COROMANDEL AGRO PRODUCTS AND OILS LIMITED.,

Factory and Admn. Office : JANDRAPET - 523 165, CHIRALA, A.P., INDIA
Phone : 91-8594-222683,222681
Fax : 91-8688262007, E-mail : capol@capol.in, Website : capol.in
CIN. No. L15143TG1975PLC001967

To
The Dy.General Manager,
Bombay Stock Exchange Ltd.,
MUMBAI – 400 001

22.08.2022

SCRIP CODE: CORAGRO
SCRIP NAME: 507543

Dear Sir/Madam,

Sub: Submission of Annual Report for the financial year 2021-22.

Pursuant to regulation 34 of the SEBI (LODR) Regulations, 2015, We are submitting herewith the 46th Annual Report of the company for the financial year 2021-22.

Please take the above intimation on records

Thanking you,

Yours faithfully,
For COROMANDEL AGRO PRODUCTS & OILS LTD.,

K.Ramya

K.RAMYA
COMPANY SECRETARY

Membership No. A35455

BOARD OF DIRECTORS :

NAME OF THE DIRECTORS	DIN NUMBER	DESIGNATION
Mr. Maddi Venkateswara Rao	00013393	Chairman
CA. Meadem Sekhar	02051004	Whole Time Director & CEO
Mr. Maddi Lakshmaiah	00013387	Director
Mr. Maddi Ramesh	00013394	Director
CA. Vadlamani Venkata Subramanya Ravi	00495102	Independent Director
CS. Rallabandi Lakshmi Sarada	07140433	Independent Director
CA. Lakkaraju Shyam Prasad	07151102	Independent Director

CHIEF FINANANCIAL OFFICER	:	CA. Kothuri Satyanarayana
COMPANY SECRETARY	:	CS. K.Ramya
BANKERS	:	Canara Bank Chirala – 523 155
STATUTORY AUDITORS	:	M/s. NATARAJA IYER & CO., Chartered Accountants, 1-10-126, Ashoknagar, Hyderabad – 500 020.
COST AUDITORS	:	M/s. Jithendra Kumar & Co., Cost Accountants, # FF-14, 1st Floor, "A" Block, Siva Durga Enclave, Chanumolu Venkata Rao Flyover Down Right Side, Beside Bhagya Nagar CNG Station, KT Road, Vijayawada-520012.
SECRETARIAL AUDITORS	:	M/s. K. SrinivasaRao & Co., Company Secretaries, D.No.6-13-14A, 13/3, Arundelpet, Guntur-522002.
REGISTRAR & SHARE TRANSFER AGENT	:	BIGSHARE SERVICES PRIVATE LIMITED 306, 3rd Floor, Right wing,Amrutha Ville, Opp: Yashoda Hospital, Raj Bhavan Road, Somajiguda, Hyderabad - 500082 Email: bsshyd@bigshareonline.com
REGISTERED OFFICE	:	12-B, Skylark Apartments, BasheerBagh, Hyderabad – 500 029, MOBILE : 98499 86021, E-Mail : capol@capol.in
FACTORY ADDRESS	:	Jandrapet-523 165, Chirala, Bapatla District, Andhra Pradesh. MOBILE : 98499 86021, E-Mail : capol@capol.in
WEBSITES	:	**www.capol.in**

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46TH ANNUAL GENERAL MEETING NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the Forty sixth Annual General Meeting of the members of M/s. **Coromandel Agro Products and Oils Limited** will be held on Monday 19th September, 2022 at 10.30 AM. At CAPOL, First Floor, TFO Complex, Hitex Campus, Madhapur, Hyderabad, Telangana-500081 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31.03.2022 together with the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Maddi Venkateswara Rao (DIN- 00013393) who retires by rotation under Article 122 of the Articles of Association of the Company and being eligible, offers himself for re-appointment.

3. To appoint a Director in place of Mr. Maddi Ramesh (DIN- 00013394) who retires by rotation under Article 122 of the Articles of Association of the Company and being eligible, offers himself for re-appointment.

4. To approve the final Dividend of Rs.2.50 per equity share for the financial year ended March 31, 2022.

5. To re-appoint of M/s. Nataraja Iyer & Co, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.

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

"RESOLVED THAT pursuant to Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, **M/s. NATARAJA IYER & CO., Chartered Accountants, having registration No.(FRN:002413S)** be and are hereby re-appointed as the Statutory Auditors of the Company for second term of five consecutive years, who shall hold office from the conclusion of this 46th Annual General Meeting till the conclusion of the 51st Annual General Meeting to be held in the year 2027 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

SPECIAL BUSINESS

6. **Ratification of Cost Auditors' Remuneration**

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

"RESOLVED THAT pursuant to Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs.30,000/-per annum be paid with all applicable taxes and reimbursement out of pocket expenses incurred in connection with the audit, payable to M/s. Jithendra Kumar & Co, Cost Accountants (Firm Registration No. 103347), Vijayawada, who are appointed as Cost Auditors of the Company to conduct Cost Audit of the Company for the financial year ending 31st March, 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution"

By Order of the Board of Directors

Sd/-
(Meadem Sekhar)
Whole Time Director & CEO
(DIN: 02051004)

Place : CHILAKALURIPET
Date : May 27, 2022.

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself / herself and such proxy need not be Member. The proxy form is enclosed which should be deposited, at the Registered Office of the Company duly completed and signed, not less than 48 hours before the commencement of the Meeting.

2. A person can act as a proxy for not more than 50 Members and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM

4. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.

5. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days of the Company between 11:00 a.m. and 4:00 p.m. up to the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting.

6. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed herewith.

7. The Board of Directors has recommended a final dividend of Rs.2.5/- per equity share of Rs.10/- each for the financial year ended March 31, 2022, subject to the approval of the members at the ensuing AGM. Dividend will be paid as per the mandate registered with the Company or with their respective Depository Participants through electronic clearing service or warrants/at-par cheques or demand drafts, as the case may be.

8. **Book Closure and Record date for Dividend**: The Register of Members and the Share Transfer Books of the Company will be closed from Tuesday 13th September, 2022 to Monday, 19th September, 2022 both days inclusive for the purpose of 46th AGM & Dividend. The dividend of Rs.2.50/- per share (i.e. 25%) on the Equity Shares of the Company of Rs.10/- each, if declared by the Members at the AGM, will be paid subject to deduction of income tax at source ('TDS'), as applicable, on or after September 24, 2022 as under:

   For Shares held in electronic form: To all the Beneficial Owners as at the end of the day on Monday, September 12, 2022 in the list of beneficial owners to be furnished by NSDL and Central Depository Services (India) Limited ('CDSL'); and For Shares held in physical form: To all Members in respect of shares held in physical form after giving effect to valid transmission and transposition requests lodged with the Company as of the close of business hours on Monday, September 12, 2022.

   Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Shareholders and the Company is required to deduct TDS from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ('IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, Permanent Account Number ('PAN'), category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the Company/Registrar and Transfer Agent, Big share services Private Limited.

For Resident Shareholders, tax shall be deducted at source under section194 of the Income tax Act, 1961 at 10% on the amount of Dividend declared and paid by the Company during financial year 2022-23 provided PAN is provided by the shareholder. If PAN is not submitted TDS would be deducted @ 20% as per Section 206AA of the Income Tax Act, 1961.However, no TDS shall be deducted on the Dividend Payable to a resident individual if the total dividend to be received by them during financial year 2022-23 does not exceed Rs. 5000/- Please note that this includes the future dividends, if any, which may be declared by the Board in the financial year 2022-23.

9. Members holding shares in electronic form are requested to intimate all changes pertaining to their bank mandates, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), nominations, power of attorney, contact numbers, change in address and e-mail addresses to their respective Depository Participants with whom they are maintaining their demat accounts. Changes intimated to the Depository Participants will be automatically reflected in the Company's record which will help the Company and RTA to provide efficient and better services.

10. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

11. Members holding shares in physical form are requested to notify/send to the following Company's Registrar and Transfer Agent at: Bigshare Services Private Limited, 306, 3rd Floor, Right Wing, Amrutha Ville, Opp. Yashodha Hospital, Raj Bhavan Road, Somajiguda, Hyderabad – 500 082 at the earliest and not later than September 11, 2022. Particulars of their Bank Account, in case the same have not been sent earlier ; and -Any change in their address/mandate/Bank details.

12. SEBI vide its Circular dated November 03, 2021 has made it mandatory for the shareholders holding shares in physical form to furnish PAN, KYC details and Nomination viz Forms ISR-1,ISR-2, ISR-3, SH-13, SH-14. A copy of such forms can be downloaded from the website of the Company at www.capol.in. In case of failure to provide required documents and details as per the aforesaid Circular, all folios of such shareholders shall be frozen on or after April 01,2023 by the RTA. Further, such frozen securities shall be referred by the RTA or the Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as of December 31, 2025.

In compliance with the above stated Circular, the Company has sent individual communication to its shareholders holding shares in the physical form requesting them to update their PAN, KYC details and Nomination. In order to avoid freezing of folios, such members are requested to furnish details in the prescribed form as mentioned in the aforesaid SEBI circular along with the supporting documents, wherever required, to our RTA, Bigshare Services Private Limited, for immediate action.
In case of any query/assistance, members are requested to contact our RTA Bigshare Services Private Limited, 306, 3rd Floor, Right Wing, Amrutha Ville, Opp. Yashodha Hospital, Raj Bhavan Road, Somajiguda, Hyderabad – 500 082; Email: bsshyd@bigshareonline.com

13. On and from April 1, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form. In addition to that, as per the recent amendments to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from January 24, 2022 and SEBl's Circular SEBl/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, it has been mandated that listed companies shall henceforth issue the securities in dematerialized form only while processing the service requests for (a) issue of duplicate securities certificate; (b) claim from Unclaimed Suspense Account; (c) Renewal/Exchange of securities certificate; (d) Endorsement; (e) Sub-division/Splitting of securities certificate; (f) Consolidation of securities certificates/folios;
(g) Transmission, and (h) Transposition.

Accordingly, members are requested to make services request by submitting a duly filed and signed form ISR-4. A copy of such form can be downloaded from the website of the Company at www.capol.in.
In accordance with the said Circular, our RTA shall verify and process the service requests and thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant. Such 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the Depository Participant for dematerializing the said securities.

14. SEBI vide its notification dated January 24, 2022, has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant

15. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. In view thereof, members who have not furnished PAN are requested to furnish to the Registrar and Transfer Agents and also to Company Registered office.

16. The Financial Statements, the reports and all other documents required under the law to be annexed thereto will be available for inspection during working hours at the Registered Office of the Company on any working day prior to the date of the Annual General Meeting.

17. Members desiring to seek any information on the Annual Accounts to be explained at the meeting are requested to send their queries in writing to the Company at the Registered Office of the Company so as to reach at least 7 days before the date of the meeting to provide the required information.

18. Voting by Members:

The voting for the agenda items as set forth in the Notice shall be done in the following manner:

a) Members may cast their votes through electronic means by using an electronic voting system from a place other than the venue of AGM (Remote E-voting).

b) At the venue of AGM, voting shall be done through Ballot Paper and the members attending the AGM, who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper.

c) A member may participate in the AGM even after exercising his right to vote through Remote E-voting but shall not be allowed to vote again at the venue of the AGM. If a member casts vote through Remote E-voting and also at the AGM, then voting done through Remote E-voting shall prevail and voting done at the AGM shall be treated as invalid.

Voting through Electronic means (Remote E-voting): In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder and the regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL/NSDL, on the items mentioned in this AGM Notice. The Company has appointed Mr. K. Srinivasa Rao, Partner of M/s. K. Srinivasa Rao & Co., Practicing Company Secretaries (Membership No. FCS. 5599) as scrutinizer for conducting the e-voting process and voting process in a fair and transparent manner. The voting period begins on Friday, 16th September, 2022 at 09.00 hrs and will end on Sunday, 18th September, 2022 at 17.00 hrs. During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of 12th September, 2022, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. The instructions for shareholders voting electronically are given at page No.74 of the Annual Report.

19. The Scrutiniser will submit his report to the Chairman or to any other person authorised by the Chairman after completion of scrutiny of the votes cast through remote e-Voting & Voting at AGM venue, within the time stipulated under the applicable laws. The results declared along with the Scrutiniser's report shall be communicated to the Stock Exchanges on which the Company's shares are listed and will also be displayed on the Company's website at www.capol.in; and Notice Board at the Registered Office of the Company.

20. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

21. Members holding shares in Physical form, in identical order of names, in more than one folio are requested to send to the Company or Big share services Private Limited (RTA), the details of such folio together with the share certificates for consolidating their shareholding in one folio.

22. Members who have not registered their e-mail addresses with the Company can now register the same by submitting a request letter in this respect to the Company/Registrar & Share Transfer Agents, M/s. Big share services Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only.

23. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

24. Members seeking any information with regard to accounts or operations are required to write to the Company at least seven days prior to the date of meeting, so as to enable the Management to keep the information ready.

25. Members may also note that the notice of the 46th AGM and the Annual Report for the FY 2021-22 will be available on the Company's website, www.capol.com and websites of Stock Exchange (BSE). Members who require physical copy of the same, may write to us at: capol@capol.in

26. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date 12th September,2022

27. A brief profile of the Director(s) who is/ are appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/ chairmanships of Board Committees, shareholding in the Company and inter-se relationship between directors or key managerial personnel as required under Regulation 36 of the SEBI (LODR) Regulations, 2015 are furnished and forms part of the notice.

28. Pursuant to the provisions of Section 124 of the Companies Act, 2013 ('the Act') read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), (including any statutory modification(s) re-enactment(s)/amendment(s) thereof, for the time being in force), the dividend which remains unpaid / unclaimed for a period of seven years from the date of transfer to the unpaid / unclaimed dividend account of the Company is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. As per the IEPF Rules, the corresponding shares in respect of which dividend has not been paid or claimed by the Members for seven (7) consecutive years or more shall also be transferred to the dematerialized account created by

the IEPF authority. The Company had, accordingly transferred a sum of Rs. 4,18,511/- (Rupees Four Lakh Eighteen Thousand Five Hundred Eleven only) in the unpaid/unclaimed dividend for the year 2013-2014 to the Investor Education and Protection Fund ('IEPF') established by the Central Government. Further, in compliance with the provisions laid down in IEPF Rules, the Company had sent individual notices and also advertised in the newspapers seeking action from the Members who have not claimed their dividends for seven (7) consecutive years or more. Accordingly, the Company has transferred all corresponding shares on which dividend remained unclaimed for a period of seven (7) years from 2013-14, to the Demat Account of the IEPF. It may please be noted that no claim shall lie against the Company in respect of share(s) transferred to IEPF pursuant to the said Rules.

Members who have not yet encashed their dividend warrants for any subsequent financial years are requested to make their claim at the earliest, to avoid transfer of the dividend/ shares to the fund/ IEPF authority.

Details of unclaimed dividends are available on the Company's website www.capol.in.
Members /claimants whose shares, unclaimed dividends, have been transferred to the IEPF Demat account of the fund, as the case may be, may claim the shares or apply for refund by making an application to IEPF Authority through Web Form IEPF-5. Further details of the same are available on http:www.iepf.gov.in.
The statement containing details of Name, Address, Folio number, Demat Account No. and number of shares due for transfer to IEPF demat account is made available on our website www.capol.in.
The shareholders are encouraged to verify their records and claim their dividends of the preceding seven years, if not claimed.

29. The Results shall be declared on or after the Annual General Meeting of the Company and shall be deemed to be passed on the date of Annual General Meeting. The results along with the Scrutinizer's Report shall be placed on the website of the Company www.capol.in within 48 hours of passing of the resolutions at the Annual General Meeting of the Company and shall be communicated to Bombay Stock Exchange.

30. Route-map to the venue of the Meeting is provided at the end of the Notice (behind the Proxy form).

Information to Shareholders with respect to Items no: 2&3 under Regulation 36(3) of SEBI (LODR) Regulations :

S. No	Information particulars	**Mr. Maddi Venkateswara Rao**	**Mr. Maddi Ramesh**
1	Brief resume of the Directors & Justification for appointment / re-appointment	Mr. Maddi Venkateswara Rao, aged about 66 years residing at Guntur and having rich experience of more than 39 years in Exports of Tobacco, Cotton Seed Meal, Linters etc., He did Master degree in Management and Business Admini-stration (MBA).	Mr. Maddi Ramesh aged about 53 years residing at Chilakaluripet and having good experience of more than 26 years in Exports of Tobacco, Cotton Seed Meal, Linters etc., He is a Commerce Graduate.
2	Nature of his expertise in specific functional areas	Having rich experience of more than 39 years in Exports of Tobacco, Cotton Seed Meal, Linters etc.,	Having good experience of more than 26 years in Exports of Tobacco, Cotton Seed Meal, Linters etc.,
3	Relationships bet-ween Directors inter-se	Maddi Venkateswara Rao is son of Mr. Maddi Lakshmaiah and elder brother of Maddi Ramesh, who are also Directors of the company.	Maddi Ramesh is son of Mr. Maddi Lakshmaiah and younger brother of Maddi Venkateswara Rao, who are also Directors of the company.
4	Names of listed entities in which the person also holds the director-ship and the membership of Committees of the board	Nil	Nil
5	Shareholding of non-executive directors	65,980 equity shares (8.35%).	32,765 equity shares (4.15%).

