



# SHIVA GLOBAL AGRO INDUSTRIES LTD.

'Shiva House', New Mondha, Nanded - 431 602 (M.S.)  
Tel.: 02462 - 284036, 284039 \* Fax : 02462 - 284729  
E-mail : shivaagro1@gmail.com \* Web : www.shivaagro.com  
CIN : L24120MH1993PLC070334

Ref. No. :

September 07, 2023

To  
BSE Limited,  
P.J. Towers,  
Dalal Street, Fort,  
Mumbai – 400 001.

**BSE SCRIP CODE: SHIVAAGRO/530433**

**Subject: Notice of 31<sup>st</sup> Annual General Meeting and Annual Report for the financial year 2022-23 pursuant to Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

With the reference to the above mentioned subject, we enclose herewith the Notice of the 31<sup>st</sup> Annual General Meeting and the Annual Report for the financial year 2022-23 of the company. The above said Notice of Annual General Meeting and Annual Report is being sent through electronic mode today, i.e., Thursday, September 07, 2023, to all such Members whose email address is registered with the Depository Participants/Company's Registrars and Share Transfer Agent, Arthi Consultants Private Limited.

The Annual Report is also made available on the website of the Company viz., [www.shivaagro.org/images/ALL/PDF/AnnualReport2022-23.pdf](http://www.shivaagro.org/images/ALL/PDF/AnnualReport2022-23.pdf)

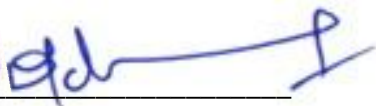
Kindly take the same on your record.

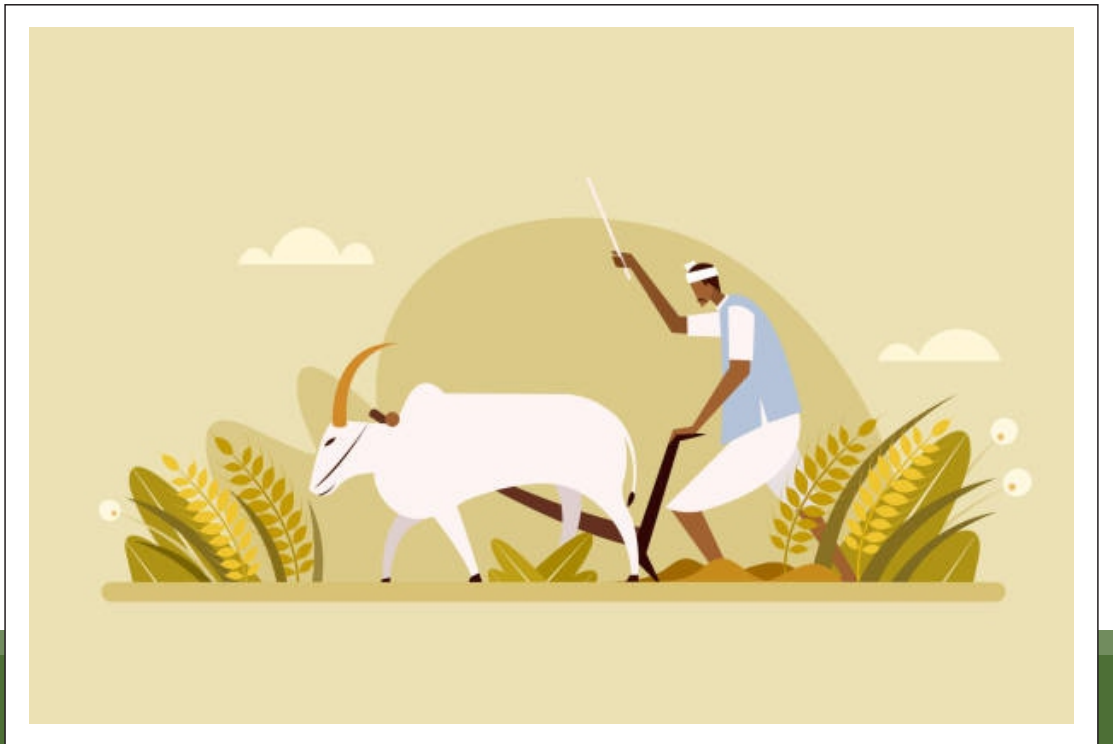
Thanking you.

Yours faithfully.

**For Shiva Global Agro Industries Ltd.**



  
Deepak S. Maliwal  
Director



**Shiva Global Agro Industries Ltd.**

**Annual Report**  
2022-23

**MANAGEMENT REPORTS**

Notice of Annual General Meeting	01
Boards' Report	12
Report on Corporate Governance	33
Corporate Information	47
Management Discussion Analysis	48

**STANDALONE FINANCIAL STATEMENTS**

Auditor's Report	55
Balance Sheet	65
Statement of Profit and Loss	66
Statement of Cash Flow	67
Statement of Changes in Equity	68
Notes on Financial Statements	69

**CONSOLIDATED FINANCIAL STATEMENTS**

Auditor's Report	109
Balance Sheet	117
Statement of Profit and Loss	119
Statement of Cash Flow	120
Statement of Changes in Equity	122
Notes on Financial Statements	123

**COMPANY INFORMATION:****Registered Office & Works**

Shri Hanuman Nagar,  
Osman Nagar Road, Village Dhakni,  
Tq. Loha, Dist. Nanded 431708,  
Maharashtra.

**Auditors**

M/s. Falor Jhavar Khatod & Co.  
Chartered Accountants  
Office No. 205, 2nd floor,  
Sanman Tower, Vazirabad,  
Nanded 431601, Maharashtra.

**Bankers**

Union Bank of India,  
Santkripa Market, G. G. Road,  
Nanded 431601, Maharashtra.

**Registrar & Share Transfer Agent**

Aarthi Consultants Pvt. Ltd.  
1-2-285, Domalguda,  
Hyderabad 500 029, Telangana





# NOTICE OF THE 31<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY

To the Members of the

## Shiva Global Agro Industries Limited

Notice is hereby given that the 31st Annual General Meeting (AGM) of the Members of Shiva Global Agro Industries Limited will be held on Friday, September 29, 2023 at 1.00 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, the Report of the Auditors' thereon and the Report of the Board of Directors, and in this regard to consider and, if deemed fit, to pass the following Resolution as an **Ordinary Resolution**:  
"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, the Report of the Auditors' thereon and the Report of the Board of Directors placed before the 31st Annual General Meeting be and are hereby received and adopted."
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, the Report of the Auditors' thereon and in this regard to consider and, if deemed fit, to pass the following Resolution as an **Ordinary Resolution**:  
"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of the Auditors' thereon placed before the 31st Annual General Meeting be and are hereby received and adopted."
3. To appoint a director in place of Mr. Omprakash Gilda [Director Identification Number (DIN: 01655503), who retires by rotation and, being eligible, offers himself for re-appointment and in this connection to consider and if deemed fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:  
"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force), Mr.Omprakash Gilda (DIN: 01655503), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

4. To ratify the appointment of M/s. Falor Jhavar Khatod & Co., Chartered Accountants, (Firm Regn. No.104223W), as Auditors for the period from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and in this connection, to consider and if deemed fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies(Audit and Auditors) Rules, 2014 and other Rules framed thereunder, as amended from time to time, the appointment of M/s. Falor Jhavar Khatod & Co., Chartered Accountants, (Firm Regn. No.104223W), as Auditors of the Company for a period of 5 consecutive years, made at the Twenty Ninth Annual General Meeting (AGM) held on September 29, 2021, be and is hereby ratified to hold office for the period from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on a remuneration of ₹ 5,00,000/- (Rupees Five Lacs Only) plus reimbursement of out of pocket expenses and applicable taxes and the Board of Directors of the Company be and is hereby authorized to pay such increased audit fee as they may deem fit."

### SPECIAL BUSINESS

5. To invite, accept or renew deposits from members of the company and to consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:  
"RESOLVED THAT pursuant to the provisions of Section 73 and Section 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and other applicable provisions, if any, and subject to such conditions, approvals, permissions, as may be necessary, consent of the members of the Company be and is hereby accorded to invite/ accept/ renew from time to time unsecured/ secured deposits from members of the Company upto permissible limits as prescribed under Rule 3(4) of the Companies (Acceptance of Deposits) Rules, 2014."  
"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do such acts, deeds, things and matters as the Board of Directors may in its absolute discretion consider necessary or appropriate for such invitation/ acceptance/renewal of Deposits by the



Company”.

6. To ratify the remuneration of the Cost Auditors for the financial year 2023-24 and in this regard to consider and if deemed fit, to pass, the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Jayant B. Galande (Membership No.5255), Cost Accountant in Whole-Time Practice, Aurangabad, who was appointed as the Cost Auditor of the Company by the Board of Directors, for conducting the audit of the cost accounting records of the Company for the financial year ending March 31, 2024, at a remuneration of ₹ 25,000/- (Rupees Twenty Five Thousand Only) excluding taxes, traveling and other out of pocket expenses incurred by him in connection with the aforesaid audit be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors or Key Managerial Personnel of the Company be and they

are hereby severally authorised 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**  
For Shiva Global Agro Industries Limited

Place: Nanded

Date: May 30, 2023

**Rashmi G. Agrawal**

Compliance Officer & Company Secretary

**Registered Office:**

'Shri Hanuman Nagar', Osmanagar Road, Village Dhakni, Taluka Loha, District-Nanded, Maharashtra.

Tel: +91 2462 284036/39

Fax: +91 2462 284729

E-mail Id: admin@shivaagro.org

Website: <https://www.shivaagro.org>

Corporate Identification Number (CIN)

L24120MH1993PLC070334

**ANNEXURE TO NOTICE**

**Details of the directors seeking appointment/ re-appointment at 31<sup>st</sup> Annual General Meeting, vide item no.3 of the Notice dated May 30, 2023, pursuant to regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2:**

<b>Name of the Director</b>	<b>Mr. Omprakash Gilda</b>
<b>DIN</b>	01655503
<b>Date of Birth</b>	January 02, 1953
<b>Qualifications</b>	Graduate (B.Com)
<b>Date of Appointment</b>	November 11, 1994
<b>Expertise</b>	44 years of Business Experience
<b>Chairman/ Member of the committees of Board of the Company</b>	
<b>Member of the Board of the Company</b>	Yes
<b>Chairman/ Member of the committees of Board of the other Company</b>	Nil
<b>Shareholding as at March 31, 2023</b>	1190052 Shares
<b>Brief Profile</b>	
Mr. Omprakash Gilda is a visionary who founded Shiva Global Agro Industries with the aim of improving agricultural practices, first in Maharashtra and then across the country.	
Mr. Gilda has completed his graduation In Commerce stream. His area of specialization includes Marketing Management and Managerial Economics. He has experience of more than 4 decades in the field of agro-product Business space.	
Agriculture being at center of his profession, over the decades he has constantly worked towards upliftment of farmers. He has also organized many awareness programs & camps for farmers community. His emphasis on research and commitment to quality has put Shiva Global Agro Industries on a high growth path. His core skills and competencies includes Corporate & Business Strategy Formulation, Governance Practices and general Financial & Business Management.	

**Notes:** Directorships in unlisted entities and membership in governing councils, chambers and other bodies are not included. There is no inter-se relationship amongst the Directors and Key Managerial Personnel.

The details of the number of Board and Committee meetings attended during the year are given in the Corporate Governance Report.



**NOTES:**

1. In terms of the General Circular number 20/2020 read with General Circular numbers 14/2020, 17/2020, 02/2021, 19/2021, 21/2021, 2/2022 and 10/2022 issued by the Ministry of Corporate Affairs (MCA) and Circular numbers SEBI/HO/CFD/ CMD1/CIR /P/ 2020/ 79, SEBI/ HO/ CFD/CMD2 /CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"). Hence, in compliance with the Circulars, the 31<sup>st</sup> AGM of the Company is being held through VC/OAVM, hereinafter called as electronic Annual General Meeting ("e-AGM"). The deemed venue for this e-AGM shall be the Registered Office of the Company. The detailed procedure for participating in the e-AGM is given below and will also be available at the Company's website [www.shivaagro.org](http://www.shivaagro.org).
2. In compliance with the aforesaid Circulars, this e-AGM Notice, together with the Annual Report for the financial year 2022-23, is being sent only through electronic mode to those Members whose E-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. The e-AGM Notice and Annual Report of the Company are also available on the Company's website at [www.shivaagro.org/inv\\_f\\_a\\_report.html](http://www.shivaagro.org/inv_f_a_report.html) and on the website of the Stock Exchange where the shares of the Company are listed viz., BSE Limited - [www.bseindia.com](http://www.bseindia.com). Members who have not registered their email address are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
3. As this AGM is being held through VC / OAVM, physical attendance of Members has been dispensed with and they can attend the meeting through login credentials provided to them. Accordingly, the facility for appointment of proxies by the Members will not be available and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. Corporate / Institutional Members (i.e., other than Individuals, HUF, NRI, etc.,) are required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc. pursuant to Section 113 of the Companies Act, 2013 ("the Act"), together with attested specimen signature(s) of the duly authorised representative(s), to company's mail id: [admin@shivaagro.org](mailto:admin@shivaagro.org). The file name of the scanned copy of the above mentioned documents should be named as "Shiva Global – 31st AGM".
5. Pursuant to Section 102(1) of the Act, an Explanatory Statement in respect of the Special Business to be transacted at the AGM is annexed hereto.
6. As required by Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, the relevant details of Mr. Ompakash Gilda, Director seeking re-appointment at this AGM are provided as annexure to the Notice and in the Report on Corporate Governance, forming part of the Annual Report.
7. **Book Closure:** The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, September 21, 2023 to Friday, September 29, 2023 (both days inclusive).
8. **Statutory Registers:** The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred in the Notice will be available for inspection in electronic mode. Members can send an email for this purpose to [admin@shivaagro.org](mailto:admin@shivaagro.org).
9. **Unclaimed/Unpaid Dividend:** Details of unpaid/unclaimed dividends lying with the Company as on March 31, 2023 is available on the website of the Company at [http://shivaagro.org/i\\_ud.html](http://shivaagro.org/i_ud.html) and Ministry of Corporate Affairs at <http://www.iepf.gov.in>. Members are requested to contact Aarthi Consultants Pvt. Ltd., 1-2-285, Domalguda, Hyderabad-500 029, Telangana, the Registrar and Share Transfer Agents of the Company, to claim the unclaimed /unpaid dividends.
10. **Compulsory transfer of Equity Shares to IEPF Authority:** As per Section 124(5) of the Act, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2017 (IEPF Rules) and amendments made thereto, all shares in respect of which dividends remain unpaid or unclaimed for a consecutive period of seven years or more are required to be transferred to the demat account of IEPF Authority. Pursuant thereto, the Company has transferred the underlying shares in respect of which dividends remained unclaimed for a consecutive period of seven years.  
The Members / claimants whose shares, have been transferred to IEPF may claim the shares by making an application to IEPF Authority in web form IEPF 5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)). The Member / claimant can file only one consolidated claim in a Financial Year as



per the IEPF Rules.

11. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend, if any. The Company or its Registrars and Share Transfer Agent, Aarthi Consultants Pvt. Ltd. cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Members holding shares in electronic form are, therefore, advised to intimate any change in their address or bank mandates to their respective Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates to Company/Aarthi Consultants Pvt. Ltd.

**12. Mandatory furnishing of PAN, bank account details, KYC details and nomination by shareholders holding shares in physical mode:**

- a. Members holding shares in physical mode are requested to note that SEBI vide its circular SEBI/HO/MIRSDMIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021, has made it mandatory for holders of physical securities to furnish PAN, bank account details, email address, mobile number, postal address (KYC details), and to register their nomination or opt-out of nomination. SEBI has notified forms for the purpose, as detailed below :

Forms	Descriptions
Form ISR-1	Request for registering PAN, bank account details, KYC details or changes / updation thereof
Form ISR- 2	Confirmation of Signature of securities holder by the Banker
Form SH-13	Nomination form
Form ISR-3	Declaration for Nomination opt-out
Form SH- 14	Change in Nomination

The above forms can be downloaded from the weblink of the company i.e. [www.shivaagro.org/i\\_iu.html](http://www.shivaagro.org/i_iu.html) or from [www.aarthiconsultants.com](http://www.aarthiconsultants.com).

Members holding shares in physical mode are requested to send the duly filled forms i.e., Form ISR-1, Form ISR-2, Form SH-13 or Form ISR-3 and along with requisite documents as mentioned in the respective forms to the address of Aarthi Consultants Pvt. Ltd.

- b. **Compulsory linking of PAN and Aadhaar:** The Central Board of Direct Taxes (CBDT) mandated linking PAN with Aadhaar number on or before June 30, 2023. PAN

linked with Aadhaar numbers shall only be considered as valid PAN. All shareholders holding shares in physical form are requested to submit valid PAN to RTA and RTA shall accept valid PAN only.

**c. Freezing of Folios:**

- i. Folios in which PAN is/are not valid, i.e., PAN not linked to Aadhar as on June 30, 2023 or any other date as may be specified by Central Board of Direct Taxes, shall be frozen thereafter.
- ii. Such Folios wherein any one of the referred documents mentioned in (a) above/ details are not available on or after July 01, 2023, shall be frozen and shareholders shall be eligible for receipt of dividend through electronic mode only after submission of the complete documents / details as referred in (a) above.
- iii. After December 31, 2025, the frozen folios shall be referred by RTA/Company to the Administering Authority under the Benami Transactions (Prohibitions) Act, 1988 and / or Prevention of Money Laundering Act, 2002.

Share holders are also requested to ensure that their PAN is linked to Aadhar by June 30, 2023, or any other date as may be specified by the CBDT and also update the bank account details, KYC details, i.e., email address, mobile number, postal address, etc. as referred to in (a) above to avoid freezing of their folio.

13. **Issuance of securities only in demat mode:** As per the Regulation 39 and 40 of the Listing Regulations, the Company shall issue securities in dematerialized form only while processing any requests from shareholders holding shares in physical mode in respect of i. Issue of duplicate securities certificate; ii. Claim from Unclaimed Suspense Account; iii. Renewal / Exchange of securities certificate; iv. Endorsement; v. Sub-division / Splitting of securities certificate; vi. Consolidation of securities certificates/folios; vii. Transmission and viii. Transposition ("service requests").

The shareholders shall submit duly filled up Form ISR-4 along with requisite documents to RTA. The form ISR-4 is available on the website of the Company at [www.shivaagro.org/i\\_iu.html](http://www.shivaagro.org/i_iu.html). The RTA/Company shall verify and process the service requests and thereafter issue a "Letter of Confirmation" to the shareholders in lieu of the physical share certificates. The "Letter of Confirmation" shall be valid for 120 days from the date of its issuance within which shareholders shall make a request to the Depository Participant for dematerializing the said shares. In case the shareholder fails to submit the demat request within the aforesaid period, RTA / Company shall credit the securities to Suspense Escrow Demat Account of the Company

14. **Mandatory furnishing of Valid PAN, KYC details and Nomination by shareholders:**





- a) *Shares held in demat form*: SEBI has mandated updation of valid PAN, i.e., linking of PAN with Aadhaar, Nomination or opt out of nomination and updation of KYC details, i.e., Name, Address, Valid PAN, Valid mobile number, Valid email-id and Income Range in the demat account of shareholders holding shares in demat mode. The demat accounts wherein the above details have not updated for all the 6 KYC attributes, such demat accounts will be frozen for debits. Shareholders holding shares in demat mode are requested to approach their Depository participants and update the details at the earliest.
- b) *Shares held in physical form*: SEBI vide its Circular dated March 16, 2023 mandated furnishing of PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and Nomination details by holders of physical securities. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant. In terms of the above Circular, folios of physical shareholders wherein any one of the above said details such as PAN, email address, mobile number, bank account details and nomination are not available, are required to be frozen with effect from October 1, 2023 and such physical shareholders will not be eligible to lodge grievance or avail service request from the RTA of the Company and will not be eligible for receipt of dividend in physical mode. Further, Shareholders holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002, after December 31, 2025.

#### 15. Procedure for remote e-Voting:

In compliance with the provisions of Section 108 of the Act and Rules made thereunder, Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Company is pleased to provide the e-Voting services of CDSL to the members to exercise their right to vote on all the resolutions set forth in this Notice.

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. The details of the process and manner for remote e-Voting are explained herein below:

#### CDSL e-Voting System – Fore-Voting and Joining Virtual meetings:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-Voting as well as the e-Voting system on the date of the EGM/AGM will be provided by CDSL.
2. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-Voting.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.shivaagro.org/inv\\_f\\_areport.html](http://www.shivaagro.org/inv_f_areport.html). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-Voting



system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).

6. The AGM/EGM has been convened through VC/OAVM in compliance with the General Circular number 20/2020 read with General Circular numbers 14/2020, 17/2020, 02/2021, 19/2021, 21/2021, 2/2022 and 10/2022 issued by the Ministry of Corporate Affairs (MCA) and Circular numbers SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/1, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 issued by the Securities and Exchange Board of India (SEBI).

**THE INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETING ARE AS UNDER:**

**Step 1:**

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

**Step 2:**

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Tuesday, September 26, 2023 at 9 a.m. IST and ends on Thursday, September 28, 2023 at 5 p.m. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Wednesday, September 20, 2023 may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/ P/2020/242 dated 09.12.2020, under Regulation 44 of

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

**Step 1:**

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

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

Pursuant to 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
<b>Individual Shareholders holding securities in Demat mode with CDSL</b>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p>2) After successful login in the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> homepage. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under IDeAS section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**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.com or contact at toll free no. 1800 22 55 33
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

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) 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](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. 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](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
<b>PAN</b>	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	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. <ul style="list-style-type: none"> <li>• 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.</li> </ul>

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

(vii) 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.

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

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

(x) 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.

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

(xii) 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.

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

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

(xv) 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.



(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

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

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [admin@shivaagro.org](mailto:admin@shivaagro.org), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [admin@shivaagro.org](mailto:admin@shivaagro.org). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance four days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [admin@shivaagro.org](mailto:admin@shivaagro.org). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

#### **PROCESS FOR THOSE SHAREHOLDERS WHO'S EMAIL/MOBILE NUMBER ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting &





joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33.

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

#### General Instructions :

1. Members will be permitted to participate in the e- AGM on first come first serve basis (FCFS), as the participation through video conferencing is limited to a thousand members only. The members can login and join 15 minutes prior to the scheduled time of the e-AGM and the window for joining will be kept open till expiry of 15 minutes after the scheduled time of e-AGM on FCFS basis. However, there is no restriction on participation for large shareholders (shareholders holding 2% or more shareholding), Promoters and Institutional Investors.
2. The attendance of the Members who have logged in & are attending the e-AGM will be counted for the purpose of reckoning quorum under Section 103 of the Act.
3. **AGM questions prior to e-AGM:** Shareholders who would like to express their views/ ask questions during the meeting may mail their queries/ views/ questions on [admin@shivaagro.org](mailto:admin@shivaagro.org) by mentioning the name, demat account number/ folio number, email-id, mobile number. The sending of the questions by the shareholders/ members shall commence from Wednesday, September 20, 2023 at 9.00 a.m. and shall close on Sunday, September 24, 2023 at 5.00 p.m.
7. **Speaker Registration during e-AGM session:** Member may send mail on [admin@shivaagro.org](mailto:admin@shivaagro.org) by mentioning the demat account number / folio number, city, email address, mobile number and submit. The Speaker registration shall commence from Wednesday, September 20, 2023 at 9.00 a.m. and shall close on Sunday, September 24, 2023 at 5.00 p.m.

#### Other Information :

- i. You can also update your mobile number and email-id in

the user profile details of the folio which may be used for sending future communication(s).

- ii. The e-Voting period commences on Tuesday, September 26, 2023 (9.00 a.m. IST) and ends on Thursday, September 28, 2023 (5.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Wednesday, September 20, 2023, may cast their vote electronically in the manner and process set out herein above. The e-Voting module shall be disabled for voting thereafter.  
Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- iii. Those who become Members of the Company after dispatch of the Notice of e-AGM but on or before Wednesday, September, 20 2023 (cut-off date) may write to the company at [admin@shivaagro.org](mailto:admin@shivaagro.org) requesting for user ID and password.
- iv. The voting rights of shareholders shall be in proportion to their shareholding of the paid-up equity share capital of the Company as on the cut-off date i.e., Wednesday, September 20, 2023.
- v. The Board of Directors has appointed Mr. Mohan Lakhotiya (Membership No. 147779), Practicing Chartered Accountant, as the Scrutiniser to scrutinize the e-Voting process in a fair and transparent manner.
- vi. The Scrutiniser shall, immediately after the conclusion of voting at the e-AGM, first count the votes cast at the meeting, thereafter, unblock the votes cast through remote e-Voting and submit, within a period not exceeding forty eight hours from the conclusion of the meeting, make a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or person authorized by the Chairman for counter signature.
- vii. The Results shall be declared either by the Chairman or by a person authorized in writing by the Chairman and the resolution will be deemed to have been passed on the e-AGM date subject to receipt of the requisite number of votes in favour of the Resolution(s).
- viii. Immediately after declaration of results, the same shall be placed along with the Scrutiniser's Report on the website of Company i.e. [www.shivaagro.org/i\\_vrsr.html](http://www.shivaagro.org/i_vrsr.html) and communicated to stock exchange viz., BSE Limited, where the shares of the Company are listed for placing the same in their website.
- ix. A person who is not a member as on the cut-off date, should treat this Notice for information purpose only.



**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

**ITEM NO.6**

**Ratification of remuneration to Cost Auditors:**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024, in their meeting held on May 30, 2023. Pursuant to provisions of Section 148 of the Companies Act, 2013 and Rules made there under, it was proposed to re-appoint Mr. Jayant B. Galande, Cost Accountant, as Cost Auditor of the Company at a remuneration of ₹ 25,000/- (Rupees Twenty Five Thousand Only) excluding taxes, traveling and other out of pocket expenses incurred by him in connection with the aforesaid audit, be and is hereby ratified and confirmed. Mr. Jayant B. Galande has submitted a letter regarding their eligibility for appointment of Cost Auditors, which will be available for inspection at the Registered Office of the Company during 9.00 am to 5.00 pm on all working days except Saturday, upto and including the date of the 31<sup>st</sup> Annual General Meeting of the Company.

In accordance with the provisions of Section 148 of the Act read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors approved by the Board has to be ratified by the shareholders of the Company.

Accordingly, consent of the shareholders is being sought for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

**Memorandum of Interest**

None of the Directors/Key Managerial Personnel of the Company/ their relatives are, in anyway, concerned or interested, financially or otherwise, in the above resolution. The Board recommends the Ordinary Resolution set out at Item No. 6 for approval by shareholders.

Place: Nanded  
Date: May 30, 2023

**By order of the Board**  
**For Shiva Global Agro Industries Limited**

\_\_\_\_\_  
**Rashmi G. Agrawal**  
Compliance Officer & Company Secretary

**BOARD'S REPORT**

Dear Members

Your Board of Directors have pleasure in presenting the 31<sup>st</sup> Annual Report together with the Audited Financial Statements for the financial year ended March 31, 2023.

**1. FINANCIAL HIGHLIGHTS:**

(₹ In Lacs)

Particulars	Consolidated		Standalone	
	2022-23	2021-22	2022-23	2021-22
<b>Income</b>				
<b>From Operations</b>	<b>54,020.49</b>	<b>63,831.581</b>	<b>17,955.77</b>	<b>20,497.62</b>
Other	125.21	115.5	32.04	34.80
<b>Total</b>	<b>54,145.70</b>	<b>63,947.08</b>	<b>17,987.81</b>	<b>20,532.41</b>
<b>Profit</b>				
<b>Profit Before Interest, Depreciation and Taxation</b>	<b>2,118.77</b>	<b>3,593.35</b>	<b>1,226.22</b>	<b>2,059.82</b>
Less: Interest	1,057.8	716.31	424.30	341.54
Depreciation	286.02	273.79	122.01	108.16
<b>Profit Before Tax</b>	<b>774.88</b>	<b>2,603.25</b>	<b>679.92</b>	<b>1,610.12</b>
Less: Provision for Tax (Including Deferred Tax and MAT Credit Entitlement)	204.72	649.03	176.58	399.36
<b>Profit After Tax</b>	<b>570.16</b>	<b>1,954.22</b>	<b>503.34</b>	<b>1,210.76</b>

**REVIEW OF OPERATIONS****Standalone Numbers:**

Your Company's Revenue from Operations for the year was ₹17,955.77 Lacs as against ₹ 20,497.62 Lacs in last year. The profit before Interest, Depreciation and Tax were at ₹1,226.22 Lacs as compared to ₹ 2,059.82 Lacs in the previous financial year and the profit before tax for the year stood at ₹ 679.92 Lacs as against ₹ 1,210.76 Lacs in the previous financial year.

During the financial year 2022-23, Profit after tax stood at ₹503.34 Lacs as against ₹ 1,210.76 Lacs in previous financial year.

**Transfer to Reserves:**

For the financial year 2022-23, the Board of Directors of the company has decided to transfer ₹ 10 Lacs to the General Reserve.

**Consolidated Numbers:**

The company's consolidated revenue from Operations were recorded at ₹ 54,020.49 Lacs as against ₹ 63,831.58 Lacs in previous financial year. The Net Profit Before Tax was ₹2,118.77 Lacs for the year under review as against the previous year's consolidated Net Profit Before Tax of ₹3,593.35 Lacs. The Profit after Tax was ₹ 570.16 Lacs as against ₹ 1954.22 Lacs in the previous year.

**1. BUSINESS ENVIRONMENT :****Global & Indian Economy**

The worldwide economic system has managed to make significant positive strides despite the difficulties posed by the pandemic, but it faced headwinds arising out of ongoing geopolitical rift in Europe, volatility in commodity prices, and a slowing growth scenario across nations. World Bank estimates that the global economy has grown by 3.4% in 2022. Outlook for world economy is signaling weakness with persisting inflationary pressure and hawkish monetary policies adopted by the central banks.

India growth story remains intact as against the prevailing global macroeconomic environment with World Bank estimates suggesting GDP growth to be 6.9% during FY2023. Even though inflation breached

The threshold in the first half of the year, the Reserve Bank of India's careful strategy, combined with a reduction in global commodity prices, brought it down to comfortable levels by year-end. Major economic indicators including exports, gross GST collections, etc. have improved in comparison to last year. Foreign exchange reserves continue to remain healthy, touching USD 580 bn as on 31st March 2023. India took on the G20 Presidency for the first time during the year, reiterating its significant stature in the global economy. With favourable government policies, substantial capital investments, and economic resilience, India is expected to have a dominant position in the global economy in the coming years.

**AGRICULTURE:**

Agriculture sector in India continued to experience the impact of climate change which is reflected in the adverse yield impact in wheat due to the early heat wave towards the end of previous wheat growing season and the decline in the sown area in Kharif Paddy due to delayed monsoons and deficient rainfall. The 2022 rainfall over the country as whole was 108% of its long-period average ('LPA'). The country experienced strong Kharif and Rabi seasons with above normal monsoon. The Indian agriculture has grown at average growth rate of 4.6% per annum during the last six years, ably supported by government measures and enhanced investments in infrastructure.

As second Advance Estimate for 2022-23, total foodgrains production in the country is estimated at 324.6 million tonnes which is 2.5% higher than the previous year (2.5% growth over previous year). Income support schemes by Central and State governments, expansion of pan-India electronic trading system for agri produce, implementation of Cluster Development Programme, establishment of Agriculture Infrastructure Fund and other similar measures boosted farm income and enhanced India's agricultural competitiveness. In addition to these, government is also promoting the adoption of latest technology in agricultural practices such as drone-based spraying which has significant potential in improving farm productivity and offering minimal environmental footprint.

India has immense agricultural resources and growth potential that provides it the capability to become the major supplier of food for the world. However, this will require continued investments towards faster adoption of technology, infrastructure enhancement, development of sustainable solutions, as well as effective policies and support for farming community to ensure long-term success.

**PERFORMANCE REVIEW:**

The company continued its efforts towards the integrated management approach and worked closely with the value chain players to ensure timely availability of fertilizers to the farming community. The plants operated flexibly to moderate their annual turnaround period and maximise production.

The Company's fertiliser business recorded a steady performance during the year. The company has continued its efforts to strengthen its branding & marketing capabilities, manufacturing, and supply chain efficiencies.

The fertiliser manufacturing plants operated at optimum capacity utilization and achieved the production volume of 1,13,168 MT of Single Super Phosphate (SSP), NPK Mix & other fertilizers combined together.

In FY 2023, the primary sales volume of SSP was 81,370 MTs and that of NPK Mix fertilizers was 21,927 MTs was achieved by the business. During the year under review the company has introduced two new products namely, 'P.D.M.' Granules (Potash Derived from Molasses) and the secondary fertilizer 'Ca:M:S-Virat' Granules having nutrients Calcium, Magnesium and Sulphur. The volume of these fertilizers was

marginal on account of non availability for raw materials. However, the company is focused to enhance these figures in the coming year.

The sourcing team was able to ensure on-time availability of critical raw materials and overcome prevailing pricing pressures in the market through implementation of optimal buying strategy and diversification of sources.

Phase wise infrastructure enhancements are being carried at both the Plants. During the year under review, the storage capacity of the Dhakni plant was enhanced further by establishing new storage facility.

**FINANCE**

Your company's efficient cash management has ensured that it has adequate liquidity and back-up lines of credit. With higher raw material prices, the working capital of the Company increased during the year; this was partially offset by improved market collection and higher subsidy receipts. The outflow towards finance cost increased to ₹ 424.30 Lacs in FY 2022-23 from ₹ 341.54 Lacs in F.Y. 2021-22. The rise in finance cost is due to higher utilization of credit limits with Banks.

There were no changes in the credit ratings of the Company during the year under review. Brickwork Rating India Pvt. Ltd. has reaffirmed your Company's credit ratings. As on March 31, 2023, the Company had a short-term credit rating of 'BWR A3 Reaffirmation' and the long-term credit rating of 'BWR BBB - /Stable Reaffirmation'.

The reaffirmation of the ratings reflects strong degree of safety regarding timely servicing of financial obligations and a vote of confidence reposed in your Company's financials.

**DIVIDEND**

The Board of Directors of your company, after considering holistically the relevant circumstances and keeping in view the company's dividend distribution policy, has decided that it would be prudent, not to recommend any Dividend for the year under review.

**CONSOLIDATED FINANCIAL RESULTS:**

The consolidated financial statements, which are prepared in accordance with the provisions of the Companies Act, 2013 ('the Act') and the relevant accounting standards, form part of this Annual Report. As required under the provisions of the Companies Act, 2013 (the Act), a statement showing the salient features of the financial statements of the subsidiary companies is enclosed as Annexure A to this Report.

The financial statements of the subsidiary companies will be made available to the members of the Company on request and will also be kept for inspection at the Registered Office of the Company.

**SUBSIDIARY COMPANY :**

The details of the performance of the subsidiaries of the Company are given below :

**a. Shiva Parvati Poultry Feed Private Limited:**

The Company (a 51% subsidiary) achieved a total turnover of ₹11,544.16 Lacs and recorded loss of ₹ 168.02 Lacs post taxation.

**b. Ghatprabha Fertilizers Private Limited**

The Company (a 61.53% subsidiary) achieved a total turnover of ₹ 6,011.18 Lacs and earned ₹ 67.02 Lacs of Profits After Tax.

**c. Shrinivasa Agro Foods Private Limited**

The Company (a 51.01% subsidiary) achieved a total turnover of ₹ 18,679.19 Lacs and earned ₹ 163.85 Lacs of Profits After Tax.

During the year under review, the company had no Joint Venture/s or any Associate Company.

**RISK MANAGEMENT POLICY:**

The Company has formulated a Risk Management Policy, under which various risks associated with the business operations are identified and risk mitigation plans have been put in place, details of which are set out in the Management Discussion and Analysis Report. The Company has in place a Risk Management framework to identify, evaluate business risks and challenges across the Company both at corporate level as also separately for each business division.

**ADEQUACY OF INTERNAL FINANCIAL CONTROLS AND COMPLIANCE WITH LAWS:**

The Company, during the year has reviewed its Internal Financial Control systems and has continually contributed to establishment of more robust and effective internal financial control framework, prescribed under the ambit of Section 134(5) of the Act. The Company has adequate internal controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis.

The Company has its own internal audit function to monitor and assess the adequacy and effectiveness of the Internal Controls and System across all key processes areas. Deviations are reviewed periodically, and due compliance ensured. Summary of Significant Audit Observations along with recommendations and its implementations are reviewed by the Audit Committee and concerns, if any, are reported to the Board.

Based on the assessment carried out by the Management and the evaluation of the results of the assessment, the Board of Directors are of the opinion that the Company has

adequate Internal Financial Controls system that is operating effectively as at 31<sup>st</sup> March 2023.

There were no instances of fraud which necessitates reporting of material misstatement to the Company's operations.

There has been no communication from regulatory agencies concerning non-compliance with or deficiencies in financial reporting practices.

**RELATED PARTY TRANSACTIONS**

There are no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel which may have a potential conflict with the interests of the Company at large.

All related party transactions were placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee was obtained for the transactions which are foreseen and are repetitive in nature. The related party transactions entered into by the Company are reviewed by independent chartered accountants to confirm that they were in the ordinary course of business and at arm's length basis. Related party transactions entered during the financial year under review are disclosed in Notes to the financial statements of the Company for the financial year ended March 31, 2023. The Policy on Related Party Transaction is available on the Company's website at [https://www.shivaagro.org/a\\_gp.html](https://www.shivaagro.org/a_gp.html)

None of the Directors had any pecuniary relationship or transactions with the Company, except the payments made to non-executive independent directors in the form of sitting fee.

**AUDITORS :****i. STATUTORY AUDITORS**

M/s. Falor Jhavar Khatod & Co (Firm Regn. No. 104223W) were appointed as the Statutory Auditors of the Company for the period of five years commencing from the conclusion of 29th Annual General Meeting until the conclusion of the 34th Annual General Meeting of the shareholders of the Company. As required under the provisions of Section 139 of the Act, a resolution for the yearly ratification of their appointment is being placed before the shareholders for their approval.

As required under Regulation 33 of the Listing Regulations, Falor Jhavar Khatod & Co., have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The Auditor's Report given by Falor Jhavar Khatod & Co., on the financial statements of the Company for the year ended March 31, 2023 forms part of the Annual Report. The Auditor's Report does not contain any qualification, reservation or adverse remark. During the year under review, the Auditors had not reported any matter under Section 143(12) of the Act. Therefore no disclosure is required in terms of Section 134(3)(ca) of the Act.





## ii. COST AUDITORS

Pursuant to Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 and amendments thereof, the Company is required to maintain cost accounting records in respect of its certain products and accordingly such accounts and records are made and maintained in the prescribed manner. Further, the cost accounting records maintained by the Company are required to be audited.

For the financial year 2022-23, Mr. Jayant B. Galande was appointed as Cost Auditors. On the recommendation of the Audit Committee, the Board has re-appointed Mr. Jayant B. Galande, Cost Accountants as the Cost Auditors for auditing the cost records of the Company for the financial year 2023-2024. The Act mandates that the remuneration payable to the Cost Auditor is ratified by the shareholders. Accordingly, a resolution seeking the shareholders' ratification of the remuneration payable to the Cost Auditors for the FY 2023-2024 is included in the Notice convening the 31<sup>st</sup> Annual General Meeting. During the year, the Company filed the Cost Audit Report for the financial year 2021-22 with the Ministry of Corporate Affairs within the prescribed time limit.

## iii. SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Board had appointed M/S V&V Co. LLP, Company Secretaries, to undertake the secretarial audit of the Company for the financial year 2022-23. The report of the Secretarial Auditor is enclosed as Annexure B and forms part of this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

In terms of Regulation 24A of the Listing Regulations, every listed entity and its material unlisted subsidiaries incorporated in India shall undertake secretarial audit and shall annex a secretarial audit report given by a company secretary in practice, in such form as specified, with the annual report of the listed entity. Hence, the Secretarial Audit Report of all the material subsidiaries are also enclosed as Annexure C and forms part of this report. The Secretarial Audit Reports of the unlisted material subsidiaries does not contain any qualification, reservation or adverse remark.

## 12 BOARD, COMMITTEES OF THE BOARD AND OTHER INFORMATION :

### I DIRECTORS

Your Company is managed and controlled by a Board comprising an optimum blend of Directors. As on March 31, 2023, the Board of Directors comprised of seven Directors consisting of Executive and Non-executive Directors. Out of seven, three are Independent Directors including one Woman Director. During the year under review, Mr. Vijayprakash O. Agrawal has resigned with effect from May 11, 2022 due to personal reasons.

The composition of the Board is in conformity with

Regulation 17 of Listing Regulations and the relevant provisions of the Act. The Directors possess requisite qualifications and experience in general corporate management, strategy, finance, engineering, information technology and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company.

In accordance with the Section 152 of the Companies Act 2013, Mr. Omprakash K. Gilda (DIN: 01655503) retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Consequent to the changes in the Board composition, the Committees of Board were also reviewed and re-constituted, as applicable, the details of which are in the Corporate Governance section of the Report.

## ii. NUMBER OF BOARD MEETING

A calendar of meetings is prepared and circulated in advance to the Directors. During the year 2022-23, Five Board Meetings were held, the details of which are given in the Report on Corporate Governance.

## iii. INDEPENDENT DIRECTORS & THEIR DECLARATION OF INDEPENDENCE

As on March 31, 2023, the Independent Directors of the Company included Mrs. Sandhya Maheshwari, Mr. Rajesh Agrawal and Mr. Prakash Nihalani. All the Independent Directors of the Company have furnished the necessary declaration in terms of Section 149(7) of the Companies Act, 2013 and under Regulation 25(8) the Listing Regulations, affirming that they meet the criteria of Independence as stipulated thereunder.

In the opinion of the Board, all the Independent Directors have the integrity, expertise and experience, including the proficiency required to effectively discharge their roles and responsibilities in directing and guiding the affairs of the Company.

## iv. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has an ongoing familiarization programme for all Independent Directors with regard to their roles, duties, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business model of the Company, etc.

On their appointment, Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business Heads and key executives of the Company is also facilitated. Detailed presentations on the business of each of the division are also made to the directors. Direct meetings with the chairman and the managing director are further facilitated for the new appointee to familiarize him/her about the Company/its businesses and the group practices.

The role, rights, duties and responsibilities of Independent Directors have been incorporated in the Letters of



Appointment issued to them. The amendments / updates in statutory provisions are informed from time to time. The details of familiarisation programme are also disclosed on the website of the company at [https://www.shivaagro.org/a\\_gp.html](https://www.shivaagro.org/a_gp.html)

#### **v. REMUNERATION POLICY:**

On the recommendation of the Nomination and Remuneration Committee, the Board has, framed a policy for selection and appointment of Directors, Senior Management and their remuneration. Salient features of the Remuneration Policy are set out in the Corporate Governance Report. The Remuneration Policy of the company is available on the Company's website at [http://www.shivaagro.org/a\\_gp.html](http://www.shivaagro.org/a_gp.html)

#### **vi. PERFORMANCE EVALUATION OF BOARD, ITS COMMITTEES AND DIRECTORS:**

In accordance with the provisions of Section 134 of the Act and Regulation 17 of the Listing Regulations, the Board has carried out evaluation of its own performance, the performance of Committees of the Board, namely, Audit Committee, Stakeholders Relationship Committee, and Nomination & Remuneration Committee and also the Directors individually. The manner of evaluation of performance and the process adopted for this purpose are explained in the Corporate Governance Report.

#### **vii. AUDIT COMMITTEE**

As on March, 2023, the Audit committee comprised of Mr. Rajesh Agrawal, Chairperson, Mrs. Sandhya Maheshwari, Member and Mr. Deepak Maliwal, Member. During the year, Five Audit Committee Meetings were held, the details of which are provided in the Corporate Governance Report, which is a part of this Annual Report. During the year, all the recommendations made by the Audit Committee were accepted by the Board.

