  
**(CHAIRMAN & MANAGING DIRECTOR)**

**ANIL KUMAR NAHATA**  
**DIN :-0007921005**  
**(W.T.D. & C.E.O.)**

**DILIP PATIDAR**  
**(M NO.:-A34566)**  
**(COMPANY SECRETARY)**

**ASHOK DHAKAR**  
**PAN :-AUYPD5111B**  
**(C.F.O)**

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)

**Consolidated Notes forming part of Financial Statements**

**Note No. 1 to the consolidated financial statements for the year ending on 31st March, 2022**

**Note 1(a) Background of the Company**

The Company was originally registered as a Partnership firm as "M/s Oswal Seeds and Chemicals" dated July 29, 2002 which was then converted into public limited company i.e. **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** having CIN : **U01111MP2017PLC044596** vide fresh certificate of incorporation dated **December 1, 2017**.

The Wholly Owned Subsidiary Company was originally registered as a Partnership firm as "M/s Oswal Psyllium Exports" dated December 14, 2007 which was then converted into public limited company i.e. **SHREEOSWAL PSYLLIUM EXPORTS INDIA LIMITED** having CIN : **U01100MP2018PLC045146** vide fresh certificate of incorporation dated **February 28, 2018**.

The Registered office of both The Companies is situated at Oswal House, Opposite Bal Kavi Bairagi College, Village- Kanawati, Neemuch-458441, Madhya Pradesh, India.

ShreeOswal Seeds and Chemicals Limited (the "Company") is a limited company incorporated in India under the provisions of the Companies Act, 2013. The Company is a Processing unit involved in processing of Agriculture Seed along with Trading of Agriculture Produce.

**Note 1(b) SIGNIFICANT ACCOUNTING POLICIES :-**

**1 (i) Basis of Accounting and Preparation of Financial Statements:-**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") in terms of General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs) and the relevant provisions of the 2013 Act, as applicable.

The consolidated financial statements related to Shreeoswal Seeds and Chemicals Limited (the Company) and its wholly owned subsidiary.

**The consolidated financial statements have been prepared on the following basis:**

The consolidated financial statements of the company and its subsidiary are based on the respective financial statements duly certified by the Auditors/Management estimates of the respective companies. Line by line like items of assets, liabilities, income and expenses of the respective financial statements has been added to consolidated financial statements. Intra-group balances, *intra-group transactions if any have been eliminated*.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible.

The consolidated financial statements have been prepared on a going concern and on accrual basis, under the historical cost convention and in accordance with the generally accepted accounting principles, the accounting standards prescribed in the Companies (Accounting Standards) Rules, 2014 issued by the Central Government and relevant provisions of the Companies Act 2013, to the extent applicable.

**(ii) Use Of Estimates:**

The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that effect the reported amount of assets and liability on the date of financial statement and the reported amount of revenue and expenses during the reporting period . Difference between actual result and estimates are recognized in the period in which the result are known / materialized

**2 Revenue Recognition:-**

Revenue has been considered as per AS 9- Revenue Recognition issued by Institute of Chartered Accountants of India.

(a) Items of income & expenditure are accounted for on accrual basis.

(b) Sales of goods are recognized on dispatch of goods to customers or when substantial risk and rewards of ownership are transferred by company.

**3 Taxes on Income:-**

(a) **Current Tax :-** Income Tax expenses comprises current tax and deferred tax charges or credit . Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year.

(b) **Deferred Tax** is determined using the tax rates and the tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred Tax Assets are recognized and carried forward only if there is reasonable certainty of its realization. However in case of carried forward losses and unabsorbed depreciation under the Income Tax Act, 1961, the Deferred Tax Asset is recognized if and only if there is a virtual certainty backed by convincing evidence of its realization. Such assets are reviewed at each Balance Sheet date to reassess its realization.

**SHREESWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGGE KANAWATI, NEEMUCH (M.P.)

**4 Provisions and Contingent Liability:-**

A Provision is recognized, if as a result of past event the company has a present obligation that is reasonably estimable and it is probable that an outflow of economic benefits will be required to settle the Obligation. Contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise.