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

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 5&6 of the accompanying 46th Annual General Meeting Notice.

ITEM NO. 5:

To re-appoint M/s. Nataraja Iyer & Co, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration. M/s. Nataraja Iyer & Co, Chartered Accountants, were appointed as Statutory Auditors of the Company at the 46th Annual General Meeting ('AGM') held on September 19th , 2022 for a period of 5 years, up to the conclusion of 51st AGM. M/s. Nataraja Iyer & Co are eligible for re-appointment for a further period of 5 years. M/s. Nataraja Iyer & Co have given their consent for their re-appointment as Statutory Auditors of the Company and has issued certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of Section 139 of the Companies Act, 2013 ('the Act') and the rules made thereunder. M/s. Nataraja Iyer & Co have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder. As confirmed to Audit Committee and stated in their report on financial statements, the Auditors have reported their independence from the Company and its subsidiary according to the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') and the ethical requirements relevant to audit. Based on the recommendations of the Audit Committee and the Board of Directors, it is hereby proposed to re-appoint of M/s. M/s. NATARAJA IYER & CO., Chartered Accountants, having registration No. FRN:002413S, as the Statutory Auditors of the Company for the second and final term of five consecutive years, who shall hold office from the conclusion of this 47th AGM till the conclusion of the 51st AGM of the Company to be held in the year 2027. The Board of Directors has approved a remuneration of Rs.4,00,000.00 for conducting the audit for the

financial year 2022-23, excluding applicable taxes and reimbursement of out-of-pocket expenses on actuals. The remuneration proposed to be paid to the Statutory Auditors during their second and final term would be in line with the existing remuneration and shall be commensurate with the services to be rendered by them during the said tenure. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

M/s Nataraja Iyer & Co is a chartered accountant firm registered with the ICAI. The firm has office in Hyderabad and catering to various clients in diverse sectors. The firm holds the 'Peer Review' certificate as issued by 'ICAI'. The Board recommends the resolution set out at Item No. 5 of the Notice for approval by the Members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in
the resolution.

ITEM NO. 6:

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to audit the cost records of the applicable products of the Company.

On the recommendation of the Audit Committee at its meeting held on May 27 2022, the Board has, considered and approved the appointment of M/s. Jithendra Kumar & Co., Cost Accountants (Firm Registration No. 103347), Vijayawada as the Cost Auditor for the financial year 2022-23 for a remuneration of Rs.30,000/- per annum with all applicable taxes and reimbursement of out of pocket expenses.

M/s. Jithendra Kumar & Co., Cost Accountants have the necessary experience in the field of cost audit, and have submitted a certificate regarding their eligibility for appointment as Cost Auditors of the Company.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company. The Board commends the remuneration of Rs.30,000/- per annum with all applicable taxes and reimbursement of out of pocket expenses to M/s. Jithendra Kumar & Co. as the Cost Auditors and the approval of the Members is sought for the same by an Ordinary Resolution.

The Board commends the Ordinary Resolution set out at Item no.6 of the notice for approval by Members.

By Order of the Board of Directors

Sd/-
(Meadem Sekhar)
Whole Time Director & CEO
(DIN: 02051004)

Place : CHILAKALURIPET
Date : May 27, 2022.

DIRECTORS' REPORT
FOR THE YEAR ENDED MARCH 31, 2022

Dear Shareholders,

Your Directors have pleasure in presenting the 46th Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2022.

FINANCIAL PERFORMANCE :

Summary of Financial performance of the Company for the Financial Year 2021-22 is depicted below:

STANDALONE **(Rs.)**

Statement Of Profit & Loss Account	IND AS		
	2021-22	2020-21	2019-20
Sales (other than GST)	2,11,93,39,683	1,18,35,00,876	1,01,56,92,055
Other Income	53,05,390	9,28,250	16,87,028
Interest	21,20,136	96,37,835	1,06,71,787
Profit Before Taxation	9,72,80,994	7,89,90,535	60,09,029
Profit After Taxation	6,81,53,193	7,29,50,902	38,14,886
Earnings Per Share of Rs.10/-	86.27	92.34	4.83
Dividend Per Share of Rs.10/-	2.50	2.00	NIL

STATE OF AFFAIRS OF THE COMPANY AND FUTURE OUTLOOK :

Your Directors are very happy to report on the performance of the Company in FY 2021-22, which is quite impressive. In spite of COVID-19 prevalent in the first quarter of the year, the Company did well, compared with its previous year. It could procure raw materials (cotton seed) from various other sources and processed nearly 54,949 MT as against 40,707 MT in the previous year. This helped the Company to use its production capacities to a major extent.

Though yields of oil and other products are low, with calibrate approach, it could sell its products with better margin. The Company achieved a sales turnover of Rs.21,193.40 lakhs as against Rs.11,835.00 lakhs in previous year, which is nearly 79% more and similarly operations gross profit improved to 972.81 lakhs before taxes as against Rs.789.91 lakhs.

The Power projects in Tamil Nadu and Gujarat did not do well due to changed Wind Patterns and could generate Rs.66.15 lakhs as against Rs.60.62 lakhs in previous year.

FUTURE OUTLOOK

The Company is planning to extend its areas of raw material procurement to Telangana and Tamil Nadu in the forthcoming season. The Company targeted to utilize its production capacities to maximum extent. Because of war between Russia and Ukraine (which are the major suppliers of sunflower oils), oil imports by India got severely affected, and led to huge increase in domestic oil prices. Palm Oil imports, which are major in volumes were also slowed down due to restrictions imposed by the producing countries to contain inflations. These trends impacted Indian oil prices and also pushed up oil seed prices as well. Government of India concerned with high domestic oil prices, is taking various measures such as reducing import duty and encouraging growers of oil seeds and related crops etc. Since these measures are in adequate, the prices of edible oils unlikely to come down in the near future.

However, your Directors are hopeful of improving the performance by using its existing processing capacities of the Company and target to achieve better results in coming years.

EXPORT AND FOREIGN EXCHANGE EARNINGS :

Your Directors wish to inform that the Company has exported 1773.830 M.T. of Cotton Linters worth ₹ 610.90 lakhs during the year under review as against 4098.290 M.T. of Cotton Linters and ₹ 18.130 M.T. of Cotton seed Hulls worth ₹ 538.18 lakhs in the previous year.

ANNUAL RETURN :

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2022 is available on the Company's website at www.capol.in.

MANAGEMENT DISCUSSION AND ANALYSIS :

The Management Discussion and Analysis Report, as required under regulation 34 of the SEBI (LODR) Regulations 2015, forms part of the Annual Report as **ANNEXURE NO : V** at Page No.36

DIRECTORS AND KEY MANAGERIAL PERSONNEL :

NAMES OF THE PERSONS WHO HAVE BEEN APPOINTED / CEASED TO BE DIRECTORS AND/OR KEY MANAGERIAL PERSONNEL OF THE COMPANY:

i) DURING THE YEAR :-

i. During the year Mr. Maddi Lakshmaiah (DIN- 00013387), reappointed under retire by rotation under Article 122 of the Articles of Association of the Company in the 45th AGM of the company.

ii. During the year Mr. Maddi Ramesh (DIN- 00013394), reappointed under retire by rotation under Article 122 of the Articles of Association of the Company in the 45th AGM of the company.

ii) AFTER THE END OF THE FINANCIAL YEAR AND UP TO THE DATE OF THE REPORT :-

DIRECTORS LIABLE TO RETIRE BY ROTATION IN ENSUING ANNUAL GENERAL MEETING :

1. Mr. Maddi Lakshmaiah (DIN- 00013387), retire by rotation under Article 122 of the Articles of Association of the Company and being eligible, offer himself for reappointment as Director. The Board recommends his reappointment.

2. Mr. Maddi Ramesh (DIN- 00013394), retire by rotation under Article 122 of the Articles of Association of the Company and being eligible, offer himself for reappointment as Director. The Board recommends his reappointment.

ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND OF DIRECTORS :

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees. The NRC has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

The performance of the Board and individual Directors was evaluated by the Board after seeking inputs from all the Directors. The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members. The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution in the long term strategic planning, etc. The criteria for performance evaluation of the Committees included aspects such as structure and composition of Committees, effectiveness of Committee meetings etc. The above criteria for evaluation was based on the Guidance Note issued by SEBI.

ln a separate meeting, the Independent Directors evaluated the performance of Non-Independent Directors and performance of the Board as a whole. They also evaluated the performance of the Chairman taking into account the views of Executive Directors and Non-Executive Directors. The NRC reviewed the performance of the

Board, its Committees and of the Directors. The same was discussed in the Board Meeting that followed the meeting of the Independent Directors and NRC, at which the feedback received from the Directors on the performance of the Board and its Committees was also discussed. Significant highlights, learning and action points with respect to the evaluation were discussed by the Board.

Sl. No	Particulars	
i.	Observations of board evaluation carried out for the year :	NONE
ii.	Previous year's observations and actions taken :	NONE
iii.	Proposed actions based on current year observations :	NONE

STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS :

In terms with Section 149 (7) of the Companies Act, 2013, all the Independent Directors of the Company have declared that they meet the criteria of Independence in terms of Section 149(6) of the Companies Act, 2013 Regulation 16(1)(b) of the SEBI(LODR) Regulations, 2015. In the opinion of the Board, they fulfil the conditions of independence as specified in the Act and the Rules made thereunder and are independent of the management.

SEPARATE MEETING OF INDEPENDENT DIRECTORS :

During the year under review, one meeting of Independent Directors was held on 11.02.2022 in compliance with the requirements of Schedule IV of the Companies Act, 2013. Three independent directors viz., Mr. V.V.S.Ravi, Mrs. R Lakshmi Sarada and Mr. Lakkaraju Shyam Prasad, have attended to the meeting held by them on 11.02.2022. The Independent Directors at their meeting, inter alia, reviewed the Performance of Non-Independent Directors and Board as a whole Performance of the Chairperson of the Company taking into account the views of Executive Director and Non-Executive Directors. Assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

NUMBER OF BOARD MEETINGS :

During the Financial Year 2021-22, Four (4) Meetings of the Board of Directors of the Company were held as prescribed under the Act.

Board Meetings

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Number of directors attended
1.	25.06.2021	07	6
2.	14.08.2021	07	6
3.	13.11.2021	07	6
4.	12.02.2022	07	6

A. Attendance of Directors

S. No.	Name of the Director	Number of Meetings which were entitled to attend	Number of Meetings Attended
1.	Mr. Maddi Lakshmaiah	4	2
2.	Mr. Meadem Sekhar	4	4
3.	Mr. Maddi Venkateswara Rao	4	4
4.	Mr. Maddi Ramesh	4	3
5.	Mr. Vadlamani Venkata Subramanya Ravi	4	4
6.	Mrs. Rallabandi Lakshmi Sarada	4	3
7.	Mr. Lakkaraju Shyam Prasad	4	4

GENERAL MEETINGS :

During the Financial Year 2021-22, 45th Annual General Meeting of the Company was held on 16.09.2021. Except the 45th Annual General Meeting, no other meeting of the members were held in financial year 2021-22.

Type of Meeting	Date of Meeting	Total No. of members entitled to attend	Attendance	
			No. of members attended	% of total shareholding
Annual General Meeting	16.09.2021	189	14	68.95

DIRECTORS RESPONSIBILITY STATEMENT :

In conformity with the provisions under Section 134 (3) (c) which is introduced by the Companies Act, 2013 your directors confirm that:-

a) in the preparation of the annual accounts for the year ended March 31, 2022, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;

b) the Directors have selected sound accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2022 and of the profit of the Company for the year ended on that date;

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

d) the Directors have prepared the annual accounts on a 'going concern' basis;

e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;

f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

AUDIT COMMITTEE :

(a) BRIEF DESCRIPTION OF TERMS OF REFERENCE :

The Terms of Reference of this committee cover the matters specified for Audit Committee under Section 177 of the Companies Act, 2013, and as follows:

a. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
b. Recommending the appointment and removal of external auditor, fixation of audit fee and approval for payment for any other services.
c. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:

- Any changes in accounting policies and practices
- Major accounting entries based on exercise of judgment by management
- Qualifications in draft Auditors' Report
- Significant adjustments arising out of audit
- The going concern assumption
- Compliance with stock exchange and legal requirements concerning financial statements
- Any related party transactions i.e. transactions of the company of material nature, with promoters or the management, their subsidiaries or relatives etc., that may have potential conflict with the interests of the Company at large.

d. Reviewing with the management, external and internal auditors, and the adequacy of internal control systems.
e. Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
f. Discussion with internal auditors of any significant findings and follow up there on.
g. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
h. Discussion with external auditors, before the audit commences, the nature and scope of audit as well as have post audit discussion to ascertain any area of concern.
i. Reviewing the Company's financial and risk management policies.
j. Other matters as assigned/specified by the Board from time to time.
k. The scope of the Audit Committee also includes matters which are set out in SEBI (LODR) Regulations 2015 and the rules made there under, as amended from time to time.

(b) COMPOSITION, MEETINGS AND ATTENDANCE DURING THE YEAR :

As on 31st March, 2022, The Audit Committee comprises of Three Independent cum Non-Executive Directors. The committee comprises as follows:

Directors	Chairman/ Member	Category
Mr. Vadlamani Venkata Subramanya Ravi	Chairman	I & N.E.D
Mrs. Rallabhandi Lakshmi Sarada	Member	I & N.E.D
Mr. Lakkaraju Shyama Prasad	Member	I & N.E.D

During the year, the Audit Committee was constituted under Section 177 of the Companies Act, 2013 and its meetings were held four times during the year ended March 31, 2022.

Audit Committee Meetings

S. No	Date of meeting	Total Number of Directors as on the date of meeting	Number of Directors attended
1.	24.06.2021	03	2
2.	13.08.2021	03	3
3.	12.11.2021	03	3
4.	11.02.2022	03	2

Attendance of Audit Committee Members

S. No	Name of the Director	No of Meetings which were entitled to attend	No. of Meetings Attended
1.	Mr. Vadlamani Venkata Subramanya Ravi	04	4
2.	Mrs. Rallabhandi Lakshmi Sarada	04	2
3.	Mr. Lakkaraju Shyama Prasad	04	4

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION :

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on March 31, 2022, the Board consists of seven members, three of whom are independent directors. The Board periodically evaluates the need for change in its composition and size.

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Sub-section (3) of section 178 of the Companies Act, 2013, adopted by the Board is recommended by the Nomination and Remuneration Committee. We affirm that the remuneration paid to the directors is as per the terms laid out in the nomination and remuneration policy of the Company.

NOMINATION AND REMUNERATION COMMITTEE :

(a) TERMS OF REFERENCE :

The Company had constituted the Nomination and Remuneration Committee under Section 178 of the Companies Act, 2013. The scope of the Committee also includes matters which are set out in SEBI (LODR) Regulations, 2015 and the rules made there under, as amended from time to time. The broad terms of reference are to determine and recommend to Board, appraisal of the performance of the Managing Directors/Whole-time Directors and to determine and advise the Board for the payment of annual commission/compensation to the Non-Executive Director and to recommend to the Board appointment/reappointment and removal of Directors. To frame criteria for determining qualifications, positive attributes and Independence of Directors and to create an evaluation framework for Independent Directors and the Board.

(b) COMPOSITION, MEETINGS AND ATTENDANCE DURING THE YEAR :

The Nomination and Remuneration Committee comprises of total three Non-Executive Directors cum Independent Directors and it meets twice in a year.
The committee comprises as follows:

Directors	Chairman/ Member	Category
Mr. Vadlamani Venkata Subramanya Ravi	Chairman	I & N.E.D
Mrs. Rallabhandi Lakshmi Sarada	Member	I & N.E.D
Mr. Lakkaraju Shyama Prasad	Member	I & N.E.D

The Committee held two meetings during the year ended March 31, 2022.

Nomination and Remuneration Committee meetings

S. No	Date of meeting	Total Number of directors as on the date of meeting	Number of directors attended
1.	13.08.2021	03	3
2.	11.02.2022	03	2

Attendance of Nomination and Remuneration Committee meetings

S. No	Name of the Director	No of Meetings which were entitled to attend	No. of Meetings Attended
1.	Mr. Vadlamani Venkata Subramanya Ravi	02	2
2.	Mrs. Rallabhandi Lakshmi Sarada	02	1
3.	Mr. Lakkaraju Shyama Prasad	02	2

The Independent Directors Committee comprises of total three Non-Executive Directors cum Independent Directors and it meets once in a year.
The committee comprises as follows:

Directors	Chairman/ Member	Category
Mr. Vadlamani Venkata Subramanya Ravi	Chairman	I & N.E.D
Mrs. Rallabhandi Lakshmi Sarada	Member	I & N.E.D
Mr. Lakkaraju Shyama Prasad	Member	I & N.E.D

The Committee held one meeting during the year ended March 31, 2022.