#### **viii. DIRECTORS RESPONSIBILITY STATEMENT**

As required pursuant to the provisions of Section 134(3)(c) and 134(5) of the Act, the Directors' Responsibility Statement is enclosed as Annexure D to this Report and forms part of the Report

#### **13. KEY MANAGERIAL PERSONNEL**

Pursuant to the provisions of Section 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Omprakash Gilda, Managing Director, Mr. Umesh Bang, Chief Financial Officer and Mrs. Rashmi Agrawal, Company Secretary are the Key Managerial Personnel (KMP) of the Company.

#### **14. POLICY ON PREVENTION, PROHIBITION & REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE**

In line with the requirements of the Sexual Harassment of

Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has in place Prevention of Sexual Harassment Policy. An Internal Compliance Committee has been set up to redress complaints received regarding sexual harassment. All employees are covered under this Policy. During the financial year 2022-23, no incidents of sexual harassment was reported.

#### **15. VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical conduct. The Company has a Whistle Blower Policy under which the employees are free to report violations of the applicable laws and regulations and the Code of Conduct.

The Audit Committee has reviewed the functioning of whistle blower mechanism of the Company and found the same satisfactory. A copy of the Whistle Blower Policy is available on Company's website [https://www.shivaagro.org/a\\_gp.html](https://www.shivaagro.org/a_gp.html)

#### **16. CORPORATE GOVERNANCE**

The Company is committed to maintain the highest standards of Corporate Governance. As stipulated under the Listing Regulations, the Report on Corporate Governance is appended as Annexure F to this Report. The requisite certificate from the Auditor confirming compliance with the conditions of Corporate Governance by the Company is also attached to the Report on Corporate Governance.

#### **17. MANAGEMENT DISCUSSION AND ANALYSIS**

A report on Management Discussion and Analysis, highlighting the industry structure and developments, opportunities and threats, future outlook, risks and concerns, etc., is provided separately and forms part of the Directors' Report.

#### **18. CORPORATE SOCIAL RESPONSIBILITY**

The Shiva Group is known for its tradition of patronage and community service. The Group's philosophy is to reach out every deprived individual of the community, especially in the field of education and healthcare.

The Company has ascertained and allocated requisite amount of funds separately for carrying out its social responsibilities. The Company has put in place a Corporate Social Responsibility (CSR) policy, which is available on the website of the Company at .

As per the provisions of section 135 (9) of the companies Act, 2013, where the amount to be spent by a company under sub-section (5) of section 135, does not exceed fifty lakh rupees, the requirement under sub-section (1) of section 135, for constitution of the Corporate Social Responsibility (CSR) Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company. And accordingly, all the functions and



responsibilities of the CSR Committee are placed with Board of Directors of the Company.

As per the provisions of Section 135 of the Companies Act and the Rules made thereunder, the Company is required to spend Rs.16.81 Lacs for the financial year 2022-23, (i.e. least 2% of the average net profits of the Company made during the three immediately preceding financial years) in pursuance of its Corporate Social Responsibility Policy. Accordingly, the company has spent Rs.17.00 Lacs in the F.Y. 2022-23 towards CSR activities as specified in provisions of the Companies Act, 2013 and applicable the rules.

## 19. HEALTH, SAFETY AND ENVIRONMENT

Company's focus on Health, Safety and Environment continued during the year under review across all locations with all manufacturing plants maintaining high safety standards. Your Company maintained high standards of environmental performances with all facilities operating well within norms. The overall safety environment continued to improve during the year under review.

## 20. OTHER DISCLOSURES

### i. SHARE CAPITAL

The paid-up equity share capital of the Company as on March 31, 2023, was ₹ 999.30 Lacs i.e. 99,93,000 Equity Shares of Face value ₹ 10/- each fully paid. No equity shares were allotted during the year.

### ii. MATERIAL SUBSIDIARY POLICY

The Company has adopted a policy for determining material subsidiary, in line with the requirements of the Listing Regulations. The Policy on Material Subsidiary is available on the website of the Company [www.shivaagro.org/a\\_gp.html](http://www.shivaagro.org/a_gp.html)

### iii. ANNUAL RETURN

In accordance with Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2023, is available on the website of the Company [www.shivaagro.org/inv\\_f\\_aretturn.html](http://www.shivaagro.org/inv_f_aretturn.html)

## iv. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

### a) CONSERVATION OF ENERGY:

The process of energy conservation is continuous in nature. During the year 2022-23, the company has taken various energy conservation steps including, yearly energy assessments, continuous measuring and monitoring the power balance especially for critical equipments and machinery, identifying & discarding the obsolete equipments, replacing the old high-power consumption equipments with modern power saving equipments, identifying and eliminating the power leakages, etc.

Following is the illustrative list of measures taken by the

company for conservation of energy during the year under review:

- Eliminating the interruptions in the production facility by reducing the downtime of machineries installed at the plants.
- Replacing the old power lines with new one.
- Use of energy efficient LED lighting systems.
- Replacing old electronic equipments with modern energy saving devices.
- Replacing the old iron roof shed with transparent plastic roof shed to improve light in day hours at plants and go-downs.
- Building new air-ventilations at factory and office premises.
- Operating plant at optimum level to achieve energy efficiency.
- Small teams have been re-constituted to constantly look at the energy conservation, other improvement schemes which have resulted in considerable energy savings.
- Reducing the distance between production and loading point thereby reducing the fuel requirement on transportation.

Steps taken for utilising alternate sources of energy:

As part of its long-term sustainability plan, the Company has initiated various steps towards utilising alternate sources/renewable source of energy. Some of the key initiatives implemented by the Company are:

- Use of indigenously produced Briquettes made from agricultural waste instead of using traditional Coal in the furnace.
- Plans are in progress for installation of solar system in order to meet the energy requirements of the plant.

### b) TECHNOLOGY ABSORPTION:

Technology absorption is one of the critical area in the present business scenario. During the year under review, lots of efforts were made for technology absorption. Following is the illustrative list of the measures taken by the company:

- Digitalization of infrastructure facilities at plants and office.
- Introduced unity power factor based high efficiency UPS system instead of traditional UPS.
- Upgrading Air Quality Monitoring Systems & Emission monitoring systems across Plants.
- Capacity of the plant was enhanced by incorporating new equipment & by process optimization.
- Enhanced flexibility in use of raw materials.
- Operating plant at its full efficiency level i.e. 400 TPD.
- Efforts were made towards advancements on digital transformation of the lab and lab activities

### c) FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Foreign Exchange outgo during the FY-2022-23 is



₹4513.15 Lacs as against ₹ 2932.33 Lacs in previous financial year 2021-22. There were no foreign exchange earnings during the year.

#### v. PARTICULARS OF EMPLOYEES AND REMUNERATION

The disclosure with respect to remuneration as required under Section 197 of the Act read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as Annexure E to this report.

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate Annexure forming part of this report.

However, the annual report is being sent to the Members, excluding the aforesaid Annexure. In terms of Section 136 of the Act, the said Annexure is open for inspection. Any member interested in obtaining such information may address their email to the company secretary at admin@shivaagro.org.

#### vi. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of loans and guarantees given and investments made under Section 186 of the Act are given in the Notes to the Financial Statements.

#### vii. PUBLIC FIXED DEPOSIT

Your Company is eligible to accept deposit from public pursuant to Section 73 of the Companies Act, 2013 ("the Act") and the Companies (Acceptance of Deposits) Rules, 2014 ("the Rules"). Pursuant to the Special Resolution passed by the members at the Annual General Meeting (AGM) of the Company held on September 30, 2014, the Board of Directors of the Company, approved the Fixed Deposit Scheme for acceptance of deposits from Members in accordance with the requirements of the Act and the Rules.

The Company has accepted/renewed deposits of ₹ 245.00 Lacs during the year under review and total ₹ 289.70 Lacs were outstanding as on March 31, 2023. There were no defaults in respect of repayment of any deposits or payment of interest thereon during the year under review.

The Company has not accepted any deposits which are not in compliance with the requirements of the Act. The Company has no overdue deposits as at the end of the year under review.

#### viii. COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with the Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Central Government.

#### ix. REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Act and the Rules made thereunder.

#### 21. DECLARATION AND AFFIRMATIONS

During the year under review There are no significant material orders passed by the Regulators or Courts that would impact the Company's going concern status and future operations.

There are no applications made or any proceedings pending under the Insolvency and Bankruptcy Code, 2016.

The Company has not made any one time settlement with any Bank or Financial Institution as such disclosure or reporting requirements in respect of the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions is not required.

#### 22. BANKS AND FINANCIAL INSTITUTIONS:

Your Company is prompt in paying interest and repayment of loans to the financial institutions/banks. Banks and Financial Institutions continue their unstinted support in all aspects, and the Board had placed its appreciation for the same on record.

#### 23. ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation for the valuable support and cooperation received from bankers, business associates, lenders, financial institutions, shareholders, various departments of the Government of India, as well as the State Governments, the farming community and all our other stakeholders.

The Directors acknowledge and would like to place on record the commitment and dedication on the part of the employees of your Company for their continued efforts in achieving good results.

**For and on behalf of the Board of Directors**

Place : Nanded  
Date : May 30, 2023

**Omprakash K. Gilda**  
Managing Director



## ANNEXURES TO BOARD'S REPORT

## ANNEXURE - A

Statement showing salient features of the financial statements of subsidiaries and joint ventures and associates as per the Companies Act, 2013

## Subsidiaries :

(₹ in Lacs)

Particulars	Ghatprabha Fertilizers Pvt. Ltd.	Shiva-Parvati Poultry Feed Pvt. Ltd.	Shrinivasa Agro Foods Pvt. Ltd.
Date on which Subsidy was acquired	March 31, 2010	March 31, 2010	March 31, 2010
Share Capital	278.33	450.00	923.10
Reserves and Surplus	1,536.32	1,642.70	3,598.90
Total Assets	3,618.70	7,126.59	7,077.52
Total Liabilities	1,804.05	5,033.90	2,555.52
Details of Investments			
Investments in Equity Shares	-	0.94	-
Turnover	6,011.18	11,544.16	18,679.19
Profit/(Loss) Before Taxation	87.64	223.92	226.96
Provision for Taxation	20.62	55.89	63.11
Profit After Taxation	67.02	168.02	163.85
Proposed Dividend	-	-	-
% of shareholding	61.53%	51.00%	51.00%
Reporting Period	March 31, 2023	March 31, 2023	March 31, 2023
Reporting Currency	Indian Rupees (₹)	Indian Rupees (₹)	Indian Rupees (₹)

## Notes :

1. There are no subsidiaries which are yet to commence operations.
2. There are no subsidiaries which have been liquidated or sold during the year.
3. There are no joint ventures/ associates during the year.

## For and on behalf of the Board of Directors

\_\_\_\_\_  
**Omprakash K. Gilda**  
 Managing Director

\_\_\_\_\_  
**Deepak S. Maliwal**  
 Director

Place: Nanded  
 Date: May 30, 2023

\_\_\_\_\_  
**Umesh O. Bang**  
 Chief Financial Officer

\_\_\_\_\_  
**Rashmi G. Agrawal**  
 Company Secretary





**ANNEXURE – B**  
**SECRETARIAL AUDIT REPORT OF SHIVA GLOBAL AGRO INDUSTRIES LIMITED**

Form No. MR-3

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended]

To

**The Members**

**Shiva Global Agro Industries Limited**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Shiva Global Agro Industries Limited** (CIN:L24120MH1993P1 C070334) (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/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, 2023, 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 there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The Company has complied with the applicable provisions of Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment. There were no External Commercial Borrowings and Foreign Direct Investment during the year under review;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (there were no events requiring compliance during the review period);
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (there were no events requiring compliance during the review period);
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (there were no events requiring compliance during the review 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, 2021 (there were no events requiring compliance during the review period);
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (there were no events requiring compliance during the review period);
  - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- vi. Following significant laws specifically applicable to the Company in view of the management:
  - 1) Fertiliser (Control) Order, 1985;
  - 2) The Hazardous Wastes (Management and Handling) Rules, 1989
  - 3) The Insecticide Act, 1968 and Insecticides Rules, 1971;
  - 4) The Legal Metrology Act, 2009;

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

  - i. Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, and Standards as 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 provisions of the Act.

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

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

We further report that there are adequate systems and processes in the company commensurate 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 the

Company does not have specific actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards referred to above.

Yours faithfully,

For **V&V Co. LLP**  
Practising Company Secretaries  
FRN: L2017KR003100  
P.R. No - 1608/2021

Date: May 30, 2023  
Place: Bangalore

**CS. Vinayak Bhat**  
Partner

M. No: F10889; CP. No:14286  
UDIN: F010889E000432631

**Note:** This report is to be read with our letter of even date which is annexed as **ANNEXURE-B (i)** and forms an integral part of this report.

#### ANNEXURE - B (i)

To  
The Members,  
**SHIVA GLOBAL AGRO INDUSTRIES LIMITED**

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

1. Maintenance of secretarial records 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 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 & 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 regulation 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.

Yours faithfully,

For **V&V CO. LLP**,  
Practising Company Secretaries  
FRN : L2017KR003100  
P.R No - 1608/2021

**CS. Vinayak Bhat**  
Partner

M. No: F10889; CP. No:14286  
UDIN: F010889E000432631

Date: May 30, 2023  
Place: Bangalore



**ANNEXURE – C**  
**SECRETARIAL AUDIT REPORT OF MATERIAL SUBSIDIARIES**

**Annexure C (i)**  
**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

[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**

**Ghatprabha Fertilizers Private Limited**

New Mondha, Near State Bank of India  
Nanded -431602. (MH) IN

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s **GHATPRABHA FERTILIZERS PRIVATE LIMITED** [CIN: U24129MH2005PTC156501] (hereinafter called “the Company”) a Material Subsidiary of M/s SHIVA GLOBAL AGRO INDUSTRIES LIMITED, a BSE listed Company (hereinafter called “the Holding Company”).

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on 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 March 31, 2023 generally complied with some exceptions with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

- (i) the Companies Act, 2013 (“the Act”) and the rules made there under as applicable;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; (Not applicable to the Company for the financial year ended March 31, 2023);
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to

the Company during the audit period);

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time (Not applicable to the Company during the audit period);
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015, as amended from time to time (Not applicable to the Company during the audit period);
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations; (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); 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 (Not applicable to the Company during the audit period);
- (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;- (Not applicable to the Company during the audit period);
- (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period);

(vi) The other laws, as informed and certified by the management of the Company which are specifically applicable to the Company are:

- (a) Business/Trade Related Laws/Regulations:
  - i. Competition Act, 2002
  - ii. The Maharashtra Industrial Policy 2013.
  - iii. The Fertilizers (Control) Order, 1985;

(b) Employment and Labour Laws:

- i. The Employees' Provident Funds and [Miscellaneous Provisions] Act, 1952,
- ii. The Employees' Provident Fund Scheme, 1952, Employees' Pension Scheme, 1995
- iii. The Employees' State Insurance Act, 1948; the Employees State Insurance (General)
- iv. The Maternity Benefit Act, 1961 and the State Rules made there under;
- v. The Minimum Wages Act, 1948 and the Minimum Wages (Central) Rules, 1950;
- vi. The Payment of Bonus Act, 1965 and the Payment of Bonus Rules, 1975;
- vii. The Payment of Gratuity Act, 1972 and the Payment of Gratuity (Central) Rules, 1972;
- viii. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;

(c) Other Laws:

- i. The Factories Act, 1948 ("Factories Act")
- ii. Trademarks Act, 1999
- iii. Shops and establishments laws
- iv. The Environment Protection Act, 1986 ("Environment Protection Act")
- v. Hazardous Waste (Management and Handling) Rules, 1989 ("Hazardous Waste")

(d) General Laws applicable to the Company:

- i. Indian Contract Act 1872
- ii. Information Technology Act, 2000
- iii. Sale of Goods Act 1930
- iv. Consumer Protection Act 1986

I have also examined compliance with the applicable clauses of the following to the extent applicable:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange. (Not applicable to the Company during the audit period);

During the period under review the Company has generally complied with the all material aspects of applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above:

I further report that:

- a) The Compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.
- b) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes if any 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.
- c) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent 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.
- d) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

Yours faithfully,

**SD/-**

**CHIRAG C. CHAWRA**

(Company Secretary in Practice)

Membership No. 5643

C.P. No. 7923

PEER REVIEW NO. 2599/2023

**UDIN- F005643E000834713**

Date: August 21, 2023

Place: Pune

**Note:** This report is to be read with our letter of even date which is annexed as **ANNEXURE to C (i)** and forms an integral part of this report.

**ANNEXURE to C (i)**

**To the Members,**  
**M/s GHATPRABHA FERTILIZERS PRIVATE LIMITED**  
NEW MONDHA, NEAR STATE BANK OF  
INDIA, NANDED – 431602. (MH) IN

My Secretarial audit report for the financial year 31st March, 2023 is to be read along with this letter.

**Management's Responsibility**

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.

**Auditor's Responsibility**

2. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibly of the management. Our examination was limited to the verification of the procedures on test basis. My Responsibility is to express an opinion on these secretarial records, standards and procedures followed by the company with respect to secretarial compliances.
3. 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. I believe that Audit evidence and information obtained from the company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer**

5. 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.
6. I have not verified the correctness and appropriateness of financial records and books of account of the company.

Yours faithfully,

**SD/-**  
**CHIRAG C. CHAWRA**  
(Company Secretary in Practice)  
Membership No. 5643  
C.P. No. 7923  
PEER REVIEW NO. 2599/2023  
**UDIN- F005643E000834713**

Date: August 21, 2023  
Place: Pune





## Annexure C (ii)

## Form No. MR-3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

[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**

**SHIVA-PARVATI POULTRY FEED PRIVATE LIMITED**  
NEW MONDHA, NEAR STATE BANK OF  
INDIA, NANDED – 431602. (MH) IN

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s **SHIVA-PARVATI POULTRY FEED PRIVATE LIMITED** [CIN: 01222MH2004 PTC145045] (hereinafter called “the Company”) a Material Subsidiary of M/s SHIVA GLOBAL AGRO INDUSTRIES LIMITED, a BSE listed Company (hereinafter called “the Holding company”).

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the management, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March, 2023**, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

- I. I 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, 2023 and made available to me according to the provisions of:
  - (i) The Companies Act, 2013 (“the Act”) and the rules made there under as applicable;
  - (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; (Not applicable to the Company during the audit period);
  - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015, as amended from time to time
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations;
  - (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 (Not applicable to the Company during the audit period);
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period);
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period);
- (vi) The other laws, as informed and certified by the management of the Company which are specifically applicable to the Company are:
  - (a) Business/Trade Related Laws/Regulations:
    - i. Competition Act, 2002
    - ii. The Maharashtra Industrial Policy 2013.
  - (b) Employment and Labour Laws :
    - i. The Employees’ Provident Funds and [Miscellaneous Provisions] Act, 1952,
    - ii. The Employees’ Provident Fund Scheme, 1952, Employees’ Pension Scheme, 1995
    - iii. The Employees’ State Insurance Act, 1948; the Employees State Insurance (General)
    - iv. The Maternity Benefit Act, 1961 and the State Rules made there under;
    - v. The Minimum Wages Act, 1948 and the Minimum Wages (Central) Rules, 1950;
    - vi. The Payment of Bonus Act, 1965 and the Payment of



- Bonus Rules, 1975;
- vii. The Payment of Gratuity Act, 1972 and the Payment of Gratuity (Central) Rules, 1972;
- viii. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
- (c) Other Laws:
- i. The Factories Act, 1948 ("Factories Act")
- ii. Trademarks Act, 1999
- iii. Shops and establishments laws
- iv. The Environment Protection Act, 1986 ("Environment Protection Act")
- v. Hazardous Waste (Management and Handling) Rules, 1989 ("Hazardous Waste")
- (d) General Laws applicable to the Company:
- i. Indian Contract Act 1872
- ii. Information Technology Act, 2000
- iii. Sale of Goods Act 1930
- iv. Consumer Protection Act 1986

I have also examined compliance with the applicable clauses of the following to the extent applicable:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange.

During the period under review the Company has generally complied with the all material aspects of applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above :

I further report that:

- a) The Compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other

designated professionals.

b) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes if any 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.

c) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent 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.

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

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

Yours faithfully,

**SD/-**  
**CHIRAG C. CHAWRA**  
(Company Secretary in Practice)  
Membership No. 5643  
C.P. No. 7923  
PEER REVIEW NO. 2599/2023  
UDIN- F005643E000834845

Date: August 21, 2023

Place: Pune

**Note:** This report is to be read with our letter of even date which is annexed as '**ANNEXURE-C(ii)**' and forms an integral part of this report.

**ANNEXURE to C (ii)**

To the Members,

**SHIVA-PARVATI POULTRY FEED PRIVATE LIMITED**

NEW MONDHA, NEAR STATE BANK OF

INDIA, NANDED – 431602. (MH) IN

My Secretarial audit report for the financial year 31st March, 2023 is to be read along with this letter.

**Management's Responsibility**

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.

**Auditor's Responsibility**

2. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis. My Responsibility is to express an opinion on these secretarial records, standards and procedures followed by the company with respect to secretarial compliances.

3. 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. I believe that Audit evidence and information obtained from the company's management is adequate and appropriate for us to provide a basis for our opinion.

4. Wherever required, I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer**

5. 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.

6. I have not verified the correctness and appropriateness of financial records and books of account of the company.

Yours faithfully,

SD/-

**CHIRAG C. CHAWRA**

(Company Secretary in Practice)

Membership No. 5643

C.P. No. 7923

PEER REVIEW NO. 2599/2023

**UDIN- F005643E000834845**

Date: August 21, 2023

Place: Pune



## Annexure C (iii)

## Form No. MR-3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

[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****SHRINIVASA AGRO FOODS PRIVATE LIMITED**

NEW MONDHA, NEAR STATE BANK OF INDIA, NANDED – 431602. (MH) IN

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/S **SHRINIVASA AGRO FOODS PRIVATE LIMITED** [CIN:U99999MH2005PTC157949] (hereinafter called “the Company”) a Material Subsidiary of M/s SHIVA GLOBAL AGRO INDUSTRIES LIMITED, a BSE listed Company (hereinafter called “the Holding Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the management, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March, 2023**, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 and made available to me according to the provisions of :

- (i) The Companies Act, 2013 (“the Act”) and the rules made there under as applicable;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the audit period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015, as amended from time to time
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations; (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 for the financial year ended March 31, 2023)
  - (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. (Not applicable to the Company during the audit period)
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;- (Not applicable to the Company during the audit period)
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period)
- (vi) The other laws, as informed and certified by the management of the Company which are specifically applicable to the Company are:
  - (a) Business/Trade Related Laws/Regulations:
    - i. Competition Act, 2002
    - ii. The Maharashtra Industrial Policy 2013.
  - (b) Employment and Labour Laws:
    - i. The Employees’ Provident Funds and [Miscellaneous Provisions] Act, 1952, the Employees’
    - ii. Provident Fund Scheme, 1952, Employees’ Pension Scheme, 1995
    - iii. The Employees’ State Insurance Act, 1948; the Employees State Insurance (General)
    - iv. The Maternity Benefit Act, 1961 and the State Rules made there under;
    - v. The Minimum Wages Act, 1948 and the Minimum Wages (Central) Rules, 1950;
    - vi. The Payment of Bonus Act, 1965 and the Payment of Bonus Rules, 1975;
    - vii. The Payment of Gratuity Act, 1972 and the Payment of Gratuity (Central) Rules, 1972;
    - viii. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
    - ix. The Legal Metrology Act, 2009;



(c) Other Laws:

- i. The Factories Act, 1948 ("Factories Act")
- ii. Trademarks Act, 1999
- iii. Shops and establishments laws
- iv. The Environment Protection Act, 1986 ("Environment Protection Act")
- v. Hazardous Waste (Management and Handling) Rules, 1989 ("Hazardous Waste")

(d) General Laws applicable to the Company:

- i. Indian Contract Act 1872
- ii. Information Technology Act, 2000
- iii. Sale of Goods Act 1930
- iv. Consumer Protection Act 1986

I have also examined compliance with the applicable clauses of the following to the extent applicable:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange.

During the period under review the Company has generally complied with the all material aspects of applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

- a) The Compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.
- b) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-

Executive Directors and Independent Directors. The changes if any 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.

- c) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent 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.

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

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

Yours faithfully,

SD/-

**CHIRAG C. CHAWRA**

(Company Secretary in Practice)

Membership No. 5643

C.P. No. 7923

PEER REVIEW NO. 2599/2023

UDIN- F005643E000834900

Date: August 21, 2023

Place: Pune

**Note:** This report is to be read with our letter of even date which is annexed as '**ANNEXURE-C(iii)**' and forms an integral part of this report



**ANNEXURE to C (iii)**

To the Members,  
**SHRINIVASA AGRO FOODS PRIVATE LIMITED**  
NEW MONDHA, NEAR STATE BANK OF  
INDIA, NANDED – 431602. (MH) IN

My Secretarial audit report for the financial year 31st March, 2023 is to be read along with this letter.

**Management's Responsibility**

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.

**Auditor's Responsibility**

2. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis. My Responsibility is to express an opinion on these secretarial records, standards and procedures followed by the company with respect to secretarial compliances.
3. 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. I believe that Audit evidence and information obtained from the company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer**

5. 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.
6. I have not verified the correctness and appropriateness of financial records and books of account of the company.

Yours faithfully,

**SD/-**  
**CHIRAG C. CHAWRA**  
(Company Secretary in Practice)  
Membership No. 5643  
C.P. No. 7923  
PEER REVIEW NO. 2599/2023  
**UDIN- F005643E000834900**

Date: August 21, 2023  
Place: Pune

**ANNEXURE - D****Directors' Responsibility Statement**

Pursuant to the provisions of Section 134(3)(c) and 134(5) of the Companies Act, 2013, the Board of Directors of Shiva Global Agro Industries Limited make the following statements, to the best of their knowledge and belief and according to the information and explanations obtained by them;

- 1) That in the preparation of the annual financial statements for the year ended March 31, 2023, the applicable accounting standards have been followed and there have been no material departures therefrom;
- 2) That the accounting policies mentioned in Note 1 & 2 of the Notes to the Standalone Financials Statements have been selected and applied consistently and judgments and estimates have been made 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, 2023 and of the profits of the Company for the year ended on that date;
- 3) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- 4) That the annual financial statements have been prepared on a going concern basis;
- 5) That proper internal financial controls have been laid down to be followed by the Company and such internal financial controls are adequate and operating effectively; and
- 6) That proper systems are in place to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

**For and on behalf of the Board of Directors**

Place: Nanded  
Date: May 30, 2023

\_\_\_\_\_  
**Omprakash K. Gilda**  
**Managing Director**



## ANNEXURE - E

**Disclosure of Remuneration 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**

The details of remuneration during the year 2022-23 as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

- i **The ratio of remuneration of each Director to the median remuneration of the employees of the Company and the percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the financial year 2022-23:**

Sr. No.	Name of the Directors	Designation	Ratio ^	% increase in remuneration in the financial year
1.	Mr. Omprakash K. Gilda	Managing Director	Nil	Nil
2.	Mr. Arunkumar R. Toshniwal	Non Executive Director	Nil	Nil
3.	Mr. Deepak S. Maliwal	Non Executive Director	Nil	Nil
4.	Mr. Narayanlal P. Kalantri	Non Executive Director	Nil	Nil
5.	Mr. Vijayprakash O. Agrawal *	Non Executive Director	Nil	Nil
6.	Mr. Rajesh K. Agrawal	Independent Director	Nil	Nil
7.	Mr. Prakash N. Nihalani	Independent Director	Nil	Nil
8.	Mrs. Sandhya S. Maheshwari	Independent Director	Nil	Nil
<b>Key Managerial Personnel :</b>				
9.	Mr. Umesh O. Bang	Chief financial Officer	5.48	4.53%
10.	Mrs. Rashmi G. Agarwal	Company Secretary and Compliance office	1.80	71.43%

^ Number of times to the median remuneration of employees

\* Ceased to be director on completion of tenure with effect from close of business hours on May 11, 2022

- ii. **Percentage increase or (decrease) in the median remuneration of employees in the year 2022-23 :** 12.20%
- iii. **Number of permanent employees on the rolls of the company as on March 31, 2023 –** 121
- iv. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :** During the year 2022-23, the average annual increase in salaries of employees was around 14.04%. The company has not paid any managerial remuneration to directors including Managing director. However, sitting fees is paid to the independent directors.
- v. **Affirmation that the remuneration is as per the remuneration policy of the Company :** It is affirmed that the remuneration paid to Directors and Key Managerial Personnel during the financial year 2022-23 is as per the Remuneration Policy of the Company.

**Note:** There has been no change in payment criteria for remuneration payable to Directors. During the year 2022-23, the company has not paid any managerial remuneration to directors including Managing director. The remuneration payable to Key Managerial Persons mentioned above is in accordance with remuneration policy of the company.

For and on behalf of the  
Board of Directors

Place: Nanded  
Dated: May 30, 2023

Omprakash K. Gilda  
Managing Director



# REPORT ON CORPORATE GOVERNANCE

## ANNEXURE-F

### Pursuant to Regulation 34 read with Schedule V of the SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing Regulations),  
Compliance with the requirements of Corporate Governance is set out below:

#### 1) Company's Philosophy

Shiva Global Agro Industries Limited ('the Company'/'Shiva'), a constituent of the Shiva Group, is committed to the highest standards of corporate governance in all its activities and processes.

At Shiva, Corporate Governance primarily focuses on the key principles of accountability, transparency and fairness in all its transactions in the widest sense to meet stakeholder aspirations. It is not mere compliance of laws, rules and regulations but a commitment to its values, best management practices and adherence of the highest ethical principles in all its dealings to achieve the objectives of the Company, enhance stakeholder value and discharge its social responsibility.

The Corporate Governance framework and philosophy is a reflection of the Company's corporate culture, policies, values and relationship with stakeholders which is driven relentlessly across the organisation. The governance philosophy embraces the tenets of transparency, independence, accountability, fair and timely disclosures and ethical corporate citizenship as means for implementing its corporate governance framework in letter and spirit which is further integrated into the Company's growth strategy and shall continue to remain a guiding force for the years to come.

The Company believes that ensuring the highest standards of Corporate Governance is a key driver of sustainable corporate growth and long-term value creation for its stakeholders. The Company is continuously evolving its performance goals and optimising sustainable yield for its stakeholders to integrate ethical analysis into defining its corporate culture with an aim to social responsibility and return.

The Board of Directors ('Board') are functioning with eminent professionals and experts serving Executive and Non-Executive directors along with Independent Directors represented in various Board Committees. Shiva's commitment to ethical and lawful business conduct is a fundamental value shared by the Board of Directors, senior management and all other employees of the Company. The Board has empowered responsible persons to implement its broad policies and guidelines and has set up adequate review processes and mechanisms for this purpose.

#### 2) Board of Directors

The Board of Directors ('the Board') of the Company, being the highest governance authority within the Management structure of the Company, is at the core of our Corporate Governance practices. Driven by the values of ethical standards and robust governance framework of the Company, the Board strives to work in the best interest of the Company and its stakeholders. The Company has established processes and policies in place to ensure that the Board is well informed and well equipped to discharge its overall responsibilities and provide the Management with strategic direction catering to exigency of long-term stakeholders' value.

The Board, along with its Committees, fosters sound standards of Corporate Governance and provides independence, leadership and guidance to the Management. The Board has a fiduciary duty in ensuring that the rights of all stakeholders are protected.

The Independent Directors have been issued formal letter of appointment, and the terms and conditions of their appointment have also been disclosed on the website of the Company. The Board composition is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Companies Act, 2013 ('the Act'). None of the Directors is related to each other and there are no inter se relationships between the Directors.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act, along with the rules framed thereunder, including any amendments thereto. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors of the Company have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. Based on the declarations received from the Independent Directors, the Board has confirmed that they meet the criteria of independence as mentioned under Section 149 of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the Management. The strength of the Board is accentuated by diversity in terms of the collective skill sets, gender and



experience of the Directors. The Company currently has an optimum mix of Directors on the Board who possess the requisite qualifications and experience in general corporate management, finance, strategy, operations and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company.

As on March 31, 2023, the Board of Directors comprised of seven Directors, including one Executive Managing Director, three Non-Executive Directors and three

Non-Executive Independent Directors. One Non-Executive Independent Director is a Woman Director.

The Non-Executive Directors bring independent judgment in the Board's deliberations and decisions. All material information is circulated to the Directors, including the information that is required to be made available to the Directors under Part A of Schedule II of the Listing Regulations.

#### Boards' Composition & other Details:

##### 1. BOARD OF DIRECTORS

##### a. Composition and size of the Board and the number of Directorship, Membership and Chairmanship held in Committees of other Companies as on March 31, 2023.

Sr. No.	Name of the Director(s)	Category of Directorship	No. of other Directorship in Public Limited Companies* (Including this entity)	No. of other Committee Members **	
				Chairmanship	Membership <sup>1</sup>
1	Mr. Omprakash K. Gilda (DIN: 01655503)	Executive Director and Managing Director	1	Nil	1
2	Mr. Arunkumar R. Toshniwal (DIN: 01689971)	Non-Independent Non-Executive Director	1	1	Nil
3	Mr. Deepak S. Maliwal (DIN: 00452540)	Non-Independent Non-Executive Director	1	Nil	1
4	Mr. Narayanlal P. Kalantri (DIN: 00486333)	Non-Independent Non-Executive Director	1	Nil	Nil
5	Mr. Rajesh K. Agrawal (DIN: 01131940)	Independent Non-Executive Director	1	1	Nil
6	Mr. Prakash N. Nihalani (DIN: 09265833)	Independent Non-Executive Director	1	Nil	1
7	Mrs. Sandhya S. Maheshwari (DIN: 06956895)	Independent Non-Executive Director	1	Nil	1

\* Excludes alternate directorships/directorships in associations, private, foreign and section 8 Companies.

\*\* Represents Memberships of Audit and Stakeholders' Relationship Committee of Public Limited Companies including this company.

<sup>1</sup> Excludes Chairmanship (i.e. Chairman in a Committee is not counted for membership)

Mr. Vijayprakash O. Agrawal, Non-Executive Director has resigned with effect from 11/05/2022.

The Board composition of your Company encompasses right mix of skill and competencies, namely Directors having experience and expertise in general management, business strategy, corporate strategy, governance practices, etc. All the Directors have the ability to make points succinctly and effectively at Board Meetings.

##### b. Board Meetings and attendance:

During the Financial year 2022-2023, Five Meetings of the Board of Directors were held. The dates on which the meetings were held as follows :

Sr.No	Date of Meeting	Board Strength	No. of Directors present
1	May 11, 2022	8	8
2	May 30, 2022	7	7
3	August 08, 2022	7	7
4	November 11, 2022	7	7
5	February 09, 2023	7	7



**c. Attendance of each Director at the Board Meetings in FY 2022-23 and the last Annual General Meeting (AGM):**

Name of the Directors	No. of Board Meetings Attended	Attendance in the last Annual General Meeting
Mr. Omprakash K. Gilda	5	Yes
Mr. Arun R. Toshniwal	5	Yes
Mr. Deepak S. Maliwal	5	Yes
Mr. Narayanlal P. Kalantri	5	Yes
Mr. Vijayprakash O. Agrawal	1	Yes
Mr. Rajesh K. Agrawal	5	Yes
Mr. Prakash N. Nihalani	5	Yes
Mrs. Sandhya S. Maheshwari	5	Yes

**d. Separate Meeting of Independent Directors:**

As required under Schedule IV to the Act (Code for Independent Directors) and Regulation 25(3) of the SEBI Listing Regulations, a separate meeting of the Independent Directors was held on February 09, 2023. The Independent Directors have evaluated the performance of the non-independent directors, the Board as a whole and the Chairman of the Board. The Board was briefed on the deliberations made at the Independent Directors Meeting. At the Meeting, the Independent Directors:

- Reviewed the performance of Non-Independent Directors and the Board as a whole;
- Reviewed the performance of the Chairman of the Company, taking into account the views of the Managing Director & CEO and Non-Executive Directors; and
- Assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Meeting was attended by all the Independent Directors as on that date and Mrs. Sandhya S. Maheshwari chaired the said Meeting

**e. Board Familiarisation:**

Pursuant to Regulation 25(7) of the SEBI Listing Regulations, the Company also has an ongoing familiarization programme for its Independent Directors with the objective of familiarising them with the Company, its operations, strategies and business model, nature of the industry and environment in which it operates, functions, policies and procedures of the Company, the regulatory environment applicable to it, etc. The Board is provided with all the documents required and/or sought by them to have a good understanding of the Company, its business model and various operations and the industry of which it is a part.

The Board is also regularly informed about significant developments in the industry, geopolitical issues, regulatory changes and other developments that impact the Company.

Pursuant to Regulation 46 of the SEBI Listing Regulations, details of familiarisation programmes imparted to the Independent Directors are available on the Company's website at [https://www.shivaagro.org/a\\_gp.html](https://www.shivaagro.org/a_gp.html)

**f. Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of the Committees of the Board, i.e. Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee. Structured questionnaires were prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of participation in the meetings and contribution, independence of judgments safeguarding the interest of the Company and other stakeholders, etc. The performance evaluation of the Independent Directors was carried out by the entire Board. Individual Director's performance was evaluated in their absence and the performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors.

- g. The Company has received the requisite declarations from its Independent Directors confirming that they meet



the criteria of independence prescribed both under the Companies Act, 2013 and the Listing Regulations. The Board at its meeting held on May 30, 2023 has taken on record the declarations received from the Independent Directors. In the opinion of the Board, the Independent Directors of the Company fulfill the conditions specified in the Listing Regulations and are independent of the Management.

- h. As per the provisions of Section 152 of the Act, Mr. Omprakash Gilda, Director, retires by rotation at the ensuing Annual General Meeting, and being eligible, offers himself for re-appointment. His brief profile along with the additional information required as per Regulation 36(3) of the Listing Regulations and Secretarial Standards - 2 is given as annexure to the notice of Annual General Meeting.
- i. The Board of Directors has laid down a 'Code of Conduct' (Code) for all the Board Members and the senior management personnel of the Company and this Code is posted on the Website of the Company. Annual declaration is obtained from every person covered by the Code. In terms of Schedule V to the Listing Regulations, a declaration signed by the Managing Director is enclosed at end of this report.
- j. A certificate from M/s. V&V CO. LLP., practicing company secretary certifying that none of the directors on the Board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority and certificate is annexed to this report.

## 2. AUDIT COMMITTEE:

The terms of reference of the Audit Committee encompasses the requirements of Section 177 of

Companies Act, 2013 and Regulation 18 of the Listing Regulations and, inter alia, includes:

- ❖ Overseeing the financial reporting process and disclosure of financial information;
- ❖ Discuss with the statutory auditors, before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- ❖ Hold timely discussions with the statutory auditors regarding critical accounting policies and practices and significant financial reporting issues and judgements made
- ❖ Recommending the appointment / re-appointment of statutory auditors and fixation of audit fee;
- ❖ Review of financial statements before submission to the Board;
- ❖ Review of adequacy of internal control system, findings of internal audit, whistle blower mechanism, related party transactions, scrutiny of intercorporate loans & investments;
- ❖ Approval and review of related party transactions;
- ❖ Valuation of assets/undertakings of the Company and appointment of registered valuers;
- ❖ Reviewing the compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015, etc. and
- ❖ Reviewing the financial statements of unlisted subsidiary companies and, in particular, the investments made by them.

### Composition, Meetings and Attendance

The Audit Committee as at the end of the year March 31, 2023 consisted of three (3) directors of which two (2) are Independent Directors. During the year, the Committee had (Five) meetings: May 11, 2022, May 30, 2022, August 08, 2022, November 11, 2022 and February 09, 2023. Details of attendance of the Members at such meetings are given as follows:

Name	Designation	Category of Directorship	No. of Meetings Attended
Mr. Deepak S. Maliwal	Member	Non-Independent Non-Executive Director	5
Mrs. Sandhya S. Maheshwari	Member	Independent Non-Executive Director	5
Mr. Rajesh K. Agrawal	Chairman	Independent Non-Executive Director	5



During the year under review, there were no changes in the composition of the Audit committee. The Company Secretary is the Secretary of the Committee. The Managing Director, Chief Financial Officer, Internal Auditors along with the Statutory Auditors are invitees to the Audit Committee Meetings. Cost Auditors are invited to the meeting as and when required.

During the year, the Audit Committee, in its meetings, discussed among other things, the following:

- ❖ Reviewed with management, quarterly, half yearly and annual financial statements, before submission to the Board.
- ❖ Reviewed with the Management, and the Statutory Auditors, adequacy of internal control system.
- ❖ Recommended appointment & fees of Auditor's and discussed with the Management & the Statutory Auditors the scope and program of internal Audit.
- ❖ Discussed with the Management, Auditors finding in the audit report.
- ❖ Deliberated on the applicability, compliance and impact of various Accounting Standards and guidelines issued by the Institute of Chartered Accountants of India from time to time.

The Chairman of the Audit Committee has briefed the Board of Directors, about the Audit committee on various issues discussed at its meetings. Minutes of the Audit Committee Meetings are also circulated to all the board members along with agenda of the subsequent meeting.

All the suggestions/recommendations of the Audit Committee during the financial year 2022-2023 have been accepted by the Board of Directors.

Meetings were held on May 11, 2022, May 30, 2022, August 08, 2022, November 11, 2022 and February 09, 2023. Details of the composition of the Nomination & Remuneration Committee and attendance of Members during the year are as follows:

Name	Designation	Category of Directorship	No. of Meetings Attended
Mr. Narayanlal P. Kalantri	Member	Non-Executive Director	5
Mr. Prakash N. Nihalani	Chairperson	Independent & Non-Executive Director	5
Mr. Rajesh K. Agrawal	Member	Independent & Non-Executive Director	5

During the year under review, there was no change in the composition of the Nomination and Remuneration Committee.

#### 4. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The terms of reference of the Stakeholders Relationship Committee are in accordance with and covers all the matters specified under Section 178 of the Act and Regulation 20 of the Listing Regulations read with Part D of Schedule II of the Listing Regulations, and inter-alia include:

- ❖ Formulation of investor servicing policies;
- ❖ Review statutory compliance relating to all security holders
- ❖ Review and redressal of investor complaints;

### 3. NOMINATION AND REMUNERATION COMMITTEE:

The terms of reference of the Nomination & Remuneration Committee are in accordance with and covers all the matters specified under Section 178 of the Act and Regulation 19 of the Listing Regulations read with Part D of Schedule II of the Listing Regulations, and, inter alia, include:

- ❖ To formulate the criteria for appointment of Directors/Senior Management including determining qualifications, positive attributes and independence of Directors;
- ❖ Recommend to the Board the appointment of Directors, recommend re-election of Directors retiring by rotation;
- ❖ Devise policy on Board diversity;
- ❖ Formulate criteria for evaluation of Independent Directors/Board;
- ❖ Evaluation of the Directors' performance; and
- ❖ Recommend the Remuneration policy to the Board and ensuring Board; and
- ❖ Recommend to the Board, all remuneration in whatever form, payable to the Senior Management etc.
- ❖ Evaluate the balance of skills, knowledge and experience on the Board and prepare a description of the role and capabilities required of an independent director

#### Composition, Attendance and Meetings

During the year under review, Nomination & Remuneration Committee had five meetings. The committee consist of three (3) directors of which two (2) are Independent Directors.

- ❖ Approval/overseeing of transfers, transmissions, transpositions, splitting, consolidation of securities, issue of new / duplicate certificates, demat/remat requests, administering the unclaimed shares suspense account;
- ❖ Review movements in shareholding and ownership structures of the Company
- ❖ Recommend measures for overall improvement of the quality of investor services
- ❖ Performing other functions as delegated to it by the Board from time to time.

