

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Our Company was originally formed as a partnership firm under the Indian Partnership Act, 1932 in the name of "M/s Oswal Seeds and Chemicals" pursuant to a deed of partnership dated July 29, 2002. M/s Oswal Seeds and Chemicals, was thereafter converted from a partnership firm to a public limited company under Section 366 of the Companies Act, 2013 with the name of "ShreeOswal Seeds and Chemicals Limited" and received a fresh certificate of incorporation from the Registrar of Companies, Central Registration Centre, on December 01, 2017 and Corporate Identification Number of our Company is U01111MP2017PLC044596. The company got listed on Emerge Platform of National Stock Exchange of India Limited ('NSE EMERGE') dated June 20, 2018. The current Corporate Identification Number of Our Company is L01111MP2017PLC044596. For further details of company, please refer to chapter titled "Our History and Certain Other Corporate Matters" on page no. 78 of this Information Memorandum.

Registered Office: "Oswal House", Opposite Balkavibairagi College Nasirabad Highway, Village Kanwati, Neemuch- 458441, Madhya Pradesh, India

Tel. No. +91 7423 297006; **Fax No.:** +91 7423 297511;

E-mail: oswalgroups2002@gmail.com ; **Website .** www.oswalseeds.com;

Contact Person: Dilip Patidar, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY: Mr. Anil Kumar Nahata and Mr. Sanjay Kumar Baigani

INFORMATION MEMORANDUM FOR MIGRATION AND LISTING OF 1,52,45,000 EQUITY SHARES HAVING FACE VALUE OF ₹10/- EACH FULLY PAID UP OF SHREEOSWAL SEEDS AND CHEMICALS LIMITED FROM EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED TO MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED

NO EQUITY SHARES ARE PROPOSED TO BE SOLD OR OFFERED PURSUANT TO THIS INFORMATION MEMORANDUM

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in company unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the company. For taking an investment decision, investors must rely on their own examination of our Company and its risks. The Equity Shares of the Company have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the Information Memorandum.

COMPANYS ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Information Memorandum contains all information with regard to our Company and the Issue, which is material in the context of the migration; that the

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information contained in this Information Memorandum is true and correct in all material aspects and is not misleading in any material respect; that the opinions and intentions expressed herein are honestly held; and that there are no other facts, the omission of which makes this Information Memorandum as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares of the Company are already listed on the Emerge Platform of National Stock Exchange of India Limited since June 20, 2018. The Equity Shares of the Company are now proposed to be migrated and listed on the Main Board of National Stock Exchange of India Limited.

REGISTRAR AND SHARE TRANSFER AGENT OF THE COMPANY

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: +91 22 62638200/ 62638204 **Fax:** +91 22 62638299

Website: www.bigshareonline.com;

Investor Grievance Id: investor@bigshareonline.com; vinod.y@bigshareonline.com;

Contact Person: Vinod Yadav; **SEBI Registration Number:** INR000001385

Vinod Yadav



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SECTION I: GENERAL

DEFINITIONS AND ABBREVIATIONS

This Information Memorandum uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, shall have the respective meanings given below. References to statutes, regulations, rules, guidelines and policies will be deemed to include all amendments and modifications thereto.

Company Related Terms

Terms	Description
"the Company", or "our Company" and "OSWAL SEEDS"	ShreeOswal Seeds and Chemicals Limited, a public limited company incorporated under the provisions of the Companies Act, 2013 having its registered office at "Oswal House", Opposite Balkavibairagi College Nasirabad Highway, Village Kanwati, Neemuch (M.P.) 458441
"we", "us" and "our"	Unless the context otherwise indicates or implies, refers to our Company together with our Subsidiary on a consolidated basis
Subsidiary Company/Wholly Owned Subsidiary Company	ShreeOswal Psyllium Exports India Limited (wholly owned subsidiary)
Articles or Articles of Association or AoA	The Articles of Association of our Company, as amended from time to time.
Auditor of the company (Statutory Auditor)	The Statutory Auditors of our Company, being M/s. Agarwal Patel and Sinhal, Chartered Accountants, Neemuch
Board of Director(s)/the Board/our Board/Director(s)	The Director(s) on our Board, unless otherwise specified. For further details on our Directors, please refer to Section titled, " Our Management " on page 82 of this Information Memorandum
Audit Committee	The audit committee of our Company, constituted in accordance with Regulation 18 of the SEBI Listing Regulations and Section 177 of the Companies Act, 2013
Nomination and Remuneration Committee/ NRC	The nomination and remuneration committee of our Company, constituted in accordance with Regulation 19 of the SEBI Listing Regulations and Section 178 of the Companies Act, 2013
Stakeholders Relationship Committee/ SRC	The Stakeholders Relationship

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	committee of our Company, constituted in accordance with Regulation 20 of the SEBI Listing Regulations and Section 178 of the Companies Act, 2013
Independent Director(s)	The Independent Directors of our Company, in terms of Section 2(47) and Section 149(6) of the Companies Act, 2013
NSE SME / SME Exchange/Emerge Platform	The Emerge platform of National Stock Exchange of India Limited, approved by SEBI as SME Exchange for listing of equity shares issued under Section IX of the SEBI ICDR Regulations 2018
Company Secretary & Compliance Officer	The Company Secretary & Compliance officer of our Company is Mr. Dilip Patidar
Equity Shares	The Equity Shares of our Company of face value of ₹10/- each, fully paid-up, unless otherwise specified in the context thereof.
Equity Shareholders	Persons/Entities holding Equity Shares of our Company.
Group Companies/Entities	Such companies (other than promoter(s) and subsidiary/subsidiaries) with which there were related party transactions, during the period for which financial information is disclosed, as covered under the applicable accounting standards, and also other companies as considered material by the board of our company
Information Memorandum	This document dated 14 th December, 2022 being filed with stock exchange and referred to as the Information Memorandum
Key Managerial Personnel / KMP	The key management personnel mean the officers or personnel, who are members of our core management team (excluding board of directors) and includes members of the management one level below the executive directors, functional heads and 'key managerial personnel' as defined under the Companies Act, 2013 or any other person whom we may declare as key managerial personnel
Main Board	Main board means a recognized stock exchange having nationwide trading

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	terminals, other than SME exchange.
Materiality Policy	The policy on determination of materiality, by our Board in accordance with the requirements of the SEBI (LODR) Regulations 2015.
Memorandum/Memorandum of Association/MoA	The Memorandum of Association of our Company, as amended from time to time.
Promoters	Mr. Sanjay Kumar Baigani and Mr. Anil Kumar Nahata are the promoters of our company
Promoter Group	Included such persons and entities constituting the promoter group of our Company in terms of Regulation 2(1)(pp) of the SEBI (ICDR) Regulations and as enlisted in the chapter titled "Our Promoter and Promoter Group" on page 90 of this Information Memorandum.
RoC/Registrar of Companies	The Registrar of Companies, 3 rd Floor, 'A' Block, Sanjay Complex Jayendra Ganj, Gwalior, Madhya Pradesh, India.
ACIT	Assistant Commissioner of Income Tax.
AIF(s)	The alternative investment funds, as defined in, and registered with SEBI under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012.
Companies Act/Companies Act, 2013	Companies Act, 2013, to the extent in force pursuant to the notification of sections of the Companies Act, 2013, along with the relevant rules made thereunder.
Competition Act	The Competition Act, 2002.
Consolidated FDI Policy	Consolidation FDI Policy issued by the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India, and any modifications thereto or substitutions thereof, issued from time to time.
FCNR Account	Foreign currency non-resident account.
FEMA	Foreign Exchange Management Act, 1999, read with rules and regulations thereunder.
FEMA Regulations	Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations 2000.
FII(s)	Foreign Institutional Investors as defined under the SEBI FPI Regulations.

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Financial Year/ Fiscal/ Fiscal Year/F.Y.	Period of twelve (12) months ended March 31 of that particular year, unless otherwise stated.
Foreign Portfolio Investor or FPI	Foreign Portfolio Investors, as defined under the SEBI FPI Regulations and registered with SEBI under applicable laws in India.
FVCI	Foreign Venture Capital Investor, registered under the FVCI Regulations.
Income Tax Act or the I.T. Act	The Income Tax Act, 1961.
Ind AS	New Indian Accounting Standards notified by Ministry of Corporate Affairs on February 16, 2015, applicable from Financial Year commencing April 1, 2016, as amended.
LLP Act	The Limited Liability Partnership Act, 2008.
Notified Sections	The sections of the Companies Act, 2013, that have been notified by the Government as having come into effect prior to the date of this Information Memorandum.
NRE Account	Non-resident external account.
NRO Account	Non-resident ordinary account.
RBI Act	Reserve Bank of India Act, 1934.
SCRA	Securities Contracts (Regulation) Act, 1956.
SCRR	Securities Contracts (Regulation) Rules, 1957.
SEBI	The Securities and Exchange Board of India, constituted under the SEBI Act.
SEBI Act	Securities and Exchange Board of India Act, 1992.
SEBI (ICDR) Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.
SEBI (LODR) Regulations/SEBI Listing Regulations	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
SEBI Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
State Government	The government of a state of the Union of India.
STT	Securities Transaction Tax.
Sub-account	Sub-accounts registered with SEBI under the SEBI FII Regulations other

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	than sub-accounts which are foreign corporate or foreign individuals.
Water Act, 1974	Water (Prevention and Control of Pollution) Act, 1974.
Willful Defaulter(s)	A person or an issuer who or which is categorized as a willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India; as defined under Regulation 2(1)(III) of SEBI Regulations 2018.

Technical and Industry related terms

Terms	Description
APMC Act	Agriculture Produce Marketing Committee Act
AC	Account
AGM	Annual General Meeting
AS/Accounting Standards	Accounting Standards issued by the Institute of Chartered Accountants of India
A.Y.	Assessment year
CARO	Companies (Auditor's Report) Order, 2020
CC	Cash Credit
CDSL	Central Depository Services (India) Limited
CEO	Chief Executive Officer
CIN	Corporate Identity Number
CRWCL	Central Railside Warehouse Company Limited
CSO	Central Statistics Office
DAC	Department of Agriculture and Cooperation
Depositories	NSDL (National Securities Depository Limited) and CDSL (Central Depository Services Limited); Depositories registered with the SEBI under the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, as amended from time to time
Depositories Act	The Depositories Act, 1996, as amended from time to time
DIPP	Department of Industrial Policy and Promotion
DIN	Director Identification Number
DP ID	Depository participant's identification
E-NAM	The Electronic National Agriculture Market
EPFO	Employees' Provident Fund Organisation
ESI	Employee State Insurance
ECS	Electronic Clearing System
EBITDA	Earnings before Interest, Tax Depreciation and Amortisation
EGM	Extraordinary General Meeting of the Shareholders of the Company
EPS	Earnings Per Share

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FCNR	Foreign Currency Non-Resident
FDI	Foreign Direct Investment
FIPB	Foreign Investment Promotion Board
FY	Financial Year
GAAP	Generally Accepted Accounting Principles
GST	Goods & Services Tax
G-sec	Government Securities
GAAR	General anti avoidance rules
GoI/Government	Government of India
HACCP	Hazard Analysis and Critical Control Points
HUF	Hindu Undivided Family
INR	Indian Rupee Rates
₹ or Rs. or Rupees or INR	Indian Rupees
IBC	Insolvency And Bankruptcy Code
ICAI	Institute of Chartered Accountants of India
Ind AS	Indian Accounting Standards
IFRS	International Financial Reporting Standards
ISO	International Organization for Standardization
IT Act	The Income Tax Act, 1961, as amended
IT Rules	The Income Tax Rules, 1962, as amended
JV	Joint Venture
KVKs	Krishi Vigyan Kendras
Ltd.	Limited
MCA	Ministry of Corporate Affairs, Government of India
MoU	Memorandum of Understanding
MT	Million Tonnes
NSE	National Stock Exchange of India Limited
N.A.	Not Applicable
NAV/Net Value	Asset Net asset value being paid up equity share capital plus free reserves (excluding reserves created out of revaluation) less deferred expenditure not written off (including miscellaneous expenses not written off) and debit balance of profit and loss account, divided by number of issued Equity Shares.
NBFCs	Non-Banking Financial Company
NoC	No Objection Certificate
No.	Number
NR	Non-Resident
NSC	National Seed Corporation
NSDL	National Securities Depository Limited
NTA	Net Tangible Assets
OCB	Overseas Corporate Body
p.a.	Per annum
PAN	Permanent Account Number
PAT	Profit After Tax
PBT	Profit Before Tax
PCB	Pollution Control Board
P/E Ratio	Price per Earnings Ratio



RBI	Reserve Bank of India
RoC	Registrar of Companies
RONW	Return on Net Worth
R&D	Research & Development
RTGS	Real Time Gross Settlement
SCN	Show Cause Notice
UIN	Unique Identification Number
UNIDO	United Nations Industrial Development Organisation
UoI	Union of India
U.S. GAAP	Generally Accepted Accounting Principles in the United States of America
USD/ US\$	United States Dollar
w.e.f.	With effect from
YoY	Year on Year

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CERTAIN CONVENTIONS, USE OF FINANCIAL, INDUSTRY AND MARKET DATA, AND CURRENCY PRESENTATION

Certain Conventions

Unless otherwise specified or the context otherwise requires, all references to "India" in this Information Memorandum are to the Republic of India, all references to the "U.S.", the "USA" or the "United States" are to the United States of America, together with its territories and possessions.

Unless stated otherwise, all references to page numbers in this Information Memorandum are to the page numbers of this Information Memorandum.

Use of Financial Data

Unless stated otherwise, the financial information in this Information Memorandum is extracted from the audited financial statements of our Company for the financial Year ended 31st March 2022 which have been prepared in accordance with Indian GAAP and Limited Review unaudited financials for the period ended September 30, 2022.

Our fiscal year commences on 1st April of each year and ends on 31st March of the next year. All references to a particular fiscal year are to the 12 months period ended 31st March of that year. In this Information Memorandum, any discrepancies in any table between the total and the sums of the amounts listed are due to rounding-off. All decimals have been rounded off to two decimal points.

Currency and Units of Presentation

All references to "Rupees", "Rs.", "INR" or "₹" are to Indian Rupees, the official currency of the Republic of India. All reference to "£" or "GBP" are to Great Britain Pound, the official currency of the United Kingdom. All references to "\$", "US\$", "USD", "U.S. \$" or "U.S. Dollars" are to United States Dollars, the official currency of the United States of America.

Our Company has presented certain numerical information in this Information Memorandum in "Lakh" units. One lakh represents 1,00,000. In this Information Memorandum, any discrepancies in any table between the total and the sums of the amounts listed therein are due to rounding-off.

All references to 'million' / 'Million' / 'Mn' refer to one million, which is equivalent to 'ten lacs' or 'ten lakhs', the word 'Lacs / Lakhs / Lac' means 'one hundred thousand' and 'Crore' means 'ten million and 'billion / bn./ Billions' means 'one hundred crores'.

Industry and Market Data

Unless stated otherwise, industry and market data used throughout this Information Memorandum has been derived from Ministry of Statistics and Programme Implementation (MOSPI), RBI, Press Information Bureau, Department of Industrial



Policy & Promotion, India Brand Equity Foundation and industry publications. Industry publications generally state that the information contained in those publications has been obtained from sources believed to be reliable but that their accuracy and completeness are not guaranteed and their reliability cannot be assured. The extent to which the market and industry data used in this Information Memorandum is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data.

Exchange Rates

This Information Memorandum may contain conversions of certain other currency amounts into Indian Rupees that have been presented solely to comply with the SEBI ICDR Regulations. These conversions should not be construed as a representation that these currency amounts could have been, or can be converted into Indian Rupees, at any particular rate or at all.

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FORWARD LOOKING STATEMENTS

The Company has included statements in this Information Memorandum which contain words or phrases such as “may”, “will”, “aim”, “believe”, “expect”, “will continue”, “anticipate”, “estimate”, “intend”, “plan”, “seek to”, “future”, “objective”, “goal”, “project”, “should”, “potential” and similar expressions or variations of such expressions, that are or may be deemed to be forward looking statements.

All statements regarding the expected financial condition and results of operations, business, plans and prospects are forward-looking statements. These forward-looking statements include statements as to the business strategy, the revenue, profitability, planned initiatives. These forward-looking statements and any other projections contained in this Information Memorandum (whether made by us or any third party) are predictions and involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or other projections. Important factors that could cause actual results, performance or achievements to differ materially include, but are not limited to, those discussed under the Section titled “Risk Factors”; “Management’s Discussion and Analysis of Financial Condition and Results of Operations”; “Industry Overview”; and “Our Business” on page 15, 35 and 51 respectively, of this Information Memorandum.

The forward-looking statements contained in this Information Memorandum are based on the beliefs of our management, as well as the assumptions made by and information currently available to our management. Although we believe that the expectations reflected in such forward-looking statements are reasonable at this time, we cannot assure investors that such expectations will prove to be correct. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements. If any of these risks and uncertainties materializes, or if any of the underlying assumptions prove to be incorrect, the actual results of operations or financial condition could differ materially from that described herein as anticipated, believed, estimated or expected. All subsequent written and oral forward-looking statements attributable to us are expressly qualified in their entirety by reference to these cautionary statements.

Certain important factors that could cause actual results to differ materially from our Company’s expectations include, but are not limited to, the following:

- General economic and business conditions in the markets in which we operate and in the local, regional, national and international economies;
- Increase in price and material components;
- Fluctuation in other operating cost;
- Increased competition in the sectors / areas in which we operate;
- Factors affecting the Industry in which we operate;
- Our ability to meet our capital expenditure requirements;
- Our ability to attract and retain qualified personnel;

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- Ability to retain the customers is heavily dependent upon various factors including our reputation and our ability to maintain a high level of product quality including our satisfactory performance for the customers;
- We operate in a significantly fragmented and competitive market in each of our business segments
- Regulatory changes relating to the finance and capital market sectors in India and our ability to respond to them
- Our ability to successfully implement our strategy, our growth and expansion, technological changes, our exposure to market risks that have an impact on our business activities or investments;
- The monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally, changes in domestic and foreign laws, regulations and taxes and changes in competition in our industry;
- Changes in the value of the Rupee and other currencies;
- Any adverse outcome in the legal proceedings in which we are involved;
- Our failure to keep pace with rapid changes in technology;
- The occurrence of natural disasters or calamities;
- Other factors beyond our control;
- Conflict of Interest with affiliated companies, the promoter group and other related parties; and

Forward-looking statements speak only as of the date of this Information Memorandum. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. In light of the foregoing, and the risks, uncertainties and assumptions discussed in the section titled "Risk Factors" and elsewhere in this Information Memorandum, any forward-looking statement discussed in this Information Memorandum may change or may not occur, and our actual results could differ materially from those anticipated in such forward-looking statements. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements and not regard such statements to be a guarantee of our future performance.

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SECTION II: RISK FACTORS

RISK FACTORS

Any investment in equity securities involves a high degree of risk. You should carefully consider all the information in this Information Memorandum, including the risks and uncertainties described below, before making an investment in our Equity Shares. To obtain a more complete understanding, you should read this section together with Sections titled "Our Business", and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on page 99 as well as the other financial and statistical information contained in this Information Memorandum.

Any of the following risks, as well as the other risks and uncertainties discussed in this Information Memorandum, could have an adverse effect on our business, financial condition, results of operations and prospects and could cause the trading price of our Equity Shares to decline, which could result in the loss of all or a part of your investment. The risks and uncertainties described in this section are not the only risks that we may face. Additional risks and uncertainties not known to us or that we currently believe to be immaterial may also have an adverse effect on our business, results of operations, financial condition and prospects.

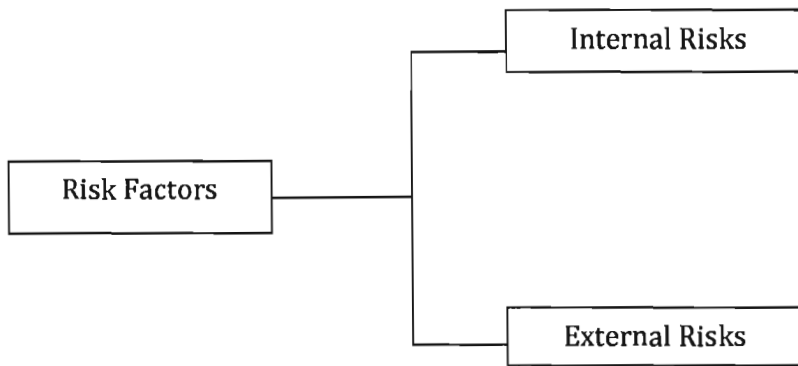
This Information Memorandum contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements because of certain factors, including the considerations described below and elsewhere in this Information Memorandum.

The financial and other related implications of risks concerned, wherever quantifiable, have been disclosed in the risk factors mentioned below. However, there are certain risk factors where the effect is not quantifiable and hence has not been disclosed in such risk factors. You should not invest in the company unless you are prepared to accept the risk of losing all or part of your investment, and you should consult your tax, financial and legal advisors about the consequences to you of an investment in the Equity Shares.

The financial information in this section is, unless otherwise stated, derived from our Audited Financial Statements prepared in accordance with Indian GAAP, as per the requirements of the Companies Act, 2013, and SEBI (ICDR) Regulations. The risk factors have been determined based on their materiality. Some events may not be material individually but may be found to be material collectively, some events may have a material impact qualitatively instead of quantitatively and some events may not be material at present but may have material impacts in the future.

The risk factors are classified as under for the sake of better clarity and increased understanding:





INTERNAL RISKS

- 1. Weather conditions, crop diseases and pest attacks could adversely affect the production of our seed products, as well as the demand for our seed products, which may adversely affect our business, financial condition, results of operations and prospects.**

Our seed production activities and the Indian seeds industry are subject to substantially all the risks faced by the agriculture industry in India. Crop yields depend significantly on the absence of any crop disease or pest attacks and favorable weather conditions such as adequate rainfall and temperature, which vary from location to location. Adverse weather conditions such as windstorms, flood, drought or frost may cause crop failures and reduce harvests, which may adversely affect our operations. However, results of changes in weather and climatic conditions are difficult to predict and may affect crop planning and timing. In addition to factors such as soil quality and the use of fertilizers, weather conditions may also affect the presence of diseases and pests. Any of these factors may adversely affect our production of seeds. We bear the risks associated with bad weather and climatic conditions. Furthermore, if crop diseases and pests develop resistance to our products, this could adversely affect our Seed Growing Farmers' crop yields. Additionally, we cannot assure you that adverse weather patterns in the future or potential crop diseases will not affect our ability to produce the desired quality or quantity of products to meet demand and in turn, their pricing. Any of these factors, or a combination thereof, can adversely affect the quality of our seeds, yield and inventory levels, could increase our cost of operations, strain our operating margins and reduce our operating revenue, which could materially and adversely affect our business, financial condition, results of operations and prospects.

- 2. Currently our Company is involved in tax related proceeding; any adverse decision in such proceedings may render us liable to liabilities and penalties and may adversely affect our business and results of operations.**

Also, there is no assurance that in future, we, our promoters, our directors or group companies may not face legal proceedings; any adverse decision in such legal proceedings may impact our business. For further details in relation to legal proceedings involving our Company, Promoters, Directors, Group and Companies see the chapter titled "Outstanding Litigation and Material Developments" on page 104 of this Information Memorandum.

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A classification of legal proceedings is mentioned below:

Name of Entity	Criminal Proceedings	Civil/ Arbitration Proceedings	Tax Proceedings	Labour Disputes	Consumer Complaints	Complaints under Section 138 of NI Act, 1881	Aggregate amount involved (Rs. In lakhs)
Company	Nil	Nil	Nil	Nil	Nil	Nil	Nil
By the Company	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Against the Company	Seed Sample Related*	Nil	Nil	Nil	Nil	Nil	NA
Promoters	Nil	Nil	Nil	Nil	Nil	Nil	Nil
By the Promoter	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Against The Promoter	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Group Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil
By Group Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Against Group Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Directors other than promoters	Nil	Nil	Nil	Nil	Nil	Nil	Nil
By the Directors	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Against the Directors	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil	Nil
By the Subsidiaries	Nil	4000000	Nil	Nil	Nil	Nil	4000000
Against the Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil	Nil

***Note: Our Business is agri based commodities and Cases are Pending against the company related to Germination of Seeds and under process which may be happened any of the one condition i.e. Climate changes, Germination and farmer negligence.**

3. If we are not able to obtain, renew or maintain the statutory and regulatory permits and approvals required to operate our business it may have a material adverse effect on our business.

We require certain statutory and regulatory approvals, licenses, registrations and permissions and applications need to be made at the appropriate stages for our business to operate. There can be no assurance that the relevant authorities will issue these approvals or licenses, or renewals thereof in a timely manner, or at all.

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Further, some of these approvals are granted for fixed periods of time and need renewal from time to time. We are required to renew such permits, licenses and approvals. Further, certain licenses and registrations obtained by our Company contain certain terms and conditions, which are required to be complied with by us. Any default by our Company in complying with the same, may result in inter alia the cancellation of such licenses, consents, authorizations and/or registrations, which may adversely affect our operations. There can be no assurance that the relevant authorities will issue or renew any of such permits or approvals in time or at all. Failure to renew, maintain or obtain the required permits or approvals in time may result in the interruption of our operations, or penal action be taken against our company and its officers in default and may have a material adverse effect on our business. If we fail to comply with all applicable regulations or if the regulations governing our business or their implementation change, we may incur increased costs, be subject to penalties or suffer a disruption in our business activities, any of which could adversely affect our results of operations.

4. We generate our major portion of sales from our operations in certain geographical regions especially in three states and any adverse developments affecting our operations in these regions could have an adverse impact on our revenue and results of operations.

A major portion of our total sales are made in the states of Maharashtra, Madhya Pradesh and Rajasthan. Our revenue from these states constitutes around 96.22% of our Total Revenue for the year ended 31st March, 2022. Such geographical concentration of our business in these regions heightens our exposure to adverse developments related to competition, as well as economic and demographic changes in these regions which may adversely affect our business prospects, financial conditions and results of operations. We may not be able to leverage our experience in these states to expand our operations in other parts of India, should we decide to further expand our operations.

5. We may not be successful in implementing our business and growth strategies.

The success of our business depends substantially on our ability to implement our business and growth strategies effectively. Even though we have successfully executed our business strategies in the past, there is no guarantee that we can implement the same on time and within the estimated budget going forward, or that we will be able to meet the expectations of our targeted customers. Changes in regulations applicable to us may also make it difficult to implement our business strategies. Further, our growth strategies could place significant demand on our management team and other resources and would require us to continuously develop and improve our operational, financial and other controls, none of which can be assured. Failure to implement our business and growth strategies would have a material adverse effect on our business and results of operations.

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SHREE SOMA SEEDS & CHEMICALS LTD.
Authorized Signatory

6. Our inability to predict accurately the demand for our products and to manage our production and inventory levels could materially and adversely affect our business, financial condition, results of operations and prospects.

We are engaged in the business of production, processing and sale of agricultural seeds which has a long production cycle. Because of the length of time necessary to produce commercial quantities of seeds, we are typically required to make production decisions in advance of sales. Demand for our products may also be affected by factors such as irrigation facilities, availability of credit, overall agricultural production, farmers' ability to generate income from their produce. Any negative change in preferences of our end consumers for our products could result in reduced demand for our products.

An accurate forecast of demand for any product is required before hand because an inaccurate forecast may result in an over-supply of products, which may increase costs, negatively impact our cash flow, erode margins substantially and ultimately necessitate write-offs of inventory. Any of the aforesaid circumstances could have a material adverse effect on our business, results of operations and financial condition.

7. Our business is seasonal in nature and our revenues, cash flows from operations and other operating results may fluctuate on a seasonal and quarterly basis.

Our business is seasonal in nature and as a result, our operating results may fluctuate. Both raw material supplies and sales are seasonal, as our business is influenced by the traditional crop seasons in India. Our production as well as the demand for our products may be affected by seasonal factors such as weather conditions, irrigation facilities, availability of credit to farmers and overall agricultural production. Consequently, the results of one reporting period may not be necessarily comparable with the preceding, succeeding or corresponding reporting periods. Thus, we are subject to seasonal factors, which make our operational results very unpredictable.

8. Our Company requires significant amount of working capital for a continued growth. Our inability to meet our working capital requirements may have an adverse effect on our results of operations.

Our business is working capital intensive primarily on account of high receivables days and inventory levels. Summary of our working capital position is given below:-

(Amount in Lacs)

Particulars	September 30, 2022	March 31, 2022	March 31, 2021	March 31, 2020	March 31, 2019
A. Current Assets					
Inventories	2030.77	4286.91	5220.78	1311.12	3056.53
Trade Receivables	809.66	420.34	261.31	357.48	198.61
Cash and Cash	300.17	154.07	58.44	138.42	407.43



Equivalents					
Short Term Loans & Advances	137.60	174.51	102.86	106.90	96.83
Other Current Assets	8.86	17.72	40.37	59.29	562.26
B. Current Liabilities					
Short Term Borrowings	1033.98	2390.48	2008.43	1202.85	1249.97
Trade Payables	187.72	71.75	25.21	30.11	861.80
Other Current Liabilities	1493.89	3372.57	1283.97	378.92	0.00
Short Term Provisions	163.56	179.97	127.84	120.72	101.48
Inventories as % of total current assets	61.78	84.83	91.85	66.45	38.26
Trade receivables as % of total current assets	24.63	8.32	4.6	18.12	4.60

Our Company intends to continue growing by expanding our operations and geographical reach. All these factors may result in increase in the quantum of current assets. Our inability to maintain sufficient cash flow, credit facility and other sources of fund, in a timely manner, or at all, to meet the requirement of working capital or pay out debts, could adversely affect our financial condition and result of our operations.

9. Lack of awareness and knowledge among farmers

All the major developments and the inventions are not able to reach the people at the grassroot level like farmers, who are the main human resource for agriculture, thus lack of knowledge and awareness among them is the basic reason for them not opting for hybrid seeds and choosing naturally grown seeds over them. However, our Company undertake awareness initiatives to update the farmers and also engage agricultural scholars to improve the yield and quality of the seeds.

10. Any disruption in production at, or shutdown of, our sole processing facility could adversely affect our business, results of operations and financial condition.

We own and operate only one processing facility situated at Neemuch, Madhya Pradesh. All of our products are processed at this facility only. 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 operation 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.

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11. The use of pesticides and hazardous substances in our operations may lead to loss of nutrients in the seeds produced and may lead to environmental damage and result in increased costs.

Seed production requires chemical usage, such as, pesticides and other hazardous substances for increased productivity. Use of this substance also has adverse effect on seeds and may lead to environmental damages. Our Company may be required to pay the costs of damages associated with improper application, accidental release or misuse of these substances. Further, such increased usage of pesticides and like substances may also lead to litigations from third parties. These factors could adversely affect the business operations while damaging brand reputation, consequently leading to effect on financial condition. Using pesticides in increased quantity could also result in loss of nutrients in the seeds which may make them less attractive from that of organic seeds produced.