**5 Property Plant & Equipment**

Property Plant & Equipment are stated at cost less accumulated depreciation and impairment loss if any. The company capitalized all costs relating to acquisition and installation of Property Plant & Equipment till the date on which the assets first put to use for commercial

**6 Impairment of Assets:-**

Pursuant to "AS-28 Impairment of Assets" issued by the Central Government under the Companies (Accounting Standard) Rules 2006 for determining impairment in the carrying amount of fixed assets, the management has concluded that since recoverable amount of fixed Assets is not less than its carrying amount, therefore no provision is required for impairment in respect of fixed Asset of the company.

**7 Depreciation:-**

Depreciation on tangible assets is provided on "Written down Value Method" at the rate prescribed in schedule II of the companies act 2013 for the number of days the assets has been put to use and over the useful lives of the assets estimated by the management. The Management estimates are based on the useful life provided in the Schedule II to Companies Act 2013. The useful life of various assets are mentioned in the below mentioned chart.

Major Head	Assets included	Useful Life
Building	Building	30 Years
Plant & Equipment	Plant & Machinery	15 Years
Furniture & Fittings	All Furniture & Fixtures	10 Years
Office Equipment	Misc. Fixed Assets, Printing & Office Equipment	5 Years
Vehicle	Car, Tempo Loading, Weigh Brize & Two Wheeler	10/8 Years
Computer and Data Processing Units	Computers	3 Years

**8 Earnings per Share:-**

Basic Earning per Share is calculated by dividing the Net Profit after tax attributable by the number of weighted average equity shares outstanding during the year.

Particulars	Amount (Lacs.)	
	31.03.2022	31.03.2021
Net Profit After Tax	543.56	365.07
No of Share at the Beginning of the Year	15,245,000	15,245,000
Add:- Share issued during the year	-	-
<b>No of share outstanding at the end of the year</b>	<b>15,245,000</b>	<b>15,245,000</b>
<b>Weighted Average no of Shares (Calculation as per Note)</b>	<b>15,245,000</b>	<b>15,245,000</b>
<b>EPS</b> a) Basic	3.57	2.39
b) Diluted	3.57	2.39

**Calculation of Weighted Average No. of Shares as on 31.03.2022**

Shares	No of Days	Period	Weighted Avg Shares
15,245,000	365	01.04.2021 to 31.03.2022	15245000
<b>Total Weighted Avg. Shares</b>			<b>15245000</b>

**Calculation of Weighted Average No. of Shares as on 31.03.2021**

Shares	No of Days	Period	Weighted Avg Shares
15,245,000	365	01.04.2020 to 31.03.2021	15245000
<b>Total Weighted Avg. Shares</b>			<b>15245000</b>

**9 Investments:-**

Investments are either classified as current or noncurrent based on management's intention. Long term investments are stated at cost less other than temporary decline in the value of such investments, determined separately for each individual investment.

**10 Foreign Currency Transactions:-**

As per information provided by the Whole time Director of Subsidiary Company, the Company has purchase goods in foreign currency. The same has been recorded on the rate specified in Bill of Entry and the difference of exchange has been credited to profit and loss account

**11 Valuation of Inventories:-**

The inventories are physically verified at regular intervals by the Management. Raw materials, stores and spares are valued at cost and netof credits under scheme under CENVAT Rules and GST Rules. Finished goods and trade goods are valued at Cost or Market Value whichever is lower.

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
**OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGGE KANAWATI, NEEMUCH (M.P.)**

**12 Preliminary Expenses:-**

During the current year the company do not have any preliminary expenses which is expensed form profit and loss account but company incurred Preliminary expenses which are shown in Balance Sheet under "Other Current Assets" and are carried forward to be written off in the next year.

**13 Prior Period Expenses:-**

Prior period items are income or expenses which arise in the current period as a result of errors or omissions in the preparation of the financial statements of one or more prior periods. No Prior Period Expenses are included in the Current Financial Statements.