**Composition, Attendance & Meetings**

During the year the Committee had five (5) Meetings. Meetings were held on May 11, 2022, May 30, 2022, August 08, 2022, November 11, 2022 and February 09, 2023. Details of the composition of the Stakeholders Relationship Committee and attendance of Members in the meeting during the year are as follows:

Name	Designation	Category of Directorship	No. of Meetings Attended
Mr. Arun R. Toshniwal	Chairman	Non-Executive Director	5
Mr. Omprakash K.Gilda	Member	Non-Executive Director	5
Mr. Prakash N. Nihalani	Member	Independent & Non-Executive Director	5

During the year under review, there was no change in the composition of the Stakeholders' Relationship committee.

• **Name, designation and address of the Compliance Officer :**

**Mrs. Rashmi Ganesh Agrawal**

Company Secretary and Compliance Officer  
"Shiva House", Near State Bank of India,  
New Mondha, Nanded – 431602.  
Ph. No. 02462 – 284400, Fax : 02462 – 284729  
Email ID: admin@shivaagro.org

- During the year the Company had not received any complaints from the investors. There are no complaints pending at the end of the financial year.
- In order to facilitate faster redressal of investors' grievances, Investors & Shareholders can lodge their query/complaints to email id admin@shivaagro.org

**5. REMUNERATION TO DIRECTORS:**

The Company's Remuneration Policy is aligned with its philosophy for payment of remuneration to Directors, KMPs and all other employees based on the commitment of fostering a culture of leadership with trust.

The principles governing the Company's Remuneration Policy is provided in the Board's Report and the Policy is also uploaded on the website of the Company at [https://www.shivaagro.org/a\\_gp.html](https://www.shivaagro.org/a_gp.html)

However, during the year under review, there were no remuneration paid to the Board of Directors except, sitting fees paid to Non-Executive and Independent Directors.

**6. SUBSIDIARY COMPANY:**

Regulation 16 of the SEBI Listing Regulations defines a 'material subsidiary' to mean a subsidiary, whose

income or net worth exceeds 10% of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

In addition to the above, Regulation 24 of the SEBI Listing Regulations requires that at least one Independent Director on the Board of Directors of the listed entity shall be a Director on the Board of Directors of an unlisted material subsidiary, whether incorporated in India or not.

During the year under review, the Company have three material subsidiaries as defined in the SEBI Listing Regulations. Accordingly, the requirement of appointing an Independent Director of the Company on the Board of Directors of the material unlisted subsidiary company as per Regulation 24 of the SEBI Listing Regulations has been duly complied with.

All subsidiaries of the Company are managed by their respective Board of Directors in the best interest of those companies and their shareholders. The Minutes of Board Meetings of the subsidiary companies and details of significant transactions & arrangements entered into by them are placed before the Board of Directors of the Company. The annual financial statements of the subsidiary companies are reviewed by the Audit Committee of the Company. Performance review reports of wholly owned subsidiaries are also placed before the Board of Directors of the Company on a Quarterly basis.

The Company has in place a Policy for determining Material Subsidiaries in terms of Regulation 16(1) of the SEBI Listing Regulations. The Policy, as approved by the Board, is uploaded on the website of the Company at [https://www.shivaagro.org/a\\_gp.html](https://www.shivaagro.org/a_gp.html)

**7. SHAREHOLDINGS:**

The details of Shareholdings of the Directors in the Company as at March 31, 2023 are as follows:

Name & Category of Directorship	No. of Shares held as at March 31, 2023
<b>Executive Directors (Managing Director) :</b>	
Mr. Omprakash K Gilda	1190052
<b>Non-Executive Directors :</b>	
Mr. Deepak S. Maliwal	697748
Mr. Narayanlal P. Kalantri (Chairman)	365991
Mr. Arun R. Toshniwal	206125
<b>Non-Executive Independent Directors :</b>	
Mr. Rajesh K. Agrawal	NIL
Mr. Prakash N. Nihalani	NIL
Mrs. Sandhya S. Maheshwari	NIL

**8. ANNUAL GENERAL MEETINGS:**

During the year, the Company had conducted its 30th Annual General Meeting through video conferencing / other audio-visual means on September 29, 2022 (AGM), in accordance with the circulars and notifications issued by the Ministry of Corporate Affairs and Securities & Exchange Board of India. All the Directors, Key Managerial Personnel, Statutory Auditors and Scrutiniser joined the AGM through video conferencing. The Chairmen of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee also attended the AGM.

**Location and time, where last three AGMs held:**

Particulars	FY 2019-20	FY 2020-21	FY 2020-21
<b>Day</b>	Wednesday	Wednesday	Thursday
<b>Date</b>	September 30, 2020	September 29, 2021	September 29, 2022
<b>Time</b>	1:00 p.m.	1.00 p.m	1.00 p.m
<b>Venue</b>	Video Conferencing (VC)/ Other Audio Visual Means (OAVM)	Video Conferencing (VC)/ Other Audio Visual Means (OAVM)	Video Conferencing (VC)/ Other Audio Visual Means (OAVM)
<b>Whether any special resolutions passed in the previous 3 AGM's</b>	Yes.	No.	Yes.

**Special Resolutions passed during the previous three Annual General Meetings:****1. AGM held on September 30, 2020**

a. Continuation of directorship of Mr. Divakar Nagappa Shetty, Director in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b. Continuation of directorship of Mr. Narayanlal Pannalal Kalantri, Director in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**2. AGM held on September 29, 2021**

a. No Special resolutions passed at the meeting.

**3. AGM held on September 29, 2022**

a. Continuation of directorship of Mr. Omprakash K. Gilda, Director in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 196, 197, 203, schedule V of the

companies act 2013, read with rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**9. DISCLOSURES:****i CEO and CFO Certification**

The Managing Director and the Chief Financial Officer of the Company have given a Certificate to the Board as contemplated in Regulation 17 of the Listing Regulations.

**ii. Related Party Transactions**

There were no materially significant related party transactions, which had potential conflict with the interests of the Company at large. The Register of Contracts containing the transactions in which Directors are interested and details of which are required to be entered therein are placed before the Board.

Transactions with the Related Parties as required under Indian Accounting Standard (Ind AS) – 24, Related Party Transactions, are disclosed in Note No. 43.2 of the Standalone financial statements forming part of this





Annual Report.

The Company has framed a Policy on Related Party Transactions and the same is available on website of the Company at [https://www.shivaagro.org/a\\_gp.html](https://www.shivaagro.org/a_gp.html)

### iii. Compliance

A Statement of Compliance with all Laws and Regulations as certified by the Managing Director and the Company Secretary is placed at periodic intervals for review by the Board. The Board considers material Show Cause/Demand Notices received from Statutory Authorities and the steps/action taken by the Company in this regard. The Board reviews the compliance of all the applicable Laws and gives appropriate directions wherever necessary.

### iv. Code of Conduct

The Board of Directors have laid-down a "Code of Conduct" (Code) for all the Board Members and the senior management of the Company and this Code is posted on the Website of the Company. Annual declaration is obtained from every person covered by the Code.

### v. Risk Management:

The Board regularly discusses the significant business risks identified by the management and the mitigation process being taken up. The Management along with the Board guidance monitor the Risk management and Risk mitigation process. A detailed note on the risk identification and mitigation is included in Management Discussion and Analysis annexed to the Directors Report.

### vi. Vigil Mechanism:

The Company has established a whistle blower mechanism to provide an avenue to raise concerns. The mechanism provides for adequate safeguards against victimization of employees who avail of it and also for appointment of an Ombudsperson who will deal with the complaints received. The policy also lays down the process to be followed for dealing with complaints and in exceptional cases, also provides for direct appeal to the Chairperson of the Audit Committee. During the year, no employee was denied access to Chairman of the Audit Committee.

### vii. Pecuniary transactions with Non-Executive Directors:

There were no pecuniary transactions with any of the Non-Executive Directors except for Sitting Fees paid to for attending the Board Meetings.

### viii. Strictures/Penalty :

No strictures or penalties have been imposed on the Company by either Stock Exchanges or Securities and Exchange Board of India or any other statutory authority for non-compliance on any matter related to capital markets during the past three years.

### ix. Details of compliance with mandatory requirements and adoption of Discretionary Requirement:

The Company has complied with the mandatory requirements of the Corporate Governance norms as per Listing Regulations during the financial year ended March 31, 2023.

The Company has complied with the disclosure requirements of sub-para (2) to (10) of Schedule V of the Listing Regulations. Pursuant to Schedule V of the Listing Regulations, Certificate regarding compliance of conditions of Corporate Governance is annexed to this report.

### x. Other Disclosures

- a. During the year under review, the Company had not raised any money from public through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b. The company has complied with all the requirements of corporate governance as specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')
- c. During the year under review, there was no instance of any non-acceptance by the Board of Directors of the recommendations of any Committee of the Board, where it is mandatorily required, during the financial year under review.
- d. The Certificate from Practicing Company Secretary for non-disqualification of the Directors on the Board of the Company as per Ministry of Corporate Affairs or any other statutory authority is enclosed as Annexure to Corporate Governance Report.
- e. During the year under review, total audit fees of the company and its subsidiaries, amounting to Rs.12.25 Lacs on consolidated basis, was paid to the statutory auditor.
- f. There are no loans & advances given by the Company and its subsidiaries to firms/companies in which directors are interested during the financial year 2022-23.
- g. During the year under review, no Postal Ballot was conducted. Also, in the ensuing Annual General Meeting, there are no item/s on the agenda that requires approval through Postal Ballot.
- h. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 :

a	Number of complaints filed during the financial year	NIL
b	Number of complaints disposed of during the financial year	NIL
c	Number of complaints pending as on end of the financial year	NIL

**10. MANAGEMENT DISCUSSION AND ANALYSIS:**

Management Discussion & Analysis is annexed to the Directors' Report which forms part of this Annual Report.

**11. GENERAL SHAREHOLDER INFORMATION :**

1.	Day, Date, Time and Venue of Annual General Meeting:	Friday, September 29, 2023 at 1.00 PM. The AGM will be convened through Video Conferencing (VC)/ Other Audio Visual Means (OAVM),
2.	Financial Year / Calendar	<ul style="list-style-type: none"> <li>o Financial Year – April to March</li> <li>o First Quarter Results – within 45 days of the end of the quarter.</li> <li>o Half-yearly Results – within 45 days of the end of the quarter.</li> <li>o Third Quarter Results – within 45 days of the end of the quarter.</li> <li>o Results for the quarter and year ending March 31, 2023 – within 60 days of the end of the quarter.</li> </ul>
3.	Date of Book Closure	From September 21, 2023- Thursday to September 29, 2023 – Friday (Both days inclusive)
4.	Dividend	The Board has decided that it would be prudent, not to recommend any Dividend for the year under review.
5.	Listing of Shares	<b>Bombay Stock Exchange Limited (BSE Ltd.)</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 (Listing fees for the financial year 2022-23 have been paid)
6.	Stock Code & Scrip ID	530433 "SHIVAAGRO"
7.	Registrar & Share Transfer Agent (RTA) & Address for investor's correspondence	Aarathi Consultants Pvt Ltd, SEBI Reg. No. INR000000379 1-2-285, Domalguda, Hyderabad - 500 029, Telangana.
8.	Contact details of RTA	Phone : (040) 2763 8111, 2763 4445, Fax : (040) 2763 2184 E-mail : aarthiconsultant@gmail.com, website : www.arthiconsultants.com
9.	Demat ISIN in NSDL and CDSL	INE960E01019
10.	Share Transfer System	All the transfers received are processed and approved by the Stakeholder Relationship Committee at its meetings or by circular resolutions.
11.	Credit Rating as on March 31, 2023	'BWR BBB-/Stable reaffirmation' and short term debt rating at 'BWR A3 reaffirmation' by Brickwork Rating India Pvt. Ltd.
12.	Dematerialisation of shares and Liquidity	97.85% of the shareholding has been dematerialized as on March 31, 2023.
13.	Outstanding GDR/ADR/Warrants/Convertible instruments, Conversion Date & likely impact on Equity	The Company has not issued any GDR / ADR / Warrants or any convertible instrument, which is likely to have impact on the Company's Equity.



14.	Commodity price risk or foreign exchange risk and hedging activities	As the Company is not engaged in commodity business, commodity risk is not applicable. Foreign Exchange risk is managed / hedged in accordance with the Policy framed by the Company for that purpose and periodical update is given to the Board on a quarterly basis.
15.	Registered Office	'Shri Hanuman Nagar', Osmannagar Road, Village Dhakni, Taluka Loha, District Nanded - 431 602, Maharashtra.
16.	Administrative Office	"Shiva House", Near State Bank of India, New Mondha, Nanded District Nanded – 431 602. Maharashtra.
17.	Phone, Fax, E-mail	Phone: (02462) 284036, 284039 Fax: (02462) 284729 E-mail: <a href="mailto:admin@shivaagro.org">admin@shivaagro.org</a> website : <a href="http://www.shivaagro.org">www.shivaagro.org</a>
18.	Plant Locations	1. Shri Hanuman Nagar', Osmannagar Road, Village Dhakni, Taluka Loha, District Nanded - 431 602, Maharashtra.  2. B-17/2 MIDC, Nanded, Dist. Nanded - 431 602, Maharashtra.

**12. Compliance officer under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').**

Mrs. Rashmi Ganesh Agrawal,  
Compliance officer and Company Secretary  
Ph. No. 02462 – 284400  
Email ID: [admin@shivaagro.org](mailto:admin@shivaagro.org)

**13. Nodal Officer under The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016:**

Mr. Umesh Omprakash Bang  
Nodal officer  
Ph. No. 02462 – 284039  
Email ID: [shivaagro1@gmail.com](mailto:shivaagro1@gmail.com)

**14. Shareholding pattern and Distribution Holdings as on March 31, 2023**

The shareholding pattern classified based on category and distribution of ownership, respectively is given below:

**a) Share holding pattern as on March 31, 2023 :**

Sr. No.	Particulars	No. of Shares	% of Shareholding
a.	Promoters & Promoter Group	5991145	59.95%
b.	Central/State Government	2000	0.02%
c.	Private Corporate Bodies	552142	5.53%
d.	Indian Public	3278814	32.81%
e.	NRI's/OCB's	43981	0.44%
f.	Clearing Members	185	0.00%
g.	IEPF	124733	1.25%
	<b>Total</b>	<b>9993000</b>	<b>100.00%</b>



## b) Distribution of Shareholding as on March 31, 2023 :

Distribution of Shares (Slabwise)	No. of Shareholders	% to total no. of Shareholders (in %)	No. of Share held	Percentage to total share capital (in %)
Upto5000	3280	85.71%	387730	3.88%
5001 -10000	267	6.98%	214079	2.14%
10001 - 20000	112	2.93%	172497	1.73%
20001 - 30000	48	1.25%	125256	1.25%
30001 - 40000	16	0.42%	56952	0.57%
40001 - 50000	9	0.24%	43469	0.43%
50001 - 100000	26	0.68%	188867	1.89%
100001 & above	69	1.80%	8804150	88.10%
<b>Total</b>	<b>3827</b>	<b>100.00%</b>	<b>9993000</b>	<b>100.00%</b>

## 15. Market Price Data: High, Low during each month in last Financial year 2022-23/ Performance in comparison to BSE Sensex:

Month	Share Price in ₹		BSE Sensex	
	High	Low	High	Low
April	124.80	77.20	60,845.10	56,009.07
May	125.00	82.30	57,184.21	52,632.48
June	119.95	91.00	56,432.65	50,921.22
July	109.90	86.00	57,619.27	52,094.25
August	102.00	80.00	60,411.20	57,367.47
September	119.85	87.10	60,676.12	56,147.23
October	133.00	107.50	60,786.70	56,683.40
November	122.80	85.00	63,303.01	60,425.47
December	133.00	91.35	63,583.07	59,754.10
January	133.40	95.00	61,343.96	58,699.20
February	109.70	87.00	61,682.25	58,795.97
March	91.99	77.50	60,498.48	57,084.91

## 16. Mode of Holding, Dematerialisation of shares and liquidity as at March 31 2023 :

Sr. No.	Particulars	No. of Shares	% of Shares	No. of Share Holders	% of Share Holders
A.	Demat Mode	9777775	97.85%	3827	94.10%
B.	Physical Mode	215225	2.15%	240	5.90%
C.	<b>Total</b>	<b>9993000</b>	<b>100%</b>	<b>4067</b>	<b>100%</b>

## 17. MEANS OF COMMUNICATION:

Quarterly results of the Company are submitted to the Stock Exchange where the shares of the company are listed i.e. B.S.E. Limited. These results are also displayed on the Company's website [https://www.shivaagro.org/inv\\_f\\_aqr.html](https://www.shivaagro.org/inv_f_aqr.html) In addition to this, these results are also published in the newspaper i.e. Daily Ekjoot.

## 18. NOMINATION FACILITY

Section 72 of the Act provides the facility of nomination to share / debenture / deposit holders. The facility is mainly useful for all those holding the shares / deposits in single name. In cases where the securities / deposits

are held in joint names, the nomination will be effective only in the event of the death of all the holders. Shareholders are advised to avail of this facility, especially investors holding securities in single name. Shareholders are requested to note that SEBI has mandated registration of nomination or opt out of nomination for all shareholders of the Company either holding shares in physical mode or Demat mode along with valid PAN and KYC details.

Shareholders holding shares in physical mode are requested to refer note no. 12 and 13 to the Notice and submit the prescribed forms along with requisite documents to RTA regarding mandatory submission of



Nomination Valid PAN, and KYC details on or before September 30, 2023.

Shareholders holding shares in demat mode are requested to submit the necessary forms to their respective depository participant regarding mandatory submission of Nomination, Valid PAN, and KYC details on or before September 30, 2023

#### 19. SHARE TRANSFER SYSTEM.

As per amended Regulation 39 and 40 of Listing Regulations, the Company shall issue securities in dematerialised form only while processing any requests from shareholders holding shares in physical mode in

respect of i. Issue of duplicate securities certificate; ii. Claim from Unclaimed Suspense Account; iii. Renewal / Exchange of securities certificate; iv. Endorsement; v. Sub-division / Splitting of securities certificate; vi. Consolidation of securities certificates/folios; vii. Transmission and viii. Transposition ("service requests").

Shareholders holding shares in physical mode are requested to refer to the Notice of the AGM for details regarding service requests. All queries and service requests shall be addressed to the RTA in prescribed form along with requisite documents.

### Annexures to Corporate Governance Report

#### Declaration on Code of Conduct

This is to confirm that the Board has laid down a for all the members of the Board and senior management personnel of the Company. The Code of Conduct has also been uploaded on the website of the Company. It is further confirmed that all the members of the Board and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended on March 31, 2023 as envisaged in Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

On behalf of the Board of Directors

Date: May 30, 2023.  
Place: Nanded.

Omprakash K. Gilda  
Managing Director



**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

Pursuant to Regulation 34 (3) read with Schedule V Para-C Sub clause (10) (i) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,  
The Members  
**SHIVA GLOBAL AGRO INDUSTRIES LIMITED**

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by M/s Shiva Global Agro Industries Limited, having its Registered office at Osman Nagar, Roadvill, Dhakni, Loha, Nanded, Maharashtra – 431707 India and also the information provided by the Company, its officers, agents and authorized representatives, we hereby report that during the Financial Year ended on March 31, 2023, in our opinion, none of the director on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of Company by the Board/Ministry of Corporate Affairs or any such Statutory authority.

For **V&V CO. LLP,**  
Practising Company Secretaries  
FRN : L2017KR003100  
P.R No - 1608/2021

**CS. Vinayak Bhat**  
**Partner**

Place: Bangalore  
Date: May 30, 2023

M. No: F10889; CP. No:14286  
UDIN : F010889E000432585

**CERTIFICATE ON CORPORATE GOVERNANCE**

To the Members of

**Shiva Global Agro Industries Limited**

Shri Hanuman Nagar', Osman nagar Road,  
Village Dhakni, Taluka Loha, District Nanded

We have examined documents, books, papers, minutes, forms and returns filed and other relevant records maintained by **SHIVA GLOBAL AGRO INDUSTRIES LIMITED** (CIN: L24120MH1993PLC070334), having its Registered Office at 'Shri Hanuman Nagar', Osman nagar Road, Village Dhakni, Taluka Loha, District Nanded, for the purpose of certifying compliance of the conditions of Corporate Governance under Regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2023. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the basis of our examination of the records produced, explanations and information furnished, we certify that the Company has complied regarding the conditions of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2023.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No.: 104223W

\_\_\_\_\_  
Jaiprakash S. Falor  
Partner

Place: Nanded  
Date: May 30, 2023

Membership No. 043337  
UDIN: 23043337BGUZH5024



## CORPORATE INFORMATION

**BOARD OF DIRECTORS**

Mr. Omprakash K. Gilda  
Managing Director,  
DIN: 01655503

Mr. Deepak S. Maliwal  
Non-Executive Director  
DIN: 00452540

Mr. Narayanlal P. Kalantri  
Chairman,  
Non-Executive Director  
DIN:00486333

Mr. Arun R. Toshniwal  
Non-Executive Director  
DIN: 01689971

Dr. Rajesh K. Agrawal  
Non-Executive - Independent Director  
DIN: 01131940

Mr. Prakash N. Nihalani  
Non-Executive - Independent Director  
DIN: 09265833

Mrs. Sandhya S. Maheshwari  
Non-Executive - Independent Director  
DIN: 06956895

**COMPANY SECRETARY**

Mrs. Rashmi Agrawal  
Compliance Office & Company Secretary

**STATUTORY AUDITORS**

M/s Falor Jhavar Khatod & Co.  
Chartered Accountants

**COST AUDITORS**

Mr. Jayant B. Galande  
Cost Accountant

**SECRETARIAL AUDITORS**

M/s V&V Co. LLP.,  
Company Secretaries

**REGISTRAR & SHARE TRANSFER AGENTS (RTA)**

M/s Aarthi Consultants Pvt. Ltd.,  
SEBI Registration no. INR000000379  
1-2-285, Domalguda,  
Hyderabad - 500 029, Telangana.  
Phone: (040) 2763 8111, 2763 4445  
Fax: (040) 2763 2184  
Website: www.aarthiconsultants.com  
E-mail: info@aarthiconsultants.com

**BANKERS**

Union Bank of India  
Santkripa Market, G.G. Road,  
Nanded - 431601, Maharashtra

**CORPORATE OFFICE**

Shiva House, New Mondha,  
Near SBI APMC Branch  
Nanded - 431602  
Maharashtra  
CIN No. L24120MH1993PLC070334  
Tel: +91 2462 284036/39  
Fax: +91 2462 284729  
E-mail Id: shivaagro1@shivaagro.org  
admin@shivaagro.org  
Website: https://www.shivaagro.org

**REGISTERED OFFICE**

Shiva Global Agro Industries Limited,  
Shri Hanuman Nagar,  
Osman Nagar Road, Village - Dhakni,  
Tq. Loha, Dist. Nanded 431708,  
Maharashtra.  
Tel: +91 2462 226955  
Fax: +91 2462 284729

# MANAGEMENT DISCUSSION ANALYSIS

## ◆ ECONOMIC OVERVIEW

### Global Economy - Inflation peaking amid low growth

In recent times, the global economy has experienced three major events:

- Pandemic leading to contraction of global output
- Geo-political development in Eastern Europe resulting in a worldwide surge of inflation
- Action by Central banks across economies to curb inflation through interest rate hikes

All these have impacted the global economy in the last three years and will continue in the near future as well. In its January 2023 report, IMF forecasted that against an estimated global growth of 3.4% for 2022, growth will fall to 2.9% in 2023 followed by 3.1% in 2024 - three consecutive years of growth lower than the historical average of 3.8%.

The macroeconomic environment of the world was strongly influenced by the ongoing geopolitical crisis. This caused the prices of critical commodities like crude oil, natural gas, and fertilisers to surge during first half of the financial year. However, declining energy and food prices in early 2023, though still at elevated levels compared to pre-war, is improving the purchasing power of households and organizations.

Global headline inflation appears to have peaked in the third quarter of 2022. Prices of fuel and non-fuel commodities have declined, lowering headline inflation. As the central banks are hinting at future rate hikes to further stabilise inflation, the downside risks to the global economic outlook appear elevated. Global forex exchanges were in a highly volatile environment in 2022.

As a result of the synchronized monetary tightening measures adopted by the countries, global inflation is expected to substantially reduce from 8.8% in 2022 to 6.6% and 4.3% in 2023 and 2024 respectively.

IMF predicts average annual inflation of 4.6% and 8.1% for advanced and emerging market economies respectively in 2023.

### ◆ Domestic Economy -

#### India will continue as the fastest growing major economy

India growth story has seen substantial rebound from the pandemic era and continues to exhibit immense confidence. As per World Bank estimates, GDP growth is expected to be 6.9% during FY2023 supported by an uptick in private consumption and government capital expenditure.

RBI in its Monetary Policy announcement during February 2023 projected 7% GDP growth for FY 2022-23. These optimistic growth forecasts stem in part from the resilience of the Indian economy seen in the rebound of private

consumption seamlessly replacing the export stimuli as the leading driver of growth.

During the year, calibrated rate hikes by RBI (290 basis points) and moderating global commodity prices towards latter half of the financial year have successfully tamed the inflation within tolerance levels. India's exports witnessed continued momentum and during the year have grown by 14% to USD 770 billion. However, the trade balance has widened due to currency depreciation and higher energy and commodity prices. Overall, India's external sector indicators have improved significantly with foreign exchange reserves rebounding from USD 524 billion levels in October 2022 to close to USD 600 billion now. The RBI also projected the economic growth to slow down to 6.4% in FY 2023-24, citing risks from geo-political tension and tightening global financial conditions.

To boost manufacturing competitiveness, Government of India has introduced various schemes like PM GatiShakti and National Logistics Policy. In the last three years, Production-Linked Incentives (PLI) schemes have given the required impetus to sectors like Auto, Aviation, Chemicals, Electronics, Food-Processing, Medical & Pharma, Renewable Energy, Telecom and Textiles. PM-Kisan and PM-Garib Kalyan Yojana have been endorsed by United Nations Development Programme for their positive impact in ensuring India's food security goals are met.

As part of its sustainability commitments, India pledged to reach net-zero emissions by 2070 and reduce emissions intensity of its GDP by 45% by 2030. The country is expected to see renewed focus on climate finance, energy security and green hydrogen. As a positive stride in this direction, the latest budget has allocated Rs. 19,000 crores to incentivize the private sector under the National Green Hydrogen Mission. With resilient domestic demand, capital investment, strengthening corporate and banking balance sheets, World Bank projects India's GDP to grow at 6.3% in FY2024, with nearly 17% of the global growth to be contributed by it (IMF)

## ◆ INDUSTRY STRUCTURE AND DEVELOPMENTS GLOBAL AGRICULTURE

Agriculture and allied activities remain an important component of the global economy in spite of the fact that its share of the global gross domestic product has remained around 4% and the share of the global workforce employed in agriculture has come down to 27% (866 million) in the last two decades. This trend is a reflection of the transformation of economies, especially in developing countries. Agri value chain partners have been playing an important role in this transformation across the world facilitating the



intensification of agriculture leveraging irrigation, inputs such as seeds, fertiliser and pesticides supported by farm mechanisation and other agriculture practices.

The commodity flow across the global markets was impacted due to unprecedented disruptions in the global supply chain. This led to sharp rise in food prices, however the robust and well-integrated global agrifood system, global trade in food and agricultural products proved to be remarkably resilient to the disruptions. The Food Price Index, which tracks the movement of key agricultural commodities, recorded twelfth consecutive monthly decline since reaching its peak in March 2022, dropping by 21% over this period, with sharp falls across vegetable oil and cereals.

The Food and Agricultural Organization of the United Nations (FAO) and the Organisation for Economic Co-operation and Development (OECD) in its Agricultural Outlook 2022-2031 has projected global agricultural production to increase by 1.1% p.a., over next decade with the additional output to be predominantly produced in middle- and low-income countries. This would be driven by wider access to inputs as well as increased productivity-enhancing investments in technology, infrastructure, and training.

#### DOMESTIC AGRICULTURE

The Indian agri ecosystem is rich with 15 prominent Agro Climatic Zones, 20 Agro-Ecological Regions and 46 out of 60 soil types that exist on the earth. The success we achieved in the last 75 years is the testimony of the hard work of farmers, the proficiency of scientists and farmers' friendly policies supported by the whole agri value chain partners. Currently, India is the leading producer of rice, wheat, cotton, pulses, jute, sugarcane, spices, plantation crops, fruits and vegetables apart from the achievements in poultry, dairy, marine and aqua sector.

Agriculture having an 18% share of GDP engaging 42% labour force plays a critical role in providing national food security and stimulus to the Indian rural economy. Growth of other economic sectors in the last two decades reduced the GDP share of agriculture from 28% and employment share from 60% to its current level. The vision of a technology-driven and knowledge-based economy, as we march towards the 100<sup>th</sup> year of India's Independence, is expected to fuel the rapid transformation of agriculture.

During the year, favourable agro-climatic conditions, timely availability of agri-inputs and improved crop realizations led to higher kharif and rabi crop sowings. The country recorded annual rainfall equaling to 108% of its Long-Period Average during calendar year 2022 (IMD) with major part of the country experiencing above normal southwest monsoon. As per 2nd Advance Estimates for 2022-23, total food grain production in the country is estimated at record 323 million MT, higher by 2.5% over last year. The sector is projected to grow at 3.5% during 2022-23, with USD 50 billion worth of agri and livestock produce export.

Direct Income Support schemes from Centre and various state governments continued to improve liquidity at the farm level. National Agriculture Market (e-NAM), pan-India

electronic trading platform, has supported farmers in providing much needed access to trade, better price discovery and thereby, obtaining good returns for their produce.

There has been an increased focus on application technologies like drone-based spraying, improving resource utilisation and driving farm efficiencies. In the Union Budget 2023-24, an 'Agriculture Accelerator Fund' has been set up which aims at building a start-up ecosystem to boost entrepreneurship among the rural farming community.

India as the nation accounts for nearly 20% of the global millet production. Considering India's proposal, the United Nations has declared 2023 as the International Year of Millets, emphasizing the potential role of millets in strengthening small farmers, mitigating food security challenges and attaining sustainable development goals

#### FERTILISER BUSINESS

##### Global Fertiliser Scenario:

In the Post Covid-19 Pandemic period, the early recovery of Fertiliser industry was impacted by the geopolitical uncertainty in the Baltic region. Sudden export sanctions on Russia and Belarus, which together account for 41% of globally traded potash and 25% of nitrogenous fertilisers, resulted in significant volatility in global markets. Further, natural gas and ammonia markets contributed to record high raw material costs for processed phosphate producers. The sector, which was experiencing lower channel inventory, witnessed export restrictions from China, exacerbating already reduced global availability. The reduced global supplies due to protectionist measures and market disruptions and higher global demand in competing markets led to increase in fertiliser prices, peaking to a record level in mid-2022.

However, in the second half of 2022, fertiliser prices started to decline. Market loosening factors, record output in Russia exceeding initial expectation, shift in trade flows and delayed and reduced buying interest for fertiliser application due to affordability, led to softening of key fertiliser products. With falling fertiliser prices and easing energy situation in Europe due to healthy stocking and less than expected winter, affordability has been continuously improving.

Fertiliser demand is expected to improve in FY-2024 to cover up for the application shortfall in the previous year. Supply is set to improve with overall increase in manufacturing capabilities in major producing hubs along with possible easing of export restrictions in China and improving potash supplies.

International Fertilizer Association has anticipated a 3% recovery in global fertiliser consumption is in 2023 to 194 million MT of nutrients (+5.9 million MT), returning the consumption levels on par with 2019.

##### Indian Fertiliser Scenario :

Being the critical part of the agricultural value chain, fertilisers have played a key role in ensuring the improvement





in farm output in India. India is the second largest consumer of fertiliser globally after China, servicing over 190 million hectares of gross cropped area and reaching 140 million farmlands and, it is the third largest producer and meets 70-75% of its nutrient requirements domestically.

The government of India's initiative 'Atma Nirbhar Bharat' has a renewed focus towards building domestic capacities and backward integration capabilities in fertiliser sector. In Phosphatics (DAP and NPKs), the focus is towards strengthening the backward supply linkages for key raw material and finished products like DAP through establishing partnerships and long-term contracts with resource rich nations.

There has been an increased thrust on reviving the Single Super Phosphate (SSP) industry, the cheapest source of Phosphate providing multiple nutrients like Sulphur and Calcium. In the current elevated commodity cycle, SSP has emerged as a good substitute especially for oilseeds and pulses for semi-arid & rain-fed regions.

To ensure the availability of fertilisers at affordable prices to the farmer community in India, the Government stepped up its support in the form of higher subsidies under the Nutrient Based Subsidy (NBS) scheme. This has helped the farming community to carry out the agricultural activities without any disruption by absorbing the price shocks. In FY 2023, against the budgetary allocation of INR 1.05 lakh crore for Urea and NPK fertilisers, Government released INR 2.5 lakh crores funds towards the fertiliser subsidy. This ensured stable consumption of fertilisers at the farm gate level.

#### ◆ BUSINESS AND FINANCIAL PERFORMANCE

##### Business Performance

Being the one of the major manufacturer and supplier of Single Super Phosphate (SSP) & Mix Fertilisers (N.P.K.) in the Marathwada region of Maharashtra, the company has achieved the total production volume of 1,13,168 MT of Single Super Phosphate, NPK Mix & other fertilizers combined together. The company has an installed capacity of close to 1,20,000 MT for SSP and 72,000 MT for NPK Mix Fertilisers. Manufacturing units located at MIDC, Nanded and Dhakni, Nanded have the flexibility to produce multiple grades. The Company enjoys a considerable market presence in the south-central parts of Maharashtra, Vidharba and adjacent parts of Telangana.

During the financial year 2023, the primary sales volume of SSP was recorded at 81,370 MT and that of NPK Mix fertilizers was recorded at 21,927 MT. The year saw introduction of two new products namely, 'P.D.M.' Granules (Potash Derived from Molasses) and the secondary fertiliser 'Ca:M:S-Virat' i.e. Granules having Calcium, Magnesium and Sulphur as primary nutrients. Though the scarcity of raw materials resulted in lower volumes of these fertilisers, the company is focused to enhance these figures in the coming

years.

On the sourcing side, the company operated with desired agility to ensure availability of key raw materials in a disrupted supply chain scenario. In addition to diversifying its sources, it has ensured timely availability of inputs and raw materials. The company has placed optimal buying strategy to overcome prevailing pricing pressures in the market. Contracts with key suppliers ensured that raw material availability challenges were mitigated.

The company has also improved its infrastructure facilities across all its plants along with Quality Control labs to ensure quality products are being supplied to the farming community. During the year, the company has also worked on process & product improvement. The fertilizer units operated at optimum capacity and have also ensured safe operations with improved productivity. The plants continued to strengthen their operational efficiencies and operated flexibly using multiple sources of essential raw materials like rock phosphate and acid.

As a part of infrastructure enhancements, the storage capacity of the Dhakni plant was enhanced further by establishing new storage facility. New storage tank for acid was also set up. These additions will aid in smooth functioning of business during the peak seasons.

On the marketing side, the company continued its focus on brand building. The Company has a strong farmer connection and strives for a customer-centric approach by providing them with necessary advisory services for enhancing farm prosperity. Farm extension activities including soil testing at farm, product and crop awareness programs at fields, dealers' conferences, farmer meetings, etc. have helped the business to achieve a strong consumption-based market share. The company's SSP grades viz. SSP fortified with Zinc and SSP fortified with Zinc plus Boron, continue to dominate the total sales volume. It is estimated that, the contribution from these SSP grades will continue to grow in the coming days too.

##### Financial performance:

The standalone revenue of the Company stood at Rs.17,955.77 Lacs as against Rs.20,497.62 Lacs in the preceding financial year. The profit before Interest, Depreciation and Tax was Rs.1,226.22 Lacs as compared to Rs.2,059.82 Lacs in the previous financial year and the profit before tax for the year stood at Rs.679.92 Lacs as against Rs.1,210.76 Lacs in the previous financial year. During the financial year 2022-23, Profit after tax stood at Rs.503.34 Lacs as against Rs.1,210.76 Lacs in previous financial year.

As far as consolidated financial results are concerned, the consolidated revenue from Operations were recorded at Rs.54,020.49 Lacs as against Rs.63,831.58 Lacs in previous financial year. The Net Profit Before Tax was Rs.2,118.77 Lacs for the year under review as against the previous year's consolidated Net Profit Before Tax of Rs.3,593.35 Lacs. The



Profit after Tax was Rs.570.16 Lacs as against Rs.1954.22 Lacs in the previous year.

#### Key Financial Ratios:

Key Financial Ratios analyses and its elements are given under note no. 45 to the Accounts of Standalone Financial Statements

#### ◆ INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has adequate internal controls commensurate with the nature of its Business and size of its operations to effectively provide for the safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures, and to ensure optimum use of available resources.

The company has laid down well defined scope of internal controls and audit checks. To maintain the effectiveness of the Internal control systems, they are reviewed regularly and updated on continuous basis.

The Company also has its own internal audit function, supplemented by external firms to monitor and assess the adequacy and effectiveness of the Internal Controls and System across all key processes covering various locations. Deviations are reviewed periodically, and due compliance is ensured. Summary of Significant Audit Observations along with recommendations and their implementations are reviewed by the Audit Committee, and concerns, if any, are reported to the Board.

#### ◆ OPPORTUNITIES, STRENGTHS & THREATS

##### Opportunities

1. India is emerging as a low-cost manufacturing destination with all the government measures and private investments. This is applicable to Fertiliser industry wherein Shiva has established itself and is currently focusing on growth in market share. Expanded capacities could serve as a major sourcing avenue for global players and thereby tap the exports potential.
2. Agriculture is the critical sector to the country. As the Indian economy grows, there are significant opportunities for company in the agriculture sector.
3. Atmanirbhar Bharat' initiative in the fertiliser industry can support capacity expansion.
4. Acceleration of Agri technologies to improve crop yield, diagnostics and application capabilities.
5. Growing area under micro irrigation and demand for nutrient based fertilisers in India.
6. PM Program for Restoration, Awareness, Nourishment and Amelioration of Mother Earth (PM PRANAM) aims to promote usage of alternative fertilisers through incentivization of States and Union Territories. Shiva, with its good presence in Organic fertilisers segment, is capable of tapping this potential.
7. Central and State Governments' income support

schemes for farmers ensure disposable income in the hands of farmers which can support their agri-inputs purchase.

8. Government's continued support in promoting farm mechanisation through Custom Hiring Centres can further improve adoption and enhance farm productivity
9. Improved awareness about soil health and sustainable practices to promote balanced nutrient usage, including Bio-pesticides and organic fertiliser usage
10. Government's initiatives to improve agricultural productivity by improving soil nutrient balance, encouraging NPK sector.

##### Strengths

1. The strong presence of the company in farmer centric area of the Maharashtra, gives the company an advantage over the rivals.
2. The company has a strong distribution and dealer network through which the products reach the farmers.
3. Shiva has strong captive manufacturing infrastructure of Single super Phosphate and Mix fertilisers production.
4. Strong systems and process backed with IT systems/tools
5. Strong management and experienced team with in-depth industry knowledge.
6. Strong fundamentals backed by robust knowledge and rich extensive experience in manufacturing and financial prudence.
7. Efficient integrated manufacturing operations in fertiliser enabling supply security and low-cost production.
8. Financially sound Balance Sheet with a surplus reserve.
9. Strong credit rating: 'BWR BBB-/Stable Reaffirmation' for long term and 'BWR A3 Reaffirmation for short term Tenure by Brickwork Ratings.
10. Experienced marketing division with extensive reach.

##### Threats, Risks and Concerns:

1. Geo-political development in Eastern Europe resulting in a worldwide surge of inflation and disruption in supply chain.
2. Aggressive interest hike by central bank to curb rising inflation.
3. Dependence on imported raw materials like Phosphatic Rock.
4. Working capital intensive business with dependence on Government subsidy.
5. Trapped working capital due to inverted rate of duty structure under GST Laws leading to higher finance cost.
6. Abrupt regulatory interventions/policy change impacting our business.
7. Volatility in forex i.e. depreciating Rupee value against US Dollar.
8. Price fluctuation in Raw materials especially in Acid & Rock.



9. Potential threat of new entrants which could adversely impact our market share

#### ◆ RISK MANAGEMENT:

Shiva has well-established Enterprise Risk Management (ERM) framework that enabled it to assess the risks and impacts of the various events on its business and stakeholders and respond appropriately, all the while ensuring that it continues to create sustainable value.

The company has put in place a robust Risk Management Policy framework to traverse the dynamic business environment comprising regulatory changes, technological disruptions and advancements and financial markets. Our sustainable model is built with an objective to absorb market vitality and other uncertainties.

**ERM Framework & Policy Overview:** The Enterprise Risk Management framework includes Risk Management Policy dealing with identification, analysis, evaluation & treatment of risks at Entity Level, Business Level and Operational level. Company has adopted the best risk management best practices & standards.

The robust governance structure has also helped in the integration of the Enterprise Risk Management process with the Company's strategy and planning processes where emerging risks are used as inputs in the strategy and planning process.

The effectiveness of existing controls, implementation of risk mitigation plans for the key risks and new or emerging risks associated with the businesses of the Company are periodically reviewed by the board members. The Board also regularly discusses the significant business risks identified by the management and the mitigation process being taken up. The identified key risks at the Entity Level are evaluated & prioritized based on quantitative and qualitative aspects of impact & likelihood.

Illustrated below are the categorised risks associated with the Company's businesses:

##### **Environmental Risk**

Due to the adverse impact of its effluents on the eco-system, the Company may face litigation and penalty.

##### **Economic Risk**

Due to downturn or adverse political situations which may negatively impact the Company's organisational objectives.

##### **Regulatory Risk**

Due to inadequate compliance to regulations, contractual obligations, any other statutory violations and amendments thereto, which may lead to litigations and loss of reputation.

##### **Operational Risk**

Inherent to business operations including manufacturing and distribution operations, monsoon failures, tangible or intangible property and any other business activity disruptions.

##### **Financial Risk**

Due to major fluctuations in the currency market, rise in

interest rates and possible non recovery of debts, which could impact the organization.

##### **HR & Legal Risk**

Due to attrition of any Key Managerial Person or disruption of operations due to any other human resources issue. Risk due to non-compliances of laws and regulations applicable.

##### **IT/Cyber security Risk**

Cyber-attacks could lead to disruption in operations. These are addressed through adequate back-up mechanisms and Disaster recovery process. A dedicated team is set up to constantly keep upgrading the IT Assets and implement the latest technologies to keep the environment safe and secure.

##### **Pandemic Risk**

Pandemic like Coronavirus, would be having a significant impact across sectors, affecting the way business is being carried out and to be carried out in the future.

The assets of the Company, including its plant and machinery, inventory are adequately insured against loss or destruction by fire and allied perils. The Company also has appropriate insurance coverage.

The evaluation of risk is based on management's perception. Risk Management being continues process, the key risks associated with the Company's business, its likely impact are continuously analysed and the appropriate mitigation mechanism are implemented by top Management throughout the organization.

#### ◆ HUMAN RESOURCE DEVELOPMENT

The organization constantly invests in the capability development of its talent and the process of learning & development enables its employees in realizing their true potential. As a key contributor to the successful attainment of organizational goals, holistic development and well-being of employees remain at the forefront of its business approach.

Human Resource policies are made contextual and contemporary from time to time. The Human Resource Development in the organization emphasis on following practices:

1. Talent Development
2. Leadership Development Programs.
3. Driving Employee Engagement.
4. Investment in Digital Transformation.
5. Employee Value Proposition.
6. Employee Retention.
7. Overall Employee Wellness.

The Company nurtures talent and leadership through various capability management programmes to improve technical and behavioral skills and meet business-specific requirements. The Learning and Development initiatives cater to a wide variety of employee profiles addressing Sales and Marketing, Manufacturing, Operations and Leadership areas.



Over the years, your Company has been able to create positive experiences for the employees through varied structured initiatives to enable higher engagement levels. The Company remained focused on delivering an employee experience wherein they felt strongly connected to the brand, the Business and the overarching guiding principles of the Company.