Independent Directors Committee meeting

S. No	Date of meeting	Total Number of directors as on the date of meeting	Number of directors attended
1	11.02.2022	03	3

Attendance of Nomination and Remuneration Committee meetings

S. No	Name of the Director	No of Meetings which were entitled to attend	No. of Meetings Attended
1.	Mr. Vadlamani Venkata Subramanya Ravi	01	1
2.	Mrs. Rallabhandi Lakshmi Sarada	01	1
3.	Mr. Lakkaraju Shyama Prasad	01	1

(c) SELECTION AND EVALUATION OF DIRECTORS :

The Board has based on recommendations of the Nomination and Remuneration Committee, laid down following policies:

1. Policy for Determining Qualifications, Positive Attributes and Independence of a Director
2. Policy for Board & Independent Directors' Evaluation

(d) PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS :

Based on the criteria laid down in the Policy for evaluation of Board and Independent Directors, the Board carried out the annual performance evaluation of Board Committees and the Independent Directors, whereas at a separate meeting, Independent Directors evaluated the performance of Executive Directors, Board as a whole and of the Chairman. Nomination and Remuneration Committee also evaluated individual directors' performance.

i) As per the said Policy, evaluation criteria for evaluation Board inter alia covers: Composition in light of business complexities and statutory requirements; establishment of vision, mission, objectives and values for the Company; laying down strategic road map for the Company & annual plans; growth attained by the Company; providing leadership and directions to the Company and employees; effectiveness in ensuring statutory compliances and discharging its duties / responsibilities towards all stakeholders; Identification, monitoring & mitigation of significant corporate risks; composition of various committees, laying down terms of reference and reviewing committee's working etc.

ii) Performance evaluation criteria for Executive Directors inter alia include: level of skill, knowledge and core competence; performance and achievement vis-à-vis budget and operating plans; effectiveness towards ensuring statutory compliances; discharging duties/responsibilities towards all stakeholders; reviewing/monitoring Executive management performance, adherence to ethical standards of integrity & probity; employment of strategic perception and business acumen in critical matters etc.

iii) Performance of Independent Directors is evaluated based on: objectivity & constructivity while exercising duties; providing independent judgment on strategy, performance, risk management and Board's deliberations; devotion of sufficient time for informed decision making; exercising duties in bona fide manner; safeguarding interests of all stakeholders, particularly minority shareholders; upholding ethical standards of integrity & probity; updating knowledge of the Company & its external environment etc.,

iv) Committees of the Board are evaluated for their performance based on: effectiveness in discharging duties and functions conferred; setting up and implementation of various policies, procedures and plans, effective use of Committee's powers as per terms of reference, periodicity of meetings, attendance and participation of committee members; providing strategic guidance to the Board on various matters coming under committee's purview etc.,

(e) REMUNERATION POLICY FOR DIRECTORS :

The Committee has formulated Policy for Remuneration of Directors, Key Management Personnel and other employees. As per the Policy, remuneration to Non-executive Independent Directors include:

a. Sitting Fees for attending meetings of the Board as well as Committees of the Board as decided by the Board within the limits prescribed under the Companies Act.
b. Travelling and other expenses they incur for attending to the Company's affairs, including attending Committee and Board Meetings of the Company.

- **REMUNERATION TO EXECUTIVE DIRECTORS :**

The appointment and remuneration of Executive Directors including Managing Director, Joint Managing Director and Whole Time Director is governed by the recommendation of the Remuneration and Nomination Committee, resolutions passed by the Board of Directors and Shareholders of the Company. The remuneration package of Whole Time Director, comprises of salary, perquisites, allowances and other retirement benefits as approved by the shareholders at the General Meetings of the Company.

- **REMUNERATION TO NON-EXECUTIVE DIRECTORS :**

The Non-Executive Directors are paid remuneration by way of Sitting Fees. The Non- Executive Directors are paid sitting fees for each meeting of the Board and Committee of Directors attended by them.

CORPORATE SOCIAL RESPONSIBILITY (CSR) :

The provisions of section 135 of the Act, read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are applicable to the Company with effect from the financial year 2021-22 since the profit of the company has crossed the thresh hold limit of Rs.5.00 Crores in the financial year 2020-21.

CAPOL' CSR initiatives and activities are aligned to the requirements of Section 135 of the Act. The brief outline of the CSR policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in Annexure of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

This Policy is available on the Company's website **www.capol.in**
During the year the Corporate Social Responsibility committee of the Board have constituted as per the provisions of the Companies Act,2013

CSR COMMITTEE COMPOSITION, MEETINGS AND ATTENDANCE DURING THE YEAR :

The Corporate Social Responsible Committee (CSR) comprises of total three Non-Executive Directors cum Independent Directors and it meets twice in a year.

The committee comprises as follows:

Directors	Chairman/ Member	Category
Mr. Maddi Venkateswara Rao	Chairman	N.E.D
Mrs. Rallabhandi Lakshmi Sarada	Member	I & N.E.D
Mr. Vadlamani Venkata Subramanya Ravi	Member	I & N.E.D

The Committee held two meetings during the year ended March 31, 2022.

CSR Committee meetings

S. No	Date of meeting	Total Number of directors as on the date of meeting	Number of directors attended
1.	13.08.2021	03	3
2.	11.02.2022	03	2

Attendance of CSR Committee meetings

S. No	Name of the Director	No of Meetings which were entitled to attend	No. of Meetings Attended
1.	Mr. Maddi Venkateswara Rao	02	2
2.	Mrs. Rallabhandi Lakshmi Sarada	02	2
3.	Mr. Vadlamani Venkata Subramanya Ravi	02	2

REPORT ON CORPORATE GOVERNANCE :

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Corporate Governance Report with auditors' certificate thereon shall not be mandatory for the Company.

VIGIL MECHANISM :

The Company has set up vigil mechanism to enable the employees and Directors to report genuine concerns and irregularities, if any in the Company, noticed by them. The Whistle Blower Policy/ vigil mechanism (as amended) has been posted on the Website of the Company i.e., **www.capol.in**

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186 :

There were no Loans, Guarantees, Investments and securities given/made/provided by the Company during the Year.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES :

All related party transactions that were entered during the financial year were on at arm's length basis and were in the ordinary course of business. There are no related party transactions made by the Company which may have a potential conflict with the interest of the Company at large and thus disclosure in Form AOC-2 is not required and the Details of Transactions with the related parties were mentioned in the Notes forming part of the Accounts.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY :

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company.

AMOUNTS TRANSFERRED TO RESERVES :

The Board of Directors of your company, has decided not to transfer any amount to the Reserves for the year under review

DIVIDEND :

During the financial year Final dividend of Rs.2.00 per share (i.e. 20%) the Equity Shares of the Company of Rs.10/- each for the year ended March 31, 2021 which amounts to **Rs. 15,80,000** on was paid to the shareholders of the company

The Board recommended the final dividend of Rs.2.50 per share (i.e. 25%) the Equity Shares of the Company of Rs.10/- each for the financial year 2021-22 at the board meeting held on 28.05.2022. If the dividend, as recommended above, is declared by the Members at the ensuing Annual General Meeting ('AGM'), the total outflow towards dividend on Equity Shares for the year would be **Rs. 19,75,000/-.**

CHANGES IN SHARE CAPITAL :

During the current year, there has been no change occurred in the capital Structure of the company.

AUDITORS :

i. STATUTORY AUDITORS :

M/s. Nataraja Iyer & Co., Chartered Accountants were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 11th August, 2017, for a term of five consecutive years. The five consecutive years tenure to be completed at the ensuing Annual General Meeting of the Company and is eligible for reappointment.

The Company has received confirmation from the Auditors to the effect that their appointment, if made, will be in accordance with the limits specified under the Companies Act, 2013 and the firm satisfies the criteria specified in Section 141 of the Companies Act, 2013 read with Rule 4 of Companies (Audit & Auditors) Rules 2014. The Board is of the opinion that continuation of **M/s.** Nataraja Iyer & Co.,, as Statutory Auditors will be in the best interests of the Company and therefore, the members are requested to consider their re-appointment as Statutory Auditors of the Company, for a Second term of five years, from the conclusion of the ensuing Annual General Meeting, till the Annual General Meeting to be held in the calendar year 2027, at such remuneration mutually agreed and approved by the Board.

The Auditors' Report on the financial statements of the Company for the financial year ended March 31, 2022 is unmodified i.e. it does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements forming part of the annual report.

ii. SECRETARIAL AUDITORS :

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company has engaged services of M/s. K. Srinivasa Rao & Co, Company Secretaries in Practice, Guntur to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2022. The detailed reports on the Secretarial Standards and Secretarial Audit in Form MR- 3 are appended as an Annexure III to this Report. There were no qualifications, reservations or adverse remarks given by Secretarial Auditors of the Company.

iii. COST AUDITORS :

In terms of Section 148 of the Act read with Companies (Cost Records and Audits) Rules, 2014, the Audit Committee recommended and the Board of Directors appointed M/s. Jithendra Kumar & Co, Cost Accountants (Firm Registration No. 103347), Vijayawada to conduct Cost Audit relating of the Company for the year ending 31st March, 2022. The Company has received their written consent that the appointment will be in accordance with the applicable provisions of the Act and rules framed thereunder

Members are requested to consider the ratification of the remuneration payable to M/s. Jithendra Kumar & Co, Cost Accountants (Firm Registration No. 103347), Vijayawada as has been set out in the Notice of the 46th AGM of the Company.

MAINTENANCE OF COST RECORDS :

The Company is required to maintain cost records as specified by the Central Government under sub-section (1) of Section 148 of the Act and the rules framed thereunder, and accordingly, the Company has made and maintained such cost accounts and records.

COST AUDIT :

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, Cost Audit is Applicable to the company for the financial year 2021-22. M/s. Jithendra Kumar & Co, Cost Accountants (Firm Registration No. 103347), Vijayawada has carried cost audit of the company for the financial year 2021-22.

EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE COST AUDITOR IN HIS REPORT :

The Cost Auditor's report for the year ended 31.03.2022 does not make any qualification, reservation or adverse remark or disclaimer in their report.

REPORTING OF FRAUDS BY AUDITORS :

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees, to the Audit Committee under Section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

MATERIAL CHANGES AND COMMITMENTS BETWEEN THE END OF FINANCIAL YEAR AND THE DATE OF THE REPORT :

There have been no material changes and commitments, which affect the financial position of the company which have occurred between the end of the financial year 31.03.2021 to which the financial statements relate and the date of this Report.

CONSERVATION OF ENERGY/TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO :

The information required to be given pursuant to Section 134 (3) (m) of the Companies Act, 2013, read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2020 is given herein and forms part of the Board's Report (Annexure – II).

PARTICULARS OF EMPLOYEES :

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report in Annexure -IV. There were no employees in the Company as per Rule 5(2) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

HUMAN RESOURCE :

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building programs are conducted to enhance employee skills, motivation as also to foster team spirit. Company also conducts in-house training programs to develop leadership as well as technical/functional capabilities in order to meet future talent requirements. Industrial relations were cordial throughout the year.

RISK MANAGEMENT :

During the year, According to the Section 134 (3) (n) of the Act, the company had laid down a policy for management of risk. The risk management framework defines the risk management approach of the Company and also includes the periodical review of such risks. The board periodically discusses the significant business risks identified by the management and the mitigation measures to address such risks.

INTERNAL CONTROL SYSTEM AND COMPLIANCE FRAMEWORK :

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations. The internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations.

The Internal Control System of the Company has been designed to provide for:

- Accurate recording of transactions with internal checks and prompt reporting.
- Adherence to applicable Accounting Standards and Policies.
- Compliance with applicable statutes, policies and management policies and procedures.
- Effective use of resources and safeguarding of assets.

The Company has appointed Mr. P.L. Ranganadh and Mr. V.H. Guptha, as Internal Auditors of the Company. The Audit Committee in consultation with the Internal Auditors formulates the Scope, functioning, periodicity and methodology for conducting the internal audit. The internal auditors carryout audit, covering inter alia, monitoring and evaluating the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations and submit their periodical internal audit reports to the Audit Committee. The internal auditors have expressed that the internal control system in the Company is effective. The Board has also put in place requisite legal compliance framework to ensure compliance of all the applicable laws and that such systems are adequate and operating effectively.

DISCLOSURES PERTAINING TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 :

Your directors confirm that the Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. Your directors confirmed that the Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year Company has not received any complaint of harassment.

UNSECURED LOANS RECEIVED FROM DIRECTORS DURING THE YEAR 2021-22 :

During the year 2020-21, the Company has received the following loans from the following Directors.

S.No	Name of the Director	Amount Received during the year
1.	NIL	Nil

PUBLIC DEPOSITS :

During the year under review, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

REGISTRAR'S AND SHARE TRANSFER AGENTS:

Registrar and Share Transfer Agents of the Company are M/s Bigshare Services Private Limited, 306, 3rd Floor, Right Wing, Amrutha Ville, Opp. Yashodha Hospital, Raj Bhavan Road, Somajiguda, Hyderabad – 500 082.

SECRETARIAL STANDARDS :

The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems were adequate and operating effectively.

TRANSFER OF UNPAID AND UNCLAIMED AMOUNT TO IEPF :

Pursuant to the provisions of section 124 of the Companies Act, 2013, the declared dividends which remained un paid or unclaimed for a period of seven years, have been transferred by the company to the Investor Education and Protection Fund (IEPF) established by the Central Government.

The following are the details of dividends paid by the Company and respective due dates for transfer of unclaimed dividend to IEPF.

Dividend Year	Date of Declaration of Dividend	Due date for transfer to IEPF
2015-16	10-08-2016	11-09-2023
2020-21	16-09-2021	16-10-2027

Transfer to Investor Education and Protection Fund: (a) Transfer of unclaimed dividend Members are hereby informed that under the Act, the Company is required to transfer the dividend which remains unpaid or unclaimed for a period of seven consecutive years or more, to the credit of the Investor Education and Protection Fund ('IEPF'). Accordingly, a Final Dividend for FY 2013-14 declared during the FY 2013-14 which remained unpaid or unclaimed was transferred to the IEPF Authority in FY 2021-22.

Transfer of shares to IEPF Pursuant to the provisions of Sections 124 and 125 of the Act read with the IEPF Rules, all the shares on which dividends remain unpaid or unclaimed for a period of seven consecutive years or more shall be transferred to the demat account of the IEPF Authority as notified by the MCA

During the year, the Company has transferred 20,160 Equity Shares of face value of Rs.10/- each to the demat account of the IEPF Authority. The Company had sent individual notice to all the Members whose shares were due to be transferred to the IEPF Authority and had also published newspaper advertisement in this regard. The details of such dividends/shares transferred to IEPF are uploaded on the website of the Company at www.capol.in.

APPRECIATIONS AND ACKNOWLEDGEMENTS :

Your Directors wish to express their grateful appreciation for the continued co-operation received from Canara Bank, Financial Institutions, Stock Exchanges, Government Authorities, Customers, Vendors and Stakeholders during the year under review.

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment. The Board places on record its appreciation for the support and co-operation your Company has been receiving from its suppliers, distributors, retailers, business partners and others associated with it as its trading partners. It will be your Company's endeavor to build and nurture strong links with the trade based on mutuality of benefits, respect for and co-operation with each other, consistent with consumer interests.

By Order of the Board of Directors

Sd/-
(Meadem Sekhar)
Whole Time Director & CEO
(DIN: 02051004)

Place : CHILAKALURIPET
Date : May 27, 2022.

ANNEXURE-II TO THE DIRECTOR'S REPORT

A. CONSERVATION OF ENERGY :

1. Energy Conservation Measures taken during the year :

In line with the company's commitment towards conservation of energy, all units continue with their endeavour to make more efficient use of energy through improved operational and maintenance practices. The measures taken in this direction at the unit are as under:

a) Continuous Conservation of energy is accorded high priority;
b) Our R&D team continuously reviews ongoing processes;
c) All manufacturing plants continue their efforts in conserving energy in various forms like energy conservation projects, use of alternate sources & resources, continuous monitoring etc. of energy consumption throughout all plants and curtailing wastages.
d) Saving in fuel consumption for steam generation from boiler operation;
e) Eliminating steam leakages in distribution of generated steam;
f) Employees have been trained in energy conservation measures;

2. Impact of Energy Conservation Measures :

The Energy Conservation Measures which were undertaken in the Company have resulted in reduction in power consumption, fuel consumption and improves the overall production performance.

3. Total energy consumption and energy consumption per unit of production :

Form A
(Form for disclosure of particulars with respect to conservation of energy)

A POWER AND FUEL CONSUMPTION :

Sl.No.	Particulars	2021-22	2020-21
1	Electricity:		
	a) Purchased Units	**52,46,500**	33,77,550
	Total Amount	₹ **3,76,18,285**	₹ 2,59,53,178
	Rate/Unit	₹ **7.17**	₹ 7.68
	b) Own Generation		
	I) Through Diesel Generators:		
	Units	**713**	885
	Units per Ltr. Of diesel Oil	**2.04**	2.80
	Cost/Unit	₹ **44.45**	₹ 26.06
	II) Through Steam Turbine/Generators	**NIL**	NIL
2	Coal: (Specify quality & where used) Round Coal "C" Grade used in Boiler. Quantity (Tonnes)	**NIL**	NIL
	Total Cost	₹ **NIL**	₹ NIL
	Average Cost	₹ **NIL**	₹ NIL
3	Furnace Oil	**NIL**	NIL
4	Others/Internal Generation:		
	Rice Husk (Tonnes)	**2,878.142**	2,463.267
	Total Cost	₹ **41,96,192**	₹ 33,52,133
	Average Cost	₹ **1457.95**	₹ 1360.85

B CONSUMPTION PER UNIT OF PRODUCTION :

Sl.No.	Particulars	**2021-22**		2020-21	
1	ELECTRICITY:				
	Cotton Seed	**95.49**	Units	83.40	Units
2	COAL:				
	Cotton Seed	**-**		-	
3	Furnace Oil	**-**		-	
4	RICE HUSK for Steam Generation:				
	Cotton Seed	**52.38**	Kgs	60.81	Kgs

4. Steps taken by the company for utilising alternate sources of energy: None

5. Capital investment on energy conservation equipment: None

B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION :

Continuous efforts are being made towards technology absorption, adaptation and innovation. Quality being the thrust area, the company has been taking effective steps to continue to improve quality to compete with international quality standards. LED lights are installed in place of regular tube lights in plant to reduce energy consumption.