12. Product defects could adversely affect our business.

Although seeds undergo extensive quality checks before they are processed, they may still contain defective or undesired characteristics that may be difficult to detect, with the available technology and tools at our dominion, prior to their sale and use. Since our seeds are used by farmers, any quality defects therein would directly affect the earnings of the farmer. Losses claimed by farmers may include the value of lost crops, which could greatly exceed the value of the seeds we sell. If defective or contaminated seeds are sold to a large number of farmers or over a geographically wide area, it may lead to a large-scale crop failure thus substantially increasing our potential liability for claims. The proper usage of seeds and adherence to recommended farm practices as well as the environment during crop period are all beyond our control once we sell the seed to our customer. Irrespective of the quality of the seeds, farmers may claim poor crop yields in one or more seasons as resulting from alleged seed defects, which may not exist or may be exaggerated, and seek to claim damages/compensation from us on that ground. Further, in order to attain the desired levels of crop yield, certain precautions like utilization of the soil application, proper application of fertilizers, timely application of pesticides, timely supply of water etc. have to be followed. Moreover, weather conditions must be favorable. In the event of any errors on the part of the farmers, or adverse weather conditions, they may claim defects in the quality of the seed. However, ascertained product defects cannot be determined in percentage terms though we face claims for product defects. Furthermore, we are subject to government regulations and periodic government inspections. We believe that our processing plants/facilities comply in all material respects with all applicable laws and regulations, we cannot assure that use of our products will not expose us to costly and time-consuming litigations/claims and lead to negative publicity about the quality of our products, further affecting our sales and performance. Any of the aforesaid factors would have a material adverse effect on business, financial condition and results of operations.

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13. Our Company faces competition from certified seed players. Our failure to effectively compete may reduce our profitability and results of operations

Increased competition may result in decrease in demand or lower prices for our products. Our failure to compete effectively could reduce our profitability and in turn our results of operations. We face substantial competition due to technological advances by our competitors in various facts of the agri inputs business especially certified seed players. Multinational corporations invest huge amounts of money and considerable resources on Research and Development and technology and are thus able to come out with very effective and highly improved versions of hybrids. Further, the introduction of biotechnology has resulted in the entry of various agro-input companies into the seed industry, thus fostering intense competition in the industry.

The period for developing and commercializing a hybrid can run into several years. If a competitor introduces a product more suited to farmer needs, it could take a long period for us to develop a suitably competing product, which could have a material adverse effect on our business, results of operations and financial condition. Some of our competitors may have, or are subsidiaries of large international corporations that have, significantly greater resources than those available to us. If we are unable to compete effectively, including in terms of pricing or providing quality products, our market share may decline, which could have a material adverse effect on our financial condition and results of operations.

14. Our Company does not have long-term agreements with any of land vendors for farm lands on which we undertake seed multiplication and is subject to uncertainties in availability which could hamper production, decrease sales and negatively affect its operating results.

We do not have any long term agreements with any of land vendors for farm lands on which we undertake seed multiplication. We usually enters in to contract farming with farmers. As a result, our vendors can terminate their relationships with us due to a change in preference or any other reason upon relatively short notice, which could materially and adversely impact our business. Consequently, our revenue may be subject to variability in case production process gets hampered due to non-availability of farm land.

15. Our Company has negative cash flows from its operating activities, investing activities and financing activities in the past years, details of which are given below. Sustained negative cash flows could impact our growth and business.

Our Company had negative cash flows from our operating activities, investing activities and Financing activities in the previous year(s) as per the Restated Standalone Financial Statements and the same are summarized as under:

(Amount in Lacs)

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Particulars	September 30, 2022	March 31, 2022	March 31, 2021	March 31, 2020	March 31, 2019
Cash Flow from / (used in) Operating Activities	448.30	3361.08	(2571.73)	1457.62	(381.19)
Cash Flow from / (used in) Investing Activities	1163.03	(3475.92)	1656.00	(1555.81)	(413.68)
Cash Flow from / (used in) Financing Activities	(1465.24)	210.47	835.76	(170.83)	1133.84

Cash flow of a company is a key indicator to show the extent of cash generated from operations to meet capital expenditure, pay dividends, repay loans and make new investments without raising finance from external resources. If we are not able to generate sufficient cash flows in future, it may adversely affect our business and financial operations.

16.Changes in technology may render our current technologies obsolete or require us to make substantial capital investments.

Modernization and technology up gradation is essential to reduce costs and increase the efficiency. Our technology may become obsolete or may not be upgraded timely, hampering our operations and financial conditions and we may lose our competitive edge. In case of a new found technology in the Food grain sector, we may be required to implement new technology employed by us. Further, the cost in upgrading our technology is significant which could substantially affect our finances and operations.

17.Our indebtedness and the conditions and restrictions imposed by our financing arrangements could adversely affect our ability to conduct our business and operations

We have entered into agreements with banks for short-term and long term borrowings. Some of these agreements contain restrictive covenants, including, but not limited to, requirements that we obtain written consent from lenders prior to issuing new shares, incurring further debt, creating further encumbrances on our assets, effecting any scheme of amalgamation or restructuring, undertaking guarantee obligations, declaring dividends, undertaking new projects or making investments. There can be no assurance that we will be able to comply with these covenants or that we will be able to obtain the consents necessary to take the actions we believe are required to operate and grow our business. Certain of our loans may be called at any time by our lenders pursuant to terms of the relevant agreements. An event of default under any of these loan arrangements, if not cured or waived, could have a material adverse effect on us.

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18. Our lenders have charge over our movable and immovable properties in respect of finance availed by us.

We have secured our lenders by creating charge over our properties. In the event we default in repayment of the loans availed by us and any interest thereof, our properties may be forfeited by lenders. For further details, please refer to section titled "financial indebtedness" of our company on page 98 of this Information Memorandum.

19. Changes in customer preferences could affect our business, financial condition, results of operations and prospects

Any change in the customer preference can render our old stock obsolete, as changes in customer preference are generally beyond our control. Some or all of our products may become less attractive in light of changing customer preferences or better products by competitors and we may be unable to adapt to such changes in a timely manner. However, any change in customer preferences that decreases demand could affect our business, financial condition, results of operations and prospects.

20. We may be sensitive to fluctuations in market prices or demand for our products and a decline in prices of our products may materially reduce our profit margins.

We operate in price sensitive markets where the prices we are able to charge for our products are influenced by factors such as fluctuations in market conditions, the competitive environment, quality issues, government regulation and general supply and demand factors. The prices and demand for related agricultural commodities also influence the prices and demand for our products. Any changes in the international market could influence the market price and demand for our products in India. The competitive market environment may also lead to seed suppliers offering significant discounts to customers in the market. This may cause our market share to decrease, or if we offer similar discounts, our profit margins may decrease. Such competitive pressures may also lead to the supply of products of inferior quality, which could adversely affect the reputation of the Indian seed industry and of our Company.

Demand for our products may also be adversely affected by a general decline in the number of farmers. The agriculture industry typically provides a limited profit margin for farmers, and this could encourage farmers to shift to other more profitable vocations. Furthermore, a general increase in preference for urban lifestyles could also reduce the number of farmers. A general decrease in the number of participants in the agriculture industry could reduce the demand for our products.

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21. Our ability to deliver our products in a timely manner is crucial to our business and results of operations.

Availability of the seed variety before crop season is crucial for our business. Crop yields depend significantly on the absence of any crop disease or pest attacks and favorable weather conditions such as adequate rainfall and temperature. Adverse weather conditions such as windstorms, flood, drought or frost may cause crop failures and reduce harvests, which may adversely affect our operations. However, results of changes in weather and climatic conditions are difficult to predict and may affect crop planning and timing. In addition to factors such as soil quality and the use of fertilizers, weather conditions may also affect the presence of diseases and pests. Any of these factors may adversely affect our production of seeds. We also rely on third party transporters for transportation and delivery of our products. Factors such as unavailability of transport services, damage or loss of goods in transit, strikes, natural disasters etc. can interrupt the delivery of our products and affect our business and results of operations.

22. Our inability to maintain the stability of our distribution network and attract additional high quality dealers may have an adverse effect on our results of operations and financial condition.

The challenge in the agri-inputs business lies in reaching a geographically dispersed end-user at the right time with the right product. We rely on our distribution network and dealerships to reach the end customer, that is the farmer, and distribute, market and sell our agri-input products in each of the regions in which we operate. Competition for seed and other agri-inputs dealers is intense. Hence, our business is dependent on maintaining good relationships with our distributors and dealers and ensuring that our distributors and dealers find our products to be commercially remunerative and have continuing demand from farmers. Furthermore, our growth as a business depends on our ability to attract additional high-quality dealerships to our distribution network. There can be no assurance that our current distributors and dealers will continue to do business with us, or that we can continue to attract additional distributors and dealers to our network. If we do not succeed in maintaining the stability of our distribution network and attracting additional high-quality dealers to our distribution network, our market share may decline and our products may not reach the end customers, materially adversely affecting our results of operations and financial condition.

23. If we are unable to source business opportunities effectively, we may not achieve our financial objectives.

Our ability to achieve our financial objectives will depend on our ability to identify, evaluate and accomplish business opportunities. To grow our business, we will need to hire, train, supervise and manage existing employees along with new employees, expand our distribution network and to implement systems capable of effectively accommodating our growth. However, we cannot assure you that any such

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employees will contribute to the success of our business or that we will implement such systems effectively. Our failure to source business opportunities effectively could have a material adverse effect on our business, financial condition and results of operations. It is also possible that the business strategies used by us in the future may be different entirely from those presently in use. No assurance can be given that our analysis of market and other data or the business strategies we use or the business plans that we intend to use in future will be successful under prevalent market conditions.

24. Our Company has taken factory and warehouse premises on rent. Any termination of the lease(s) or our failure to renew the same in a favorable, timely manner, or at all, could adversely affect our activities.

Our factory premise is taken on rent from our subsidiary Company and warehouse premise is taken on rent from third parties. If we are unable to renew these leases or if they are not renewed on favorable conditions, it may affect our operations adversely. Also if we do not comply with certain conditions of the lease agreements, it may lead to termination of the leases. In the event of non-renewal or termination of the leases, we may have to vacate our current manufacturing facility or office premises and shift the same to new premises. There can be no assurance that we shall be able to find a suitable location, or one at present terms and conditions. Any additional burden due to shifting of premises, or increased rental expenses, may adversely affect our business operations and financial conditions.

25. The shortage or non-availability of power facilities may adversely affect our manufacturing processes and have an adverse impact on our results of operations and financial condition.

Our manufacturing processes require substantial amount of power facilities. Currently, Company receives power from M P Paschim Kshetra Vidyut Vitaran Co. Ltd. The quantum and nature of power requirements of our industry and the Company is such that it cannot be supplemented/ augmented by alternative/ independent sources of power supply since it involves significant capital expenditure and per unit cost of electricity produced is very high in view of increasing oil prices and other constraints. We are mainly dependent on State Government for meeting our electricity requirements. Any defaults or non-compliance of the conditions may render us liable for termination of the agreement or any future changes in the terms of the agreement may lead to increased costs, thereby affecting the profitability. Further, since we are majorly dependent on third party power supply; there may be factors beyond our control affecting the supply of power.

Any disruption / non availability of power shall directly affect our production which in turn shall have an impact on profitability and turnover of our Company.

26. Compliance with, and changes in, safety, health and environmental laws and regulations may adversely affect our business, prospects, financial condition and results of operations.



Due to the nature of our business, we expect to be or continue to be subject to extensive and increasingly stringent environmental, health and safety laws and regulations and various labour, workplace and related laws and regulations. We are also subjected to environmental laws, rules and regulations, including but not limited to:

- a) The Environment Protection Act, 1986;
- b) Air (Prevention and Control of Pollution) Act, 1981;
- c) Water (Prevention and Control of Pollution) Act, 1974;
- d) The Essential Commodities Act, 1955
- e) The Seeds (Control) Order, 1983 and
- f) The Agricultural Produce (Grading and Marking) Act, 1937

Which govern the discharge, emission, storage, handling and disposal of a variety of substances that may be used in or result from the operations of our business.

The scope and extent of new environmental regulations, including their effect on our operations, cannot be predicted and hence the costs and management time required to comply with these requirements could be significant. Amendments to such statutes may impose additional provisions to be followed by our Company and accordingly the Company needs to incur clean-up and remediation costs, as well as damages, payment of fines or other penalties, closure of production facilities for non-compliance, other liabilities and related litigation, could adversely affect our business, prospects, financial condition and results of operations.

27. We have not entered into any definitive agreements with our customers. If our customers choose not to buy the products from us, our business, financial condition and results of operations may be adversely affected and we do business with our customers on purchase order basis.

We have not entered into any definitive agreements with our customers, and instead we majorly rely on purchase orders to govern the volume, pricing and other terms of sales of our products. However, such orders may be amended or cancelled prior to finalization, and should such an amendment or cancellation take place. Consequently, there is no commitment on the part of the customer to continue to source their requirements from us, and as a result, our sales from period to period may fluctuate significantly as a result of changes in our customers' vendor preferences.

Any failure to meet our customers' expectations could result in cancellation of orders. There are also a number of factors other than our performance that are beyond our control and that could cause the loss of a customer. Customers may demand price reductions, set-off any payment obligations, require indemnification for themselves or their affiliates, any of which may have an adverse effect on our business, results of operations and financial condition. Our business is conducted on



purchase order basis, depending on the requirements of the client preferences and demand. We do not have long-term contracts with most of our customers and there can be no assurance that we will continue to receive repeat orders from any of them, including our long-standing customers.

Further, even if we were to continue receiving orders from our clients, there can be no assurance that they will be on the same terms, and the new terms may be less favorable to us than those under the present terms.

28. We have entered into certain related party transactions and may continue to do so.

We have entered into certain related party transactions and may continue to do so. We have entered into certain related party transactions with our Promoters, its group members/ entities, Directors and other associates. While we believe that all such transactions have been conducted on arm length basis, however it is difficult to ascertain whether more favorable terms would have been achieved had such transactions been entered with unrelated parties. Furthermore, it is likely that we will continue to enter into related party transactions in the near future. However transactions, individually or in the aggregate, will not have an adverse effect on our financial condition and results of operation. For further details regarding the related party transactions, see the disclosure on related party transactions contained in the financial statements included in this Information Memorandum and, also see the section "Related Party Transactions" on page 96 of this Information Memorandum.

29. Our success depends largely upon the services of our Directors, Promoters and other Key Managerial Personnel and our ability to attract and retain them. Demand for Key Managerial Personnel in the industry is intense and our inability to attract and retain Key Managerial Personnel may affect the operations of our Company.

Our success is substantially dependent on the expertise and services of our Directors, Promoter and our Key Managerial Personnel ("KMP"). They provide expertise which enables us to make well informed decisions in relation to our business and our future prospects. Our future performance will depend upon the continued services of these persons. Demand for KMP in the industry is intense. We cannot assure you that we will be able to retain any or all, or that our succession planning will help to replace, the key members of our management. The loss of the services of such key members of our management team and the failure of any succession plans to replace such key members could have an adverse effect on our business and the results of our operations.

30. In addition to normal remuneration or benefits and reimbursement of expenses, some of our Directors and Key Managerial Personnel are interested in our Company to the extent of their shareholding, dividend entitlement, if any, loan availed by our Company, etc.



Our Directors and Key Managerial Personnel (“KMP”) are interested in our Company to the extent of remuneration paid to them for services rendered and reimbursement of expenses payable to them. In addition, some of our Directors and KMP may also be interested to the extent of their shareholding and dividend entitlement in our Company.

31. Our actual results could differ from the estimates and projections used to prepare our financial statements.

The estimates and projections are based on and reflect our current expectations, assumptions and/ or projections as well as our perception of historical trends and current conditions, as well as other factors that we believe are appropriate and reasonable under the circumstances. There can be no assurance that our expectations, estimates, assumptions and/or projections, including with respect to the future earnings and performance will prove to be correct or that any of our expectations, estimates or projections will be achieved.

32. Our ability to pay dividends in the future will depend upon our future earnings, financial condition, cash flows, working capital requirements, capital expenditure and restrictive covenants in our financing arrangements.

We may retain all our future earnings, if any, for use in the operations and expansion of our business. As a result, we may not declare dividends in the foreseeable future. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board of Directors and will depend on factors that our Board of Directors deem relevant, including among others, our results of operations, financial condition, cash requirements, business prospects and any other financing arrangements. Accordingly, realization of a gain on shareholders investments may largely depend upon the appreciation of the price of our Equity Shares. There can be no assurance that our Equity Shares will appreciate in value. For details of our dividend history, see “*Dividend Policy*” on page 97 of this Information Memorandum.

33. Any future issuance of Equity Shares may dilute your shareholdings, and sale of the Equity Shares by our major shareholders may adversely affect the trading price of our Equity Shares

Any future equity issuances by our Company may lead to the dilution of investors’ shareholdings in our Company. In addition, any sale of substantial Equity Shares in the public market after the completion of this Issue, including by our major shareholders, or the perception that such sales could occur, could adversely affect the market price of the Equity Shares and could significantly impair our future ability to raise capital through offerings of the Equity Shares. We cannot predict what effect, if any, market sales of the Equity Shares held by the major shareholders of our Company or the availability of these Equity Shares for future sale will have on the market price of our Equity Shares.

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34. Any future acquisitions, joint ventures, partnerships, strategic alliances, tie-ups or investments could fail to achieve expected synergies and may disrupt our business and harm our financial condition and operating results.

Our success will depend, in part, on our ability to expand our business in response to changing technologies, customer demands and competitive pressures. We have, in the past, explored and continue to explore opportunities on our own, or through tie-ups, acquisitions, strategic alliances, partnerships or joint ventures across countries and regions of focus. In some circumstances, we may also decide to acquire, or invest in, complementary technologies instead of internal development. Further, the identification of suitable acquisition can be difficult, time-consuming and costly, and we may not be able to successfully complete acquisitions that we target in the future. The risks we face in connection with acquisitions may include integration of product and service offerings, co-ordination of R&D and sales and marketing functions and the diversion of management time and focus from operating our business to addressing acquisition integration challenges. Our failure to address these risks or other problems encountered in connection with our acquisitions and investments could cause us to fail to realise the anticipated benefits of these acquisitions or investments, cause us to incur unanticipated liabilities, and harm our business generally.

EXTERNAL RISKS

1. Changes in government regulations or their implementation could disrupt our operations and adversely affect our business and results of operations.

Our business and industry is regulated by different laws, rules and regulations framed by the Central and State Government. These regulations can be amended/changed on a short notice at the discretion of the Government. If we fail to comply with all applicable regulations or if the regulations governing our business or their implementation change adversely, we may incur increased costs or be subject to penalties, which could disrupt our operations and adversely affect our business and results of operations.

2. Exchange Rate Fluctuations may have impact on the performance of the Company.

The Company is exposed to exchange rate fluctuations. Uncertainties in the global financial market may have an adverse impact on the exchange rate between Rupee vis-à-vis other currencies. The exchange rate between the Rupee and other currencies is variable and may continue to fluctuate in the future. Such fluctuations can have a serious impact on the cost structure of the Company.



3. Civil disturbances, extremities of weather, regional conflicts and other political instability may have adverse effects on our operations and financial performance

Certain events that are beyond our control such as earthquake, fire, floods and similar natural calamities may cause interruption in the business undertaken by us. Our operations and financial results and the market price and liquidity of our equity shares may be affected by changes in Indian Government policy or taxation or social, ethnic, political, economic or other adverse developments in or affecting India.

4. The price of our Equity Shares may be volatile, or an active trading market for our Equity Shares may not develop.

Prior to this, there has been no public market for our Equity Shares. The trading price of our Equity Shares may fluctuate after this Issue due to a variety of factors, including our results of operations and the performance of our business, competitive conditions, general economic, political and social factors, the performance of the Indian and global economy and significant developments in India's fiscal regime, volatility in the Indian and global securities market, performance of our competitors, the Indian Capital Markets and Finance industry, changes in the estimates of our performance or recommendations by financial analysts and announcements by us or others regarding contracts, acquisitions, strategic partnership, joint ventures, or capital commitments.

5. There are restrictions on daily/weekly/monthly movements in the price of the Equity Shares, which may adversely affect a shareholder's ability to sell, or the price at which it can sell, Equity Shares at a particular point in time.

Once listed, we would be subject to circuit breakers imposed by stock exchanges in India, which does not allow transactions beyond specified increases or decreases in the price of the Equity Shares. This circuit breaker operates independently of the index-based market-wide circuit breakers generally imposed by SEBI on Indian stock exchanges. The percentage limit on circuit breakers is set by the stock exchanges based on the historical volatility in the price and trading volume of the Equity Shares. The stock exchanges do not inform us of the percentage limit of the circuit breaker in effect from time to time, and may change it without our knowledge. This circuit breaker limits the upward and downward movements in the price of the Equity Shares. As a result of this circuit breaker, no assurance may be given regarding your ability to sell your Equity Shares or the price at which you may be able to sell your Equity Shares at any particular time.

6. Civil unrest, acts of violence including terrorism or war involving India and other countries could materially and adversely affect the financial markets and our business.

Any major hostilities involving India or other acts of violence, including civil unrest or similar events that are beyond our control, could have a material adverse effect

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on India's economy and our business. Terrorist attacks and other acts of violence may adversely affect the Indian stock markets, where our Equity Shares will trade, and the global equity markets generally.

7. Economic developments and volatility in securities markets in other countries may cause the price of the Equity Shares to decline.

The Indian economy and its securities markets are influenced by economic developments and volatility in securities markets in other countries. Investor's reactions to developments in one country may have adverse effects on the market price of securities of companies situated in other countries, including India. For instance, the recent financial crisis in the United States and European countries lead to a global financial and economic crisis that adversely affected the market prices in the securities markets around the world, including Indian securities markets. Negative economic developments, such as rising fiscal or trade deficits, or a default on national debt, in other emerging market countries may affect investor confidence and cause increased volatility in Indian securities markets and indirectly affect the Indian economy in general. The Indian stock exchanges have experienced temporary exchange closures, broker defaults, settlement delays and strikes by brokerage firm employees. In addition, the governing bodies of the Indian stock exchanges have, from time to time, imposed restrictions on trading in certain securities, limitations on price movements and margin requirements. Furthermore, from time to time, disputes have occurred between listed companies and stock exchanges and other regulatory bodies, which in some cases may have had a negative effect on market sentiment.

8. Political instability or a change in economic liberalization and deregulation policies could seriously harm business and economic conditions in India generally and our business in particular.

The Government of India has traditionally exercised and continues to exercise influence over many aspects of the economy. Our business and the market price and liquidity of our Equity Shares may be affected by interest rates, changes in Government policy, taxation, social and civil unrest and other political, economic or other developments in or affecting India. The rate of economic liberalization could change, and specific laws and policies affecting the information technology sector, foreign investment and other matters affecting investment in our securities could change as well. Any significant change in such liberalization and deregulation policies could adversely affect business and economic conditions in India, generally, and our business, prospects, financial condition and results of operations, in particular.

9. We cannot guarantee the accuracy or completeness of facts and other statistics with respect to India, the Indian economy and trading industry contained in the Information Memorandum.

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While facts and other statistics in the Information Memorandum relating to India, the Indian economy has been based on various government publications and reports from government agencies that we believe are reliable, we cannot guarantee the quality or reliability of such materials. While we have taken reasonable care in the reproduction of such information, industry facts and other statistics have not been prepared or independently verified by us or any of our respective affiliates or advisors and, therefore we make no representation as to their accuracy or completeness. These facts and other statistics include the facts and statistics included in the Section titled "**Industry Overview**" on page no 49 of the Information Memorandum. Due to possibly flawed or ineffective data collection methods or discrepancies between published information and market practice and other problems, the statistics herein may be inaccurate or may not be comparable to statistics produced elsewhere and should not be unduly relied upon. Further, there is no assurance that they are stated or compiled on the same basis or with the same degree of accuracy, as the case may be, elsewhere.

10. Conditions in the Indian securities market may affect the price or liquidity of our Equity Shares.

The Indian securities markets are smaller than securities markets in more developed economies and the regulation and monitoring of Indian securities markets and the activities of investors, brokers and other participants differ, in some cases significantly, from those in the more developed economies. Indian stock exchanges have in the past experienced substantial fluctuations in the prices of listed securities. Further, the Indian stock exchanges have experienced volatility in the recent times. The Indian stock exchanges have also experienced problems that have affected the market price and liquidity of the securities of Indian companies, such as temporary exchange closures, broker defaults, settlement delays and strikes by brokers. In addition, the governing bodies of the Indian stock exchanges have from time to time restricted securities from trading and limited price movements. A closure of, or trading stoppage on the SME Platform of NSE could adversely affect the trading price of the Equity Shares.

11. Foreign investors are subject to foreign investment restrictions under Indian law that limits our ability to attract foreign investors, which may adversely impact the market price of the Equity Shares.

Under the foreign exchange regulations currently in force in India, transfers of shares between non-residents and residents are freely permitted (subject to certain exceptions) if they comply with the pricing guidelines and reporting requirements specified by the RBI. If the transfer of shares, which are sought to be transferred, is not in compliance with such pricing guidelines or reporting requirements or fall under any of the exceptions referred to above, then the prior approval of the RBI will be required. Additionally, shareholders who seek to convert the Rupee proceeds from a sale of shares in India into foreign currency and repatriate that foreign currency from India will require a no objection/tax clearance certificate from the



income tax authority. There can be no assurance that any approval required from the RBI or any other government agency can be obtained on any particular terms or at all.

12. Natural calamities could have a negative impact on the Indian economy and cause our Company's business to suffer.

India has experienced natural calamities such as earthquakes, tsunami, floods etc. in recent years. The extent and severity of these natural disasters determine their impact on the Indian economy. Prolonged spells of abnormal rainfall or other natural calamities could have a negative impact on the Indian economy, which could adversely affect our business, prospects, financial condition and results of operations as well as the price of the Equity Shares.

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SECTION III
I: SUMMARY OF INFORMATION MEMORANDUM

This section is a summary of specific disclosures included in this Information Memorandum and is not exhaustive nor does it purport to contain a summary of all disclosures or details relevant to prospective investors. For additional information and further details with respect to any of the information summarized below, please refer to the relevant sections of this Information Memorandum.

(A) PRIMARY BUSINESS OF OUR COMPANY AND THE INDUSTRY IN WHICH IT OPERATES:

➤ **Primary business of our Company**

Our Company, ShreeOswal Seeds and Chemicals Limited an ISO 22000:2005 certified Company is engaged in the business of production, processing and sale of different kind of agricultural seeds, maize and soyabean.

Our journey of production, processing and sale of agricultural seed began in the year 2002 by our promoters Mr. Sanjay Kumar Baigani and Mr. Anil Kumar Nahata, as a partnership concern by the name of M/s Oswal Seeds and Chemicals. By gaining an insight of the industry coupled with a foreseeing growth opportunity, we converted our partnership concern into public limited Company in the year 2017. Our Promoters are the guiding force behind the strategic decisions of our Company. They manage and control the major affairs of our business operations. Their industry knowledge and understanding also gives us the key competitive advantage enabling us to expand our geographical and customer presence in existing as well as target markets, while exploring new growth avenues.

Our Company processes various kinds of seeds at its processing unit which is located at Neemuch, Madhya Pradesh. We have a diverse portfolio of hybrid and research seeds for wheat, corn, black gram, soya bean, isabgol/psyllium and mustard, which allows to cater to a wider market Our product portfolio gives us an edge against dependence on any particular crop(s), and we have an advantage to meet changing farmer needs even in the event of crop-shifting by farmers.

At present our product portfolio include 5 varieties of wheat seed, 5 varieties of soya bean seed, 3 varieties of Mustard seed, 1 of black gram, 1 variety of isabgol/psyllium and 1 variety of corn seeds.

We have distribution, sales and marketing networks for our seed products. Generally, we market our seed products to growers through distributors and independent dealers. Presently, we have numbers of distributors covering states like Madhya Pradesh, Rajasthan, Jharkhand, Uttar Pradesh, Bihar, Maharashtra,



Punjab and Gujarat. Our widespread domestic presence not only mitigates the risk of dependence on few regions but also helps us to leverage our brand value.

Quality plays one of the most vital roles in the success of any organization. Our focus on quality is evident from the fact that our facility is accredited with ISO 22000:2005 quality management system certified. Our Company also has an in house testing laboratory to ensure quality check of our products. Our laboratory also conducts various tests in house for further improvements in seed quality. Various quality check conducted at our in house laboratory includes Physical Purity Test, Moisture Test and Germination among others.

We believe that having recognizable brand is a key attribute in any business, which increases consumer confidence and influences purchase decisions. We believe that we have built strong brand across over several years of our operations. Our products are sold under the brand name of OSWAL. We believe that the recall of our brand has allowed us to maintain a large customer base and facilitated our ability to develop and market new products, as we believe that customers are more likely to rely on a trusted brand.

➤ **Summary of the industry in which our Company operates**

The Indian Seed Improvement Programme is backed up by a strong crop improvement programme in both the public and private sectors. At the moment, the industry is highly vibrant and energetic and is well recognized in the international seed arena. Several developing and neighbouring countries have benefited from quality seed imports from India. India's Seed Programme has a strong seed production base in terms of diverse and ideal agro-climates spread throughout the country for producing high quality seeds of several tropical, temperate and sub-tropical plant varieties in enough quantities at competitive prices. Over the years, several seed crop zones have evolved with extreme levels of specialization.

Similarly, for post-harvest handling, the Indian seed processing/conditioning industry has perfected the techniques of quality up-gradation and maintenance to ensure high standards of physical condition and quality. By virtue of the diverse agro-climates several geographical zones in the country have emerged as ideal seed storage locations under ambient conditions. In terms of seed marketing and distribution, more than about 20000 seed dealers and distributors are in the business.

Over the years, seed quality specifications comparable to international standards have been evolved and are adopted by the Indian Seed Programme in both the public and private sectors. The country has a strong rigorous mechanism for seed quality control through voluntary seed certificate and compulsory labeling monitored by provincial level Seed Law Enforcement Agencies. For seed



technology research, India has a national level Directorate under the Indian Council of Agricultural Research as well as Status level research set up in the State Agricultural Universities. The seed industry has three well reputed national level associations apart from several provincial level groups to take care of the interests of the industry.

Thus, the Indian Seed Programme is now occupying a pivotal place in Indian agriculture and is well poised for continued growth in the years to come. National Seeds Corporation, which is the largest single seed organization in the country with such a wide product range, pioneered the growth and development of a sound industry in India. NSC, SFCEI, States Seeds Corporations and other seed producing agencies are continuously and gradually expanding all its activities especially in terms of its product range, volume and value of seed handled, level of seed distribution to the un-reached areas, etc. Over the past four decades, these seed producing agencies have built up a hard core of competent and experienced seed producers and seed dealers in various parts of the country and have adequate level of specialization and competence in handling and managing various segments of seed improvement on scientifically sound and commercially viable terms.

(B) NAME OF THE PROMOTERS OF OUR COMPANY:

Mr. Anil Kumar Nahata and Mr. Sanjay Kumar Baigani are the Promoters of the Company and were the partners of the erstwhile partnership firm.

(C) SHAREHOLDING OF OUR PROMOTERS AND MEMBERS OF PROMOTERS GROUP:

Sr. No.	Name of the shareholder	Shareholding as on 30/09/2022	
		No. of Shares held	In %
	Promoters (A)	10668940	69.9832
1	SANJAY KUMAR BAIGANI	5334470	34.9916
2	ANIL KUMAR NAHATA	5334470	34.9916
	Promoters Group(B)	30	0.0002
3	ANIL KUMAR BAIGANI	10	0.0001
4	PADMA NAHTA	10	0.0001
5	KIRAN DEVI BEGANI	10	0.0001
	TOTAL (A+B)	10668970	69.9834

(D) SUMMARY OF FINANCIAL STATEMENTS:

(Amount in Lacs)

Particulars	For the year period ended on				
	30.09.2022	31.03.2022	31.03.2021	31.03.2020	31.03.2019
Share Capital	1524.50	1524.50	1524.50	1524.50	1524.50
Net Worth	3866.00	3495.57	3101.44	2817.46	2572.00
Total Revenue	8728.73	10480.10	7246.72	6230.72	4925.98

Sanjay



Profit After Tax	361.58	411.85	283.97	245.46	216.74
Earnings per share	2.37	2.70	1.86	1.61	1.42
Total Borrowing	1124.27	2515.12	2178.45	1230.91	1288.70

(E) AUDITOR QUALIFICATION IN THE FINANCIAL STATEMENT:

The Financial Statements do not contain any qualification requiring adjustments by the Auditors.