During the year, the Company rolled out various online employee engagement initiatives, including Family connect, Wellness sessions, festival celebrations, etc. The leadership team at the company continues to review the key engagement agendas for the organisation through specific action plans.

During the year, the industrial relations continued to remain cordial across all the plants of the company. For plant operative employees, Performance Linked Incentive schemes (PLI) were factored with Key Parameters such as Production, Operational Efficiency, Quality, Safety, Behavioral/TQM, Efficiency and Periodicity.

Workers' education and training as per unit requirements have been deployed across Company. Annual Communications Meetings and other structured social gatherings as part of employee engagement and work-life balance initiatives across the company have received good support from all employees.

#### **Prevention of Sexual Harassment at Workplace:**

Pursuant to Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with Rules made thereunder, the internal committee constituted under the said act has confirmed that no complaint / case has been filed / pending with the Company during the year.

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Harassment cases are dealt with as per the Company's zero-tolerance policy. During the year 2022-23, no case was reported on sexual harassment.

#### **◆ ENVIRONMENT & SUSTAINABILITY**

As a responsible Company, business operations are closely integrated to drive sustainability across its value chain. The Company continues to make steady progress toward its Environmental, Social and Governance goals.

The Company is working towards setting its long-term sustainability goals. The Company is evaluating its carbon emissions, water footprint, bio-diversity protection, natural resource management, energy management and adopting strategies to address the global environmental issues in line with business requirements.

The Company has consistently implemented various new

initiatives and innovations to reduce the emissions from its value chain. One of such initiative is where the company is producing and captively using Briquette as fuel instead to non-renewable fuels like coal. Manufactured from agri-waste, it results in lower carbon emission, acts as substitute to coal and is cost effective. As such, the company will continue to adapt methods and strategies to address issue of global warming from its operations. The Company has carried out plantation on at Factory premises and in nearby areas.

The company is also committed to work towards the systems that enable farmers to improve productivity and thereby address the issues like food security and world hunger. The business solutions of the company are closely integrated to drive sustainability across the farming value chain by balancing nutrient needs, improving crop yields and adopting technology to maximize resource use efficiency and drive farm profitability.

#### **◆ BUSINESS OUTLOOK**

As India march towards the 100th Independence Day, vision of technology-driven and knowledge-based economy is expected to fuel rapid transformation of agriculture. Cotton, Soybean, Maize and Sugarcane are emerging as major export opportunities and also important input to the industries to support India's economic prosperity. India needs to sustain the production of food grains, fruits and vegetables which can also be leveraged for exports.

Self-reliance in highly import-dependent oil seeds and pulses will be critical as we move forward. Fast-emerging climate change and sustainability challenges are expected to make agriculture more vulnerable and may cause severe hardship to the fragmented farmer base of India and the rural economy.

The manner fertilizer industry continues to experience technological advancements – it is imperative for the company to actively pursue developments in upcoming Technology, to not just be aware of the advancement happening within the industry, but also to build a technology absorption platform to fuel its growth and innovation agenda. A renewed focus on advancements in technology and business models has been necessitated at the fringe intersections of various industries.

Technology advancements, development of agri-infrastructure, the Government's focus on agriculture and reform mind set are likely to positively impact the agriculture sector.

As government is keen to support this emerging manufacturing opportunity with appropriate policy support, the Company is continuously enhancing its capacities and upgradation of its key operations. We remain confident of continuing our growth trajectory on the back of a robust economic outlook and government's milestone industry reforms.







# **Standalone Financial Statements for the year ended March 31, 2023**



# INDEPENDENT AUDITOR'S REPORT

To,  
**The Members of  
Shiva Global Agro Industries Limited**

## **Report on the audit of the Standalone Financial Statements**

### **Opinion**

We have audited the accompanying Standalone financial statements of **Shiva Global Agro Industries Limited** ("the Company") which comprise the Balance sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the 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, 2023, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described

in the Auditor's Responsibility 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.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2023. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.



Sr.No.	Key Audit Matter	Auditor's Response
1	<p><b>Revenue recognition (as described in note 2.12 of the standalone financial statements)</b></p> <p>For the year ended March 31, 2023 the Company has recognized revenue from sale of goods of Rs. 17955.76 Lacs.</p> <p>Revenue from sale of goods is recognized when the significant risk and rewards of ownership of the goods have been transferred to the customer which generally coincide with the delivery of goods, recovery of consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. The Company considers estimated time of delivery of goods and this has an impact on the timing and extent of revenue recognition from sale of products. The varied terms that define when title, risk and rewards are transferred to the customer, as well as the high volume of transactions, give rise to the risk that revenue could be recognized in the incorrect period for sales transactions occurring on and around the year end.</p> <p>Accordingly, due to the significant risk associated with revenue recognition, it has been determined to be a key audit matter in our audit of the standalone financial statements.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Evaluated the Company's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers'.</li> <li>• Understood and tested the operating effectiveness of internal controls as established by the management in relation to revenue recognition.</li> <li>• Performed sales transactions testing based on a representative sampling and traced to sales invoices and other related documents to ensure that the related revenues and trade receivables are recorded appropriately taking into consideration the terms and conditions of the agreements with customers, including the shipping terms.</li> <li>• Tested sales transactions made near the year end by agreeing a sample of sales transactions occurring around the year end to supporting documentation including customer confirmation of receipt of goods to establish that sales and corresponding trade receivables are properly recorded in the correct period.</li> <li>• Performed monthly analytical review of revenue from sale of goods by streams to identify any unusual trends.</li> <li>• Assessed the relevant disclosures made within the standalone financial statements</li> </ul>
2	<p><b>Impact of government policies/ notifications on recognition of subsidy accruals/claims and their recoverability (as described in note 2.12 of the standalone financial statements)</b></p> <p>Subsidy income pertaining to fertilizer business is recognised on the basis of the rates notified from time to time by the Department of Fertilizers, Government of India ('GOI') in accordance with the Nutrient Based Subsidy ('NBS') policy on the quantity of fertilizers sold by the Company for the period for which notification has been issued and for the remaining period, based on estimates, when there is a reasonable assurance that the Company will comply with all necessary conditions attached to Subsidy including Direct Benefit Transfer ('DBT') System which was introduced by Government of India.</p> <p>For the year ended March 31, 2023, subsidy income of Rs. 6039.86 lacs is recognized.</p> <p>Recognition and realisability of subsidy income is dependent on GOI Policy and its various initiatives/schemes.</p>	<p>Our audit procedures included the following :</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the process and tested the design and operating effectiveness of controls as established by management in recognition and assessment of the recoverability of the subsidy</li> <li>• Evaluated the management's assessment regarding reasonable certainty for complying with the relevant conditions as specified in the notifications and policies and collections of subsidy</li> <li>• Read all the notifications issued by Department of Fertilizers applicable for subsidy recognized during the year</li> <li>• Considered the relevant notifications and policies issued by Department of Fertilizers to ascertain the recognition of subsidy, adjustments thereto recognised pursuant to changes in the rates and basis for determination of subsidy.</li> <li>• Tested the ageing analysis and assessed the information used by the management to determine the recoverability of the subsidy by</li> </ul>



		<p>considering collections against historical trends, the level of credit loss charged over time and provisions made.</p> <ul style="list-style-type: none"> <li>• Correlated the sales quantity considered for subsidy income with the actual sales made by the Company.</li> <li>• Agreed the quantities sold as per the Company books with the customer acknowledgedgements as per the iFMS portal of the Department of Fertilisers and tested the DBT claims made by the Company.</li> <li>• Enquired from the Management and discussed with the Board of Directors, the appropriateness of the subsidy rates applied to recognise subsidy income.</li> <li>• We analysed and discussed the status of outstanding subsidy receivables and its realisability with the Management &amp; assessed the reasonability of provisions made towards outstanding subsidy receivables.</li> <li>• Assessed the related disclosure in standalone financial statements</li> </ul>
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### 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 Directors' Report and Management Discussion and Analysis, but does not include the consolidated financial statements, Board's Report including annexure to Board's Report, Corporate Governance and Shareholder's Information, 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, 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.

### Responsibilities of Management and Those Charged with Governance 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, cash flows and changes in equity 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.

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

### Auditor's Responsibility 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.

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.

### 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 purpose 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, the Statement of Cash Flows and the Statement of Changes in Equity 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 Accounting Standards prescribed 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial





reporting.

- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 its standalone financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred, to the Investor Education & Protection Fund by the Company during the year March 31, 2023.

iv. a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the note 6 to the standalone financial statements, 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, whether, 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 provide any guarantee, security or the like 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party

("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures that were 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 (a) and (b) contain any material misstatement.

v. As stated in note 17 to the standalone financial statements,

a) The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act, to the extent it applies to payment of dividend.

b) The Board of Directors of the Company have not proposed dividend for the year.

h. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

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 **Falor Jhavar Khatod & Co.**

Chartered Accountants

Firm Registration No. 104223W

**Jaiprakash S. Falor**

Partner

Place: Nanded

Date: May 30, 2023

Membership No. 043337

UDIN: 23043337BGUZH2811



## ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

### **Report on the Internal Financial Controls over Financial Reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

We have audited the internal financial controls over financial reporting of **Shiva Global Agro Industries Limited** ('the Company') as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

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

### **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 Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, both issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial

Controls. 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 were 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 auditors' judgment, including the assessment of the risks of material misstatement of the 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 with reference to these standalone financial statements.

### **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 purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles,



and that receipts and expenditures of the Company are being made only in accordance with authorizations of the Management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the 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, to the best of our information and according

to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, 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 ICAI.

For: **Falor Jhavar Khatod & Co**  
Chartered Accountants  
Firm Registration No. 104223W

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**Jaiprakash S. Falor**  
Partner

Place: Nanded  
Date: May 30, 2023

Membership No. 043337  
UDIN: 23043337BGUZHU2811



## ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 2 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date)

In terms of the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state 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 has also maintained proper records showing full particulars of Intangible assets.
  - (b) The Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular program of verification, which, in our opinion, provides for physical verification of all the Property, plant and equipment at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties including investment properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.
  - (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
  - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
  - (a) The management has conducted physical verification of inventory including inventory lying with third parties at reasonable intervals during the year. In our opinion, the coverage and the procedure of such verification by the management is appropriate. No discrepancies of 10% or more in aggregate for each class of inventory were noticed as compared to books record.  
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the unaudited books of account of the Company in respective quarters.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of investments made and loans given, as applicable. Further, the Company has not entered into any transaction covered under section 185 and section 186 of the Act in respect of guarantees and security provided by it.
- v. In respect of deposits accepted, in our opinion and according to the information and explanations given to

- us, directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013, and the rules framed there under, to the extent applicable, have been complied with. We are informed by the management that no order has been passed by the National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- vi. The Central Government has prescribed the maintenance of Cost Records u/s 148(1) of the Companies Act, 2013 for fertilizers. We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148 of the Act, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii. In respect of statutory dues;
- (a) The Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Services Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- (b) Since, there are no disputed statutory dues outstanding, Accordingly reporting under clause 3 (vii) (b) is not applicable.
- viii. The Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) The Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to any other lenders during the financial year.
- (b) The Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.
- (c) The term loans were applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Accordingly, clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
- x. (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments). Hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and Accordingly, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) No fraud by the Company or no material fraud 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 cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistleblower complaints received by the Company during the year and upto the date of this report.
- xii. The Company is not a Nidhi Company as per the provisions of the Act. Accordingly, the requirement to



- report on clause 3(xii) of the Order is not applicable to the Company.
- xiii. All transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules, 2015 as prescribed under section 133 of the Act.
- xiv. (a) The Company has an internal audit system as per the provisions of Section 138 of the Act which is commensurate with the size and nature of its business.  
(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.  
(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.  
(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.  
(d) According to the information and explanations provided to us during the course of audit, the Company does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- xvii. The Company has not incurred cash losses in the current or immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- xix. On the basis of the financial ratios disclosed in note 44 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Act or special account in compliance with the provision of sub-section(6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.
- xxi. The reporting under clause 3(xxi) is not applicable in respect of audit of standalone financial statements of the company. Accordingly, no comment has been included in respect of said clause under this report.

**For Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No. 104223W

**Jaiprakash S. Falor**  
Partner

Place: Nanded  
Date: May 30, 2023

Membership No. 043337  
UDIN: 23043337BGUZHU2811





## SHIVA GLOBAL AGRO INDUSTRIES LIMITED, Nanded

CIN: L24120MH1993PLC070334

Standalone Balance Sheet as at March 31, 2023

(Rs. in Lacs)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
<b>I. ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, plant and equipment	3	1585.98	1,591.29
(b) Right-of-use assets	4	15.96	16.35
(c) Investment property	5	460.22	469.98
(d) Other intangible assets	6	-	0.06
(e) Financial assets			
(i) Investments	7	848.68	847.58
(ii) Other financial Assets	8	79.81	60.64
(f) Other non-current assets	9	438.48	423.17
<b>Total non-current assets</b>		<b>3,429.13</b>	<b>3,409.07</b>
<b>Current Assets</b>			
(a) Inventories	10	6,171.66	3,616.98
(b) Financial assets			
(i) Trade receivables	11	4,223.52	5,331.11
(ii) Cash and cash equivalents	12	14.31	6.00
(iii) Bank balances other than above	13	88.10	187.18
(iv) Others financial assets	14	6.84	10.96
(c) Other current assets	15	63.04	91.73
<b>Total current assets</b>		<b>10,567.47</b>	<b>9,243.96</b>
<b>Total - assets</b>		<b>13,996.60</b>	<b>12,653.03</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	16	999.30	999.30
(b) Other equity	17	6,468.92	6,041.00
<b>Total equity</b>		<b>7,468.22</b>	<b>7,040.30</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
a) Financial liabilities			
(i) Borrowings	18	1,354.47	456.87
b) Provisions	19	21.20	12.53
c) Deferred tax liabilities (Net)	20	159.10	162.18
<b>Total non-current liabilities</b>		<b>1,354.77</b>	<b>631.58</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	21	3,30.85	2,858.12
(ii) Trade payables	22		
(a) Total outstanding dues of micro & small enterprises		293.99	1,59.23
(b) Total outstanding dues of creditors than micro & small enterprises		1,027.69	891.21
(iii) Other current financial liabilities	23	121.62	472.97
(b) Other current liabilities	24	220.60	478.00
(c) Provision	25	7.46	6.77
(d) Current tax liabilities (net)	20.5	19.40	114.86
<b>Total current liabilities</b>		<b>4,993.61</b>	<b>4,981.16</b>
<b>Total equity and liabilities</b>		<b>13,996.60</b>	<b>12,653.03</b>

Corporate information and significant accounting policies  
See accompanying notes to the financial statements.

1 &amp; 2

For and on behalf of the Board of Directors

In terms of our report attached  
**For Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No.: 104223W

**Jaiprakash S. Falor**  
Partner  
Membership No. 043337

**Omprakash K. Gilda**  
Managing Director  
DIN 01655503

**Deepak S. Maliwal**  
Director  
DIN 00452540

Place: Nanded  
Date: May 30, 2023

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

Statement of Profit and Loss for the year ended March 31, 2023

(₹ in Lacs)

Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>I. Income</b>			
Revenue from operations	26	17,955.77	20,497.62
Other income	27	32.04	34.80
<b>Total Income</b>		<b>17,987.81</b>	<b>20,532.41</b>
<b>II. Expenses</b>			
Cost of materials consumed	28	14,294.43	11,223.69
Purchases of stock-in-trade, Finished Goods etc.	29	589.63	4,175.87
Changes in inventories of finished goods, work-in-progress and stock-in-trade	30	(1,587.80)	(798.98)
Employee benefits expense	31	473.54	427.55
Finance costs	32	424.30	341.54
Depreciation and amortization expense	33	122.01	108.16
Other expenses	34	2,991.79	3,444.47
<b>Total Expenses</b>		<b>17,307.89</b>	<b>18,922.29</b>
<b>III. Profit before tax</b>		<b>679.32</b>	<b>1,610.12</b>
<b>IV. Tax expenses</b>			
(1) Current tax		179.28	404.85
(2) Deferred tax	20	(2.70)	(5.49)
Total Tax expense		176.58	399.36
<b>V. Profit for the year</b>		<b>503.34</b>	<b>1,210.76</b>
<b>VI. Other Comprehensive Income</b>			
[A] (i) Items that will not be reclassified to profit & loss			
Fair valuation of equity instruments through other comprehensive income		1.10	1.55
Re-measurements of the defined benefit plan		(1.93)	(13.94)
(ii) Income tax relating to items that will not be reclassified to profit or loss		0.37	3.35
[B] (i) Items that will be reclassified to profit & loss		0.00	0.00
<b>Total Other Comprehensive Income</b>		<b>(0.46)</b>	<b>(9.04)</b>
<b>Total Comprehensive Income for the year</b>		<b>502.88</b>	<b>1,201.72</b>
<b>VII. Earnings per equity share</b>	35		
- Basic		5.04	12.12
- Diluted		5.04	12.12

Corporate information and significant accounting policies  
See accompanying notes to the financial statements.

1 &amp; 2

For and on behalf of the Board of Directors

In terms of our report attached  
**For Falor Jhavar Khatod & Co.**

Chartered Accountants

Firm Registration No.: 104223W

**Jaiprakash S. Falor**  
Partner  
Membership No. 043337

**Omprakash K. Gilda**  
Managing Director  
DIN 01655503

**Deepak S. Maliwal**  
Director  
DIN 00452540

Place: Nanded  
Date: May 30, 2023

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

Statement of Cash Flow for the year ended March 31, 2023

(₹ in Lacs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>A CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	679.92	1,610.12
Adjustments for :		
Interest Paid	424.30	341.54
Depreciation & Amortization	122.01	108.16
Re-measurement of Defined Benefit Plans	(1.93)	(13.94)
Interest Received	(7.01)	(3.73)
Dividend Income	(0.28)	(0.23)
Profit on sale of property, plant & equipment	(0.69)	(0.87)
Other non-operating income	(24.06)	(29.96)
<b>Operating Profit Before Working Capital Changes</b>	<b>1,192.25</b>	<b>2,011.08</b>
Changes in working capital :		
Trade and other receivables	1,205.01	(3,352.39)
Inventories	(2554.69)	(702.35)
Trade payables and other liabilities	(333.00)	1,483.73
<b>Cash Generated From Operations</b>	<b>(490.43)</b>	<b>(559.94)</b>
Direct taxes paid	(274.74)	(306.87)
<b>NET CASH FLOW USED IN OPERATING ACTIVITIES</b>	<b>(765.17)</b>	<b>(866.81)</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	106.66	(176.41)
Sale of property, plant and equipment	0.87	4.00
Investments Realised	-	0.33
Interest Received	7.01	3.73
Dividend Received	0.28	0.23
Other non-operating income	24.06	29.96
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(74.44)</b>	<b>(138.17)</b>
<b>C CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from Short Term Borrowings	444.73	1,366.58
Proceeds from Long Term Borrowings	897.60	15.59
Interest Paid	(424.30)	(341.54)
Dividend Paid	(70.12)	(49.97)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>847.92</b>	<b>990.66</b>
<b>D Net Increase in Cash and Cash Equivalents</b>	<b>(8.31)</b>	<b>(14.31)</b>
<b>E Cash and Cash Equivalents at the beginning of the year</b>	<b>6.00</b>	<b>20.32</b>
<b>F Cash and Cash Equivalents at the end of the year</b>	<b>14.31</b>	<b>6.00</b>

**Notes:**

1. Cash Flow Statement has been prepared under the Indirect method as set out in the Indian Accounting Standard 7 on Cash Flow Statements. Cash and cash equivalents in the Cash Flow Statement comprise cash at bank and in hand, demand deposits and cash equivalents which are short-term and held for the purpose of meeting short-term cash commitments.

See accompanying notes to the financial statements.

In terms of our report attached

**For Falor Jhavar Khatod & Co.**

Chartered Accountants

Firm Registration No.: 104223W

**Jaiprakash S. Falor**

Partner

Membership No. 043337

Place: Nanded

Date: May 30, 2023

For and on behalf of the Board of Directors

**Omprakash K. Gilda**

Managing Director

DIN 01655503

**Deepak S. Maliwal**

Director

DIN 00452540

**Umesh O. Bang**

Chief Financial Officer

**Rashmi G. Agrawal**

Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

Statement of Changes in Equity for the year ended March 31, 2023

(₹ in Lacs)

**a. Equity Share Capital**

	Number of Shares	Amount in ₹
Balance as at April 01, 2021	99,93,000	999.30
Changes in equity share capital during the year 2021-22	-	-
<b>Balance as at March 31, 2022</b>	<b>99,93,000</b>	<b>999.30</b>
Balance as at April 01, 2022	99,93,000	999.30
Changes in equity share capital during the year 2022-23	-	-
<b>Balance as at March 31, 2023</b>	<b>99,93,000</b>	<b>999.30</b>

**b. Other Equity**

(₹ in Lacs)

Particulars	Reserves & Surplus			Items of other comprehensive income		TOTAL
	Securities premium	General reserve	Retained earnings	Equity instruments through OCI	Remeasurements of the defined benefit plan	
<b>Balance as at April 01, 2021</b>	<b>1,769.28</b>	<b>350.00</b>	<b>2,770.13</b>	<b>11.36</b>	<b>(11.51)</b>	<b>4,889.25</b>
Profit for the period	-	-	1,210.76	-	-	1,210.76
Other Comprehensive income for the year, net of income tax	-	-	-	1.39	(10.43)	(9.04)
<b>Total comprehensive income for the year</b>	<b>1,769.28</b>	<b>350.00</b>	<b>3,980.89</b>	<b>12.75</b>	<b>(21.95)</b>	<b>6,090.97</b>
Transfer to General Reserve	-	10.00	(10.00)	-	-	-
Less: Dividend	-	-	(49.97)	-	-	(49.97)
<b>Balance as at March 31, 2022</b>	<b>1,769.28</b>	<b>360.00</b>	<b>3,920.92</b>	<b>12.75</b>	<b>(21.95)</b>	<b>6,041.00</b>
<b>Balance as at April 01, 2022</b>	<b>1,769.28</b>	<b>360.00</b>	<b>3,920.92</b>	<b>12.75</b>	<b>(21.95)</b>	<b>6,041.00</b>
Profit for the period	-	-	503.34	-	-	503.34
Other Comprehensive income for the year, net of income tax	-	-	-	0.98	(1.45)	(0.46)
<b>Total comprehensive income for the year</b>	<b>1,769.28</b>	<b>360.00</b>	<b>4,424.26</b>	<b>13.73</b>	<b>(23.39)</b>	<b>6,543.88</b>
Transfer to General Reserve	-	10.00	(10.00)	-	-	-
Less: Dividend	-	-	(74.95)	-	-	(74.95)
<b>Balance as at March 31, 2023</b>	<b>1,769.28</b>	<b>370.00</b>	<b>4,339.30</b>	<b>13.73</b>	<b>(23.39)</b>	<b>6,468.92</b>

See accompanying notes to the financial statements.

In terms of our report attached  
**For Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No.: 104223W

**Jaiprakash S. Falor**  
Partner  
Membership No. 043337

Place: Nanded  
Date: May 30, 2023

For and on behalf of the Board of Directors

**Omprakash K. Gilda**  
Managing Director  
DIN 01655503

**Umesh O. Bang**  
Chief Financial Officer

**Deepak S. Maliwal**  
Director  
DIN 00452540

**Rashmi G. Agrawal**  
Company Secretary

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS****1. CORPORATE INFORMATION**

Shiva Global Agro Industries Limited, having corporate office in Nanded, Maharashtra, India, incorporated under provisions of The Companies Act, 2013. The company is a public limited company and listed on the Bombay Stock Exchange Limited. The company's registered address is at Shri Hanuman Nagar, Osman Nagar Road, Village Dhakni, Taluka Loha, District Nanded-431708. The company is engaged in manufacturing and trading of fertilizers and trading in other agricultural commodities.

These are Company's standalone financial statements. The Company also prepared consolidated financial statements separately. The financial statements for the year ended March 31, 2023 were authorized and approved for issue by the Board of Directors on May 30, 2023.

**1.1 STATEMENT OF COMPLIANCE :**

The financial statements which comprise the Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows, and the Statement of Changes in Equity ("financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015, along with relevant amendment rules issued thereafter and other relevant provisions of the Act, as applicable. The Company has consistently applied accounting policies to all periods.

**1.2 BASIS FOR PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS:**

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, and on accrual basis.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is

determined on such a basis, except leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, a number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values.

Fair value categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques 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 asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices)

Level 3: Unobservable inputs for the asset or liability. Based on the nature of activities of the Company and the average time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

**1.3 FUNCTIONAL AND PRESENTATION CURRENCY:**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (i.e., the "functional currency"). The financial statements are presented in Indian Rupee (₹), the national currency of India, which is the functional currency of the Company and rounded to the nearest Lakhs.

The financial statements have been prepared and presented using Indian Rupees (₹) which is company's functional and presentation currency.

**1.4 USE OF ESTIMATES:**

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amount of assets and liabilities, the disclosures of contingent liabilities at that date of the financial statements and the reported amounts of revenues and expenses during the year.

Application of accounting policies that require complex and subjective judgements and the use of assumptions in these financial statements are disclosed below:



1. Recognition of revenue
2. Subsidy income and related receivables
3. Estimation of net realizable value of inventories
4. Leases
5. Recognition of Deferred tax liability
6. Measurement of defined benefit obligation: key actuarial assumptions.
7. Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.
8. Estimation of useful life of property, plant and equipments and intangible assets
9. Estimation of current tax expenses and payable.

Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from these estimates. Appropriate changes in estimates are made as and when management becomes aware of changes in circumstances surrounding the estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods and, if material, their effects are disclosed in the notes to financial statements.

## 2.1 PROPERTY, PLANT & EQUIPMENT AND

### DEPRECIATION:

#### i) Recognition & Measurement:

Property, Plant & Equipment are stated at original cost net of tax/ duty credits availed, if any, less accumulated depreciation and impairment losses, if any. Cost comprises of the acquisition price/construction cost, including any non-refundable taxes or levies, cost of borrowings till the date of capitalization in the case of assets involving material investment and substantial lead time and any directly attributable expenditure incurred in bringing the asset to its working condition for the intended use by management. Further any trade discounts and rebates are deducted. Property, plant and equipment not ready for intended use as on the date of balance sheet are disclosed as "Capital work-in-progress" at cost less impairment losses, if any.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other cost directly attributable to bringing the item to working condition for its intended use.

#### ii) Subsequent cost:

Subsequent expenditure related to an item of property, plant and equipment is added to its carrying amount only if it increases the future economic benefits from the existing assets beyond its previously assessed standard of performance and such costs of the item can be measured reliably. All other subsequent cost are charged to the Statement of profit and loss at the time of

incurrence.

#### iii) Depreciation:

Property, plant & equipment, other than Freehold Land, are depreciated on a pro-rata basis on the Straight-Line method as per the estimated useful life specified in Schedule II of the Companies Act, 2013 from the date the asset is ready to put to use.

The residual values, useful lives and methods of depreciation of property plant and equipment are reviewed by management at each reporting date and adjusted prospectively, as appropriate.

#### iv) Capital work-in-progress

Cost of property, plant and equipment not ready for use as at the reporting date are disclosed as capital work-in-progress.

#### v) Derecognition:

An item of property, plant and equipment is derecognized either when they have been disposed of or when no future economic benefit is expected to arise from the continued use of the asset. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the year of de-recognition .

## 2.2 INVESTMENT PROPERTIES

#### i) Recognition & Measurement:

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition, including transaction costs. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the asset will flow to the Company. All other repair and maintenance costs are recognized in Statement of profit and loss as incurred. Properties held under leases are classified as investment properties when it is held to earn rentals or for capital appreciation or for both, rather than for sale in the ordinary course of business or for use in production or administrative functions. In case of subleases, where the Company is immediate lessor, the right of use arising out of related sub leases is assessed for classification as investment property.

#### ii) Subsequent measurement :

Investment properties are subsequently measured at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation on investment properties is provided on the straight-line method over the lease period of the right-of-use assets.

Though, the Company measures investment properties using cost based measurement, the fair value of





investment property is disclosed in the notes.

**iii) Depreciation :**

Depreciation on Investment property, wherever applicable, is provided on prorata basis using Straight Line Method as per the estimated useful lives, prescribed in Schedule II to the Companies Act, 2013.

**iv) Transfers :**

Transfer to investment property is made when there is a change in use of property, evidenced by end of owner-occupation, for a transfer from owner-occupied property to investment property.

**v) De-recognition :**

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the year of de-recognition .

**2.3 INTANGIBLE ASSETS:**

**i) Recognition & Measurement:**

Intangible Assets are stated at acquisition cost and other costs incurred, which is attributable to prepare the asset for its intended use, less accumulated amortization and impairment losses, if any.

**ii) Subsequent recognition:**

Expenditure is capitalized only if it is probable that future economic benefits associated with the expenditure will flow to the entity and such costs can be measured reliably. All other expenditure shall be recognized in profit or loss as incurred.

**iii) Amortisation:**

Intangible Assets are amortized on the basis of Straight-Line method. Specified software purchased is amortized over their estimated useful lives.

**iv) Derecognition:**

An intangible asset is derecognized either when they have been disposed of or when no future economic benefit is expected to arise from the continued use of the asset. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the year of de-recognition .

**2.4 IMPAIRMENT:**

The carrying amount of Property, plant & equipment,

Investment properties and Intangible assets are reviewed at each balance sheet date to assess impairment if any, based on internal/external factors. An asset is treated as impaired, when the carrying cost of asset exceeds its recoverable value, being higher of value in use and net selling price. An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired.

**2.5 LEASES**

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the statement of profit and loss.

Other leases are treated as operating leases, with payments are recognized as expense in the statement of profit & loss on a straight-line basis over the lease term.

**2.6 FINANCIAL INSTRUMENTS:**

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

**Financial assets**

**i. Recognition and initial measurement:**

Trade receivables and debt instruments are initially recognised when they are originated. All other financial assets are initially recognised when the Company becomes a party to the contractual provisions of the instrument. All financial assets are initially measured at fair value plus, for an item not at fair value through Statement of profit and loss, transaction costs that are attributable to its acquisition or use.

**ii. Classification and subsequent measurement**

Classification for the purpose of initial recognition, the

Company classifies its financial assets in following categories:

- Financial assets measured at amortised cost;
- Financial Asset Measured at fair value through other comprehensive income ('FVTOCI'); or Financial asset measured at fair value through Statement of profit and loss ('FVTPL').
- Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset being 'debt instrument' is measured at the amortised cost if both of the following conditions are met:

- The financial asset is held within a business model whose objective is to hold assets for collecting contractual cash flows
- The contractual terms of the financial asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest ('SPPI') on the principal amount outstanding.

A financial asset being 'debt instrument' is measured at the FVTOCI if both of the following criteria are met:

- The asset is held within the business model, whose objective is achieved both by collecting contractual cash flows and selling the financial assets, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are SPPI on the principal amount outstanding.

A financial asset being equity instrument is measured at FVTPL. All financial assets not classified as measured at amortised cost or FVTOCI as described above are measured at FVTPL.

#### iii. Subsequent measurement

**Financial assets at amortised cost** : These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses, if any. Interest income and impairment are recognised in the Statement of profit and loss.

**Financial assets at FVTPL** : These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognised in the Statement of profit and loss.

#### iv. Derecognition:

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which

substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. Any gain or loss on derecognition is recognised in the Statement of profit and loss.

#### v. Impairment of financial assets (Other than at fair value):

The Company recognises loss allowances using the Expected Credit Loss ('ECL') model for the financial assets which are not fair valued through Statement of profit and loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition, in which case those financial assets are measured at lifetime ECL. The changes (incremental or reversal) in loss allowance computed using ECL model, are recognised as an impairment gain or loss in the Statement of profit and loss.

#### vi. Investments in subsidiaries:

On initial recognition, these investments are recognized at fair value plus any directly attributable transaction cost. Subsequently, they are measured at cost.

#### Financial liabilities:

##### I Recognition and initial measurement:

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. All financial liabilities are initially measured at fair value minus, for an item not at fair value through Statement of profit and loss, transaction costs that are attributable to the liability.

##### II. Classification and subsequent measurement:

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the Statement of profit and loss.

Financial liabilities other than classified as FVTPL, are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in Statement of profit and loss. Any gain or loss on derecognition is also recognised in the Statement of profit and loss.

##### III. Derecognition:



The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the Statement of profit and loss.

#### IV. Offsetting of financial instruments:

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

#### V. Derivative financial instruments:

The Company holds derivative financial instruments to hedge its interest rate risk exposures. Such derivative financial instruments are initially recognised at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are recognized in Statement of profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

#### 2.7 SEGMENT REPORTING POLICIES:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. Chief operating decision maker considers the business activities in terms of nature of products i.e. manufacturing/marketing of fertilisers & other seeds and agricultural commodities. The analysis of geographical segments is based on the locations of customers.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities". (refer note 43).

#### Segment Accounting Policies

The Company prepares its segment information in

conformity with the accounting policies adopted for preparing and presenting financial statements of the Company as a whole.

#### 2.8 INVENTORIES:

Inventories are valued at the lower of Cost and Net Realisable Value.

The Cost is determined as follows:

- a) Raw materials and Store and Spares: cost includes cost of purchase including non-refundable taxes and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on First in first out (FIFO) method.
- b) Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on weighted average method.
- c) Traded goods: cost includes cost of purchase including non-refundable taxes and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on First in first out (FIFO) method.

Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Net Realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

#### 2.9 CASH & CASH EQUIVALENTS:

Cash comprises cash on hand, in bank and demand deposits with banks and with financial institutions. The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. Such cash equivalents are subject to insignificant risk of changes in value.

Cash flows are reported using indirect method, whereby profit / (loss) after tax is adjusted for the effects of transaction of non-cash nature and any deferrals or accruals of past or future cash receipts or payments for the year. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

#### 2.10 PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS:

- i) Provisions are recognized when the company has a



present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When a provision is expected to be reimbursed, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

- ii) If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.
- iii) Contingent liabilities disclosed for
  - a. A possible obligation that arises from the past events and whose existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or
  - b. Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.
- iv) Contingent assets are neither recognized nor disclosed in the financial statements.

#### 2.11 EMPLOYEES BENEFITS:

##### i) Short-term Employee Benefits:

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

##### ii) Post Employment Benefits:

###### 1. Defined Contribution Plan:

Company's contributions paid/ payable during the year towards provident fund, pension scheme and employees' state insurance ('ESI') scheme are recognized in the statement of profit and loss each year when employees have rendered service entitling them to the contributions.

###### 2. Defined Benefit plan:

Company's liability towards gratuity in accordance with the Payment of Gratuity Act, 1972 is determined based on actuarial valuation using the Projected Unit Credit Method (PUCM) as at the reporting date.

The liability recognized in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting

period. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability. The net interest income / (expense) on the net defined benefit liability is recognized in the Statement of Profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

##### iii) Other Long Term Employee Benefits:

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

#### 2.12 REVENUE RECOGNITION:

- a) The Company derives revenues primarily from manufacturing & trading of Fertilizers and trading in other agricultural products.

Revenue from the sale of goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of returns, trade discounts. Revenue is recognized on the basis of dispatches in accordance with the terms of sale when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of the goods can be estimated reliably, there is no continuing effective control over, or managerial involvement with, the goods, and the amount of revenue can be measured reliably.

Revenue is also recognized on sale of goods in case where the delivery is kept pending at the instance of the customer, as the performance obligation has been satisfied and control are transferred and customer takes title and accepts billing as per usual payment terms.

- b) The Company recognizes subsidy income as per Ind AS 20



'Accounting for Government Grants and Disclosure of Government Assistance' on the basis of the rates notified from time to time by the Government of India in accordance with the Nutrient Based Subsidy (NBS) policy on the quantity of fertilizers sold by the Company for the period for which notification has been issued and for the remaining period, based on estimates, when there is a reasonable assurance that the Company will comply with all necessary conditions attached to Subsidy.

As required by Ind AS 20, the Company matches subsidy income with related costs which the subsidy is intended to compensate and accordingly, subsidy income is recognized over a period on a systematic basis to match it with the related costs and on satisfaction of relevant conditions.

- c) Income from services rendered is recognized based on the agreements/arrangements with the concerned parties and when services are rendered by measuring progress towards satisfaction of performance obligation for such services.

#### 2.13 OTHER INCOME:

- i) Dividend income from investments is recognized when right to receive is established.
- ii) Interest income is recognized on a time proportion basis taking into account the amount outstanding and transactional interest rate applicable.
- iii) Rental income from investment properties and subletting of properties is recognized on a time proportion basis over the term of the relevant leases.

#### 2.14 BORROWING COSTS:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

#### 2.15 FOREIGN CURRENCY TRANSACTIONS:

##### i) Initial Recognition

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of the transaction or at rates that closely approximate the rate at the date of transactions.

##### ii) Subsequent Recognition

Foreign currency monetary items of the Company are restated at the closing exchange rates.

Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognized in the statement of profit and loss

#### 2.16 EXCEPTIONAL ITEM:

Significant gains/losses or expenses incurred arising from external events that is not expected to recur are disclosed as 'Exceptional item'.

#### 2.17 INCOME TAX:

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognized in the Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively

##### i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustments to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted for the relevant reporting period.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis.

##### ii) Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purpose. Deferred tax is recognized in respect of carried forward losses and tax credits. Deferred tax is not recognized for temporary differences arising on the initial recognition (other than in a business combination) of assets or liabilities in a transaction that affects neither accounting nor taxable profit or loss at the time of transaction.

Deferred tax assets and liabilities are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets unrecognized or recognized, are reviewed at each reporting date and are recognized/reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised



or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

#### 2.18 EVENTS AFTER THE REPORTING PERIOD:

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorisation for issue. Non-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed if material.

#### 2.19 EARNINGS PER SHARE:

Basic earnings per shares has been calculated by dividing profit for the year attributable to equity shares holders by the weighted average number of equity shares outstanding during the financial year. The Company has not issued any potential equity shares and accordingly, the basic earnings per share and diluted earnings per shares are the same.

#### Recent pronouncements

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

#### 1. Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

#### 2. Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

#### 3. Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.



(₹ in Lacs)

Notes forming part of the financial statements

**3. Property, Plant and equipment**

Particular	Gross Block (At Deemed Cost)				Depreciation			Net Block	
	As on 01/04/2022	Additions	Disposal/ Other Adjustments	As on 31/03/2023	As on 01/04/2022	For the Year	Disposal/ Other Adjustments	As on 31/03/2023	As on 31/03/2022
<b>Owned assets</b>									
Land	90.04	-	-	90.04	-	-	-	-	90.04
Buildings	1,107.96	34.79	-	1,142.74	261.66	47.80	-	309.46	833.28
Plant & Equipments	779.28	49.17	-	828.44	216.59	42.39	-	258.99	569.46
Electrical Installation	74.20	10.79	-	84.98	58.04	4.31	-	62.34	22.64
Lab Equipments	5.67	-	-	5.67	4.93	0.25	-	5.18	0.49
Furniture & Fixtures	7.11	5.81	-	12.92	6.80	0.42	-	7.22	5.70
Vehicles	96.58	3.94	3.56	96.97	34.74	11.44	3.38	43.01	53.96
Office Equipments	3.66	2.18	-	5.84	2.00	0.70	-	2.71	3.13
Computer	13.59	-	-	13.59	2.04	4.28	-	6.32	7.28
<b>Total Property, plant &amp; equipment</b>	<b>2,178.09</b>	<b>106.66</b>	<b>3.56</b>	<b>2,281.20</b>	<b>586.80</b>	<b>111.79</b>	<b>3.38</b>	<b>695.22</b>	<b>1,591.29</b>

Particular	Gross Block (At Deemed Cost)				Depreciation			Net Block	
	As on 01/04/2021	Additions	Disposal/ Other Adjustments	As on 31/03/2022	As on 01/04/2021	For the Year	Disposal/ Other Adjustments	As on 31/03/2022	As on 31/03/2021
<b>Owned assets</b>									
Land	332.01	8.88	250.85	50.04	-	-	1.20	-	90.04
Buildings	1,238.35	86.14	216.53	1,107.96	213.43	49.43	-	261.66	846.29
Plant & Equipments	749.95	29.32	-	779.28	178.43	38.17	-	216.59	562.68
Electrical Installation	74.20	-	-	74.20	53.13	4.90	-	58.04	16.16
Lab Equipments	5.67	-	-	5.67	4.66	0.26	-	4.93	0.74
Furniture & Fixtures	7.11	-	-	7.11	6.56	0.24	-	6.80	0.32
Vehicles	67.68	38.76	9.86	96.58	33.43	8.04	6.73	34.74	61.84
Office Equipments	3.20	0.47	-	3.66	1.55	0.46	-	2.00	1.65
Computer	0.75	12.84	-	13.59	0.75	1.28	-	2.04	11.56
<b>Total Property, plant &amp; equipment</b>	<b>2,478.92</b>	<b>176.41</b>	<b>477.24</b>	<b>2,178.09</b>	<b>491.95</b>	<b>102.78</b>	<b>7.93</b>	<b>586.80</b>	<b>1,986.97</b>

3.1: Refer Note 2.1.1 for details of assets pledged.

3.2: All title deeds of immovable property are held in the name of the company.

3.3: The Company has not revalued any of its Property, Plant and Equipment during the year.

3.4: Interest capitalised during the year nil (2022: Nil).

Notes forming part of the financial statements

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2022	Additions	Disposal/ Other Adjustments	As on 31/03/2023	For the Year	Disposal/ Other Adjustments	As on 31/03/2023	As on 31/03/2021
Leasehold Land	6.47	-	-	6.47	-	-	6.47	6.47
Leasehold Buildings	11.46	-	-	11.46	0.39	-	9.49	9.88
<b>Total right-of-use assets</b>	<b>17.92</b>	<b>-</b>	<b>-</b>	<b>17.92</b>	<b>0.39</b>	<b>-</b>	<b>15.96</b>	<b>16.35</b>

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2021	Additions	Disposal/ Other Adjustments	As on 31/03/2022	For the Year	Disposal/ Other Adjustments	As on 31/03/2022	As on 31/03/2021
Leasehold Land	6.47	-	-	6.47	-	-	6.47	6.47
Leasehold Buildings	11.46	-	-	11.46	0.39	-	9.88	10.27
<b>Total right-of-use assets</b>	<b>17.92</b>	<b>-</b>	<b>-</b>	<b>17.92</b>	<b>0.39</b>	<b>-</b>	<b>16.35</b>	<b>16.74</b>

Notes forming part of the financial statements

**5. Investment Property**

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2022	As on 31/03/2023	Disposal/ Other Adjustments	As on 01/04/2022	For the Year	As on 31/03/2023	As on 31/03/2023	As on 31/03/2022
<b>Leased Assets</b>								
Leasehold Buildings	0.10	0.10	-	0.01	0.00*	0.01	0.09	0.09
<b>Owned Assets</b>								
Land	259.45	259.45	-	-	-	-	259.45	259.45
Buildings	215.34	215.34	-	4.90	9.76	14.66	200.67	210.44
<b>Total Investment Property</b>	<b>474.89</b>	<b>474.89</b>	<b>-</b>	<b>4.91</b>	<b>9.77</b>	<b>14.68</b>	<b>460.22</b>	<b>469.98</b>

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2021	As on 31/03/2022	Disposal/ Other Adjustments	As on 01/04/2021	For the Year	As on 31/03/2022	As on 31/03/2022	As on 31/03/2021
<b>Leased Assets</b>								
Leasehold Buildings	0.10	0.10	-	0.01	0.00*	0.01	0.09	0.09
<b>Owned Assets</b>								
Land	8.60	259.45	-	-	-	-	259.45	8.60
Buildings	-	215.34	-	-	4.90	4.90	210.44	-
<b>Total Investment Property</b>	<b>8.71</b>	<b>474.89</b>	<b>-</b>	<b>0.01</b>	<b>4.90</b>	<b>4.91</b>	<b>469.98</b>	<b>8.70</b>

\* Amount less than a thousand.