Installation of Energy Monitoring System for greater accuracy of energy consumption

1. Benefits derived as a result of the above efforts:

   Improved capability and productivity to meet the customer requirements.

2. Efforts in brief, made towards Technology absorption, adaptation and innovation:

   The Company is continuously taking steps to improve the product and process technology in an effort to provide superior quality and cost effective products to consumers .

3. Imported Technology:

   --- None ---

C. FOREIGN EXCHANGE EARNINGS AND OUTGOINGS :

The Company exported **1773.830** M.T. of Cotton Linters worth **₹ 610.91** lakhs during the year under review as against 4098.290 M.T. of Cotton Linters worth ₹ 535.66 lakhs in the previous year.

ANNUAL SECRETARIAL COMPLIANCE REPORT OF M/s COROMANDEL AGRO PRODUCTS AND OILS LIMITED FOR THE YEAR ENDED 31.03.2022

To
M/s COROMANDEL AGRO PRODUCTS AND OILS LIMITED
12-b, Skylark Apartments,
Basheerbagh,
Hyderabad- 500029.

We K.Srinivasa Rao & Co, Company Secretaries, Guntur have examined:

(a) all the documents and records made available to us and explanation provided by **M/s COROMANDEL AGRO PRODUCTS AND OILS LIMITED (CIN:L15143TG1975PLC001967)** ("the listed entity"),
(b) the filings/ submissions made by the listed entity to the stock exchanges,
(c) website of the listed entity,
(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31.03.2022** ("Review Period" i.e 01.04.2021 to 31.03.2022) in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009(up to 10th November,2018) and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (with effect from 11th November,2018): **Not Applicable as there was no reportable event during the financial year under review**
(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;- **Not Applicable as there was no reportable event during the financial year under review**
(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as there was no reportable event during the financial year under review**
(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable as there was no reportable event during the financial year under review**
(g) Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations,2013; **Not Applicable as there was no reportable event during the financial year under review**
(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
(i) other regulations as applicable and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the covid-19 Pandemic situations, We hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, in respect of matters specified below

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	**NA**	***NA***	NA

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc	Observations/ remarks of the Practicing Company Secretary, if any.
-NIL-				

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
-NIL-				

For K. Srinivasa Rao & Co.,
Company Secretaries.,

Sd/-
CS. K. Srinivasa Rao
Partner C. P. No.: 5178
UDIN: F005599C000515097

Place : Guntur
Date : 27th May, 2022.

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

ANNEXURE

To
M/s COROMANDEL AGRO PRODUCTS AND OILS LIMITED
12-b, Skylark Apartments,
Basheerbagh,
Hyderabad- 500029.

The Secretarial Compliance Report of even date is to be read along with this letter.

1. Maintenance of secretarial records under regulations, circulars and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI ACT) and the Securities Contracts (Regulation) Act, 1956 (SCRA) rules made there under and Regulations, circulars and guidelines issued there under by SEBI, is the responsibility of the management of the listed entity. Our responsibility is to express an opinion on these records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of these records. The verification was done to ensure that correct facts are reflected in the said records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Account of the listed entity

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of SEBI ACT and SCRA, and regulations, circulars and guidelines prescribed there under is the responsibility of management. Our examination was limited to the verification of documents and records made available to us and explanations provided to us with respect to the practices and processes followed in matters relating to this Report.

6. The Secretarial Compliance Report is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For K. Srinivasa Rao & Co.,
Company Secretaries.,

Sd/-
CS. K. Srinivasa Rao
Partner C. P. No.: 5178
UDIN: F005599C000515097

Place : Guntur
Date : 27th May, 2022.

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
M/s. Coromandel Agro Products and Oils Limited,
Hyderabad

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Coromandel Agro Products and Oils Limited (hereinafter called the Company) for the financial year ended 31.03.2022. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

(i). The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii). The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv). Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(v). The Following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
  (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009(up to 10th November, 2018) and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (with effect from 11th November,2018): (Not applicable to the Company during the Audit Period);
  (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the Audit Period);
  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);
  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the Audit Period) and
  (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period);

(vi). The Company has identified the following laws as specifically applicable to the Company:

1. Food Safety and Standards Act, 2006 and the rules made thereunder;
2. Vegetable Oil Products Production and Availability (Regulation) Order, 2011.

We have also examined compliance with the applicable clauses of the following :

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.
The Listing Agreement entered into by the Company with Bombay Stock Exchange Limited and the Uniform Listing Agreement entered with the said stock exchange pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (applicable with effect from 01st December, 2015). During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above

We further report that :

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

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period, there are no specific events/ actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc., referred to above.

For K. Srinivasa Rao & Co.,
Company Secretaries.,

Sd/-
K. Srinivasa Rao, Partner
FCS. No. 5599/ C. P. No: 5178
UDIN: F005599C000515097

Place : Guntur
Date : 27th May, 2022.

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'ANNEXURE A'

To,
The Members
M/s. Coromandel Agro Products and Oils Limited
Hyderabad

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For K. Srinivasa Rao & Co.,
Company Secretaries.,

Sd/-
K. Srinivasa Rao, Partner
FCS. No. 5599/ C. P. No: 5178
UDIN: F005599C000515097

Place : Guntur
Date : 27th May, 2022.

Annexure

Annual Report on CSR Activities to be Included in the Board's Report

1. Brief outline on CSR Policy of the Company: Coromandel Agro Products and Oils Limited CSR Policy have more Focus on areas of preventive health and sanitation, education, Drinking water,skills for employability, livelihoods . The proposed CSR activities according to our CSR policy displayed at Company's Registered Office and website of the company.

2. Composition of CSR Committee:

SI. No.	Name of the Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee. attended during the year
1	Mr.Maddi Venkateswara Rao	Chairman	2	2
2	Mrs.Rallabhandi Lakshmi Sarada	Member	2	2
3	Mr.Vadlamani Venkata Subramanya Ravi	Member	2	2

3. Weblink where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company: www.capol.in

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

6. Average Net Profit of the Company as per Section 135(5): Rs.2,92,92,006/-

Financial Year 2018-19: 28,76,455
Financial Year 2019-20: 60,09,029
Financial Year 2020-21: 7,89,90,534

8,78,76,018/3 =2,92,92,006/-

7. (a) Two percent of average net profit of the company as per section 135(5): Rs.5,85,840/-

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil

(c) Amount required to be set off for the financial year: Nil

(d) Total CSR obligation for the financial year (7a+7b-7c): Rs.5,85,840/-

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs. lakhs)	Amount Unspent (in lakhs)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
	-	-	Prime Minister's Citizen Assistance and Relief in Emergency Situation Fund (PM CARES Fund)	5.85	26-05-2022

(b) Details of CSR amount spent against ongoing projects for the financial year:

SN.	Name of Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the Project 1. District 2. State	Project Duration	Amount allocated for the project (in Rs. lakhs)	Amount spent in the current financial Year (in Rs. lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in J lakhs)	Mode of Implementation Direct (Yes/ No)	Mode of Implementation – Through Implementing Agency	
										Name	CSR Reg. No
-	-	-	-	-	-	-	-	-	-	-	-

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

SN.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No)	Location of the project 1. State 2. District	Amt. spent for the project (in Rs. lakhs)	Mode of implementation Direct (Yes/No)	Mode of implementation – Through implementing agency	
							Name	CSR Reg. No
-	-	-	-	-	-	-	-	-

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Details of CSR Spent during the financial year, if any (8b+8c+8d+8e): 0

(g) Excess amount for set off, if any:

Sr. No.	Particulars	Amount (Rs in lakhs)
-	-	-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sr. No.	Preceding Financial year	Amount transferred to Unspent CSR Account under Section 135 (6) (in J)	Amount transferred to Unspent CSR Account under Section 135 (6) (in v)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years (in Rs)
				Name of the Fund	Amount (in Rs)	Date of transfer	
-	-	-	-	-	-	-	-

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

Sr. No.	Project ID	Name of the Project	Financial Year in which the project commenced	Project Duration	Total amount allocated for the project (in Rs)	Total amount allocated for the project (in Rs)	Cumulative amount spent at the end of reporting Financial Year (in Rs)	Status of the project - Completed /Ongoing

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details) – Not Applicable

(a) Date of creation or acquisition of the capital asset(s):
(b) Amount of CSR spent for creation or acquisition of capital asset:
(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
(d) Details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reasons, in case, the Company has failed to spend two per cent of the average net profit as per Section 135(5):

The Company is executing certain multi year Ongoing Projects. Due to such Ongoing projects and plan of spending funds in multi years, the Company was not able to spend two per cent of the average net profit as per Section 135(5) in the current financial year. In respect of Unspent CSR funds during the year, the Company has paid to Prime Minister's Citizen Assistance and Relief in Emergency Situation Fund on 26-05-2022.

Annexure - IV TO THE BOARD'S REPORT

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2021-22 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sl. No.	Name of the Director/KMP and Designation	Remuneration of Director During the F.Y 2021-22 (Rupees in lakhs)	Ratio of remuneration of each Director/to median remuneration of employees	Remuneration of Directors During the F.Y 2020-21 (Rupees in lakhs)	% Increase/(Decrease) in Remuneration in the Financial Year 2021-22
1	Maddi Venkateswara Rao Director	0.10	0.07	0.08	25.00
2	Meadem sekhar Whole Time Director & CEO	18.00	13.04	18.00	0.00
3	Maddi Lakshmaiah Chairman	0.06	0.04	0.08	(25.00)
4	Maddi Ramesh Director	0.08	0.06	0.08	0.00
5	V.V.S. Ravi Director	0.20	0.14	0.15	33.33
6	L.Shyam Prasad Director	0.14	0.10	0.15	(6.67)
7	R.Lakshmi Sarada Women Director	0.09	0.07	0.07	28.57

i) **The Median Remuneration of Employees of the Company during the Financial Year was Rs. 1.38 Lakhs.**

ii) **There were 134 permanent employees on the rolls of the Company as on 31st March, 2022.**

iii) **There were no employees in the Company as per Rule 5(2) of Chapter XIII, the Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

iv) **In the Financial Year 2021-22, There was an increase of 6% in the median Remuneration of employees.**

v) **The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not Applicable; and**

vi) **The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Human Resources, Nomination and Remuneration Committee as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.**

vii) **It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.**

ANNEXURE V TO THE DIRECTORS' REPORT

MANAGEMENT DISCUSSION AND ANALYSIS :

1. This section shall include discussion on the following matters within the limits set by the listed entity's competitive position:

(a) INDUSTRY STRUCTURE AND DEVELOPMENTS :

India is the world's second largest consumer and number one importer of vegetable oil. As urbanisation increases in developing countries, dietary habits and traditional meal patterns are expected to shift towards processed foods that have a high content of vegetable oil. Vegetable oil consumption in India is, therefore, expected to remain high due to high population growth and consequent urbanisation. As per the OECD-FAO Agricultural Outlook 2021-2030, India is projected to maintain a high per capita vegetable oil consumption growth of 2.6 per cent per annum reaching 14 kg per capita by 2030 necessitating a high import growth of 3.4 per cent per annum.

India's edible oil market reached a volume of 23.9 Million Tons in 2021. Looking forward, IMARC Group expects the market to reach 26.3 Million Tons by 2027, exhibiting a CAGR of 1.59% during 2022-2027.

India currently represents the world's largest importer of edible oil in the world. Increasing disposable incomes, rising urbanization rates, changing dietary habits and the growth of the food processing sector represent some of the key factors driving the demand of edible oil in India.

High imports at a continued depreciating rupee will affect the landed prices of other edible oils as well, which is likely to result in an overall double digit growth in prices over January 2022, in the near term

Palm oil forms a major share of the edible oil consumed by Indians, with second most consumed oil being Soyabean Oil. Together both sum up to 65 % to 75 % of our consumption.

Based on the application, India's edible oil market has been divided into HoReCa, home users, and food processing industry. Currently, home users represent the largest market share.

(b) OPPORTUNITIES AND THREATS :

The rising consumer health consciousness, along with the changing inclination towards organic and low-cholesterol edible oils, is currently driving the India edible oil market. The sudden outbreak of the COVID-19 pandemic has led to the changing consumer inclination from conventional brick-and-mortar distribution channels towards online retail platforms for the purchase of edible oil.

India is one of the major oilseeds growing country. The oilseed production in India has steadily increased since 2016-17 onward after showing a fluctuating trend prior to that. The oilseed production in India has grown by almost 43 per cent from 2015-16 to 2020-21. The oil production in India has however lagged behind its consumption necessitating import of edible oils

We can see over last 25 years, how the land area under oilseed production has not grown meaningfully. So, whatever increase in our oilseed production has occurred in India is mainly because of our improvement in the crop yields (kg/ha or tons/ha). However, our yields are still nowhere close to the world average yields, leave aside the world best yields.

As informed above, demand for edible oils is steadily going up due to increased health concerns, improvement in standard of living, low growth in the area of oil seeds cultivation etc. The prices of edible oils increased substantially since recent past due to Russia-Ukraine war, export restrictions in some of growing countries, currency fluctuations, and also adverse impact of COVID-19 Pandemic. It is expected the prices will continue to grow or at least maintain at the same existing high levels as there is little chance of the related problems easing out. The Government of India is trying their best to bring down the edible oil prices by sourcing alternatives markets, duty manipulations, encouraging growers of oil seeds etc. However, these measures do not have major bearing on bringing down the prices in near future.

REGARDING AVAILABILITY OF COTTON SEED IN ENOUGH QUALITY TO THE COMPANY

It is a big challenge to the Company as to the availability of Cotton Seed in enough quantity at a lower price, unless Cotton growing area is improved. Hence these prices of raw materials have also relative impact basing on edible oil prices in Indian market as well.

(c) SEGMENT–WISE OR PRODUCT-WISE PERFORMANCE :

Presently the company has dealing in segments of seed processing and Wind turbine generators.

Seed Processing : The overall performance of the company is better in spite of low yielding Cotton Seed (main raw material) and onslaught of COVID-19. Because of heavy rains in cotton growing areas and delayed procurement, the company could start production from 25th October, 2021, and recoveries from processed seed of 54,949 MT (40,707 MT in the previous year), were low compared to the last year. Only respite for the company was it could get best average sale prices for all the products.

Because of high prices of Cotton Seed and low yields, a discriminatory approach was adopted by the company in procurement calibrating sale prices and production costs. This approach made the company to sell almost all processed products during the year itself, and leaving a little inventory for unseasonal months. The company achieved a turnover of Rs. 21193.40 lakhs as against Rs. 11,835.00 lakhs in the previous year. The gross profit before taxes was Rs. 972.81 lakhs as against Rs. 789.91 lakhs and due to adjustment of differed tax liabilities net profit for the period under review is Rs. 681.53 lakhs against Rs. 729.51 lakhs during the last year.

Available raw material (cotton seed) prices do not have parity and may result in losses. Hence the company stopped the processing in the factory in March 2022 itself, with a plan to resume whenever the situation gets improved.

Wind Turbine Generators : The power projects in Tamil Nadu and Gujarat did better and earned Rs. 66.15 lakhs compared to Rs. 60.62 lakhs during the previous year.

OUTLOOK :

In India, the rising consumer health concerns towards the high prevalence of coronary heart diseases, diabetes, obesity, gastrointestinal disorders, etc., are primarily driving the demand for healthy edible oil. Additionally, the market is further catalyzed by the growing awareness towards several health benefits of organic and low-cholesterol edible oil. As a result, various regional manufacturers are launching healthy product variants enriched with omega-3, vitamins, and natural antioxidants. Moreover, the changing consumer dietary patterns and their hectic work schedules have led to the increasing consumption of processed food items. The rising demand for edible oil in the food

processing sector as food preservatives and flavoring agents is also catalyzing the market growth in the country. Additionally, the elevating consumer living standards coupled with the increasing penetration of international culinary trends are further augmenting the demand for high-quality product variants, such as olive oil, sesame oil, flaxseed oil, etc. Apart from this, the expanding agriculture sector along with the launch of several initiatives for enhancing the production of oilseeds in the country is also propelling the market. Furthermore, the Indian government is making continuous efforts to increase the domestic availability of edible oil and reduce import dependency. For instance, the government has proposed the National Mission on Edible Oil (NMEO) for meeting the country's consumption need for edible oil, such as sesame oil, groundnut oil, safflower oil, palm oil, etc.

(d) RISKS AND CONCERNS :

Owing to high import dependence, the edible oil prices in India are directly correlated to international oil price movements and currency movements that make profitability vulnerable to unexpected fluctuations. The domestic edible oil prices are directly linked to the prices of imported palm and soybean oil due to heavy reliance on imports and their substitutability with other oil varieties. While mustard oil is almost entirely produced within the country, soya bean oil is imported in significant quantities, Palm oil is almost entirely imported in crude form (for refining in port-based refineries) as well as in refined form.