(F) SUMMARY OF OUTSTANDING LITIGATIONS:

For details pertaining to outstanding litigations, please refer chapter titled "Outstanding Litigation and Material Development" from page no 104 of this Information Memorandum.

(G) SUMMARY OF CONTINGENT LIABILITIES: Nil

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SECTION IV: GENERAL INFORAMTION

Our Company was originally formed as a partnership firm under the Indian Partnership Act, 1932 in the name of "M/s Oswal Seeds and Chemicals" pursuant to a deed of partnership dated July 29, 2002. M/s Oswal Seeds and Chemicals, was thereafter converted from a partnership firm to a public limited company under Section 366 of the Companies Act, 2013 with the name of "ShreeOswal Seeds and Chemicals Limited" and received a fresh certificate of Incorporation from the Registrar of Companies, Central Registration Centre, on December 01, 2017 and Corporate Identification Number of our Company is U01111MP2017PLC044596. The company got listed on Emerge Platform of National Stock Exchange of India Limited dated June 20, 2018. The current Corporate Identification Number of our Company is L01111MP2017PLC044596.

Brief about the Company	
Registered & Corporate Office	ShreeOswal Seeds and Chemicals Limited "Oswal House", Opposite Balkavibairagi College, Nasirabad Highway, Village Kanwati, Neemuch- 458441, Madhya Pradesh, India. Tel: +91 7423-297006 Fax: +91 7243-297511 Email: oswalgroups2002@gmail.com Website: www.oswalseeds.com
Date of Incorporation	December 01, 2017
Corporate Identification Number	L01111MP2017PLC044596
Company Category	Indian Non-Government Company Limited by Shares
Class of Company	Public
Whether Listed or Not	Currently Listed at Emerge Platform of NSE NSE Symbol: OSWALSEEDS ISIN: INE00IK01011
Date of Listing at Emerge Platform	June 20, 2018
Address of Registrar of Companies	Registrar of Companies, Madhya Pradesh, 3 rd Floor, 'A' Block, Sanjay Complex, Jayendra Ganj, Gwalior-474009, Madhya Pradesh Tel: 0751-2321907 Fax: 0751-2331853 Email: rocgwalior@mca.gov.in Website: www.mca.gov.in
Company Secretary and Compliance Officer	Mr. Dilip Patidar ShreeOswal Seeds and Chemicals Limited "Oswal House", Opposite Balkavibairagi College Nasirabad Highway, Village Kanwati, Neemuch- 458441, Madhya Pradesh, India Tel: +91 7423-297006 Fax: +91 7423-297511 Email: oswalgroups2002@gmail.com
Chief Financial Officer	Mr. Ashok Dhakar

Danjay



	<p>ShreeOswal Seeds and Chemicals Limited "Oswal House", Opposite Balkavibairagi College Nasirabad Highway, Village Kanwati, Neemuch-458441, Madhya Pradesh, India Tel: +91 7423-297007 Fax: +91 7423-297511 Email: cfo@oswalseeds.com</p>
Registrar to the Company	<p>Bigshares 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: +91 22 62638200/ 62638204 Fax: +91 22 62638299 Fax: +91 22 62638299 Email: investor@bigshareonline.com Website: www.bigshareonline.com SEBI Registration Number: INR000001385</p>
Statutory Auditor of the company	<p>Agarwal Patel and Sinhal Chartered Accountants 469, Hudco Colony, Neemuch-458441, Madhya Pradesh, India Tel No.: +91 7423-404190 Fax No.: N.A. Email: bhaveshsinhalca@gmail.com Contact Person: Mr. Bhavesh Sinhal Firm Registration No.: 012245C Membership No.: 406280</p>

BOARD OF DIRECTORS:

The following table sets out details regarding our Board as on the date of this Information Memorandum:

Sr. No.	Name	Age	DIN	Address	Designation
1	Mr. Sanjay Kumar Baigani	50 years	07921083	MAKAN NO 475, 14/2 VIKAS NAGAR NEEMUCH Madhya Pradesh 458441	Chairman and Managing Director
2	Mr. Anil Kumar Nahata	47 years	07921005	94/2, Station Road, Jawahar Marg, Neemuch Madhya Pradesh 458441	Whole Time Director and CEO
3	Mrs. Kiran Devi Begani	46 years	07921018	House No. 475, 14/2, Vikas Nagar, ward no 29, Neemuch	Director



				Madhya Pradesh 458441	
4	Mrs. Padma Nahta	46 years	07921042	94/2 Mandir Prangan, Neemuch Madhya Pradesh 458441	Director
5	Mr. Gopal Lal Agarwal	61 years	08042715	House No. 22, Scheme No. 30, Neemuch, Goma Bai Hospital Road, Sanjivani Colony Ke Samne, Neemuch Madhya Pradesh 458441	Independent Director
6	Mr. Sanjay Chordiya	43 years	09462040	S/o Rajendra Kumar, Pagariyo ka Mohalla, Ghandhi Chok Begun Chittorgarh Rajasthan 312023	Independent Director
7	Mr. Umesh Kumar Sharma	43 years	09461979	S/o Bhim Sen Sharma Gram Jawi Post Jawi Neemuch Madhya Pradesh 458441	Independent Director
8	Mr. Yash Wardhan Jain	34 years	09661572	34 Vikas Nagar 14/2, Neemuch Madhya Pradesh 458441	Independent Director

For further details of the Board of Directors, please refer to the Section titled "Our Management" on page 82 of this Information Memorandum.

Change in auditors:

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

Further, during the financial 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.

Sanjay



Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Company has appointed M/s L.N. Joshi & Company, a Practicing Company Secretary, Indore to undertake the Secretarial Audit of the Company.

Internal Auditor:

In pursuant to Section 138 of the Companies Act, 2013; the company has appointed CA Avani Nahar as Internal Auditor of the Company.

Authority for Listing:

In accordance with the bye-laws and the criteria laid down by NSE for migration of Company from Emerge Platform to Main Board of National Stock Exchange of India Limited, the Equity Shares of our Company shall be listed and admitted to trading on the Main Board of NSE. Such admission and listing are not automatic and will be subject to fulfillment of the respective listing criteria of NSE by our Company and also subject to such other terms and conditions as may be prescribed by the Stock Exchange at the time of the application made by our Company to the Stock Exchange for seeking approval for migration of company.

Eligibility Criteria:

In accordance with the NSE Circular, our Company will have to be mandatorily listed and traded on the Emerge Platform of the NSE for a minimum period of two years from the date of listing and only after that it can migrate to the Main Board of the NSE as per the guidelines specified by SEBI and as per the procedures laid down under Regulation 277 of SEBI (ICDR) Regulations, 2018.

Our company is eligible for Migration in accordance with Regulation 277 of SEBI (ICDR) Regulations, 2018 as the paid-up capital is more than ₹10.00 Crore and not exceeding ₹25.00 Crore and our securities are listed on Emerge Platform of NSE since June 20, 2018. The Company has therefore obtained the shareholders' approval by passing a special resolution through postal ballot, the result of which was declared on March 17, 2022.

Our Company is in compliance with the Circular of NSE dated January 21, 2021 as amended time to time with respect to eligibility criteria for migration from Emerge Platform of NSE to Main Board of NSE as under:

- a) There is no any SEBI debarment order against the company or its promoters or its directors.
- b) The company has not been debarred from accessing the security market.

Sanjay



c) Post issue capital is more than ₹10.00 crores at the time of application to exchange for migration.

d) Market capitalisation is more than ₹25.00 cores at the time of application to exchange for migration.

Prohibition by SEBI:

The Company, its directors, its promoters, other companies promoted by the promoters and companies with which the Company's directors are associated as directors have not been prohibited from accessing the capital markets under any order or direction passed by SEBI.

Disposal of Investor Grievances by our Company:

Our Company estimates that the average time required by our Company or the Registrar to the Company for the redressal of routine investor grievances shall be seven (7) to fifteen (15) Working Days from the date of receipt of the complaint. In case of complaints that are not routine or where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

Our Company has appointed Mr. Dilip Patidar as Company Secretary and the Compliance Officer to redress investor grievances / complaints, if any, of the investors. Contact details for our Company Secretary and Compliance Officer are as follows:

Mr. Dilip Patidar

ShreeOswal Seeds and Chemicals Limited

"Oswal House", Opposite Balkavi bairagi College,

Nasirabad Highway, Village Kanwati,

Neemuch, Madhya Pradesh- 458441 India

Tel: 7423-297006

Fax: 7243-297511

Email: oswalgroups2002@gmail.com

Website: www.oswalseeds.com

Corporate Identification Number: L01111MP2017PLC044596

Investors can contact the Compliance Officer or the Registrar in case of any problems. Pursuant to the press release no. PR. No. 85/2011 dated June 8, 2011, SEBI has launched a centralized web-based complaints redress system "SCORES". This would enable investors to lodge and follow up their complaints and track the status of redressal of such complaints from anywhere. For more details, investors are requested to visit the website www.scores.gov.in.

Status of outstanding investor complaints in relation to our Company:

As on the date of this information memorandum, there were no outstanding investor complaints in relation to our Company.

Dilip Patidar



General Disclaimer from the Company:

Our Company, our Promoters and our Directors do not accept any responsibility for statements made otherwise than in this Information Memorandum. Anyone placing reliance on any other source of information would be doing so at his or her own risk.

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SECTION V: CAPITAL STRUCTURE

Our Equity Share capital as at the date of this Information Memorandum, is set forth below:

(Amount in Lacs except share data)

No.	Particulars	Aggregate Nominal Value
A	Authorized Share Capital	
	1,80,00,000 Equity Shares of face value of Rs. 10/- each	1800.00
B	Issued, Subscribed and Paid-Up Share Capital before the Issue	
	1,52,45,000 Equity Shares of face value of Rs. 10/- each	1524.50

Details of changes in Authorized Share Capital of Our Company since incorporation:

Particulars of Change		Date of Shareholders' Meeting	AGM/EGM
From	To		
Rs. 7,00,00,000/- consisting of 70,00,000 Equity shares of Rs. 10 each.		On Incorporation	-
Rs. 7,00,00,000/- consisting of 70,00,000 Equity shares of Rs. 10 each.	Rs. 18,00,00,000/- consisting of 1,80,00,000 Equity shares of Rs. 10 each.	January 16, 2018	EGM

Notes to Capital Structure

1. Share capital history of our Company:

A. Equity shares capital history of our Company:

The following is the history of the equity share capital of our Company:

Date of Allotment/ Fully Paid-up	No. of Equity Shares allotted	Face value (Rs.)	Issue Price (Rs.)	Nature of consideration	Nature of Allotment	Cumulative number of Equity Shares	Cumulative Paid-up Capital (Rs.)
On Incorporation	61,69,000	10	10	Other than Cash	Subscription to MOA ⁽ⁱ⁾	61,69,000	6,16,90,000
February 26, 2018	45,00,000	10	10	Other than Cash	Conversion of Unsecured Loan ⁽ⁱⁱ⁾	1,06,69,000	10,66,90,000
June 16, 2018	45,76,000	10.25	26	Cash	Initial Public Offer	1,52,45,000	15,24,50,000

(i) Initial Subscribers to Memorandum of Association subscribed 61,69,000 Equity Shares of face value of Rs. 10/- each fully paid at par pursuant to conversion of

Signature



partnership firm M/s Oswal Seeds and Chemicals into Company under Part I of Chapter XXI of the Companies Act, 2013 on December 01, 2017 as per the details given below:

Sr. No.	Name of Person	No. of shares Allotted
1	Anil Kumar Nahata	30,84,470
2	Sanjay Kumar Baigani	30,84,470
3	Kiran Devi Begani	10
4	Padma Nahta	10
5	Anil Kumar Baigani	10
6	Kamlesh Nahta	10
7	Rajesh Nahata	10
8	Paresh S. Dugad	10
	Total	61,69,000

(ii) Further allotment of 45,00,000 Equity Shares (Pursuant to conversion of Unsecured loan of Rs. 4,61,25,000) of face value of Rs. 10 each fully paid at a premium of Rs 0.25 per share on February 26, 2018 as per the details given below:

Sr. No.	Name of Person	No. of shares Allotted
1	Anil Kumar Nahata	22,50,000
2	Sanjay Kumar Baigani	22,50,000
	Total	45,00,000

- B. As on the date of this Information Memorandum, our company does not have any preference share capital.
- C. Except as mentioned above, no shares has been issued below issue price within last one year from the date of this Information Memorandum.
- D. We have not revalued our assets since inception and have not issued any Equity Shares (including bonus shares) by capitalizing any revaluation reserves.
- E. Our Company has not issued any Equity Shares out of revaluation reserves or in terms of any scheme approved under Sections 391- 394 of the Companies Act or under section 230-234 of the Companies Act, 2013.
- F. Our Company has not granted any options or allotted any Equity Shares under the ESOP Scheme since incorporation till the date of this information memorandum.

2. Shareholding Pattern of our Company:

a) The shareholding pattern of our Company for quarter ending September 2022:



Category	Category of Shareholder	Nos. of Shareholders	Total nos. shares held	Shareholding as a % of total no. of shares	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
					No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	
A.	Promoter & Promoter Group	5	1,06,68,970	69.9834	0	0	0	0	1,06,68,970
B.	Public	176	45,76,030	30.0166	0	0	0	0	45,76,030
	Total	181	1,52,45,000	100.00	0	0	0	0	1,52,45,000

b) The statement showing holding of Equity Shares of persons belonging to the category "Promoter and Promoter Group" including the details of lock-in, pledge of and encumbrance thereon, for quarter ending September 2022,

	Category & Name of Shareholder	Total nos. shares held	Shareholding %	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
				No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	
a.	Individuals/Hindu undivided Family							
Details of Promoters of the Company								
1	Sanjay Kumar	53,34,470	34.9916	0	0	0	0	53,34,470

Sanjay



	Baigani							
2	Anil Kumar Nahata	53,34,470	34.9916	0	0	0	0	53,34,470
Details of members of Promoter Group of the Company								
1	Anil Kumar Baigani	10	0.0001	0	0	0	0	10
2	Padma Nahta	10	0.0001	0	0	0	0	10
3	Kiran Devi Begani	10	0.0001	0	0	0	0	10
Total Shareholding of Promoter and Promoter Group		1,06,68,970	69.9834	0	0	0	0	1,06,68,970

- c) The statement showing shareholders holding more than 1% of the total number of Equity Shares for quarter ending September 2022, is as follows:

SL. No.	Name	Category	Total Shares	Percentage
1	Sanjay Kumar Baigani	Promoters	53,34,470	34.9916
2	Anil Kumar Nahata	Promoters	53,34,470	34.9916
3	Ashish Kumar Agrawal	Public	3,38,000	2.2171
4	Dinesh Kumar Motwani	Public	1,56,000	1.0233
5	Divyesh Santosh Duggad		154000	1.01
6	Girishbhai Shantilal Varia	Public	2,68,000	1.7580
7	Himanshu Agarwal	Public	4,60,000	3.0174
8	Kamal Asnani	Public	2,24,000	1.4693
9	Parmeshwar Ojha	Public	2,32,000	1.5218
10	Raj Kumar Agrawal	Public	4,20,000	2.7550
11	Asnani Stock Broker Private Limited	Public	2,88,000	1.8891
12	Hetal N Shah HUF	Public	4,36,000	2.8600

- d) Our Company does not have any Employee Stock Option Scheme / Employee Stock Purchase Plan for our employees and we do not intend to allot any shares to our employees under Employee Stock Option Scheme / Employee Stock Purchase Plan from the proposed issue. As and when, options are granted to our employees under the Employee Stock Option Scheme, our Company shall comply with the SEBI (Share Based Employee Benefits) Regulations, 2016.
- e) Other than the Equity Shares, there are no other class of securities issued by our Company.

Sanjay



INDUSTRY OVERVIEW

Unless specified otherwise, the information in this section has been obtained from other Sources of which Link are mentioned (As available on Public domain). So, all the Information Shared is believed to be accurate and reliable. None of the Company or any other person connected with the Company has independently verified this information. Industry sources and publications generally state that the information contained therein has been obtained from sources believed to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured. Industry sources and publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends. Industry sources and publications may also base their information on estimates, projections, forecasts and assumptions that may prove to be incorrect. Accordingly, investors should not place undue reliance on or base their investment decision on this information.

Introduction

Strong economic growth in the first quarter of FY 2022-23 helped India overcome the UK to become the fifth-largest economy after it recovered from repeated waves of COVID-19 pandemic shock. Real GDP in the first quarter of 2022-23 is currently about 4% higher than its corresponding 2021-22, indicating a strong start for India's recovery from the pandemic. Given the release of pent-up demand and the widespread vaccination coverage, the contact-intensive services sector will probably be the main driver of development in 2022-2023. Rising employment and substantially increasing private consumption, supported by rising consumer sentiment, will support GDP growth in the coming months.

Future capital spending of the government in the economy is expected to be supported by factors such as tax buoyancy, the streamlined tax system with low rates, a thorough assessment and rationalisation of the tariff structure, and the digitization of tax filing. In the medium run, increased capital spending on infrastructure and asset-building projects is set to increase growth multipliers, and with the revival in monsoon and the Kharif sowing, agriculture is also picking up momentum. The contact-based services sector has largely demonstrated promise to boost growth by unleashing the pent-up demand over the period of April-September 2022. The sector's success is being captured by a number of HFIs (High-Frequency Indicators) that are performing well, indicating the beginnings of a comeback.

India has emerged as the fastest-growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships.

India's economic story during the first half of the current financial year highlighted the unwavering support the government gave to its capital expenditure, which, in FY 2022-23 (until August 2022), stood 46.8% higher than the same period last year. The ratio of revenue expenditure to capital outlay decreased from 6.4 in the previous year to 4.5 in the current year, signaling a clear change in favour of higher-quality spending. Stronger

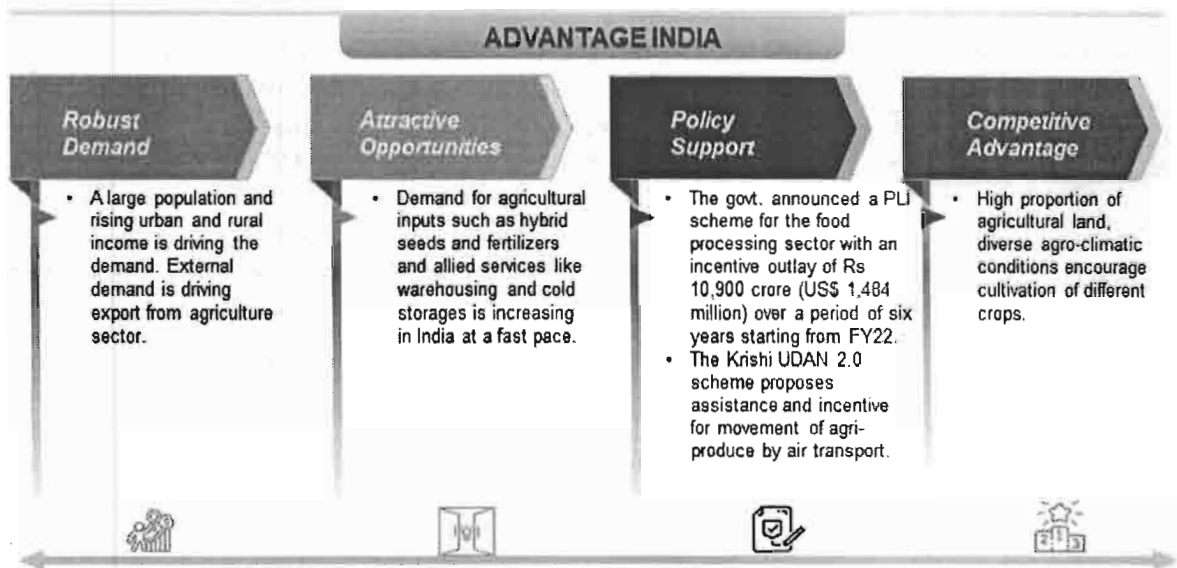
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revenue generation as a result of improved tax compliance, increased profitability of the company, and increasing economic activity also contributed to rising capital spending levels.

Despite the continued global slowdown, India's exports climbed at the second highest rate this quarter. With a reduction in port congestion, supply networks are being restored. The CPI-C and WPI inflation reduction from April 2022 already reflects the impact. In August 2022, CPI-C inflation was 7.0%, down from 7.8% in April 2022. Similarly, WPI inflation has decreased from 15.4% in April 2022 to 12.4% in August 2022. With a proactive set of administrative actions by the government, flexible monetary policy, and a softening of global commodity prices and supply-chain bottlenecks, inflationary pressures in India look to be on the decline overall.

INDIAN AGRICULTURE AND ALLIED INDUSTRIES INDUSTRY REPORT



Introduction

India is one of the major players in the agriculture sector worldwide and it is the primary source of livelihood for about 58% of India's population. India has the world's largest cattle herd (buffaloes), largest area planted to wheat, rice, and cotton, and is the largest producer of milk, pulses, and spices in the world. It is the second-largest producer of fruit, vegetables, tea, farmed fish, cotton, sugarcane, wheat, rice, cotton, and sugar. Agriculture sector in India holds the record for second-largest agricultural land in the world generating employment for about half of the country's population. Thus, farmers become an integral part of the sector to provide us with means of sustenance.

Consumer spending in India will return to growth in 2021 post the pandemic-led contraction, expanding by as much as 6.6%. The Indian food industry is poised for huge growth, increasing its contribution to world food trade every year due to its immense potential for value addition, particularly within the food processing industry. The Indian food processing industry accounts for 32% of the country's total food market, one of the largest industries in India and is ranked fifth in terms of production, consumption, export and expected growth.

Market Size

According to Inc42, the Indian agricultural sector is predicted to increase to US\$ 24 billion by 2025. Indian food and grocery market is the world's sixth largest, with retail contributing 70% of the sales. As per First Advance Estimates for FY 2022-23 (Kharif only), total foodgrain production in the country is estimated at 149.92 million tonnes. Rapid population expansion in India is the main factor driving the industry. The rising income levels in rural and urban areas, which have contributed to an increase in the demand for agricultural products across the nation, provide additional support for this. In accordance with this, the market is being stimulated by the growing adoption of cutting-edge techniques including blockchain, artificial intelligence (AI), geographic information systems (GIS), drones, and remote sensing technologies, as well as the release of various e-farming applications.

References: Agricultural and Processed Food Products Export Development Authority (APEEDA), Department of Commerce and Industry, Union Budget 2021-22, 2022-23, Press Information Bureau, Ministry of Statistics and Programme Implementation, Press Releases, Media Reports, Ministry of Agriculture and Farmers Welfare, Crisil

OUR BUSINESS

Our Company, ShreeOswal Seeds and Chemicals Limited an ISO 22000:2005 certified Company is engaged in the business of production, processing and sale of different kind of agricultural seeds, maize and soyabean.

Our journey of production, processing and sale of agricultural seed began in the year 2002 by our promoters Sanjay Kumar Baigani and Anil Kumar Nahata, as a partnership concern by the name of M/s Oswal Seeds and Chemicals. By gaining an insight of the industry coupled with an foreseeing growth opportunity, we converted our partnership concern into public limited Company in the year 2017. Our Promoters are the guiding force behind the strategic decisions of our Company. They manage and control the major affairs of our business operations. Their industry knowledge and understanding also gives us the key competitive advantage enabling us to expand our geographical and customer presence in existing as well as target markets, while exploring new growth avenues.

Our Company processes various kinds of seeds at its processing unit which is located at Neemuch, Madhya Pradesh. At present, our Company processes 5 varieties of wheat seed, 5 varieties of soya bean seed, 3 varieties of Mustard seed, 1 variety of black gram, 1 variety of corn seeds and 1 Variety of Isabgol/psyllium. Majority of our revenue is from the sale of wheat and soyabean seeds. Revenue generated from wheat and soyabean seed is as follows:

(Amount in Lacs)

Particulars	2021-22	2020-21	2019-20	2018-19
Wheat	1709.78	2632.44	3579.51	1761.47
Soya Bean	8078.92	4170.66	2422.32	2367.04

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Our Company has a diversified customer base covering states like Bihar, Gujarat Jharkhand, Maharashtra, Madhya Pradesh, Chattisgarh, Rajasthan, Haryana, Uttar Pradesh and West Bengal. We mainly market our product through different revenue channels which includes network of distributors, marketing agents and direct to consumers.

The State wise revenue of our Company for previous three financial years is as follows:

Particulars	2021-22	2020-21	2019-20
Bihar	111.47	273.16	253.37
Gujarat	68.84	80.90	0.00
Jharkhand	89.31	121.94	154.43
Maharashtra	7818.89	3770.84	2449.72
Madhya Pradesh	724.20	1004.50	1164.25
Chattisgarh	51.08	50.83	0.00
Rajasthan	1363.70	1873.06	2139.31
Haryana	1.15	0.00	0.00
Uttar Pradesh	67.04	56.31	46.91
West Bengal	0.00	0.00	22.73
Total	10295.68	7231.54	6230.72

Liaising/Contracting with individual farmers is one of the major step in our production mechanism and our Company enters into contract farming only with the farmers of Madhya Pradesh. Upto March 31, 2022 we have entered into contracts with 773 farmers, thereby giving us an access to around 3866 hectares of land.

Area of contract farming undertaken by our Company in previous three year is as follows:

	(Area of Hectres)		
	2021-22	2020-21	2019-20
	3866	3858	3869

In Crop production quality of seeds play a vital role and to maintain the quality of our seeds our Company adopts different processes at its own laboratory such as Physical Purity Test, Moisture Test and Germination Test among others. Apart from this our Company also conducts seed production programme among farmers for spreading awareness on the methods to improve the quality and yield of the seeds.

The Company has received capital subsidy Rs 22.00 lakhs and Rs 8.00 lakhs on October 12, 2015 and on December 30, 2015 respectively under the scheme of UDYOG SANVARDHAN NIDHI, 2012 of Madhya Pradesh Government.

The Company has also applied for capital subsidy of Rs 25.00 lakhs under the scheme of "Krishi Ivana Aadharbhut Suvidha" (Capital Investment Subsidy Scheme - Agriculture Marketing and Infrastructure Grading Standardization). The subsidy under the said scheme is given in two tranches viz - advance and final. The Company has already received first tranche Rs 12.03 lakhs on September 17, 2017. The second tranche of the subsidy is yet to be received by the Company.

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Our wholly owned subsidiary Company ShreeOswal Psyllium Export India Limited, is engaged in the business of manufacturing, processing and sale of psyllium husk and psyllium husk powder. Our Subsidiary also produces by products of psyllium such as cattle feed.

From FY 2017-18 to FY 2021-22, as per our Financial Statements, i) our total revenue has shown growth from Rs. 1294.25 lakhs to Rs. 10263.59 lakhs, ii) our EBITDA has shown growth from Rs. 113.84 lakhs to Rs. 572.41 lakhs, iii) our profit after tax has shown growth from Rs. 92.37 lakhs to a profit of Rs. 411.85 lakhs .

OUR COMPETITIVE STRENGTHS

1. We have developed a diverse portfolio of seed products

We have a diverse portfolio of hybrid and research seeds for wheat, corn, black gram, soya bean, isabgol/psyllium and mustard, which allows to cater to a wider market Our product portfolio gives us an edge against dependence on any particular crop(s), and we have an advantage to meet changing farmer needs even in the event of crop-shifting by farmers.

At present our product portfolio include 5 varieties of wheat seed, 5 varieties of soya bean seed, 3 varieties of Mustard seed, 1 of black gram, 1 variety of isabgol/psyllium and 1 variety of corn seeds.

2. We have a distribution network across various geographies.

We have distribution, sales and marketing networks for our seed products. Generally, we market our seed products to growers through distributors and independent dealers. Presently, we have numbers of distributors covering states like Madhya Pradesh, Rajasthan, Jharkhand, Uttar Pradesh, Bihar, Maharashtra, Haryana and Gujarat. Our widespread domestic presence not only mitigates the risk of dependence on few regions but also helps us to leverage our brand value.

3. Our experienced management and dedicated employee base

Our operations commenced under the guidance of our Promoters Mr. Sanjay Baigani and Mr. Anil Nahata, who have successfully managed various phases of expansion and growth of our business and operations. Our Promoters have around 20 years of experience in this industry and has been instrumental in formulating growth strategy for our Company. Their Industry knowledge and understanding also gives us the competitive advantage enabling us to expand our geographical and customer presence in existing as well as target markets, while exploring new growth avenues.

4. Quality certifications

Quality plays one of the most vital roles in the success of any organization. Our focus on quality is evident form the fact that our facility is accredited with ISO

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22000:2005 quality management system certified. Our Company also has an in house testing laboratory to ensure quality check of our products. Our laboratory also conducts various tests in house for further improvements in seed quality. Various quality check conducted at our in house laboratory includes Physical Purity Test, Moisture Test and Germination among others.

5. Established Brand

We believe that having recognizable brand is a key attribute in any business, which increases consumer confidence and influences purchase decisions. We believe that we have built strong brand across over several years of our operations. Our products are sold under the brand name of OSWAL. We believe that the recall of our brand has allowed us to maintain a large customer base and facilitated our ability to develop and market new products, as we believe that customers are more likely to rely on a trusted brand.

BUSINESS STRATEGY

1. Continue to expand and diversify our product portfolio & widen our customer base

Our product portfolio includes variety of seeds such as LOK-1 (Wheat), Raj-4037 (Wheat), OSYM- 55 (Mustard), OSM77 (Mustard), Krishna- 11 (Wheat), Super Sharbati-14001, Rochak (Wheat) Gold Plus (Mustard) and Super Star -211, JS-9305, JS-325, JS-9560 (Soya Bean) among others. As a part of our business strategy, our Company plans to diversify its product portfolio by entering into new product such as pulses, corn, black gram TAU-1, and herbal seeds like Isbgol-5001. We also plan to focus on increasing the variety of seeds currently processed by our Company.

Presently our Company markets its products through different revenue channels which includes network of distributors, dealers direct to consumers. We intend to reach out to more dealers and distributors so as to widen our sales network. Our strategy is to widen our customer base in domestic market by introducing new quality products and enhanced product range.

2. Expansion of our production capacity

At present our processing facilities is located at Neemuch, Madhya Pradesh, India. The majority of our processing activity is carried at our current processing facility. Going forward our Company is planning to expand its processing capacity to meet the increasing demand of its products. We are planning to add additional machinery which will help to increase our production capacity to 22500 metric ton from present 1000 metric ton.

3. Promotion of our brand recognition

For food related items, hygiene is given much importance and hence branded products are always preferred over the local brand. The company acknowledges

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this fact and continuously strives to create a strong brand providing quality products. We plan to strengthen our brand recognition by carrying out various brand building efforts, like, communication and promotional activities. Such promotions would enhance the visibility of our brand consequently our business positioning and credibility.

4. Leveraging our Marketing skills and Relationships

We believe Customer Relationship Management is an important activity for any business. This is a continuous process in our organization and the skills that we impart in our people give importance to customers. We aim to enhance the growth by leveraging our relationships and further enhancing customer satisfaction. We plan to increase our customers by improving quality of our products.

5. Continue to improve operating efficiencies

We will continue to focus on further increasing our operations and improving operational effectiveness at our production facilities. Higher operational effectiveness results in greater production volumes and higher sales, and therefore allows us to spread fixed costs over a higher number of units sold, thereby increasing profit margins. We believe that this can be done through increasing domestic presence which will lead to economies of scale. Increasing our penetration in existing regions by launching new range of products and expansion of our production capacity, will enable us to penetrate into new market. As a result of these measures, our company will be able to increase its market share and profitability.