**14 Management Remuneration:-**

Disclosures with respect to the remuneration of directors and employees as required under section 197 of Companies Act, 2013 and Rule 5 (1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been provided in the below mentioned table:

**A. Remuneration to KMP & Other Directors**

Particulars of Remuneration	Designation	Total Amount	
		31.03.2022	31.03.2021
<b>1. Remuneration to KMP</b>			
a) Shri Sanjay Kumar Baigani	Chairman & Managing Director	66.00	48.00
b) Shri Anil Kumar Nahata	WTD & C.E.O.	66.00	48.00
d) CS Dilip Patidar	Company Secretary	2.67	2.74
e) Shri Ashok Dhakar	C.F.O	3.20	3.00
<b>2. Remuneration to Other Director</b>			
a) Smt. Kiran Begani	WTD of Subsidiary Company	20.50	12.00
b) Smt Padma Nahta	WTD of Subsidiary Company	17.50	12.00
<b>3. Sitting Fees to KMP</b>			
a) Shri Sanjay Kumar Baigani	Chairman & Managing Director	1.50	1.50
b) Shri Anil Kumar Nahata	WTD & C.E.O.	1.50	1.50
<b>4. Sitting Fees to other director</b>			
a) Shri Gopal Agarwal	Director	0.25	0.25
b) Shri Sunil Agarwal	Director	0.25	0.25
c) Smt. Kiran Begani	WTD of Subsidiary Company	0.25	0.25
d) Smt Padma Nahta	WTD of Subsidiary Company	0.25	0.25
<b>Total</b>		<b>179.87</b>	<b>129.74</b>

**15 Cash and Cash Equivalents:-**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, fixed deposits with banks which are short term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

**16 Segment Reporting:-**

The Company is engaged in the business of Processing of Seeds which is considered to be the only reportable business segment as per Accounting Standard 17 on Segment Reporting. The Company mainly operates in India and there is no other significant geographical segment.

**Note 1(c) NOTES TO ACCOUNTS:-**

- The Financial Statements for the year ended on 31st March, 2021 are prepared based on Schedule III of Companies Act, 2013.
- The Micro Small and Medium Enterprise registered under The Micro small and Medium Enterprise Development Act 2006 have been taken based on the list of MSME creditors provided by the management. However, as the Company has not received any claims in respect of such interest and as such, no provision has been made in the books of accounts.
- Related Party Disclosures (AS 18) :-**

(a) Related party of Holding Company and their relationship

Names of the related parties with whom transactions were carried out during the period and description of relationship.	
1. KEY MANAGERIAL PERSON	1. Shri Sanjay Baigani (Chairman & M.D.) 2. Shri Anil Kumar Nahata ( WTD & C.E.O.) 3. Mr. Dilip Patidar(Company Secretary) 4. Shri Ashok Dhakar (C.F.O.)
2. OTHER DIRECTORS	1. Smt. Kiran Devi Begani 2. Smt. Padma Nahta 3. Shri Gopal Agarwal 4. Shri Sunil Kumar Agarwal

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGGE KANAWATI, NEEMUCH (M.P.)

(b) Related party of Wholly Owned Subsidiary Company and their relationship

Names of the related parties with whom transactions were carried out during the period and description of relationship.	
1. DIRECTORS	1. Smt. Kiran Devi Begani (WTD of Subsidiary Company) 2. Smt. Padma Nahta (WTD of Subsidiary Company ) 3. Shri Sanjay Kumar Baigani (Chairman & MD) 4. Shri Anil Kumar Nahata (WTD & CEO)

**Notes**

i) The related party relationships have been determined by the company on the basis of the requirements of the Accounting Standard (AS)-18 "Related Party Disclosures".

ii) The relationships as mentioned above pertain to those related parties with whom transactions have taken place during the current year / previous year.

(b) Transactions with the related parties: (Amt in Lacs)

Particular	For the Period Ended on 31.03.2022					
	Remunration Paid/Payable	Loan Received	Loan Repaid	Sitting Fees Paid / Payable	Any Other Pay / Allowances	Interest on Loan
<b>TRANSACTION WITH KEY MANAGERIAL PERSON</b>						
Shri Sanjay Kumar Baigani	66.00	8.00	8.00	1.50	-	-
Shri Anil Kumar Nahata	66.00			1.50	-	-
Mr. Dilip Patidar	2.67					
Shri Ashok Dhakar	3.20	-	-	-	-	-
<b>Transaction With Other Directors</b>						
Smt. Kiran Devi Begani	20.50	-	-	0.25	-	-
Smt. Padma Nahta	17.50	-	-	0.25	-	-
Shri Gopal Agarwal	-	-	-	0.25	-	-
Shri Sunil Agarwal	-	-	-	0.25	-	-