5.1 The Company's investment properties consist of commercial properties located at Nanded and Aurangabad. The management has determined that the investment properties consist of two classes of assets - land and building.



Notes forming part of the financial statements

(₹ in Lacs)

5.2 Information regarding income and expenditure of Investment Property	31.03.2023	31.03.2022
Rental income derived from investment properties	18.50	20.90
Less: Direct operating expenses (including repairs and maintenance) generating rental income	0.67	0.75
Less: Direct operating expenses (including repairs and maintenance) that did not generate rental income	5.11	-
Profit arising from investment properties before depreciation and indirect expenses	12.72	20.15
Less: Depreciation	9.77	4.90
Profit arising from investment properties	2.95	15.25

5.3 Company undertakes expenditure towards Maintenance for upkeep of its properties which also covers the portion relating to Investment Property. The same being not material no separate disclosure of contracts entered into for maintenance of investment property is given.

5.4 As at 31 March 2023, the fair values of the properties is ₹ 776.61 Lacs (2022 : ₹ 776.61 Lacs). These valuations are based on government stamp duty valuations and has been worked out by the management based on the information and a study of the micro market in discussions with industry experts, local brokers and regional developers.

5.5: Refer Note 21.1 for details of assets pledged.

#### 5.6: Fair Value disclosures for investment properties is detailed below

(₹ in Lacs)

Reconciliation of Fair value	31.03.2023	31.03.2022
<b>Land</b>		
Opening Balance	303.19	111.21
Fair Value	303.19	303.19
Fair Value difference	-	191.98
Closing Balance	303.19	303.19
<b>Building</b>		
Opening Balance	415.88	-
Fair Value	415.88	415.88
Fair Value difference	-	415.88
Closing Balance	415.88	415.88
<b>Leasehold Building</b>		
Opening Balance	57.54	105.39
Fair Value	57.54	57.54
Fair Value difference	-	(47.85)
Closing Balance	57.54	57.54
<b>Total</b>		
Opening Balance	776.61	216.60
Fair Value	776.61	776.61
Fair Value difference	-	560.01
Closing Balance	776.61	776.61

Notes forming part of the financial statements

**6. Intangible Asset**

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2022	Additions	Disposal/ Other Adjustments	As on 31/03/2023	For the Year	Disposal/ Other Adjustments	As on 31/03/2023	As on 31/03/2022
<b>Owned Assets</b>								
Computer Software	1.61	-	-	1.61	0.06	-	1.61	0.06
<b>Total Intangible Assets</b>	<b>1.61</b>	<b>-</b>	<b>-</b>	<b>1.61</b>	<b>0.06</b>	<b>-</b>	<b>1.61</b>	<b>0.06</b>

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2021	Additions	Disposal/ Other Adjustments	As on 31/03/2022	For the Year	Disposal/ Other Adjustments	As on 31/03/2022	As on 31/03/2021
<b>Owned Assets</b>								
Computer Software	1.61	-	-	1.61	0.08	-	1.55	0.14
<b>Total Intangible Assets</b>	<b>1.61</b>	<b>-</b>	<b>-</b>	<b>1.61</b>	<b>0.08</b>	<b>-</b>	<b>1.55</b>	<b>0.14</b>



Notes forming part of the financial statements

7. Non-Current Financial Assets - Investments

(₹ in Lacs)

Particulars	March 31, 2023	March 31, 2022
<b>Quoted equity instruments</b>		
<b>Investments in fully paid quoted equity instruments at FVTOCI</b>		
<b>Gujarat State Fertilizers &amp; Chemicals Limited.</b> 500 (2022:500) Equity shares of Rs.2 each	0.60	0.81
<b>Aditya Birla Fashion and Retail Limited.</b> 171 (2022:171) Equity shares of Rs.10 each	0.37	0.52
<b>Aditya Birla Capital Limited.</b> 68 (2022:68) Equity shares of Rs.10 each	0.10	0.07
<b>Grasim Industries Limited.</b> 49 (2022:49) Equity shares of Rs.2 each	0.80	0.82
<b>Zuari Global Limited.</b> 100 (2022:100) Equity shares of Rs.10 each	0.11	0.18
<b>Zuari Agro Chemicals Limited.</b> 100 (2022:100) Equity shares of Rs.10 each	0.12	0.13
<b>Rashtriya Chemicals &amp; Fertilizers Limited.</b> 100 (2022:100) Equity shares of Rs.10 each	0.10	0.09
<b>Coromandel International Limited.</b> 1500 (2022:1500) Equity shares of Rs.2 each	13.19	11.99
<b>Nagarjuna Fertilizers &amp; Chemicals Ltd.</b> 550 (2022:550) Equity shares of Rs.1 each	0.05	0.07
<b>Nagarjuna Oil Refinery Limited.</b> 500 (2022:500) Equity shares of Rs.1 each	0.00*	0.00*
<b>Union Bank Of India</b> 2321 (2022:2321) Equity shares of Rs.10 each	1.54	0.90
<b>Deepak Fertilisers &amp; Petrochemicals Corporation Limited.</b> 50 (2022:50) Equity shares of Rs.10 each	0.27	0.28
<b>Bayer CropScience Limited.</b> 13 (2022:13) Equity shares of Rs.10 each	0.53	0.65
<b>Kaveri Seed Company Limited.</b> 250 (2022:250) Equity shares of Rs.10 each	1.19	1.37
<b>Unquoted equity instruments</b>		
<b>Investments in subsidiaries at cost</b>		
<b>Shiva-Parvati Poultry Feed Private Limited.</b> 2,29,500 (2022:2,29,500) Equity shares of Rs.100 each (India)	280.93	280.93
<b>Ghatprabha Fertilizers Private Limited.</b> 1,71,250 (2022:1,71,250) Equity shares of Rs.100 each (India)	205.50	205.50
<b>Shrinivasa Agro Foods Private Limited.</b> 4,70,781 (2022:4,70,781) Equity shares of Rs.100 each (India)	343.28	343.28
<b>Total Investments</b>	<b>848.68</b>	<b>847.58</b>
<b>Aggregate amount of quoted investments at market value</b>	<b>18.97</b>	<b>17.87</b>
<b>Aggregate amount of unquoted investments</b>	<b>829.71</b>	<b>829.71</b>

\* Amount less than a thousand





Notes forming part of the financial statements

#### 8. Other Financial Assets

(₹ in Lacs)

(Unsecured, considered good & measured at cost)	March 31, 2023	March 31, 2022
Deposits	79.81	60.64
<b>Total</b>	<b>79.81</b>	<b>60.64</b>

#### 9. Other Non-Current Assets

(₹ in Lacs)

(Unsecured, considered good)	March 31, 2023	March 31, 2022
Other advances : Balance with statutory authorities	438.48	423.17
<b>Total</b>	<b>438.48</b>	<b>423.17</b>

#### 10. Inventories

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Raw materials	1,417.15	1,275.93
Raw materials in transit	1,298.67	434.73
Work-in-progress	270.18	202.10
Finished goods	2,631.95	1,065.97
Stock-in-trade	148.01	194.26
Stores and packing materials	405.71	443.99
<b>Total</b>	<b>6,171.66</b>	<b>3,616.98</b>

10.1 Refer Note 21.1 for details of assets pledged

10.2 Refer Note 2.2 for basis of valuation

#### 11. Trade receivables

(₹ in Lacs)

(Unsecured and measured at cost)	As at 31.03.2023	As at 31.03.2022
- Considered good*	4,218.58	5,328.06
- Significant increase in Credit Risk	4.94	3.05
<b>Total</b>	<b>4,223.52</b>	<b>5,331.11</b>

\*Includes Rs. 16.42 Lacs ( 2022: 35.59 Lacs) receivable from related parties. Refer note 43

The credit period on sales of goods varies with seasons and business segments/ markets and generally ranges between 30 to 180 days.

Before accepting any new customer, the Company has a credit evaluation system to assess the potential customer's credit quality and to define credit limits for the customer. Credit limits attributed to customers are reviewed on an annual basis.

Notes forming part of the financial statements

**11.1 Ageing for Trade receivables as at March 31, 2023 is as follows :**

(₹ in Lacs)

Particular	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 mths	6 month - 1 Year	1 - 2 years	2-3 years	More than 3 Years	
i) Undisputed trade receivables-considered good	3,808.95	372.49	31.46	0.29	3.55	1.85	4,218.58
ii) Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-
iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-
v) Disputed trade receivables-which have significant increase in credit risk	-	-	2.59	-	-	2.35	4.94
vi) Disputed trade receivables-credit impaired	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>3,808.95</b>	<b>372.49</b>	<b>34.05</b>	<b>0.29</b>	<b>3.55</b>	<b>4.19</b>	<b>4,223.52</b>

**Ageing for Trade receivables as at March 31, 2022 is as follows :**

(₹ in Lacs)

Particular	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 mths	6 month - 1 Year	1 - 2 years	2-3 years	More than 3 Years	
i) Undisputed trade receivables-considered good	5,027.11	257.35	19.85	20.40	1.86	1.50	5,328.06
ii) Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-
iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-
v) Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	3.05	3.05
vi) Disputed trade receivables-credit impaired	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>5,027.11</b>	<b>257.35</b>	<b>19.85</b>	<b>20.40</b>	<b>1.86</b>	<b>4.55</b>	<b>5,331.11</b>



Notes forming part of the financial statements

**12. Cash and cash equivalents**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Balances with banks - In current accounts	3.00	3.09
Cash on hand	11.31	2.91
<b>Total</b>	<b>14.31</b>	<b>6.00</b>

**13. Bank balances other than cash and cash equivalents**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Earmarked balances (Unpaid dividend accounts)	6.56	1.72
Margin money against bank guarantees	81.54	185.46
<b>Total</b>	<b>88.10</b>	<b>187.18</b>

**13.1** If the dividend has not been claimed within 30 days from the date of its declaration, the Company is required to transfer the total amount of the dividend which remains unpaid or unclaimed, to a special account to be opened by the Company in a scheduled bank to be called "Unpaid Dividend Account". The unclaimed dividend lying in such account is required to be transferred to the Investor Education and Protection Fund (IEPF), administered by the Central Government after a period of seven years from the date of declaration.

**13.2** During the year the company has duly transferred the amounts due to be transferred to Investor Education and Protection Fund.

**13.3** Margin Money deposit is against bank guarantee and letter of credit availed by the company.

**14. Current - Other financial assets**

(₹ in Lacs)

(Unsecured, Considered Good)	March 31, 2023	March 31, 2022
<b>Other advances</b>		
Staff imprest and advances	5.10	8.46
Interest Accrued but not due on deposits	1.73	2.45
Dividend Receivable	0.01	0.05
<b>Total</b>	<b>6.84</b>	<b>10.96</b>

**15 Other Current Assets**

(₹ in Lacs)

(Unsecured, considered good)	As at 31.03.2023	As at 31.03.2022
Prepaid expenses	8.10	8.73
Advances to suppliers and others	54.94	83.00
<b>Total</b>	<b>63.04</b>	<b>91.73</b>

**16. Equity share capital**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Authorised</b>		
1,50,00,000 (2022: 1,50,00,000) equity shares of Rs.10/- each	1,500.00	1,500.00
<b>Issued, subscribed and fully paid-up</b>		
99,93,000 (2022: 99,93,000) fully paid equity shares of Rs.10/- each	999.30	999.30
<b>Total</b>	<b>999.30</b>	<b>999.30</b>

**16.1 Rights, Preferences and Restriction attached to equity shares**

The company has one class of share referred to as Equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders will be entitled to receive the remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.



Notes forming part of the financial statements

**16.2 Reconciliation of the number of equity shares**

(₹ in Lacs)

	Number of Shares	Amount
Balance as at April 01, 2021	99,93,000	999.30
Add: Equity shares allotted during the year	-	-
Balance as at March 31, 2022	99,93,000	999.30
Balance as at April 01, 2022	99,93,000	999.30
Add: Equity shares allotted during the year	-	-
Balance as at March 31, 2023	99,93,000	999.30

**16.3 Details of shareholders holding more than 5% shares in the company**

(₹ in Lacs)

	Name of the Shareholder		
	Omprakash Gilda	Deepak Maliwal	Rekha Maliwal
No. of Shares as at March 31, 2023	11,90,052	6,97,748	5,12,593
% holding in the class	11.91%	6.98%	5.13%
No. of Shares as at March 31, 2022	11,90,052	6,97,748	5,12,593
% holding in the class	11.91%	6.98%	5.13%

**16.4 Share holding of Promoters**

(₹ in Lacs)

Name of Promoters	No. of Shares	% of Total Shares*	% Change during the Year**
<b>As at March 31, 2023</b>			
Omprakash Kannaiyalal Gilda	1190052	11.91%	0.00%
Deepak Shyamsunder Maliwal	697748	6.98%	0.00%
Rekha Deepak Maliwal	512593	5.13%	0.00%
Maliwal Deepak Shyamsunder Huf	406065	4.06%	0.00%
Anand Omprakash Gilda	402216	4.02%	0.00%
Madhusudhan Pannalal Kalantri	381150	3.81%	0.00%
Kalantri Narayanlal Pannalal	365991	3.66%	0.00%
Mohit Deepak Maliwal	312045	3.12%	0.00%
Santoshdevi Madhusudan Kalantri	302200	3.02%	0.00%
Kalantri Sarojdevi Narayanlal	297075	2.97%	0.00%
Kirti Anand Gilda	211625	2.12%	0.00%
Arunkumar Ramgopal Toshniwal	206125	2.06%	0.00%
Chandrabhagabai Omaprakash Gilda	184081	1.84%	0.00%
Laxminiwas Narayanlal Kalantri	84383	0.84%	0.00%
Samta Mohit Maliwal	82927	0.83%	0.00%
Kalantri Narayanlal Pannalal Huf	78146	0.78%	0.00%
Kalantri Madhusudan Pannalal Huf	64926	0.65%	0.00%
Kalantri Ravindra Narayanlal	53330	0.53%	0.00%
Preeti Suhas Kabra	32846	0.33%	0.00%
Ravindra Narayanlal Kalantri Huf	30333	0.30%	0.00%
Pooja Madhusudan Kalantri	21600	0.22%	0.00%
Tejashree Laxminiwas Kalantri	21500	0.22%	0.00%
Chukidevi Ramgopal Toshniwal	20000	0.20%	0.00%
Lata Munnalal Agrawal	12500	0.13%	0.00%
Pushpa Kamalkishor Agrawal	10000	0.10%	0.00%
Laxminiwas Narayanlal Kalantri Huf	8688	0.09%	0.00%
Seema Ravindra Kalantri	1000	0.01%	0.00%
Rekha Rajesh Dagdiya	0	0.00%	(100.00)%



Notes forming part of the financial statements

## 16.4 Details of shareholders holding more than 5% shares in the company

(₹ in Lacs)

Name of Promoters	No. of Shares	% of Total Shares	% Change during the Year**
<b>As at March 31, 2022</b>			
Omprakash Kannaiyalal Gilda	1190052	11.91%	4.11%
Deepak Shyamsunder Maliwal	697748	6.98%	0.00%
Rekha D Maliwal	512593	5.13%	0.00%
Deepak Shyamsunder Maliwal HUF	406065	4.06%	0.00%
Anand Omprakash Gilda	402216	4.02%	8.94%
Madhusudan Pannalal Kalantri	381150	3.81%	1.98%
Narayanlal Pannalal Kalantri	365991	3.66%	2.00%
Mohit Deepak Maliwal	312045	3.12%	15.68%
Santoshdevi Madhusudan Kalantri	302200	3.02%	6.71%
Sarojdevi Narayanlal Kalantri	297075	2.97%	7.65%
Kirti Anand Gilda	211625	2.12%	0.00%
Arun Ramgopal Toshniwal	206125	2.06%	0.00%
Chandrabhagabai Omprakash Gilda	184081	1.84%	0.00%
Laxminiwas Narayanlal Kalantri	84383	0.84%	170.03%
Samta Mohit Maliwal	82927	0.83%	99.01%
Narayanlal Pannalal Kalantri HUF	78146	0.78%	56.50%
Madhusudan Pannalal Kalantri HUF	64926	0.00%	62.59%
Kalantri Ravindra Narayanlal	53330	0.00%	12.27%
Preeti Suhas Kabra	32846	0.33%	0.92%
Ravindra Narayanlal Kalantri HUF	30333	0.65%	116.66%
Pooja Madhusudan Kalantri	21600	0.22%	0.00%
Tejashree Laxminiwas Kalantri	21500	0.22%	230.77%
Chukidevi Ramgopal Toshniwal	20000	0.20%	0.00%
Lata Munnalal Agrawal	12500	0.13%	0.00%
Pushpa Kamalkishor Agrawal	10000	0.10%	0.00%
Laxminiwas Narayanlal Kalantri HUF	8688	0.09%	57.96%
Seema Ravindra Kalantri	1000	0.01%	0.00%
Rekha Rajesh Dagdiya	60	0.00%	0.00%
Vijayprakash Onkarlal Agrawal	0	0.00%	(100.00)%
Agrawal Gokul V	0	0.00%	(100.00)%
Kamalkishor O Agrawal	0	0.00%	(100.00)%
Anilkumar Onkarlal Agrawal	0	0.00%	(100.00)%
Mangal Sunilkumar Agrawal	0	0.53%	(100.00)%
Jaishree Santosh Agrawal	0	0.30%	(100.00)%
Vimlabai Ramkrishanji Agrawal	0	0.00%	(100.00)%
Santosh Onkarlal Agrawal	0	0.00%	(100.00)%

\* Represents % of shares held , computed based on total number of shares as at 31 March 2023 and 31 March 2022 respectively.

\*\* Represents change in share holding %, computed based on the shares held at the beginning of the year and end of the year of respective holder.

## 16.5 Dividend Paid

Particulars	2023	2022
Dividend Paid (in Rs.)	74.95	49.97
Dividend Per share (in Rs.)	0.75	0.50

The Board of Directors in its meeting held on May 30, 2023 have not recommended dividend for the financial year ended March 31, 2023.



Notes forming part of the financial statements

### 17. Other equity

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Securities premium	1,769.28	1,769.28
General reserve	370.00	360.00
Retained earnings	4,339.30	3,920.92
Equity instruments through OCI	13.73	12.75
Remeasurements of the defined benefit plan	(23.39)	(21.95)
<b>Total other equity</b>	<b>6,468.92</b>	<b>6,041.00</b>

- i) Securities Premium was created on issue of shares at premium. These reserve can be utilised in accordance with Section 52 of Companies Act 2013.
- ii) General reserve are free reserves of the Company which are kept aside out of the Company's profit to meet the future requirements as and when they arise. The Company transfers a portion of profit after tax to general reserve pursuant to the provisions of the erstwhile Companies Act, 1956.
- iii) Retained earnings represents the Company's undistributed earnings after taxes.
- iv) Equity instruments through OCI reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when those assets have been disposed of.

### 18. Non-current financial liabilities - Borrowings

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Secured- at amortised cost</b>		
Term Loan from bank	188.42	131.17
<b>Unsecured- at amortised cost</b>		
Loans and advances from related parties	883.55	276.50
Other loans and advances		
Public fixed deposits	282.50	49.20
<b>Total</b>	<b>1354.47</b>	<b>456.87</b>

#### 18.1 Nature of Security and Terms of Repayment of Secured borrowing

Nature of Security	Term Loan	Terms of Repayment
<b>As at March 31, 2023</b>		
Term loan (UGECL Scheme) from Bank is Secured by Hypothecation of stock and debtors	146.60	Repayable in 36 equated monthly instalments from Jul-2021 along with interest rate of 7.50% per annum.
Term loan (UGECL Scheme) from Bank is Secured by Hypothecation of stock and debtors	165.00	Repayable in 36 equated monthly instalments from Nov-2024 along with interest rate of 7.50% per annum.
<b>As at March 31, 2022</b>		
Term loan (UGECL Scheme) from Bank is Secured by Hypothecation of stock and debtors	254.35	Repayable in 36 equated monthly instalments from Jul-2021 along with interest rate of 7.50% per annum.

#### 18.2 Terms of repayment for unsecured borrowings :

- i) Unsecured loans from related parties carry interest @10% p.a. and is repayable after a period of 5 years from the date of loan.
- ii) Public deposits included are repayable after 3 years from the date of acceptance and carry interest rate @8% p.a.

#### 18.3 Utilisation of Borrowing

The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

- 18.4 The quarterly returns/statements of current assets filed by the Company with banks in relation to secured borrowings wherever applicable, are in agreement with the books of accounts.





Notes forming part of the financial statements

**19. Non-Current Provisions**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Employee benefits :		
Gratuity payable	21.20	12.53
<b>Total</b>	<b>21.20</b>	<b>12.53</b>

**20. Deferred tax liabilities (net)**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Property, plant and equipment	170.86	171.37
Statutory dues allowable on payment basis	(5.37)	(3.18)
Investments at FVTOCI	1.48	1.36
Defined Benefit Plans	(7.87)	(7.38)
<b>Total</b>	<b>159.10</b>	<b>162.18</b>

**20.1 Movement in above mentioned deferred tax assets and liabilities:**

(₹ in Lacs)

	Opening Balance as on 01/04/2022	Recognized in Profit or loss	Recognized in OCI	Closing Balance as on 31/03/2023
Property, plant and equipment	171.37	(0.51)	-	170.86
Statutory dues allowable on payment	(3.18)	(2.20)	-	(5.37)
Investments at FVTOCI	1.36	-	0.11	1.48
Defined Benefit Plans	(7.38)	-	(0.49)	(7.87)
<b>Total</b>	<b>162.18</b>	<b>(2.70)</b>	<b>(0.37)</b>	<b>159.10</b>

(₹ in Lacs)

	Opening Balance as on 01/04/2021	Recognized in Profit or loss	Recognized in OCI	Closing Balance as on 31/03/2022
Property, plant and equipment	177.15	(5.79)	-	171.37
Statutory dues allowable on payment	(3.47)	0.29	-	(3.18)
Investments at FVTOCI	1.20	-	0.16	1.36
Defined Benefit Plans	(3.87)	-	(3.51)	(7.38)
<b>Total</b>	<b>171.01</b>	<b>(5.49)</b>	<b>(3.35)</b>	<b>162.18</b>

Income tax has been provided for at reduced rate as per section 115BAA of the Income Tax Act, 1961. Hence, deferred tax has been measured at 25.168% in the above reconciliation of tax expense.

**20.2 Unrecognized deductible temporary differences, unused tax losses and unused tax credits**

Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following:

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Long term capital loss	1159.89	1159.89
<b>Total</b>	<b>1159.89</b>	<b>1159.89</b>

Long-term capital loss of Rs. 728.37 lacs & Rs.431.52 is available for set-off till March 31, 2027 & March 31, 2028 respectively.

**20.3 Income tax credit/(expense) recognized directly in equity**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Tax effect of changes in fair value of equity instruments	(0.11)	(0.16)
Tax effect on actuarial gains/losses on defined benefit obligations	0.49	3.51
<b>Total</b>	<b>0.37</b>	<b>3.35</b>



Notes forming part of the financial statements

**20.4 Reconciliation of tax Expense to the Accounting profit is as follows:**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Accounting profit before tax	679.92	1610.12
Tax expense at statutory tax rate of 25.168% (P.Y. 25.168%)	171.12	405.24
Adjustments:		
Effect of income that is exempt from tax	(0.50)	(1.22)
Effect of expenses that are not deductible in determining taxable profit	6.45	7.15
Tax Effects of amounts which are deductible in calculating taxable income	(0.49)	(11.81)
<b>Total</b>	<b>176.58</b>	<b>399.36</b>

**20.5 Current tax liabilities (net)**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Income tax payable	19.40	114.86
<b>Total</b>	<b>19.40</b>	<b>114.86</b>

**21. Current financial liabilities - Borrowings**

(₹ in Lacs)

(Secured- at amortised cost)	As at 31.03.2023	As at 31.03.2022
<b>Working capital loans repayable on demand</b>		
- Rupee loan from bank	3172.47	2727.19
<b>Current portions of non current borrowings</b>	123.18	123.18
<b>Unsecured - at amortised cost</b>		
Other loans and advances		
- Public fixed deposits	7.20	7.75
<b>Total</b>	<b>3302.85</b>	<b>2858.12</b>

**21.1** Working Capital loan from bank is secured by first pari-passu charge by way of hypothecation of the inventories, book debts, bills for collection present and future and second charge on the entire Property, Plant and Equipment of the Company by way of mortgage and hypothecation in respect of those assets which are first charged to lender. Further, the loan is guaranteed by the personal guarantee of all the directors of the Company except independent directors. The loan carries interest at the rate of 10.85%p.a. (2022: 8.45% p.a.)

**22. Trade Payables**

(₹ in Lacs)

Particular	As at 31.03.2023	As at 31.03.2022
Micro enterprises and small enterprises (refer note below)	293.99	159.23
Other than Micro enterprises and small enterprises (refer note below)	1027.69	891.21
<b>Total</b>	<b>1321.69</b>	<b>1050.44</b>

**22.1 Ageing for trade Payables outstanding as at March 31, 2023 is as follows :**

(₹ in Lacs)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	Mor than 3 years	
Trade Payables						
i) MSME	293.99	-	-	-	-	293.99
ii) Others	1027.54	-	-	0.15	-	1027.69
iii) Disputed dues - MSME	-	-	-	-	-	-
vi) Disputed dues - Others	-	-	-	-	-	-
<b>TOTAL</b>	<b>1321.54</b>	<b>-</b>	<b>-</b>	<b>0.15</b>	<b>-</b>	<b>1321.69</b>



Notes forming part of the financial statements

Ageing for trade Payables outstanding as at March 31, 2022 is as follows :

(₹ in Lacs)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	Mor than 3 years	
Trade Payables						
i) MSME	159.23	-	-	-	-	159.23
ii) Others	888.11	2.37	0.15	0.05	0.52	891.21
iii) Disputed dues - MSME	-	-	-	-	-	-
vi) Disputed dues - Others	-	-	-	-	-	-
<b>TOTAL</b>	<b>1,047.35</b>	<b>2.37</b>	<b>0.15</b>	<b>0.05</b>	<b>0.52</b>	<b>1,050.44</b>

**23. Other Current Financial liabilities**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Measured at amortised cost</b>		
Security deposits - interest free	65.15	66.30
Unclaimed dividends*	6.56	1.72
Expenses	49.91	404.95
<b>Total</b>	<b>121.62</b>	<b>472.97</b>

\*There are no amounts due and outstanding to be credited to Investor education and Protection Fund

**24. Other Current Liabilities**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Advances from customers	207.00	474.09
Statutory dues	13.60	3.91
<b>Total</b>	<b>220.60</b>	<b>478.00</b>

**25. Current provisions**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Employee benefits	7.46	6.77
<b>Total</b>	<b>7.46</b>	<b>6.77</b>

**26. Revenue from Operations**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
<b>Sale of Products</b>		
Finished Goods	11,285.42	7,645.82
Traded Goods	608.83	4,075.34
Subsidy on Fertilizers	6,039.86	8,765.74
<b>Other Operating Revenues</b>		
Other sales	21.66	10.71
<b>Total</b>	<b>17,955.77</b>	<b>20,497.62</b>

**27 Other Income**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Interest Income	7.01	3.73
Dividend income	0.28	0.23
Other non-operating income	24.75	30.83
<b>Total</b>	<b>32.04</b>	<b>34.80</b>



Notes forming part of the financial statements

**28. Cost of Materials Consumed**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
<b>Raw Material Consumed</b>		
Inventory at the beginning of the year	1,710.65	1,814.91
Add: Purchases	15,039.98	10,763.41
Add/(Less): Transfer from/(to) Stock in Trade	(157.36)	-
Less: Inventory at the end of the year	2,715.82	1,710.65
<b>Cost of Raw materials consumed</b>	<b>13,877.45</b>	<b>10,867.68</b>
<b>Packing Material Consumed</b>		
Inventory at the beginning of the year	263.64	281.48
Add: Purchases	404.80	344.62
Less: Inventory at the end of the year	225.02	263.64
Cost of Sales	26.45	6.45
<b>Cost of Packing materials consumed</b>	<b>416.97</b>	<b>356.01</b>
<b>Total</b>	<b>14,294.43</b>	<b>11,223.69</b>

**29. Purchases of Stock-in-Trade**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Fertilizers	467.93	1,027.14
Seeds & other agricultural commodities	55.34	3,142.28
Others	66.36	6.45
<b>Total</b>	<b>589.63</b>	<b>4,175.87</b>

**30. Changes in Inventories of finished goods, work-in-progress and stock-in-trade**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
<b>Inventory at the beginning of the year</b>		
Finished Goods	1,065.97	344.79
Work-in-progress	202.10	132.99
Stock-in-trade	194.26	185.58
<b>Less: Inventory at the end of the year</b>		
Finished goods	2,631.95	1,065.97
Work-in-progress	270.18	202.10
Stock-in-trade	148.01	194.26
<b>Total</b>	<b>(1,587.80)</b>	<b>(798.98)</b>

**31. Employee Benefits Expense**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Salaries, wages and bonus	439.33	381.40
Contribution to provident fund	27.57	22.93
Staff welfare expenses	6.64	23.23
<b>Total</b>	<b>473.54</b>	<b>427.55</b>

**32. Finance Costs**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Interest expenses	405.32	303.02
Other borrowing costs	18.98	38.51
<b>Total</b>	<b>424.30</b>	<b>341.54</b>



Notes forming part of the financial statements

**33. Depreciation and amortization expense**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Depreciation of property, plant and equipment (refer Note 3)	111.79	102.78
Depreciation of Right-of-use assets (refer Note 4)	0.39	0.39
Depreciation of investment property (refer Note 5)	9.77	4.90
Amortisation of intangible assets (refer Note 6)	0.06	0.08
<b>Total</b>	<b>122.01</b>	<b>108.16</b>

**34. Other Expenses**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Stores and spares consumed	503.24	908.25
Power and Fuel	719.91	492.91
Rent	4.88	5.76
Repairs to Buildings	24.82	81.71
Repairs to Machinery	37.09	56.27
Insurance	8.70	8.50
Rates and Taxes	25.73	39.00
Freight and Transportation	1,272.10	1,431.51
Miscellaneous expenses	395.33	420.56
<b>Total</b>	<b>2,991.79</b>	<b>3,444.47</b>

**34.1 Particulars of Payment to Auditors included in Miscellaneous Expenses:**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Audit Fees	2.50	2.00
Certification Fees	1.00	0.50
Company Law Matters	0.75	0.75
Other Matters	0.75	0.75
<b>Total</b>	<b>5.00</b>	<b>4.00</b>

**35. Earnings per share**

(₹ in Lacs)

	March 31, 2023	March 31, 2022
a. Profit after Tax as per the Statement of Profit & Loss attributable to equity shareholders	503.34	1,210.76
b. Weighted average number of equity shares outstanding	99,93,000	99,93,000
c. Basic & Diluted earnings per share in rupee (Face value Rs.10 per share)	5.04	12.12

**36. Micro, small and medium enterprises :**

There are no dues outstanding to Micro, Small and Medium Enterprises beyond the due date as at the Balance Sheet date. The above information regarding Micro, Small and Medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors.

**37. Employee Benefits**

As per Ind AS -19 "Employee Benefits", the disclosure of employee benefits are given below :

Defined contribution plan:

(₹ in Lacs)

Particulars	2022-23	2021-22
Employer's contribution to Provident fund	27.57	22.93
Employer's contribution to employee's state insurance	3.92	3.85



Defined benefit plan and other long term employee benefits: Gratuity plan

Gratuity Plan :

The company operates gratuity plan wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement whichever is earlier. The benefit vests after five years of continuous service.

**Reconciliation of opening and closing balances of the present value of the defined benefit obligation**

(₹ in Lacs)

PARTICULARS	GRATUITY (unfunded)	
	As at March 31, 2023	As at March 31, 2022
Present Value of Benefit Obligation at the Beginning of the Period	12.62	13.79
Interest Cost	0.79	0.24
Current Service Cost	9.11	5.21
Past Service Cost	-	-
Liability Transferred In/ Acquisitions	-	-
(Liability Transferred Out/ Divestments)	-	-
(Gains)/ Losses on Curtailment	-	-
(Liabilities Extinguished on Settlement)	-	-
(Benefit Paid Directly by the Employer)	(3.10)	(20.56)
(Benefit Paid From the Fund)	-	-
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Experience	1.93	13.94
Present Value of Benefit Obligation at the End of the Period	<b>21.34</b>	<b>12.62</b>

Amount recognised in the balance sheet

(₹ in Lacs)

PARTICULARS	As at March 31, 2023	As at March 31, 2022
(Present Value of Benefit Obligation at the end of the Period)	(21.34)	(12.62)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/ (Deficit))	(21.34)	(12.62)
Net (Liability)/Asset Recognized in the Balance Sheet	<b>(21.34)</b>	<b>(12.62)</b>

Amount recognised as expense in the profit and loss

(₹ in Lacs)

PARTICULARS	As at March 31, 2023	As at March 31, 2022
Current Service Cost	9.11	5.21
Net Interest Cost	0.79	0.24
Past Service Cost	-	-
(Expected Contributions by the Employees)	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expenses Recognized	<b>9.90</b>	<b>5.45</b>





Amount recognised in the OCI

(₹ in Lacs)

PARTICULARS	As at March 31, 2023	As at March 31, 2022
Actuarial (Gains)/Losses on Obligation For the Period	1.93	13.94
Return on Plan Assets, Excluding Interest Income	-	-
Change in Asset Ceiling	-	-
Net (Income)/Expense For the Period Recognized in OCI	<b>1.93</b>	<b>13.94</b>

**Sensitivity Analysis**

(₹ in Lacs)

PARTICULARS	As at March 31, 2023	As at March 31, 2022
Projected Benefit Obligation on Current Assumptions	(21.34)	(12.62)
Delta Effect of +1% Change in Rate of Discounting	(1.98)	(1.16)
Delta Effect of -1% Change in Rate of Discounting	2.32	1.36
Delta Effect of +1% Change in Rate of Salary Increase	2.11	1.23
Delta Effect of -1% Change in Rate of Salary Increase	(1.84)	(1.07)
Delta Effect of +1% Change in Rate of Employee Turnover	0.25	0.11
Delta Effect of -1% Change in Rate of Employee Turnover	(0.28)	(0.12)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

**38. Financial Instruments**

**i. Accounting classification :** a) The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

b) The following methods and assumptions were used to estimate the fair values:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.

2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

**ii. Fair value measurement :** The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

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

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.



The carrying amounts and fair values of financial instruments by category are as follows:

**a. Financial assets**

(₹ in Lacs)

PARTICULARS	Instruments carried at fair value			Instruments carried at amortized cost		Total Carrying Amount (A+B)
	FVTOCI	FVTPL	Total Fair Value (A)	Carrying amount (B)	Fair value	
<b>As at March 31, 2022</b>						
Cash & Cash Equivalents	-	-	-	6.00	6.00	6.00
Investments:						
Equity Securities and others	17.87	-	17.87	829.71	829.71	847.58
Trade Receivables	-	-	-	5,331.11	5,331.11	5,331.11
Bank Balances other above	-	-	-	187.18	187.18	187.18
Other Financial Assets	-	-	-	10.96	10.96	10.96
<b>Total</b>	<b>17.87</b>	<b>-</b>	<b>17.87</b>	<b>6,364.97</b>	<b>6,364.97</b>	<b>6,382.84</b>
<b>As at March 31, 2023</b>						
Cash & Cash Equivalents	-	-	-	14.31	14.31	14.31
Investments:						
Equity Securities and others	18.97	-	18.97	829.71	829.71	848.68
Trade Receivables	-	-	-	4,223.52	4,223.52	4,223.52
Bank Balances other above	-	-	-	88.10	88.10	88.10
Other Financial Assets	-	-	-	6.84	6.84	6.84
<b>Total</b>	<b>18.97</b>	<b>-</b>	<b>18.97</b>	<b>5,162.48</b>	<b>5,162.48</b>	<b>5,181.45</b>

**b. Financial liabilities**

(₹ in Lacs)

PARTICULARS	Instruments carried at fair value		Instruments carried at amortized cost		Total Carrying Amount (A+B)
	FVTPL	Total carrying amount and Fair Value (A)	Carrying amount (B)	Fair value	
<b>As at March 31, 2022</b>					
Borrowings	-	-	3,314.99	3,314.99	3,314.99
Trade Payables	-	-	1050.44	1050.44	1050.44
Other Financial Liabilities	-	-	472.97	472.97	472.97
<b>Total</b>	<b>-</b>	<b>-</b>	<b>4838.40</b>	<b>4838.40</b>	<b>4838.40</b>
<b>As at March 31, 2023</b>					
Borrowings	-	-	4,657.32	4,657.32	4,657.32
Trade Payables	-	-	1321.69	1321.69	1321.69
Other Financial Liabilities	-	-	121.62	121.62	121.62
<b>Total</b>	<b>-</b>	<b>-</b>	<b>6,100.63</b>	<b>6,100.63</b>	<b>6,100.63</b>

**c. Fair value estimation**

For financial instruments measured at fair value in the Balance Sheet, a three level fair value hierarchy is used that reflects the significance of inputs used in the measurements. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements).

The categories used are as follows:

- Level 1: quoted prices for identical instruments
- Level 2: directly or indirectly observable market inputs, other than Level 1 inputs; and
- Level 3: inputs which are not based on observable market data.



For assets and liabilities which are carried at fair value, the classification of fair value calculations by category is summarised below:

(₹ in Lacs)

	Level 1	Level 2	Level 3
<b>As at March 31, 2022</b>			
<b>Assets at fair value</b>			
Investments	17.87	-	-
<b>Liabilities at fair value</b>	-	-	-
<b>As at March 31, 2023</b>			
<b>Assets at fair value</b>			
Investments	18.97	-	-
<b>Liabilities at fair value</b>	-	-	-

There were no significant changes in classification and no significant movements between the fair value hierarchy classifications of financial assets and financial liabilities during the period.

### 39. Capital Management:

The Company's capital management objective is to maximise the total shareholder return by optimising cost of capital through flexible capital structure that supports growth. Further, the Company ensures optimal credit risk profile to maintain/enhance credit rating.

The Company determines the amount of capital required on the basis of annual operating plan and long-term strategic plans. The funding requirements are met through internal accruals and long-term/short-term borrowings. The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

For the purpose of capital management, capital includes issued equity capital, securities premium and all other reserves. Net debt includes all long and short-term borrowings as reduced by cash and cash equivalents and inter-corporate deposits with financial institutions

The following table summarises the capital of the Company:

(₹ in Lacs)

PARTICULARS	As at March 31, 2023	As at March 31, 2022
<b>EQUITY</b>	<b>7,468.22</b>	<b>7,040.30</b>
Short-term borrowings and current portion of long-term debt	3,302.85	2,585.12
Long-term debt	1,354.47	456.87
Cash and cash equivalents	(14.31)	(6.00)
<b>Net debt</b>	<b>4,643.01</b>	<b>3,308.98</b>
Total capital (equity + net debt)	<b>12,111.23</b>	<b>10,349.28</b>
Net debt to capital ratio	0.38	0.32

### 40. Risk Management Strategies:-

#### Financial Risk Management:

The Company's principal financial liabilities comprise loans and borrowings, advances and trade and other payables. The purpose of these financial liabilities is to finance the Company's operations and to provide to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's activities exposes it to Liquidity Risk, Market Risk and Credit risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised as below

**40.1 Liquidity risk**

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk management implies maintain sufficient cash including availability of funding through an adequate amount of committed credit facilities to meet the obligations as and when due. The Company manages its liquidity risk by ensuring as far as possible that it will have sufficient liquidity to meet its short term and long term liabilities as and when due. Anticipated future cash flows, undrawn committed credit facilities are expected to be sufficient to meet the liquidity requirements of the Company.

**(i) Financing Arrangements**

The Company has access to the following undrawn borrowing facilities as at the end of the reporting period :

(₹ in Lacs)

	As at March 31, 2023	As at March 31, 2022
Secured working capital credit facility from Bank	827.53	272.81

**(ii) The following is the contractual maturities of the financial liabilities:**

(₹ in Lacs)

	Carrying amount	Total demand	Payable on	Upto 12 months	more than 12 months
<b>As at March 31, 2022</b>					
<b>Non-derivative liabilities</b>					
Borrowings	3,314.99	3,314.99	2727.19	130.93	456.87
Trade payables	1,050.44	1,050.44	-	1,050.44	-
Other financial liabilities	472.97	472.97	68.02	404.95	-
<b>As at March 31, 2023</b>					
<b>Non-derivative liabilities</b>					
Borrowings	4,657.32	4,657.32	3172.47	130.88	1,354.47
Trade payables	1,321.69	1,321.69	-	1,321.69	-
Other financial liabilities	121.62	121.62	71.71	49.91	-

**40.2 Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk includes investment, deposits, foreign currency receivables and payables. The Company's senior management team manages the Market risk, which evaluates and exercises independent control over the entire process of market risk management.

**(i) Foreign Currency Risk**

The Company is exposed to foreign exchange risks arising from import of raw material in foreign currency. Foreign exchange risk arises from recognised liabilities, when they are denominated in a currency other than India Rupee. The exchange rate between the rupee and foreign currencies has changed substantially in recent years. The fluctuations in exchange rate may have an impact on company's operations. The carrying amounts of the Company's foreign currency denominated monetary liabilities all of which are unhedged at the end of the reporting period are as follows:

(₹ in Lacs)

PARTICULARS	As at March 31, 2023	As at March 31, 2022
Liabilities (Trade payables)		
In foreign currency (USD \$)	7.00	9.58
In Indian currency (INR ₹)	580.07	726.38



(₹ in Lacs)

**Foreign Currency Sensitivity**

Particulars	Currency	Change in Rate	Effect on profit before tax
As at March 31, 2023	USD	+10%	(58.01)
	USD	-10%	58.01
As at March 31, 2022	USD	+10%	(72.64)
	USD	-10%	72.64

**Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The Company's Long term borrowings have fixed rate of interest and carried at amortised costs. Hence, the Company is not subject to the interest rate risk since neither the carrying amount nor the future cash flows will change due to change in the market interest rates.

Working capital facility is as per contractual terms, primarily of short term in nature, which does not exposes company to significant interest rate risk.

**40.3 Credit risk**

Credit risk arises when a counterparty defaults on its contractual obligations to pay, resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining collaterals (such as Security Deposit) as a means of mitigating the risk of financial loss from defaults. The Company's exposure and credit ratings of its counterparties are continuously monitored based on the counterparty's past performance and business dynamics. Credit exposure is controlled by counterparty limits that are reviewed and approved by the credit risk and monitoring team at regular intervals.

Trade receivables consist of a large number of customers primarily in rural areas. Ongoing credit evaluation is performed on the financial condition and performance of accounts receivable. The average credit period is about 90 days. The Company's trade and other receivables consists of a large number of customers, hence the Company is not exposed to concentration risk. The maximum exposure to the credit risk at reporting date is primarily from trade receivables amounting to Rs.4223.52 Lacs

The credit risk on cash and bank balances is limited because the counter parties are banks with high credit ratings assigned by credit rating agencies.

The Company has not recorded any impairment of receivables relating to amounts owed by related parties for years ended March 2023 and March 2022 because it has evaluated their credit risk as low considering the financial stability of the ultimate parent.

**41. Corporate Social Responsibility :**

As per Section 135 of the Companies Act, 2013 ('Act'), a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The CSR activities of the Company are in line with the Schedule VII of the Act.

a) Gross amount required to be spent by the company during the year is ₹16.81 Lacs (2022: ₹ 9.66 Lacs)

b) Amount spent during the year on:

Particulars	2023	2022
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	26.66	-

c) Shortfall at the end of the year

Particulars	2023	2022
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	-	9.66

d) Total of previous years shortfall-

Particulars	2023	2022
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	-	-

e) Reason for shortfall-

N.A.