SWOT ANALYSIS:

Strength <ul style="list-style-type: none"> • Location of Our Manufacturing Unit • Experience promoters • Established brand 	Weakness <ul style="list-style-type: none"> • Seasonal nature of business • Absence in foreign market
Opportunity <ul style="list-style-type: none"> • Expanding to new geographical markets • Enhancing functional efficiency • Expanding product portfolio 	Threat <ul style="list-style-type: none"> • New competitors entering into market • Increased regulations • Declining soil fertility • Adverse climatic condition

OUR PRODUCTS

Name of the Product	Features & Qualities
OSWAL LOK-1 (Wheat)	<ul style="list-style-type: none"> • Matures in 105 to 110 days • Plant height 90 to 100 cm • Number of seeds per wheat grass 50 to 60

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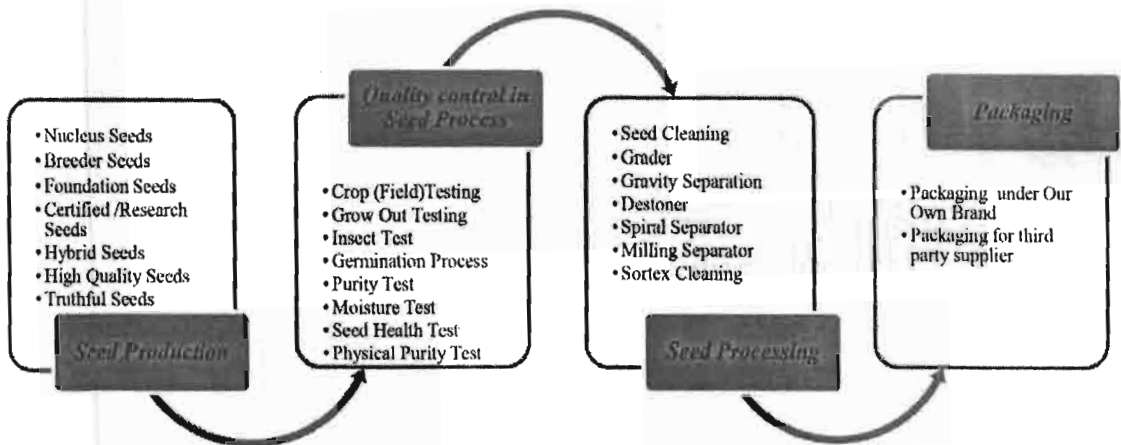
	<ul style="list-style-type: none"> • Less water and resistant to rust
OSWAL TAU-1 (Blackgram)	<ul style="list-style-type: none"> • Matures in 68 to 72 days • Plant height 35 to 40 cm • Insect and disease
OSWAL Super Star -211 (Soya Bean)	<ul style="list-style-type: none"> • Matures in 80 to 85 days
OSWAL Super Star -111 (Soya Bean)	<ul style="list-style-type: none"> • Matures in 90 to 95 days
OSWAL JS -9305 (Soya Bean)	<ul style="list-style-type: none"> • Matures in 90 to 95 days
OSWAL JS -335 (Soya Bean)	<ul style="list-style-type: none"> • Matures in 95 to 100 days
OSWAL JS - 9560 (Soya Bean)	<ul style="list-style-type: none"> • Matures in 80 to 90 days
OSWAL Gold Plus (Mustard)	<ul style="list-style-type: none"> • Matures in 115 to 120 days • Plant height 165 to 170 cm • Seeds per siliyqis 15 to 16 • Oil Content in seed 38 % to 42 % • Bold and Black Seed • Weight per 1000 seeds 5 to 6 gram
OSWAL OSM-77 (Mustard)	<ul style="list-style-type: none"> • Matures in 120 to 130 days • Plant height 170 to 175 cm • Seeds per siliyqis 16 to 17 • Oil Content in seed 38 % to 42 % • Bold and Black Seed • Weight per 1000 seeds 6 to 7 gram
OSWAL OSYM-55 (MUSTARD)	<ul style="list-style-type: none"> • Plant height 120 to 130 cm • Matures in 95 to 105 days • Seeds per siliyqis 35 to 40 • Oil Content in seed 38 % to 40 % • Yellow and shining • Weight per 1000 seeds 4 to 5 gram • Oil Content Medium
OSWAL ROCHAK (WHEAT)	<ul style="list-style-type: none"> • Plant height 80 to 90 cm • Matures in 130 to 140 days • Seeds per spike 80 to 90
OSWAL Krishna -11 (Wheat)	<ul style="list-style-type: none"> • Plant height 80 to 90 cm • Matures in 105 to 115 days • Shining • Seeds per plant 90 to 95
OSWAL Raj 4037 (Wheat)	<ul style="list-style-type: none"> • Plant height 90 to 100 cm • Matures in 126 to 134 days • Seeds per splice 70-80 • Less water and Rust resistant
OSWAL Super Sharbati 14001 (Wheat)	<ul style="list-style-type: none"> • Plant height 85 to 90 cm • Matures in 110 to 115 days • Seeds per splice 60-65 • Less water and Rust resistant
OSWAL SUPER POWER 9002(CORN)	<ul style="list-style-type: none"> • Plant height 180 to 210 cm • Matures in 85 to 90 days
OSWAL -5001(Isabgol/Psyllium)	<ul style="list-style-type: none"> • Plant height 20 to 30 cm

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	<ul style="list-style-type: none"> • Matures in 110 to 120 days • Less water and Rust resistant
PAYAL-11(MAIZE)	<ul style="list-style-type: none"> • Plant height 170-180days • Matures in 85- 90 days • Insect and diseases resistant
OSWAL W-1212(WHEAT)	<ul style="list-style-type: none"> • Plant height 90-100cm • Matures in 125-130days • Seeds per splice 90-100

OUR BUSINESS PROCESS



Seed Production

Nucleus Seeds

Nucleus seed is the initial handful of pure seeds of improved variety or parental lines of hybrid plant. Nucleus seeds being genetically pure do not contain physical impurities. The nucleus seed is produced under strict isolation in order to avoid both genetical and physical contamination. Nucleus seed are managed with great care so that all seed produced from it remains true to the new variety. This is a most important step and is the responsibility of the plant breeder who developed the variety. The nucleus seed is not available to farmers. The next step in the chain from plant breeder to farmer is that the plant breeder develops Breeder Seed.

Breeder Seeds

In seed production process, our Company usually procures breeder seeds from agricultural university. Breeder seeds are then delivered to farmers to produce foundation seeds.

Foundation Seeds

Foundation seed is the seed produced from growing breeder seed. Our Company provides breeder seeds to the contract farmers who in turn grow them under strict supervision of our breeder. Foundation seed is less expensive than breeder seed and

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is not as pure as the breeder's seeds. Foundation seed is the seed produced from growing breeder seed.

Certified Seeds/Research Seeds

Our Company also produces certified seeds. Certified seed is produced from growing foundation, seeds. Production of this seed is subject to field and seed inspections. It is grown by selected farmers in a way that maintains genetic purity. Production of certified seeds undergoes field and seed inspections by seed certification agency to ensure conformity with standards.

Truthful Seeds

Truthful seeds are produced from certified seeds. These Seeds are sold under truthful labels. Field standard and seed standard have to be maintained as per seed act and certified seed stage.

Hybrid Seeds

Hybrid seed is seed produced by cross-pollinated plants. The entire hybrid seeds planted by the farmers usually produces similar plants, while the seeds of the next generation from those hybrids will not consistently have the desired characteristics. Hybrids are chosen to improve the characteristics of the resulting plants, such as better yield, greater uniformity, improved colour, disease resistance.

High Quality Seeds

In high quality seed different type of chemicals are used such as thiram and corbendizam. These chemicals helps to improve the characteristics of the resulting plants, such as better yield, greater, disease and fungus resistance, etc.

Quality control in Seed Process

The seeds received from farmers are tested in laboratory under different parameters such as physical purity test, moisture test, germination test and seed health test among others, if tests are found satisfactory the seeds are purchased and stored in Company's warehouse and storage facility for further processing.

Seed Processing

Post production, the seeds are purchased by our Company from farmers and we then processed at our manufacturing facility. The seeds are subjected to various stages of processing which includes cleaning, gravity separation, colour sorting, etc.

Seed Cleaning and Grading

Seed cleaning and grading process involves separation of seed mixtures from dust, chaff and undersized seeds. It also involves separation, of seeds based on weight, length, shape and size.



Gravity Separation

Gravity separations are used for the removal of impurities, admixture, insect damage and immature kernels. The gravity separator separates seeds size but with difference in specific weight.

Destoner

Destoner is used for removal of badly damaged, deteriorated, insect damaged crop seed and stones from good seeds.

Spiral Separator

The Spiral separator classifies seed according to its shape and rolling ability. The seed is introduced at the top of the inner spiral. Seeds which are round roll faster down the incline as compared to irregularly shaped seeds. The seeds are then collected separately according to their shape.

Milling Separator

Milling Separator frees the grain of coarse impurities such as large kernels, strings, straw, wood, stones and clods of soil, and from fine impurities like sand or broken grains. It is also used to remove low-density particles such as dust, hull fragments or husks, thereby optimizing the cleaning effect.

Sortex-Colour Separator

The colour separator is used to separate discoloured seed, greatly of lower quality. Separation based on colour is necessary because the density and dimensions of discoloured seed are the same as those of sound seed, so other machines are not effective for separation.

Packaging

Once seeds are processed they are send to government laboratories for further testing. Once they are approved by government laboratory they are packed and sold under the brand name of OSWAL. Apart, from our own brand we also packed the seeds for third party supplier which is sold under the brand name of third party supplier.

OUR INFRASTRUCTURE FACILITIES

Infrastructure Facilities

Our processing facility is well equipped with computer systems, internet connectivity, other communication equipment, and other facilities, which are required for our business operations to function smoothly.

Power

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We have arrangements for regular power supply at our factory premises. The total existing power requirement of our Company is around 195 KVA. The requirement of power is met by supply from M P Paschim Kshetra Vidyut Vitaran Co. Ltd.

Water

Our manufacturing unit's current water requirement for carrying out manufacturing operations, human consumption and general needs of the employees is met by Bore well. Further our warehouse/ has adequate water supply arrangements for human consumption purpose.

Storage

Our Company has adequate storage capacity with very easy loading and unloading system. This facility enables us to store seeds without any deterioration of quality.

COLLABORATIONS

As on date of this Information Memorandum, our Company has not entered into any technical or financial collaboration agreements.

EXPORT AND EXPORT OBLIGATIONS

Our Company does not have any export obligation as on the date of this Information Memorandum.

HUMAN RESOURCE

We believe that our employees are key contributors to our business success. We focus on attracting and retaining the best possible talent. None of our employees are unionized. We believe that our relations with our employees are satisfactory. As on Date of IM, we have 28 employees working for us as details below:

Department	No. of Employees
Finance Department	4
Production	2
HR Department	2
Sales & Marketing Department	12
Purchase And Producing Department	6
Legal & Compliance	2
Total	28

Our Company also employs temporary labour on per day wages.

COMPETITION

Competition emerges not only from the organized and unorganized sector but also from small and big players. Its competitiveness depends on several factors including

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quality, price and customer service. We compete with our competitors on the basis of product quality, brand image, price and reliability. We continuously strive to increase our distribution channel to increase our domestic presence. We intend to continue compete vigorously to capture more market share and manage our growth in an optimal way by improving our brand image, increase our product quality, satisfying customer's demands, achieving operating efficiencies, etc.

END USERS

The end users of our products are farmers.

MARKETING STRATEGY

Our Company has presence in Bihar, Jharkhand, Maharashtra, Madhya Pradesh, Rajasthan, Uttar Pradesh, Chattishgrah and Rajasthan. Our Company operates through a network of distributors and dealers and has association with more than 217 dealers and distributors.

Name of the State	Number Distributors & Dealers
Bihar	26
Jharkhand	02
Gujarat	02
Maharashtra	52
Madhya Pradesh	70
Rajasthan	35
Uttar Pradesh	25
Haryana	02
Chattishgrah	03
Total	217

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INSURANCE

We maintain insurance for standard fire and special perils policy burglary policy, which provides insurance cover against loss or damage by fire, burglary. We believe that our insurance coverage is adequate for our business needs and operations. We will continue to review our policies to ensure adequate insurance coverage is maintained.

LAND AND PROPERTY

Leased Properties:-

Sr. No	Name of the Lessor / Licensor	Name of the Lessee / Licensee	Address of the Property	Period of Agreement	Consideration	Usage
1	Oswal Psyllium Exports	ShreeOswal Seeds and Chemicals Limited	"Oswal House" Opposite Balkavi Bairagi College, Nasirabad Highway Village Kanawati, Neemuch, Madhya Pradesh	December 09, 2022 to December 08, 2026	Rs. 30,000/ Per year	Manufacturing Unit
2	Governor of Madhya Pradesh	ShreeOswal Seeds and Chemicals Limited	06, Industrial Area Neemuch, Madhya Pradesh.	April 06, 2014 to April 05, 2034	Rs. 5,146/- Per year	Warehouse

KEY INDUSTRY REGULATIONS AND POLICIES

Except as otherwise specified in this Information Memorandum, the Companies Act, 2013, We are subject to a number of central and state legislations which regulate substantive and procedural aspects of our business. Additionally, our operations require sanctions from the concerned authorities, under the relevant Central and State legislations and local bye-laws. The following is an overview of some of the important laws, policies and regulations which are pertinent to our business as a player in

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business of Manufacturer, exporter and marketing of seeds. Taxation statutes such as the I.T. Act, and applicable Labour laws, environmental laws, contractual laws, intellectual property laws as the case may be, apply to us as they do to any other Indian company. The statements below are based on the current provisions of Indian law, and the judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions. The regulations set out below may not be exhaustive, and are only intended to provide general information to Applicants and is neither designed nor intended to be a substitute for professional legal advice.

APPROVALS

For the purpose of the business undertaken by our Company, our Company is required to comply with various laws, statutes, rules, regulations, executive orders, etc. that may be applicable from time to time. The details of such approvals have more particularly been described for your reference in the chapter titled "Government and Other Statutory Approvals" on page 112 of this Information Memorandum.

APPLICABLE LAWS AND REGULATIONS

BUSINESS/TRADE RELATED LAWS/REGULATIONS:

The Micro, Small and Medium Enterprises Development Act, 2006

In order to promote and enhance the competitiveness of Micro, Small and Medium Enterprise (MSME) the act is enacted. A National Board shall be appointed and established by the Central Government for MSME enterprise with its head office at Delhi in the case of the Manufacturing Enterprises and Enterprises rendering Services pertaining to any industry mentioned in first schedule to Industries (Development and regulation) Act, 1951 as "micro enterprise", where the investment in Plant and Machinery or Equipment does not exceed one crore rupees and turnover does not exceed five crore rupees; "Small enterprise", where the investment in Plant and Machinery or Equipment does not exceed ten crore rupees and turnover does not exceed fifty crore rupees; or a medium enterprise, where the investment in Plant and Machinery or Equipment does not exceed fifty crore rupees and turnover does not exceed two hundred and fifty crore rupees.

Madhya Pradesh SME Policy:

The existing marketing arrangements provided by the Madhya Pradesh Laghu Udyog Nigam for the small scale sector will be strengthened. Powers will be delegated to district level officers of the Laghu Udyog Nigam to facilitate purchases at local level. The state government will encourage developing and strengthening of linkages between tiny, small, medium and large sectors. The scheme of State Capital Investment Subsidy, 1989 will be available to for small scale units, industrial units in the cooperative sector with a minimum investment of Rs. One crore in plant and machinery and a membership of a minimum of one hundred persons, will also be



eligible. The following Sales Tax/Commercial Tax concessions will be available to industries:-

At present units having capital investment in fixed assets Rs. Ten lakhs get tax concession limited to the extent of 90% of the fixed capital investment. In the new scheme the ceiling has been raised to 100% for exemption and 150% for the deferment facility. These concessions will be available on finished products, by-products, waste products, raw materials, incidental goods and packing material.

Payment of tax will be deferred for a period of five years. In the sixth year the deferred amount will be due without any interest as per rules. If the deferred amount is not paid within the stipulated time limit, the unit's eligibility for the balance period is liable to be cancelled and interest will be charged on such amount, as per rules. Units set up by Women Entrepreneurs, persons belonging to Scheduled Castes, Scheduled Tribes and Backward Classes, will be entitled to one year's additional concession.

After accounting for all special eligibilities, a unit will get a maximum benefit of upto an additional five years, over and above the concessions normally available. Given the capping on the quantum of commercial/sales tax concession it has become necessary to define capital investment in fixed assets. Capital Investment fixed capital assets are defined as follows:

Investment made in land, building, plant and machinery, electric installations and pollution control equipment. Expenditure on land development limited to 10% of the investment made in land and building. Investment made for laboratory, research and on administrative building. Investment made in machinery and equipment for laboratory and research. Capital investment made on the establishment of railway siding. Expenditure on godown, storage tank, etc. The value of leased machinery and equipment required for production. Incidental goods and capital goods will also be brought within the scope of entry tax concessions. 100% Export Oriented Units will be especially encouraged. These units will get commercial tax concessions for an additional period of two years and exemption from payment of entry tax for a period of eight years. Industrial units being set up by Non-Resident Indians (NRI) with a capital investment of at least Rs. Two crore shall get similar concessions which are available to EOUs, provided that the NRI investment is at least 50% of the equity invested by the promoters.

Industrial Policy of Relevant State

The Madhya Pradesh Industrial Promotion Policy 2014

The Policy was issued by the Government of Madhya Pradesh, Department of Commerce, Industry and Employment. The objective of the policy is to achieve inclusive growth and bring economic prosperity to the people of Madhya Pradesh. The key objectives of Industrial Policy are to Rationalization and simplification of procedures to ensure effective implementation of policy, to improve investor facilitation and enhance ease of doing business, to create an enabling environment for robust industrial growth, to achieve higher and sustainable economic growth by

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accelerating the growth of manufacturing and service sectors through private sector participation, to create an able and supportive regulatory and policy environment to facilitate private sector participation, to achieve inclusive industrial infrastructure development in the state, to promote environmentally sustainable industrial growth and balanced regional development, to enhance employment opportunities, to encourage growth in Madhya Pradesh's thrust sectors (Agribusiness and Food processing, Textiles, Automotive and Auto components, Tourism, Pharmaceuticals, Bio-technology, IT/ITeS, Healthcare and Logistics and Warehousing). The State Government intends to focus on MSMEs for achieving a holistic industrial growth which includes incentivizing MSME to enhance their competitiveness for achieving higher growth.

Anti-Trust Laws

Competition Act, 2002

An act to prevent practices having adverse effect on competition, to promote and sustain competition in markets, to protect interest of consumer and to ensure freedom of trade in India. The act deals with prohibition of agreements and Anti-competitive agreements. No enterprise or group shall abuse its dominant position in various circumstances as mentioned under the Act.

The prima facie duty of the commission is to eliminate practices having adverse effect on competition, promote and sustain competition, protect interest of consumer and ensure freedom of trade. The commission shall issue notice to show cause to the parties to combination calling upon them to respond within 30 days in case it is of the opinion that there has been an appreciable adverse effect on competition in India. In case a person fails to comply with the directions of the Commission and Director General he shall be punishable with a fine which may exceed to Rs. 1 lakh for each day during such failure subject to maximum of Rupees One Crore.

GENERAL CORPORATE COMPLIANCE

The Companies Act 1956 and The Companies Act, 2013

The consolidation and amendment in law relating to Companies Act, 1956 made way to enactment of Companies Act, 2013. The Companies act 1956 is still applicable to the extent not repealed and the Companies Act, 2013 is applicable to the extent notified. The act deals with incorporation of companies and the procedure for incorporation and post incorporation. The conversion of private company into public company and vice versa is also laid down under the Companies Act, 2013. The procedure relating to winding up, voluntary winding up, appointment of liquidator also forms part of the act. The provision of this act shall apply to all the companies incorporated either under this act or under any other previous law. It shall also apply to banking companies, companies engaged in generation or supply of electricity and any other company governed by any special act for the time being in force. A company can be formed by seven or more persons in case of public company and by two or more persons in case of private company. A company can even be

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formed by one person i.e., a One Person Company. The provisions relating to forming and allied procedures of One Person Company are mentioned in the act.

Further, Schedule V (read with sections 196 and 197), Part I lay down conditions to be fulfilled for the appointment of a managing or whole time director or manager. It provides the list of acts under which if a person is prosecuted he cannot be appointed as the director or Managing Director or Manager of the firm. The provisions relating to remuneration of the directors payable by the companies is under Part II of the said schedule.

EMPLOYMENT AND LABOUR LAWS

Contract Labour (Regulation and Abolition) Act, 1970

The Contract Labour (Regulation and Abolition) Act, 1970 ("CLRA") has been enacted to regulate the employment of contract labour in certain establishments, the regulation of their conditions and terms of service and to provide for its abolition in certain circumstances. The CLRA applies to every establishment in which 20 or more workmen are employed or were employed on any day of the preceding 12 months as contract labour. The CLRA vests the responsibility on the principal employer of an establishment to which the CLRA applies to make an application to the registered officer in the prescribed manner for registration of the establishment. In the absence of registration, a contract labour cannot be employed in the establishment. Likewise, every contractor to whom the CLRA applies is required to obtain a license and not to undertake or execute any work through contract labour except under and in accordance with the license issued. To ensure the welfare and health of the contract labour, the CLRA imposes certain obligations on the contractor in relation to establishment of canteens, rest rooms, drinking water, washing facilities, first aid, other facilities and payment of wages. However, in the event the contractor fails to provide these amenities, the principal employer is under an obligation to provide these facilities within a prescribed time period. Penalties, including both fines and imprisonment, may be levied for contravention of the provisions of the CLRA.

Employees' Provident Funds and Miscellaneous Provisions Act, 1952 ("the EPF Act") and the Employees Provident Fund Scheme, 1952

The EPF Act is applicable to an establishment employing more than 20 employees and as notified by the government from time to time. All the establishments under the EPF Act are required to be registered with the appropriate Provident Fund Commissioner. Also, in accordance with the provisions of the EPF Act, the employers are required to contribute to the employees' provident fund the prescribed percentage of the basic wages, dearness allowances and remaining allowance (if any) payable to the employees. The employee shall also be required to make the equal contribution to the fund. The Central Government under section 5 of the EPF Act (as mentioned above) frames Employees Provident Scheme, 1952.

Employees' State Insurance Act, 1948 (the "ESI Act")

It is an act to provide for certain benefits to employees in case of sickness, maternity and 'employment injury' and to make provision for certain other matters in relation thereto. It shall apply to all factories (including factories belonging to the

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Government other than seasonal factories. Provided that nothing contained in this sub-section shall apply to a factory or establishment belonging to or under the control of the Government whose employees are otherwise in receipt of benefits substantially similar or superior to the benefits provided under this Act. This Act requires all the employees of the establishments to which this Act applies to be insured in the manner provided there under. Employer and employees both are required to make contribution to the fund. The return of the contribution made is required to be filed with the Employee State Insurance department.

Payment of Bonus Act, 1965

The Payment of Bonus Act, 1965 imposes statutory liability upon the employers of every establishment in which 20 or more persons are employed on any day during an accounting year covered to pay bonus to their employees. It further provides for payment of minimum and maximum bonus and linking the payment of bonus with the production and productivity.

Payment of Gratuity Act, 1972

The Act shall apply to every factory, mine plantation, port and railway company; to every shop or establishment within the meaning of any law for the time being in force in relation to shops and establishments in a State, in which ten or more persons are employed, or were employed, on any day of the preceding twelve months; such other establishments or class of establishments, in which ten or more employees are employed, on any day of the preceding twelve months, as the Central Government, may by notification, specify in this behalf. A shop or establishment to which this act has become applicable shall be continued to be governed by this act irrespective of the number of persons falling below ten at any day. The gratuity shall be payable to an employee on termination of his employment after he has rendered continuous service of not less than five years on superannuation or his retirement or resignation or death or disablement due to accident or disease. The five year period shall be relaxed in case of termination of service due to death or disablement.

Minimum Wages Act, 1948

The Minimum Wages Act, 1948 ("MWA") came into force with an objective to provide for the fixation of a minimum wage payable by the employer to the employee. Under the MWA, every employer is mandated to pay the minimum wages to all employees engaged to do any work skilled, unskilled, manual or clerical (including out-workers) in any employment listed in the schedule to the MWA, in respect of which minimum rates of wages have been fixed or revised under the MWA. Construction of Buildings, Roads, and Runways are scheduled employments. It prescribes penalties for non-compliance by employers for payment of the wages thus fixed.

Maternity Benefit Act, 1961

The Maternity Benefit Act, 1961 provides for leave and right to payment of maternity benefits to women employees in case of confinement or miscarriage etc. The act is applicable to every establishment which is a factory, mine or plantation



including any such establishment belonging to government and to every establishment of equestrian, acrobatic and other performances, to every shop or establishment within the meaning of any law for the time being in force in relation to shops and establishments in a state, in which ten or more persons are employed, or were employed, on any day of the preceding twelve months; provided that the state government may, with the approval of the Central Government, after giving at least two months' notice shall apply any of the provisions of this act to establishments or class of establishments, industrial, commercial, agricultural or otherwise.

Equal Remuneration Act, 1979

The Equal Remuneration Act 1979 provides for payment of equal remuneration to men and women workers and for prevention discrimination, on the ground of sex, against Female employees in the matters of employment and for matters connected therewith. The act was enacted with the aim of state to provide Equal Pay and Equal Work as envisaged under Article 39 of the Constitution.

Child Labour Prohibition and Regulation Act, 1986

The Child Labour Prohibition and Regulation Act 1986 prohibits employment of children below 14 years of age in certain occupations and processes and provides for regulation of employment of children in all other occupations and processes. Employment of Child Labour in our industry is prohibited as per Part B (Processes) of the Schedule.

Trade Union Act, 1926 and Trade Union (Amendment) Act, 2001

Provisions of the Trade Union Act, 1926 provides that any dispute between employers and workmen or between workmen and workmen, or between employers and employers which is connected with the employment, or non-employment, or the terms of employment or the conditions of labour, of any person shall be treated as trade dispute. For every trade dispute a trade union has to be formed. For the purpose of Trade Union Act, 1926, Trade Union means combination, whether temporary or permanent, formed primarily for the purpose of regulating the relations between workmen and employers or between workmen and workmen, or between employers and employers, or for imposing restrictive condition on the conduct of any trade or business etc.

The Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013

In order to curb the rise in sexual harassment of women at workplace, this act was enacted for prevention and redressal of complaints and for matters connected therewith or incidental thereto. The terms sexual harassment and workplace are both defined in the act. Every employer should also constitute an "Internal Complaints Committee" and every officer and member of the company shall hold office for a period of not exceeding three years from the date of nomination. Any aggrieved woman can make a complaint in writing to the Internal Committee in

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relation to sexual harassment of female at workplace. Every employer has a duty to provide a safe working environment at workplace which shall include safety from the persons coming into contact at the workplace, organising awareness programs and workshops, display of rules relating to the sexual harassment at any conspicuous part of the workplace, provide necessary facilities to the internal or local committee for dealing with the complaint, such other procedural requirements to assess the complaints.

Industrial Disputes Act, 1947 ("ID Act") and Industrial Dispute (Central) Rules, 1957

The ID Act and the Rules made thereunder provide for the investigation and settlement of industrial disputes. The ID Act was enacted to make provision for investigation and settlement of industrial disputes and for other purposes specified therein. Workmen under the ID Act have been provided with several benefits and are protected under various labour legislations, whilst those persons who have been classified as managerial employees and earning salary beyond prescribed amount may not generally be afforded statutory benefits or protection, except in certain cases. Employees may also be subject to the terms of their employment contracts with their employer, which contracts are regulated by the provisions of the Indian Contract Act, 1872. The ID Act also sets out certain requirements in relation to the termination of the services of the workman. The ID Act includes detailed procedure prescribed for resolution of disputes with labour, removal and certain financial obligations up on retrenchment. The Industrial Dispute (Central) Rules, 1957 specify procedural guidelines for lock-outs, closures, lay-offs and retrenchment.

Payment of Wages Act, 1936

The Payment of Wages Act, 1936 is a central legislation which has been enacted to regulate the payment of wages to workers employed in certain specified industries and to ensure a speedy and effective remedy to them against unauthorized deductions and/or unjustified delay caused in paying wages to them. It applies to the persons employed in a factory, industrial or other establishment or in a railway, whether directly or indirectly, through a sub-contractor. In order to bring the law in uniformity with other labour laws and to make it more effective and practicable, the payment of wages Act was last amended in 2005. The amendment enhancing the wage ceiling per Month with a view to covering more employed persons and substitute the expressions "the Central Government" or "a State Government" by the expression "appropriate Government". Amendment also strengthening compensation and penal provisions made more stringent by enhancing the quantum of penalties by amending of the Act. The Central Government is responsible for enforcement of the Act in railways, mines, oilfields and air transport services, while the State Governments are responsible for it in factories and other industrial establishments.

Employees' compensation act, 1923

The passing of the Workmen's Compensation Act renamed as Employees' Compensation Act, 1923 was the first step towards social security of workmen. It



aims at providing financial protection to workmen and their dependents in case of accidental injury by means of payment of compensation by the employers. The Employees' Compensation Act, 1923 provides for payment of compensation to the employees' and their dependents in the case of injury by industrial accidents including certain occupational diseases arising out of and in the course of employment resulting in death or disablement. This Act applies to certain railway servants and persons employed in hazardous employments such as factories, mines, plantations mechanically propelled vehicles, construction work etc. The Workmen's Compensation Act, 1923 has been renamed as the Employees' Compensation Act, 1923. For the words "workman" and "employee" and "employees" have been substituted respectively for making the Act gender neutral. The amendment has been brought about by the Workmen's Compensation (Amendment) Act, 2009 came into force on January 18, 2010. For the purpose of calculation of compensation under the Employees' Compensation Act, 1923 monthly wages has been increased by the Government and minimum rates of compensation for permanent total disablement and death are increased from Rs. 80,000/- and Rs. 90,000/ to Rs. 1,20,000/- and Rs. 1,40,000/- respectively.

The industrial employment (standing orders) act, 1946

'Standing Orders' defines the conditions of recruitment, discharge, disciplinary action, holidays, leave, etc., go a long way towards minimizing friction between the management and workers in industrial undertakings. The Industrial Employment (Standing Orders) Act requires employers in industrial establishments to clearly define the conditions of employment by issuing standing orders duly certified. It applies to every industrial establishment wherein 100 or more workmen are employed or were employed on any day during the preceding twelve months. Model standing orders issued under the Act deal with classification of workmen, holidays, shifts, payment of wages, leaves, termination etc. The text of the Standing Orders as finally certified under this Act shall be prominently posted by the employer in English and in the language understood by the majority of his workmen on special boards to be maintained for the purpose at or near the entrance through which the majority of the workmen enter the industrial establishment and in all departments thereof where the workmen are employed.

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TAX RELATED LEGISLATIONS

Goods and Service Tax (GST)

Goods and Services Tax (GST) is levied on supply of goods or services or both jointly by the Central and State Governments. It was introduced as The Constitution (One Hundred and First Amendment) Act 2017 and is governed by the GST Council. GST provides for imposition of tax on the supply of goods or services and will be levied by centre on intra-state supply of goods or services and by the States including Union territories with legislature/ Union Territories without legislature respectively. A destination based consumption tax GST would be a dual GST with the centre and states simultaneously levying tax with a common base. The GST law is enforced by various acts viz. Central Goods and Services Act, 2017 (CGST), State Goods and Services Tax Act, 2017 (SGST), Union Territory Goods and Services Tax Act, 2017 (UTGST), Integrated Goods and Services Tax Act, 2017 (IGST) and Goods and Services Tax (Compensation to States) Act, 2017 and various rules made thereunder. At presently company falls under exempted category.