(b) Transactions with the related parties : (Amt in Lacs)

Particular	For the Period Ended on 31.03.2021					
	Remunration Paid/Payable	Loan Received	Loan Repaid	Sitting Fees Paid / Payable	Any Other Payments	Interest on Loan
<b>TRANSACTION WITH KEY MANAGERIAL PERSON</b>						
Shri Sanjay Kumar Baigani	48.00	22.11	22.11	-	-	-
Shri Anil Kumar Nahata	48.00	13.37	13.37	-	-	-
Mr. Dilip Patidar	2.74					
Shri Ashok Dhakar	3.00	-	-	-	-	-
<b>Transaction With Other Directors</b>						
Smt. Kiran Devi Begani	12.00	-	-	0.25	-	-
Smt. Padma Nahta	12.00	-	-	0.25	-	-
Shri Gopal Agarwal	-	-	-	0.25	-	-
Shri Sunil Agarwal	-	-	-	0.25	-	-

(b) Transactions with the related parties : (Amount in Lacs.)

Particular	For the Period Ended on 31.03.2022				
	Interest Paid	Loan Repay- ment	Remunration	Sitting Fees	Leave Encashment
<b>Other Directors</b>					
1. Shri Sanjay Baigani	-	-	-	1.50	-
2. Shri Anil Kumar Nahata	-	-	-	1.50	-
3. Smt. Kiran Devi Begani	-	-	20.50	-	-
4. Smt. Padma Nahta	-	-	17.50	-	-

**Holding Company**

Particular	Loan Accepted	Interest Paid	Loan Repay- ment	Purchase	Electricity Charges
1. M/s ShreeOswal Seeds & Chemicals Ltd.	6,339.70	209.83	2,947.90	-	10.94

Particular	For the Period Ended on 31.03.2021				
	Interest Paid	Loan Repay- ment	Remunration	Sitting Fees	Leave Encashment
<b>Other Directors</b>					
Shri Sanjay Baigani	-	-	-	1.50	-
Shri Anil Kumar Nahata	-	-	-	1.50	-
Smt. Kiran Devi Begani	-	-	12.00	-	-
Smt. Padma Nahta	-	-	12.00	-	-

**Holding Company**

Particular	Loan Accepted	Interest Paid	Loan Repay- ment	Purchase	Electricity Charges
M/s ShreeOswal Seeds & Chemicals Ltd.	1,170.35	122.45	2,891.98	-	9.38

**SHREESWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)

**Balances With Related Parties (Holding Co.)**

Name of Related Party	Relationship	Payable/Received	Balance	
			31.03.2022	31.03.2021
Shri Sanjay Kumar Baigani	KMP	Remunration Payable	-	2.29
		Sitting fees Payable	-	1.39
		Loan Payable	-	-
Shri Anil Kumar Nahata	KMP	Remunration Payable	-	2.79
		Sitting fees Payable	-	1.39
		Loan Payable	-	-
Shri Ashok Dhakar	KMP	Remunration & Other Payable	-	0.23
Mr. Dilip Patidar	KMP	Remunration & Other Payable	0.23	0.34
Shri Gopal Agarwal	Director	Sitting fees Payable	0.23	0.23
Shri Sunil Agarwal	Director	Sitting fees Payable	0.23	0.23
Smt Kiran Devi Begani	Director	Remunration & Other Payable	-	0.85
		Sitting fees Payable	0.23	0.23
Smt Padma Nahta	Director	Remunration & Other Payable	-	0.85
		Sitting fees Payable	0.23	0.23

**4 Accounting for Taxes on Income (AS 22) Deferred Tax Liability/Asset :-**

Pursuant to the accounting standard on 'Accounting for Taxes on Income' (AS-22), deferred tax liability / (assets) are as under -		
Particular	Amount (Lacs.)	Amount (Lacs.)
	31.03.2022	31.03.2021
(A) Depreciation as per Companies Act	38.87	30.19
(B) Depreciation as per Income Tax Act	34.23	28.86
(C) Timing Difference (A-B)	4.64	1.33
(D) Deferred Tax Assets	1.29	0.34

The Company has recognized deferred tax asset on depreciation as per books of accounts and depreciation allowable as per Income Tax Act, 1961. The Net deferred tax asset is disclosed on the face of the Balance Sheet.