**42. Contingent Liabilities :**

(₹ in Lacs)

(To the extent not provide for)	As at March 31, 2023	As at March 31, 2022
Claims against the Company not acknowledged as debts in respect of the matters under dispute relating to :		
Custom Duty	18.37	18.37
Central Sales Tax	-	5.93
Bank Guarantee	5.50	5.50
<b>Total</b>	<b>23.87</b>	<b>29.80</b>

**43. Related Party Disclosures****43.1 Names of related parties and nature of related parties relationship where control exists.**

<b>Subsidiaries &amp; Associates :</b>	
i)Ghatprabha Fertilizers Private Limited	iii) Shrinivasa Agro Foods Private Limited
ii)Shiva-Parvati Poultry Feed Private Limited	
<b>Key Management Personnel:</b>	
i) Omprakash K. Gilda - Managing Director	v) Vijayprakash O. Agrawal - Director (Upto 11.05.2022)
ii) Deepak S. Maliwal - Director	vi) Umesh O. Bang - Chief Financial Officer
iii) Narayanlal P. Kalantri - Director	vii) Rashmi G. Agrawal - Company Secretary
iv) Arunkumar R. Toshniwal - Director	
i) Deepak S. Maliwal HUF	xxii)Shruti R. Kalantri
ii)Rekha D. Maliwal	xxiii)Chandrabhagabai O. Gilda
iii)Mohit D. Maliwal	xxiv)Anand O. Gilda
iv)Samta M. Maliwal	xxv)Kirti A. Gilda
v)Shyamsundar S. Maliwal	xxvi)Rekha R.. Dagdia
vi)Rukmadevi S. Maliwal	xxvii)Vijaya N. Toshniwal
vii)Mohit D. Maliwal HUF	xxviii)Nandkishore J. Toshniwal
viii)Madhusudan P. Kalantri	xxix)Chukidevi R. Toshniwal
ix)Madhusudan P. Kalantri HUF	xxx)Gokul V. Agrawal
x)Narayanlal P. Kalantri HUF	xxxi)Anilkumar O. Agrawal
xi)Santoshdevi M. Kalantri	xxxii)Santosh O.I Agrawal
xii)Sarojdevi N. Kalantri	xxxiii)Jaishree S. Agrawal
xiii)Preeti S. Kabra	xxxiv)Mangal S. Agrawal
xiv)Pooja V. Mantri	xxxv)Kamalkishor O. Agrawal
xv)Ravindra N. Kalantri	xxxvi)Pushpa K. Agrawal
xvi)Ravindra N. Kalantri HUF	xxxvii)Lata M.I Agrawal
xvii)Seema R. Kalantri	xxxviii)Vimlabai R. Agrawal
xviii)Laxminivas N. Kalantri	xxxix)Padma V. Kalantri
xix)Laxminivas N. Kalantri HUF	xxxx)Nandkishore J. Toshniwal
xx)Tejashree L. Kalantri	xxxxi)Vijaya N. Toshniwal
xxi)Rajkumar M. Kalantri	
<b>Enterprises owned or significantly influenced by group of individuals or their relatives who have control or significant influence over the Company :</b>	
i)Kalantri Engineering Works	ix)Durgeshwari Seeds & Fertilizers
ii)Madhu Industries	x)Vaibhavlaxmi Jewellers
iii)Ravito Engineering Works	xi)Dhanraj Enterprises
iv)Preeti Enterprises Incorporated	xii)R K Petroleum
v)Sai Trading Company	xiii)Suraj Agro Industries
vi)Kailash Fertilizers	xiv)Charumati Finance Private Limited
vii)Vijay Fertilizers Agency	xv)Virgo Fiscal Private Limited
viii)Kedar Krishi Seva Kendra	





Notes forming part of the financial statements

**43.2 Transactions during the year:**

(₹ in Lacs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>1 Purchase of Goods</b>		
<b>Subsidiaries</b>		
Ghatprabha Fertilizers Private Limited	41.49	20.93
Shiva-Parvati Poultry Feed Private Limited	-	25.41
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Kalantri Engineering Works	115.02	95.41
Madhu Industries	38.63	64.33
Sai Trading Company	2,513.21	997.77
Kailash Fertilizers	1,235.78	846.73
Vaibhavlaxmi Jewellers	53.81	27.55
Ravito Engineering Works	-	0.10
Dhanraj Enterprises	4.95	-
R K Petroleum	16.03	-
	<b>4,018.91</b>	<b>2,078.23</b>
<b>2 Sale of Goods</b>		
<b>Subsidiaries</b>		
Ghatprabha Fertilizers Private Limited	19.80	-
Shiva-Parvati Poultry Feed Private Limited	-	364.78
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Sai Trading Company	735.18	1,048.71
Kailash Fertilizers	77.49	283.61
Vijay Fertilizers Agency	41.06	59.65
Kedar Krushi Sewa Kendra	39.76	226.04
Durgeshwari Seeds & Fertilizers	7.83	16.05
Suraj Agro Industries	0.00	1,547.26
	<b>921.12</b>	<b>3,546.11</b>
<b>3 Services Received</b>		
<b>Subsidiaries</b>		
Shrinivasa Agro Foods Private Limited	-	3.89
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Ravito Engineering Works	4.27	9.73
Preeti Enterprises Incorporated	4.97	8.47
Kalantri Engineering Works	0.00	0.78
	<b>9.24</b>	<b>22.87</b>



<b>4. Interest Paid</b>		
<b>Subsidiaries</b>		
Shiva-Parvati Poultry Feed Private Limited	7.45	-
Shrinivasa Agro Foods Private Limited	7.89	-
<b>Key Management Personnel</b>		
Omprakash K. Gilda	9.65	-
Deepak S. Maliwal	0.40	0.40
Narayanlal P. Kalantri	4.45	1.60
<b>Relatives of Key Management Personnel</b>		
Anand O. Gilda	3.93	0.11
Chandrabhaga O. Gilda	1.80	-
Kirti A. Gilda	2.63	0.05
Rekha R. Dagdiya	0.30	0.01
Laxminivas N. Kalantri (HUF)	0.60	0.02
Laxminivas N. Kalantri	1.30	-
Madhusudan P. Kalantri (HUF)	5.01	0.10
Madhusudan P. Kalantri	1.00	0.05
Narayanlal P. Kalantri (HUF)	4.54	-
Pooja V. Mantri	1.28	0.27
Preeti S. Kabra	0.69	0.64
Ravindra N. Kalantri (HUF)	1.76	0.07
Ravindra N. Kalantri	1.59	-
Santoshdevi M. Kalantri	2.39	0.40
Sarojdevi N. Kalantri	1.65	0.05
Seema R. Kalantri	1.00	0.05
Tejashree L. Kalantri	1.45	0.06
Deepak S. M. (HUF)	1.60	1.60
Mohit D. Maliwal (HUF)	5.00	0.29
Mohit D. Maliwal	2.05	2.05
Rekha D. Maliwal	2.95	1.00
Rukhamadevi S. Maliwal	4.33	1.50
Samta M. Maliwal	1.50	1.50
Shyamsundar S. Maliwal	9.32	-
Nandkishore J. Toshniwal	1.61	0.71
Padma V. Kalantri	0.95	-
Rajkumar M. Kalantri	0.65	0.02
Shruti R. Kalantri	0.61	0.02
Vijaya N. Toshniwal	1.43	1.34
Charumati Finance Private Limited	2.86	-
Virgo Fiscal Private Limited	10.04	-
	<b>107.66</b>	<b>13.91</b>
<b>5. Loan Taken</b>		
<b>Subsidiaries</b>		
Shiva-Parvati Poultry Feed Private Limited	800.00	-
Shrinivasa Agro Foods Private Limited	500.00	-
<b>Key Management Personnel</b>		
Omprakash K. Gilda	155.00	-
Narayanlal P. Kalantri	30.00	-
<b>Relatives of Key Management Personnel</b>		
Anand O. Gilda	15.00	25.00
Chandrabhaga O. Gilda	20.00	-
Kirti A. Gilda	15.00	12.00
Rekha R. Dagdiya	-	3.00
Laxminivas N. Kalantri (HUF)	2.25	4.00
Laxminivas N. Kalantri	14.00	-
Madhusudan P. Kalantri (HUF)	61.00	-
Madhusudan P. Kalantri	-	10.00



Narayanlal P. Kalantri (HUF)	51.00	-
Pooja V. Mantri	9.00	2.00
Preeti S. Kabra	0.80	-
Ravindra N. Kalantri (HUF)	4.00	-
Ravindra N. Kalantri	20.00	-
Santoshdevi M. Kalantri	22.00	-
Sarojdevi N. Kalantri	7.00	-
Tejashree L. Kalantri	6.00	-
Rekha D. Maliwal	25.00	-
Rukhamadevi S. Maliwal	30.00	-
Shyamsundar S. Maliwal	100.00	-
Nandkishore J. Toshniwal	10.00	-
Padma V. Kalantri	20.00	-
Rajkumar M. Kalantri	-	8.00
Shruti R. Kalantri	-	7.50
Vijaya N. Toshniwal	18.00	-
Charumati Finance Private Limited	25.00	-
Virgo Fiscal Private Limited	115.00	-
	<b>2,075.05</b>	<b>71.50</b>
<b>6. Loan Repaid</b>		
<b>Subsidiaries</b>		
Shiva-Parvati Poultry Feed Private Limited	800.00	-
Shrinivasa Agro Foods Private Limited	500.00	-
<b>Key Management Personnel</b>		
Omprakash K. Gilda	120.00	-
	<b>1420.00</b>	<b>-</b>
<b>7. Remuneration Paid</b>		
<b>Key Managerial Personnel</b>		
Rashmi G. Agrawal	3.60	3.60
Umesh O. Bang	11.25	9.29
<b>Relatives of Key Management Personnel</b>		
Mohit D. Maliwal	44.00	18.46
Samta M. Maliwal	1.00	12.31
Rekha D. Maliwal	1.00	9.25
Rajkumar M Kalantri	12.58	8.53
Shruti R. Kalantri	0.00	3.40
Tejashree L. Kalantri	11.73	7.18
Santoshidevi M. Kalantri	11.73	7.18
Anand O. Gilda	18.50	12.51
Kirti A. Gilda	12.50	12.51
	<b>127.89</b>	<b>104.21</b>
<b>8. Dividend Paid</b>		
<b>Key Managerial Personnel</b>		
Omprakash K. Gilda	8.93	5.72
Deepak S. Maliwal	5.23	3.49
Narayanlal P. Kalantri	2.74	1.79
Arunkumar R. Toshniwal	1.55	1.03
Vijayprakash O. Agrawal	-	0.26



<b>Relatives of Key Management Personnel</b>		
Deepak S. Maliwal (HUF)	3.05	2.03
Mohit D. Maliwal	2.34	1.35
Rekha D. Maliwal	3.84	2.56
Samta M. Maliwal	0.62	0.21
Madhusudhan P. Kalantri	2.86	1.87
Santoshdevi M. Kalantri	2.27	1.42
Preeti S. Kabra	0.25	0.16
Narayanlal P. Kalantri (HUF)	0.59	0.25
Madhusudan P. Kalantri (HUF)	0.49	0.20
Ravikumar N. Kalantri (HUF)	0.23	0.07
Sarojdevi N. Kalantri	2.23	1.38
Pooja V. Mantri	0.16	0.11
Rajkumar M. Kalantri	0.72	0.39
Shruti R. Kalantri	0.43	0.00
Ravikumar N. Kalantri	0.40	0.24
Laxminivas N. Kalantri	0.63	0.16
Tejashree L. Kalantri	0.16	0.03
Seema R. Kalantri	0.01	0.01
Laxminivas N. Kalantri (HUF)	0.07	0.03
Chandrabhagabai O. Gilda	1.38	0.92
Anand K. Gilda	3.02	1.85
Kirti A. Gilda	1.59	1.06
Chukidevi Ramgopal Toshniwal	0.15	0.10
Vijaya N. Toshniwal	0.04	-
Nandkishore J. Toshniwal	0.02	-
Gokul V. Agrawal	-	0.25
Anilkumar O. Agrawal	-	0.16
Santosh O. Agrawal	-	0.01
Jaishree S. Agrawal	-	0.05
Mangal S. Agrawal	-	0.06
Kamalkishor O. Agrawal	-	0.24
Pushpa K. Agrawal	0.08	0.05
Lata M. Agrawal	0.09	0.06
Vimlabai R. Agrawal	-	0.01
Rekha R. Dagdiya	-	0.00*
	<b>46.15</b>	<b>29.57</b>

\*Amount less than a thousand



## 43.3 Outstanding balances as at the year end :

(₹ in Lacs)

	As at March 31, 2023	As at March 31, 2022
<b>Key Management Personnel</b>		
Omprakash K. Gilda	(35.00)	
Deepak S. Maliwal	(4.00)	(4.00)
Narayanlal P. Kalantri	(46.00)	(16.00)
<b>Relatives of Key Management Personnel</b>		
Anand O. Gilda	(40.00)	(25.00)
Chandrabhaga O. Gilda	(20.00)	-
Kirti A. Gilda	(27.00)	(12.00)
Rekha R. Dagdiya	(3.00)	(3.00)
Laxminivas N. Kalantri (HUF)	(6.25)	(4.00)
Laxminivas N. Kalantri	(14.00)	-
Madhusudan P. Kalantri (HUF)	(62.00)	(1.00)
Madhusudan P. Kalantri	(10.00)	(10.00)
Narayanlal P. Kalantri (HUF)	(51.00)	-
Pooja V. Mantri	(13.60)	(4.60)
Preeti S. Kabra	(7.20)	(6.40)
Ravindra N. Kalantri (HUF)	(18.00)	(14.00)
Ravindra N. Kalantri	(20.00)	-
Santoshdevi M. Kalantri	(26.00)	(4.00)
Sarojdevi N. Kalantri	(17.00)	(10.00)
Seema R. Kalantri	(10.00)	(10.00)
Tejashree L. Kalantri	(17.00)	(11.00)
Deepak S. Maliwal (HUF)	(16.00)	(16.00)
Mohit D. Maliwal (HUF)	(50.00)	(50.00)
Mohit D. Maliwal	(20.50)	(20.50)
Rekha D. Maliwal	(35.00)	(10.00)
Rukhamadevi S. Maliwal	(45.00)	(15.00)
Samta M. Maliwal	(15.00)	(15.00)
Shyamsundar S. Maliwal	(100.00)	-
Nandkishore J. Toshniwal	(20.00)	(10.00)
Padma V. Kalantri	(20.00)	-
Rajkumar M. Kalantri	(8.00)	(8.00)
Shruti R. Kalantri	(7.50)	(7.50)
Vijaya N. Toshniwal	(18.00)	-
Charumati Finance Private Limited	(40.00)	-
Virgo Fiscal Private Limited	(115.00)	-
<b>3 Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Sai Trading Company	(147.06)	(5.37)
Kailash Fertilizers	(46.05)	(116.87)
Vijay Fertilizers Agency	4.90	23.23
Kedar Krushi Sewa Kendra	2.78	8.49
Durgeshwari Seeds & Fertilizers	0.39	3.87
Kalantri Engineering Works	0.00*	0.02
Madhu Industries	-	0.00*
Ravito Engineering Works	(0.02)	0.00*
Preeti Enterprises Incorporated	0.00*	-

\*Amount less than a thousand

## Note:

- No amounts in respect of related parties have been written off / written back during the year, nor has any provision been made for doubtful debts / receivables during the year.
- Related party relationships have been identified by the management and relied upon by the Auditors
- Related party transactions have been disclosed on basis of value of transactions in terms of the respective contracts.
- Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties
- Figures in the brackets represents trades payables/other liabilities.

**44. Segment Information :****44.1 Products and services from which reportable segments derive their revenues :**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. Accordingly, the Company's reportable segments under Ind AS 108 are Fertilizers and Seeds & Other Agricultural products in the domestic market.

The following is an analysis of the Company's revenue and results from operations by reportable segment:

(₹ in Lacs)

Particulars	31-03-2023	31-03-2022
<b>Segment Revenue</b>		
Operating Revenue		
a) Fertilizers	17,854.58	17,433.23
b) Seeds and other agricultural commodities	101.18	3,064.39
<b>Total</b>	<b>17,955.77</b>	<b>20,497.62</b>
Less: Inter-segment revenue	-	-
<b>Income from operations</b>	<b>17,955.77</b>	<b>20,497.62</b>
<b>Segment Result</b>		
a) Fertilizers	1,081.61	1,889.21
b) Seeds and other agricultural commodities	(9.44)	(27.65)
<b>Total</b>	<b>1,072.17</b>	<b>1,916.86</b>
Adjusted for:		
a) Finance costs	(424.30)	(341.54)
b) Other income	32.04	34.80
<b>Profit before tax</b>	<b>679.92</b>	<b>1,610.12</b>

**44.2 Segment assets and liabilities :**

(₹ in Lacs)

Particulars	As at 31-03-2023	As at 31-03-2022
<b>Segment assets</b>		
a) Fertilizers	13,873.36	12,453.27
b) Seeds and other agricultural commodities	123.24	199.76
<b>Total</b>	<b>13,996.60</b>	<b>12,653.03</b>
<b>Segment liabilities</b>		
a) Fertilizers	6,526.64	5,607.87
b) Seeds and other agricultural commodities	1.74	4.87
<b>Total</b>	<b>6,528.38</b>	<b>5,612.74</b>

**45. Ratio Analysis and its elements:**

Ratio	31-03-2023	31-03-2022	Change in %	Reasons for variance
Current Ratio (Times)	2.12	1.86	14.03	N.A.
Debt-Equity Ratio (Times)	0.62	0.47	32.44	Refer Note 45.1
Debt Service Coverage Ratio (Times)	2.15	3.25	(33.95)	Refer Note 45.2
Return on Equity (Percentage)	6.94%	18.73%	(62.95)	Refer Note 45.2
Inventory Turnover Ratio (Times)	2.72	4.47	(39.23)	Refer Note 45.3
Trade Receivables turnover ratio (Times)	3.76	5.33	(29.53)	Refer Note 45.4
Trade payables turnover ratio (Times)	13.52	24.49	(44.80)	Refer Note 45.5
Net capital turnover ratio (Times)	3.22	4.81	(33.01)	Refer Note 45.6
Net Profit Ratio (Percentage)	2.80%	5.91%	(52.54)	Refer Note 45.7
Return on Capital employed (Percentage)	8.99%	18.56%	(51.56)	Refer Note 45.8
Return on Investment (Percentage)	4.35%	1.52%	186.64	Refer Note 45.9





- 45.1 Increase in borrowing to meet short term working capital requirement.  
 45.2 Lower profitability and increase in interest cost.  
 45.3 Increase in inventory and decrease in sales turnover.  
 45.4 Relaisation of debtors and decrease in sales turnover.  
 45.5 Increase in average trade payables.  
 45.6 Higher working capital and decrease in sales turnover.  
 45.7 Steep cost inflation in key raw material prices.  
 45.8 Increase in capital employed.  
 45.9 Decrease in deposits.

**45A Formula used to compute ratios:**

Ratio	Formula
Current Ratio (Times)	Current Assets/ Current Liabilities
Debt-Equity Ratio (Times)	Total Debt (1)/ Total Equity
Debt Service Coverage Ratio (Times)	Earnings Available for debt Seviles (2)/ Interest+ Principal Repayments
Return on Equity (Percentage)	PAT/ Average Equity
Inventory Turnover Ratio (Times)	Cost of material consumed+ Purchase of stock in trade+ Change in inventories / Average Inventory
Trade Receivables turnover ratio (Times)	Revenue from Operations/ Average Trade Receivables
Trade payables turnover ratio (Times)	Purchases / Average Trade Payable
Net capital turnover ratio (Times)	Revenue from Operations/ Working Capital
Net Profit Ratio (Percentage)	Profit for the year/ Turnover
Return on Capital employed (Percentage)	EBIT/ Capital Employed (3)
Return on Investment (Percentage)	Interest Income/ Current and Non current deposits

Note :

Total Debt includes non current and current borrowings .

Net profit after taxes + Non- cash operating expenses+ Interest+Other adjustment like Loss on sale of fixed assets etc.

Total Equity + Financial Liabilities ( Borrowings) + Deferred tax liabilities

**46. Other statutory information**

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.  
 (ii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.  
 (iii) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.  
 (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.  
 (v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.  
 (vi) The Company does not have any transactions with companies struck off.
47. Previous period / year figures have been regrouped/reclassified, where necessary, to conform to the current period / year classification.

As per our report of even date

**For Falor Jhavar Khatod & Co.**

Chartered Accountants

Firm Registration No.: 104223W

**Jaiprakash S. Falor**

Partner

Membership No. 043337

Place: Nanded

Date: May 30, 2023

For and on behalf of the Board of Directors

**Omprakash K. Gilda**

Managing Director

DIN 01655503

**Deepak S. Maliwal**

Director

DIN 00452540

**Umesh O. Bang**

Chief Financial Officer

**Rashmi G. Agrawal**

Company Secretary



**Consolidated Financial Statements of  
Shiva Global Agro Industries Ltd.  
and its Subsidiaries  
for the year ended March 31, 2023**



# INDEPENDENT AUDITOR'S REPORT

**To**  
**The Members of**  
**Shiva Global Agro Industries Limited**

**Report on the audit of the Consolidated Financial Statements**

**Opinion**

We have audited the accompanying Consolidated financial statements of Shiva Global Agro Industries Limited ("the Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements".)

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the 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 consolidated state of affairs of the Group as at March 31, 2023, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our

responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated 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 consolidated financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.



Sr.No.	Key Audit Matter	Auditor's Response
<b>1</b>	<p><b>Revenue recognition (as described in note 2.12 of the standalone financial statements)</b></p> <p>For the year ended March 31, 2023 the Company has recognized revenue from sale of goods of Rs.54020.49 Lacs.</p> <p>Revenue from sale of goods is recognized when the significant risk and rewards of ownership of the goods have been transferred to the customer which generally coincide with the delivery of goods, recovery of consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. The Company considers estimated time of delivery of goods and this has an impact on the timing and extent of revenue recognition from sale of products. The varied terms that define when title, risk and rewards are transferred to the customer, as well as the high volume of transactions, give rise to the risk that revenue could be recognized in the incorrect period for sales transactions occurring on and around the year end.</p> <p>Accordingly, due to the significant risk associated with revenue recognition, it has been determined to be a key audit matter in our audit of the Consolidated financial statements.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Evaluated the Company's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers'.</li> <li>• Understood and tested the operating effectiveness of internal controls as established by the management in relation to revenue recognition.</li> <li>• Performed sales transactions testing based on a representative sampling and traced to sales invoices and other related documents to ensure that the related revenues and trade receivables are recorded appropriately taking into consideration the terms and conditions of the agreements with customers, including the shipping terms.</li> <li>• Tested sales transactions made near the year end by agreeing a sample of sales transactions occurring around the year end to supporting documentation including customer confirmation of receipt of goods to establish that sales and corresponding trade receivables are properly recorded in the correct period.</li> <li>• Performed monthly analytical review of revenue from sale of goods by streams to identify any unusual trends.</li> <li>• Assessed the relevant disclosures made within the consolidated financial statements</li> </ul>
<b>2</b>	<p><b>Impact of government policies/ notifications on recognition of subsidy accruals/claims and their recoverability (as described in note 2.12 of the Consolidated financial statements)</b></p> <p>Subsidy income pertaining to fertilizer business is recognised on the basis of the rates notified from time to time by the Department of Fertilizers, Government of India ('GOI') in accordance with the Nutrient Based Subsidy ('NBS') policy on the quantity of fertilizers sold by the Company for the period for which notification has been issued and for the remaining period, based on estimates, when there is a reasonable assurance that the Company will comply with all necessary conditions attached to Subsidy including Direct Benefit Transfer ('DBT') System which was introduced by Government of India.</p> <p>For the year ended March 31, 2023, subsidy income of Rs.6039.86 Lacs is recognized.</p> <p>Recognition and realisability of subsidy income is dependent on GOI Policy and its various initiatives/ schemes</p>	<p>Our audit procedures included the following :</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the process and tested the design and operating effectiveness of controls as established by management in recognition and assessment of the recoverability of the subsidy</li> <li>• Evaluated the management's assessment regarding reasonable certainty for complying with the relevant conditions as specified in the notifications and policies and collections of subsidy</li> <li>• Read all the notifications issued by Department of Fertilizers applicable for subsidy recognized during the year</li> <li>• Considered the relevant notifications and policies issued by Department of Fertilizers to ascertain the recognition of subsidy, adjustments thereto recognised pursuant to changes in the rates and basis for determination of subsidy.</li> <li>• Tested the ageing analysis and assessed the information used by the management to determine the recoverability of the subsidy by</li> </ul>



		<p>considering collections against historical trends, the level of credit loss charged over time and provisions made.</p> <ul style="list-style-type: none"> <li>• Correlated the sales quantity considered for subsidy income with the actual sales made by the Company.</li> <li>• Agreed the quantities sold as per the Company books with the customer acknowledged-gements as per the iFMS portal of the Department of Fertilisers and tested the DBT claims made by the Company.</li> <li>• Enquired from the Management and discussed with the Board of Directors, the appropriateness of the subsidy rates applied to recognise subsidy income.</li> <li>• Assessed the related disclosure in Consolidated financial statements</li> </ul>
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### Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report and Management Discussion and Analysis, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for

maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it



exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (If the Act, we are also responsible for expressing our opinion on whether the Parent 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial

statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

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

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

1. As required by section 143(3) of the Act, based on our audit we report, to the extent applicable 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 purpose of our audit of the aforesaid consolidated financial statements.
  - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Company so far as it appears from our examination of those books.
  - c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of the preparation of the consolidated financial statements.
  - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards prescribed under section 133 of the Act.





- e. On the basis of the written representations received from the directors of the Parent as on March 31, 2023 taken on record by the Board of Directors of the Parent and its subsidiary companies incorporated in India, none of the directors of the Group companies is disqualified as on March 31, 2023 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies, for the reasons stated therein.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group;
  - The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent and its subsidiary companies incorporated in India.
  - As stated in note 18.5 to the consolidated financial statements,
    - The final dividend paid by the Holding Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act, to the extent it applies to payment of dividend.
    - The Board of Directors of the Holding Company have not proposed dividend for the year.
- h. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Holding Company and its subsidiary companies incorporated in India with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
2. As required by the Companies (Auditor's Report) Order, 2021 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary companies incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure B" a statement on the matters specified in paragraph 3(xxi) of the Order.

For Falor Jhavar Khatod & Co.  
Chartered Accountants  
Firm Registration No. 104223W

CA Jaiprakash S. Falor  
Partner

Place: Nanded  
Date: May 30, 2023

Membership No. 043337  
UDIN: 23043337BGUZH4787

## ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal & Regulatory Requirements' section of our report of even date)

### **Report on the Internal Financial Controls over Financial Reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls over financial reporting of **Shiva Global Agro Industries Limited** (hereinafter referred to as "the Parent") and its subsidiary companies, which are companies incorporated in India, as of that date.

### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Parent and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct

of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

### **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 purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with



authorizations of the Management and Directors of the Company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the 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 to the best of our information and according to the explanations given to us, the Parent and its subsidiary companies, which are companies incorporated in India, have,

in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the criteria for internal financial control over financial reporting established by the respective companies 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.

For **Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No. 104223W

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**Jaiprakash S. Falor**  
Partner

Place: Nanded  
Date: May 30, 2023

Membership No. 043337  
UDIN: 23043337BGUZXH4787



## ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the company and to the best of our knowledge and belief, we state that:

3(xxi) There are no qualifications or adverse remarks in the Companies (Auditors Report) Order (CARO) reports issued by us for the Holding Company and by the respective auditors in the CARO reports of the subsidiary companies included in the consolidated financial statements.

For **Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No. 104223W

**Jaiprakash S. Falor**  
Partner

Membership No. 043337  
UDIN: 23043337BGUZH4787

Place: Nanded  
Date: May 30, 2023

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

Consolidated Balance Sheet as at March 31, 2023

(₹ in Lacs)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
<b>I. ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, plant and equipment	3	3,712.09	3,761.44
(b) Right-of-use assets	4	23.57	23.96
(c) Capital work-in-progress	5	6.75	78.06
(d) Investment property	6	502.36	486.73
(e) Other intangible assets	7	0.00*	0.72
(f) Financial assets			
(i) investments	8	169.91	263.00
(ii) Other financial assets	9	188.83	162.72
(h) Other non-current assets	10	633.55	635.52
<b>Total non-current assets</b>		<b>5,237.05</b>	<b>5,412.16</b>
<b>Current assets</b>			
(a) Inventories	11	17,105.60	12,392.48
(b) Financial assets			
(i) Trade receivables	12	7,364.37	8,763.39
(ii) Cash and cash equivalents	13	56.80	182.34
(iii) Bank balances other than above	14	200.15	301.97
(iv) Loans & Advances	15	540.50	500.00
(v) Others financial assets	16	23.01	18.66
(c) Current tax assets		105.39	36.02
(d) Other current assets	17	355.64	565.96
<b>Total current assets</b>		<b>25,751.45</b>	<b>22,760.83</b>
<b>Total - assets</b>		<b>30,988.51</b>	<b>28,172.99</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	18	999.30	999.30
(b) Other equity	19	10,127.71	9,656.28
<b>Equity attributable to equity holders of the parent</b>		<b>11,117.01</b>	<b>10,655.58</b>
<b>Non controlling interest</b>		<b>3,939.35</b>	<b>3,916.40</b>
<b>Total equity</b>		<b>15,066.36</b>	<b>14,571.98</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	20	1,548.91	1,272.56
(b) Provisions	21	49.77	41.13
(c) Deferred tax liabilities (Net)	22	356.65	410.31
<b>Total non-current liabilities</b>		<b>1,955.33</b>	<b>1,724.00</b>

\* Amount less than a thousand

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

Consolidated Balance Sheet as at March 31, 2023

(₹ in Lacs)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	23	11,340.78	8,851.65
(ii) Trade payables	24		
(a) Total outstanding dues of Micro, Small and Medium Enterprises.		293.99	159.23
(b) Total outstanding dues other than Micro, Small and Medium Enterprises.		1,659.99	1,502.61
(iii) Other financial liabilities	25	204.44	625.48
(b) Other current liabilities	26	416.34	592.44
(c) Provisions	27	31.86	29.47
(d) Current tax liabilities	22.5	19.40	116.12
<b>Total current liabilities</b>		<b>13,966.81</b>	<b>11,877.00</b>
<b>Total equity and liabilities</b>		<b>30,988.51</b>	<b>28,172.99</b>

Corporate information and significant accounting policies 1 &amp; 2

See accompanying notes to the financial statements.

In terms of our report attached  
**For Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board of Directors

**Jaiprakash S. Falor**  
Partner  
Membership No. 043337

**Omprakash K. Gilda**  
Managing Director  
DIN: 01655503

**Deepak S. Maliwal**  
Director  
DIN: 00452540

Place: Nanded  
Date: May 30, 2023

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary



**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

Consolidated Statement of Profit and Loss for the year ended March 31, 2023 (₹ in Lacs)

Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>I. Income:</b>			
Revenue from operations	28	54,020.49	63,831.58
Other income	29	125.21	115.50
<b>Total income</b>		<b>54,145.70</b>	<b>63,947.08</b>
<b>II. Expenses:</b>			
Cost of materials consumed	30	43,463.94	45,026.03
Purchases of stock-in-trade	31	5,355.73	10,644.66
Changes in inventories of finished goods, work-in-progress and stock-in-trade	32	(2,468.42)	(1,669.77)
Employee benefits expense	33	998.78	888.11
Finance costs	34	1,057.87	716.31
Depreciation and amortization expense	35	286.02	273.79
Other expenses	36	4,676.90	5,464.71
<b>Total expenses</b>		<b>53,370.82</b>	<b>61,343.83</b>
<b>III. Profit before tax</b>		<b>774.88</b>	<b>2,603.25</b>
<b>IV. Tax expense:</b>			
(1) Current tax		258.79	654.13
(2) Deferred tax		(54.07)	(5.10)
<b>Total Tax Expense</b>		<b>204.72</b>	<b>649.03</b>
<b>V. Profit for the year</b>		<b>570.16</b>	<b>1,954.22</b>
<b>VI. Other comprehensive income</b>			
[A] (i) Items that will not be reclassified to profit or loss			
- Fair valuation of equity instruments through other comprehensive income		(6.77)	5.19
- Remeasurement of defined benefit plan	39	6.35	(15.31)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(2.03)	4.56
[B] (i) Items that will be reclassified to profit or loss		-	-
<b>Total other comprehensive income</b>		<b>(2.45)</b>	<b>(5.56)</b>
<b>Total Comprehensive Income for the year</b>		<b>567.71</b>	<b>1,948.67</b>
<b>VII. Earnings per equity share</b>	37		
- Basic		5.47	15.97
- Diluted		5.47	15.97

Corporate information and significant accounting policies 1 &amp; 2

See accompanying notes to the financial statements.

In terms of our report attached  
**For Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board of Directors

**Jaiprakash S. Falor**  
Partner  
Membership No. 043337

**Omprakash K. Gilda**  
Managing Director  
DIN: 01655503

**Deepak S. Maliwal**  
Director  
DIN: 00452540

Place: Nanded  
Date: May 30, 2023

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

Statement of Cash Flow for the year ended March 31, 2023

(₹ in Lacs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>A CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	774.88	2,603.25
Adjustments for :		
Interest paid	1,057.87	716.31
Depreciation and amortization	286.02	273.79
Remeasurement of defined benefit plans	6.35	(15.31)
Gain on sale of property, plant and equipment	(0.69)	(0.87)
Interest received	(65.33)	(61.63)
Dividend income	(1.29)	(2.70)
Gain on sale of investments	(7.20)	(16.17)
Other non-operating income	(50.71)	(34.14)
<b>Operating profit before working capital changes</b>	<b>1,999.91</b>	<b>3,462.54</b>
Changes in working capital:		
Trade and other receivables	1,642.18	(3,307.37)
Inventories	(4,713.12)	(4,338.82)
Trade payables and other liabilities	(298.80)	1,716.42
<b>Cash generated from operations</b>	<b>(1,369.83)</b>	<b>(2,467.23)</b>
Direct taxes paid	(424.88)	(662.72)
<b>NET CASH FLOW USED IN OPERATING ACTIVITIES</b>	<b>(1,794.71)</b>	<b>(3,129.95)</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(180.04)	(301.46)
Profit on sale of mutual funds	7.20	16.17
Other non-operating income	50.71	34.14
Sale of property, plant and equipment	0.87	4.00
Investment realised/(made)	86.32	(187.86)
Interest received	65.33	61.63
Dividend received	1.29	2.70
<b>NET CASH / (USED IN) INVESTING ACTIVITIES</b>	<b>31.67</b>	<b>(370.69)</b>
<b>C CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Repayment of short-term borrowings	2,489.68	4,840.48
Repayment of long-term borrowings	(184.73)	(889.99)
Repayment of unsecured loans	460.54	47.14
Interest paid	(1,057.87)	(716.31)
Dividend paid including tax thereon	(70.12)	(49.97)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>1,637.50</b>	<b>3,231.34</b>

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

## Statement of Cash Flow for the year ended March 31, 2023

(₹. in Lacs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
D Net Increase in Cash and Cash Equivalents	(125.55)	(269.30)
E Cash and Cash Equivalents at the beginning of the year	182.34	451.64
F Cash and Cash Equivalents at the end of the year	56.80	182.34

**Notes:**

Cash Flow Statement has been prepared under the Indirect method as set out in the Indian Accounting Standard 7 on Cash Flow Statements. Cash and cash equivalents in the Cash Flow Statement comprise cash at bank and in hand, demand deposits and cash equivalents which are short-term and held for the purpose of meeting short-term cash commitments.

See accompanying notes to the financial statements.

As per our report of even date

For and on behalf of the Board of Directors

**For Falor Jhavar Khatod & Co.**

Chartered Accountants

Firm Registration No.: 104223W

**Jaiprakash S. Falor**

Partner

Membership No. 043337

**Omprakash K. Gilda**

Managing Director

DIN: 01655503

**Deepak S. Maliwal**

Director

DIN: 00452540

Place: Nanded

Date: May 30, 2023

**Umesh O. Bang**

Chief Financial Officer

**Rashmi G. Agrawal**

Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

CIN: L24120MH1993PLC070334

Consolidated Statement of Changes in Equity the year ended March 31, 2023

**a. Equity Share Capital**

(₹ in Lacs)

	Number of Shares	Amount in ₹
Balance as at April 01, 2021	99,93,000	999.30
Changes in equity share capital during the year 2021-22	-	-
<b>Balance as at March 31, 2022</b>	<b>99,93,000</b>	<b>999.30</b>
Balance as at April 01, 2022	99,93,000	999.30
Changes in equity share capital during the year 2022-23	-	-
<b>Balance as at March 31, 2023</b>	<b>99,93,000</b>	<b>999.30</b>

**b. Other equity**

(₹ in Lacs)

Particulars	Reserves & Surplus				Items of other comprehensive income		Total Other Equity
	Capital Reserves	Securities Premium	General Reserve	Retained Earnings	Equity Instruments through OCI	Remeas- surments of benefit plan	
<b>Balance as at April 01, 2021</b>	<b>443.35</b>	<b>1,885.50</b>	<b>445.60</b>	<b>5,339.95</b>	<b>12.44</b>	<b>(10.97)</b>	<b>8,115.87</b>
Profit for the period	-	-	-	1,595.92	-	-	1,595.92
Other comprehensive income for the year, net of income tax	-	-	-	-	7.51	(10.29)	2.78
<b>Total comprehensive income for the year</b>	<b>443.35</b>	<b>1,885.50</b>	<b>445.60</b>	<b>6,935.86</b>	<b>19.95</b>	<b>(21.27)</b>	<b>9,709.00</b>
Transfer to general reserve	-	-	20.73	(20.73)	-	-	-
Less: Dividend	-	-	-	(49.97)	-	-	(49.97)
Items that reclassified from OCI to retained earnings	-	-	-	3.39	(6.15)	-	(2.76)
<b>Balance as at March 31, 2022</b>	<b>443.35</b>	<b>1,885.50</b>	<b>466.33</b>	<b>6,868.56</b>	<b>13.81</b>	<b>(21.27)</b>	<b>9,656.28</b>
<b>Balance as on April 01, 2022</b>	<b>443.35</b>	<b>1,885.50</b>	<b>466.33</b>	<b>6,868.56</b>	<b>13.81</b>	<b>(21.27)</b>	<b>9,656.28</b>
Profit for the period	-	-	-	546.42	-	-	546.42
Other comprehensive income for the year, net of income tax	-	-	-	-	(3.03)	1.49	(1.54)
<b>Total comprehensive income for the year</b>	<b>443.35</b>	<b>1,885.50</b>	<b>466.33</b>	<b>7,414.98</b>	<b>10.90</b>	<b>(19.78)</b>	<b>10,201.16</b>
Transfer to general reserve	-	-	15.10	(15.10)	-	-	-
Less: Dividend	-	-	-	(74.95)	-	-	(74.95)
Items that reclassified form OCI to retained earnings	-	-	-	(1.14)	2.64	-	1.50
<b>Balance as at March 31, 2023</b>	<b>443.35</b>	<b>1,885.50</b>	<b>481.43</b>	<b>7,329.27</b>	<b>13.42</b>	<b>(19.78)</b>	<b>10,127.71</b>

See accompanying notes to the financial statements.

In terms of our report attached

**For Falor Jhavar Khatod & Co.**

Chartered Accountants

Firm Registration No.: 104223W

For and on behalf of the Board of Directors

**Jaiprakash S. Falor**

Partner

Membership No. 043337

**Omprakash K. Gilda**

Managing Director

DIN: 01655503

**Deepak S. Maliwal**

Director

DIN: 00452540

Place: Nanded

Date: May 30, 2023

**Umesh O. Bang**

Chief Financial Officer

**Rashmi G. Agrawal**

Company Secretary

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS****1. CORPORATE INFORMATION**

Shiva Global Agro Industries Limited, having corporate office in Nanded, Maharashtra, India, incorporated under provisions of The Companies Act, 2013. The company is a public limited company and listed on the Bombay Stock Exchange Limited. The company is engaged in manufacturing and trading of fertilizers.

These are Company's consolidated financial statements. The Company also prepared consolidated financial statements separately. The financial statements for the year ended March 31, 2023 were authorized and approved for issue by the Board of Directors on May 30, 2023.

**1.1 STATEMENT OF COMPLIANCE:**

The consolidated financial statements which comprise the Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows, and the Statement of Changes in Equity ("financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015, along with relevant amendment rules issued thereafter and other relevant provisions of the Act, as applicable. The Company has consistently applied accounting policies to all periods.

**1.2 BASIS FOR PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS:**

The consolidated financial statements include accounts of Shiva Global Agro Industries Limited ("the Company") and its subsidiaries Ghatprabha Fertilizers Private Limited, Shiva-Parvati Poultry Feed Private Limited and Shrinivasa Agro Foods Private Limited; all together referred to as 'the Group'.

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, and on accrual basis. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except leasing transactions that are within the scope of Ind AS 116, and

measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, a number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Group has an established control framework with respect to the measurement of fair values.

Fair value categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques 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 asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices)

*Level 3:* Unobservable inputs for the asset or liability.

Based on the nature of activities of the Company and the average time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

**1.3 BASIS OF CONSOLIDATION**

The Group consolidates entities which it owns or controls. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statements of the Group companies are consolidated on a line-by-line basis and intra-Group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Group, are excluded. Non Controlling Interest's share of profit / loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company. Non Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing

control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable Ind AS). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under Ind AS 109, or, when applicable, the cost on initial recognition of an investment in an associate.

#### 1.4 FUNCTIONAL AND PRESENTATION CURRENCY:

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates (i.e., the "functional currency"). The financial statements are presented in Indian Rupee (₹), the national currency of India, which is the functional currency of the Group and rounded to the nearest Lakhs.

The consolidated financial statements have been prepared and presented using Indian Rupees (₹) which is Group's functional and presentation currency.

#### 1.5 USE OF ESTIMATES:

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amount of assets and liabilities, the disclosures of contingent liabilities at that date of the financial statements and the reported amounts of revenues and expenses during the year.

Application of accounting policies that require complex and subjective judgements and the use of assumptions in these financial statements are disclosed below:

1. Recognition of revenue
2. Subsidy income and related receivables

3. Estimation of net realizable value of inventories
4. Leases
5. Recognition of Deferred tax liability
6. Measurement of defined benefit obligation: key actuarial assumptions.
7. Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.
8. Estimation of useful life of property, plant and equipments and intangible assets
9. Estimation of current tax expenses and payable.

Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from these estimates. Appropriate changes in estimates are made as and when management becomes aware of changes in circumstances surrounding the estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods and, if material, their effects are disclosed in the notes to financial statements.

#### NOTE 2: SIGNIFICANT ACCOUNTING POLICIES:

##### 2.1 PROPERTY, PLANT & EQUIPMENT AND DEPRECIATION:

###### i) Recognition & Measurement:

Property, Plant & Equipment are stated at original cost net of tax/ duty credits availed, if any, less accumulated depreciation and impairment losses, if any. Cost comprises of the acquisition price/construction cost, including any non-refundable taxes or levies, cost of borrowings till the date of capitalization in the case of assets involving material investment and substantial lead time and any directly attributable expenditure incurred in bringing the asset to its working condition for the intended use by management. Further any trade discounts and rebates are deducted. Property, plant and equipment not ready for intended use as on the date of balance sheet are disclosed as "Capital work-in-progress" at cost less impairment losses, if any.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other cost directly attributable to bringing the item to working condition for its intended use.

###### ii) Subsequent cost:

Subsequent expenditure related to an item of property, plant and equipment is added to its carrying amount only if it increases the future economic benefits from the existing assets beyond its previously assessed standard of performance and such costs of the item can be measured reliably. All other subsequent cost are charged to the Statement of profit and loss at the time of incurrence.



**iii) Depreciation:**

Property, plant & equipment, other than Freehold Land, are depreciated on a pro-rata basis on the Straight-Line method as per the estimated useful life specified in Schedule II of the Companies Act, 2013 from the date the asset is ready to put to use.