Your Company continues to place a strong emphasis on the risk management and has successfully introduced and adopted various measures for hedging the price fluctuations in order to minimize its impact on profitability. Also, your Company has initiated setting-up of a framework to upgrade itself to a robust risk management system. The key determinants of business risk profile of the company are their ability to overcome the regulatory risk and agro-climatic conditions. Other operational factors include operating efficiency, product diversity, market position, and ability to secure raw material as well as the commodity price and forex-risk management systems.

Thus, your Directors are optimistic in utilizing the production capacities and to overcome the post COVID-19 pandemic, to ensure better working results in the ensuing years.

(e) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY :

The Company has well-established processes and defined the roles and responsibilities for people at various levels. The control mechanism also involves well documented policies, authorization guidelines commensurate with the level of responsibility specific to the respective businesses. Adherence to these processes is ensured through frequent internal audits. The internal audits conducted are reviewed by the Audit Committee and requisite guidelines and procedures augment the internal controls. The internal control system is designed to ensure that financial and other records are reliable for preparing financial statements and other information which ensures that all transactions are properly reported and classified in the financial records.

(f) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE :

Cotton Seed is being processed on scientific basis and producing Edible Oil, De-oiled cake, Hulls and Linters. The Operational revenue of the company for the period under review increased to ₹**21193** Lakhs as compared to ₹11835 Lakhs registering a growth rate of 79% on an annualized basis. The Operational profit before Tax for the financial year under report is Rs. **972.82** Lakhs as against Rs. 789.91 Lakhs in the previous year.

(g) CAUTIONARY STATEMENT :

Statements in the Boards' Report and Management Discussion and Analysis describing the Companies objectives, projections, estimates, expectations may be "forward looking statements" within the meaning of applicable security laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the company's operations include, among others, economic conditions effecting demand / supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and incidental factors.

2. **DISCLOSURE OF ACCOUNTING TREATMENT :**

Where in the preparation of financial statements, during the year there was no different treatment from that prescribed in an Accounting Standard has been followed, the fact shall be disclosed in the financial statements.

OTHER KEY FINANCIAL INDICATORS :

Ratios	2021-22	2020-21	Change	% Change
Debtors Turnover *	24.34	21.96	2.38	10.82%
Inventory Turnover *	12.73	9.84	2.89	29.42 %
Interest Coverage Ratio **	47.81	9.20	38.62	419.92 %
Current Ratio ^	2.29	2.71	-0.42	- 15.46%
Debt Equity Ratio	0.28	0.26	0.02	8.83%
Operating Profit Margin (%)^^	4.69%	7.49%	-2.80	- 37.40 %
Net Profit Margin (%) ^*	3.22%	6.16%	-2.94	- 47.83%
Return on Net Worth ^*	0.27	0.39	-0.12	- 31.14%

Notes: *Increase in Debtors and Inventory turnover were primarily on account of quick liquidation of stocks during the year in proportion to the turnover of the company in FY 2021-22. **The increase in Interest coverage ratio is due to under utilisation of bank limits because of quick liquidation of stocks during the year. ^ Current Ratio is decreased due to increase in bank borrowings and other dues payable as on the financial year ending date because the company was mostly operating in full production capacity in March month of 2022. ^^As the prices of raw materials have marginally gone up during the year and hence the operating profit margin % was lesser. ^*Change in Net profit margin and Return on Net worth are lesser because of the income tax adjustments made against the profits earned in the year.

INDEPENDENT AUDITOR'S REPORT

To the Members of
Coromandel Agro Products and Oils Limited

Report on Audit of the Standalone Financial Statements

1. Opinion

We have audited the accompanying standalone financial statements of Coromandel Agro-Products and Oils Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

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 Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its net profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significant in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have to identify the matters depending on the facts and circumstances of the entity. Based on the audit performed there are no key audit matters to communicate as there are no significant audit judgements relating to areas in the Standalone Financial Statements that involved significant management judgement including accounting estimates that have been identified as having high estimation and uncertainty.

4. Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's 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 during the course of our audit or otherwise appears to be materially misstated.
If, based on the work we have performed, on the other information obtained prior to the date of this auditor's report 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.

5. Management's Responsibilities 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, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind 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.

6. 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 control 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We 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. We also 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.

7. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 A".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, remuneration paid/payable by the Company to its directors is in accordance with the provisions of the Act.

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, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. the company has disclosed the impact of pending litigations on its financial position in the standalone financial statements- Refer Note No.2.30 to the standalone financial statements.

ii. The Company has no longterm contract including derivative contracts requiring disclosure of material foreseeable losses.

iii. There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. a. The management has represented that to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including

foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or

- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or

- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

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

v. As stated in note no 2.10 and 2.16 to the standalone financial statements

a. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable

b. The Company has not declared any interim dividend during the year

c. The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For NATARAJA IYER & CO.
CHARTERED ACCOUNTANTS
ICAI FRN : 002413S

Sd/-
(E.SRI RANGANATH)
PARTNER
ICAI Membership No. 013924
UDIN: 22013924AJVIEU1974

Place : Hyderabad
Date : 27.05.2022

Annexure "A" to the Independent Auditors' Report of even date to the members of Coromandel Agro-Products and Oils Limited on the standalone financial statements for the year ended 31st March, 2022

Independent Auditors' Report on the Internal Financial Controls Under Clause (i) of Sub-Section 3 of Section 143 of the Act :

In conjunction with our audit of the standalone financial statements of Coromandel Agro-Products and Oils Limited (the Company) for the year ended 31st March, 2022, we have audited the internal financial controls over financial reporting of the company as of that date.

Management's Responsibility For Internal Financial Controls:

The Company's Board of Directors 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 ("ICAl"). 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 Act.

Auditor's 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 Standards on Auditing issued by ICAI and prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, and a guidance note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting:

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

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

(b) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statement 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

(c) 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 financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting:

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

Opinion:

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 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. (ICAI).

For NATARAJA IYER & CO.
CHARTERED ACCOUNTANTS
ICAI FRN : 002413S

Sd/-
(E.SRI RANGANATH)
PARTNER
ICAI Membership No. 013924
UDIN 21013924AAAAEM1110

Place : Hyderabad
Date : 27-05-2022

Annexure "B" to the Independent Auditor's Report of even date to the members of Coromandel Agro-Products and Oils Limited on the standalone financial statements for the year ended 31st March 2022

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the information examined by us in the course of audit, and to the best of our knowledge and belief we report that:

(i) a) A. The Company has maintained proper records showing full particulars including quantitative details and situation of property, Plant and Equipment.

B. The company does not have intangible assets hence records are not maintained.

b) The Company has a regular program of physical verification of its Property, Plant and Equipment under which these assets are verified in a phased manner over a reasonable period of years which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. As informed the company carried out physical verification of property, Plant and Equipment and no discrepancies noticed on such verification.

c) The title deeds of all the immovable properties which are included under the head Property Plant & Equipment in the standalone financial statements are held in the name of the company.
In respect of the immovable properties taken on lease and disclosed under Property Plant and Equipment in the standalone financial statements, the lease agreements are in the name of the company.

d) The company has not revalued its Property Plant and Equipment during the year.

e) As informed there are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.

(ii) a) As informed, the management has conducted physical verification of inventory during the year and in our opinion the coverage and procedure of physical verification is appropriate and as observed discrepancies noticed are below 10% in aggregate value of each class of inventory.

b) According to the information and explanation given to us the company during the year has been sanctioned working capital limits from banks in excess of five crores. The quarterly statements submitted to the bank are in agreement with the books of account of the company.

(iii) According to the information and explanation given to us, during the year the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence sub clauses (a) to (f) of clause (iii) of the order are not applicable to the company for the year.

(iv) According to the information and explanation given to us, the company has not given any loans, investments, guarantees, and security, in terms of provisions of section 185 and 186 of the Companies Act, 2013, and hence clause (iv) is not applicable to the company for the year.

(v) The Company has not accepted any deposits during the year as per provisions of sections 73 to 76 of the Act. Hence clause (v) is not applicable to the company for the year.

(vi) As informed, the company has made and maintained cost records and accounts as specified by the Central Government under section 148 of the Companies Act, 2013. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate/ complete.

(vii) (a) The company is generally regular in depositing the undisputed statutory dues such as income-tax, goods and services tax, provident fund, employees state insurance and cess with the appropriate authorities;

According to the information and explanation given to us, no undisputed amounts payable in respect of provident fund, Employees' State Insurance Income-tax, Goods and Service Tax, duty of customs, Cess and other material statutory dues, were in arrears as at 31st March, 2022, for a period of more than six months from the date they became payable.

(b) The statutory dues outstanding in respect of duty of exercise and service tax on account of dispute are as follows

Period	Forum where pending	Cess No.	Total Demand	Paid
01.01.2012 to 31.03.2012	CESTAT, HYDERABAD	CESTAT APPEAL NO. ST/21420/2015-DB Dt : 03.08.2015	4,27,622	2,13,811
01.03.2011 to 28.02.2012	CESTAT, SOUTHERN ZONE BENCH	CESTAT NO. E/21557/2014-DB	2,67,026	2,67,026

(viii) As per the information and explanations given to us there are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) a) As per the information and explanations given to us the company has borrowed loans from banks. However, the company has not defaulted in repayment of loans or in the repayment of interest thereon.

b) As informed the company was not declared as willful defaulter by any bank or financial institution or other lender during the year.

c) As per the information and explanations given to us the company during the year no term loan availed by the company.

d) As per the information and explanation given to us the company has not applied short term funds for long term purposes.

e) The company does not have any subsidiaries, associates or joint ventures hence reporting under the clause is not applicable for the year.

f) The company does not have any subsidiaries, associates or joint ventures hence reporting under the clause is not applicable for the year.

(x) a) The company has not raised moneys by way of Initial public offer or further public offer including debt instruments.

b) The Company has not made preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year hence reporting on compliance of provisions of Sections 42 and 62 of the Act and utilization of such funds does not arise.

(xi) a) To the best of our knowledge and according to the information and explanation given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

b) During the year no report under sub-section (12) of section 143 of the Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) As per the information and explanations given to us there are no whistle-blower complaints received by the company during the year.

(xii) The Company is not a Nidhi Company as per section 406 of the Act, and hence the sub-clauses (a) to (c) of (xii) are not applicable to the company.

(xiii) According to the information and explanation given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and details have been disclosed in the standalone Financial Statements to the extent applicable.

(xiv) As per the information and explanation given to us the company has internal audit system commensurate to the size and nature of its business and we have considered the reports of internal audit for the period under audit.

(xv) The company has not entered into any non-cash transactions with directors or persons connected with them with regard to the provisions of section 192.

(xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, hence the sub-clause (b)(c)(d) are not applicable to the company.

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

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

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.

(xx) (a) As per the information and explanations given to us provisions of section 135 of the act are applicable to the company. In respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of Six months from the expiry of the financial year in compliance with the second proviso to sub-section (5) of section 135 of the Act.

(b) As per the information and explanations given to us the provisions of the section 135 are applicable from the current financial year only. Further the company has not yet commenced any projects. Hence depositing of unspent amount as mentioned in the clause are not applicable.

For NATARAJA IYER & CO.
CHARTERED ACCOUNTANTS
ICAI FRN : 002413S

Sd/-
(E.SRI RANGANATH)
PARTNER
ICAI Membership No. 013924
UDIN 21013924AAAAEM1110

Place : Hyderabad
Date : 27.05.2022

BALANCE SHEET AS AT 31ST MARCH, 2022

(Rupees. in Lakhs)

Particulars	Note no	As at 31st March, 2022	As at 31st March, 2021
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2.1	693.43	762.16
(b) Financial Assets			
(i) Investments	2.2	0.01	0.01
(c) Deferred Tax Asset (Net)	2.12	-	9.52
(d) Other non-current assets	2.3	108.69	108.69
Total Non Current Assets		**802.13**	**880.38**
Current assets			
(a) Inventories	2.4	2,089.47	1,239.42
(b) Financial Assets			
(i) Trade receivables **(refer note no 2.37)**	2.5	1,214.90	526.84
(ii) Cash and cash equivalents	2.6	2.68	3.23
(iii) Bank balances other than above	2.7	1.16	0.99
(c) Current Tax Assets (Net)	2.8	-	12.30
(d) Other current assets	2.9	144.70	46.05
Total Current Assets		**3,452.91**	**1,828.83**
Total Assets		**4,255.04**	**2,709.21**
Equity and Liabilities			
Equity			
(a) Equity Share capital	2.10	79.00	79.00
(b) Other Equity (refer SOCE)		2,437.77	1,775.99
		2,516.77	**1,854.99**
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	2.11	112.94	179.95
(b) Deferred tax liabilities (Net)	2.12	119.38	-
Total Non Current Liabilities		**232.32**	**179.95**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	2.13	602.90	304.83
(ii) Trade Payables **(refer note no 2.38)**	2.14		
(A) total outstanding dues of micro enterprises and small enterprises; and		-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		556.93	65.92
(iii) Other financial liabilities	2.15	1.16	0.99
(b) Other current liabilities	2.16	339.43	302.54
(c) Current Tax liabilities (Net)	2.8	5.54	-
		1,505.95	**674.27**
Total Equity and Liabilities		**4,255.04**	**2,709.21**
Significant Accounting policies	**1**		
Notes to Accounts	**2**		

As per our report of even date

for NATARAJA IYER & CO.,
Chartered Accountants
ICAI FRN : 002413S

Sd/-
(E.SRI RANGANATH)
Partner
M.No : 013924

Place : **HYDERABAD**
Date : **May 27, 2022.**

For and on behalf of the board

Sd/-
(MEADEM SEKHAR)
Whole Time Director & CEO (Din No. 02051004)

Sd/-
(MADDI VENKATESWARA RAO)
Director (Din No.00013393)

Sd/-
(KOTHURI SATYANARAYANA)
Chief Financial Officer

Sd/-
(K. RAMYA)
Company Secretary

Place : **CHILAKALURIPET**
Date : **May 27, 2022.**

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2022

(Rupees. in lakhs)

Particulars	Note no	For the year ended 31st March, 2022	31st March, 2021
Revenue from Operations	2.17	21,193.40	11,835.01
Other Income	2.18	53.06	9.28
Total Income		**21,246.46**	**11,844.29**
Expenses			
(a) Cost of Materials Consumed	2.19	18,880.82	9,411.35
(b) Changes in Inventories of Finished goods		(760.97)	36.45
(c) Employee Benefits Expenses	2.21	210.06	167.62
(d) Finance Costs	2.22	35.82	106.49
(e) Depreciation and amortization expenses	2.23	72.88	73.25
(f) Other Expenses	2.24	1,835.03	1,259.23
Total Expenses		**20,273.64**	**11,054.39**
Profit/(loss) before exceptional items		972.82	789.91
Exceptional Items		-	-
Profit/ (loss) after exceptional items		**972.82**	**789.91**
Tax expense:			
(1) Current tax		162.38	131.85
(2) Deferred tax		128.91	(71.45)
		291.29	**60.40**
Profit / (Loss) for the year from continuing operations after tax		**681.53**	**729.51**
Other Comprehensive Income		-	-
Total Comprehensive Income for the year (Comprising Profit (Loss) and Other.comprehensive Income for the year)		**681.53**	**729.51**
		681.53	**729.51**
Earnings per equity share:			
(1) Basic	2.25	86.27	92.34
(2) Diluted	2.25	86.27	92.34

Significant Accounting Policies **1**
Notes to Accounts **2**

As per our report of even date

For and on behalf of the board

for NATARAJA IYER & CO.,
Chartered Accountants
ICAI FRN : 002413S

Sd/-
(MEADEM SEKHAR)
Whole Time Director & CEO (Din No. 02051004)

Sd/-
(E.SRI RANGANATH)
Partner
M.No : 013924

Sd/-
(MADDI VENKATESWARA RAO)
Director (Din No.00013393)

Sd/-
(KOTHURI SATYANARAYANA)
Chief Financial Officer

Sd/-
(K. RAMYA)
Company Secretary

Place : **HYDERABAD**
Date : **May 27, 2022.**

Place : **CHILAKALURIPET**
Date : **May 27, 2022.**

Notes forming part of the Fianancial Statements

A Changes in Equity Share Capital
(All amounts in Lakhs)
Equity share Capital

Particulars	No of Shares (in lakhs)	Value (Rupees. in lakhs)
Balance as at 31st March 2020	7.90	79.00
Changes in equity share capital	-	-
Balance as at 31st March 2021	7.90	79.00
Changes in equity share capital	-	-
Balance as at 31st March 2022	7.90	79.00

B. Changes in Other Equity
Currrent Reporting Period - 31-03-2022

Sl no	Particulars	Retained Earnings	General Reserve	Capital Reserve	Capital redemtion reserve	OCI- Actuarial Gain/(Loss) and Revaluation Surplus / (deficit)	Total Other Equity
1	Balance at the beginning of the current reporting period	1,183.61	533.37	51.62	6.00	1.39	1,775.99
2	Changes in accounting policy or prior period errors	-	-	-	-		-
3	Restated balance at the beginning of the current reporting period	-	-	-	-		-
4	Total Comprehensive Income for the current year	681.53	-	-	-		681.53
5	Dividends	(19.75)	-	-	-		(19.75)
6	Transfer to retained earnings	-	-	-	-		-
7	Any other change (to be specified)	-	-	-	-		-
8	Balance at the end of the current reporting period	**1,845.39**	**533.37**	**51.62**	**6.00**	**1.39**	**2,437.77**