OTHER LAWS

The Factories Act, 1948

The Factories Act, 1948 ("Factories Act") aims at regulating labour employed in factories. A "factory" is defined as "any premises...whereon ten or more workers are working or were working on any day of the preceding twelve months, and in any part of which a manufacturing process is being carried on with the aid of power, or is ordinarily so carried on, or whereon twenty or more workers are working, or were 81 working on any day of the preceding twelve months, and in any part of which a manufacturing process is carried on without the aid of power, or is ordinarily so carried on...". The main aim of the said Act is to ensure adequate safety measures and to promote the health and welfare of the workers employed in factories initiating various measures from time to time to ensure that adequate standards of safety, health and welfare are achieved at all the places.

Under the Factories Act, the State Government may make rules mandating approval for proposed factories and requiring licensing and registration of factories. The Factories Act makes detailed provision for ensuring sanitary conditions in the factory and safety of the workers and also lays down permissible working hours, leave etc. In addition, it makes provision for the adoption of worker welfare measures. The prime responsibility for compliance with the Factories Act and the rules thereunder rests on the "occupier", being the person who has ultimate control over the affairs of the factory. The Factories Act states that save as otherwise provided in the Factories Act and subject to provisions of the Factories Act which impose certain liability on the owner of the factory, in the event there is any contravention of any of the provisions of the Factories Act or the rules made thereunder or of any order in writing given thereunder, the occupier and the manager of the factory shall each be guilty of the offence and punishable with imprisonment or with fine. The occupier is required to submit a written notice to the chief inspector of factories containing all the details of the factory, the owner, manager and himself, nature of activities and such other prescribed information prior to

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occupying or using any premises as a factory. The occupier is required to ensure, as far as it is reasonably practicable, the health, safety and welfare of all workers while they are at work in the factory.

Shops and establishments laws in various states

Under the provisions of local Shops and Establishments laws applicable in various states, establishments are required to be registered. Such laws regulate the working and employment conditions of the workers employed in shops and establishments including commercial establishments and provide for fixation of working hours, rest intervals, overtime, holidays, leave, termination of service, maintenance of shops and establishments and other rights and obligations of the employers and employees.

The Seeds Act, 1966

It was enacted in 1966 (hereinafter referred as "Act") and has been in force since Oct. 2, 1969, extends to the whole of India. This act aims at regulating the quality of seed sold for agricultural purpose through compulsory labeling and voluntary certification. Under compulsory labeling, any one selling the seed of a notified kind or variety, in the region for which it has been notified, should ensure that:

1. The seed conforms to the prescribed limits of germination purity.
2. The seed container is labeled in the prescribed manner, and
3. The label truly represents the quality of seed in the container.

Under voluntary certification, anyone interested in producing certified seed may do so by applying to the seed certification agency for the grant of certificate. The agency grants the certificate and certification tags after satisfying itself that the seed has been after satisfying itself that the seed has been produced according to the prescribed standards and procedures.

There are two bodies, viz., the central seed committee and the central seed certification board, which advise the central and the state governments in the matters related to the general administration of the seeds act and of seed certification, respectively.

As per Sec 2(11) of the said Act, "seed" means any of the following classes of seeds used for sowing or planting-

- i. seeds of food crops including edible oil seeds and seeds of fruits and vegetables;
- ii. cotton seeds;
- iii. seeds of cattle fodder;

As per Sec 9 of the said Act, certification agency will grant a certificate only if the following conditions are satisfied:

1. Any person selling, keeping for sale, offering to sell, bartering or otherwise supplying any seed of any notified kind or variety may, if he desires to have such seed certified by the certification agency, apply to the certification agency for the grant of a certificate for the purpose.

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2. Every application under sub-section (1) shall be made in such form, shall contain such particulars and shall be accompanied by such fees as may be prescribed.

On receipt of any such application for the grant of a certificate, the certification agency may, after such enquiry as it thinks fit and after satisfying itself that the seed to which the application relates conforms to the minimum limits of germination and purity specified for that seed under clause (a) of section 6, grant a certificate in such form and on such conditions as may be prescribed.

The Essential Commodities Act, 1955

The Essential Commodities Act, 1955 was enacted to ensure easy availability of essential commodities to the consumers and to protect them from exploitation by unscrupulous traders. The Act provides for regulation and control of production, distribution and pricing of commodities, which are declared as essential for maintaining or increasing supplies or for securing their equitable distribution and availability at fair prices'.

The Essential Commodities Act is being implemented by the State Governments/UT Administrations by availing of the delegated powers under the Act. The State Governments/ UT Administrations have issued various Control Orders for regulation, production and distribution of Essential Commodities such as food grains, edible oils, pulses kerosene, sugar etc. The Central Government regularly monitors the action taken by State Governments/UT Administrations to implement the provisions of the Essential Commodities Act, 1955.

The items declared as essential commodities under the Essential Commodities Act, 1955 are reviewed from time to time in the light of liberalized economic policies in consultation with the Ministries/Departments administering the essential commodities and particularly with regard to their production, demand, and supply.

The Seeds (Control) Order, 1983

In exercise of the powers conferred by section 3 of the Essential commodities Act. 1955 (10 of 1955). The Central Government made the The Seeds (Control) Order, 1983. The Order contains the procedure for obtaining the licenses by dealers to deal in various seeds. It sets down the conditions on which the license shall be granted, the period of the license, etc. The Order also sets down the enforcing authority for the regulation on the licenses and the punishments in the case of contravention of any provision.

The Agricultural Produce (Grading and Marking) Act, 1937

The provisions of the Act deal mainly with the prescription and protection of merchandise marks and as such fall within entry 49 of List I of the Seventh Schedule to the Constitution. The State Government of Jammu and Kashmir have agreed to the extension of the Act to that State. The Agricultural Produce (Grading and Marking) Act, 1937 provides for the grading and marking of agricultural and other allied commodities with the objectives of making available quality agricultural produce including horticulture and livestock produce to the consumers. Under this Act, the Central

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Government has been authorised to make rules fixing grade designation to indicate the quality of any scheduled article, denning the quality indicated by every grade designation; specifying grade designation mark to represent particular grade designation; authorising interested parties to grade; specifying conditions regarding manner of marking, packaging etc. and providing for the confiscation and disposal of produce marked otherwise than in accordance with the prescribed conditions with a grade designation mark.

ENVIRONMENTAL LEGISLATIONS

The Environment Protection Act, 1986 ("Environment Protection Act")

The purpose of the Environment Protection Act is to act as an "umbrella" legislation designed to provide a frame work for Central government co-ordination of the activities of various central and state authorities established under previous laws. The Environment Protection Act authorizes the central government to protect and improve environmental quality, control and reduce pollution from all sources, and prohibit or restrict the setting and /or operation of any industrial facility on environmental grounds. The Act prohibits persons carrying on business, operation or process from discharging or emitting any environmental pollutant in excess of such standards as may be prescribed. Where the discharge of any environmental pollutant in excess of the prescribed standards occurs or is apprehended to occur due to any accident or other unforeseen act, the person responsible for such discharge and the person in charge of the place at which such discharge occurs or is apprehended to occur is bound to prevent or mitigate the environmental pollution caused as a result of such discharge and should intimate the fact of such occurrence or apprehension of such occurrence; and (b) be bound, if called upon, to render all assistance, to such authorities or agencies as may be prescribed.

Air (Prevention and Control of Pollution) Act, 1981

Air (Prevention and Control of Pollution) Act 1981("the Act") was enacted with an objective to protect the environment from smoke and other toxic effluents released in the atmosphere by industries. With a view to curb air pollution, the Act has declared several areas as air pollution control area and also prohibits the use of certain types of fuels and appliances. Prior written consent is required of the board constituted under the Act, if a person intends to commence an industrial plant in a pollution control area.

Water (Prevention and Control of Pollution) Act, 1974

The Water (Prevention and Control of Pollution) Act 1974 ("the Act") was enacted with an objective to protect the rivers and streams from being polluted by domestic and industrial effluents. The Act prohibits the discharge of toxic and poisonous matter in the river and streams without treating the pollutants as per the standard laid down by the Pollution control boards constituted under the Act. A person intending to commence any new industry, operation or process likely to discharge pollutants must obtain prior consent of the board constituted under the Act.



INTELLECTUAL PROPERTY LEGISLATIONS

In general the Intellectual Property Rights includes but is not limited to the following enactments:

- The Patents Act, 1970
- Indian Copyright Act, 1957
- The Trade Marks Act, 1999

Indian Patents Act, 1970

A patent is an intellectual property right relating to inventions and is the grant of exclusive right, for limited period, provided by the Government to the patentee, in exchange of full disclosure of his invention, for excluding others from making, using, selling, importing the patented product or process producing that product. The term invention means a new product or process involving an inventive step capable of industrial application.

The Copyright Act, 1957

Copyright is a right given by the law to creators of literary, dramatic, musical and artistic works and producers of cinematograph films and sound recordings. In fact, it is a bundle of rights including, inter alia, rights of reproduction, communication to the public, adaptation and translation of the work. There could be slight variations in the composition of the rights depending on the work.

Trade Marks Act, 1999

The Trade Marks Act, 1999 (the "**Trade Marks Act**") provides for the application and registration of trademarks in India for granting exclusive rights to marks such as a brand, label and heading and obtaining relief in case of infringement for commercial purposes as a trade description. The Trade Marks Act prohibits any registration of deceptively similar trademarks or chemical compounds among others. It also provides for penalties for infringement, falsifying and falsely applying for trademarks.

GENERAL LAWS

Apart from the above list of laws - which is inclusive in nature and not exhaustive - general laws like the Indian Contract Act 1872, Specific Relief Act 1963, Negotiable Instrument Act 1881, The Information Technology Act, 2000, Sale of Goods Act 1930 and Consumer Protection Act 1986 are also applicable to the company.

OTHER LAWS:

Foreign Trade (Development and Regulation) Act, 1992

The Development and Regulation of foreign trade by facilitating imports and exports from and to India. The Import-Export Code number and licence to import or export includes a customs clearance permit and any other permission issued or granted under



this act. The Export and Import policy, provision for development and regulation of foreign trade shall be made by the Central Government by publishing an order. The Central Government may also appoint Director General of Foreign Trade (DGFT) for the purpose of Export-Import Policy formulation.

If any person makes any contravention to any law or commits economic offence or imports/exports in a manner prejudicial to the trade relations of India or to the interest of other person engaged in imports or exports then there shall be no Import Export Code number granted by Director-General to such person and if in case granted shall stand cancelled or suspended. Provision of search and seizure of Code of Criminal Procedure, 1973 shall apply to every search and seizure made under this Act. In case of appeals in a case the order made by the appellate authority shall be considered to be final. The powers of all the civil court under Code of Civil Procedure, 1908 shall vest in him.

The EXIM Policy is a set of guidelines and instructions established by the DGFT in matters related to the export and import of goods in India. This policy is regulated under the said act. Director General of Foreign Trade (herein after referred to as DGFT) is the main governing body in matters related to the EXIM Policy. The Act shall provide development and regulation of foreign trade by facilitating imports into, and augmenting exports from India. Trade Policy is prepared and announced by the Central Government (Ministry of Commerce).

Foreign Exchange Management Act, 1999

Foreign investment in India is primarily governed by the provisions of the Foreign Exchange Management Act, 1999("FEMA") and the rules and regulations promulgated there under. The act aims at amending the law relating to foreign exchange with facilitation of external trade and payments for promoting orderly developments and maintenance of foreign exchange market in India. It applies to all branches, offices and agencies outside India owned or controlled by a person resident in India and also to any contravention there under committed outside India by any person to whom this Act applies. Every exporter of goods is required to a) furnish to the Reserve Bank or to such other authority a declaration in such form and in such manner as may be specified, containing true and correct material particulars, including the amount representing the full export value or, if the full export value of the goods is not ascertainable at the time of export, the value which the exporter, having regard to the prevailing market conditions, expects to receive on the sale of the goods in a market outside India; b) furnish to the Reserve Bank such other information as may be required by the Reserve Bank for the purpose of ensuring the realization of the export proceeds by such exporter. The Reserve Bank may, for the purpose of ensuring that the full export value of the goods or such reduced value of the goods as the Reserve Bank determines, having regard to the prevailing market conditions, is received without any delay, direct any exporter to comply with such requirements as it deems fit. Every exporter of services shall furnish to the Reserve Bank or to such other authorities a declaration in such form and in such manner as may be specified, containing the true and correct material particulars in relation to payment for such services.



FEMA Regulations

As laid down by the FEMA Regulations, no prior consents and approvals are required from the Reserve Bank of India, for Foreign Direct Investment under the automatic route within the specified sectoral caps. In respect of all industries not specified as FDI under the automatic route, and in respect of investment in excess of the specified sectoral limits under the automatic route, approval may be required from the FIPB and/or the RBI. The RBI, in exercise of its power under the FEMA, has notified the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 ("FEMA Regulations") to prohibit, restrict or regulate, transfer by or issue security to a person resident outside India. Foreign investment in India is governed primarily by the provisions of the FEMA which relates to regulation primarily by the RBI and the rules, regulations and notifications there under, and the policy prescribed by the Department of Industrial Policy and Promotion, Ministry of Commerce & Industry, Government of India.

THE FOREIGN DIRECT INVESTMENT

The Government of India, from time to time, has made policy pronouncements on Foreign Direct Investment ("**FDI**") through press notes and press releases. The Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India ("**DIPP**"), has issued consolidated FDI Policy Circular of 2017 ("**FDI Policy 2017**"), which with effect from August 28, 2017, consolidates and supersedes all previous press notes, press releases and clarifications on FDI Policy issued by the DIPP that were in force. The Government proposes to update the consolidated circular on FDI policy once every year and therefore, FDI Policy 2017 will be valid until the DIPP issues an updated circular.

The Reserve Bank of India ("**RBI**") also issues Master Circular on Foreign Investment in India every year. Presently, FDI in India is being governed by Master Circular on Foreign Investment dated July 01, 2015 as updated from time to time by RBI. In terms of the Master Circular, an Indian company may issue fresh shares to people resident outside India (who is eligible to make investments in India, for which eligibility criteria are as prescribed). Such fresh issue of shares shall be subject to inter-alia, the pricing guidelines prescribed under the Master Circular. The Indian company making such fresh issue of shares would be subject to the reporting requirements, inter-alia with respect to consideration for issue of shares and also subject to making certain filings including filing of Form FC-GPR.

Under the current FDI Policy of 2017, foreign direct investment in micro and small enterprises is subject to sectoral caps, entry routes and other sectoral regulations. At present 100 % foreign direct investment through automatic route is permitted in the sector in which our Company operates. Therefore applicable foreign investment up to 100% is permitted in our company under automatic route.



OUR HISTORY AND CERTAIN CORPORATE MATTERS

History and Background

Our Company was originally formed as a partnership firm under the Indian Partnership Act, 1932 in the name of "M/s Oswal Seeds and Chemicals" pursuant to a deed of partnership dated July 29, 2002. M/s Oswal Seeds and Chemicals, was thereafter converted from a partnership firm to a public limited company under Section 366 of the Companies Act, 2013 with the name of "ShreeOswal Seeds and Chemicals Limited" and received a fresh certificate of incorporation from the Registrar of Companies, Central Registration Centre, on December 01, 2017 and Corporate Identification Number of our Company is U01111MP2017PLC044596. Mr. Anil Kumar Nahata, Mr. Sanjay Kumar Baigani, Mrs. Kiran Devi Begani, Mrs. Padma Nahta, Mr. Anil Kumar Baigani, Mr. Kamlesh Nahta, Mr. Rajesh Nahata and Mr. Paresh S Dugad, partners of M/s Oswal Seeds and Chemicals were the initial subscribers to the Memorandum of Association of our Company. Mr. Anil Kumar Nahata and Mr. Sanjay Kumar Baigani are the Promoters of the Company and were the partners of the erstwhile partnership firm.

The company got listed on Emerge Platform of NSE dated June 20, 2018. The Corporate Identification Number of our Company is L01111MP2017PLC044596.

Our Company is promoted and currently managed by Mr. Anil Kumar Nahata and Mr. Sanjay Kumar Baigani. Our promoters are actively and fully involved in the day-to-day affairs of our company's operations.

Our Company, ShreeOswal Seeds and Chemicals Limited an ISO 22000:2005 certified Company is engaged in the business of production, processing and sale of different kind of agricultural seeds, maize and soyabean. At present our product portfolio include 5 varieties of wheat seed, 5 varieties of soya bean seed, 3 varieties of Mustard seed, 1 of black gram, 1 variety of isabgol/psyllium and 1 variety of corn seeds.

Changes in registered office of Our Company since incorporation

Our Company's Registered Office is currently situated at Oswal House, Opposite Balkavibairagi College, Nasirabad Highway, Village Kanawati, Neemuch- 458441, Madhya Pradesh. India. There has been no change in our registered office since incorporation.

KEY EVENTS AND MILESTONES IN THE HISTORY OF OUR COMPANY

The following table sets forth the key events and milestones in the history of our Company (as a partnership firm):

Financial Year	Events
2002	Commencement of business under the Partnership firm M/s Oswal Seeds and Chemicals by way of a partnership deed dated;- July 29, 2002, between Anil Kumar Nahata and Sanjay Kumar Baigani
2015	Increase in production capacity from 1000 tonnes to 22,500 tonnes
2017	Awarded most promising MSME in Madhya Pradesh leadership



	series, presented by Union Bank of India.
2017	Conversion from partnership firm to public limited Company in the name and style of "ShreeOswal Seeds and Chemicals Limited"
2018	ISO 22000:2005 Certification for Food Safety Management System
2018	Listed on EMERGE Platform of National Stock Exchange of India Limited

MAIN OBJECTS

The main object of our Company, as contained in our Memorandum of Association, is as set forth below:

1. To carry on business of Farming, Production, Harvesting, procurement, Grading, Pooling, Handling, Marketing, agriculture and horticulture in all their respective farms and branches of seed merchants and dealers in seeds, plants, trees, flowers, medicinal plants, vegetables, fruits and as vegetables growers and cultivators, seedsmen, agriculturists, horticulturists, farmers, Planters, gardeners and producers of all varieties and kinds of vegetable and agricultural seeds, hybrid seeds and with a view there to raise vegetable plants, crops, flowers, vegetables plants, garden plants or all varieties and kinds and to process, treat condition and refine and market seeds of all kinds and varieties and to produce, breed and grow grains and farm produce of all kinds and to grow, cultivate, plant, produce, process, buy, sell, import, export, research, development, make marketable, Storage, Packing, Logistics, Cold Storage, Dehydration and otherwise deal in plants, hybrid seeds, seeds, and by-products and consumer goods, Psyllium Seed, Psyllium Husk, Psyllium Husk Powder, Cattle Feed, Grains, Spices, Chemicals, Oil, Oil Seeds, Fertilizers, Sugar etc. there from and fodder of all kinds and varieties.
2. To carry on the business of chemical and seeds, manufacturer, and trading such other business or businesses incidental thereto connected therewith as the partners may decide from time to time.

Since incorporation, the following changes have been made to our Memorandum of Association

Date of Shareholder's Approval	Amendment
January 16, 2018	Increase in authorized capital from Rs. 7,00,00,000/- consisting of 70,00,000 Equity shares of Rs. 10 each to Rs. 18,00,00,000/- consisting of 1,80,00,000 Equity shares of Rs. 10 each.

HOLDING COMPANY OF OUR COMPANY

Our Company has no holding company as on the date of this Information Memorandum.

SUBSIDIARY COMPANY OF OUR COMPANY



As on date of this Information Memorandum, our Company has one wholly owned subsidiary, namely, ShreeOswal Psyllium Exports India Limited.

Corporate Information

ShreeOswal Psyllium Exports India Limited was a partnership firm under the Indian Partnership Act, 1932 in the name of "M/s Oswal Psyllium Exports" pursuant to a deed of partnership dated December 14, 2007. M/s Oswal Psyllium Exports, was thereafter converted from a partnership firm to a public limited company under Section 366 of the Companies Act, 2013 with the name of "ShreeOswal Psyllium Exports India Limited" and received a fresh certificate of incorporation from the Registrar of Companies, Central Registration Centre, on February 28, 2018 and Corporate Identification Number of ShreeOswal Psyllium Exports India Limited is U01100MP2018PLC045146.

Registered Office

"Oswal House" Opposite Balkavibairagi College, Nasirabad Highway Village Kanawati, Neemuch- 458441, Madhya Pradesh. India

Main object of the ShreeOswal Psyllium Exports India Limited.

To carry on the business of chemicals, seeds, plants, flowers, vegetables, fruits, spices, psyllium, pulses, grains, poppy seeds and preparation of any nature or description as manufacturers, producers, farmers, importers, exporters, traders, millers, grinders, processors, cold storers, canners, preservers, buyers, sellers, marketers, researchers and such other business or businesses incidental and connected therewith as the partners may decide from time to time.

Capital Structure and Shareholding Pattern

The authorized share capital of ShreeOswal Psyllium Exports India Limited is Rs. 4,00,00,000/- divided into 40,00,000 equity shares of Rs. 10/- each and the paid up capital of Rs. 3,50,00,000/- divided into 35,00,000 equity shares of Rs. 10/- each. The shareholding pattern of ShreeOswal Psyllium Exports India Limited as on the date of this Information Memorandum is as mentioned below:

S. No.	Name of Shareholder	Number of Shares	Percentage
1	ShreeOswal Seeds and Chemicals Limited	3499940	100.00%
2	Anil Kumar Nahata (as nominee of ShreeOswal Seeds and Chemicals Limited)	10	0.00%
3	Sanjay Kumar Baigani (as nominee of ShreeOswal Seeds and Chemicals Limited)	10	0.00%
4	Kiran Devi Begani (as nominee of ShreeOswal Seeds and Chemicals Limited)	10	0.00%



5	Padma Nahta (as nominee of ShreeOswal Seeds and Chemicals Limited)	10	0.00%
6	Kamlesh Nahata (as nominee of ShreeOswal Seeds and Chemicals Limited)	10	0.00%
7	Anil Kumar Baigani (as nominee of ShreeOswal Seeds and Chemicals Limited)	10	0.00%
	Total	35,00,000	100.00%

The Board of Directors of ShreeOswal Psyllium Exports India Limited as on the date of this Information Memorandum is as follows:

S. No.	Name of Directors
1	Anil Kumar Nahata
2	Sanjay Kumar Baigani
3	Kiran Devi Begani
4	Padma Nahta
5	Gopal Agrawal

Injunction or restraining order:

Our Company is not operating under any injunction or restraining order.

Defaults or Rescheduling of Borrowings with Financial Institutions/ Banks:

There are no defaults or rescheduling of borrowings with financial institutions/ banks, conversion of loans into equity in relation to our Company.

Details regarding acquisition of business /undertakings, mergers, amalgamation, revaluation of assets etc.:

Our Company has not merged/ amalgamated itself, nor has acquired any business undertaking since incorporation. However, our Company was admitted as partner in M/s Oswal Psyllium Exports vide partnership deed dated December 06, 2017. M/s Oswal Psyllium Exports was later converted into a public limited Company under the name and style of ShreeOswal Psyllium Exports India Limited and pursuant to conversion ShreeOswal Psyllium Exports India Limited became our wholly owned subsidiary Company.

Changes in the activities of our Company during the last five (5) years:

Except as mentioned in chapter "Our History and Certain Corporate Matters" on page no 78 there have been no changes in the activity of our Company since incorporation preceding as on the date of this Information Memorandum, which may have had a material effect on the profits or loss, including discontinuance of the lines of business, loss of agencies or markets and similar factors of our Company.

Revaluation of Assets:



Our Company has not revalued its assets as on the date of this Information Memorandum.

Collaboration Agreements:

As on the date of this Information Memorandum, our Company is not a party to any collaboration agreements.

Shareholders Agreements:

Our Company has not entered into any shareholders agreement as on the date of this Information Memorandum.

Other Agreements:

Our Company has not entered into any specific or special agreements except that have been entered into in ordinary course of business as on the date of filing of this Information Memorandum.

Non-Compete Agreement:

Our Company has not entered into any Non-compete Agreement as on the date of this Information Memorandum.

Strategic Partners:

Our Company does not have any strategic partners as on the date of this Information Memorandum.

Financial Partners:

Our Company does not have any financial partners as on the date of this Information Memorandum.

Strike & Lockouts:

There have been no strikes or lockouts in our Company since incorporation.

OUR MANAGEMENT

Board of Directors

Under our AoA, we are required to have not less than 3 Directors and not more than 15 directors, subject to the applicable provisions of the Companies Act. Our Company currently has 8 Directors on our Board. The following table sets forth details regarding the Board of Directors as on the date of this Information Memorandum:



S. No.	Name/ Father's Name, Age, Designation, Address, Occupation, Nationality and DIN	Date of Appointment/ Reappointment as Director	Other Directorship
1	<p>Name: Sanjay Kumar Baigani Father's Name: Manohar Lal Baigani Age: 50 Years Designation: Chairman & Managing Director Address: MAKAN NO 475, 14/2 VIKAS NAGAR NEEMUCH Madhya Pradesh 458441 Occupation: Business Nationality: Indian DIN: 07921083</p>	<p>Director: 01.12.2017, Managing Director: 04.12.2017 for a period of 3 years and further re-appointed for a period of 3 years w.e.f. 01.12.2020. Chairman: 04.02.2022</p>	<p>Public Limited Company ShreeOswal Psyllium Exports India Limited Private Limited Company Neemuch Food Industries Private Limited Limited Liability Partnership Nil</p>
2	<p>Name: Anil Kumar Nahata Father's Name: Devilal Nahata Age: 47 Years Designation: Whole Time Director & CEO Address: 94/2, Station Road, Jawahar Marg, Neemuch Madhya Pradesh 458441 Occupation: Business Nationality: Indian DIN: 07921005</p>	<p>Director: 01.12.2017 Chief Executive Officer: 04.12.2017 Whole Time Director: 16.06.2018 for a period of 3 years and further re-appointed for a period of 3 years w.e.f. 15.06.2021.</p>	<p>Public Limited Company ShreeOswal Psyllium Exports India Limited Private Limited Company Neemuch Food Industries Private Limited Oswal Ethanol And Feed Industry Private Limited Kesharpura Industrial Association Limited Liability Partnership Nil</p>
3	<p>Name: Kiran Devi Begani Father's Name: Ajit Kumar Tatbo Age: 46 Years Designation: Director Address: House No. 475, 14/2, Vikas Nagar, ward no 29, Neemuch Madhya Pradesh 458441 Occupation: Business Nationality: Indian DIN: 07921018</p>	<p>Director: 01.12.2017</p>	<p>Public Limited Company ShreeOswal Psyllium Exports India Limited Private Limited Company Nil Limited Liability Partnership Nil</p>



4	Name: Padma Nahta Father's Name: Rajmal Chhajed Age: 46 Years Designation: Non-executive Director Address: 94/2 Mandir Prangan, Neemuch Madhya Pradesh 458441 Occupation: Business Nationality: Indian DIN: 07921042	Director: 01.12.2017	Public Limited Company ShreeOswal Psyllium Exports India Limited Private Limited Company Nil Limited Liability Partnership Nil
5	Name: Gopal Lal Agarwal Father's Name: Rameshwar Lal Agarwal Age: 61 Years Designation: Independent Director Address: House No. 22, Scheme No. 30, Neemuch, Goma Bai Hospital Road, Sanjivani Colony Ke Samne, Neemuch Madhya Pradesh 458441 Occupation: Retired Nationality: Indian DIN: 08042715	Director: 08.01.2018	Public Limited Company Nil Private Limited Company Nil Limited Liability Partnership Nil
6	Name: Sanjay Chordiya Father's Name: Rajendra Kumar Age: 43 Years Designation: Independent Director Address: S/o Rajendra Kumar, Pagariyo ka Mohalla, Ghandhi Chok Begun Chittorgarh Rajasthan 312023 Occupation: Business Nationality: Indian DIN: 09462040	Director: 04.02.2022	Public Limited Company Nil Private Limited Company Nil Limited Liability Partnership Nil
7	Name: Umesh Kumar Sharma Father's Name: Bhimsen Sharma Age: 43 Years Designation: Independent Director Address: S/o Bhim Sen Sharma Gram Jawi Post Jawi Neemuch Madhya Pradesh 458441 Occupation: Business Nationality: Indian DIN: 09461979	Director: 04.02.2022	Public Limited Company Nil Private Limited Company Nil Limited Liability Partnership Nil

Sanjay



8	Name: Yash Wardhan Jain Father's Name: Narendra Jain Age: 34 Years Designation: Independent Director Address: 34 Vikas Nagar 14/2, Neemuch Madhya Pradesh 458441 Occupation: Chartered Accountant Nationality: Indian DIN: 09661572	Director: 24.08.2022	Public Limited Company Nil Private Limited Company Nil Limited Liability Partnership Nil
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BRIEF PROFILE OF OUR DIRECTORS :

Sanjay Kumar Baigani, Promoter, Chairman & Managing Director

Sanjay Kumar Baigani, aged 50 years is the Promoter and Chairman & Managing Director of the Company. He is associated with our Company since Incorporation. He has practical and hands on experience in field related with taxation, accounting and computer. He has work experience of more than 28 years and was responsible in handling day-to-day working and dealing in seeds, fertilizers, grains etc. including its marketing He is the guiding force behind the strategic decisions of our Company and has been instrumental in planning and formulating the overall business strategy and developing business relations of our Company. He majorly looks after accounts department and finance department of our Company.

Anil Kumar Nahata, Promoter, Whole Time Director and Chief Executive Officer

Anil Kumar Nahata, aged 47 years is the Promoter and Whole Time Director of the Company and has been designated as the Chief Executive Officer of the Company. He has been on the Board of the Company since incorporation. He looks after the overall business affairs majorly taking care of sales department, purchase department, production department and marketing department of our Company. He has work experience of more than 25 years and was responsible in handling day-to-day working and dealing in seeds, fertilizers, grains etc. including its marketing. Further, he has also participated in many conventions related with Agri-Industry, ICAR- National Research Centre on seed spices and India Expo, which was held in Karachi Expo. Center, Pakistan.

Kiran Devi Begani, Member of Promoter group and Non-executive Director

Kiran Devi Begani, aged 46 years is the Director of the Company. She is taking care of Human Resources Department of our Company. She is the Director of the Company since incorporation.

Padma Nahta, Member of Promoter group and Non-executive Director

Padma Nahta, aged 46 years is the Director of the Company. She is associated with our Company since incorporation. She has expertise in maintaining Industrial Relations. She

Sanjay



motivates, initiate and well controls all the workers and employees too. She is also expertise in managing day to day working and maintains discipline for timely payment of legal duties, fees, service charges, salary, remuneration and also controls over timely submission of returns, statements and data to various agencies.

Gopal Lal Agarwal, Non Executive Independent Director

Gopal Lal Agarwal, aged 61 years is an Independent Director of the Company. He holds Bachelor’s degree in commerce from Rajasthan University, Jaipur Rajasthan. Prior to joining our Company, he was associated with as State Bank of India as Branch manager and has knowledge and experience on all types of financial analysis, customer relation, statutory obligation, liasoning, housekeeping, customer relation, general and life insurance business, recovery in difficult accounts etc.

Sanjay Chordiya, Non Executive Independent Director

Sanjay Chordiya, aged 43 years is an Independent Director of the Company. He has 14 year of experience in Agro Business.

Umesh Kumar Sharma, Non Executive Independent Director

Umesh Kumar Sharma, aged 43 years is an Independent Director of the Company. He has 15 year of experience in Administration.