5 Figures in Brackets indicate negative values.

6 Unsecured loans, advances from customers, advances recoverable in cash or in kind, investments and various other parties are subject to confirmations.

7 The management of the company has carried out an exercise to ascertain impairment of Property Plant & Equipment, if any, In the opinion of the management of the company there are no indication` of impairment of assets as at 31/03/2022 and therefore no effect of impairment is required to be given in the books of accounts.

8 Cash balance is taken as valued & certified by management.

**9 Pending Litigations and Criminal Proceedings:-**

As details provided by management and further verified by us, apart from those as stated below there are no outstanding litigations, suits, criminal or civil prosecutions, proceedings or tax liabilities against / by the Company, directors, promoters and group entities and there are no defaults, non-payment of statutory dues, over-dues to banks/financial institutions, default against banks/financial institutions by Company, default incrition of full security as per terms of issue/ other liabilities, no amount so we to small scale undertakings or any other creditor exceeding 1 lakh, which is outstanding for more than 30 days, no proceedi`ngs initiated for economic / civil / any other offences other than unclaimed liabilities of our Company and no disciplinary action has been taken by SEBI or any stock exchange against the Company, Promoters, Directors and group entities.

Further, there are no show-cause notices/claims served on Company, promoters, directors or group entities from any statutory authority/revenue authority that would have a material adverse effect on the business.

**a. Outstanding Statutory Dues Related to Direct Tax:-**

The Total amount outstanding relating to direct tax which are verified through the online portals of income tax and traces portal or payable in the books of accounts are attached in the below mentioned table: -

Financial Period	Defaults (Amount in Lacs.)	Related to statute
2020-21	0.96	Income Tax - TDS
2020-21	2.42	Income Tax - TDS
2019-20	0.92	Income Tax - TDS
2018-19	0.12	Income Tax - TDS
2018-19	0.03	Income Tax - TDS
2017-18*	0.02	Income Tax - TDS
2016-17*	0.11	Income Tax - TDS
2015-16*	0.02	Income Tax - TDS
Prior Years*	0.05	Income Tax - TDS

\* Related to Partnership Firm before conversion into Company.

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)

**10 Auditor's Remuneration:-**

Particulars	Amount (Lacs.)	
	31.03.2022	31.03.2021
Payment to the auditors comprises (net of sevice tax input credit, where applicable):		
(i) As Auditors - Statutory audit	1.00	1.00
(ii) For taxation matters (Including Tax Audit fees)	1.00	1.00
(iii) For other services		-
<b>Total</b>	<b>2.00</b>	<b>2.00</b>

**11 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

Particulars	Amount (Lacs.)
1. Principal & Interest amount due and remaining unpaid	NIL
2. Payment made beyond the appointed day during the year	NIL
3. Interest Accrued and unpaid	NIL

There are no specific claims from suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 during the year.

**12 Employee Benefit Plans:-**

Particulars	Amount (Lacs.)	
	31.03.2022	31.03.2021
<b>(a) Defined Contribution Plans</b>		
The Company is participating under the recognised provident fund during the year for defined contribution plans for qualifying employees. Under the Scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.	5.58	4.67
<b>(b) Defined Benefit Plans</b>		
The Company is not participating in any plans for securing the liability of gratuity for its employees.	NIL	NIL

**13 Expenditure on Research & Development**

During the year, the company has not incurred any expenditure on Research & Development.