The residual values, useful lives and methods of depreciation of property plant and equipment are reviewed by management at each reporting date and adjusted prospectively, as appropriate.

**iv) Capital work-in-progress**

Cost of property, plant and equipment not ready for use as at the reporting date are disclosed as capital work-in-progress.

**v) Derecognition:**

An item of property, plant and equipment is derecognized either when they have been disposed of or when no future economic benefit is expected to arise from the continued use of the asset. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the year of de-recognition .

**2.2 INVESTMENT PROPERTIES****i) Recognition & Measurement:**

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition, including transaction costs. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the asset will flow to the Company. All other repair and maintenance costs are recognized in Statement of profit and loss as incurred. Properties held under leases are classified as investment properties when it is held to earn rentals or for capital appreciation or for both, rather than for sale in the ordinary course of business or for use in production or administrative functions. In case of subleases, where the Company is immediate lessor, the right of use arising out of related sub leases is assessed for classification as investment property.

**ii) Subsequent measurement :**

Investment properties are subsequently measured at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation on investment properties is provided on the straight-line method over the lease period of the right-of-use assets.

Though, the Company measures investment properties using cost based measurement, the fair value of investment property is disclosed in the notes.

**iii) Depreciation :**

Depreciation on Investment property, wherever applicable, is provided on prorata basis using Straight Line Method as per the estimated useful lives,

prescribed in Schedule II to the Companies Act, 2013.

**iv) Transfers :**

Transfer to investment property is made when there is a change in use of property, evidenced by end of owner-occupation, for a transfer from owner-occupied property to investment property.

**v) De-recognition :**

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the year of de-recognition.

**2.3 INTANGIBLE ASSETS:****i) Recognition & Measurement:**

Intangible Assets are stated at acquisition cost and other costs incurred, which is attributable to prepare the asset for its intended use, less accumulated amortization and impairment losses, if any.

**ii) Subsequent recognition:**

Expenditure is capitalized only if it is probable that future economic benefits associated with the expenditure will flow to the entity and such costs can be measured reliably. All other expenditure shall be recognized in profit or loss as incurred.

**iii) Amortisation:**

Intangible Assets are amortized on the basis of Straight-Line method. Specified software purchased is amortized over their estimated useful lives.

**iv) Derecognition:**

An intangible asset is derecognized either when they have been disposed of or when no future economic benefit is expected to arise from the continued use of the asset. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the year of de-recognition.

**2.4 IMPAIRMENT :**

The carrying amount of Property, plant & equipment, Investment properties and Intangible assets are reviewed at each balance sheet date to assess impairment if any, based on internal/external factors. An asset is treated as impaired, when the carrying cost of asset exceeds its recoverable value, being higher of value in use and net selling price. An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired.

**2.5 LEASES**

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are

capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the statement of profit and loss.

Other leases are treated as operating leases, with payments are recognized as expense in the statement of profit & loss on a straight-line basis over the lease term.

## 2.6 FINANCIAL INSTRUMENTS:

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

### Financial assets

#### i. Recognition and initial measurement:

Trade receivables and debt instruments are initially recognised when they are originated. All other financial assets are initially recognised when the Company becomes a party to the contractual provisions of the instrument. All financial assets are initially measured at fair value plus, for an item not at fair value through Statement of profit and loss, transaction costs that are attributable to its acquisition or use.

#### ii. Classification and subsequent measurement Classification for the purpose of initial recognition, the Company classifies its financial assets in following categories:

- Financial assets measured at amortised cost;
- Financial Asset Measured at fair value through other comprehensive income ('FVTOCI'); or
- Financial asset measured at fair value through Statement of profit and loss ('FVTPL'). Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset being 'debt instrument' is measured at the amortised cost if both of the following conditions are met:

- The financial asset is held within a business model whose objective is to hold assets for collecting

contractual cash flows

- The contractual terms of the financial asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest ('SPPI') on the principal amount outstanding.

A financial asset being 'debt instrument' is measured at the FVTOCI if both of the following criteria are met:

- The asset is held within the business model, whose objective is achieved both by collecting contractual cash flows and selling the financial assets, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are SPPI on the principal amount outstanding.

A financial asset being equity instrument is measured at FVTPL. All financial assets not classified as measured at amortised cost or FVTOCI as described above are measured at FVTPL.

#### iii. Subsequent measurement

Financial assets at amortised cost. These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses, if any. Interest income and impairment are recognised in the Statement of profit and loss. Financial assets at FVTPL These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognised in the Statement of profit and loss.

#### iv. Derecognition:

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. Any gain or loss on derecognition is recognised in the Statement of profit and loss.

#### iv. Impairment of financial assets (Other than at fair value):

The Company recognises loss allowances using the Expected Credit Loss ('ECL') model for the financial assets which are not fair valued through Statement of profit and loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition, in which case those financial assets are measured at lifetime ECL. The changes (incremental or reversal) in loss allowance computed using ECL model, are recognised as an impairment gain or loss in the Statement of profit and loss.

**v. Investments in subsidiaries:**

On initial recognition, these investments are recognized at fair value plus any directly attributable transaction cost. Subsequently, they are measured at cost.

**Financial liabilities****I. Recognition and initial measurement :**

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. All financial liabilities are initially measured at fair value minus, for an item not at fair value through Statement of profit and loss, transaction costs that are attributable to the liability.

**II. Classification and subsequent measurement:**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the Statement of profit and loss.

Financial liabilities other than classified as FVTPL, are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in Statement of profit and loss. Any gain or loss on derecognition is also recognised in the Statement of profit and loss.

**III. Derecognition:**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the Statement of profit and loss.

**IV. Offsetting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

**V. Derivative financial instruments:**

The Company holds derivative financial instruments to hedge its interest rate risk exposures. Such derivative financial instruments are initially recognised at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are recognized in Statement of profit and loss. Derivatives are carried as financial assets when the fair value is

positive and as financial liabilities when the fair value is negative.

**2.7 SEGMENT REPORTING POLICIES:**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. Chief operating decision maker considers the business activities in terms of nature of products i.e. manufacturing/ marketing of fertilisers & other seeds and agricultural commodities. The analysis of geographical segments is based on the locations of customers. (refer note 46).

**Segment Accounting Policies**

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting financial statements of the Company as a whole.

**2.8 INVENTORIES :**

Inventories are valued at the lower of Cost and Net Realisable Value.

The Cost is determined as follows:

a) Raw materials and Store and Spares: cost includes cost of purchase including non-refundable taxes and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on First in first out (FIFO) method.

b) Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on weighted average method.

c) Traded goods: cost includes cost of purchase including non-refundable taxes and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on First in first out (FIFO) method.

Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Net Realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

**2.9 CASH & CASH EQUIVALENTS:**

Cash comprises cash on hand, in bank and demand deposits with banks and with financial institutions. The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. Such cash equivalents are subject to insignificant risk of changes in value.



Cash flows are reported using indirect method, whereby profit / (loss) after tax is adjusted for the effects of transaction of non- cash nature and any deferrals or accruals of past or future cash receipts or payments for the year. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

## 2.10 PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS:

- i) Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When a provision is expected to be reimbursed, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.
- ii) If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.
- iii) Contingent liabilities disclosed for
  - a. A possible obligation that arises from the past events and whose existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or
  - b. Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.
- iv) Contingent assets are neither recognized nor disclosed in the financial statements.

## 2.11 EMPLOYEES BENEFITS:

### i) Short-term Employee Benefits:

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

### ii) Post Employment Benefits:

#### 1. Defined Contribution Plan:

Company's contributions paid/ payable during the year towards provident fund, pension scheme and employees' state insurance ('ESI') scheme are recognized in the statement of profit and loss each year when employees have rendered service entitling them to the contributions.

### 2. Defined Benefit plan:

Company's liability towards gratuity in accordance with the Payment of Gratuity Act, 1972 is determined based on actuarial valuation using the Projected Unit Credit Method (PUCM) as at the reporting date.

### iii) Other Long Term Employee Benefits:

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

The liability recognized in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability. The net interest income / (expense) on the net defined benefit liability is recognized in the Statement of Profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

## 2.12 REVENUE RECOGNITION:

- a) The Group derives revenues primarily from manufacturing & trading of Fertilizers, poultry feed, crude oil and trading in other agricultural products. Revenue from the sale of goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of returns, trade discounts. Revenue is recognized on the basis of dispatches in accordance with the terms of sale when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of the goods can be estimated reliably, there is no continuing effective control over, or managerial involvement with, the goods, and the amount of revenue can be measured reliably.

Revenue is also recognized on sale of goods in case where the delivery is kept pending at the instance of the customer, as the performance obligation has been satisfied and control are transferred and customer takes title and accepts billing as per usual payment terms.

- b) The Company recognizes subsidy income as per Ind AS 20 'Accounting for Government Grants and Disclosure of Government Assistance' on the basis of the rates notified from time to time by the Government of India in accordance with the Nutrient Based Subsidy (NBS) policy on the quantity of fertilizers sold by the Company for the period for which notification has been issued and for the remaining period, based on estimates, when there is a reasonable assurance that the Company will comply with all necessary conditions attached to Subsidy.

As required by Ind AS 20, the Company matches subsidy income with related costs which the subsidy is intended to compensate and accordingly, subsidy income is recognized over a period on a systematic basis to match it with the related costs and on satisfaction of relevant conditions.

- c) Income from services rendered is recognized based on the agreements/arrangements with the concerned parties and when services are rendered by measuring progress towards satisfaction of performance obligation for such services.

#### 2.13 OTHER INCOME :

- i) Dividend income from investments is recognized when right to receive is established.
- ii) Interest income is recognized on a time proportion basis taking into account the amount outstanding and transactional interest rate applicable.
- iii) Rental income from investment properties and subletting of properties is recognized on a time proportion basis over the term of the relevant leases.

#### 2.14 BORROWING COSTS :

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

#### 2.15 FOREIGN CURRENCY TRANSACTIONS:

##### i) Initial Recognition

Transactions in foreign currency are recorded at the

exchange rate prevailing on the date of the transaction or at rates that closely approximate the rate at the date of transactions.

##### ii) Subsequent Recognition

Foreign currency monetary items of the Company are restated at the closing exchange rates.

Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognized in the statement of profit and loss

#### 2.16 EXCEPTIONAL ITEM:

Significant gains/losses or expenses incurred arising from external events that is not expected to recur are disclosed as 'Exceptional item'.

#### 2.17 INCOME TAX:

Income tax comprises current and deferred tax. It is recognized in profit or loss except to the extent that it relates to other comprehensive income.

##### i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustments to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted for the relevant reporting period.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis.

##### ii) Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purpose. Deferred tax is recognized in respect of carried forward losses and tax credits. Deferred tax is not recognized for temporary differences arising on the initial recognition (other than in a business combination) of assets or liabilities in a transaction that affects neither accounting nor taxable profit or loss at the time of transaction.

Deferred tax assets and liabilities are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that



have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

#### **2.18 EVENTS AFTER THE REPORTING PERIOD:**

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorisation for issue. Non-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed if material.

#### **2.19 EARNINGS PER SHARE:**

Basic earnings per shares has been calculated by dividing profit for the year attributable to equity shares holders by the weighted average number of equity shares outstanding during the financial year. The Company has not issued any potential equity shares and accordingly, the basic earnings per share and diluted earnings per shares are the same.

#### **Recent pronouncements**

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

#### **1. Ind AS 1 – Presentation of Financial Statements**

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

#### **2. Ind AS 12 – Income Taxes**

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

#### **3. Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors**

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.



**Notes forming part of the financial statements**  
**3. Property, Plant and equipment**

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)				Depreciation				Net Block	
	As on 01/04/2022	Additions	Disposal/ Other Adjustments	As on 31/03/2023	As on 01/04/2022	For the Year	Disposal/ Other Adjustments	As on 31/03/2023	As on 31/03/2023	As on 31/03/2022
<b>Owned assets</b>										
Land	119.56	-	-	119.56	-	-	-	-	119.56	119.56
Buildings	1,872.78	34.79	-	1,807.57	437.48	81.38	-	518.86	1,388.71	1,435.30
Godown	48.48	-	-	48.48	1.56	-	-	1.56	46.92	46.92
Plant and equipments	2,557.07	154.12	-	2,711.18	643.76	137.02	-	780.78	1,830.41	1,913.31
Electrical installation	182.93	10.79	-	193.72	118.50	12.43	-	130.93	62.79	64.44
Lab equipments	14.63	-	-	14.63	7.85	0.93	-	8.79	5.85	6.78
Furniture and fixtures	19.20	6.05	-	25.24	17.43	0.94	-	18.37	6.88	1.77
Vehicles	291.54	3.94	3.56	291.54	152.35	30.53	3.38	179.50	112.42	139.19
Office equipments	27.45	2.96	-	30.41	21.75	2.91	-	24.66	5.75	5.70
Computer	31.68	0.59	-	32.27	13.04	8.38	-	21.42	10.85	18.64
Fire fighting equipment	12.17	6.10	-	18.28	2.34	0.50	-	2.84	15.44	9.84
Weight bridge	-	6.61	-	6.61	-	0.10	-	0.10	6.51	-
<b>Total</b>	<b>5,177.50</b>	<b>225.96</b>	<b>3.56</b>	<b>5,399.90</b>	<b>1,416.06</b>	<b>275.14</b>	<b>3.38</b>	<b>1,687.82</b>	<b>3,712.09</b>	<b>3,761.44</b>

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)				Depreciation				Net Block	
	As on 01/04/2021	Additions	Disposal/ Other Adjustments	As on 31/03/2022	As on 01/04/2021	For the Year	Disposal/ Other Adjustments	As on 31/03/2022	As on 31/03/2022	As on 31/03/2021
<b>Owned assets</b>										
Land	359.78	10.63	250.85	119.56	-	-	-	-	119.56	359.78
Buildings	2,003.18	86.14	216.53	1,872.78	355.67	83.01	1.20	437.48	1,435.30	1,647.50
Godown	48.48	-	-	48.48	1.56	-	-	1.56	46.92	46.92
Plant and equipments	2,488.32	68.75	-	2,557.07	513.95	129.81	-	643.76	1,913.31	1,974.37
Electrical installation	182.93	-	-	182.93	105.67	12.82	-	118.50	64.44	77.26
Lab equipments	14.13	0.50	-	14.63	6.92	0.94	-	7.85	6.78	7.22
Furniture and fixtures	19.20	-	-	19.20	16.70	0.73	-	17.43	1.77	2.50
Vehicles	262.64	38.76	9.86	291.54	127.53	31.55	6.73	152.35	139.19	135.11
Office equipments	25.34	2.11	-	27.45	19.10	2.64	-	21.75	5.70	6.4
Computer	15.16	16.52	-	31.68	7.30	5.74	-	13.04	28.64	7.86
Fire fighting equipment	12.17	-	-	12.17	1.84	0.50	-	2.34	9.84	10.34
<b>Total</b>	<b>5,431.33</b>	<b>223.41</b>	<b>477.24</b>	<b>5,177.50</b>	<b>1,156.24</b>	<b>267.74</b>	<b>7.93</b>	<b>1,416.06</b>	<b>3,761.44</b>	<b>4,275.09</b>

- 3.1: Refer Note 23.1 for details of assets pledged.  
 3.2: The Company has not revalued any of its Property, Plant and Equipment during the year.  
 3.3: Interest Capitalised during the year nil (2022: Nil).  
 3.4: Details of immovable properties whose title deeds are not held in the name of the Subsidiary company viz. M/s Shrinivasa Agro Foods Private Limited.

Description of Property	Gross Carrying value	Title deeds held in name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since	Reason for not being held in the name of the company
Land	6.37	Shriram U. Medewar	Director of the Subsidiary Company	Beginning	Since, the land is agricultural land, it is in name of director.

**4. Right-of-use assets**

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2022	Additions	Disposal/ Other Adjustments	As on 31/03/2023	For the Year	Disposal/ Other Adjustments	As on 31/03/2023	As on 31/03/2022
Leasehold Land	14.08	-	-	14.08	-	-	14.08	14.08
Leasehold Buildings	11.46	-	-	11.46	0.39	-	9.49	9.88
<b>Total right-of-use assets</b>	<b>25.54</b>	<b>-</b>	<b>-</b>	<b>25.54</b>	<b>0.39</b>	<b>-</b>	<b>23.57</b>	<b>23.96</b>

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2021	Additions	Disposal/ Other Adjustments	As on 31/03/2022	For the Year	Disposal/ Other Adjustments	As on 31/03/2022	As on 31/03/2021
Leasehold Land	14.08	-	-	14.08	-	-	14.08	14.08
Leasehold Buildings	11.46	-	-	11.46	0.39	-	9.88	10.27
<b>Total right-of-use assets</b>	<b>25.54</b>	<b>-</b>	<b>-</b>	<b>25.54</b>	<b>0.39</b>	<b>-</b>	<b>23.96</b>	<b>24.35</b>

## 5. Capital work in progress

(₹ in Lacs)

CWIP	Amount of CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress Plant and Machinery	6.75	-	-	-	6.75
Projects temporarily Suspended	-	-	-	-	6.75

Particular	Gross Block (At Deemed Cost)				Depreciation			Net Block	
	As on 01/04/2022	Additions	Deletions/Adjustment	As on 31/03/2023	As on 01/04/2022	For the Year	Deletions	As on 31/03/2023	As on 31/03/2022
Capital work in progress	78.06	6.75	78.06	6.75	-	-	-	6.75	78.06
<b>Total</b>	78.06	6.75	78.06	6.75	-	-	-	6.75	78.06

Particular	Gross Block (At Deemed Cost)				Depreciation			Net Block	
	As on 01/04/2021	Additions	Deletions	As on 31/03/2022	As on 01/04/2021	For the Year	Deletions	As on 31/03/2022	As on 31/03/2021
Capital work in progress	-	78.06	-	78.06	-	-	-	78.06	-
<b>Total</b>	-	78.06	-	78.06	-	-	-	78.06	-

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2022	Additions	Deletions	As on 31/03/2023	For the Year	Deletions	As on 31/03/2023	As on 31/03/2022
<b>Leased assets</b>								
Building	0.10	-	-	0.10	0.00*	-	0.09	0.09
<b>Owned assets</b>								
Land	276.20	25.39	-	301.59	-	-	301.59	276.20
Building	215.34	-	-	215.34	9.76	-	200.67	210.44
<b>Total</b>	<b>491.64</b>	<b>25.39</b>	<b>-</b>	<b>517.04</b>	<b>9.77</b>	<b>-</b>	<b>502.36</b>	<b>486.73</b>

Particular	Gross Block (At Deemed Cost)			Depreciation			Net Block	
	As on 01/04/2021	Additions	Deletions	As on 31/03/2022	For the Year	Deletions	As on 31/03/2022	As on 31/03/2021
<b>Leased assets</b>								
Building	0.10	-	-	0.10	0.00*	-	0.09	0.09
<b>Owned assets</b>								
Land	25.35	250.85	-	276.20	-	-	276.20	25.35
Building	-	215.34	-	215.34	4.90	-	210.44	-
<b>Total</b>	<b>25.46</b>	<b>466.19</b>	<b>-</b>	<b>491.64</b>	<b>4.90</b>	<b>-</b>	<b>486.73</b>	<b>25.45</b>

\* Less than a thousand

6.1 The Company's investment properties consist of commercial properties located at Nanded and Agricultural land located at Ubbarwadi Taluka Dist. Belgaon, Karnataka. The management has determined that the investment properties consist of two classes of assets - land and building.



(₹ in Lacs)

6.2 Information regarding income and expenditure of Investment Property	31.03.2023	31.03.2022
Rental income derived from investment properties	18.50	0.60
Less: Direct operating expenses (including repairs and maintenance) generating rental income	0.67	0.75
Less: Direct operating expenses (including repairs and maintenance) that did not generate rental income	5.11	-
Profit arising from investment properties before depreciation and indirect expenses	12.72	20.15
Less: Depreciation	9.77	4.90
Profit arising from investment properties	2.95	15.25

6.3 Company undertakes expenditure towards Maintenance for upkeep of its properties which also covers the portion relating to Investment Property. The same being not material no separate disclosure of contracts entered into for maintenance of investment property is given.

6.4 As at 31 March 2023, the fair values of the properties is ₹ 776.61 Lacs (2022: ₹ 776.61 Lacs). These valuations are based on government stamp duty valuations and has been worked out by the management based on the information and a study of the micro market in discussions with industry experts, local brokers and regional developers.

6.5 Refer Note 23.1 for details of assets pledged.

6.6 Fair value disclosures for investment properties is detailed below:

(₹ in Lacs)

Reconciliation of Fair value	31.03.2023	31.03.2022
<b>Land</b>		
Opening Balance	303.19	111.21
Fair Value	303.19	303.19
Fair Value difference	-	191.98
Closing Balance	303.19	303.19
<b>Building</b>		
Opening Balance	415.88	-
Fair Value	415.88	415.88
Fair Value difference	-	415.88
Closing Balance	415.88	415.88
<b>Leasehold Building</b>		
Opening Balance	57.54	105.39
Fair Value	57.54	57.54
Fair Value difference	-	(47.85)
Closing Balance	57.54	57.54
<b>Total</b>		
<b>Opening Balance</b>	<b>776.61</b>	<b>216.60</b>
<b>Fair Value</b>	<b>776.61</b>	<b>776.61</b>
<b>Fair Value difference</b>	<b>-</b>	<b>560.01</b>
<b>Closing Balance</b>	<b>776.61</b>	<b>776.61</b>

**7. Other intangible assets**

(₹ in Lacs)

Particular	Gross Block (At Deemed Cost)				Depreciation				Net Block	
	As on 01/04/2022	Additions	Deletions/ Adjustment	As on 31/03/2023	As on 01/04/2022	For the Year	Deletions/ Adjustment	As on 31/03/2023	As on 31/03/2023	As on 31/03/2022
<b>Owned Assets</b>										
Computer Software	5.28	-	-	5.28	4.56	0.72	-	5.28	0.00*	0.72
<b>Total</b>	5.28	-	-	5.28	4.56	0.72	-	5.28	0.00	0.72

Particular	Gross Block (At Deemed Cost)				Depreciation				Net Block	
	As on 01/04/2021	Additions	Deletions/ Adjustment	As on 31/03/2022	As on 01/04/2021	For the Year	Deletions/ Adjustment	As on 31/03/2022	As on 31/03/2022	As on 31/03/2021
<b>Owned Assets</b>										
Computer Software	5.28	-	-	5.28	3.81	0.75	-	4.56	0.72	1.47
<b>Total</b>	5.28	-	-	5.28	3.81	0.75	-	4.56	0.72	1.47

\*Amount less than a thousand





## 8. Non-current investments

(₹ in Lacs)

	Face Value	Unit as at		Value as at	
		31.03.2023	31.03.2022	31.03.2023	31.03.2022
<b>Investments at cost</b>					
<b>Investment in unquoted equity Instruments</b>					
Salasar Cotspin Pvt. Ltd	100	1,50,000	1,50,000	150.00	150.00
<b>Quoted equity instruments</b>					
<b>Investments in fully paid quoted equity instruments at FVTOCI</b>					
Gujarat State Fertilizers & Chemicals Limited	2	500	500	0.60	0.81
Aditya Birla Fashion and Retail Limited	10	171	171	0.37	0.52
Aditya Birla Capital Limited	10	68	68	0.10	0.07
Grasim Industries Limited	2	49	49	0.80	0.82
Zuari Global Limited	10	100	100	0.11	0.18
Zuari Agro Chemicals Limited	10	100	100	0.12	0.13
Rashtriya Chemicals & Fertilizers Limited	10	1,100	1,100	0.10	0.09
Coromandel International Limited	2	1,709	1,709	13.19	11.99
Nagarjuna Fertilizers & Chemicals Limited	1	550	550	0.05	0.07
Nagarjuna Oil Refinery Limited	1	500	500	0.00*	0.00*
Union Bank of India Limited	10	3,734	3,734	2.48	1.45
Deepak Fertilisers & Petrochemicals Corp. Limited	10	50	50	0.27	0.28
Bayer CropScience Limited	10	13	13	0.53	0.65
Kaveri Seed Company Limited	10	250	250	1.19	1.37
Tata Power Company Limited	1	-	1,000	-	2.39
Infosys Limited	5	-	545	-	10.39
Affle India Limited	10	-	150	-	1.89
Avenue Supermarts Limited	10	-	110	-	4.40
Biocon Limited	5	-	250	-	0.84
Computer Age Management Services Limited	10	-	25	-	0.58
Happiest Minds Technologies Limited	2	-	130	-	1.37
Alembic Pharma Limited	2	-	1,000	-	7.42
Bharat Petroleum Corporation Limited	10	-	2,100	-	7.55
Colgate Palmolive Limited	1	-	1,000	-	15.42
Dixon Technology India Limited	2	-	100	-	4.31
Indian Railtours Corporation Limited	2	-	500	-	3.87
Route Mobile Limited	10	-	1,250	-	19.28
Syngene International	10	-	1,000	-	5.98
Tata ELX Si (I) Limited	10	-	100	-	8.84
<b>Investment in Debentures</b>					
<b>Quoted debt instruments</b>					
5.5% Debentures of Britannia Industries Ltd.	29	-	220	-	0.06
<b>Total</b>				<b>169.91</b>	<b>263.00</b>
<b>Aggregate amount of quoted investments and market value thereof</b>				<b>19.91</b>	<b>113</b>
<b>Aggregate amount of unquoted investments</b>				<b>150</b>	<b>150</b>

\*Amount less than a thousand

**9. Other non-current financial assets**

(₹ in Lacs)

(Unsecured, considered good)	As at 31.03.2023	As at 31.03.2022
Non-current bank balances		
Long-term deposits with banks having maturity period more than 12 months		
- In fixed deposit accounts	13.27	19.58
Deposit	175.56	143.15
<b>Total</b>	<b>188.83</b>	<b>162.72</b>

**10. Other non-current assets**

(₹ in Lacs)

(Unsecured, considered good)	As at 31.03.2023	As at 31.03.2022
Other advances		
Advances to suppliers and others	143.88	154.95
Others	489.67	480.57
<b>Total</b>	<b>633.55</b>	<b>635.52</b>

**11. Inventories**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Raw materials	6,294.85	4,855.04
Raw materials in transit	1,298.67	434.73
Work-in-progress	270.18	202.10
Finished goods	5,511.01	3,619.00
Stock-in-trade	3,022.28	2,513.95
Stores and packing materials	708.62	767.67
<b>Total</b>	<b>17,105.60</b>	<b>12,392.48</b>

11.1 Refer Note 23.1 for details of assets pledged.

11.2 Refer Note 2.2 for basis of valuation.

**12. Trade receivables**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>(Unsecured and measured at cost)</b>		
Considered good*	7346.07	8745.74
Credit impaired	13.36	14.61
Significant increase in Credit Risk	4.94	3.05
<b>Total</b>	<b>7,364.37</b>	<b>8,763.39</b>

\*Includes ₹ 350.67 (2022: ₹ 308.75) receivable from related parties. Refer note 45.

The credit period on sales of goods varies with seasons and business segments/ markets and generally ranges between 30 to 180 days. Before accepting any new customer, the Company has a credit evaluation system to assess the potential customer's credit quality and to define credit limits for the customer. Credit limits attributed to customers are reviewed on an annual basis.

**12.1 Ageing for Trade receivables as at March 31, 2023 is as follows :**

(₹ in Lacs)

Particular	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 mths	6 month - 1 Year	1 - 2 years	2-3 years	More than 3 Years	
i) Undisputed trade receivables-considered good	5071.31	1681.90	218.99	16.58	161.91	195.37	7346.07
ii) Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-
iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-
v) Disputed trade receivables-which have significant increase in credit risk	-	-	2.59	-	-	2.35	4.94
vi) Disputed trade receivables-credit impaired	-	-	-	-	4.63	8.73	13.16
<b>TOTAL</b>	<b>5071.31</b>	<b>1681.90</b>	<b>221.59</b>	<b>16.58</b>	<b>166.54</b>	<b>206.45</b>	<b>7364.37</b>

**Ageing for Trade receivables as at March 31, 2022 is as follows :**

Particular	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 mths	6 month - 1 Year	1 - 2 years	2-3 years	More than 3 Years	
i) Undisputed trade receivables-considered good	6,187.23	1,273.73	428.54	642.65	200.31	13.28	8,745.74
ii) Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-
iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-
v) Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	3.05	3.05
vi) Disputed trade receivables-credit impaired	-	-	-	4.63	-	9.98	14.61
<b>TOTAL</b>	<b>6,187.23</b>	<b>1,273.73</b>	<b>428.54</b>	<b>647.28</b>	<b>200.31</b>	<b>26.31</b>	<b>8,763.39</b>

**13. Cash and cash equivalents**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Balances with banks - In current Accounts	16.38	145.84
Cash on hand	40.42	36.50
<b>Total</b>	<b>56.80</b>	<b>182.34</b>

**14. Bank balances other than above**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Earmarked balances (Unpaid dividend accounts)	6.56	1.72
Deposit accounts	17.22	22.42
Margin money deposits	176.38	277.82
<b>Total</b>	<b>200.15</b>	<b>301.97</b>

**14.1** If the dividend has not been claimed within 30 days from the date of its declaration, the Company is required to transfer the total amount of the dividend which remains unpaid or unclaimed, to a special account to be opened by the Company in a scheduled bank to be called "Unpaid Dividend Account". The unclaimed dividend lying in such account is required to be transferred to the Investor Education and Protection Fund (IEPF), administered by the Central Government after a period of seven years from the date of declaration.

**14.2** During the year the company has duly transferred the amounts due to be transferred to Investor Education and Protection Fund.

**14.3** Margin Money deposit is against bank guarantee and letter of credit availed by the company.

**15. Loans and Advances**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>(Unsecured, considered good)</b>		
Others	540.50	500.00
<b>Total</b>	<b>540.50</b>	<b>500.00</b>

**16. Other current financial assets**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>(Unsecured, considered good)</b>		
<b>Other advances</b>		
Staff imprest and advances	5.10	10.60
Interest accrued but not due on deposits	11.60	8.02
Others	6.32	0.05
<b>Total</b>	<b>23.01</b>	<b>18.66</b>

**17. Other current assets**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>(Unsecured, considered good)</b>		
<b>Advances other than capital advances</b>		
Prepaid Expenses	25.78	22.98
Advances to suppliers and others	208.65	470.92
Others	121.20	72.06
<b>Total</b>	<b>355.64</b>	<b>565.96</b>

**18. Equity share capital**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Authorised:</b>		
1,50,00,000 (2022: 1,50,00,000) equity shares of Rs.10/- each	1,500.00	1,500.00
<b>Issued, subscribed and fully paid-up</b>		
99,93,000 (2022: 99,93,000) fully paid equity shares of Rs.10/- each	999.30	999.30
<b>Total</b>	<b>999.30</b>	<b>999.30</b>

**18.1 Rights, preferences and restriction attached to equity share**

The company has one class of share referred to as Equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders will be entitled to receive the remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**18.2 Reconciliation of the number of equity shares**

(₹ in Lacs)

	Number of Shares	Amount in Rs.
Balance as at April 01, 2021	99,93,000	999.30
Add: Equity shares allotted during the year	-	-
Balance as at March 31, 2022	99,93,000	999.30
Balance as at April 01, 2022	99,93,000	999.30
Add: Equity shares allotted during the year	-	-
Balance as at March 31, 2023	99,93,000	999.30

**18.3 Details of shareholders holding more than 5% shares in the company**

Particulars	Name of the Shareholder		
	Omprakash Gilda	Deepak Maliwal	Rekha D. Maliwal
No. of shares as at March 31, 2022	11,90,052	6,97,748	5,12,593
% holding in the class	11.91%	6.98%	5.13%
No. of shares as at March 31, 2023	11,90,052	6,97,748	5,12,593
% holding in the class	11.91%	6.98%	5.13%



## 18.4 Share holding of Promoters

Name of Promoters	As at March 31, 2023		
	No. of Shares	% of Total Shares*	% Change during the Year**
Omprakash Kannaiyalal Gilda	1190052	11.91%	0.00%
Deepak Shyamsunder Maliwal	697748	6.98%	0.00%
Rekha D Maliwal	512593	5.13%	0.00%
Deepak Shyamsunder Maliwal HUF	406065	4.06%	0.00%
Anand Omprakash Gilda	402216	4.02%	0.00%
Madhusudan Pannalal Kalantri	381150	3.81%	0.00%
Narayanlal Pannalal Kalantri	365991	3.66%	0.00%
Mohit Deepak Maliwal	312045	3.12%	0.00%
Santoshdevi Madhusudan Kalantri	302200	3.02%	0.00%
Sarojdevi Narayanlal Kalantri	297075	2.97%	0.00%
Kirti Anand Gilda	211625	2.12%	0.00%
Arun Ramgopal Toshniwal	206125	2.06%	0.00%
Chandrabhagabai Omprakash Gilda	184081	1.84%	0.00%
Laxminiwas Narayanlal Kalantri	84383	0.84%	0.00%
Samta Mohit Maliwal	82927	0.83%	0.00%
Narayanlal Pannalal Kalantri HUF	78146	0.78%	0.00%
Madhusudan Pannalal Kalantri HUF	64926	0.65%	0.00%
Kalantri Ravindra Narayanlal	53330	0.53%	0.00%
Preeti Suhas Kabra	32846	0.33%	0.00%
Ravindra Narayanlal Kalantri Huf	30333	0.30%	0.00%
Pooja Madhusudan Kalantri	21600	0.22%	0.00%
Tejashree Laxminiwas Kalantri	21500	0.22%	0.00%
Chukidevi Ramgopal Toshniwal	20000	0.20%	0.00%
Lata Munnalal Agrawal	12500	0.13%	0.00%
Pushpa Kamalkishor Agrawal	10000	0.10%	0.00%
Laxminiwas Narayanlal Kalantri HUF	8688	0.09%	0.00%
Seema Ravindra Kalantri	1000	0.01%	0.00%
Rekha Rajesh Dagdiya	0	0.00%	(100.00)%
Vijayprakash Onkarlal Agrawal	0	0.00%	0.00%
Agrawal Gokul V	0	0.00%	0.00%
Kamalkishor O Agrawal	0	0.00%	0.00%
Anilkumar Onkarlal Agrawal	0	0.00%	0.00%
Mangal Sunilkumar Agrawal	0	0.00%	0.00%
Jaishree Santosh Agrawal	0	0.00%	0.00%
Vimlabai Ramkrishanji Agrawal	0	0.00%	0.00%
Santosh Onkarlal Agrawal	0	0.00%	0.00%



**18.4 Share holding of Promoters**

Name of Promoters	As at March 31, 2022		
	No. of Shares	% of Total Shares*	% Change during the Year**
Omprakash Kannaiyalal Gilda	1190052	11.91%	4.11%
Deepak Shyamsunder Maliwal	697748	6.98%	0.00%
Rekha D Maliwal	512593	5.13%	0.00%
Deepak Shyamsunder Maliwal HUF	406065	4.06%	0.00%
Anand Omprakash Gilda	402216	4.02%	8.94%
Madhusudan Pannalal Kalantri	381150	3.81%	1.98%
Narayanlal Pannalal Kalantri	365991	3.66%	2.00%
Mohit Deepak Maliwal	312045	3.12%	15.68%
Santoshdevi Madhusudan Kalantri	302200	3.02%	6.71%
Sarojdevi Narayanlal Kalantri	297075	2.97%	7.65%
Kirti Anand Gilda	211625	2.12%	0.00%
Arun Ramgopal Toshniwal	206125	2.06%	0.00%
Chandrabhagabai Omaprakash Gilda	184081	1.84%	0.00%
Laxminiwas Narayanlal Kalantri	84383	0.84%	170.03%
Samta Mohit Maliwal	82927	0.83%	99.01%
Narayanlal Pannalal Kalantri HUF	78146	0.78%	56.50%
Madhusudan Pannalal Kalantri HUF	64926	0.65%	62.59%
Kalantri Ravindra Narayanlal	53330	0.53%	12.27%
Preeti Suhas Kabra	32846	0.33%	0.92%
Ravindra Narayanlal Kalantri Huf	30333	0.30%	116.66%
Pooja Madhusudan Kalantri	21600	0.22%	0.00%
Tejashree Laxminiwas Kalantri	21500	0.22%	230.77%
Chukidevi Ramgopal Toshniwal	20000	0.20%	0.00%
Lata Munnalal Agrawal	12500	0.13%	0.00%
Pushpa Kamalkishor Agrawal	10000	0.10%	0.00%
Laxminiwas Narayanlal Kalantri HUF	8688	0.09%	57.96%
Seema Ravindra Kalantri	1000	0.01%	0.00%
Rekha Rajesh Dagdiya	60	0.00%	0.00%
Vijayprakash Onkarlal Agrawal	0	0.00%	(100.00)%
Agrawal Gokul V	0	0.00%	(100.00)%
Kamalkishor O Agrawal	0	0.00%	(100.00)%
Anilkumar Onkarlal Agrawal	0	0.00%	(100.00)%
Mangal Sunilkumar Agrawal	0	0.00%	(100.00)%
Jaishree Santosh Agrawal	0	0.00%	(100.00)%
Vimlabai Ramkrishanji Agrawal	0	0.00%	(100.00)%
Santosh Onkarlal Agrawal	0	0.00%	(100.00)%

\* Represents % of shares held , computed based on total number of shares as at 31 March 2023 and 31 March 2022 respectively.

\*\* Represents change in share holding %, computed based on the shares held at the beginning of the year and end of the year of respective holder.

**18.5 Dividend Paid**

Particulars	2023	2022
Dividend Paid (in ₹)	74.95	49.97
Dividend Per share (in ₹)	0.75	0.50

The Board of Directors in its meeting held on May 30, 2023 have not recommended dividend for the financial year ended March 31, 2023.

**19. Other equity**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Capital reserves	443.35	443.35
Securities premium	1,885.50	1,885.50
General reserve	481.43	466.33
Retained earnings	7,323.79	6,868.56
Equity instruments through OCI	13.42	13.81
Remeasurements of the defined benefit plan	(19.78)	(21.27)
<b>Total other equity</b>	<b>10,127.71</b>	<b>9,656.28</b>

- i) Securities Premium was created on issue of shares at premium. These reserve can be utilised in accordance with Sec. 52 of Companies Act 2013.
- ii) General reserve are free reserves of the Company which are kept aside out of the Company's profit to meet the future requirements as & when they arise. The Company transfers a portion of profit after tax to general reserve pursuant to the provisions of the erstwhile Companies Act, 1956.
- iii) Retained earnings represents the Company's undistributed earnings after taxes.
- iv) Equity instruments through OCI reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when those assets have been disposed of.

**20. Non-current financial liabilities - Borrowings**

As at 31.03.2023

As at 31.03.2022

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Secured</b>		
Term loan from banks	314.86	499.60
<b>Unsecured</b>		
Loans and advances from related parties	928.85	449.80
Loans and advances from directors	0.41	5.85
Loans and advances from others	304.79	317.32
<b>Total</b>	<b>1,548.91</b>	<b>1,272.56</b>

**20.1 Nature of Security and terms of repayment for Secured borrowings:**

Nature of Security	Amount	Terms of Repayment
<b>As at March 31, 2023</b>		
Term loan (UGECL Scheme) from Union Bank of India is Secured by Hypothecation of stock and debtors.	534.83	Repayable in 36 equal monthly installments from July 2021 along with interest at the rate of 7.5% per annum
Term loan (UGECL Scheme) from Union Bank of India is Now Secured by Hypothecation of stock and debtors.	165.00	Repayable in 36 equal monthly installments from 2024 along with interest at the rate of 7.5% per annum
<b>As at March 31, 2022</b>		
Term loan (UGECL Scheme) from Union Bank of India is Now Secured by Hypothecation of stock and debtors.	884.56	Repayable in 36 equal monthly installments from 2021 along with interest at the rate of 7.5% per annum.

**20.2 Terms of repayment for Unsecured borrowings:**

- i) Unsecured loans carry interest rate of 9-10% per annum and are repayable after a period of 5 years from the date of loan and the parties have a right to renew the agreement.
- ii) Public deposits included are repayable after 3 years from the date of acceptance and carry interest rate @8% p.a.
- iii) Loans and Advances from related party and director carry interest rate @ 9-10% p.a is repayable after a period of 5 years from the date of loan.
- iv) Inter-Corporate Loans carry interest rate @ 10% p.a is repayable after a period of 5 years from the date of loan.

**20.3 Utilisation of Borrowings**

- (a) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

- 20.4** The quarterly returns/statements of current assets filed by the Company with banks in relation to secured borrowings wherever applicable, are in agreement with the books of accounts.

**21. Non Current Provisions**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Gratuity payable	49.77	41.13
<b>Total</b>	<b>49.77</b>	<b>41.13</b>

**22. Deferred tax liabilities (Net)**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Property, plant and equipment	430.60	430.01
Statutory dues allowable on payment basis	(16.04)	(13.88)
Investments at FVTOCI	1.48	1.61
Defined benefit plans	(6.88)	(8.79)
Others	52.51	1.38
<b>Total</b>	<b>356.65</b>	<b>410.31</b>

**22.1 Movement in above mentioned deferred tax assets and liabilities:**

(₹ in Lacs)

	Opening Balance as on 01/04/2022	Recognized in Profit or loss	Recognized in Equity	Recognized in OCI	Closing Balance
Property, plant and equipment	430.01	0.59	-	-	430.60
Statutory dues allowable on payment basis	(13.88)	(2.15)	-	-	(16.04)
Investments at FVTOCI	1.61	-	(0.24)	0.11	1.48
Defined Benefit Plans	(8.79)	-	-	1.92	(6.88)
Others	-	(52.51)	-	-	(52.51)
<b>Total</b>	<b>408.94</b>	<b>(54.07)</b>	<b>(0.24)</b>	<b>2.03</b>	<b>356.65</b>

	Opening Balance as on 01/04/2021	Recognized in Profit or loss	Recognized in Equity	Recognized in OCI	Closing Balance
Property, plant and equipment	432.63	(2.62)	-	-	430.01
Statutory dues allowable on payment basis	(12.78)	(1.10)	-	-	(13.88)
Investments at FVTOCI	1.46	-	2.76	0.15	4.36
Defined Benefit Plans	(4.09)	-	-	(4.70)	(8.79)
Others	-	(1.38)	-	-	(1.38)
<b>Total</b>	<b>417.22</b>	<b>(5.10)</b>	<b>2.76</b>	<b>(4.56)</b>	<b>410.31</b>

Income tax has been provided for at reduced rate as per section 115BAA of the Income Tax Act, 1961.

Hence, deferred tax has been measured at 25.168% in the above reconciliation of tax expense.

**22.2 Unrecognized deductible temporary differences, unused tax losses and unused tax credits**

Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following:

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Long term capital loss	1,159.89	1,159.89
<b>Total</b>	<b>1,159.89</b>	<b>1,159.89</b>

Long-term capital loss of Rs.728.37 lacs and Rs.431.52 Lacs is available for set-off till March 31, 2027 & March 31, 2028 respectively.

**22.3 Income tax credit/(expense) recognized directly in equity**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Tax effect of changes in Fair value of equity instruments	(0.18)	(2.90)
Tax effect on actuarial gains/losses on defined benefit obligations	4.70	4.70
<b>Total</b>	<b>4.52</b>	<b>1.80</b>

**22.4 Reconciliation of tax expense to the accounting profit is as follows :**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Accounting profit before tax	1,331.85	2,603.25
Tax expense at statutory tax rate of 25.168% (P.Y. 25.168%)	246.61	656.56
Adjustments:		
Effect of income that is exempt from tax	(0.50)	(0.57)
Effect of expenses that are not deductible in determining taxable profit	13.59	11.13
Tax Effects of amounts which are deductible in calculating taxable income	(56.39)	(17.02)
Effect of change in tax rate	0.03	(1.07)
<b>Total</b>	<b>203.34</b>	<b>649.03</b>

**22.5 Current tax liabilities (net)**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Income tax payable	19.40	116.12
<b>Total</b>	<b>19.40</b>	<b>116.12</b>

**23. Current financial liabilities - Borrowings**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Secured - at amortised cost</b>		
Working capital loans repayable on demand		
- Rupee loan from banks	10,948.62	8,458.94
<b>Current portion of long term borrowings</b>	<b>384.96</b>	<b>384.96</b>
<b>Unsecured - at amortised cost</b>		
Other loans and advances - Public Fixed Deposits	7.20	7.75
<b>Total</b>	<b>11,340.78</b>	<b>8,851.65</b>

**23.1** Working Capital loan from bank is secured by first charge on inventories, book debts, bills for collection and second charge on entire fixed assets of the Company. Further, the loan has been guaranteed by the personal guarantee of all the directors of the Company. The Loan is repayable on demand and carries interest @ 9.70% p.a. to 10.85% p.a. (2022: 7.20% p.a. to 8.80 p.a.)