Yash Wardhan Jain, Non Executive Independent Director

Yash Wardhan Jain, aged 34 years is an Independent Director of the Company. He has 9 year of experience in Audit, Direct and Indirect Taxation.

RELATIONSHIP BETWEEN DIRECTORS

As on the date of this Information Memorandum:

1. Except as disclosed below, none of the Directors of the Company are related to each other within the meaning of section 2(77) of the Companies Act, 2013:

Director	Other Director	Relationship
Sanjay Kumar Baigani	Kiran Devi Begani	Husband-Wife
Anil Kumar Nahata	Padma Nahta	Husband-Wife

2. There are no arrangements or understanding with major shareholders, customers, suppliers or any other entity, pursuant to which any of the Directors or Key Management Personnel were selected as a Director or member of the senior management.
3. The Directors of our Company have not entered into any service contracts with our Company which provides for benefits upon termination of employment.
4. None of our Directors are on the RBI List of willful defaulters.

Sanjay



5. Further, none of our Directors are or were directors of any company whose shares were (a) suspended from trading by stock exchange(s) or (b) delisted from the stock exchanges during the term of their directorship in such companies.
6. None of the Promoters, persons forming part of our Promoter Group, Directors or persons in control of our Company, has been or is involved as a promoter, director or person in control of any other company, which is debarred from accessing the capital market under any order or directions made by SEBI or any other regulatory authority.

Remuneration to Executive Directors

The compensation payable to Managing Director/Whole Time Directors will be governed as per the terms of their appointment and shall be subject to the provisions of Sections 2 (54), 2(94), 188, 196, 197, 198 and 203 and any other applicable provisions of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof).

Payment or benefit to Non-Executive Directors of Our Company

Apart from the remuneration to Executive Directors, if any as provided, our Non-Executive Directors are entitled to be paid a sitting fee up to the limits prescribed by the Companies Act, 2013 and the Rules made there under and actual travel, boarding and lodging expenses for attending the Board or committee meetings. They may also be paid commissions and any other amounts as may be decided by the Board in accordance with the provisions of the Articles, the Companies Act and any other applicable Indian laws and regulations.

SHAREHOLDING OF OUR DIRECTORS IN THE COMPANY

As per the AoA of our Company, a Director is not required to hold any qualification shares.

Sr. No.	Name of the Director	No. of Shares held as on 30.09.2022	in %
1	Sanjay Kumar Baigani	53,34,470	34.99%
2	Anil Kumar Nahata	53,34,470	34.99%
3	Kiran Devi Begani	10	Negligible
4	Padma Nahta	10	Negligible
5	Gopal Lal Agarwal	4000	0.03%
6	Sunil Kumar Agrawal	0	Nil
7	Sanjay Chordiya	0	Nil
8	Umesh Kumar Sharma	0	Nil
	Total	1,06,72,960	70.01%

Interests of our Directors

Our Directors may be deemed to be interested to the extent of their remunerations paid to them for services rendered and with the reimbursement of expenses payable to them. In addition, as on the date of this Information Memorandum, our Managing

Sanjay



Director and Whole time Director (CEO) receives managerial remuneration from our Company in terms of the proviso to Section 197(4) of the Companies Act. For further details, please refer to section titled "Our Promoters and Promoter Group" on page 90 of this Information Memorandum.

Changes in our Company's Board of Directors during the last three (3) years

The changes in the Board of Directors of our Company in the last three (3) years are as follows:

Name	Date of event	Nature of event	Reason
Sanjay Chordiya	04 th February, 2022	Appointment	Appointment as additional as well as Non Executive Independent Director
Umesh Kumar Sharma	04 th February, 2022	Appointment	Appointment as additional as well as Non Executive Independent Director
Yash Wardhan Jain	24 th August, 2022	Appointment	Appointment as additional as well as Non Executive Independent Director
Sunil Kumar Agarwal	24 th August, 2022	Cessation	Resignation as Non Executive Independent Director
Sanjay Chordiya	29 th September, 2022	Change in Designation	Appointment as an Non Executive Independent Director
Umesh Kumar Sharma	29 th September, 2022	Change in Designation	Appointment as an Non Executive Independent Director
Yash Wardhan Jain	29 th September, 2022	Change in Designation	Appointment as an Non Executive Independent Director

BORROWING POWERS OF THE BOARD

Pursuant to a special resolution passed at an Extra-ordinary General Meeting of our Company held on January 16, 2018 and pursuant to Section 180(1)(c) and any other applicable provisions, of the Companies Act, 2013 and the rules made thereunder, consent of Members be and is hereby accorded to borrow from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid up capital of the company and free reserve, that is to say, reserves not set apart for any specific purposes, provided that the total outstanding amount so borrowed, shall not at any time exceed the limit of Rs. 200 crores.

Sanjay



CORPORATE GOVERNANCE

The provisions of the Companies Act, 2013 along with the SEBI Listing Regulations 2015 with respect to corporate governance will be applicable to us immediately upon the listing of our Equity Shares with the Stock Exchange. We are in compliance with the requirements of the applicable regulations, including the SEBI (LODR) Regulations, the SEBI (ICDR) Regulations and the Companies Act, 2013 in respect of corporate governance including constitution of the Board and committees thereof.

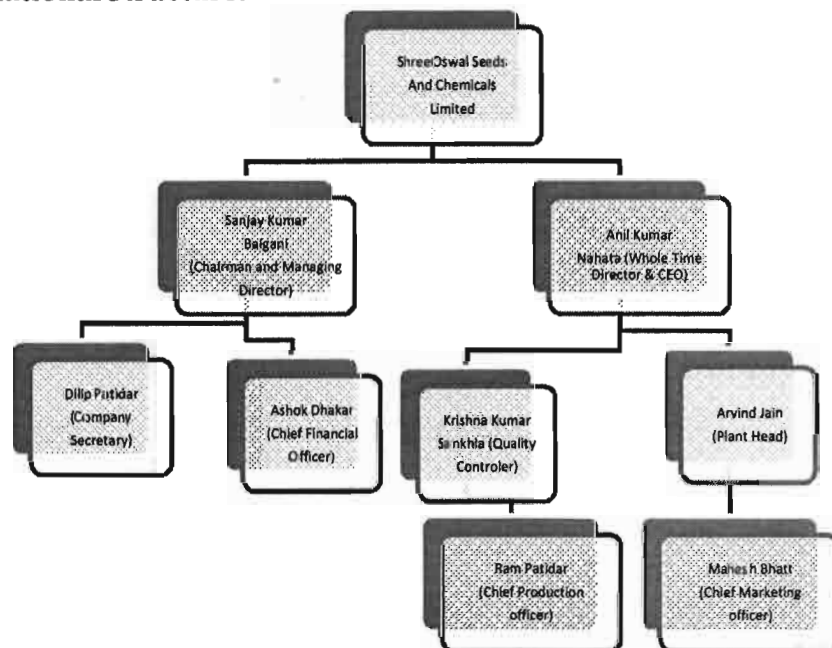
Our Board has been constituted in compliance with the Companies Act and SEBI (LODR) Regulations, to the extent applicable. Our Board functions either as a full board or through various committees constituted to oversee specific functions. In compliance with the requirements of the Companies Act and the SEBI (LODR) Regulations, to the extent applicable our Board of Directors consists of **Eight** Directors of which **four** are non-executive Independent Directors which is in compliance with the requirements of Companies Act, 2013 and SEBI (LODR) Regulations.

Policy on Disclosures and Internal Procedure for Prevention of Insider Trading:

The provisions of Regulation 9(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 is applicable to our Company immediately upon the listing of its Equity Shares on Emerge Platform of NSE. We have complied with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015 on listing of Equity Shares on stock exchanges.

Our Company Secretary & Compliance Officer, is responsible for setting forth policies, procedures, monitoring and adhering to the rules for the prevention of dissemination of price sensitive information and the implementation of the code of conduct under the overall supervision of the Board.

Our Organizational Structure:



Sanjay

KEY MANAGERIAL PERSONNEL

Set forth below are the details of our Key Management Personnel as prescribed under the Companies Act 2013, in addition to Mr. Sanjay Kumar Baigani, our Chairman and Managing Director and Mr. Anil Kumar Nahata, Whole Time Director and Chief Executive Officer of our Company as on the date of filing of this Information Memorandum. For details of Mr. Sanjay Kumar Baigani and Mr. Anil Kumar Nahata, see "Brief Profile of our Directors" on page 82 of Information Memorandum.

Ashok Dhakar, aged 36 years is the Chief Financial Officer of the Company. He holds degree in Bachelor of Arts from Mohan Lal Sukhadia University, Udaipur and also holds Degree in Masters of Social Work from Balkavi Bairagi Mahavidyalaya, Bhopal, Madhya Pradesh.

Dilip Patidar, aged 33 years is the Company Secretary and Compliance Officer of the Company. He is a member of Institute of Companies Secretaries of India. He has more than 9 years experience in legal and secretarial work of a listed Company. He is entrusted with Legal and Secretarial Department of our Company.

RELATIONSHIP BETWEEN KEY MANAGERIAL PERSONNEL

None of the Key Managerial Personnel's are related to each other within the meaning of Section 2 (77) of the Companies Act, 2013. All of the Key Managerial Personnel are permanent employees of our company.

RELATIONSHIPS OF DIRECTORS/ AND PROMOTERS WITH KEY MANAGERIAL PERSONNEL


For details please see page no. 95 of Information Memorandum.

OUR PROMOTERS AND PROMOTER GROUP

OUR PROMOTERS

The promoters and Promoter Group of our company as on date of this Information Memorandum are:

Details of Individual Promoters of our Company

	<p>Sanjay Kumar Baigani, Promoter, Chairman and Managing Director</p> <p>Sanjay Kumar Baigani, aged 50 years is the Promoter and Chairman & Managing Director of the Company. He is associated with our Company since Incorporation. He has practical and hands on experience in field related with taxation, accounting and computer. He has work experience</p>
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Sanjay



of more than 28 years and was responsible in handling day-to-day working and dealing in seeds, fertilizers, grains etc. including its marketing He is the guiding force behind the strategic decisions of our Company and has been instrumental in planning and formulating the overall business strategy and developing business relations of our Company. He majorly looks after accounts department and finance department of our Company.

Nationality: Indian

DIN: 07921083

Passport No: M0953075

Driving License: MP44D-2007-0055632

Voters ID: GXS1873959

Aadhar No.: 844514945604

Address: Makan No 475, 14/2 Vikas Nagar, Neemuch Madhya Pradesh 458441

For further details in relation to other ventures of Mr. Sanjay Kumar Begani, please refer to section titled "Group Entities of our Company" on page no 96 of this Information Memorandum.



Anil Kumar Nahata, Promoter, Whole Time Director and CEO

Anil Kumar Nahata, aged 47 years is the Promoter and Whole Time Director of the Company and has been designated as the Chief Executive Officer of the Company. He has been on the Board of the Company since incorporation. He looks after the overall business affairs majorly taking care of sales department, purchase department, production department and marketing department of our Company. He has work experience of more than 25 years and was responsible in handling day-to-day working and dealing in seeds, fertilizers, grains etc. including its marketing. Further, he has also participated in many conventions related with Agri- Industry, ICAR- National Research Centre on seed spices and India Expo, which was held in Karachi Expo. Center, Pakistan.



Nationality: Indian

DIN: 07921005

Passport No: J6556294


Sanjay



	<p>Driving License: MP44N-2016-0031633 Voters ID: TJW0386532 Aadhar No.: 869090477571</p> <p>Address: 94/2, Station Road, Jawahar Marg, Neemuch 458441, Madhya Pradesh, India.</p> <p>For further details in relation to other ventures of Mr. Anil Kumar Nahata, please refer to section titled "Group Entities of our Company" on page no 96 of this Information Memorandum.</p>
	<p>Kiran Devi Begani, Member of Promoter Group, Non Executive Director</p> <p>Kiran Devi Begani, aged 46 years is the Promoter and Non Executive Director of the Company as well as Whole time director in wholly on Subsidiary company Shreeoswal Psyllium Exports India Limited. She is associated with our Company since Incorporation. She has practical and hands on experience in field related with Human resources management. She has work experience of more than 10 years and was responsible in handling day-to-day working of wholly on Subsidiary company Shreeoswal Psyllium Exports India Limited and this company categorized as non executive Director etc. She is the guiding force behind the strategic decisions of our Wholly owned Subsidiary Company.</p> <p>Nationality: Indian DIN: 07921018 Passport No: L5154930 Voters ID: GXS1784131 Aadhar No.: 299319194399</p> <p>Address: House No. 475, 14/2, Vikas Nagar, ward no 29,Neemuch,Madhya Pradesh India 458441</p>
	<p>Padma Nahta, Member of Promoter Group, Non Executive Director</p> <p>Padma Nahta, aged 46 years is the Promoter and Non Executive Director of the Company as well as Whole time director in wholly on Subsidiary company Shreeoswal Psyllium Exports India Limited. She is associated with our Company since Incorporation. She has practical and hands on experience in field related with administration.</p>

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	<p>She has work experience of more than 10 years and was responsible in handling day-to-day working of wholly on Subsidiary company Shreeoswal Psyllium Exports India Limited and this company categorized as non executive Director etc. She is the guiding force behind the strategic decisions of our wholly owned Subsidiary Company.</p> <p>Nationality: Indian DIN: 07921018 Passport No: M0644445 Aadhar No.:755256143694</p> <p>Address: 94/2 Mandir Prangan Neemuch Madhya Pradesh India 458441</p>
	<p>Anil Kumar Begani, Member of Promoter Group</p> <p>Mr. Anil Kumar Begani aged 53 is the Promoter and founder of the Company He is having a work experience of more than 30 years in various fields such as agri commodity; cattle feed industry, as a trader and manufacturer. Mr. Begani has Bachelors in commerce and has excellent knowledge of the manufacturing, and marketing, of the products from his past experience of more than 30 years. He has effective communication skills, leadership quality, business management skills, decision making skills and other analytical skills which helps a person.</p> <p>Nationality: Indian DIN: 09413771 Aadhar No.: 627015858343</p> <p>Address : 25, Balaji Ganesh Market, Station Road Neemuch (M.P.) 458441</p>

INTEREST OF PROMOTERS

Our Promoters are interested in our Company to the extent of their respective Equity shareholding in our Company and any dividend distribution that may be made by our Company in the future. For details pertaining to our Promoters' shareholding, please refer to section titled "Capital Structure" on page no 45 of this Information Memorandum. Our promoters are also interested to the extent they are Directors on our Board, as well as any remuneration of expenses payable to them. In addition, as on the date of this Information Memorandum, our Promoters, received remuneration and reimbursement of expenses payable to them from our Company. For further information on remuneration to the Executive Directors, please refer to section titled "Our Management" on page no 82 of this Information Memorandum.

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Our Promoters have not entered into any contract, agreements or arrangements in which our Promoters are directly or indirectly interested and no payments have been made to them in respect of the contracts, agreements or arrangements which are proposed to be made with them including the properties purchased by our Company other than in the normal course of business.

None of our Promoters or Group Entities have any interest in any property acquired by our Company within two (2) years of the date of this Information Memorandum or proposed to be acquired by it or in any transaction in acquisition of land or any construction of building or supply of machinery.

Interest of Promoters in Sales and Purchases

There are no sales/purchases between our Company and our Group Entity other than as stated in the section titled "Group Entities of our Company". For further details, please refer to section titled "Related Party Transactions" on page no. 96 of this Information Memorandum. Further company having transactions with wholly owned subsidiary company.

Confirmations

Our Company hereby confirms that:

None of our Promoters have been declared as a willful defaulter by the RBI or any other governmental authority and there are no violations of securities laws committed by the Promoters in the past nor any pending against them.

None of our Promoters, Promoter Group or Directors or persons in control of our Company or bodies corporate forming part of our Promoter Group have been (i) prohibited from accessing the capital markets under any order or direction passed by SEBI or any other authority or (ii) refused listing of any of the securities issued by such entity by any stock exchange, in India or abroad.

Payment or benefits to the Promoters in the last two (2) years

No payment or benefit has been made to the Promoters except as disclosed in the related party transaction. For further details, please refer to section titled "Related Party Transactions" on page no 96 of this Information Memorandum.

Disassociation by the Promoters from entities in last three (3) years

None of our Promoters of the Company have disassociated from any of the companies or firms in the last three (3) years except as mentioned in this Information Memorandum.

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Litigation details pertaining to our Promoters

For details on litigations and disputes pending against the Promoters and defaults made by our Promoters please refer to section titled "Outstanding Litigations and Material Developments" on page no 104 of this Information Memorandum.

Individual Promoter Group of our Promoters

Relationship Promoters	with	Sanjay Kumar Baigani	Anil Kumar Nahata
Father		Late Manohar Lal Baigani	Devi Lal Nahata
Mother		Chandra Lekha Begani	Premlata Nahata
Brother		Anil Kumar Baigani	N.A.
Sister's		Kiran Kothari Alka Duggad	Kiran Kothari Sunit Sisodia Rekha Nagori
Spouse		Kiran Devi Begani	Padma Nahta
Son		Yuvraj Begani	Rohit Nahata Garvit Nahata
Daughter		Sakshi Begani	N.A.
Spouse's Father		Ajit Kumar Tated	Rajmal Chhajed
Spouse's Mother		Ashoka Bai Tated	Sohan Bai Chhajed
Spouse's Brother		Narendra Kumar Tated	Shobhag mal Chhajed Surendra Kumar Chhajed Mahavir Chhajed
Spouse's Sister		Reena Jain Sapna Pamecha Aarti Devi	Shakuntla Gopawat Lila Devi Sushma Jain

Companies, firms, proprietorships and HUFs which form part of our Promoter Group are as follows

1. M/s Purnima Roadlines, Partapgarh (Raj) (Proprietorship concern of Narendra Kumar Tated)
2. M/s Pratham Spices (Proprietorship concern of Aarti Devi)
3. M/s Nahata Brothers (Proprietorship concern of Devi Lal Nahata)
4. M/s Adinath Food Industries (A Partnership firm in which Surendra Kumar Chhajed is partner)
5. M/s Adinath Sortex (A Partnership firm in which Shobhag mal Chhajed is partner)
6. Anil Kumar Sanjay Kumar Jain (Proprietorship concern of Anil Kumar Baigani)
7. Shri Anil Kumar Baigani HUF
8. M/s P.P. Traders (Proprietorship concern of Premlata Nahata)
9. M/s Shankheshwar Enterprises (Proprietorship concern of Anil Kumar Baigani)
10. M/s Shubham Trading Co. (Proprietorship concern of Anil Kumar Baigani HUF)

Sanjay



11. M/s S.N Nature Fresh (Partnership firm of Anil Kumar Nahata and Sanjay Kumar Baigani)
12. Shri Sanjay Kumar Begani HUF
13. Shri Anil Kumar Nahata HUF
14. M/s Nakoda Developers (Partnership firm of Anil Kumar Nahata And Sanjay Kumar Baigani)
15. ShreeOswal Psyllium Exports India Limited, (wholly owned subsidiary company)
16. Oswal Ethanol and Feed Industries Private Limited (Anil Kumar Nahata)
17. Kesarpura Industrial Association (Anil Kumar Nahata Director & Neemuch Food Industries Private Limited)
18. Neemuch Food Industries Private Limited(Anil Kumar Nahata & Sanjay Kumar Begani)
19. Oswal Logistics (Padma Nahata & Kiran Devi Begani Partner)

GROUP ENTITIES OF OUR COMPANY

As per the SEBI (ICDR) Regulations, for the purpose of identification of Group Companies, our Company has considered Companies covered under the Accounting Standard 18 (including Associate Companies) as per Audited Standalone Financial Statements. Further, for the purpose of disclosure in relation to Group Companies, a company shall be considered material and disclosed as a Group Company if said Company is a member of the Promoter Group as per Regulation 2(1) (pp) of SEBI(ICDR),2018 as amended and our Company has entered into one or more transactions with such Company, as the case may be, cumulatively exceeding 10% of total revenue of the Company for such financial year as per the audited financial statement.

Further, Board has determined that there are no other Companies connected to our Promoters or the Promoter Group which is material to our Company having regard to the value of the transactions that our Company has entered into in the last 5 years with that entity, and the limited dependence that our Company has on this related party from a business continuity perspective.

Based on the above, there are no Group Companies of our Company.

RELATED PARTY TRANSACTIONS

Based on Audited Financial statement for the financial year ended March 31, 2022, below mentioned related party transaction have been observed:

(Amount in Lacs)

Particular	For the year Ended on 31.03.2022					
	Remuneration Paid/Payable	Loan Received	Loan Repaid	Sitting Fees Paid / Payable	Allowances	
TRANSACTION WITH KEY MANAGERIAL PERSON						
Shri Sanjay Kumar Baigani	66.00	8.00	8.00	-	-	
Shri Anil Kumar Nahata	66.00	-	-	-	-	
Mr. Dilip Patidar	2.67	-	-	-	-	

Sanjay



Shri Ashok Dhakar	3.20	-	-	-	-	
Transaction With Other Directors						
Smt. Kiran Devi Begani	-	-	-	0.25	-	
Smt. Padma Nahta	-	-	-	0.25	-	
Shri Gopal Agarwal	-	-	-	0.25	-	
Shri Sunil Agarwal	-	-	-	0.25	-	
TRANSACTION WITH WHOLLY OWNED SUBSIDIARY COMPANY						
Particulars	Sale of Goods	Interest Received	Loan Given	Electricity Charges Received	Loan Repayment Received	
M/s ShreeOswal Psyllium Exports India Ltd (Eartilewhile Partnership Firm converted into Company on 28.02.2018)	-	209.83	6339.70	10.94	2947.90	

DIVIDEND POLICY

Our Company does not have any formal dividend policy for the equity shares. Our Company can pay Final dividends upon a recommendation by Board of Directors and approval by majority of the members at the Annual General Meeting subject to the provisions of the Articles of Association and the Companies Act, 2013. The Members of our Company have the right to decrease, not to increase the amount of dividend recommended by the Board of Directors.

The Articles of Association of our Company also gives the discretion to Board of Directors to declare and pay interim dividends. The dividends may be paid out of profits of our Company in the year in which the dividend is declared or out of the undistributed profits or reserves of previous fiscal years or out of both which shall be arrived at after providing for depreciation in accordance with the provisions of Companies Act, 2013. The declaration and payment of dividend will depend on a number of factors, including but not limited to the results of operations, earnings, capital requirements and surplus, general financial conditions, applicable Indian legal restrictions, contractual obligations and restrictions, restrictive covenants under the loan and other financing arrangements to finance the various projects of our Company and other factors considered relevant by our Board of Directors.

The declaration and payment of dividends, if any, will be recommended by our Board of Directors and approved by our shareholders at their discretion, subject to the provision of the Articles of Association and the Companies Act. The dividends, if any, will depend on a number of factors, including but not limited to the earnings, capital requirements and overall financial position of our Company. In addition, our ability to pay dividends may be impacted by a number of other factors, including, restrictive covenants under the loan or financing documents that we may enter into from time to time. Our Company has no formal dividend policy. Our Board may also, from time to time, pay interim dividends.

Our Company has not paid any dividend since incorporation to till the date of this information memorandum.

Gemay



SECTION VII: FINANCIAL INFORMATION

Financial Statement for the year ended 31st March, 2022

Copy of Financial Statement attached as Annexure-1 with Information Memorandum.

Financial Results for the half year ended 30th September, 2022

Copy of Financial Result attached as Annexure-2 with Information Memorandum.

FINANCIAL INDEBTNESS

Our Company utilizes various credit facilities from banks and financial institutions from time to time for conducting its business.

A. Loan from Banks (Secured Loans) – As on 31-03-2022 and 30-09-2022

S. No.	Name of Lender	Purpose	Sanctioned Amount (In Rs.)	Rate of Interest	Repayment Schedule	Moratorium	Principal Outstanding As On 31.03.2022	Principal Outstanding As On 30.09.2022
1	HDF C Bank	Working Capital	700.00	8.30	On Demand	-	630.07	654.72
2	HDF C Bank	Working Capital & ECGC	146.50	9.25	48 Month	12 Month	113.19	76.33
3	HDF C Bank	Warehouse Limit	1000.00	9.00	On Demand	-	224.41	7.56
4	HDF C Bank	Term Loan	41.67	8.90	44 Month	-	11.45	2.50
5	Axis Bank	Warehouse and Pledge Limit	2500.00	9.35	On Demand	-	1535.99	371.70



B. Loan from Directors (Unsecured Loan) – As on 31-03-2022 and 30-09-2022

There was no unsecured borrowing in the Company

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS

INDUSTRY STRUCTURE AND DEVELOPMENT

In 2020, the world experienced a crisis like no other and it is expected to continue in 2021. Governments took bold steps to save lives and the economy with nearly USD 12 trillion in fiscal and about USD 7.5 trillion monetary actions. The World Bank estimated 4.3% contraction of the global economy in 2020. The pandemic has caused heavy toll on life and livelihood and pushed millions into poverty. This may impact economic activities and the income level for some time. Assuming success of the vaccine rollout, the World Bank indicated that the global economy will expand by 4% in 2021. However, the latest surge of Covid-19 infection in the leading economies may dent the expansion to some extent.

The Economic Survey 2021 states the following on Agriculture and Allied Industries, a clear reflection of the importance of this sector in Indian economy:

"India's Agricultural and Allied Activities sector has shown its resilience amid the adversities of Covid-19 induced lockdowns which is reflected in the sector's FY 2020-21 growth estimates of 2.3% compared to 4.3% in FY 2019-20. Agriculture remained the silver lining while contact-based services, manufacturing, construction were hit hardest and recovered steadily. Exports of agriculture and allied products recorded expansion. The share of the sector in Gross Value Added ('GVA') of the country at current prices is 17.8% for FY 2019-20."

The actual agricultural credit flow was 13,92,470 crore against the target of 13,50,000 crore in FY 2019-20. The target for FY 2020-21 was 15,00,000 crore and a sum of 9,73,518 crore was disbursed till November 2020. The Pradhan Mantri Fasal Bima Yojana covers over 5.5 crore farmer applications year-on-year. Claims worth 90,000 crore were paid as on January 12, 2021 through Direct Benefit Transfer (DBT) into the farmers' Aadhaar linked accounts.

An amount of 18,000 crore has been deposited directly in the bank accounts of 9 crore farmer families of the country in December 2020 in the 7th instalment of financial benefit under the PM Kisan Yojana.

In the Union Budget 2021-22, the Ministry of Agriculture, Cooperation and Farmers Welfare has been allocated 1,31,531 crore, an increase of 6% over revised estimate of previous year. Growth in budget allocation as well as the three important farm reforms enacted is a clear reflection of the Government's high priority on agriculture.

Sanjay



OPPORTUNITIES

1. Expanding to new geographical markets

Geographically, major markets in the country like Madhya Pradesh, Rajasthan, Jharkhand, Chhattisgarh, Uttar Pradesh, Bihar, Maharashtra, Punjab, Gujarat and Delhi, registered good demand for our products. Company is focused on investment in research and development, and have purchased a 5 hectare land for its research area. Currently the focus is on developing high quality seeds which will generate higher produce. The company's network of dealers and distributors is wide spread which ultimately benefits the company by giving high sales.

2. Enhancing functional efficiency

The increased intervention of the management in the operations and finances of the company can be seen in the high sales figure of the company in the current FY and will be taken forward in the future FY as well. Higher operational effectiveness results in greater production volumes and higher sales. We are also moving towards higher profit margins. Our motive has always been to spread in the domestic market and keep improving our presence in the domestic arena. We are continuously introducing new product range for expansion and to increase our capacity. Our strong presence in the current market helps us to move into the new market strongly.

3. Expanding product portfolio

Our offerings include high quality seeds, LOK-1 (Wheat), Raj-4037 (Wheat), OSYM-55 (Mustard), OSM77 (Mustard), Krishna- 11 (Wheat), Super Sharbati-14001 (Wheat), Rochak (Wheat), Gold Plus (Mustard) and Super Star -211, JS-9305, JS-335, JS-9560 (Soya Bean) and Black gram- Tau-1, Maize- Payal -11, Super Power 9002, Magic Star 110.

New varieties of seeds introduced are, Wheat- 1212, Wheat- 1414, HI - 1544 (Isabgol), 5001 (Isabgol). These new seeds require less water for irrigation and generate higher produce to farmers. Our newly recruited agriculturists are continuously working towards developing quality seeds to flourish our product portfolio.

4. Establishing New Plant, warehouse, Laboratory

We have recently installed a mini 'Sortex cleaning plant' at our premises at, 6, Industrial Area, Neemuch. The new upgraded machinery will enhance our production to meet demand and supply of our dealer, distributor and farmer friends.

We have also appointed 2 agriculture scholars for research work. Their performance is up to the mark. We are looking for them to soon introduce distinguishing features in the field of mustard seed and wheat seed.

Sanjay



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 303 MT, a 2% y-o-y increase over the previous year. Wheat is estimated to reap a record harvest quantum of 109 MT. Pulses and Oilseeds production is pegged to reach 24.4 MT and 37.3 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

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.

Further, atmospheric/weather change, poor monsoon and unsupportive commodity prices, regulatory risks from the central and state governments in respect of distribution, prices, royalties and changes in taxation law are points of major concern for the company.

COVID IMPACT

Global disruption caused by COVID-19 combined with a total nationwide lockdown has resulted in significant economic contraction in India. However, agriculture sector has seen relatively lesser disruption being part of essential items. Hence, our processing and manufacturing units i.e. Neemuch unit, were working and strictly following the guidelines issued by the Central and State Governments. Although, there are certain challenges which impacted the business being softer than normal such as lack of availability of labour and transportation. The company overcome this entire problem sensibly and was able to nourish and sustain its brand name and reputation in the seed industries.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company maintains adequate internal control system and procedures commensurate with its size and nature of operations. The internal control systems are designed to provide a reasonable assurance over reliability in financial reporting, ensure appropriate authorization of transactions, safeguarding the assets of the Company and prevent misuse/ losses and legal compliances. The internal control system includes a well-defined delegation of authority and a comprehensive Management Information System coupled with monthly and quarterly reviews of operational and financial performance, a well-structured budgeting process with regular monitoring of expenses and Internal audit. The Internal Audit reports are periodically reviewed by the Management and the Audit Committee and necessary improvements are undertaken, if required.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Financial and Operational performance forms are part of the Annual Report and are hence presented accordingly.

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 31st March, 2021, the Company had 22 employees.

Qam)az



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	2.02	-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	0.06	-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 Equity 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 = Net Income / 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.

Ramjini



OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

Except as stated below there are no outstanding litigations, suits, criminal or civil prosecutions, proceedings or tax liabilities against/by the Company, its Directors, its Promoters and its Group Companies and there are no defaults, nonpayment of statutory dues, over-dues to banks/financial institutions, defaults against banks/financial institutions by the Company, default in creation of full security as per terms of issue/other liabilities, no amounts owed to small scale undertakings or any other creditor exceeding Rs.1.00 lakh, which is outstanding for more than 30 days, no proceedings initiated for economic/civil/any other offences (including past cases where penalties may or may not have been awarded and irrespective of whether they are specified under Schedule V to the Companies Act, 2013) other than unclaimed liabilities of our Company and no disciplinary action has been taken by SEBI or any stock exchange against the Company, its Promoters, its Directors and Group Companies.

Further, except as stated herein, there are no past cases in which penalties have been imposed on the Company, its Promoters, its Directors or its Group Companies, and there is no outstanding litigation against any other Company whose outcome could have a material adverse effect on the position of the Company. Further, there are no cases of litigation, defaults etc. in respect of companies/firms/ventures with which the Promoters were associated in the past but are no longer associated, in respect of which the name(s) of the Promoters continues to be associated.