**14 Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary / Associate / Joint Ventures:**

Name of the entity in the	Net assets i.e total assets minus total liabilities			Share in profit and loss	
	As % of consolidated assets	net	Amount as on 31.03.2022	As % of consolidated profit and loss	Amount as on 31.03.2022
	1	2	3	4	5
<b>Parent</b>					
<b>Indian</b>					
1 Shreeoswal Seeds And Chemicals Limited	90.81%		3,513.29	75.80%	411.85
<b>Subsidiary</b>					
<b>Indian</b>					
1 Shreeoswal Psyllium Exports India Limited	9.19%		355.64	24.20%	131.51
<b>Total</b>	<b>100.00%</b>		<b>3,868.93</b>	<b>100.00%</b>	<b>543.36</b>

Name of the entity in the	Net assets i.e total assets minus total liabilities			Share in profit and loss	
	As % of consolidated assets	net	Amount as on 31.03.2021	As % of consolidated profit and loss	Amount as on 31.03.2021
	1	2	3	4	5
<b>Parent</b>					
<b>Indian</b>					
1 Shreeoswal Seeds And Chemicals Limited	95.17%		3,101.43	77.79%	283.97
<b>Subsidiary</b>					
<b>Indian</b>					
1 Shreeoswal Psyllium Exports India Limited	6.73%		223.94	22.21%	81.09
<b>Total</b>	<b>100.00%</b>		<b>3325.37</b>	<b>100.00%</b>	<b>365.06</b>

**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**  
**CIN :- L01111MP2017PLC044596**  
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGE KANAWATI, NEEMUCH (M.P.)

**15 Utilisation of I.P.O. Fund**

(Rs. In Lacs)

Sr. No.	Purpose/Objects for raising of funds through public issue	Amount raised in public issue for the object ment-ioned in prospectus	Actual Utilization of Issue Proceeds till 31st March 2022.	Balance Amount to be utilized as on 31st March 2022.
1	Purchase of New Plant & Machinery	162.95	38.26	124.69
2	Funding the Working Capital Requirement Of the Company	625.00	625.00	0.00
3	General Corporate Purpose	251.81	251.81	0.00
4	IPO related Expenses	150.00	150.00	0.00
	<b>TOTAL</b>	<b>1189.76</b>	<b>1065.07</b>	<b>124.69</b>

As per our Audit Report Even Date Attached  
**FOR, AGARWAL PATEL AND SINHAL**  
**CHARTERED ACCOUNTANT**  
FRN No.:-012245C

**CA BHAVESH SINHAL**  
**PARTNER**  
**M.N 406280**  
Place:- Neemuch (M.P.)

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF  
**SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

**SANJAY KUMAR BAIGANI**  
DIN :-0007921083  
(CHAIRMAN & MANAGING DIRECTOR)

**ANIL KUMAR NAHATA**  
DIN :-0007921005  
(W.T.D. & C.E.O.)

**DILIP PATIDAR**  
(M NO.:-A34566)  
(COMPANY SECRETARY)

**ASHOK DHAKAR**  
PAN :-AUYPD5111B  
(C.F.O)

**SHREOSWAL SEEDS AND CHEMICALS LIMITED**  
**Notes to Financial Statements for the year ended 31st March, 2022**

<b>Note : Additional Regulatory Information</b>								
<b>S.No.</b>	<b>Particulars</b>						<b>Response</b>	
<b>A</b>	The amount of dividends proposed to be distributed to equity and preference shareholders for the period and the related amount per share shall be disclosed separately. Arrears of fixed cumulative dividends on preference shares shall also be disclosed separately.						<b>NIL (No Dividend Proposed)</b>	
<b>B</b>	Where in respect of an issue of securities made for a specific purpose, the whole or part of the amount has not been used for the specific purpose at the balance sheet date, there shall be indicated by way of note how such unutilised amounts have been used or invested.						<b>No Securities made for a specific purpose</b>	
<b>C</b>	Where the company has not used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date, the company shall disclose the details of where they have been used.						<b>No Deviation in utilisation hence N.A.</b>	
<b>D</b>	If, in the opinion of the Board, any of the assets other than Property, Plant and Equipment , Intangible assets and non-current investments do not have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated, the fact that the Board is of that opinion, shall be stated.						<b>No Such Kind of Assets hence N.A.</b>	
<b>E</b>	<b>OTHER ADDITIONAL</b>							
	<b>Title deeds of Immovable Properties not held in name of the Company The company shall provide the details of all the immovable properties (other than properties where the Company is the lessee (i) and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company in following format and where such immovable property is jointly held with others, details are required to be given to the extent of the company's share.</b>						<b>NA</b>	
	S.No.	Relevant Line Item in the Balance Sheet	Description of item of property	Gross Carrying Value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter*/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
	1	Property Plant and Equipments						
		Investment Ptoperty						
		Others						
	<b>(ii) Where the Company has revalued its Property, Plant and Equipment (including Right-of-Use Assets), the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.</b>						<b>NA</b>	
	<b>(iii) The following disclosures shall be made where Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:</b>						<b>NA</b>	
	(a) repayable on demand; or							
	(b) without specifying any terms or period of repayment:							
	Type of Borrower		Amount of loan or		Percentage of the total			
	Promoter							
	Directors							
	KMPs							
	Related parties							