Previous Reporting Period - 31-03-2021

Sl no	Particulars	Retained Earnings	General Reserve	Capital Reserve	Capital redemtion reserve	OCI- Actuarial Gain/(Loss) and Revaluation Surplus / (deficit)	Total Other Equity
1	Balance at the beginning of the current reporting period	469.90	533.37	51.62	6.00	1.39	1,062.28
2	Changes in accounting policy or prior period errors	-	-	-	-	-	-
3	Restated balance at the beginning of the current reporting period	-	-	-	-	-	-
4	Total Comprehensive Income for the current year	729.51	-	-	-	-	729.51
5	Dividends	(15.80)	-	-	-	-	(15.80)
6	Transfer to retained earnings	-	-	-	-	-	-
7	Any other change (to be specified)	-	-	-	-	-	-
8	Balance at the end of the current reporting period	**1,183.61**	**533.37**	**51.62**	**6.00**	**1.39**	**1,775.99**

As per our report of even date

for NATARAJA IYER & CO.,
Chartered Accountants
ICAI FRN : 002413S

Sd/-
(E.SRI RANGANATH)
Partner
M.No : 013924

Place : **HYDERABAD**
Date : **May 27, 2022.**

For and on behalf of the board

Sd/-
(MEADEM SEKHAR)
Vhole Time Director & CEO (Din No. 02051004)

Sd/-
(MADDI VENKATESWARA RAO)
Director (Din No.00013393)

Sd/-
(KOTHURI SATYANARAYANA)
Chief Financial Officer

Sd/-
(K. RAMYA)
Company Secretary

Place : **CHILAKALURIPET**
Date : **May 27, 2022.**

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2022

(Rupees in lakhs)

	Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
1	Net profit /Loss before tax and extra-ordinary items	972.82	789.91
	Adjustments For :		
2	Depreciation	72.88	73.25
3	Profit on sale of Asset	-	(0.03)
	Operating Profit Before Working Capital Changes	**1,045.70**	**863.13**
	Movements in Working Capital:		
4	(Increase)/Decrease in Trade Receivables	(688.06)	24.12
5	(Increase)/Decrease in Inventories	(850.05)	(73.07)
6	(Increase)/Decrease in Other Current Assets	(98.65)	86.07
7	(Increase)/Decrease in Other Bank Balances	(0.16)	0.43
8	Increase/(Decrease) in Trade Payables	491.02	(88.91)
9	Increase/(Decrease) in Other Financial Liabilities	0.16	(0.43)
10	Increase/(Decrease) in Other Current Liabilities	32.94	44.49
		(1,112.80)	**(7.30)**
	Cash generated from Operating Activities	(67.11)	855.83
		(144.55)	(130.44)
	Net Cash Flow from operating Activities	**(211.66)**	**725.39**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
11	Purchase of Property, Plant and Equipment	(4.14)	(23.07)
12	Profit on sale of Property, Plant and Equipment	-	0.03
13	(Increase)/Decrease in Deposits	-	13.50
	Net Cash Flow for Investing Activities	**(4.14)**	**(9.54)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
14	Long Term Borrowings - GECL Term Loan	(67.01)	209.00
15	Increase/(Decrease) in Short Term Borrowings	298.07	(559.24)
16	Repayment of Long Term Borrowings of related parties	-	(364.21)
17	Payment of dividend	(15.80)	-
	Net Cash Flows from Financing Activities	**215.26**	**(714.45)**
	Net Increase / Decrease in Cash + Cash equivalents	**(0.55)**	**1.40**
	Opening Balance	**3.22**	**1.82**
	Closing Balance	**2.68**	**3.22**

As per our report of even date

for NATARAJA IYER & CO.,
Chartered Accountants
ICAI FRN : 002413S

Sd/-
(E.SRI RANGANATH)
Partner
M.No : 013924

Place : **HYDERABAD**
Date : **May 27, 2022.**

For and on behalf of the board

Sd/-
(MEADEM SEKHAR)
Whole Time Director & CEO (Din No. 02051004)

Sd/-
(MADDI VENKATESWARA RAO)
Director (Din No.00013393)

Sd/-
(KOTHURI SATYANARAYANA)
Chief Financial Officer

Sd/-
(K. RAMYA)
Company Secretary

Place : **CHILAKALURIPET**
Date : **May 27, 2022.**

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

NOTE [1] – SIGNIFICANT ACCOUNTING POLICIES

1 COMPANY INFORMATION

Coromandel Agro Products and Oils Limited (CAPOL) is a Public Limited company incorporated and domiciled in India. CAPOL has its factory and Administrative Office at Jandrapet-523165, Chirala, Andhra Pradesh, India and registered office at Flat No. 12B, Skylark Apartments, Basheerbagh, Hyderabad-500 029, Telangana, India. CAPOL is manufacturer of extracting oil, de-oiled cake and other joint products from Cotton Seeds since 1976. The Shares of the Company are listed on BSE Limited.

These financial statements were authorized for issue in accordance with a resolution of the Board of Directors passed in its meeting held on 27th May, 2022.

2 BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

These Financial Statements have been prepared under the Historical cost basis in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("Act") – to the extent modified, read with Companies (Indian Accounting Standards) Rules, 2015 and the other relevant provisions of the Act and Rules thereunder as well as the guidelines issued by the Securities and Exchange Board of India (SEBI).

The Company's presentation and functional currency is Indian Rupees. All figures appearing in the financial statements are rounded to the nearest Indian Rupee except where otherwise indicated.

3 USE OF JUDGMENTS AND ESTIMATES

In the preparation of the Company's financial statements the management had made judgements, estimates and assumptions that may affect the reported amounts of revenue, expenses, assets,liabilities and the accompanying disclosures along with contingent liabilities. In view of the uncertainty about these assumptions and estimates they may result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The Company continuously evaluates these estimates and assumptions based on the most recently available information.

The following are the areas where estimates and judgments in applying accounting policies have been made which may have the most significant effect on the amounts recognized in the financial statements are as below:

- Estimates in the useful lives of Property, Plant & Equipment (PPE)
- Valuation of Inventories
- Provisions
- Evaluation of recoverability of Deferred Tax Assets
- Contingencies

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to the accounting estimate are recognised in the period in which the estimate is revised and in any future periods affected.

4 PROPERTY, PLANT AND EQUIPMENT

(i) Property, Plant & Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, non-recoverable taxes, borrowing cost and other directly attributable cost, attributable to bring the asset to its working condition for its intended use.

(ii) Gain and losses on disposal/de-recognize of an item of property, plant and equipment are measured as a difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is disposed/de-recognized.

(iii) Depreciation on property, plant and equipment (except Land Development Cost) is provided on Straight Line Method, as per the life prescribed in Schedule II of the Companies Act, 2013. Depreciation on Land development cost incurred for leased land is provided on straight line method over the lease period of the land.

(iv) The assets residual value, useful lives and methods of depreciation are reviewed at each financial year end, and adjustment if any, is made prospectively.

5 INVENTORIES

Inventories include raw materials, finished goods, stores and spares and loose tools. All the inventories are valued at lower of cost or net realizable value. Cost of inventories comprises of purchase price, non-recoverable taxes and appropriate portion of allocable overheads, wherever applicable, and cost is ascertained on weighted average basis.

6 FOREIGN CURRENCY TRANSACTIONS

Foreign currency transactions are recorded at rates of exchange prevailing on the date of transaction. The exchange difference between the rate prevailing on the date of transaction and on the date of settlement and also on translation of monetary items at the end of year is recognized as gain or loss in the Statement of Profit and Loss, as the case may be.

7 EMPLOYEE BENEFITS

Short Term Employee Benefits

Company's contributions paid / payable during the year to ESIC are recognized as expense in the Statement of Profit and Loss.

Company contributes to the appropriate authorities its share of Members Provident Fund Account as per the Employees Provident Fund Act, 1952, is recognized as expense in the Statement of Profit and Loss.

Gratuity

Company has taken a Master Policy with the Life Insurance Corporation of India to cover its liability towards employees' gratuity. The premium amount paid to LIC is recognized as expense in the Statement of Profit and Loss.

Compensated Absences

The employees are entitled to accumulate leave subject to certain limits, for encashment on superannuation.

8 REVENUE RECOGNITION

Revenue from contracts with customers is recognized as and when the company satisfies the performance obligation by transferring control of promised goods or services to a customer, which usually coincides with title passing to the customer and the customer taking physical possession.

When the performance obligation is satisfied, the company recognizes as revenue the transaction price that is allocated to that performance obligation in the contract based on the standalone selling price of the goods and services promised. The transaction price is the amount of consideration to which the company is entitled.

Interest Income

Interest income is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the deposits and the interest rate settled with the Bank.

9 TAXES ON INCOME

Tax comprises of Current tax and Deferred Tax. Current tax is the expected tax payable on the taxable income or Book profit for the current year. The amount of current tax reflects the best estimate of the tax amount to be paid or received after considering the uncertainty, if any, related to income taxes.

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

10 PROVISIONS AND CONTINGENCIES

Provision is made in the books of account where there is a present obligation as a result of past event that probably requires an outflow of resources and reasonable estimate can be made.

A disclosure for contingent liability is made when there is a possible obligation or present obligation that arises from past event and the outflow of resources embedding economic benefit is not probable.

A contingent liability or a provision at the balance sheet date is not disclosed or recognised unless the possibility of any outflow of resources in settlement is remote

Contingent Assets are neither recognised nor disclosed in the financial statements.

11 FINANCIAL INSTRUMENTS

A financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instrument of another entity. Financial instruments are recognized as financial assets and financial liabilities are recognized when the company becomes a party to the contractual provisions of the instrument. Initially a financial instrument is recognized at its fair value. Transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit or loss are immediately recognized in the Statement of Profit and loss. Subsequently,financial instruments are measured according to the category in which they are classified.

Financial Assets

Financial assets other than equity instruments are classified into financial assets at fair value through profit or loss and at ammortised cost using effective interest rate method.

The company subsequently measures the trade receivable at their transaction price, if they do not contain a significant financing component.

The company de-recognises a financial asset only when the contractual rights to the cash flows from the financial asset expires or it transfers the financial assets and transfer qualifies for de-recognition under Ind AS 109.

Financial Liabilities

Financial liabilities are classified into financial liabilites at fair value through profit or loss and at ammortised cost using effective interest rate method.

For trade and other payables maturing within one year from the balance sheet date, carrying amount is considered as fair value, as it approximates fair value due to the short term maturity of these liabilities.

A financial liability is de-recognised when the obligation is discharged, cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amounts are presented in the financial statements, if there is a currently legal enforceable right to offset the recognized amount and the company intends to settle or realize on net basis.

12 IMPAIRMENT OF ASSETS

At each balance sheet date, the company assesses whether there is any indication that any asset may be impaired. If any indication exists, the recoverable amount of such assets is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of Cash Generating Unit to which the asset belongs.

Recoverable amount is the higher of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash generating unit is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

13 LEASES

At the inception of lease, the lease arrangement is classified as either as finance lease or an operating lease, based on the substance of the lease arrangement. Assets taken on operating lease, lease payments made are recognized in the Statement of Profit and Loss on straight-line basis over the term of lease.

14 FAIR VALUE MEASUREMENT

Fair value is the price that is received / paid to buy / sell an asset or to transfer a liability, as the case may be, in an orderly transaction between market participants at the measurement date in the principal market or in its absence most advantageous market or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability also reflects its nonperformance risk.

While measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: inputs for the assets or liability that are not based on observable market data (unobservable inputs)

15 Accounting policies not specifically referred above are consistent with generally accepted Accounting practices.

2.1 PROPERTY PLANT AND EQUIPMENT

Following are the changes in the carrying value of Property, Plant and Equipment for the year ended 31st March, 2022

(Rupees. in lakhs)

	GROSS BLOCK				DEPRECIATION				NET BLOCK	
DESCRIPTION	**As At 31.03.2021**	**Additions/Adj During the Year**	**Adj/Disposals During the Year**	**As At 31.03.2022**	**As At 31.03.2021**	**Depreciation for the Year**	**Deductions**	**As At 31.03.2022**	**As At 31.03.2022**	**As At 31.03.2021**
1. Land										
a) Land & Site Development - Lease hold - jandrapet	10.93	-	-	10.93	0.73	0.19		0.92	10.01	10.19
b) Land & Site Development - Lease hold land - Gamesa- WTG	16.25	-	-	16.25	5.46	1.20		6.66	9.60	10.79
c) Land- Freehold- Capol guntur & Vodarevu	33.56	-	-	33.56	-	-		-	33.56	33.56
d) Land- Freehold- Suzlon - WTG	11.11	-	-	11.11	-	-		-	11.11	11.11
2. Building	151.56	-	-	151.56	92.77	4.77		97.54	54.02	58.79
3. Plant & Machinery	353.94	-	-	353.94	210.62	27.20		237.82	116.12	143.32
4 Wind Tubine Generators	639.14	-	-	639.14	173.75	35.33		209.08	430.06	465.39
5. Electrical Equiments	0.01	-	-	0.01	-	-		-	0.01	0.01
6. Furniture & Fixture	0.11	0.73	-	0.84	0.07	0.03		0.10	0.74	0.04
7. Laboratory Equipment	12.02	-	-	12.02	0.37	0.76		1.13	10.89	11.65
8. Vehicles	26.06	1.19	-	27.24	10.12	2.62		12.74	14.50	15.94
9. Computers	4.42	2.22	-	6.64	3.05	0.77		3.82	2.82	1.37
TOTAL	**1,259.10**	**4.14**	**-**	**1,263.24**	**496.93**	**72.88**	**-**	**569.81**	**693.43**	**762.16**
Previous year	**1,236.16**	**23.07**	**0.13**	**1,259.10**	**423.81**	**73.25**	**0.12**	**496.93**	**762.16**	**-**

		(Rupees in lakhs)
Particulars	**As at 31st March, 2022**	**As at 31st March, 2021**
Note 2.2		
Non Current Investments		
Post office savings certificate	0.01	0.01
(Deposited with District Supply Office)		
Total	**0.01**	**0.01**
Note 2.3		
Other Non current Assets		
Security Deposits (unsecured , considered good)	108.69	108.69
Total	**108.69**	**108.69**
Note 2.4		
Inventories		
(Vlaued and certified by the management)		
a) Raw materials	55.69	137.47
b) Finished Goods	1,604.92	843.95
c) Stores and Spares Consumables	422.08	252.42
d) Loose Tools	6.77	5.57
Total	**2,089.47**	**1,239.42**
Note 2.5		
Trade Receivables		
(Unsecured, Considered Good)		
(Receivables recoverable in cash or for value to be received)		
Other debtors	1,214.90	526.84
Total	**1,214.90**	**526.84**
Note 2.6		
Cash and Cash equivalents		
Cash on hand	2.49	1.43
Balances with scheduled banks		-
- On current accounts	0.19	1.79
Total	**2.68**	**3.23**
Note 2.7		
Other Bank Balances		
Earmarked Balances with Banks (unpaid/unclaimed)	1.16	0.99
Total	**1.16**	**0.99**
Note 2.8		
Current Tax Assets (Net)		
Advance tax	153.07	140.74
TDS receivable	3.78	3.40
Less: Provision for tax for the year	**(162.38)**	**(131.85)**
Total	**(5.54)**	**12.30**
Note 2.9		
Other Current Assets		
(Unsecured considered good)		
Advances to Suppliers	17.07	2.28
Advances for expenses	24.85	23.13
Advances for others	102.17	16.12
Others	0.61	4.52
Total	**144.70**	**46.05**

Note : 2.10 Statement of changes in Equity **(Rupees. in lakhs)**

Particulars	As at 31st March, 2022	As at 31st March, 2021
SHARE CAPITAL		
Authorised		
Equity Shares: 14,00,000 of Rs.10/- par value	140.00	140.00
Preference Shares: 10,000 of Rs. 100/ each par value	10.00	10.00
	150.00	**150.00**
Issued		
Equity Shares: 8,90,000 of Rs.10/- each	89.00	89.00
Subscribed and Paid-up		
Equity Shares : 790,000 of Rs.10/- each	79.00	79.00
Total	**79.00**	**79.00**

The Company has issued only one class of shares referred to as Equity Shares having a par value of Rs. 10/-. Each Equity Shareholder is entitled to one vote per share

Equity shareholders holding more than 5% shares. **(Shares in lakhs Except percentage)**

Name	As at 31st March, 2022		As at 31st March, 2021	
	No. of Shares	%	No. of Shares	%
M/s. Maddi Lakshmaiah & Co., Ltd.	1.54	19.46	1.54	19.46
M/s. K.S.Subbaiah Pillai & Co., (India) Ltd.	1.21	15.30	1.21	15.30
M/s. M.L. Agro Products Ltd.	1.00	12.66	1.00	12.66
Mr. Maddi Venkateswara Rao	0.66	8.35	0.66	8.35
ICICI Bank Ltd.	0.50	6.27	0.50	6.27
Smt. Maddi Lalitha	0.49	6.15	0.49	6.15

Current reporting Period

Balance at the beginning of the current reporting period	changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
79.00	-	-	-	**79.00**

Previous reporting period

Balance at the beginning of the previous reporting period	changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
79.00	-	-	-	**79.00**

Shares held by the promoters at the end of the year - 31-03-2022 **(Shares in lakhs Except percentage)**

Promoter Name	No of Shares	% of total Shares	% Change during the year
Maddi Venkateswara Rao	0.66	8.35	
Maddi Ramesh	0.33	4.15	
Maddi Lalitha	0.49	6.15	
Maddi Radhika	0.15	1.91	
Maddi Soumya	0.13	1.69	
Maddi Sanhitha	0.11	1.43	
Maddi Novita Sri Raga Sanjana	0.15	1.91	
Subtotal Promoters	**2.02**	**25.59**	
Promoter Group			
M/s. Maddi Lakshmaiah & Co., Ltd.	1.54	19.46	
M/s. K.S.Subbaiah Pillai & Co., (India) Ltd.	1.21	15.30	
M/s. M.L. Agro Products Ltd.	1.00	12.66	
Sub Total Promoter Grp	**3.75**	**47.42**	
Grand Total	**5.77**	**73.01**	

Shares held by the promoters at the end of the year - 31-03-2021 **(Shares in lakhs Except percentage)**

Promoter Name	No of Shares	% of total Shares	% Change during the year
Maddi Venkateswara Rao	0.66	8.35	
Maddi Ramesh	0.33	4.15	
Maddi Lalitha	0.49	6.15	
Maddi Radhika	0.15	1.91	
Maddi Soumya	0.13	1.69	
Maddi Sanhitha	0.11	1.43	
Maddi Novita Sri Raga Sanjana	0.15	1.91	
Subtotal Promoters	**2.02**	**25.59**	
Promoter Grp			
M/s. Maddi Lakshmaiah & Co., Ltd.	1.54	19.46	
M/s. K.S.Subbaiah Pillai & Co., (India) Ltd.	1.21	15.30	
M/s. M.L. Agro Products Ltd.	1.00	12.66	
Sub Total prmtr Grp	**3.75**	**47.42**	
Grand Total	**5.77**	**73.01**	

In the last 5 years, the Company has not :
– allotted any shares as fully paid up pursuant to contract(s) without payment being received in Cash
– allotted any bonus shares,
– bought back its shares.