Further, apart from those as stated below, there are no show-cause notices / claims served on the Company, its Promoters, its Directors or its Group Companies from any statutory authority / revenue authority that would have a material adverse effect on our business.

I. LITIGATION INVOLVING OUR COMPANY

A. LITIGATION AGAINST OUR COMPANY

- 1. Criminal matters: NIL**
- 2. Civil Matters: NIL**
- 3. Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**
- 4. Litigation involving Tax Liabilities**
 - (i) Direct Tax Liabilities: NIL**
 - (ii) Indirect Taxes Liabilities: NIL**
- 5. Other Pending Litigations: NIL**

B. CASES FILED BY OUR COMPANY

- 1. Criminal matters: NIL**
- 2. Civil Matters: NIL**
- 3. Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**

Ranjay



4. **Litigation involving Tax Liabilities**
 - (i) **Direct Tax Liabilities: NIL**
 - (ii) **Indirect Taxes Liabilities: NIL**
5. **Other Pending Litigations: NIL**

II. LITIGATION INVOLVING OUR DIRECTORS

A. LITIGATION AGAINST OUR DIRECTORS

1. **Criminal matters: NIL**
2. **Civil Matters: NIL**
3. **Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**
4. **Litigation involving Tax Liabilities**
 - (i) **Direct Tax Liabilities: NIL**
 - (ii) **Indirect Taxes Liabilities: NIL**
5. **Other Pending Litigations: NIL**

B. CASES FILED BY OUR DIRECTORS

1. **Criminal matters: NIL**
2. **Civil Matters: NIL**
3. **Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**
4. **Litigation involving Tax Liabilities**
 - (i) **Direct Tax Liabilities: NIL**
 - (ii) **Indirect Taxes Liabilities: NIL**
5. **Other Pending Litigations: NIL**

III. LITIGATION INVOLVING OUR PROMOTERS AND PROMOTER GROUP

A. LITIGATION AGAINST OUR PROMOTERS AND PROMOTER GROUP

1. **Criminal matters: NIL**
2. **Civil Matters: NIL**
3. **Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**
4. **Litigation involving Tax Liabilities**
 - (i) **Direct Tax Liabilities: NIL**
 - (ii) **Indirect Taxes Liabilities: NIL**
5. **Other Pending Litigations: NIL**

B. CASES FILED BY OUR PROMOTERS AND PROMOTER GROUP

1. **Criminal matters: NIL**
2. **Civil Matters: NIL**
3. **Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**
4. **Litigation involving Tax Liabilities**
 - (i) **Direct Tax Liabilities: NIL**
 - (ii) **Indirect Taxes Liabilities: NIL**
5. **Other Pending Litigations: NIL**

Sanjay



IV. LITIGATION INVOLVING OUR GROUP ENTITIES

A. LITIGATION AGAINST OUR GROUP ENTITIES

- 1. Criminal matters: NIL**
- 2. Civil Matters: NIL**
- 3. Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**
- 4. Litigation involving Tax Liabilities**
 - (i) Direct Tax Liabilities: NIL**
 - (ii) Indirect Taxes Liabilities: NIL**
- 5. Other Pending Litigations: NIL**

B. CASES FILED BY OUR GROUP ENTITIES

- 1. Criminal matters: NIL**
- 2. Civil Matters: Outstanding demand of Rs. 40.00 Lacs**
- 3. Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**
- 4. Litigation involving Tax Liabilities**
 - (i) Direct Tax Liabilities: NIL**
 - (ii) Indirect Taxes Liabilities: NIL**
- 5. Other Pending Litigations: NIL**

Sanjay



GOVERNMENT AND OTHER STATUTORY APPROVALS

Our Company has received the necessary licenses, permissions and approvals from the Central and State Governments and other government agencies/regulatory authorities/certification bodies required to continue our business activities. In view of the approvals listed below, we can undertake our current business activities and no further major approvals from any governmental/regulatory authority or any other entity are required to be undertaken, in respect of the continuation of our business activities. It must, however, be distinctly understood that in granting the above approvals, the Government of India and other authorities do not take any responsibility for the financial soundness of our Company or for the correctness of any of the statements or any commitments made or opinions expressed in this behalf.

The main objects clause of the Memorandum of Association of our Company and the objects incidental, enable our Company to carry out its activities.

I. APPROVALS FOR THE MIGRATION

1. The Board of Directors have, pursuant to resolution passed at its meeting held on February 04, 2022 authorized the Migration to Main Board subject to approval by the shareholders of the Company as per SEBI (ICDR) Regulations and such other authorities as may be necessary.
2. In accordance with Regulation 277 of the Securities and Exchange Board of India ("SEBI") (Issue of Capital and Disclosure Requirements) Regulations, 2018, the special resolution has been passed as votes cast by shareholders other than promoters in favor of the proposal amount to more than 2 times the number of votes cast by Shareholders other than promoter shareholders against the proposal.
3. The shareholders of our Company have, pursuant to Postal Ballot Resolution, results declared on March 17, 2022 pursuant to SEBI (ICDR) Regulations, authorized the Migration to the Main Board of NSE.
4. Our company has applied for migration of the Equity Shares of our Company from Emerge Platform to Main Board of NSE. Once approved, the Equity shares of our company will be migrated and listed on Main Board of NSE.
5. The ISIN of the Company is INE00IK01011.

II. APPROVALS PERTAINING TO INCORPORATION OF OUR COMPANY

S. No.	Description	Authority	CIN	Date of Certificate	Date of Expiry
1	Certificate of Incorporation consequent upon conversion	ROC-Gwalior (M.P.)	U01111MP2017PLC044596	01.12.2017	Valid until Cancelled

Sanjay



2	Certificate of Incorporation consequent upon conversion from Unlisted to Listed Public Company	ROC-Gwalior (M.P.)	L01111MP2017PLC04 4596		Valid until Cancelled
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III. BUSINESS RELATED APPROVALS

S. No.	Description	Authority	Registration No./ Reference No./ License No.	Date of Issue	Date of Expiry
1	Certificate of Importer-Exporter Code (IEC)	Foreign Trade Development Officer, Ministry of Commerce and Industry, Government of India	5614004491	25.02.2015	In case of change in name/address or constitution of IEC holder, the IEC holder shall cease to be eligible to Import or Export against the IEC after the expiry of 90 days from the date of such a change unless in the meantime, the consequential changes are effected in the IEC by the concerned
2	Udyog Aadhar Memorandum / Entrepreneurs Memorandum for setting micro, small and medium Enterprises Unit	Ministry of Micro, Small and Medium Enterprises, Government of India	MP33B0005498 (previous registration details: 230181202534)	Date of filing: January 19, 2018	NA

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3	License to work a factory (under Factories Act, 1948 and Rules 5 of Madhya Pradesh factories Rules, 1962)	Chief Inspector of factories Madhya Pradesh	30/15945/NMH/2m(i)	24.11.2022	31.12.2025
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IV. TAX RELATED APPROVALS/LICENSES/REGISTRATIONS

S. No.	Authorisation granted	Issuing Authority	Registration No./ Reference No./ License No.	Date of Issue	Validity
1	Permanent Account Number (PAN)	Income Tax Department, Government of India	AAZCS5695K	12.12.2017	Valid until Cancelled
2	Tax Deduction Account Number (TAN)	Income Tax Department, Government of India	BPLS19964A	2018	Valid until Cancelled
3	Goods and Service Tax Identification Number (GSTIN) Registration Certificate Form - REG 06	Government of India	23AAZCS5695K1 ZB	04.01.2018	Valid until Cancelled
4	Certificate of Registration (for employers) (Under section 3(3) of Madhya Pradesh State Professional Tax, Act, 1995) and	Profession Tax Officer, Department of Sales Tax Government of Madhya Pradesh	79629010008	29.01.2018	NA

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	rules made thereunder)				
5	Certificate of Registration (for persons) (Under section 3(3) of Madhya Pradesh State Professional Tax, Act, 1995) and rules made thereunder)	Profession Tax Officer, Department of Sales Tax Government of Madhya Pradesh	78599080467	29.01.2018	NA
6	Import/Export Licence (under Foreign Trade (Development and Regulations) Act, 1992)	Foreign Trade Development Officer, Ministry of Commerce and Industry, Government of India	5630000674/5/12/00 Cus. No. 022/2013 Dt: 18.04.2013	31.03.2015	NA

V. LABOUR RELATED APPROVALS/REGISTRATIONS

S. No.	Description	Authority	Registration No./ Reference No./ License No.	Date of Issue
1	Employees Provident Fund Registration for manufacturing unit (under Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and the rules made thereunder)	Employees Provident Fund Organisation, Ministry of Labour, Government of India	MPUJJ1679172000	07.01.2018
2	Registration for Employees State Insurance (under Employees State Insurance Act, 1948 and the rules made	Assistant / Deputy Director, Employees State Insurance	1800029002000301	07.01.2018

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	thereunder)	Corporation, Indore		
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VI. OTHER BUSINESS RELATED APPROVALS


S. No.	Description	Authority	Registration No./ Reference No./ License No.	Date of Certificate	Date of Expiry
1	License to carry on seed the business of a dealer in seed	Collectorate office first floor Neemuch (Licensing Authority)	21/NMH/1.104	07/01/2020	31.12.2024

VII. INTELLECTUAL PROPERTY RELATED APPROVALS/REGISTRATIONS

a) TRADEMARKS



Sr. No.	Trademark	Trademark Type	Class	Applicant	Application No.	Date of Application	Validity/Renewal	Registration Status
1.	OSWAL	DEVI CE	31	Sanjay Kumar Begani	1585379	30/07/2017	30/07/2017 (registration Renewed for a period of 10 years from 30/07/2017)	Registered

b) COPYRIGHT

Sr. No.	Diary No.	Registration No.	Class of Work	Title of Work	Applicant Name	Communication Address	Validity/Renewal	Registration Status
1	13832/2016-CO/A	A-122071/2017	Artistic	OSWAL SEEDS (LABEL) 	Oswal Seeds & Chemicals (A Partn	213, 3 rd Floor, Parmana Colony, Dr. Mukherj	Date of Application: December 06, 2016	Registered

Sanjay



					ership Conce rn)	ee Nagar, Delhi - 110009		
2		DEVICE (Psy)	31	Sanjay Kumar Begani	24166 58	23/10/2 012	Valid Upto23/10/ 2032	Register ed
3		DEVICE	31	Sanjay Kumar Begani	43896 43	26/12/2 019	Valid Upto26/12/ 2029	Register ed
4		DEVICE	31	Sanjay Kumar Begani	43896 53	26/12/2 019	Valid Upto : 26/12/202 9	Register ed
5		DEVICE	31	Sanjay Kumar Begani	43896 54	26/12/2 019	Valid Upto : 26/12/202 9	Register ed

OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Migration to Main Board

The Board of Directors, pursuant to a resolution passed at their meeting held on February 04, 2022 authorized the proposal for Migration from EMERGE Platform to Main Board of NSE, with the approval of the shareholders of our Company through Postal ballot through e-voting, results declared on March 17, 2022 as per the provisions of Regulation 277 of SEBI (ICDR) Regulations, 2018, Section 110 and other applicable provisions of Companies Act, 2013 read with Rules framed thereunder and General Circular No.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021 and 20/2021 dated 08th December, 2021 issued by the Ministry of Corporate Affairs ("General Circulars"), and such other authorities as may be necessary.

The Shareholders of our Company have, pursuant to postal ballot, as per the provisions of SEBI (ICDR) Regulations, 2018, authorized the proposal for Migration of Listing/ Trading of Equity Shares of the Company from EMERGE Platform to Main Board of NSE on March 15, 2022.

Our company has applied for migration of the Equity Shares of our Company from EMERGE Platform to Main Board of NSE. Once approved, the Equity shares of our company will be migrated and listed on Main Board of NSE.

Sanjay



Prohibition by SEBI or other Governmental Authorities

We confirm that our Company, our Directors, our Promoters, natural person in control of Promoter, Promoter Group, our Directors or the person(s) in control of our Company have not been prohibited from accessing the capital market for any reason or restrained from buying, selling or dealing in securities, under any order or directions by the SEBI or any other regulatory or government authorities.

There are no violations of securities laws committed by any of them in the past or pending against them, nor have any companies with which any of our Company, our Promoter, Directors, persons in control of our Company or any natural person behind the Promoter are or were associated as a promoter, director or person in control, been debarred or prohibited from accessing the capital markets under any order or direction passed by the SEBI or any other regulatory or government authority.

None of our Directors are in any manner associated with the securities market and there has been no action taken by the SEBI against the Directors or any other entity with which our Directors are associated as promoters or directors.

Eligibility for the Migration to Main Board

Our company's Equity Shares are listed on EMERGE Platform of NSE in terms of the SEBI (ICDR) Regulations and this proposal is for Migration to Main Board.

Our company is eligible for Migration in accordance with Regulation 277 of SEBI (ICDR) Regulations, 2018 as the paid-up capital is more than 10 Crore and not exceeding 25 Crore and our securities are listed on EMERGE Platform of NSE. We have therefore obtained shareholders' approval, pursuant to postal ballot through e-voting Regulation 277 of SEBI (ICDR) Regulations, 2018, results declared on March 17, 2022.

Our Company is listed on EMERGE platform of NSE and is in compliance with NSE circular dated 21.08.2019 pertaining to eligibility criteria for migration from EMERGE Platform of NSE to Main Board of NSE.

Information Memorandum shall be made available to public through the respective websites of the Stock Exchange i.e., www.nseindia.com. Our Company shall make the Information Memorandum available on its website at www.oswalseeds.com.

We further confirm that:

1. Our Company shall mandatorily facilitate trading in demat securities and have entered into an agreement with both the depositories. The Company has entered into agreement with the Central Depository Services Limited (CDSL) and National Securities Depository Limited for establishing connectivity.
2. Our Company has a website i.e., www.oswalseeds.com.
3. Our Company has not been referred to the Board for Industrial and Financial Reconstruction (BIFR).
4. There is no winding up petition against our Company that has been admitted by the Court or a liquidator has not been appointed of competent Jurisdiction against the Company.

Sanjay



5. No material regulatory or disciplinary action by a stock exchange or regulatory authority in the past three years against the applicant company.
6. There has been no change in the promoter(s) of the Company in the preceding one year from date of filing application to NSE for migration to main board.
7. Our Company, Promoters, Promoter Group is in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018, to the extent applicable.
8. None of our Promoters or Directors is declared a fugitive economic offender under section 12 of the Fugitive Economic Offenders Act, 2018.
9. None of our Directors are associated with the securities market in any manner except to the extent of their shareholding / directorships in this listed companies. No action has been initiated by SEBI against any such Directors during the five years preceding the date of this Information Memorandum.
10. Our Company, Promoters and Directors have not been identified as willful defaulters by any bank and/or financial institution in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
11. We confirm that we will comply with all the requirements/conditions so as to be eligible to be listed on the Main Board Platform of the NSE.

Disclaimer from our Company

Our Company accept no responsibility for statements made otherwise than those contained in this Information Memorandum or, in case of the Company, in any advertisements or any other material issued by or at our Company's instance and anyone placing reliance on any other source of information would be doing so at his or her own risk.

All information shall be made available by our Company to the public and investors at large and no selective or additional information would be available for a section of the investors in any manner whatsoever including at road show presentations, in research or sales reports, at collection centres or elsewhere.

Disclaimer Clause of the NSE

NSE's name is included in this Information Memorandum as the stock exchange on which this Company's Equity securities are proposed to be listed. As required, a copy of this Information Memorandum is being submitted to NSE.

NSE Limited does not in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this information memorandum or warrant that this company's securities will be traded or will continue to be traded on the Main Board of NSE; or take any responsibility for the financial or other soundness of this company, its promoters, its management or any scheme or project of this company, and it should not for any reason be deemed or construed that this Information Memorandum has been cleared or approved by NSE.

Every person who desires to apply for or otherwise acquire any securities of this company may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against NSE whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription

Sanjay



/acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever.

Filing

The Information Memorandum is being filed with NSE, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051.

Listing

Our Equity Shares are listed on NSE – EMERGE. Now, an Application is proposed to be made to NSE for migration of Company from EMERGE Platform to Main Board of NSE.

Experts Opinion

We have not taken any expert opinion related to this migration from EMERGE Platform to Main Board of NSE.

Issuance of Shares

No equity shares are proposed to be issued through this Information Memorandum.

Monthly Stock Market Data for our equity Shares since Month of listing: taken up to last 6 month:

Month	Open Price	High Price	Low Price	Closing Price	No. of Shares Traded
April 2022	60.50	72.00	59.00	72.00	0.40 Lacs
May 2022	73.00	99.00	73.00	99.00	0.76 Lacs
June 2022	102.00	103.00	72.15	85.45	1.04 Lacs
July 2022	88.00	101.00	87.50	101.00	0.66 Lacs
August 2022	102.00	112.55	75.00	78.85	1.92 Lacs
Sept 2022	82.70	155.45	76.30	151.90	11.86 Lacs
Oct 2022	152.00	205.80	148.05	177.05	16.58 Lacs
Nov 2022	175.00	239.50	163.00	228.00	9.66 Lacs

Disposal of Investor Grievances by our Company

Bigshare Services Private Limited is the Registrar and Share Transfer Agent of the company to accept the documents/requests/complaints from the investors/shareholders of the Company. Our Company estimates that the average time required by our Company or the Registrar to the Company for the redressal of routine investor grievances shall be seven (7) to fifteen (15) Working Days from the date of receipt of the complaint. In case of complaints that are not routine or where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

Ramji



Our Company has appointed Mr. Dilip Patidar as Company Secretary and the Compliance Officer to redress investor grievances / complaints, if any, of the investors in coordination with the Registrar and Share Transfer agent. Contact details for our Company Secretary and Compliance Officer are as follows:

Dilip Patidar

ShreeOswal Seeds and Chemicals Limited

"Oswal House", Opposite Balkavi bairagi College,
Nasirabad Highway, Village Kanwati,
Neemuch, Madhya Pradesh- 458441 India

Tel: 7423-297006

Fax: 7243-297511

Email: oswalgroups2002@gmail.com

Website: www.oswalseeds.com

Corporate Identification Number: L01111MP2017PLC044596

Investors can contact the Compliance Officer or the Registrar in case of any problems. Pursuant to the press release no. PR. No. 85/2011 dated June 8, 2011, SEBI has launched a centralized web-based complaints redress system "SCORES". This would enable investors to lodge and follow up their complaints and track the status of redressal of such complaints from anywhere. For more details, investors are requested to visit the website www.scores.gov.in.

Status of Investor Complaints

We confirm that there are no pending investor complaints as on the date of this Information Memorandum.



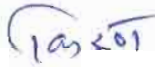


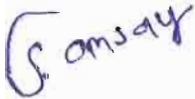


Dilip Patidar



SECTION IX: DECLARATION

We certify and declare that all relevant provisions of the Companies Act and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, as the case may be, have been complied with and no statement made in this Information Memorandum is contrary to the provisions of the Companies Act, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. We further certify that all the statements in this Information Memorandum are true and correct.

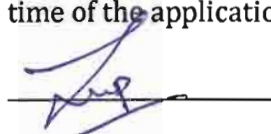
SIGNED BY THE BOARD OF DIRECTORS OF THE COMPANY:

Name and Designation	Signature
Name: Sanjay Kumar Baigani Designation: Chairman & Managing Director (DIN: 07921083)	
Name: Anil Kumar Nahata Designation: Whole Time Director & CEO DIN: 07921005	
Name: Kiran Devi Begani Designation: Director (DIN: 07921018)	
Name: Padma Nahta Designation: Non-executive Director DIN: 07921042	
Name: Gopal Lal Agarwal Designation: Independent Director DIN: 08042715	
Name: Sanjay Chordiya Designation: Independent Director DIN: 09462040	
Name: Umesh Kumar Sharma Designation: Independent Director DIN: 09461979	
Name: Yash Wardhan Jain Designation: Independent Director DIN: 09661572	





Now the Equity Shares of the Company i.e. **SHREEOSWAL SEEDS AND CHEMICALS LIMITED**, shall be admitted to main platform of NSE. Such admission for trading will be subject to fulfillment by the Company of listing criteria of main platform of NSE and also subject to such other terms and conditions as may be prescribed by NSE at the time of the application by the Company seeking listing.



DILIP PATIDAR



SIGNED BY THE CHIEF FINANCIAL OFFICER



ASHOK DHAKAR



Date: 22nd December, 2022

Place: Neemuch

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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.

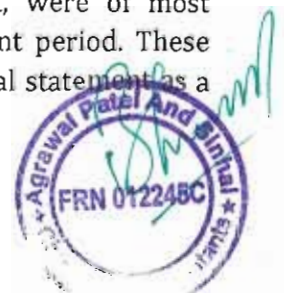
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting Standards prescribed under 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



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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.



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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



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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.



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- 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.



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- 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



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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



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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.



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- 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.



AGARWAL PATEL AND SINHAL

CHARTERED ACCOUNTANTS



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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,

- The company has not defaulted in repayment of loans or borrowing to a financial institution or bank.
- The company has not been declared willful defaulter by any bank or financial institution.
- In our opinion the term loan were applied for the purpose for which the loan was obtained.



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- 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.



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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



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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



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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



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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.



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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)**

PARTICULARS	Note No	AMOUNT AS ON 31.03.2022	AMOUNT AS ON 31.03.2021
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(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		-	-
(2) Share application money pending allotment	3		
(3) Non-Current Liabilities			
(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	-	-
(4) Current Liabilities			
(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
Total		9,657.52	6,721.82
II.Assets			
(1) Non-current assets			
<i>(a) Property Plant & Equipment & 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
(2) Current assets			
(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
Total		9,657.52	6,721.83

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 :-AUYPDS111B

(C.F.O)

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

CIN :- L01111MP2017PLC044596

OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILGEGE 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	
		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
III. Total Income (I + II)		10,480.10	7,369.71
IV. Expenses:			
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
IV.Total Expenses		9,907.69	6,975.22
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		-	-
IX. Profit before tax (VII - VIII)		572.41	394.49
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)			
XV. Profit/(Loss) for the period (XI + XIV)		411.85	283.97
XVI. Profit of the Year		411.85	283.97
Profit Forward to Reserve & Surplus (in Rs)		411.85	283.97
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
SANJAY KUMAR BAIGANI
DIN :-0007921083
(CHAIRMAN & MANAGING DIRECTOR)

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

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

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

SHREEOSWAL SEEDS AND CHEMICALS LIMITED
OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGGE 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
Cash flows from operating activities				
Profit before taxation		572.41		394.49
Adjustments for:				
Depreciation	27.81		18.41	
Investment income	(216.51)		(122.99)	
Interest Expenses	126.21		111.78	
Working capital changes:				
(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)
Cash generated from operations		3,522.67		(2,461.35)
Income taxes paid	-	161.59	-	110.39
CASH FLOW BEFORE EXTRAORDINARY ITEMS		3,361.08		(2,571.74)
LESS : EXTRAORDINARY/EXCEPTIONAL ITEMS /DISCONTINUING	-	-	-	-
Net cash used in operating activities		3,361.08		(2,571.74)
Cash flows from investing activities				
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
Net cash generated from investing activities		(3,475.92)		1,656.00
Cash flows from financing activities				
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
Net cash generated from financing activities		210.47		835.77
Net increase in cash and cash equivalents		95.63		(79.97)
Cash and cash equivalents at beginning of period		58.44		138.41
Cash and cash equivalents at end of period		154.07		58.44

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

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

Anil
ANIL KUMAR NAHATA
DIN :-0007921005
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Ashok
ASHOK DHAKAR
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(C.F.O.)

SHREOSWAL 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

Amount in Lakhs

PARTICULARS	Amount in Lakhs	
	AMOUNT 31.03.2022	AMOUNT 31.03.2021
NOTE -1		
SHARE CAPITAL		
Authorised Share Capital		
180,00,000 Equity Share of Rs 10 each.	1,800.00	1,800.00
Issued Subscribed & Paid up Capital		
15,245,000 Equity Shares of Rs 10 each fully paid up	1,524.50	1,524.50
TOTAL	1,524.50	1,524.50

Note 1.1 RECONCILIATION OF NO OF EQUITY SHARE AS AT 31ST MARCH, 2022

PARTICULARS	Issued, Subscribed & Paid up capital		Issued, Subscribed & Paid up capital	
	2021-22		2020-21	
	No. of Shares	Amount	No. of Shares	Amount
At the Beginning of the Period	1,52,45,000	1,524.50	1,52,45,000	1,524.50
Add:- Issued During the Year	-	-	-	-
Outstanding At the end of the Year	1,52,45,000	1,524.50	1,52,45,000	1,524.50

Notes Regarding conversion of Partnership Firm into the Company

M/s Oswal Seeds & Chemicals was converted from Partnership Firm into Public Limited Company under the Name **Shreoswal Seeds & Chemicals Limited** as per Certificate of Incorporation dated **01st December 2017** under the proviso of Chapter XXI of Companies Act 2013. Accordingly Partners Capital of **Rs. 61,690,000/-** as on 31st October 2017 was converted into Equity Share Capital divided into Equity Shares of Rs. 10/- Each.

Terms / Rights attached to Equity Shares

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.

Note 1.2 Shareholders holding more than 5% of the Equity share in the Company

Name of Shareholders	Equity Shares		Equity Shares	
	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	53,34,470	34.99%	53,34,470	34.99%
Mr. Sanjay Kumar Baigani	53,34,470	34.99%	53,34,470	34.99%

Note 1.2(a) Promoter's shareholding

Sr. No.	Shares held by promoters at the end of the Year	No of Share	% of Total Share	% Change during the year
	Name of Promoter			
1	Mr. Anil kumar Nahata	53,34,470	34.9916%	-
2	Mr. Sanjay Kumar Baigani	53,34,470	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%	-

Note 1.3 The Company does not have any holding company.

Note 1.4 There are no shares reserved for Issue under option of control or commitments for sale of shares / disinvestment.

Note 1.5 There are no unpaid calls from any Director and officer.

Note 1.6 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
NOTE -2		
RESERVE & SURPLUS		
Opening Balance	833.52	549.55
Add:- Surplus for the year	411.85	283.97
	1,245.38	833.52
Add :- Any other Item	-	-
	1,245.38	833.52
Security Premium		
Opening Balance	743.41	743.41
Add:- Addition During the year	-	-
	743.41	743.41
	1,988.79	1,576.93



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
NOTE -3				
SHARE APPLICATION MONEY PENDING ALLOTMENT				

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
NOTE -4				
Long Term Borrowings				
Secured Loan				
- HDFC Bank (Term Loan ...9610)		11.45		23.52
- HDFC Bank (Term Loan-ECLGS ...3941)		113.19		146.50
		124.64		170.02

I) Secured Loans

1) 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.

B) Primary Security

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).

C) 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 Baleji 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, 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 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. Chandraleka 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.

2) HDFC Bank (Term Loan-ECLGS)

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.

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

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.

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.

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
NOTE - 5				
DEFERRED TAX LIABILITY				
Opening Balance		0.12		-
Made During the Year		-		0.12
		0.12		0.12

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
NOTE - 6				
OTHER LONG TERM LIABILITIES				
Deposit Against Dealership		4.70		4.80
		4.70		4.80



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
NOTE - 7				
LONG TERM PROVISION				
- Long Term Provisions		-		-

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
		Amount		Amount
NOTE - 8				
TRADE PAYABLE				
- Trade Payable for Goods (Dues Other Than MSME)		71.75		25.21
- Total outstanding dues of micro enterprises and small enterprises		-		-
TOTAL		71.75		25.21

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	-	-	-	-	-
(ii) Others	67.10	4.65	-	-	71.75
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Other	-	-	-	-	-

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	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
NOTE - 9				
Short Term Borrowings (Secured)				
- 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
TOTAL		2,390.48		2,008.43

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 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.

E) Rate of Interest
Rate of Interest for WHR Loan @ MCLR+3.05% i.e. 7.80% P.A.

II) 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 passu with other working capital alongwith other security such as Cash Margin for LC/LG.