**23.2** Loans and Advances from related party and director carry interest rate @ 10% p.a.

**24. Trade Payables**

(₹ in Lacs)

Particular	As at 31.03.2023	As at 31.03.2022
Micro enterprises and small enterprises (refer note below)	293.99	159.23
Other than Micro enterprises and small enterprises (refer note below)	1659.99	1502.61
<b>Total</b>	<b>1953.99</b>	<b>1661.85</b>



24.1 Ageing for trade Payables outstanding as at March 31, 2023 is as follows :

(₹ in Lacs)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	Mor than 3 years	
Trade Payables						
i) MSME	293.99	-	-	-	-	293.99
ii) Others	1264.49	376.24	7.70	1.46	10.11	1659.99
iii) Disputed dues - MSME	-	-	-	-	-	-
vi) Disputed dues - Others	-	-	-	-	-	-
<b>TOTAL</b>	<b>1558.48</b>	<b>376.24</b>	<b>7.70</b>	<b>1.46</b>	<b>10.11</b>	<b>1953.99</b>

Ageing for trade Payables outstanding as at March 31, 2022 is as follows :

(₹ in Lacs)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	Mor than 3 years	
Trade Payables						
i) MSME	159.23	-	-	-	-	159.23
ii) Others	1260.45	110.92	28.24	33.00	70.00	1502.61
iii) Disputed dues - MSME	-	-	-	-	-	-
vi) Disputed dues - Others	-	-	-	-	-	-
<b>TOTAL</b>	<b>1419.68</b>	<b>110.92</b>	<b>28.24</b>	<b>33.00</b>	<b>70.00</b>	<b>1661.85</b>

25 Other current financial liabilities

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Financial liabilities carried at amortised cost</b>		
Security deposits - Interest free	107.35	110.88
Advances from staff	-	3.71
Unclaimed dividends*	1.72	1.72
Accrued Expenses	90.54	509.17
<b>Total</b>	<b>204.44</b>	<b>625.48</b>

\*There are no amounts due and outstanding to be credited to Investor education and Protection Fund

26 Other current liabilities

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Advances from customers	271.72	530.49
Advance against sale of land	69.50	37.50
Others	75.12	24.45
<b>Total</b>	<b>416.34</b>	<b>592.44</b>

27 Provisions

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Employee benefits	31.86	29.47
<b>Total</b>	<b>31.86</b>	<b>29.47</b>

28 Revenue from operations

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Sale of products</b>		
Finished goods	42,298.95	45,400.33
Traded goods	5,476.54	9,560.20
Subsidy on fertilizers	6,039.86	8,765.74
<b>Other operating revenue</b>		
Others	205.15	105.32
<b>Total</b>	<b>54,020.49</b>	<b>63,831.58</b>

**29 Other income**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Interest income	65.33	61.63
Dividend income	1.29	2.70
Net gain on sale of investment	7.20	16.17
Other non-operating income	51.39	35.01
<b>Total</b>	<b>125.21</b>	<b>115.50</b>

**30 Cost of materials consumed**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Raw material consumed</b>		
Opening Inventory	5,289.77	2,709.34
Add: Purchases	45,259.16	46,979.85
Add: Transfer from traded goods/stock in trade	(157.36)	-
Less: Inventory at the end of the year	7,593.51	5,289.77
<b>Cost of Raw materials consumed</b>	<b>42,798.05</b>	<b>44,399.42</b>
<b>Packing material consumed</b>		
Opening Inventory	1,471.80	960.77
Add: Purchases	636.29	706.38
Less: Inventory at the end of the year	1,415.75	1,034.10
Cost of Sales	(26.45)	(6.45)
<b>Cost of Packing materials consumed</b>	<b>665.89</b>	<b>626.60</b>
<b>Total</b>	<b>43,463.94</b>	<b>45,026.03</b>

**31 Purchases of stock-in-trade**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Fertilizers	2,189.83	3,462.28
Poultry feed	658.50	660.37
Crude oil	15.39	-
Other Agricultural commodities	2,372.15	6,533.44
Others	119.87	(11.43)
<b>Total</b>	<b>5,355.73</b>	<b>10,644.66</b>

**32 Changes in inventories of finished goods, work-in-progress and stock-in-trade**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
<b>Inventory at the beginning of the year</b>		
Finished goods	3,619.00	3,033.45
Work-in-progress	202.10	132.99
Stock-in-trade	2,513.95	1,498.84
<b>Less: Inventory at the end of the year</b>		
Finished goods	5,511.01	3,619.00
Work-in-progress	270.18	202.10
Stock-in-trade	3,022.28	2,513.95
<b>Total</b>	<b>(2,468.42)</b>	<b>(1,669.77)</b>



**33 Employee benefits expense**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Salaries, wages and bonus	936.86	817.93
Contribution to provident & other fund	41.89	37.26
Staff welfare expenses	20.03	32.92
<b>Total</b>	<b>998.78</b>	<b>888.11</b>

**34 Finance costs**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Interest expenses	1,008.70	644.44
Other borrowing costs	49.17	71.87
<b>Total</b>	<b>1,057.87</b>	<b>716.31</b>

**35 Depreciation and amortization expense**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Depreciation of property, plant and equipment (refer Note 3)	275.14	267.74
Depreciation of Right-of-use assets (refer Note 4)	0.39	0.39
Depreciation of investment property (refer Note 6)	9.77	4.90
Amortisation of intangible assets (refer Note 7)	0.72	0.75
<b>Total</b>	<b>286.02</b>	<b>273.79</b>

**36 Other expenses**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Stores and spares consumed	658.00	1,132.91
Power and fuel	1,521.76	1,072.06
Rent	56.62	43.11
Repairs to buildings	28.11	136.84
Repairs to machinery	49.87	76.00
Insurance	30.87	26.96
Rates and taxes	36.83	51.21
Impairment allowance for doubtful trade receivables	3.97	500.02
Freight and transportation	1,505.34	1,655.79
Miscellaneous expenses	785.54	769.80
<b>Total</b>	<b>4,676.90</b>	<b>5,464.71</b>

**36.1 Details of payment to auditors included in miscellaneous expenses:**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
Audit fees	5.25	6.65
Certification fees	1.00	2.80
Company law matters	0.75	2.05
Other matters	0.75	0.75
<b>Total</b>	<b>7.75</b>	<b>12.25</b>

**37 Earnings per share**

(₹ in Lacs)

	As at 31.03.2023	As at 31.03.2022
a. Profit after tax as per the statement of profit & loss attributable to equity shareholders	546.42	1,595.92
b. Weighted average number of equity shares outstanding	99,93,000	99,93,000
c. Basic & diluted earnings per share in rupee (Face value Rs.10 per share)	5.47	15.97

**38 Micro, small and medium enterprises:**

There are no dues outstanding to Micro, Small and Medium Enterprises beyond the due date as at the Balance Sheet date. The above information regarding Micro, Small and Medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors.

**39. Employee benefits :**

As per Ind AS -19 " Employee Benefits", the disclosure of employee benefits are given below:

**Defined contribution plan :**

(₹ in Lacs)

	2022-23	2021-22
Employer's contribution to provident fund	39.54	34.92
Employer's contribution to employee's state insurance	6.11	6.05

**Defined benefit plan and other long term employee benefits : Gratuity plan****Gratuity Plan :**

The company operates gratuity plan wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement whichever is earlier. The benefit vests after five years of continuous service.

**Reconciliation of opening and closing balances of the present value of the defined benefit obligation**

(₹ in Lacs)

	Gratuity (unfunded)	
	As at March 31, 2023	As at March 31, 2022
Present value of benefit obligation at the beginning of the period	55.16	53.19
Interest cost	3.81	2.71
Current service cost	14.20	10.75
Past service cost	-	-
Liability transferred in/ acquisitions (Liability transferred out/ divestments)	-	-
(Gains)/ losses on curtailment (Liabilities extinguished on settlement)	-	-
(Benefit paid directly by the employer) (Benefit paid from the fund)	(3.10)	26.79
The effect of changes in foreign exchange rates	-	-
Actuarial (gains)/losses on obligations - due to change in demographic assumptions	-	-
Actuarial (gains)/losses on obligations - due to change in financial assumptions	-	-
Actuarial (gains)/losses on obligations - due to experience	(6.35)	15.31
<b>Present value of benefit obligation at the end of the period</b>	<b>63.71</b>	<b>55.16</b>

**Amount recognised in the balance sheet**

(₹ in Lacs)

Particulars	March 31, 2023	March 31, 2022
(Present value of benefit obligation at the end of the period)	(63.71)	(55.16)
Fair value of plan assets at the end of the period	-	-
Funded status (surplus/ (deficit))	(63.71)	(55.16)
<b>Net (liability)/asset recognized in the balance sheet</b>	<b>(61.71)</b>	<b>(55.16)</b>

**Amount recognised as expense in the profit and loss**

(₹ in Lacs)

Particulars	March 31, 2023	March 31, 2022
Current service cost	14.20	10.75
Net interest cost	3.81	2.71
Past service cost	-	-
(Expected contributions by the employees)	-	-
(Gains)/losses on curtailments and settlements	-	-
Net effect of changes in foreign exchange rates	-	-
<b>Expenses recognized</b>	<b>18.01</b>	<b>13.45</b>

**Amount recognised in the other comprehensive income**

(₹ in Lacs)

Particulars	March 31, 2023	March 31, 2022
Actuarial (gains)/losses on obligation for the period	(6.35)	15.31
Return on plan assets, excluding interest income	-	-
Change in asset ceiling	-	-
<b>Net (income)/expense for the period recognized in OCI</b>	<b>(6.35)</b>	<b>15.31</b>

**Sensitivity analysis**

(₹ in Lacs)

Particulars	March 31, 2023	March 31, 2022
Projected benefit obligation on current assumptions	21.02	36.16
Delta effect of +1% change in rate of discounting	(5.17)	(10.80)
Delta effect of -1% change in rate of discounting	6.06	(0.84)
Delta effect of +1% change in rate of salary increase	4.87	(2.13)
Delta effect of -1% change in rate of salary increase	(4.63)	(9.78)
Delta effect of +1% change in rate of employee turnover	0.71	(5.37)
Delta effect of -1% change in rate of employee turnover	(0.80)	(7.19)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

**40. Financial instruments :**

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.

2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

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

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

The carrying amounts and fair values of financial instruments by category are as follows :

**a) Financial assets**

(₹ in Lacs)

Particular	Instruments carried at fair value			Items of other comprehensive income		Total carrying Amount (A+B)
	FVTOCI	FVTPL	Total Fair Value (A)	Carrying amount (B)	Fair value	
<b>As at March 31, 2022</b>						
Cash & Cash Equivalents	-	-	-	182.34	182.34	182.34
Investments :						
Equity Securities and others	113.00	-	113.00	150.00	150.00	263.00
Trade Receivables	-	-	-	8763.39	8763.39	8763.39
Bank Balances other above	-	-	-	301.97	301.97	301.97
Loans & Advance	-	-	-	500.00	500.00	500.00
Other Financial Assets	-	-	-	181.39	181.39	181.39
<b>Total</b>	<b>113.00</b>	<b>0.00</b>	<b>113.00</b>	<b>10079.09</b>	<b>10079.09</b>	<b>10192.09</b>
<b>As at March 31, 2023</b>						
Cash & Cash Equivalents	-	-	-	56.80	56.80	56.80
Investments :						
Equity Securities and others	19.91	-	19.91	150.00	150.00	169.91
Trade Receivables	-	-	-	7364.37	7364.37	7364.37
Bank Balances other above	-	-	-	200.15	200.15	200.15
Loans & Advances	-	-	-	540.50	540.50	540.50
Other Financial Assets	-	-	-	211.85	211.85	211.85
<b>Total</b>	<b>19.91</b>	<b>-</b>	<b>19.91</b>	<b>8523.66</b>	<b>8523.66</b>	<b>8543.57</b>

**b. Financial liabilities**

(₹ in Lacs)

Particular	Instruments carried at fair value		Items of other comprehensive income		Total carrying Amount (A+B)
	FVTPL	Total Fair Value (A)	Carrying amount (B)	Fair value	
<b>As at March 31, 2022</b>					
Borrowings	-	-	10,124.21	10,124.21	10,124.21
Trade Payables	-	-	1,661.85	1,661.85	1,661.85
Other Financial Liabilities	-	-	625.48	625.48	625.48
<b>Total</b>	-	-	<b>12,411.53</b>	<b>12,411.53</b>	<b>12,411.53</b>
<b>As at March 31, 2023</b>					
Borrowings	-	-	12,889.70	12,889.70	12,889.70
Trade Payables	-	-	1953.99	938.99	938.99
Other Financial Liabilities	-	-	204.44	204.44	204.44
<b>Total</b>	-	-	<b>15,048.13</b>	<b>15,048.13</b>	<b>15,048.13</b>

**c. Fair value estimation**

For financial instruments measured at fair value in the Balance Sheet, a three level fair value hierarchy is used that reflects the significance of inputs used in the measurements. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements). The categories used are as follows :

- Level 1: quoted prices for identical instruments
- Level 2: directly or indirectly observable market inputs, other than Level 1 inputs; and
- Level 3: inputs which are not based on observable market data.

For assets and liabilities which are carried at fair value, the classification of fair value calculations by category is summarised below :

(₹ in Lacs)

	Level 1	Level 2	Level 3
<b>As at March 31, 2022</b>			
- Assets at fair value			
Investments	113.00	-	-
- Liabilities at fair value	-	-	-
<b>As at March 31, 2023</b>			
- Assets at fair value			
Investments	19.91	-	-
- Liabilities at fair value	-	-	-

There were no significant changes in classification and no significant movements between the fair value hierarchy classifications of financial assets and financial liabilities during the period.

**41. Capital management :**

The Company's capital management objective is to maximise the total shareholder return by optimising cost of capital through flexible capital structure that supports growth. Further, the Company ensures optimal credit risk profile to maintain/enhance credit rating.

The Company determines the amount of capital required on the basis of annual operating plan and long-term strategic plans. The funding requirements are met through internal accruals and long-term/short-term borrowings. The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

For the purpose of capital management, capital includes issued equity capital, securities premium and all other reserves. Net debt includes all long and short-term borrowings as reduced by cash and cash equivalents and inter-corporate deposits with financial institutions

The following table summarises the capital of the Company :



(₹ in Lacs)

Particulars	March 31, 2023	March 31, 2022
<b>EQUITY</b>	<b>11127.01</b>	<b>10,655.58</b>
Short-term borrowings and current portion of long-term debt	11725.75	9,236.62
Long-term debt	1548.91	1,272.56
Cash and cash equivalents	56.80	182.34
<b>Net debt</b>	<b>13217.86</b>	<b>10,326.83</b>
Total capital (equity + net debt)	<b>24344.87</b>	<b>20,982.41</b>
Net debt to capital ratio	0.54	0.49

**42. Risk management strategies :****Financial risk management :**

The Company's principal financial liabilities comprise loans and borrowings, advances and trade and other payables. The purpose of these financial liabilities is to finance the Company's operations and to provide to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's activities exposes it to Liquidity Risk, Market Risk and Credit risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised as below

**42.1 Liquidity risk**

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk management implies maintain sufficient cash including availability of funding through an adequate amount of committed credit facilities to meet the obligations as and when due.

The Company manages its liquidity risk by ensuring as far as possible that it will have sufficient liquidity to meet its short term and long term liabilities as and when due. Anticipated future cash flows, undrawn committed credit facilities are expected to be sufficient to meet the liquidity requirements of the Company.

**(i) Financing arrangements**

The Company has access to the following undrawn borrowing facilities as at the end of the reporting period :

(₹ in Lacs)

	March 31, 2023	March 31, 2022
Secured working capital credit facility from Bank	3751.38	1,641.06

**(ii) The following is the contractual maturities of the financial liabilities :**

(₹ in Lacs)

	Carrying amount	Total	Payable on demand	Upto 12 months	more than 12 months
<b>As at March 31, 2022</b>					
<b>Non-derivative liabilities</b>					
Borrowings	10,124.21	10,124.21	8,589.87	386.38	1147.96
Trade payables	1,661.85	1,661.85	-	1,661.85	-
Other financial liabilities	625.48	625.48	112.60	512.88	-
<b>As at March 31, 2023</b>					
<b>Non-derivative liabilities</b>					
Borrowings	12889.70	12889.70	11079.00	261.78	1548.91
Trade payables	1953.99	1953.99	-	1953.99	-
Other financial liabilities	204.44	204.44	113.91	90.54	0.00



**42.2 Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk includes investment, deposits, foreign currency receivables and payables. The Company's senior management team manages the Market risk, which evaluates and exercises independent control over the entire process of market risk management.

**(i) Foreign currency risk**

The Company is exposed to foreign exchange risks arising from import of raw material in foreign currency. Foreign exchange risk arises from recognised liabilities, when they are denominated in a currency other than India Rupee. The exchange rate between the rupee and foreign currencies has changed substantially in recent years. The fluctuations in exchange rate may have an impact on company's operations. The carrying amounts of the Company's foreign currency denominated monetary liabilities all of which are unhedged at the end of the reporting period are as follows:

(₹ in Lacs)

Particulars	March 31, 2023	March 31, 2022
Liabilities (Trade payables)		
In foreign currency (USD \$)	7.00	9.58
In Indian currency (INR ₹)	580.07	726.38

**Foreign Currency sensitivity**

(₹ in Lacs)

Particulars	Currency	Change in Rate	Effect on Profit before Tax
31/03/2023	USD	+10%	(58.01)
	USD	-10%	58.01
31/03/2022	USD	+10%	(72.64)
	USD	-10%	72.64

**Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The Company's Long term borrowings have fixed rate of interest and carried at amortised costs. Hence, the Company is not subject to the interest rate risk since neither the carrying amount nor the future cash flows will change due to change in the market interest rates. Working capital facility is as per contractual terms, primarily of short term in nature, which does not expose company to significant interest rate risk.

**42.3 Credit risk**

Credit risk arises when a counter party defaults on its contractual obligations to pay, resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments. The Company has adopted a policy of only dealing with creditworthy counter parties and obtaining collaterals (such as Security Deposit) as a means of mitigating the risk of financial loss from defaults. The Company's exposure and credit ratings of its counter parties are continuously monitored based on the counter party's past performance and business dynamics. Credit exposure is controlled by counter party limits that are reviewed and approved by the credit risk and monitoring team at regular intervals.

Trade receivables consist of a large number of customers primarily in rural areas. Ongoing credit evaluation is performed on the financial condition and performance of accounts receivable. The average credit period is about 90 days. The Company's trade and other receivables consists of a large number of customers, hence the Company is not exposed to concentration risk. The maximum exposure to the credit risk at reporting date is primarily from trade receivables amounting to Rs. 7364.37 Lacs.

The credit risk on cash and bank balances is limited because the counter parties are banks with high credit ratings assigned by credit rating agencies.

The Company has not recorded any impairment of receivables relating to amounts owed by related parties for years ended March 2023 and March 2022 because it has evaluated their credit risk as low considering the financial stability of the ultimate parent.

**43. Corporate Social Responsibility :**

As per Section 135 of the Companies Act, 2013 ('Act'), a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The CSR activities of the Company are in line with the Schedule VII of the Act.

a) Gross amount required to be spent by the company during the year is ₹ 31.09 Lacs. (2022: ₹ 22.15 Lacs)

b) Amount spent during the year on:

(₹ in Lacs)

Particulars	2023	2022
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	53.65	-

c) Shortfall at the end of the year

(₹ in Lacs)

Particulars	2023	2022
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	-	22.15

d) Total of previous years shortfall-

(₹ in Lacs)

Particulars	2023	2022
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	-	-

e) Reason for shortfall- N.A.

**44. Contingent Liabilities**

(₹ in Lacs)

(to the extent not provided for)	As at 31.03.2023	As at 31.03.2022
Claims against the Company not acknowledged as debts in respect of matters under dispute relating to:		
Sales tax	-	9.85
Custom Duty	18.37	18.37
Central Sales Tax	-	5.93
Bank Guarantee	22.50	22.50
<b>Total</b>	<b>40.87</b>	<b>56.65</b>

**45 Related party disclosures**
**45.1 Names of related parties and nature of related parties relationship where control exists.**
**Key Management Personnel**

1 Omprakash K. Gilda	8 Shriram U. Medewar
2 Deepak S. Maliwal	9 Sujeet S. Medewar
3 Narayanlal P. Kalantri	10 Dnyaneshwar B. Mamde
4 Arunkumar R. Toshniwal	11 Shashikant R. Puramwar
5 Vijayprakash O. Agrawal	12 Rashmi G. Agrawal
6 Madhusudan P. Kalantri	13 Umesh O. Bang
7 Anand K. Gilda	

**Relatives of Key Management Personnel**

1 Deepak S. Maliwal HUF	27 Nandkishore J. Toshniwal
2 Mohit D. Maliwal	28 Gokul V. Agrawal
3 Mohit D. Maliwal HUF	29 Anilkumar O. Agrawal
4 Rekha D. Maliwal	30 Santosh O. Agrawal
5 Samta M. Maliwal	31 Kamalkishor O Agrawal
6 Shyamsunder S. Maliwal	32 Pushpa K. Agrawal
7 Rukhmadevi S. Maliwal	33 Jaishree S. Agrawal
8 Chandrabhagabai O. Gilda	34 Mangal S. Agrawal
9 Kirti A. Gilda	35 Lata M. Agrawal
10 Rekha R. Dagdiya	36 Vimlabai R. Agrawal
11 Narayanlal P. Kalantri HUF	37 Shriram U. Medewar HUF
12 Madhusudan P. Kalantri HUF	38 Vijaya S. Medewar
13 Sarojdevi N. Kalantri	39 Sujeet S. Medewar HUF
14 Santoshdevi M. Kalantri	40 Mayuri S. Medewar
15 Ravikumar N. Kalantri	41 Sunil S. Medewar
16 Ravikumar N. Kalantri HUF	42 Sunil S. Medewar HUF
17 Seema R. Kalantri	43 Sushil S. Medewar
18 Laxminivas N. Kalantri	44 Sushil S. Medewar HUF
19 Laxminivas N. Kalantri HUF	45 Rupali S. Medewar
20 Tejashree L. Kalantri	46 Sadanand U. Medewar
21 Rajkumar M. Kalantri	47 Balkrishna Y. Mamde
22 Shruti R. Kalantri	48 Kashibai Mamde
23 Pooja M. Kalantri	49 Madhukar M. Mamde HUF
24 Preeti M. Kalantri	50 Shivkumar M. Mamde HUF
25 Chukidevi R. Toshniwal	51 Manikrao Y. Mamde
26 Vijaya N. Toshniwal	52 Manikrao Y. Mamde HUF

**Enterprises owned or significantly influenced by group of individuals or their relatives who have control or significant influence over the Company:**

1 Durgeshwari Seeds & Fertilizers	10 Shrikrishna Canvassing
2 Kedar Krishi Seva Kendra	11 Parsewar Seeds & Fertilizers
3 Kalantri Engineering Works	12 Vijay Fertilizers Agency
4 Madhu Industries	13 Suraj Agro Industries
5 Preeti Enterprises Incorporated	14 Vaibhavlaxmi Jewellers
6 Ravito Engineering Works	15 Universal Automotive Service
7 Sai Trading Company	16 Shrinivasa Cattle Feeds Private Limited
8 Kailash Fertilizers	17 Charumati Finance Private Limited
9 Nature Organics	18 Dhanraj Enterprises
	19. R K Petroleum



## 45.2 Transactions during the year ended March 31, 2023 with Related Parties:

(₹ in Lacs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>1 Purchase of Goods</b>		
<b>Key Management Personnel</b>		
Deepak S. Maliwal	-	2.65
Sujeet S. Medewar	-	2.12
Shriram U. Medewar	-	2.86
<b>Relatives of Key Management Personnel</b>		
Deepak S. Maliwal HUF	8.30	5.95
Rekha D. Maliwal	-	4.71
Mohit D. Maliwal	-	5.62
Mohit D. Maliwal HUF	-	4.69
Samta M. Maliwal	-	2.68
Shyamsunder Maliwal	-	4.73
Rukhmadevi S. Maliwal	-	4.66
Vikas S. Maliwal	6.85	0.00
Shriram U. Medewar HUF	2.11	6.69
Vijaya S. Medewar	1.63	3.12
Sunil S. Medewar	-	2.84
Sushil S. Medewar	-	3.12
Sujeet S. Medewar HUF	1.90	6.67
Mayuri S. Medewar	2.12	3.76
Sunil Shriram Medewar HUF	1.72	7.44
Sushil Shriram Medewar HUF	1.66	6.19
Rupali S. Medewar	1.76	2.41
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Kalantri Engineering Works	117.56	95.48
Madhu Industries	47.57	66.09
Sai Trading Company	2513.21	997.77
Vaibhavlaxmi Jewellers	53.81	27.55
Nature Organic	60.95	60.19
Universal Automotive Service	0.03	-
Ravito Engineering Works	-	0.10
Kailash Fertilizers	1235.78	846.73
Dhanraj Enterprises	4.95	-
R K Petroleum	16.03	-
	<b>4077.94</b>	<b>2176.84</b>
<b>2 Sale of Goods</b>		
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Sai Trading Company	735.18	1,048.71
Vijay Fertilizers Agency	41.06	59.65
Kedar Krushi Sewa Kendra	39.76	226.04
Durgeshwari Seeds & Fertilizers	7.83	16.05
Nature Organic	435.63	388.71
Kailash Fertilizers	77.49	285.37
Parsewar Seeds and Fertilizers	91.43	-
Suraj Agro Industries	-	1,547.26
	<b>1428.39</b>	<b>3,571.80</b>



(₹ in Lacs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>3 Services given</b>		
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Nature Organic	175.86	-
	<b>175.86</b>	-
<b>4 Services Received</b>		
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Kalantri Engineering Works	0.05	1.27
Ravito Engineering Works	4.38	12.14
Preeti Enterprises Incorporated	5.10	11.63
Universal Automotive Service	-	0.15
Shrikrishna Canvassing	-	0.11
Dhanraj Enterprises	-	4.15
	<b>9.53</b>	<b>29.45</b>
<b>5 Loan Taken</b>		
<b>Key Managerial Personnel</b>		
Omprakash K. Gilda	155.00	-
Narayanlal P Kalantri	30.00	-
Madhusudhan P. Kalantri	-	10.00
Anand O. Gilda	15.00	25.00
<b>Relatives of Key Management Personnel</b>		
Chandrabhaga O. Gilda	20.00	-
Kirti A. Gilda	15.00	12.00
Rekha R. Dagdiya	-	3.00
Madhusudan P. Kalantri (HUF)	61.00	-
Santoshdevi M. Kalantri	22.00	-
Narayanlal P Kalantri (HUF)	51.00	-
Sarojdevi N. Kalantri	7.00	10.00
Ravindra N. Kalantri (HUF)	4.00	14.00
Ravindra Narayanlal Kalantri	20.00	-
Seema R. Kalantri	-	10.00
Laxminivas N. Kalantri Huf	2.25	4.00
Laxminivas Narayanlal Kalantri	14.00	-
Tejashree L. Kalantri	6.00	11.00
Pooja V. Mantri	9.00	2.00
Preeti S. Kabra	0.80	-
Rajkumar M. Kalantri	-	8.00
Shruti R. Kalantri	-	7.50
Padma V. Kalantri	20.00	-
Mohit D. Maliwal HUF	-	50.00
Rekha Deepak Maliwal	25.00	-
Rukhamadevi S. Maliwal	30.00	-
Shyamsundar S. Maliwal	100.00	-
Nandkishore J Toshniwal	10.00	10.00
Vijaya Nandkishore Toshniwal	18.00	-
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Charumati Finance Private Limited	25.00	15.00
Virgo Fiscal Private Limited	115.00	-
	<b>775.05</b>	<b>191.50</b>



(₹ in Lacs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>6 Loan Repaid</b>		
<b>Key Managerial Personnel</b>		
Omprakash K. Gilda	153.94	3.04
Madhusudhan P. Kalantri	5.85	15.00
<b>Relatives of Key Management Personnel</b>		
Narayanlal P. Kalantri HUF	25.00	-
Madhusudan P. Kalantri HUF	20.00	-
Ravindra N. Kalantri HUF	4.24	10.00
Sarojdevi N. Kalantri	7.20	10.00
Rajkumar M. Kalantri	2.85	-
Ravindra N. Kalantri	4.12	-
Madhukar M. Mamde HUF	11.60	-
Kashibai Mamde	18.37	-
Manikrao Y. Mamde HUF	-	11.48
Manikrao Y. Mamde	-	10.04
Shivkumar M. Mamde HUF	8.70	-
Balkrishna Y. Mamde	-	19.61
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Charumati Finance Private Limited	110.00	-
Virgo Fiscal Private Limited	135.57	-
	<b>507.45</b>	<b>79.17</b>
<b>7 Interest Paid</b>		
<b>Key Management Personnel</b>		
Omprakash K. Gilda	10.59	2.89
Deepak S. Maliwal	0.40	0.40
Narayanlal P. Kalantri	4.45	1.60
Madhusudhan P. Kalantri	1.46	1.58
Anand K. Gilda	3.93	0.11
<b>Relatives of Key Management Personnel</b>		
Deepak S. Maliwal HUF	1.60	1.60
Rekha D. Maliwal	2.95	1.00
Mohit D. Maliwal	2.05	2.05
Mohit D. Maliwal HUF	5.00	0.29
Samta M. Maliwal	1.50	1.50
Shyamsundar S. Maliwal	9.32	-
Rukhmadevi S. Maliwal	4.33	1.50
Kirti A. Gilda	2.63	0.05
Chandrabhaga O. Gilda	1.80	-
Rekha R. Dagdiya	0.30	0.01
Narayanlal P. Kalantri HUF	5.99	3.78
Sarojdevi N. Kalantri	2.81	2.23
Madhusudan P. Kalantri HUF	7.46	2.90
Santoshdevi M. Kalantri	2.39	0.40
Ravindra N. Kalantri	1.91	0.41
Ravindra N. Kalantri HUF	2.09	1.41
Seema R. Kalantri	1.00	0.05
Laxminivas N. Kalantri HUF	0.60	0.02
Laxminivas N. Kalantri	1.30	-
Tejashree L. Kalantri	1.45	0.06



(₹ in Lacs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Pooja V. Mantri	2.50	1.49
Preeti S. Kabra	0.69	0.64
Padma Vishnukumar Kalantri	0.95	-
Vijaya N. Toshniwal	1.43	1.34
Nandkishore J. Toshniwal	1.61	0.71
Rajkumar M. Kalantri	0.88	0.31
Shruti R. Kalantri	0.61	0.02
Madhukar M. Mamde HUF	0.13	0.95
Kashibai Mamde	0.43	1.48
Manikrao Y. Mamde HUF	-	0.95
Manikrao Y. Mamde	-	0.83
Shivkumar M. Mamde HUF	0.09	0.71
Balkrishan Y. Mamde	-	1.62
<b>Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Charumati Finance Private Limited	12.08	0.07
Virgo Fiscal Private Limited	11.30	-
	<b>112.00</b>	<b>36.97</b>
<b>8 Dividend Paid</b>		
<b>Key Management Personnel</b>		
Omprakash K. Gilda	8.93	5.72
Deepak S. Maliwal	5.23	3.49
Narayanlal P. Kalantri	2.74	1.79
Madhusudhan P. Kalantri	2.86	1.87
Arunkumar R. Toshniwal	1.55	1.03
Vijayprakash O. Agrawal	-	0.26
Anand K. Gilda	3.02	1.85
<b>Relatives of Key Management Personnel</b>		
Deepak S. Maliwal HUF	3.05	2.03
Rekha D. Maliwal	3.84	2.56
Mohit D. Maliwal	2.34	1.35
Samta M. Maliwal	0.62	0.21
Chandrabhagabai O. Gilda	1.38	0.92
Kirti A. Gilda	1.59	1.06
Rekha R. Dagdiya	-	0.00*
Narayanlal P. Kalantri HUF	0.59	0.25
Sarojdevi N. Kalantri	2.23	1.38
Madhusudan P. Kalantri HUF	0.49	0.20
Santoshdevi M. Kalantri	2.27	1.42
Ravindra N. Kalantri	0.40	0.24
Ravindra N. Kalantri HUF	0.23	0.07
Seema R. Kalantri	0.01	0.01
Laxminivas N. Kalantri	0.63	0.16
Laxminivas N. Kalantri Huf	0.07	0.03
Tejashree L. Kalantri	0.16	0.03
Rajkumar M. Kalantri	0.72	0.39
Shruti R. Kalantri	0.43	-
Pooja V. Kalantri	0.16	0.11
Preeti S. Kabra	0.25	0.16
Vijaya N. Toshniwal	0.04	-
Nandkishore J. Toshniwal	0.02	-

\* Amount less than a thousand





(₹ in Lacs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Chukidevi R. Toshniwal	0.15	0.10
Gokul V. Agrawal	-	0.25
Anilkumar O. Agrawal	-	0.16
Santosh O. Agrawal	-	0.01
Jaishree S. Agrawal	-	0.05
Kamalkishor O. Agrawal	-	0.24
Pushpa K. Agrawal	0.08	0.05
Mangal S. Agrawal	-	0.06
Lata M. Agrawal	0.09	0.06
Vimlabai R. Agrawal	-	0.01
Shriram Udhavrao Medewar	-	0.07
	<b>46.15</b>	<b>29.64</b>
<b>9. Remuneration Paid</b>		
<b>Key Managerial Personnel</b>		
Omprakash K. Gilda	7.80	7.80
Sujeet S. Medewar	23.40	23.40
Dnyaneshwar B. Mamde	3.00	3.00
Anand K. Gilda	18.50	12.51
Rashmi G. Agrawal	3.60	3.60
Umesh O. Bang	11.25	9.29
Relatives of Key Management Personnel		
Mohit D. Maliwal	44.00	20.41
Rekha D. Maliwal	1.00	9.25
Samta M. Maliwal	1.00	12.31
Shyamsunder S. Maliwal	7.80	5.85
Kirti A. Gilda	12.50	12.51
Santoshdevi M. Kalantri	11.73	7.18
Laxminivas N. Kalantri	7.80	7.80
Tejashree L. Kalantri	11.73	7.18
Rajkumar M. Kalantri	12.58	8.53
Shruti R. Kalantri	-	3.40
Rupali S. Medewar	4.68	4.68
	<b>182.37</b>	<b>158.69</b>



## 45.3 Outstanding balance with Related Parties as on March 31, 2023

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>1 Key Management Personnel</b>		
Omprakash K. Gilda	(35.00)	(33.00)
Deepak S. Maliwal	(4.00)	(4.00)
Narayanlal P. Kalantri	(46.00)	(16.00)
Madhusudhan P. Kalantri	(10.41)	(15.85)
Anand K. Gilda	(40.00)	(25.00)
<b>2 Relatives of Key Management Personnel</b>		
Deepak S. Maliwal HUF	(16.00)	(16.00)
Rekha D. Maliwal	(35.00)	(10.00)
Mohit D. Maliwal	(20.50)	(20.50)
Mohit D. Maliwal HUF	(50.00)	(50.00)
Samta M. Maliwal	(15.00)	(15.00)
Rukhmadevi S. Maliwal	(45.00)	(15.00)
Shyamsundar S. Maliwal	(100.00)	-
Chandrabhaga O. Gilda	(20.00)	-
Kirti A. Gilda	(27.00)	(12.00)
Rekha R. Dagdiya	(3.00)	(3.00)
Narayanlal P. Kalantri HUF	(65.14)	(37.84)
Sarojdevi N. Kalantri	(23.90)	(23.06)
Madhusudan P. Kalantri HUF	(72.17)	(28.96)
Santoshdevi M. Kalantri	(26.00)	(4.00)
Laxminivas N. Kalantri	(14.00)	-
Laxminivas N. Kalantri HUF	(6.25)	(4.00)
Tejashree L. Kalantri	(17.00)	(11.00)
Ravindra N. Kalantri	(20.29)	(4.12)
Ravindra N. Kalantri HUF	(18.30)	(18.24)
Seema R. Kalantri	(10.00)	(10.00)
Pooja V. Mantri	(26.90)	(16.80)
Preeti S. Kabra	(7.20)	(6.40)
Rajkumar M. Kalantri	(8.20)	(10.85)
Shruti R. Kalantri	(7.50)	(7.50)
Padma V. Kalantri	(20.00)	-
Nandkishore J. Toshniwal	(20.00)	(10.00)
Vijaya N. Toshniwal	(18.00)	-
Madhukar M. Mamde HUF	-	(11.48)
Kashibai Mamde	-	(17.94)
Shivkumar M. Mamde HUF	-	(8.61)
<b>3 Enterprises owned or significantly influenced by group of individuals or their relatives</b>		
Kalantri Engineering Works	0.00*	0.02
Madhu Industries	2.15	(0.05)
Sai Trading Company	(147.06)	(5.37)
Vijay Fertilizers Agency	4.90	23.23
Kedar Krushi Sewa Kendra	2.78	8.49
Durgeshwari Seeds & Fertilizers	0.39	3.87
Nature Organics	305.49	284.54
Kailash Fertilizers	(45.49)	(116.31)
Ravito Engineering Works	(0.03)	0.00*
Preeti Enterprises Incorporated	0.00*	-
Universal Automotive Service	-	0.12
Shrikrishna Canvassing	-	(0.11)
Parsewar Seeds And Fertilizers	26.05	-
Charumati Finance Private Limited	(62.29)	(15.00)
Virgo Fiscal Private Limited	(115.00)	-

\*Amount less than a thousand



Note :

- No amounts in respect of related parties have been written off / written back during the year, nor has any provision been made for doubtful debts / receivables during the year.
- Related party relationships have been identified by the management and relied upon by the Auditors.
- Related party transactions have been disclosed on basis of value of transactions in terms of the respective contracts.
- Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties.
- Figures in the brackets represents trades payables/other liabilities.

#### 46 Segment information :

##### 46.1 Products and services from which reportable segments derive their revenues :

The Company operates in the business segments of Fertilizers, Seeds and Solvent in the domestic market.

The following is an analysis of the Company's revenue and results from operations by reportable segment :

(₹ in Lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Segment revenue</b>		
Operating revenue		
a) Fertilizers	23,852.26	23,698.70
b) Solvent	28,299.18	34,659.14
c) Other agricultural commodities	1,930.34	5,884.85
<b>Total</b>	<b>54,081.78</b>	<b>64,242.69</b>
Less: Inter-segment revenue	61.29	411.11
<b>Income from operations</b>	<b>54,020.49</b>	<b>63,831.58</b>
<b>Segment result</b>		
a) Fertilizers	1326.29	2,167.05
b) Solvent	192.46	608.23
c) Other agricultural commodities	188.78	428.78
<b>Total</b>	<b>1,707.54</b>	<b>3,204.06</b>
Adjusted for :		
a) Finance costs	(1057.87)	(716.31)
B) Other income	125.21	115.50
<b>Profit before tax</b>	<b>774.88</b>	<b>2,603.25</b>

##### 46.2 Segments assets and liabilities :

(₹ in Lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Segment assets</b>		
a) Fertilizers	16,661.15	15,570.45
b) Solvent	11,456.23	10,126.82
c) Other agricultural commodities	2,871.12	2475.72
<b>Total</b>	<b>30,988.51</b>	<b>28,172.99</b>
<b>Segment liabilities</b>		
a) Fertilizers	8,330.99	7,813.34
b) Solvent	7,584.09	5,766.05
c) Other agricultural commodities	7.06	21.61
<b>Total</b>	<b>15,922.15</b>	<b>13,601.01</b>

**47. The subsidiary companies considered in the consolidated financial statements are :**

Name of the subsidiaries	Country of Incorporation	Proportion of ownership interest		Accounting year ending on
		31.03.2023	31.03.2022	
Ghatprabha Fertilizers Private Limited	India	61.53%	61.53%	31.03.2023
Shiva-Parvati Poultry Feed Private Limited	India	51.00%	51.00%	31.03.2023
Shrinivasa Agro Foods Private Limited	India	51.00%	51.00%	31.03.2023

**48** Previous period / year figures have been regrouped/reclassified, where necessary, to conform to the current period / year classification.

In terms of our report attached  
For **Falor Jhavar Khatod & Co.**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board of Directors

**Jaiprakash S. Falor**  
Partner  
Membership No. 043337

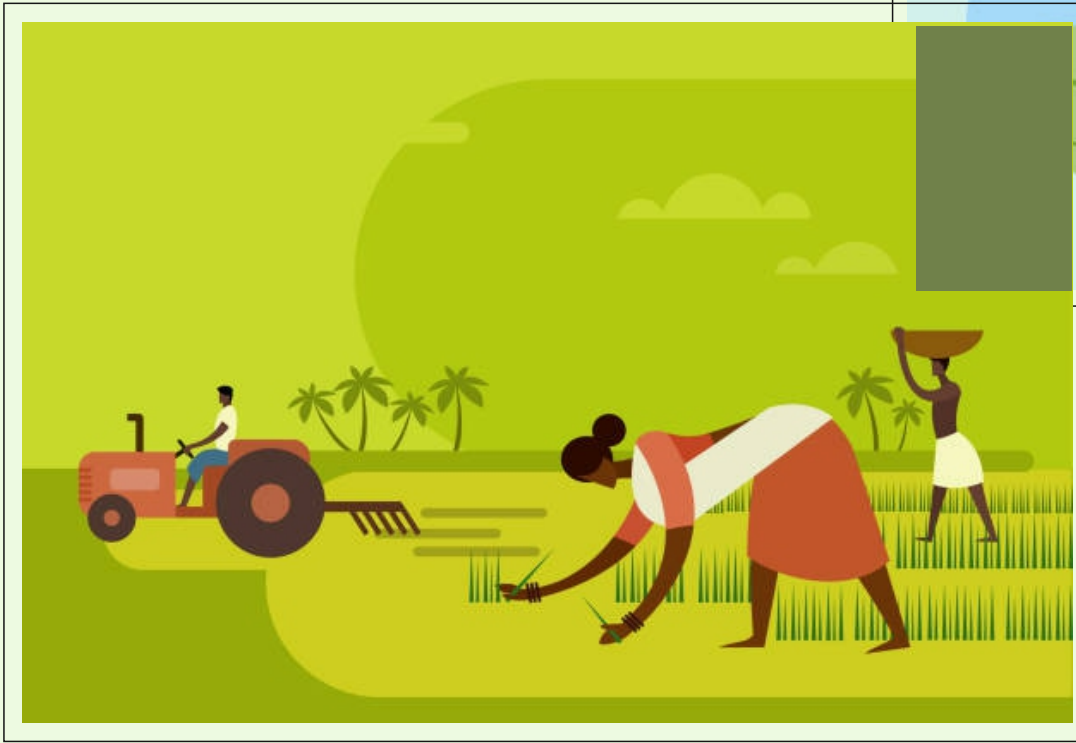
**Omprakash K. Gilda**  
Managing Director  
DIN: 01655503

**Deepak S. Maliwal**  
Director  
DIN: 00452540

Place: Nanded  
Date: May 30, 2023

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary



Registered Office :

**Shiva Global Agro Industries Ltd.**

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