(iv)	<b>Capital-work-in progress (CWIP)</b>	<b>NA</b>																																														
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(vii)	where the Company has borrowings from banks or financial institutions on the basis of security of current assets, it shall disclose the following			NA	
	(a)	whether quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.	Yes		
	(b)	if not, summary of reconciliation and reasons of material discrepancies, if any to be adequately disclosed.	NA		
(viii)	Where a company is a declared wilful defaulter by any bank or financial Institution or other lender, following details shall be given:			NA	
	(a)	Date of declaration as wilful defaulter,			
	(b)	Details of defaults (amount and nature of defaults),			
(ix)	<b>Relationship with struck off Companies</b>				
	Where the company has any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956,			NO	
	S.No.	Name of Struck off Company	Nature of transactions with struck-off Company	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
(x)	<b>Registration of charges or satisfaction with Registrar of Companies (ROC)</b> Where any charges or satisfaction yet to be registered with ROC beyond the statutory period, details and reasons thereof shall be disclosed.			NIL	
(xi)	<b>Compliance with number of layers of companies</b> Where the company has not complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, the name and CIN of the companies beyond the specified layers and the relationship or extent of holding of the company in such downstream companies shall be disclosed.			NA	

**SHREESWAL SEEDS AND CHEMICALS LIMITED**

**Notes to Consolidated Financial Statements for the year ended 31st March, 2022**

(xii)	Ratios	Numerator	Denominator	FY 2021-22	FY 2020-21	Change	Explanation
	Current Ratio (in times)	Total Current Assets	Total Current Liabilities	1.50	1.63	-7.75%	
	Debt-Equity Ratio (in times)	Long Term Borrowings	Total Equity	0.13	0.20	-34.23%	
	Debt-Service Coverage Ratio	Earnings for Debt service = Net profit after tax + Non-cash operating expenses + interest + other non cash adjustments + Interest on debt debited in P&L	Debt service = Interest + Principal Repayment (Non-Current debts only)	4.10	455.11	-99.10%	
	Return on Equity Ratio (in times)	Profit for the year less preference dividend (if any)	Average Total Equity	0.27	0.19	45.03%	
	Inventory Turnover Ratio (in times)	Revenue From Operations	Average Inventory	2.94	2.78	5.61%	
	Trade Receivable Turnover Ratio (in times)	Revenue From Operations	Average Trade Receivable	18.93	17.42	8.69%	
	Trade Payable Turnover Ratio (in times)	Revenue From Operations	Average Trade Payable	104.68	135.46	-22.72%	
	Net Capital Turnover Ratio (in times)	Revenue From Operations	Working Capital (i.e. Total current assets less Total Current Liabilities)	6.24	4.76	31.04%	
	Net Profit Ratio (in %)	Profit for the year before exception items	Revenue From Operations	3.15%	3.14%	0.33%	
	Return On Capital Employed	Profit Before Tax And Finance Costs	Average capital Employed Capital Employed = Net Worth + Deferred Tax Liabilities	0.21	0.16	30.77%	
	Return on Investment	Income Generated from Investment Funds	Average invested Funds	0.36	0.24	48.89%	