PROPOSED DIVIDEND ON EQUITY SHARES NOT RECOGNISED **(Rupees. in lakhs)**

Particulars	2021-22	2020-21
Final Dividend	19.75	15.80
Total	**19.75**	**15.80**

(Rupees. in lakhs)

Particulars	As at 31st March, 2022	As at 31st March, 2021
2.11		
Borrowings		
GECL Term Loan (Secured)	112.94	179.95
Loan from bank is advanced by Canara Bank, secured by Hypothecation of Raw Materials, Consumable Stores, Finished Goods, Book Debts and are also secured by a first charge on the fixed assets except land and other assets of the Company related to windmill project. It is further secured by personal guarantees of Sri M. Lakshmaiah, Promoter Director and Sri M. Venkateswara Rao, Director in their individual capacities.		
Total	**112.94**	**179.95**
2.12		
Deferred Tax		
(a) Deferred Tax		
Deferred Tax laibilities/Asset		
- On Property, Plant & Equipment	159.56	156.46
- On Business loss	-	-
- On MAT Credit	(39.55)	(165.35)
- On Provision for leave encashment	(0.63)	(0.63)
Total	**119.38**	**(9.52)**
(b) Income Tax recognised in Profit & loss		
Current Tax	162.38	131.85
Deferred Tax	128.90	(71.45)
Total	**291.28**	**60.40**
(c) Reconciliation of Income Tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarised below		
Profit Before tax	972.82	789.91
Expected Tax rate in India	29.94%	7.65%
Computed Tax expenses	291.28	60.40
Income Tax expenses recognised in profit and loss	**291.28**	**60.40**
2.13		
Borrowings		
Loans repayable on demand (secured)		
- from banks	533.18	275.78
Loan from bank is advanced by Canara Bank, secured by Hypothecation of Raw Materials, Consumable Stores, Finished Goods, Book Debts and are also secured by a first charge on the fixed assets except land and other assets of the Company related to windmill project. It is further secured by personal guarantees of Sri M. Lakshmaiah, Promoter Director and Sri M. Venkateswara Rao, Director in their individual capacities.		
- Current maturity of Long term Liability	69.72	29.05
Total	**602.90**	**304.83**
2.14		
Trade Payables		
(A) total outstanding dues of micro enterprises and small enterprises; and	-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	556.93	65.92
Total	**556.93**	**65.92**
2.15		
Other Financial Liabilities		
Unpaid/unclaimed Dividend*	1.16	0.99
Total	**1.16**	**0.99**
2.16		
Other Current Liabilities		
Advances received from customers	28.83	25.83
Other Payables	290.85	260.90
Proposed Dividend	19.75	15.80
Total	**339.43**	**302.53**

PARTICULARS	31st March 2022	31st March 2021
	(Rupees. in lakhs) For the year ended	
Note 2.17		
Revenue from Operations		
Revenue from sale of Products	21,193.40	11,835.01
Total	**21,193.40**	**11,835.01**
Note 2.18		
Other Income		
a) Interest on Deposits	16.43	4.40
b) Insurance Claims	28.06	2.41
c) Other non operating Income	-	0.67
d) Miscellaneous Receipts	0.73	-
e) Export Incentive	0.96	0.55
f) Profit on sale of Fixed Assets	-	0.03
g) Foreign Exchange Fluctuations	6.88	1.22
	53.06	**9.28**
Note 2.19		
Cost of materials Consumed		
Opening Stock	137.47	41.88
Add: Purchases	18,799.04	9,506.94
	18,936.51	**9,548.82**
Less: Closing Stock	55.69	137.47
	18,880.82	**9,411.35**
Note 2.20		
Chnages in Inventories of Finished Goods		
Opening Stock	843.95	880.40
Closing Stock	1,604.92	843.95
	(760.97)	**36.45**
Note 2.21		
Employees Benefits Expenses		
Salaries, wages and Bonus (including Overtime, Exgratia and Gratuity)	167.94	120.95
Managerial Remuneration & Commission	18.00	18.00
Contribution to provident funds & ESI	14.18	12.59
Workmen and staff welfare expenses	9.94	16.08
	210.06	**167.62**
Note 2.22		
Finance Costs		
(a) Interest expenses :		
(i) Interest on Secured working capital loan	5.50	72.89
(ii) Interest on Unsecured loans	-	15.90
(iii) Interest on term loan	14.91	7.60
(b) Bank Charges	15.41	10.11
	35.82	**106.49**

PARTICULARS	(Rupees. in lakhs) For the year ended 31st March 2022	31st March 2021
Note 2.23		
Depreciation and Amortisation Expenses		
Depreciation and Amortisation Expenses for the year		
OILS	36.35	36.73
WTG	36.53	36.53
	72.88	**73.25**
2.24 Other Expenses		
Manufacturing Expenses		
Power & Diesel Consumed	376.52	259.76
Rice Husk & Coal Consumed	41.96	33.52
Stores and Spares consumed	497.94	326.31
Material Handling Charges	9.08	10.84
Repairs & Maintenance		
Machinery	103.62	73.49
Wind Turbine Generators	27.89	21.63
Building	110.47	0.32
Administrative Expenses		
Advertisement Expenses	0.90	0.50
Rent	0.44	3.54
Insurance	20.97	17.36
Travelling	3.77	4.27
Rates & Taxes	10.06	8.72
Printing and Stationery	1.42	1.15
Legal & Professional Charges	9.45	6.67
Directors' Sitting Fees	0.67	0.61
Loose Tools written off	0.10	0.01
Telephone and Postage Expenses	2.68	1.77
Subscription and periodicals	0.73	0.62
Office Expenses	3.61	6.76
Advances written off	-	0.01
Vehicle Maintenance	8.77	4.27
Waste Traetment and Disposal Expenses	0.73	0.85
Other Expenses	0.92	0.03
Corporate Social Responsibility Expenses	5.86	-
Auditor's Remuneration		
Audit Fee	2.00	2.00
Sales Expenses		
Carriage Outwards	495.20	346.65
Export Expenses	77.24	99.41
Other Sales Expenses	22.03	28.17
	1,835.03	**1,259.23**

Notes forming part of the Financial Statements

2.25 EARNING PER SHARE **(Rupees in lakhs)**

Particulars	31st March 2022	31st March 2021
Profit for the year	681.53	729.51
Profit for the year for diluted earning per share	681.53	729.51
Weighted average number of Ordinary Equity Shares used in		
Computing basic earning per share	7.90	7.90
Weighted average number of Ordinary Equity Shares used in	7.90	7.90
Basic earning per share (Rs.) (Face Value of Rs. 10 per share)	86.27	92.34
Diluted earning per share (Rs.) (--do--)	86.27	92.34

2.26 FINANCIAL INSTRUMENTS

Capital Management

Company's capital management objectives are to :

- ensure the company's ability to continue as a going concern
- provide an adequate return to shareholders by pricing products and services commensurately with the level of risk

For the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves. Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of financial covenants.

(Rupees in lakhs)

Particulars	As At	
	31st March 2022	31st March 2021
Equity Share Capital	79.00	79.00
Other Equity Reserves	2,437.77	1,775.99
Total	**2,516.77**	**1,854.99**

Categories of Finanacial Assets and Financial Liabilities as at 31st March 2022 **(Rupees in lakhs)**

Particulars	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Current Assets					
Trade Receivables	-	-	-	1,214.90	-
Cash & Cash Equivalents	-	-	-	2.68	-
Other Bank balances	-	-	-	1.16	-
Total Financial Assets	**-**	**-**	**-**	**1,218.74**	**-**
Current Liabilities					
Trade Payables	-	-	-	556.93	-
Other Financial liabilities	-	-	-	1.16	-
Total Financial Liabilities	**-**	**-**	**-**	**558.09**	**-**

As at 31st March, 2021 **(Rupees in lakhs)**

Particulars	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Current Assets					
Trade Receivables	-	-	-	526.84	-
Cash & Cash Equivalents	-	-	-	3.23	-
Other Bank balances	-	-	-	0.99	-
Total Financial Assets	**-**	**-**	**-**	**531.06**	**-**
Current Liabilities					
Trade Payables	-	-	-	65.92	-
Other Financial liabilities	-	-	-	0.99	-
Total Financial Liabilities	**-**	**-**	**-**	**66.91**	**-**

Financial Risk Management Framework

Company's activities expose it to financial risks viz credit risk and liquidity risk.

Credit Risk

Based on the overall credit worthiness of Receivables, coupled with their past track record, Company expects No / Minimum risk with regards to its outstanding receivables. Also, there is a mechanism in place to periodically track the outstanding amount and assess the same with regards to its realisation. Company expects all the debtors to be realised in full, and accordingly, no provision has been made in the books of accounts for doubtful receivables.

Liquidity risk

(i) Liquidity Risk management

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and by continuously monitoring and forecasting actual cash flow and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of Financial Liabilities

The following tables contains details of the Company's remaining contractual maturities for its non-derivative financial liabilites with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the earliest date on which the Company can be required to pay. Financial Liabilities include Trade Payables, Capital Purchases, Unpaid / Unclaimed Dividends etc., which are in the normal course of business having maturity plan of less than one year and non interest bearing.

(Rupees in lakhs)

Particulars	Less than 1 Year	1-3 years	3 years to 5 years 5 years	5 years and above
31st March, 2022				
Long Term Borrowings	69.72	112.94	-	
Short Term Borrowings	602.90	-	-	
Trade Payables	556.93	-	-	
Other Financial Liabilities	1.16	-	-	
Total	**1,230.71**	**112.94**	**-**	**-**
31st March, 2021				
Long Term Borrowings	29.05	179.95	-	-
Short Term Borrowings	304.83	-	-	-
Trade Payables	65.92	-	-	-
Other Financial Liabilities	0.99	-	-	-
Total	**400.78**	**179.95**	**-**	**-**

As at 31st March, 2022, the Company had a working capital of Rs. 1,951.84/- lakhs Including cash and bank balance & bank deposits of Rs. 3.84 lakhs

As at 31st March, 2021, the Company had a working capital of Rs.1,154.55 lakhs Including cash and bank balance & bank deposits of Rs. 3.23 lakhs

(iii) Financial arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period : **(Rupees in lakhs)**

Particulars	31st March 2022	31st March 2021
Secured Bank Overdraft facility		
- Expiring within one year	602.90	304.83
- Expiring beyond one year	-	-
Total	**602.90**	**304.83**

2.27 EMPLOYEE BENEFITS

Defined Contribution plan - as on

Particulars	31st March 2022	31st March 2021
Assumptions taken by the LIC		
Discount Rate	7.00%	7.00%
Salary Escalation	7.00%	7.00%

2.28 RELATED PARTY TRANSACTIONS

List of related parties with whom transactions have taken place during the year :

i) Related Companies : Nil

ii) Key Managerial Personnel :

a) Sri. M. Sekhar -- Whole Time Director & CEO
b) Sri. K Satyanarayana -- Chief Financial Officer
c) Smt. K Ramya -- Company Secretary
d) Smt. R. Lakshmi Sarda -- Independent Director
e) Sri. VVS. Ravi -- Independent Director
f) Sri. L. Shyama Prasad -- Independent Director
g) Sri. M. Lakshmaiah -- Director
h) Sri. M. Venkateswara Rao -- Director
i) Sri. M. Ramesh -- Director

Details of transactions between the Company and its related parties are disclosed below: **(Rupees in lakhs)**

Particulars	As at 31st March 2022	As at 31st March 2021
i) Related Companies	-	-
ii) Key Managerial Personnel		
a) Remuneration and Commission		
Sri M. Ramesh	-	-
Sri. M. Sekhar	18.00	18.00
Sri K. Satyanarayana	19.79	9.91
Smt K. Ramya	3.00	3.00
b) Unsecured Loan taken during the year	-	-
Sri M. Ramesh	-	-
c) Unsecured Loan repaid during the year	-	-
Sri M. Ramesh	-	364.21
d) Unsecured Loan Outstanding as at 31 March 2022	-	-
Sri M. Ramesh	-	-
e) Interest on Unsecured Loan	-	-
Sri M. Ramesh	-	15.19
f) Sitting Fee	-	-
Smt. R. Lakshmi Sarda	0.09	0.07
Sri. VVS. Ravi	0.20	0.15
Sri. L. Shyama Prasad	0.14	0.15
Sri M. Ramesh	0.08	0.08
Sri M. Lakshmaiah	0.06	0.08
Sri M. Venkateswara Rao	0.10	0.08

2.29 Contingent Liabilities and Commitments (To the extent not provided for) **(Rupees in lakhs)**

Particulars	As At	
	31st March 2022	31st March 2021
Contingent Liabilities		
Claims against the company not ackowledged as debts		
Excise Matters in dispute	0.54	0.54
Service Tax matters in dispute	4.28	4.28
Commitments		
Estimated amount of contracts remaining to be executed on capital account and not	-	-
Outstanding Bank Guarantees	-	-

2.30 While letters for confirmation of balance of sundry creditors, sundry debtors and material lying with vendors have been sent, only few responded. Rest are subject to reconciliation.

2.31 Particulars of Managing Director's Remuneraton and other Payments **(Rupees in lakhs)**

	Particulars	As at 31st March 2022	As at 31st March 2021
A	**Following amounts were paid to the Managing Director/Whole-time Director during the year :**		
	M.D. Remuneration:		
1	Salary	-	-
2	Employer's Contribution to Provident Fund & Superannuation Fund	-	-
		-	-
	Whole-time Director:		
1	Salary	18.00	18.00
		18.00	**18.00**
	Computation of Net profit as per Companies Act, 2013 showing the calculation of remuneration payable to the Managing Director		
	Profit/ (Loss) as per Profit & Loss Account	681.53	729.51
	Add: Provision for Taxes	291.29	60.40
	Managerial Remuneration	18.00	18.00
	Profit in accordance with sec 198	**990.82**	**807.91**
	Remuneration payable in accordance with sec 197 @5% thereof	49.54	40.40
	Remuneration paid is in accordance with and within the limits specified in Schedule V read with Section 197 of the Companies Act, 2013 :		
	Effective Capital as per Schedule V	2,570.69	1,975.93
	Eligible Remuneration as per Schedule V	42.00	42.00
	Salary paid/ payable to Managing Director	-	2.61
	Commission payable to Managing Director	-	-
	Salary paid/ payable to Whole-time Director	18.00	18.00
B	Travelling Expenses include NIL paid to Managing Director (Previous Year NIL) and Rs. paid to other Directors 98,000/- (Previous Year Rs. 151,520)		

2.32 SEGMENT WISE INFORMATION

The company has identified two reportable segments viz. Seed Processing and Wind Turbine. Segments have been identified and reported taking into account the nature of products and services, the differing risks and returns and the internal business reporting system. The accounting policies adopted for segment reporting are in line with the accounting policies of the company.