B) 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. Chandraleka Begani, Smt. Sunita Begani and Shri Anil Kumar Begani (Relatives of Managing Director Shri Sanjay Kumar Baigani)
- Collateral Security of House situated at 297, Scheme No 14/2, Vikas Nagar Extension owned by Smt. Chandra Lekha Begani (Mother of Managing Director)
- 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 Shreeoswal Seeds & Chemicals Ltd.
- 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, VILLEGE KANAWATI, NEEMUCH (M.P.)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2022

C) Personal Guarantee					
Personal Guarantee of Director and Managing Director and Promotes Shri Anil Kumar Nahata and Shri Sanjay Kumar Baigani along with Smt. Chandraleke 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 mentioned on the warehouse receipt issued by CWC 3. Two Security PDC's with standard covering letter.					
B) Collateral Security					
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. 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, Schme No 14/2, Vikas Nagar Extention owned by Smt. Chandra Lekha Begani (Mother of Maneging 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 (Rs.)	Amount	Amount (Rs.)	Amount
NOTE - 10					
OTHER CURRENT LIABILITIES					
- Seeds Booking Advances Received			3,372.57		1,283.97
- Other Advance Received from Customers			-		-
TOTAL			3,372.57		1,283.97
PARTICULARS		As on 31.03.2022		As on 31.03.2021	
		Amount	Amount	Amount	Amount
NOTE - 11					
SHORT TERM PROVISIONS					
Provision For statutory Dues					
TDS Payable	6.02	167.33	2.81	113.50	
Provision for income Tax (Current Year)	160.28		109.62		
PF & ESI Payable	0.87		0.94		
TCS Payable	0.16		0.13		
Provision For Expenses					
Salary and Wages Payable	2.06	12.64	10.54	14.34	
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	-		-		
TOTAL			179.97		127.84
PARTICULARS		As on 31.03.2022		As on 31.03.2021	
			Amount	Amount (Rs.)	Amount
NOTE - 13					
NON CURRENT INVESTMENT					
- Investment in Subsidiary Company *			350.00		350.00
Unquoted:					
3500000 Shares of M/s ShreeOswal Psyllium Exports India United of Rs. 10 each)					
- Investments In equity Shares/ Instruments *					
10900 shares of Vodafone Idea LTD			0.73		0.73
TOTAL			350.73		350.73
* Disclosures :					
(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 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, 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
NOTE - 14				
DEFERRED TAX ASSETS				
Opening Balance		1.36		1.36
Made During the Year		1.03		-
TOTAL		2.39	TOTAL	1.36

PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount	Amount	Amount	Amount
NOTE - 15				
LONG TERM LOANS & ADVANCES				
Deposits (Unsecured)		24.49		3.77
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			
Other Loans & Advances (Unsecured)		1.04		1.39
Advances to Employee	0.66		1.01	
Badrilala Nayak(Land purchase)	-		-	
Shallendra jain (Land Purchase)	0.38		0.38	
ShreeOswal Psyllum Exports India Limited (Unsecured) (Wholly-Owned Subsidiary Company)		3,846.36		247.85
TOTAL		3,871.89	TOTAL	253.01

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

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

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
NOTE - 18				
TRADE RECEIVABLE (Unsecured Considered Good)				
- Total Debtors		420.34		261.31
- More then 6 Months	42.10		101.24	
- Not More Then 6 Months	378.24		160.07	
TOTAL		420.34	TOTAL	261.31

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
NOTE -19				
CASH & CASH EQUIVALENT				
- <u>Cash In Hand</u>		15.11		53.98
- <u>Balances With Bank</u>		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		-	
TOTAL		164.07	TOTAL	68.44
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount	Amount	Amount	Amount
NOTE - 20				
SHORT TERM LOANS & ADVANCES (Unsecured)				
- <u>Prepaid Expenses</u>		3.59		1.38
Prepaid Insurance	2.40		1.38	
Prepaid Fees & Subscription	1.19		-	
- <u>Statutory Advances</u>		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		-	
TOTAL		174.51	TOTAL	102.86
PARTICULARS	As on 31.03.2022		As on 31.03.2021	
	Amount	Amount	Amount	Amount
NOTE - 21				
OTHER CURRENT ASSETS				
- Preliminary Expenses (To the Extent Not Write Off)		17.72		35.44
- National Seed Corporation, Jaipur (EMD)		-		-
- Excess Interest Recoverable by Bank		-		4.93
TOTAL		17.72	TOTAL	40.37

As per our Audit Report Even Date Attached
FOR, AGARWAL PATEL AND SINHAL
CHARTERED ACCOUNTANTS
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
SANJAY KUMAR BAIGANI
DIN:-0007921083
(CHAIRMAN & MANAGING DIRECTOR)

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

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

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

SHREESWAL SEEDS AND CHEMICALS LIMITED

CIN :- L01111MP2017PLC044596

FOR THE PERIOD 01.04.2021 TO 31.03.2022

Note :12 Depreciation As Per Companies Act, 2013

Amount In Lakhs

S. NO.	Particulars	Dep. Rate	GROSS BLOCK			DEPRECIATION			NET BLOCK			
			Balance as on 01.04.2021	Addition during the Year	Deduction during the Year	Total 31.03.2022	Balance as on 01.04.2021	Addition during the Year	Deduction during the Year	Total 31.03.2022	As on 31/03/2022	As on 31/03/2021
			01.04.2021			31.03.2022	01.04.2021			31.03.2022	31.03.2022	31.03.2021
1	Land Purchase	0.00%	206.85	-	-	206.85	-	-	-	-	206.85	206.85
1	Building	9.50%	47.69	-	-	47.69	13.17	3.28	16.45	16.45	31.24	34.52
2	Car (Fortuner Sigma)	25.89%	-	43.49	-	43.49	-	5.18	5.18	5.18	38.31	-
3	Bollero Mahindra	25.89%	-	10.71	-	10.71	-	1.84	1.84	1.84	8.87	-
4	Computer	63.16%	1.51	0.19	-	1.70	1.39	0.16	1.55	1.55	0.16	0.13
5	Furniture & Fixture	25.89%	1.71	-	-	1.71	1.07	0.17	1.24	1.24	0.47	0.64
6	Misc. Fixed Assets	25.89%	1.15	-	-	1.15	0.71	0.11	0.82	0.82	0.32	0.43
7	Epson Printer	18.10%	-	0.15	-	0.15	-	0.01	0.01	0.01	0.14	-
8	Plant & Machinery	18.10%	131.05	-	-	131.05	47.79	15.07	62.86	62.86	-68.19	83.26
9	Plant & Machinery	18.10%	-	0.24	-	0.24	-	0.04	0.04	0.04	0.20	-
10	Plant & Machinery	18.10%	-	0.08	-	0.08	-	0.01	0.01	0.01	0.07	-
11	Plant & Machinery	18.10%	-	2.94	-	2.94	-	0.32	0.32	0.32	2.62	-
12	Plant & Machinery	18.10%	-	15.75	-	15.75	-	1.41	1.41	1.41	14.34	-
13	Tempo Loading	31.23%	1.99	-	-	1.99	1.41	0.18	1.59	1.59	0.40	0.58
14	Two Wheeler	25.89%	0.26	-	-	0.26	0.16	0.03	0.19	0.19	0.07	0.10
	Total		392.21	73.55	-	465.75	65.71	27.81	93.52	93.52	372.23	326.49
	Previous Year-->		320.97	71.23	-	392.21	47.30	18.41	65.71	65.71	326.49	273.67

FOR, AGARWAL PATEL AND SINHAL
CHARTERED ACCOUNTANTS

FRN No. 017216C And Sinhal *
IP No 12245C



CA BHAVESH SINHAL
(PARTNER)

M. NO. 406280

Dated:- 30.05.2022

Place:- Neemuch (M.P.)

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
SHREESWAL SEEDS AND CHEMICALS LIMITED

Anil

ANIL KUMAR NAHATA

DIN :-0007921005

(CHAIRMAN & MANAGING DIRECTOR)

Sanjay

SANJAY KUMAR BAIGANI

DIN :-0007921083

(CHAIRMAN & MANAGING DIRECTOR)

Dilip

DILIP PARTIDAR

(M NO.:-A34566)

(COMPANY SECRETARY)

Ashok

ASHOK DHAKAR

PAN :-AUYPD5111B

(C.F.O)

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

CIN :- L01111MP2017PLC044596

OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEGF. 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
NOTE - 22		
<u>REVENUE FROM OPERATION</u>		
- 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 Differance	(32.07)	15.19
	10,263.59	7,246.72
NOTE - 23		
<u>OTHER INCOME</u>		
- 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	-
	216.51	122.99
NOTE - 24		
<u>COST OF MATERIAL CONSUMED</u>		
- 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
	8,516.09	10,502.59
NOTE - 25		
<u>CHANGE IN INVENTORY</u>		
<u>(A) Change in Raw Material Inventory</u>		
Opening Inventory	908.04	352.90
Less:- Closing Inventory	3,887.31	908.04
Net (A)	(2,979.27)	(555.14)
<u>(B) Change in Finished Goods Inventory</u>		
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)	933.88	(3,909.66)
NOTE - 26		
<u>EMPLOYEE BENEFIT EXPENSES</u>		
- 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	-	-
- Remunration to Directors	132.00	96.00
	192.94	154.82



NOTE - 27**FINANCE COST**

- 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
	126.21	111.78

PARTICULARS

Amount (Rs.in Lacs)

Amount (Rs.in Lacs)

31.03.2022

31.03.2021

NOTE - 28**OTHER EXPENSES**

- 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
	110.76	97.28

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

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

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

Ashok
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 Convention 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 data 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, 1981, 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	1,52,45,000.00	1,52,45,000.00
Add:- Share issued during the year	-	-
No of share outstanding at the end of the year	1,52,45,000.00	1,52,45,000.00
Weighted Average no of Shares (Calculation as per Note)	1,52,45,000.00	1,52,45,000.00
EPS 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
1,52,45,000	365	01.04.2021 to 31.03.2022	15245000
Total Weighted Avg. Shares			15245000

Calculation of Weighted Average No. of Shares as on 31.03.2021

Shares	No of Days	Period	Weighted Avg Shares
1,52,45,000	365	01.04.2020 to 31.03.2021	15245000
Total Weighted Avg. Shares			15245000

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	
		31.03.2022	31.03.2021
1. Remuneration to KMP			
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
2. Sitting Fees to other director			
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
Total		138.87	102.74

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:-

1 The Financial Statements for the year ended on 31st March, 2022 are prepared based on Schedule III of Companies Act, 2013.

2 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, VILLEGE 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					
	Remunration Paid/Payable	Loan Received	Loan Repaid	Sitting Fees Paid / Payable	Allowances	
TRANSACTION WITH KEY MANAGERIAL PERSON						
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	-	-	-	-	
Transaction With Other Directors						
Smt. Kiran Devi Begani	-	-	-	0.25	-	
Smt. Padma Nahta	-	-	-	0.25	-	
Shri Gopal Agarwal	-	-	-	0.25	-	
Shri Sunil Agarwal	-	-	-	0.25	-	
TRANSACTION WITH WHOLLY OWNED SUBSIDIARY COMPANY						
Paticulars	Sale of Goods	Interest Received	Loan Given	Electricity Received	Charges	Loan Repayment Received
M/s ShreeOswal Psyllium Exports India Ltd (Eartlewhile 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					
	Remunration Paid/Payable	Loan Received	Loan Repaid	Sitting Fees Paid / Payable	Allowances	
TRANSACTION WITH KEY MANAGERIAL PERSON						
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	-	-	-	-	
Transaction With Other Directors						
Smt. Kiran Devi Begani	-	-	-	0.25	-	
Smt. Padma Nahta	-	-	-	0.25	-	
Shri Gopal Agarwal	-	-	-	0.25	-	
Shri Sunil Agarwal	-	-	-	0.25	-	
TRANSACTION WITH WHOLLY OWNED SUBSIDIARY COMPANY						
Paticulars	Sales of Goods	Interest Received	Loan Given	Electricity Received	Charges	Loan Repayment Received
M/s ShreeOswal Psyllium Exports India Ltd (Eartlewhile 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
		TOTAL	3,847.49	254.43



SHREEOSWAL SEEDS AND CHEMICALS LIMITED

CIN :- L01111MP2017PLC044596

OSWAL HOUSE, OPP BAL KAVI BAIRAGI COLLEGE, VILLEG 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	27.81	18.41
(B) Depreciation as per Income Tax Act	24.09	18.86
(C) Timing Difference (A-B)	3.72	-0.45
(D) Deferred Tax Assets	1.03	-0.12

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 es 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 we 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	-	-
Total	1.00	1.00

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
(a) Defined Contribution Plans		
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) Defined Benefit Plans		
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	38.28	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
	TOTAL	1189.76	1065.07	124.69

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

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

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(COMPANY SECRETARY)

Ashok
ASHOK DHAKAR
PAN :-AUYPDS111B
(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	OTHER ADDITIONAL							
(i)	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.						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*/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 Pproperty					
			Others					
(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.						NA	
(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: (a) repayable on demand; or (b) without specifying any terms or period of repayment:						NA	
	Type of Borrower		Amount of loan or		Percentage of the total Loans			
	Promoter							
	Directors							
	KMPs							
	Related parties							



(iv) Capital-work-in progress (CWIP)		NA																								
(a)	<p>Ageing Schedule CWIP Ageing Schedule</p> <table border="1"> <thead> <tr> <th rowspan="2">CWIP</th> <th colspan="5">Amount in CWIP for a period of</th> </tr> <tr> <th>Less Than 1 year</th> <th>1-2 years</th> <th>2-3 years</th> <th>More than 3 years</th> <th>Total</th> </tr> </thead> <tbody> <tr> <td>Projects In progress</td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Projects temporarily suspended</td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>	CWIP	Amount in CWIP for a period of					Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total	Projects In progress						Projects temporarily suspended							
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(v) Intangible assets under development		NA																								
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Intangible assets under development	Amount in intangible assets under development for a period of																									
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	<table border="1"> <thead> <tr> <th>S.No.</th> <th>Particulars</th> <th>Comments</th> </tr> </thead> <tbody> <tr> <td>(a)</td> <td>Details of such property</td> <td></td> </tr> <tr> <td>(b)</td> <td>Amount thereof</td> <td></td> </tr> <tr> <td>(c)</td> <td>Details of Beneficiaries</td> <td></td> </tr> <tr> <td>(d)</td> <td>If Property is in the books, then</td> <td></td> </tr> <tr> <td>(e)</td> <td>If Property is in the books, then the fact shall be stated</td> <td></td> </tr> <tr> <td>(f)</td> <td>Where there are proceedings against the company under this law as an abettor of the transaction or as the transferor then the details shall be provided,</td> <td></td> </tr> <tr> <td>(g)</td> <td>Nature of proceedings, status of same and company's view on same.</td> <td></td> </tr> </tbody> </table>	S.No.	Particulars	Comments	(a)	Details of such property		(b)	Amount thereof		(c)	Details of Beneficiaries		(d)	If Property is in the books, then		(e)	If Property is in the books, then the fact shall be stated		(f)	Where there are proceedings against the company under this law as an abettor of the transaction or as the transferor then the details shall be provided,		(g)	Nature of proceedings, status of same and company's view on same.		
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(g)	Nature of proceedings, status of same and company's view on same.																									



(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 Assets	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 dividend (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 Payable 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%
	Return on Investment	Income Generated from Investment Funds	Average invested Funds	0.27	0.19	45.03%

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.



	<p>Debt-Equity Ratio (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>Debt-Service Coverage Ratio:-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>Return on Equity Ratio:-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>Trade Receivable Turnover Ratio (In times) 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>Net Capital Turnover Ratio: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>Return On Capital Employed:-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>Return on Investment:-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)	Compliance with approved Scheme(s) of Arrangements	
	<p>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.</p>	NA
(xiv)	Utilisation of Borrowed funds and share premium:	
	<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>	NA
	(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>	NA



	(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).;	
F	<u>Undisclosed Income</u> 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.;	NIL
G	<u>Corporate Social Responsibility (CSR)</u> 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.	N.A.
H	<u>Details of Crypto Currency or Virtual Currency</u> 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.]	NIL



AGARWAL PATEL AND SINHAL

CHARTERED ACCOUNTANTS



469- Hudco Colony
Near Jain Mandir, Neemuch (M.P.)
07423-404190, 9926979888
bhaveshsinhalca@gmail.com

**INDEPENDENT AUDITOR'S LIMITED REVIEW REPORT ON STANDALONE UNAUDITED
HALF YEARLY FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE
REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015.**

To,
The Board of Directors,
SHREEOSWAL SEEDS AND CHEMICALS LIMITED

We have reviewed the accompanying statement of unaudited financial results of M/s SHREEOSWAL SEEDS AND CHEMICALS LIMITED ("the company") for the half year ended 30th September 2022, (being submitted by the company Pursuant to requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by SEBI Circular No. CIR/CFD/CMD1/44/2019 dated 29.03.2019.

This Statement, which is the responsibility of the Company's Management and has been approved by the Board of Directors/Committee of Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting" ("AS 25"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review

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

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by SEBI Circular No. CIR/CFD/CMD1/44/2019 dated 29.03.2019, including the manner in which it is to be disclosed, or that it contains any material misstatement.



AGARWAL PATEL AND SINHAL

CHARTERED ACCOUNTANTS



469- Hudco Colony

Near Jain Mandir,Neemuch (M.P.)

07423-404190, 9926979888

bhaveshsinhalca@gmail.com

We have reviewed the financial result and other information presented in accordance with Accounting Standard 25 "Interim Financial Reporting" ("AS 25"), for the half year ended 30thSeptember 2022 and has been presented solely on the basis of information compiled by the management.

FOR AGARWAL PATEL AND SINHAL

Chartered Accountants

FRN:-012245C

A handwritten signature in green ink, appearing to be 'Bhavesh Sinhal', written over a horizontal line.



CA BHAVESH SINHAL

(MEMBERSHIP NUMBER-406280)

UDIN-22406280BDCAUV9367

PLACE OF SIGNATURE: - NEEMUCH

DATE:-14.11.2022

AGARWAL PATEL AND SINHAL

CHARTERED ACCOUNTANTS



469- Hudco Colony
Near Jain Mandir, Neemuch (M.P.)
07423-404190, 9926979888
bhaveshsinhalca@gmail.com

**INDEPENDENT AUDITOR'S LIMITED REVIEW REPORT ON CONSOLIDATED UNAUDITED
HALFYEARLY FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION
33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015**

To,
The Board of Directors,
Shreoswal Seeds and Chemicals Limited

We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of M/s SHREOSWAL SEEDS AND CHEMICALS LIMITED ("the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), for the half year ended on 30th September 2022, being submitted by the Parent pursuant to requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended as modified by SEBI Circular No. CIR/CFD/CMD1/44/2019 dated 29.03.2019.

This Statement, which is the responsibility of the Holding company's Management and approved by the Board of Directors/Committee of Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard "Interim Financial Reporting" ("AS 25"), as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued read with relevant issue thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the statement based on our review.

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



AGARWAL PATEL AND SINHAL

CHARTERED ACCOUNTANTS



469- Hudco Colony
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07423-404190, 9926979888
bhaveshsinhalca@gmail.com

The Statement includes the results of the following entities:

SHREEOSWAL PSYLLIUM EXPORTS INDIA LIMITED (WHOLLY OWNED SUBSIDIARY COMPANY)

Based on our review conducted and procedures performed as stated above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other principles laid down in the aforesaid Accounting Standard and other accounting practice and policy, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended as modified by SEBI Circular No. CIR/CFD/CMD1/44/2019 dated 29.03.2019, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Our conclusion on the Statement is not modified in respect of the above matters.

FOR AGARWAL PATEL AND SINHAL
Chartered Accountants
FRN: 012245C

CA BHAVESH SINHAL
(MEMBERSHIP NUMBER-4066280)
UDIN-22406280BFTVNI2827



PLACE OF SIGNATURE: - NEEMUCH
DATE:-14.11.2022

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Registered Office: OSWAL HOUSE, OPP. BALKAVI BAIRAGI COLLEGE, NASIRABAD HIGHWAY, VILLAGE
KANWATI, NEEMUCH (M.P.)-458441

CIN:- L01111MP2017PLC044596

Phone: +91-7423-297511; Web: www.oswalseeds.com, Email: oswalgroups2002@gmail.com

Statement of Un Audited Standalone and consolidated Financial Results for the half year ended on 30th
September 2022

(Amount In Lakhs Except EPS)

Particular	Standalone			
	6 months ended 30-09-2022	6 months ended 30-09-2021	6 months ended 31-03-2022	Year ended 31-03-2022
Part I	Un Audited	Un Audited	Audited	Audited
I Revenue from Operation	8585.94	8451.34	1812.25	10263.59
II Other Income	142.79	49.93	166.58	216.51
III Total Income (I + II)	8728.73	8501.27	1978.83	10480.10
Expenses				
IV A. Cost of Material Consumed	5708.54	4146.55	4369.54	8516.09
B. Purchase of Stock-in-trade	0.00	0.00	0.00	0.00
C. Changes in inventories of finished goods, work-in-Progress and stock-in-trade	2256.14	3637.44	-2703.56	933.88
D. Employee Benefit Expenses	108.57	89.38	103.56	192.94
E. Finance cost	74.63	31.53	94.68	126.21
E. Depreciation & amortisation Expenses	15.67	10.25	17.56	27.81
F. Other expenses	64.29	47.40	63.36	110.76
Total Expenses (IV)	8227.84	7962.55	1945.14	9907.69
V Profit before exceptional and extraordinary items and tax (III - IV)	500.89	538.72	33.69	572.41
VI Exceptional items	0.00	0.00	0.00	0.00
VII Profit before extra ordinary items and tax (V - VI)	500.89	538.72	33.69	572.41
VIII Extraordinary Items		0.00	0.00	0.00
IX Profit (+) / Loss(-) before tax (VII- VIII)	500.89	538.72	33.69	572.41
X Tax Expenses				
A. Current Tax	140.29	149.33	12.26	161.59
B. Deferred Tax	-0.98	0.54	-1.57	-1.03
XI Profit / (Loss) for the period (from continuing operations (IX-X))	361.58	388.85	23.00	411.85
XII Profit/(loss) from discontinuing operations	0.00	0.00	0.00	0.00
XIII Tax expense of discontinuing operations	0.00	0.00	0.00	0.00
XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	0.00	0.00	0.00	0.00
XV Profit/ (Loss) for the period (XI + XIV)	361.58	388.85	23.00	411.85
XVI Share of Profit / (loss) of associates *	0.00	0.00	0.00	0.00
XVII Minority Interest*	0.00	0.00	0.00	0.00
XVIII Net Profit/ (Loss) after taxes, minority interest and share of profit/ (loss) of associates (XV +XVI+XVII)	0.00	0.00	0.00	0.00
XIX Paid up Equity Share Capital (Face Value of the Share Rs. 10/- each)	1524.50	1524.50	1524.50	1524.50
XX Reserve Excluding revaluation reserve as per balance sheet of Previous Year	0.00	0.00	0.00	1988.79
XXI Earning Per Share (EPS) (before extraordinary items) (of Rs. 10/- each) (not annualised for half year ended)				
Basic	2.37	2.55	0.15	2.49
Diluted	2.37	2.55	0.15	2.49
XXII Earning Per Share (EPS) (after extraordinary items) (of Rs. 10/- each) (not annualised for half year ended)				
Basic	2.37	2.55	0.15	2.70
Diluted	2.37	2.55	0.15	2.70

Shreeoswal Seeds and Chemicals Limited
Director

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Registered Office: OSWAL HOUSE, OPP. BALKAVI BAIRAGI COLLEGE, NASIRABAD HIGHWAY,
VILLAGE KANWATI, NEEMUCH (M.P.)-458441

CIN:- L01111MP2017PLC044596

Phone: +91-7423-297511; Web: www.oswalseeds.com, Email: oswalgroups2002@gmail.com

Statement of Un Audited Standalone and consolidated Financial Results for the half year ended on 30th
September 2022

(Amount In Lakhs Except EPS)

Particular	Consolidated			
	6 months ended 30-09- 2022	6 months ended 30-09- 2021	6 months ended 31-03- 2022	Year ended 31-03-2022
Part I	Un Audited	Un Audited	Audited	Audited
I Revenue from Operation	15943.54	13772.34	10279.35	24051.69
II Other Income	3.51	4.37	5.59	9.96
III Total Income (I + II)	15947.05	13776.71	10284.94	24061.65
IV Expenses				
A. Cost of Material Consumed	12333.12	10202.17	13849.46	24051.63
B. Purchase of Stock-in-trade	0.00	0.00	0.00	0.00
C. Changes in inventories of finished goods, work-in-Progress and stock-in-trade	2596.09	2611.80	-4053.90	-1442.10
D. Employee Benefit Expenses	142.86	110.20	138.30	248.50
E. Finance cost	166.26	97.67	163.66	261.33
E. Depreciation & amortisation Expenses	20.53	15.29	23.58	38.87
F. Other expenses	95.18	63.29	82.83	146.12
Total Expenses (IV)	15354.04	13100.42	10203.93	23304.35
V Profit before exceptional and extraordinary items and tax (III - IV)	593.01	676.29	81.01	757.30
VI Exceptional items	0.00	0.00	0.00	
VII Profit before extra ordinary items and tax (V - VI)	593.01	676.29	81.01	757.30
VIII Extraordinary Items	0.00	0.00	0.00	
IX Profit (+)/ Loss(-) before tax (VII- VIII)	593.01	676.29	81.01	757.30
X Tax Expenses				
A. Current Tax	165.93	187.63	27.40	215.03
B. Deferred Tax	-0.85	0.52	-1.81	-1.29
XI Profit/(Loss) for the period (from continuing operations (IX-X))	427.93	488.14	55.42	543.56
XII Profit/(loss) from discontinuing operations	0.00	0.00	0.00	0.00
XIII Tax expense of discontinuing operations	0.00	0.00	0.00	0.00
XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	0.00	0.00	0.00	0.00
XV Profit/ (Loss) for the period (XI + XIV)	427.93	488.14	55.42	543.56
XVI Share of Profit / (loss) of associates *	0.00	0.00	0.00	0.00
XVII Minority Interest*	0.00	0.00	0.00	0.00
XVIII Net Profit/ (Loss) after taxes, minority interest and share of profit/ (loss) of associates (XV +XVI+XVII)	0.00	0.00	0.00	0.00
XIX Paid up Equity Share Capital (Face Value of the Share Rs. 10/- each)	1524.50	1524.50	1524.50	1524.50
XX Reserve Excluding revaluation reserve as per balance sheet of Previous Year	0.00	0.00	0.00	2344.43
XXI Earning Per Share (EPS) (before extraordinary items) (of Rs. 10/- each) (not annualised for half year ended)				
Basic	2.81	3.20	0.36	3.57
Diluted	2.81	3.20	0.36	3.57
XXII Earning Per Share (EPS) (after extraordinary items) (of Rs. 10/- each) (not annualised for half year ended)				
Basic	2.81	3.20	0.36	3.57
Diluted	2.81	3.20	0.36	3.57

Shreeoswal Seeds and Chemicals Limited
Director

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

**Registered Office: OSWAL HOUSE, OPP. BALKAVI BAIRAGI COLLEGE, NASIRABAD HIGHWAY, VILLAGE
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Statement of Assets and Liabilities as at 30th September 2022

(Amount In Lakhs)

	Particulars	STANDALONE		CONSOLIDATED	
		AS AT 30-09-2022	AS AT 31-03-2022	AS AT 30-09-2022	AS AT 31-03-2022
		Un-Audited	Audited	Un-Audited	Audited
I.	EQUITY AND LIABILITIES				
(1)	Shareholders' funds				
	(a) Share Capital	1,524.50	1,524.50	1,524.50	1,524.50
	(b) Reserves and Surplus	2,350.36	1,988.79	2,772.35	2,344.43
	(c) Money received against share warrants				
	Sub-total - Shareholders' funds	3,874.86	3,513.29	4,296.85	3,868.93
(2)	Share application money pending allotment				
(3)	Minority interest*	-	-		-
(4)	Non-current liabilities				
	(a) Long-term borrowings	90.29	124.64	340.95	447.10
	(b) Deferred tax liabilities (net)	0.12	0.12	0.12	0.12
	(c) Other long-term liabilities	4.95	4.70	19.95	19.70
	(d) Long-term provisions	-	-	0.02	-
	Sub-total Non-current liabilities	95.36	129.46	361.04	466.92
(5)	Current liabilities				
	(a) Short-term borrowings	1,033.98	2,390.48	3,524.43	3,710.62
	(b) Trade payables				
	(i) total outstanding dues of micro enterprises and small enterprises	-	-		-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	187.72	71.75	301.45	314.93
	(c) Other current liabilities	1,493.89	3,372.57	1,493.89	3,372.58
	(d) Short-term provisions	163.56	179.97	222.86	252.89
	Sub-total Current liabilities	2,879.15	6,014.77	5,542.63	7,651.02
	TOTAL - EQUITY AND LIABILITIES	6,849.37	9,657.52	10,200.52	11,986.87
II.	ASSETS				
	Non-current assets				
(1)	(a) Property, Plant and Equipments and Intangible assets				
	(i) Property, Plant and Equipments	358.86	372.23	453.73	445.32
	(ii) Intangible assets				
	(iii) Capital work in progress				
	(iv) Intangible assets under development				
	(b) Non-current investments	350.73	350.73	0.73	0.73
	(c) Deferred tax assets (net)	3.37	2.39	5.01	4.16
	(d) Long-term loans and advances	2,849.35	3,871.89	41.03	25.83
	(e) Other non-current assets	-	6.73		6.73
	Sub-total - Non-current assets	3,562.31	4,603.97	500.50	482.77
(2)	Current assets				
	(a) Current investments				
	(b) Inventories	2,030.77	4,286.91	6,312.93	8,909.02
	(c) Trade receivables	809.66	420.34	2,889.20	1,922.67
	(d) Cash and cash equivalents	300.17	154.07	309.55	167.58
	(e) Short-term loans and advances	137.60	174.51	177.45	485.07
	(f) Other current assets	8.86	17.72	10.89	19.76
	Sub-total - Current assets	3,287.06	5,053.55	9,700.02	11,504.10
	TOTAL ASSETS	6,849.37	9,657.52	10,200.52	11,986.87

Place:Neemuch
Date :14th November 2022

FOR SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Shreeoswal Seeds and Chemicals Limited


Sanjay Kumar Baigani
Chairman and Managing Director
DIN: 07921083

Director

Notes to the result :

1	The above Un-Audited Standalone and Consolidated Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors of the company at their respective meetings held on 14th November, 2022. The Un-audited Standalone and Consolidated Financial Results for the Half year ended 30th September, 2022 have been subjected to limited review by the Statutory Auditor, who have expressed an unmodified opinion.
2	This statement has been prepared in accordance with the Companies Generally Accepted Accounting Standard as prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
3	The company is listed on SME Platform of NSE, it has been exempted from applicability of IND-AS as per proviso to Rule 4 of Companies (Indian Accounting Standards) Rules, 2015.
4	The figures of the previous period / year have been re-stated/ re-grouped/ re-arranged/ re-classified and / or recasted wherever found necessary.
5	The above Consolidated results for the year included the result of wholly owned Subsidiary Company viz. ShreeOswal Pysllium Exports India Limited.
6	Company operates only in one segment, so reporting as per Accounting Standard-17 (AS-17 segment reporting) issued by ICAI, is not applicable to the company.
7	The earnings per share (Basic and diluted) for the Interim periods have not been annualized.
8	The aforesaid Un-Audited Financial Results will be uploaded on the Company's website www.oswalseeds.com , and will also be available on the websites of the Stock exchange i.e. www.nseindia.com for the benefit of shareholders and Investors.
9	There was no deviation in the utilization of the proceeds of the public issue from the objects stated in the prospectus of the issue, as required under regulation 32(1)(a) of SEBI (LODR) Regulations 2015 and entire fund raised from the above said issue has been utilized/is to be utilized for the purpose for which they were issued.

**For & on behalf of the board of directors
For SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

Shreeoswal Seeds and Chemicals Limited

(Sanjay Kumar Baigani)
DIN: 07921083
Chairman and Managing Director

Place:Neemuch
Date : 14th November 2022

Director

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Office: OSWAL HOUSE, OPP. BALKAVI BAIRAGI COLLEGE, NASIRABAD HIGHWAY, VILLAGE KANWATI, NEEMUCH
CIN: L01111MP2017PLC044596

Phone: +91-7423-297511; Web: www.oswalseeds.com, Email: oswalgroups2002@gmail.com

Cash Flow Statement for the year ended on 30th September 2022

(Amount in Lakhs)

Particulars	Standalone		Consolidated	
	30 Sep 22	31 Mar 22	30 Sep 22	31 Mar 22
	Un-Audited	Audited	Un-Audited	Audited
Cash flows from operating activities				
Profit before taxation	500.89	572.41	593	757.3
Adjustments for:				
Depreciation	15.67	27.81	20.53	38.87
Investment income	(142.79)	(216.51)	(3.51)	(219.79)
Interest Expenses	74.63	126.20	166.26	471.16
Working capital changes:				
(Increase) / Decrease in trade and other receivables	(389.32)	(159.02)	(966.54)	(1,304.05)
(Increase) / Decrease in other Current Assets	52.50	50.73	316.50	90.44
(Increase) / Decrease in inventories	2,256.13	933.87	2,596.09	(1,442.10)
Increase / (Decrease) in Short Term Provisions	(16.41)	2,140.64	(30.05)	2,157.47
Increase / (Decrease) in trade payables	(1,762.71)	46.54	(1,892.17)	170.35
Cash generated from operations	588.59	3,522.67	800.11	719.65
Income taxes paid	140.29	161.59	165.93	215.03
CASH FLOW BEFORE EXTRAORDINARY ITEMS	448.30	3,361.08	634.18	504.62
LESS : EXTRAORDINARY/EXCEPTIONAL ITEMS /DISCONTINUING			-	-
Net cash from operating activities	448.30	3,361.08	634.18	504.62
Cash flows from investing activities				
Investment income	142.79	216.51	3.51	219.78
(Increase) / Decrease in Long Term Investment & Loans	1,022.53	(3,618.88)	(8.47)	79.37
(Increase) / Decrease in Current Investment		-	-	-
(Increase)/ Decrease in Fixed Assets	(2.29)	(73.55)	(28.94)	(88.28)
Net cash used in investing activities	1,163.03	(3,475.92)	(33.90)	210.87
Cash flows from financing activities				
Interest Expenses	(74.63)	(126.21)	(166.26)	(471.16)
Increase / (Decrease) in Loans & Advances from bank	(1,390.86)	382.05	(292.33)	(153.46)
Increase / (Decrease) in Capital				
Increase / (Decrease) in Security Premium				
Increase / (Decrease) in long-term borrowings	0.25	(45.37)	0.27	(0.10)
Net cash used in financing activities	(1,465.24)	210.47	(458.32)	(624.72)
Net increase in cash and cash equivalents	146.09	95.63	141.96	90.77
Cash and cash equivalents at beginning of period	154.07	58.44	167.58	76.81
Cash and cash equivalents at end of period	300.17	154.07	309.55	167.58

For & on behalf of the board of directors

FOR SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Sanjay
Director

SANJAY KUMAR BAIGANI

DIN:07921083

Chairman and Managing Director

Place:Neemuch

Date :14th November 2022