	<p><b>Current Ratio:</b> The Company, in the FY 2021-22 had received affordable prices for stock purchase and the company was sold its stock fund realised from proceed of sale the company has transfer its fund to its wholly owned subsidiary company for growth as well as the company also allowed advance booking from dealers and distributors all factor led to increase in closing stock, which emanated higher current ratio for the year.</p>	
	<p><b>Debt-Equity Ratio</b> (in times) Lower debt equity ratio is considered as favourable for company. It means that company is utilizing its assets and borrowing less money from the market and have higher equity margin for future growth on the shareholders perspective</p> <p><b>Debt-Service Coverage Ratio:</b>-Ratio is lower as compared to previous year, it means that Company has more finance charges as compared to previous year and the more cash flow leeway the company has after making its annual necessary debt payments</p> <p><b>Return on Equity Ratio:</b>-Higher ratio as compared to previous year is favourable for the company. It means that a gauge of a corporation's profitability and generates profits efficiently. Profit earned in this year is high compare to previous year as equity for shareholders is going good</p> <p><b>Trade Receivable Turnover Ratio (in times)</b> For the betterment of business the Company, after the Corona Pandemic had allowed some more credit to its trustworthy customers due to this Debtors turnover has increased and the ratio also got increased.</p> <p><b>Net Capital Turnover Ratio:</b>Ratio comparing the depletion of working capital to the generation of sales over a given period. There is Working capital increases high compared to sales and company invested high in inventory due to booking policy of seed of company</p> <p><b>Return On Capital Employed:</b>-Higher ratio as compared to previous year is favourable for the company. It means that shows how good a company is using the capital invested in it. Profit earned in this year is high compare to previous year as capital uses in companies term as highly efficient for the future growth.</p> <p><b>Return on Investment:</b>-Higher the ratio is favourable for the corporation. Reason being company has good profit as compared to previous year and gives high return to the shareholders who invested wisely in the company.</p>	

<b>(xiii)</b>	<b>Compliance with approved Scheme(s) of Arrangements</b>	
	Where any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013, the Company shall disclose that the effect of such Scheme of Arrangements have been accounted for in the books of account of the Company 'in accordance with the Scheme' and 'in accordance with accounting standards' and deviation in this regard shall be explained.	<b>NA</b>
<b>(xiv)</b>	<b>Utilisation of Borrowed funds and share premium:</b>	
	<p>(A) Where company has advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall</p> <p style="padding-left: 40px;">(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or</p> <p style="padding-left: 40px;">(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;</p> <p>The company shall disclose the following:-</p>	<b>NA</b>
	(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.	
	(II) date and amount of fund further advanced or loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries alongwith complete details of the ultimate beneficiaries.	
	(III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries	
	(IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violative of the Prevention of Money-Laundering act, 2002 (15 of 2003).;	

	<p>(B) Where a company has received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall</p> <p>(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or</p> <p>(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, the company shall disclose the following:-</p>	<b>NA</b>
	(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.	
	(II) date and amount of fund further advanced or loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries alongwith complete details of the ultimate beneficiaries.	
	(III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries	
	(IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violative of the Prevention of Money-Laundering act, 2002 (15 of 2003).;	
<b>F</b>	<p><b><u>Undisclosed income</u></b> The Company shall give details of any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), unless there is immunity for disclosure under any scheme and also shall state whether the previously unrecorded income and related assets have been properly recorded in the books of account during the year.;</p>	<b>NIL</b>
<b>G</b>	<p><b><u>Corporate Social Responsibility (CSR)</u></b> Where the company covered under section 135 of the companies act, the following shall be disclosed with regard to CSR activities:-</p> <p>(a) amount required to be spent by the company during the year,</p> <p>(b) amount of expenditure incurred,</p> <p>(c) shortfall at the end of the year,</p> <p>(d) total of previous years shortfall,</p> <p>(e) reason for shortfall,</p> <p>(f) nature of CSR activities,</p> <p>(g) details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,</p> <p>(h) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately.</p>	<b>N.A.</b>
<b>H</b>	<p><b><u>Details of Crypto Currency or Virtual Currency</u></b> Where the Company has traded or invested in Crypto currency or Virtual Currency during the financial year, the following shall be disclosed:-</p> <p>(a) profit or loss on transactions involving Crypto currency or Virtual Currency</p> <p>(b) amount of currency held as at the reporting date,</p> <p>(c) deposits or advances from any person for the purpose of trading or investing in Crypto Currency/ virtual currency.]</p>	<b>NIL</b>



**An ISO 22000 : 2005  
Certified Company**