(Rupees in lakhs)

Particulars	For the Year ended 31st March 2022			For the Year ended 31st March 2021		
	Seed Processing	Wind Turbine Generators	Total	Seed Processing	Wind Turbine Generators	Total
Revenue	21,127.25	66.15	21,193.40	11,774.39	60.62	11,835.01
Profit / Loss Before interest and Tax	1,009.12	(0.49)	1,008.64	886.10	0.19	886.28
Interest	35.82	-	35.82	96.38	-	96.38
Tax	291.28	-	291.29	60.40	-	60.40
Profit/ Loss after tax	682.02	(0.49)	681.53	729.32	0.19	729.51
Other Information:	-	-	-	-	-	-
Assets	3,804.27	450.77	4,255.04	2,185.39	523.82	2,709.21
Liabilities	1,738.27	-	1,738.26	854.22	-	854.22
Capital Expenditure	4.14	-	4.14	23.07	-	23.07
Depreciation and Ammortisation	36.35	36.53	72.88	36.73	36.53	73.25

2.33 Particulars in respect of Revenue from Operations

(Rupees in lakhs)

Sl no	Particulars	For the Year ended 31st March 2022		For the Year ended 31st March 2021	
		Quantity (M.T.)	Amount	Quantity (M.T.)	Amount
1	Cotton Seed Oil	6,765.245	8,899.85	4,991.620	5,080.71
2	Cotton Seed Cake	23,700.657	8,126.13	17,554.214	4,443.61
3	Cotton Seed Hulls	18,527.905	2,896.51	14,302.910	1,355.00
4	Linters 1st Cut	1,029.390	315.02	2,137.030	299.48
5	Linters 2nd Cut	1,605.990	508.99	2,160.740	269.58
6	Cotton Seed Soap Stock	1,360.120	191.83	1,322.435	118.77
7	Cotton Seed Acid Oil	826.715	186.90	576.320	74.16
8	Cotton Seed Sludge Oil	50.785	2.02	27.520	0.28
9	Cotton Seed	-	-	484.442	132.80
10	W.T.G. Units	-	66.15	-	60.62
TOTAL			**21,193.40**		**11,835.01**

*** These items include export turnover of Rs.610.91 during the year (Rs. 538.18 lakhs Previous Year)**

2.34 Analysis of Raw material Consumed

(Rupees in lakhs)

Sl No.	Particulars	For the Year ended 31st March 2022		For the Year ended 31st March 2021	
		Quantity (M.T.)	Amount	Quantity (M.T.)	Amount
1	Cotton Seed & Others	54,948.855	18,805.58	40,707.158	9,411.34
2	Cotton Seed Exp. Washed Oil	59.955	75.24	-	-
	TOTAL		**18,880.82**		**9,411.34**

2.35 Value of imported and indigenous raw materials, components, stores and spares etc., consumed and percentage of each in total consumption

(Rupees in lakhs)

SL No.	Particulars	For the Year ended 31st March 2022		For the Year ended 31st March 2021	
		%age	Amount	%age	Amount
1	Raw Materials				
	- Indigenous	100	18,880.83	100	9,411.34
	- Imported	-	-	-	-
2	Stores & Spares				
	- Imported	-	-	-	-
	- Indigenous	100	497.94	100	326.31
			19,378.77		**9,737.65**

2.36 Export Earnings in Foreign Currency

(Rupees in lakhs)

SL No.	Particulars	For the Year ended 31.03.2022	For the Year ended 31.03.2021
		Amount	Amount
1	Export Turnover on FOB Basis	601.36	528.53
		601.36	**528.53**

2.37 Trade receivables Ageing Schedule 31-03-2022

(Rupees in lakhs)

Sl no	Particulars	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	Total
(i)	Undisputed Trade receivables — considered good	1,122.01	24.41	44.54	21.00	2.93	1,214.90
(ii)	Undisputed Trade Receivables — considered doubtful						
(iii)	Disputed Trade Receivables considered good						
(iv)	Disputed Trade Receivables considered doubtful						

Trade receivables Ageing Schedule 31-03-2021 **(Rupees in lakhs)**

Sl no	Particulars	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	Total
(i)	Undisputed Trade receivables — considered good	459.99	13.88	50.05	0.02	2.90	526.84
(ii)	Undisputed Trade Receivables — considered doubtful						
(iii)	Disputed Trade Receivables considered good						
(iv)	Disputed Trade Receivables considered doubtful						

2.38 Trade Payables aging schedule as at 31-03-2022 **(Rupees in lakhs)**

Sl no	Particulars	Outstanding for following periods from due date of payment				
		Less than one year	1-2 years	2-3 years	more than 3 years	Total
(i)	MSME					
(ii)	Others	534.81	2.52	9.07	10.54	556.93
(iii)	Disputed dues - MSME					
(iv)	Disputed Dues - Others					

Trade Payables aging schedule as at 31-03-2021 **(Rupees in lakhs)**

Sl no	Particulars	Outstanding for following periods from due date of payment				
		Less than one year	1-2 years	2-3 years	more than 3 years	Total
(i)	MSME					
(ii)	Others	43.48	11.98	4.00	6.45	65.92
(iii)	Disputed dues - MSME					
(iv)	Disputed Dues - Others					

2.39 DISCLOSURES REQUIRED UNDER SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES

Micro, Small and Medium Enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro, Small and Medium Enterprises which are outstanding for more than the stipulated period are given below:

(Rupees in lakhs)

Particulars	For the Year ended 31st March 2022	For the Year ended 31st March 2021
(a) Dues remaining unpaid as at 31st March		
– Principal	-	-
– Interest on the above	-	-
(b) Interest paid in terms of Section 16 of the Act along with the amount of payment made to the supplier		
– Principal paid beyond the appointed date	-	-
– Interest paid in terms of Section 16 of the Act	-	-
(c) Amount of interest due and payable for the period of delay in payments made beyond the appointed	-	-
(d) Further interest due and payable even in succeeding year, until such date when the interest due as	-	-
(e) Amount of interest accrued and remaining unpaid as at 31st March.	-	-

Additional Regulatory Information

2.40 All the title deeds of the Immovable property are in the name of the Company and there are no such title deeds which are not held in the name of the Company.

2.41 The Company has not revalued any of the property plant and equipment.

2.42 The Company has not granted any Loans or advances in the nature of loans to promoters, Directors, KMPs and the related parties either severally or jointly with any other person that are repayable on demand or with out specifying any terms or period of repayment.

2.43 Aging details of CWIP & Intangible assets

During the year or in earlier year the company has not undertaken any Capital works which are in progress neither there are any Intangible assets which are under progress hence not reported.

2.44 There are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.

2.45 The Company has borrowings from Banks on the basis of security of Current Assets. All the information submitted to the bank is as per the books of accounts and we have not found any deviations

2.46 The Company has not been declared as willful defaulter by any bank or financial institution or other lender.

2.47 During the year the Company does not have any transactions with companies struck off under section 248 of Companies Act,2013 or section 560 of the Companies Act,1956.

2.48 There are no pending registration or satisfaction of charges with the Registrar of companies beyond the statutory period.

2.49 The Company has no subsidiaries, hence violation of provisions of clause (87) of Section 2 of the Act read with Companies (Restriction on number of layers) Rules,2017 does not arise.

2.50 The Company has not applied for any approved scheme or arrangements in terms of sections 230 to 237 of the Companies Act, 2013.

2.51 The company has neither advanced or loaned or invested (either borrowed funds or any sources or kind of funds) to any other person(s), entities including foreign entities nor received any fund from any person including foreign entities with the understanding that the intermediary shall
(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
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

2.52 Ratios

Particulars	As at 31st March 2022	As at 31st March 2021	Variance
(a) Current ratio	2.29	2.71	(0.15)
(b) Debt Equity ratio	0.28	0.26	0.08
(c) Debt Service Coverage Ratio	1.35	1.53	(0.12)
(d) Return of Equity Ratio	0.27	0.39	(0.31)
(e) Inventory turnover ratio,	12.73	9.84	0.29
(f) Trade Receivables turnover ratio,	24.34	21.96	0.11
(g) Trade payables turnover ratio,	60.36	83.44	(0.28)
(h) Net capital turnover ratio,	13.67	13.24	0.03
(i) Net profit ratio,	3.22%	6.16%	(0.48)
(j) Return on Capital employed,	0.36	0.44	(0.18)
(k) Return on investment.**	0.00	0.00	0.00

Return of Equity Ratio was lesser because of the income tax adjustments made against the profits earned in the year.

Inventory Turnover Ratio was primarily on account of quick liquidation of stocks during the year in proportion to the turnover of the company in FY 2021-22.

Trade payables turnover ratio was lower due to processing of higher quatity and resultant higher production during the year as against the previous year. Further, the production during the year was even through out the year relative to the previous year.

** The company has only invested in post office savings certificate for Rs.850 only and not invested in any of these assets classes viz., Equity, fixed income generating instruments etc., As the investment size is insignificant the ratio is not calculated

2.53 The company does not have any income which is not recorded in the books of accounts that has been surrendered or disclosed as income in any of the tax assessments under the Income Tax Act,1961

2.54 As per the provisions of section 135 of the Companies Act, the company is required to incur an amount of Rs.5.86 lakhs towards Corporate Social Responsibility expenditure. However, the unspent amount to the extent of Rs.5.86 lakhs was transferred to PM CARE on 26-05-2022.

2.55 Previous year figures have been regrouped wherever necessary.

As per our report of even date

for NATARAJA IYER & CO.,
Chartered Accountants
ICAI FRN : 002413S

Sd/-
(E.SRI RANGANATH)
Partner
M.No : 013924

Place : **HYDERABAD**
Date : **May 27, 2022.**

For and on behalf of the board

Sd/-
(MEADEM SEKHAR)
Whole Time Director & CEO (Din No. 02051004)

Sd/-
(MADDI VENKATESWARA RAO)
Director (Din No.00013393)

Sd/-
(KOTHURI SATYANARAYANA)
Chief Financial Officer

Sd/-
(K. RAMYA)
Company Secretary

Place : **CHILAKALURIPET**
Date : **May 27, 2022.**

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

E-Voting instructions

Pursuant to the Provisions of Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 46th Annual General Meeting to be held on Monday, 19th September, 2022, at 10.30 AM. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide the E-Voting facility.

The instructions for shareholders voting electronically are as under :

The E-Voting Sequence Number and period of E-Voting are set out below :

EVSN(E-VOTING SEQUENCE NUMBER) : 220802005

COMMENCEMENT OF E-VOTING : Friday, 16th September, 2022 at 09.00 A.M IST

END OF E-VOTING : Sunday, 18th September, 2022 at 05.00 P.M IST

STEPS & INSTRUCTIONS FOR E-VOTING :

The instructions for shareholders voting electronically are as under :

(i) The voting period begins on **Friday, 16th September, 2022 at 09.00 A.M** and ends on **Sunday, 18th September, 2022 at 05.00 P.M.** During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form as on the cut-off date (record date) of **12th September, 2022**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

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

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

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

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.comor contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

(viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

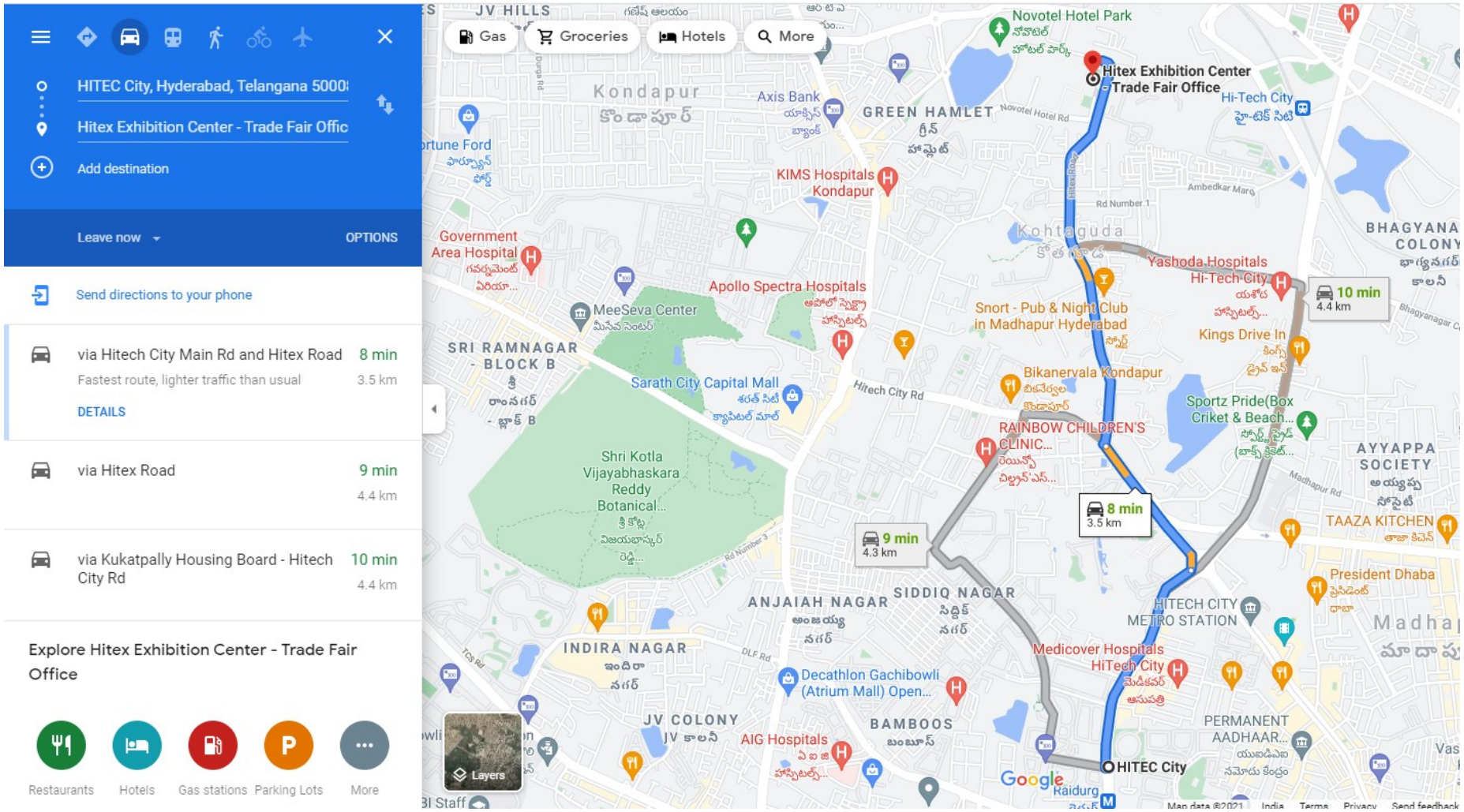
(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xv) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;capol@capol.in (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

ROUTE MAP OF THE ANNUAL GENERAL MEETING VENUE



COROMANDEL AGRO PRODUCTS AND OILS LTD.,

CIN.NO-L15143TG1975PLC001967

RegdOffice : 12-B, Skylark Apartments, Basheerbagh, HYDERABAD - 500 029.

Mobile: 98499 86021, 9291463506, E-mail:capol@capol.in

PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s) Registered Address		E-mail Id: Folio No/ Client ID : DP ID:	

I/We, being a member/members of the Company holding ……..shares here by appoint

1)…… ……of……..……..……...having email ID …..……..or falling him
2)……..of……..having email ID …..……..or falling him
3)……..of……..having email ID …..……..or falling him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 46th ANNUAL GENERAL MEETING of the company to be held at CAPOL, First Floor, TFO Complex, Hitex Campus, HYDERABAD - 500 081, on Monday 19th September 2022 at 10:30 AM. and at any adjournment(s) thereof in respect of such resolutions as are indicated below.

	Ordinary Resolutions / Special Resolutions	For	Against
	Ordinary Business:		
1	Consider and Adopt Audited Financial Statements, Reports of Board of Directors and Auditors thereon (Ordinary Resolution)		
2	To appoint a Director in place of Sri Maddi Venkateswara Rao (DIN- 00013393) who retires by rotation under Article 122 of the Articles of Association of the Company and being eligible, offers himself for re-appointment (Ordinary Resolution)		
3	To appoint a Director in place of Sri Maddi Ramesh (DIN- 00013394) who retires by rotation under Article 122 of the Articles of Association of the Company and being eligible, offers himself for re-appointment (Ordinary Resolution)		
4	To Approve Final Dividend		
5	To re-appoint of M/s. Nataraja Iyer & Co., Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration		
	Special Business:		
6	Ratification of remuneration of the Cost Auditors. (Special Resolution)		

Signed this…….day of……2022

…… ……..

Signature of the Member Signature of the Proxy Holder.

Note: This form, in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of The Company not less than 48 hours before the commencement of the meeting.

----------**cut along the dotted line**----------

COROMANDEL AGRO PRODUCTS AND OILS LTD.,

CIN.NO-L15143TG1975PLC001967

RegdOffice : 12-B, Skylark Apartments, Basheerbagh, HYDERABAD - 500 029.

Mobile: 98499 86021, 9291463506, E-mail:capol@capol.in

ATTENDANCE SLIP

DP Id		Folio No.	
Client Id		No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER :

I hereby record my presence at the 46th ANNUAL GENERAL MEETING of the Company held at CAPOL, First Floor, TFO Complex, Hitex Campus, HYDERABAD - 500 081, on Monday, the 19th September 2022 at 10:30AM.

…… ……..

Name of the member/Proxy (IN BLOCK LETTERS) Signature of the member/Proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall, Members are requested to bring their copies of the Annual Report to the meeting.